

Orange County Transportation Authority Board Meeting
Orange County Transportation Authority Headquarters
Board Room - Conference Room 07-08
550 South Main Street
Orange, California
Monday, September 14, 2020 at 9:00 a.m.

Any person with a disability who requires a modification or accommodation in order to participate in this meeting should contact the OCTA Clerk of the Board, telephone (714) 560-5676, no less than two (2) business days prior to this meeting to enable OCTA to make reasonable arrangements to assure accessibility to this meeting.

Agenda Descriptions

The agenda descriptions are intended to give members of the public a general summary of items of business to be transacted or discussed. The posting of the recommended actions does not indicate what action will be taken. The Board of Directors may take any action which it deems to be appropriate on the agenda item and is not limited in any way by the notice of the recommended action.

Public Availability of Agenda Materials

All documents relative to the items referenced in this agenda are available for public inspection at www.octa.net or through the Clerk of the Board's office at the OCTA Headquarters, 600 South Main Street, Orange, California.

Guidance for Public Access to the Board of Directors/Committee Meeting

On March 12, 2020 and March 18, 2020, Governor Gavin Newsom enacted Executive Orders N-25-20 and N-29-20 authorizing a local legislative body to hold public meetings via teleconferencing and make public meetings accessible telephonically or electronically to all members of the public to promote social distancing due to the state and local State of Emergency resulting from the threat of Novel Coronavirus (COVID 19).

In accordance with Executive Order N-29-20, and in order to ensure the safety of the Orange County Transportation Authority (OCTA) Board of Directors (Board) and staff and for the purposes of limiting the risk of COVID 19, in person public participation at public meetings of the OCTA will not be allowed during the time period covered by the above referenced Executive Orders.



Guidance for Public Access to the Board of Directors/Committee Meeting (Continued)

Instead, members of the public can listen to AUDIO live streaming of the Board and Committee meetings by clicking the below link:

http://www.octa.net/About-OCTA/Who-We-Are/Board-of-Directors/Live-and-Archived-Audio/

Public comments may be submitted for the upcoming Board and Committee meetings by emailing them to boardofdirectors@octa.net.

If you wish to comment on a specific agenda Item, please identify the Item number in your email. All public comments that are timely received will be part of the public record and distributed to the Board. Public comments will be made available to the public upon request.

In order to ensure that staff has the ability to provide comments to the Board Members in a timely manner, please submit your public comments **30 minutes prior to the start time of the Board and Committee meeting date**.



Call to Order

Roll Call

Invocation

Director Shaw

Pledge of Allegiance

Director Chamberlain

Special Calendar

Orange County Local Transportation Authority Special Calendar Matters

1. Adopt Resolutions of Necessity for the State Route 55 Improvement Project Between Interstate 405 and Interstate 5

Joe Gallardo/James G. Beil

Overview

The Orange County Transportation Authority is implementing the State Route 55 Improvement Project between Interstate 405 and Interstate 5. The project requires acquisition of property rights from public and private adjacent to the existing freeway and On September 11, 2017, the Board of Directors approved acquiring right-of-way for the project. At this time, staff has been unable to reach an agreement to purchase required property rights from the subject property owners. It is now necessary for the Board of Directors to exercise its power of eminent domain by adopting resolutions of necessity in order to acquire these necessary property rights in time to make the properties available to meet project delivery and construction schedules.

Recommendation

Adopt Resolutions of Necessity Nos. 2020-063 and 2020-071, and authorize and direct General Counsel to prepare, commence, and prosecute a proceeding in eminent domain for the purpose of acquiring necessary right-of-way and real property interests for the State Route 55 Improvement Project between Interstate 405 and Interstate 5.





Consent Calendar (Items 2 through 16)

All matters on the Consent Calendar are to be approved in one motion unless a Board Member or a member of the public requests separate action on a specific item.

Orange County Transportation Authority Consent Calendar Matters

2. Approval of Minutes

Approval of the Orange County Transportation Authority and affiliated agencies' regular meeting minutes of August 24, 2020.

3. Communications by Independent Financial Statement Auditor Janet Sutter

Overview

Crowe, LLP, the independent financial statement auditor of the Orange County Transportation Authority, is in the process of conducting the fiscal year 2019-20 audit. In connection with the audit, Crowe, LLP, is communicating the planned scope and timing of the audit, as well as soliciting input on any matters of which the Board of Directors or the Finance and Administration Committee has knowledge that may have a material bearing on the Orange County Transportation Authority's financial statements for the year ended June 30, 2020.

Recommendation

Receive and file as an information item.



4. Coronavirus Update

Darrell E. Johnson

Overview

The Orange County Transportation Authority continues to take proactive measures in response to the impacts of the coronavirus pandemic in relation to transportation services, programs, and projects. The response efforts are centered around agency core values, helping to ensure the health and safety of the public and employees while continuing to provide essential transportation services and deliver critical infrastructure improvements. An overview and update on these efforts is presented.

Recommendation

Receive and file as an information item.

5. Fiscal Year 2020-21 Proposed Budget Amendment

Victor Velasquez/Andrew Oftelie

Overview

Staff proposes a budget amendment to update the Orange County Transportation Authority's Fiscal Year 2020-21 Approved Budget. This amendment better aligns the budget with anticipated revenue and expenditures through the balance of the fiscal year by funding commuter rail operations for the remainder of the year, reducing bus program revenues and expenditures based on reduced service levels, and adds positions for Los Angeles - San Diego - San Luis Obispo Rail Corridor Agency, which will be fully reimbursed by the State.

Recommendations

A. Amend the Orange County Transportation Authority's Fiscal Year 2020-21 Budget by reducing the revenue and expense budgets, in the amount of approximately \$28 million, to accommodate updated budget assumptions for revenue and expense items.



5. (Continued)

- B. Approval of the full Fiscal Year 2020-21 Orange County Transportation Authority member agency contribution to the Southern California Regional Rail Authority, in an amount up to \$28,773,477, including authorization of Federal Transit Administration funds, in an amount up to \$8,500,000, to be drawn down directly by the Southern California Regional Rail Authority. Also included in Southern California Regional Rail Authority's operating subsidy proposal is the direct draw down of The Coronavirus Aid, Relief, and Economic Security Act funding in the amount of \$17,159,239.
- C. Authorize Federal Transit Administration funds, in an amount up to \$12,969,650, to be drawn down directly by the Southern California Regional Rail Authority for capital and rehabilitation expenditure budget contingent upon all member agencies' approval of their respective capital and rehabilitation budgets.
- D. Authorize the addition of four new positions to the Orange County Transportation Authority. The four positions are requested to accommodate the Los Angeles San Diego San Luis Obispo Rail Corridor Agency's FY 2020-2021 Approved Budget. The four positions include a Project Manager, Senior, Transportation Funding Analyst, Senior, Accounting Analyst, Associate, and a Deputy Managing Director.

6. Orange County Transportation Authority Investment and Debt Programs Report - July 2020

Robert Davis/Andrew Oftelie

Overview

The Orange County Transportation Authority has a comprehensive investment and debt program to fund its immediate and long-term cash flow demands. Each month, the Treasurer submits a report detailing investment allocation, performance, compliance, outstanding debt balances, and credit ratings for the Orange County Transportation Authority's debt program. This report is for the month ending July 31, 2020. The report has been reviewed and is consistent with the investment practices contained in the Investment Policy.

Recommendation

Receive and file as an information item.



7. Award of Agreement for Claims Administration of the Self-Insured Workers' Compensation Program

Al Gorski/Maggie McJilton

Overview

On April 27, 2020, the Board of Directors approved the release of a request for proposals for claims administration of the Self-Insured Workers' Compensation Program. Proposals were received in accordance with Orange County Transportation Authority procurement procedures for professional and technical services. Approval is requested to execute an agreement for this service.

Recommendations

- A. Approve the selection of Intercare Holdings Insurance Services, Inc., to provide claims administration for the Orange County Transportation Authority's Self-Insured Workers' Compensation Program.
- B. Authorize the Chief Executive Officer to negotiate and execute Agreement No. C-0-2202 between the Orange County Transportation Authority and Intercare Holdings Insurance Services, Inc., in the amount of \$2,445,559, to provide claims administration for the Orange County Transportation Authority's Self-Insured Workers' Compensation Program, for a five-year term.

8. Excess Workers' Compensation Insurance Policy

Al Gorski/Maggie McJilton

Overview

The Orange County Transportation Authority currently has an excess workers' compensation insurance policy with Arch Insurance Company. This policy will expire on October 1, 2020, and a renewal is necessary to maintain coverage.



8. (Continued)

Recommendation

Authorize the Chief Executive Officer to negotiate and execute Purchase Order No. A45740, in the amount of \$550,000, to Marsh Risk and Insurance Services, Inc., to purchase excess workers' compensation insurance from Arch Insurance Company on behalf of the Orange County Transportation Authority for the policy period of October 1, 2020 to October 1, 2021.

9. Active Transportation Program Regional Project Selection Process - Orange County Project Prioritization Methodology

Denise Arriaga Ibarra/Kia Mortazavi

Overview

On March 25, 2020, the California Transportation Commission adopted the statewide 2021 Active Transportation Program Guidelines and issued a two-tiered call for bicycle and pedestrian projects. The State of California and the Southern California Association of Governments will administer the call for projects and project selection process. A proposal for the methodology that the Orange County Transportation Authority will use to prioritize projects in Orange County for the Southern California Association of Governments Active Transportation Program regional project selection process is presented for Board of Directors' approval.

Recommendation

Approve the Orange County project prioritization methodology for the 2021 Active Transportation Program regional project selection process and future Active Transportation Program cycles.





Orange County Transit District Consent Calendar Matters

10. Amendment to Agreement for Janitorial Services

Dayle Withers/Jennifer L. Bergener

Overview

On September 25, 2017, the Board of Directors approved an agreement with Gamboa Services, Inc., doing business as Corporate Image Maintenance, to provide janitorial services for a three-year initial term with one, two-year option term. The initial term expires October 31, 2020. Staff is requesting Board of Directors' approval to exercise the two-year option term.

Recommendation

Authorize the Chief Executive Officer to negotiate and execute Amendment No. 3 to Agreement No. C-7-1723, between the Orange County Transportation Authority and Gamboa Services, Inc., doing business as Corporate Image Maintenance, in the amount of \$2,485,575, to exercise the option term of the agreement from November 1, 2020 through October 31, 2022, for continued janitorial services. This will increase the maximum obligation of the agreement to a total contract value of \$5,787,111.

11. October 2020 Bus Service Change

Gary Hewitt/Kia Mortazavi

Overview

The October 2020 bus service change will continue to provide the same level of bus service as was implemented in June 2020. This recommendation is based on stable ridership demand during the coronavirus pandemic. Staff will develop a contingency plan in case additional service is needed between October 2020 and the regularly planned February 2021 schedule change.

Recommendation

Receive and file as an information item.



Orange County Local Transportation Authority Consent Calendar Matters

12. Cooperative Agreement with the City of Mission Viejo for the Chrisanta Drive Community Soundwall

Niall Barrett/James G. Beil

Overview

The City of Mission Viejo has requested funding assistance from the Orange County Transportation Authority to design a soundwall on private properties in the Chrisanta Drive community along northbound Interstate 5 between Oso Parkway and La Paz Road. Staff is requesting approval of a cooperative agreement with the City of Mission Viejo to fund the City of Mission Viejo's preparation of the plans, specifications, and estimates for the proposed soundwall.

Recommendation

Authorize the Chief Executive Officer to negotiate and execute Cooperative Agreement No. C-0-2543 between the Orange County Transportation Authority and the City of Mission Viejo, in the amount of \$215,700, for the City of Mission Viejo to prepare the plans, specifications, and estimates for the Chrisanta Drive community soundwall.

13. Agreement for Metrolink Train Stations Platform Detectable Tiles Replacement and Painted Guideline Restriping Project

Jason Lee/James G. Beil

Overview

The Orange County Transportation Authority is responsible for the ongoing maintenance of the operating railroad right-of-way for the Metrolink stations in Orange County. Aligned with that responsibility, the platform detectable tiles and painted guidelines at six Metrolink stations require replacement. Board of Directors' approval is requested to execute the agreement.



13. (Continued)

Recommendations

- A. Find AP Construction, Inc., the apparent low bidder, as non-responsive for failure to complete and submit the List of Subcontractors form with the bid as required by the California Public Contract Code and for failure to sign the Disclosure of Lobbying Activities form as required by the bid instructions and the Federal Transit Administration.
- B. Authorize the Chief Executive Officer to negotiate and execute Agreement No. C-0-2413 between the Orange County Transportation Authority and Two Brothers Construction Corp., the lowest responsive, responsible bidder, in the amount of \$1,098,000, for the Metrolink train stations platform detectable tiles replacement and painted guidelines restriping project.

14. Environmental Mitigation Program Endowment Fund Investment Report for June 30, 2020

Robert Davis/Andrew Oftelie

Overview

The Orange County Transportation Authority has developed a Natural Community Conservation Plan/Habitat Conservation Plan, acquired conservation properties, and funded habitat restoration projects to mitigate the impacts of Measure M2 freeway programs. The California Community Foundation manages the non-wasting endowment required to fund the long-term management of the conservation properties. Each quarter, the California Community Foundation publishes a comprehensive report detailing the composition of the pool and its performance.

Recommendation

Receive and file as information item.



15. Measure M2 Quarterly Progress Report for the Period of April 2020 Through June 2020

Francesca Ching/Kia Mortazavi

Overview

Staff has prepared the Measure M2 quarterly progress report for the period of April 2020 through June 2020, for consideration by the Orange County Transportation Authority Board of Directors. This report highlights progress on Measure M2 projects and programs and will be available to the public via the Orange County Transportation Authority website.

Recommendation

Receive and file as an information item.

16. Measure M2 Project W Safe Transit Stops - 2020 Programming Recommendations

Alfonso Hernandez/Kia Mortazavi

Overview

In April 2020, the Board of Directors requested that staff reopen the Measure M2 Project W Safe Transit Stops - 2019 Programming Recommendations to consider additional projects. As a result, the Orange County Transportation Authority issued a notification to all eligible applicants to submit project proposals by June 30, 2020. Review of these applications is now complete and additional programming recommendations are presented for Board of Directors' consideration and approval.

Recommendation

Approve the award of \$1.03 million in 2020 Project W Safe Transit Stops Program funds to the City of Santa Ana for 35 bus stop improvements.





Regular Calendar

Orange County Transportation Authority Regular Calendar Matters

17. Employment and Travel Survey Results

Alice T. Rogan/Maggie McJilton

Overview

In an effort to gain an understanding of the current impacts of the coronavirus on employment and travel in Orange County, a scientific, statistically valid survey was conducted during the month of July 2020.

Recommendation

Receive and file as an information item.

Orange County Local Transportation Authority Regular Calendar Matters

18. OC Streetcar Project Quarterly Update

Mary Shavalier/James G. Beil

Overview

The Orange County Transportation Authority is currently implementing the OC Streetcar project. Updates are provided to the Board of Directors on a quarterly basis. This report provides an update on OC Streetcar project activities from June 2020 through August 2020.

Recommendation

Receive and file as an information item.



19. Contract Change Order for Vapor Barrier Installation for the Construction of the OC Streetcar Project

Mary Shavalier/James G. Beil

Overview

On September 24, 2018, the Orange County Transportation Authority Board of Directors authorized Agreement No. C-7-1904 with Walsh Construction Company II, LLC, for construction of the OC Streetcar project. A contract change order is required to install a vapor barrier under the foundation of the maintenance and storage facility.

Recommendation

Authorize the Chief Executive Officer to negotiate and execute Contract Change Order No. 9 to Agreement No. C-7-1904 with Walsh Construction Company II, LLC, in the amount of \$395,717, for installation of a vapor barrier under the maintenance and storage facility.

20. Amendment to Agreement for the Design of the OC Streetcar Project Mary Shavalier/James G. Beil

Overview

On September 14, 2015, the Orange County Transportation Authority Board of Directors approved an agreement with HNTB Corporation for preparation of plans, specifications, and estimates for the OC Streetcar project. An amendment to the agreement is necessary for additional design support services.

Recommendation

Authorize the Chief Executive Officer to negotiate and execute Amendment No. 10 to Agreement No. C-5-3337 between the Orange County Transportation Authority and HNTB Corporation, in the amount of \$2,900,000, for continuation of OC Streetcar project design support services during construction. This will increase the maximum cumulative obligation of the agreement to a total contract value of \$23,583,841.



Discussion Items

- 21. Public Comments
- 22. Chief Executive Officer's Report
- 23. Directors' Reports
- 24. Closed Session

There are no Closed Sessions scheduled.

25. Adjournment

The next regularly scheduled meeting of this Board will be held at **9:00 a.m. on Monday, September 28, 2020**, at the Orange County Transportation Authority Headquarters, Board Room - Conference Room 07-08, 550 South Main Street, Orange, California.



September 14, 2020

To: Members of the Board of Directors

From: Darrell E. Johnson, Chief Executive Officer

Subject: Adopt Resolutions of Necessity for the State Route 55

Improvement Project Between Interstate 405 and Interstate 5

Overview

The Orange County Transportation Authority is implementing the State Route 55 Improvement Project between Interstate 405 and Interstate 5. The project requires acquisition of property rights from public and private parties adjacent to the existing freeway and city streets. On September 11, 2017, the Board of Directors approved acquiring right-of-way for the project. At this time, staff has been unable to reach an agreement to purchase required property rights from the subject property owners. It is now necessary for the Board of Directors to exercise its power of eminent domain by adopting resolutions of necessity in order to acquire these necessary property rights in time to make the properties available to meet project delivery and construction schedules.

Recommendation

Adopt Resolutions of Necessity Nos. 2020-063 and 2020-071, and authorize and direct General Counsel to prepare, commence, and prosecute a proceeding in eminent domain for the purpose of acquiring necessary right-of-way and real property interests for the State Route 55 Improvement Project between Interstate 405 and Interstate 5.

Background

The acquisition of public and private properties is often required to implement transportation projects, even though extensive efforts are made during the planning and design process to avoid or minimize the impacts to public and private properties. Cooperative Agreements C-7-1753 and C-7-1936 between the Orange County Transportation Authority (OCTA) and the California Department of Transportation (Caltrans) were approved by the Board of Directors (Board) on June 12, 2017 and September 11, 2017, respectively. These documents define the roles and responsibilities of OCTA and Caltrans for

final design and right-of-way (ROW) acquisition for the State Route 55 Improvement Project between Interstate 405 (I-405) and Interstate 5 (I-5) (Project). Pursuant to the cooperative agreements, OCTA is the lead implementing agency for final design and ROW acquisition for the Project. The environmental document and project report were approved by Caltrans on August 31, 2017 and September 11, 2017, respectively.

Discussion

Construction of the Project will impact 33 properties between I-405 and I-5, including three multi-residential properties, 20 commercial/industrial properties, one hotel, three vacant properties, five public properties, and one railroad property. There are 31 properties identified as partial acquisitions and two properties identified as full acquisitions. The Project may require the displacement of tenants/occupants from a multi-residential complex and may cause the displacement of several businesses. Displacees will be provided relocation assistance in accordance with OCTA and Caltrans policies and procedures. The real property requirements for the Project include the acquisition of the two full fee interests, partial fee interests (FEE), permanent highway easements (PHE), permanent footing easements (PFE), permanent utility easements (PUE), tie-back easements, temporary construction easements (TCE), and access control rights needed to construct the proposed highway and high-occupancy vehicle lane improvements. The partial FEEs, PHEs, PFEs, PUEs, and TCEs are required for roadway construction, soundwalls, retaining walls, drainage systems, and for the installation of above-ground and underground facilities, including electrical, telecommunication, water, sewer, and storm drain systems.

Resolution No. 2020-063 pertains to the acquisition of a TCE over a portion of the property owned by Raintree Newport Avenue, LLC, a Delaware limited liability company. The acquisition of the subject TCE is needed to provide sufficient work area to construct a retaining wall and a soundwall.

Resolution No. 2020-071 pertains to the acquisition of one partial FEE and one TCE over a portion of the property owned by Dan R. O'Neil and Bonnie J. O'Neil, trustees of the Dan R. O'Neil and Bonnie J. O'Neil Grantor Trust. The acquisition of the subject partial FEE is needed to accommodate the widening of the SR-55 and the realignment of the southbound on-ramp from Edinger Avenue. The acquisition of the subject TCE is needed to provide sufficient work area to construct the freeway widening improvements.

The property owners have been given substantially more time than the 30 days required by the Federal Highway Administration to consider OCTA's written purchase offer and have been contacted multiple times as described in Attachment A. These contacts include OCTA staff requesting a meeting with the

property owner to conduct an OCTA policies and procedures first-level review to describe the project design and the need for the property.

OCTA must secure possession of the interests in the subject properties by July 2021 to meet project schedule deadlines. Delay in acquiring the interests in these properties will cause project delays. Proceeding with these resolutions of necessity (RON) will ensure that project schedules are maintained.

The "List of Property Owners" and "Photo Aerial Exhibits," attachments B and C respectively, provide information on property ownerships and locations.

Acquisition of the subject property interests is being conducted in accordance with OCTA's Real Property Policies and Procedures, and Caltrans guidelines. The required property interests were identified, engineered, and appraised by OCTA. The full appraised amount for each respective property interest was offered to the property owner under the requirements of Governmental Code Section 7267.2.

In order to proceed with the acquisition of the properties required for the Project and to comply with state and federal laws for ROW acquisition, the Board is requested to adopt the RONs for the subject properties. This action will allow OCTA to commence eminent domain proceedings to acquire the interests in real property needed for the Project.

The following resolutions are recommended:

- Resolution No. 2020-063 Raintree Newport Avenue, LLC, a Delaware limited liability company – Action is recommended for an acquisition of one TCE over a portion of the property to provide sufficient work area to construct a retaining wall and a soundwall.
- Resolution No. 2020-071 Dan R. O'Neil and Bonnie J. O'Neil, Trustees of the Dan R. O'Neil and Bonnie J. O'Neil Grantor Trust – Action is recommended for an acquisition of one partial FEE and one TCE over a portion of the property to accommodate the widening of the SR-55 and the realignment of the southbound on-ramp from Edinger Avenue and provide sufficient work area to construct the freeway widening improvements.

The eminent domain proceedings commence with action by the Board to adopt a RON in accordance with California Code of Civil Procedure Section 1245.240, which requires an affirmative vote of two-thirds of the Board members. The Board is requested to determine whether the following criteria have been met:

- 1. The public interest and necessity require the Project;
- 2. The Project is planned and located in the manner that will be most compatible with the greatest public good and the least private injury;
- 3. The property interest(s) sought to be acquired is necessary for the Project; and
- 4. The offer required by Section 7267.2 of the Governmental Code has been made to the owner or owners of record.

Property owners and/or its designated representative affected by a RON may request an appearance to speak to the Board when the RON is considered on matters of project design and the impact to the subject property. The issue regarding compensation for the value of the property affected by the RON should not be discussed. In the event the Board approves the RONs (attachments D and E), OCTA's General Counsel will proceed with litigation in order to obtain possession and ultimate use of the property interests. Staff will continue negotiations with the property owners throughout the eminent domain process with the objective of reaching an agreement on the acquisition without the necessity of trial.

Summary

The acquisition of specified real property interests is required for the construction of the Project. Statutory offers have been made to the property owners and negotiations are ongoing. Adopting these RONs and commencing eminent domain proceedings are requested to maintain the project delivery schedule.

Attachments

- A. Correspondence/Contact Summaries with Property Owners
- B. List of Property Owners, State Route 55 Improvement Project Between Interstate 405 and Interstate 5, Board of Directors Exhibit Matrix
- C. Photo Aerial Exhibits
- D. Resolution No. 2020-063
- E. Resolution No. 2020-071

Prepared by:

Joe Gallardo Manager, Real Property (714) 560-5546 James G. Beil, P.E.

Approved by:

Executive Director, Capital Programs

(714) 560-5646

Correspondence/ Contact Summaries with Property Owners

Correspondence/Contact Summary Resolution No. 2020-063 Raintree Newport Avenue, LLC

Date	Reason for Contact
June 26, 2019	The Orange County Transportation Authority's (OCTA) legal counsel provided property owner's attorney with the following documents:
	Noise Abatement Decision Report (NADR); Noise Study Report (NSR);
	3) Supplemental Noise Analysis and Noise Abatement Decision Memorandum; 4) Supplemental NSR; and 5) Supplemental NADR. Owner's attorney responded and acknowledged receipt of same.
February 3, 2020	OCTA's ROW agent contacted property owner's representative to discuss delivery of offer package.
February 6, 2020	OCTA's ROW agent sent offer package to property owner's representative and owner's attorney (via email and certified mail) as requested.
March 6, 2020	OCTA's ROW agent received an email from property owner's attorney stating that he is reviewing the offer and appraisal and should have comments by the end of March.
March 20, 2020	OCTA's ROW agent prepared and sent incentive program reminder letter to OCTA to send to property owner's attorney through OCTA's legal counsel, reminding property owner that incentive expiration was April 16, 2020.
April 6, 2020	OCTA's legal counsel sent an email to property owner's attorney requesting an update on the status of the offer. The property owner's attorney responded that he would follow up with owner in the next week and provide an update to OCTA's legal counsel.
April 23, 2020	OCTA's ROW agent received information that owner's attorney had emailed OCTA legal counsel stating that property owner had not responded to offer yet.
May 7, 20202	OCTA's legal counsel sent an email to property owner's attorney requesting an update on the status of the offer. The property owner's attorney responded that he reached out to property owner to "get this moved up the list" and would follow up when he hears back.
May 21, 2020	OCTA's legal counsel conducted a conference call with property owner's attorney regarding status of the offer and potential objections to a virtual RON hearing. Owner's attorney indicated that delay in responding was due to the coronavirus (COVID-19), but owner was in the process of reviewing the offer at that time. Owner's attorney stated that he would not object to a virtual RON but may seek to preserve any potential objections in a letter.

June 19, 2020	Property owner's attorney sent letter requesting opportunity to be heard at RON hearing.
June 20, 2020	OCTA's legal counsel spoke with attorney for property owner regarding preserving any objections in writing in lieu of making an appearance at RON hearing,
June 24, 2020	Property owner's attorney confirmed in an email that they were waiving the right to appear at the RON hearing, waiving the right to a first-level meeting and would continue to negotiate any issues through counsel and submit any objections in writing to be preserved for discussion during litigation, if necessary.
June 30, 2020	Property owner's attorney sent an email to OCTA legal counsel requesting an update on the parking mitigation plan. OCTA's legal counsel responded and informed the owner's attorney that the mitigation plan was still in development.
August 13, 2020	OCTA's legal counsel sent an email to the property owner's attorney requesting a copy of the site plan and rent roll information to assist OCTA in their review of the additional compensation items requested. Property owner's attorney responded by acknowledged request.
August 17, 2020	Property owner's attorney provided OCTA's legal counsel with a copy of the apartment complex site plan and requested that any rent roll information would be kept confidential. OCTA's legal counsel responded and confirmed all rent roll information will be kept confidential.
August 18, 2020	Property owner's attorney provided OCTA's legal counsel with the rent roll information requested.

Correspondence/Contact Summary Resolution No. 2020-071 Dan R. O'Neil and Bonnie J. O'Neil, Trustees

Date	Reason for Contact
May 16, 2019	OCTA sent Notice of Decision to Appraise to property owner.
July 17, 2019	Appraiser met with property owner for an on-site inspection.
July 19, 2019	Appraiser met a second time with property owners for an
	on-site inspection.
December 3, 2019	Email correspondence between OCTA's ROW agent, the
	appraiser, and owners regarding the on-site "mobile" signs
	permitted by the California Department of Transportation
	(Caltrans) and the City of Santa Ana.
April 24, 2020	OCTA's ROW agent mailed offer package via certified mail
	due to COVID-19.
April 25, 2020	Offer package was received by owners – return receipt
	indicates date of delivery as April 25, 2020.
May 5, 2020	Email and telephone conversation between appraiser,
	owners, and OCTA's ROW agent regarding appraisal
	report/offer. OCTA's ROW agent set an appointment for an
	in-person meeting at the property. Appointment set for
M 0 0000	May 8, 2020 at 9:30 a.m.
May 8, 2020	OCTA's ROW agent met with owners and owners'
	representative to tour the property and to discuss the offer
May 12, 2020	package.
May 13, 2020	Telephone conversation and email correspondence between OCTA's ROW agent and owners' representative regarding
	the billboard permit approval with Caltrans and City of
	Santa Ana.
May 15, 2020	Telephone conversation between OCTA's ROW agent and
Way 10, 2020	owners' representative regarding owners' concerns with the
	offer/project.
May 27, 2020	Email correspondence between owners' representative
	(William Warden) and OCTA's ROW agent regarding the
	billboard/sign.
June 24, 2020	Telephone conversation between owners' representative and
	OCTA's ROW agent regarding owners' concerns/questions
	regarding the offer.
June 26, 2020	Email correspondence between owners' representative
	(William Warden) and OCTA's ROW agent regarding
	process, timing of incentive, and COVID-19 delays.
July 17, 2020	OCTA's ROW agent left follow-up voice message with
	owners' representative regarding offer/billboard.
July 22, 2020	OCTA's ROW agent left follow-up voice message with
	owners' representative regarding offer/billboard.
August 19, 2020	OCTA's ROW agent left follow-up voice message with
	owners' representative regarding offer/billboard.

August 21, 2020	OCTA received letter of representation from attorney William Warden requesting permission to submit written testimony in lieu of appearance at the RON hearing.
August 25, 2020	OCTA's legal counsel exchanged emails with property owners' attorney offering meeting with project team and confirming property owners were waiving the right to appear at the RON hearing and instead would submit any objections in writing to be preserved for discussion during litigation, if necessary.

List of Property Owners State Route 55 Improvement Project Between Interstate 405 and Interstate 5 Board of Directors Exhibit Matrix

Resolution No.	APN	CPN	Owner	Property Address	Area Needed	Type of Acquisition	Reason for Acquisition
2020-063	402-142-24	103743	Raintree Newport Avenue, LLC, a Delaware limited liability company	14901 Newport Avenue, Tustin, CA 92780	1,217 Sq. Ft.	TCE	One TCE over a portion of the property to provide sufficient work area to construct a retaining wall and a soundwall.
2020-071	403-041-04	103732-1 103732-2	Dan R. O'Neil and Bonnie J. O'Neil, Trustees of the Dan R. O'Neil and Bonnie J. O'Neil Grantor Trust, 1995, executed on January 31, 1996	1929 E. Saint Andrew Place Santa Ana, CA 92705	1,712 Sq. Ft. 10,225 Sq. Ft.	FEE TCE	One partial FEE and one TCE over a portion of the property to accommodate the widening of the SR-55 and the realignment of the southbound on-ramp from Edinger Avenue and provide sufficient work area to construct the freeway widening improvements.

APN = Assessor's Parcel Number

CPN = Caltrans Parcel Number

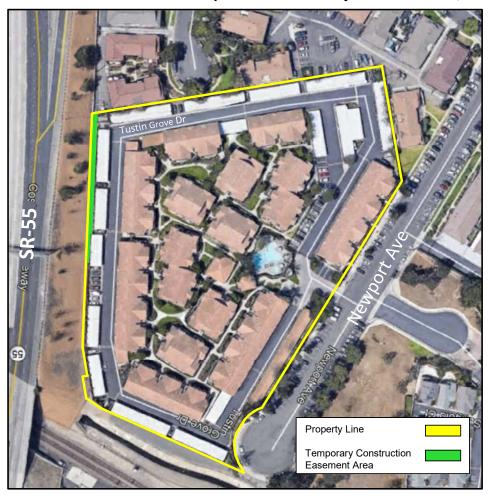
SR-55 = State Route 55

FEE = Partial FEE

TCE = Temporary Construction Easement

Photo Aerial Exhibits

Resolution No. 2020-063 (Raintree Newport Avenue, LLC)





Not to Scale, For Presentation Purposes Only

Not to Scale, For Presentation Purposes Only

ESt Andrew PI Property Line FEE Area Temporary Construction Easement Area

Resolution No. 2020-071 (O'Neil Grantor Trust)

RESOLUTION NO. 2020-063

A RESOLUTION OF THE ORANGE COUNTY TRANSPORTATION AUTHORITY FINDING AND DETERMINING THAT THE PUBLIC INTEREST AND NECESSITY REQUIRE THE ACQUISITION BY EMINENT DOMAIN OF AN INTEREST IN CERTAIN REAL PROPERTY FOR PUBLIC USE AND AUTHORIZING AND DIRECTING CONDEMNATION OF A PORTION OF ASSESSOR PARCEL NO. 402-142-24.

WHEREAS, the Orange County Transportation Authority (the "Authority") is undertaking the State Route 55 ("SR-55") Improvement Project between Interstate 405 and Interstate 5, a right-of-way for freeway purposes and all public uses appurtenant thereto (the "Project"); and

WHEREAS, the Project is intended to enhance road safety, increase freeway capacity, and improve traffic and interchange operations by adding travel and high occupancy vehicle (HOV) lanes in each direction; and

WHEREAS, the Project requires the acquisition of property interests from public and private parties; and

WHEREAS, the Project will be a transportation improvement project serving the public interest; and

WHEREAS, subsection (a) of the California Public Utilities Code section 130220.5, authorizes the Authority to exercise the power of eminent domain to acquire these property interests for public use by condemnation; and

WHEREAS, a portion of the real property located at 14901 Newport Avenue, in the City of Tustin, California (the "Subject Property") is required for the Project. The specific portion of the Subject Property required for the Project is a temporary construction easement as legally described and depicted in Exhibit "A" hereto (the "Property Interest"); and

WHEREAS, reasonable vehicular and pedestrian access to and from the Subject Property will be maintained at all times; and

WHEREAS, the Authority communicated an offer of compensation to the owner or owners of record for the acquisition of the Property Interest; and

WHEREAS, in accordance with section 1245.235 of the California Code of Civil Procedure on August 14, 2020, the Authority mailed a Notice of Hearing on the Intent of the Authority to Adopt a Resolution of Necessity for acquisition by eminent domain of the Property Interest. The Notice of Hearing was mailed to the listed address of all persons whose names appear on the last equalized county assessment roll as having an interest in the Subject Property; and

WHEREAS, the Authority provided written notice to the City of Tustin as required by subsection (c) of California Public Utilities Code section 130220.5; and

WHEREAS, the Project, including all amendments thereto, together with the staff reports, environmental documents and all other evidence presented to the Authority's Board of Directors at the times the Project and the amendments thereto were adopted, are incorporated herein by this reference and made a part hereof as though fully set forth herein; and

WHEREAS, pursuant to section 1245.235 of the California Code of Civil Procedure, the Authority scheduled a hearing for September 14, 2020 at 9:00 am at 550 South Main Street, Orange, California and gave to each person whose property is to be acquired by eminent domain and whose name and address appears on the last equalized county assessment roll a reasonable opportunity to be heard; and

WHEREAS, said hearing has been held by the Authority's Board of Directors; and

WHEREAS, the Authority may adopt a Resolution of Necessity pursuant to section 1240.040 of the California Code of Civil Procedure.

- **NOW, THEREFORE, BE IT RESOLVED**, by at least a two-thirds vote of the Authority's Board of Directors under Code of Civil Procedure sections 1240.030 and 1245.230, the Authority does hereby find and determine as follows:
- <u>Section 1.</u> <u>Incorporation of Findings and Recitals</u>. The above findings and recitals are true and correct and are incorporated herein in full by this reference.
- <u>Section 2.</u> <u>Compliance with California Code of Civil Procedure</u>. There has been compliance by the Authority with the requirements of section 1245.235 of the California Code of Civil Procedure regarding notice and hearing.
- <u>Section 3.</u> <u>Public Use.</u> The public use for which the Property Interest is to be acquired is for the construction and future maintenance of the Project, a public transportation improvement, as more fully described hereinabove. Subsection (a) of California Public Utilities Code section 130220.5 authorizes the Authority to acquire by eminent domain property and interests in property necessary for such purpose and for all uses incidental or convenient thereto.

Section 4. Necessity.

- (a) The proposed Project is necessary to enhance road safety, increase freeway capacity, and improve traffic and interchange operations by adding travel and high occupancy vehicle (HOV) lanes in each direction; and
- (b) The public interest and necessity require the acquisition by eminent domain proceedings of the Property Interest.
- <u>Section 5.</u> <u>Description of Property Interest.</u> The Property Interest sought to be acquired is more particularly described and depicted in Exhibit "A" attached hereto and incorporated herein by reference.
- <u>Section 6.</u> <u>Findings.</u> The Authority hereby finds, determines and declares each of the following:
 - (a) The public interest and necessity require the proposed Project;
- (b) The proposed Project is planned or located in the manner that will be most compatible with the greatest public good and least private injury;
- (c) The Property Interest sought to be acquired is necessary for the proposed Project; and
- (d) The offer required by section 7267.2 of the California Government Code has been made to the owner or owners of record.
- Section 7. Existing Public Use(s). Pursuant to sections 1240.510 and 1240.610 of the Code of Civil Procedure, to the extent that any of the Property Interest is already devoted to a public use, the use proposed by this Project is a more necessary public use than the use to which the Property Interest, or any portion thereof, is already devoted, or, in the alternative, is a compatible public use which will not unreasonably interfere with or impair the continuance of the public use to which the Property Interest, or any portion thereof, is already devoted.
- Section 8. Acquisition of Substitute Property. To the extent portions of the real property to be acquired for the Project are currently devoted to or held for some public use, the Authority intends to acquire substitute property pursuant to California Code of Civil Procedure sections 1240.320 and 1240.330. The requirements of said Code sections have been satisfied and the acquisition of said substitute property is necessary for the Project. The substitute property may be conveyed by the Authority to the owner(s) of the necessary property.

<u>Section 9.</u> <u>Authority to Exercise Eminent Domain.</u> The Authority is hereby authorized and empowered to acquire the Property Interest, including the improvements thereon, if any, by eminent domain for the proposed Project.

Section 10. Further Activities. The Authority's legal counsel ("Counsel") is hereby authorized and empowered to acquire the Property Interest in the name of and on behalf of the Authority by eminent domain, and is authorized to institute and prosecute such legal proceedings as may be required in connection therewith. Counsel is further authorized to take such steps as may be permitted and required by law, and to make such security deposits as may be required by law and/or order of court, to permit the Authority to take possession of the Property Interest at the earliest possible time.

adop	Section 11. otion.	Effective Date.	This	Resolution	of	Necessity	shall	take	effect	upon
PAS	SSED, APPROV	ED, and ADOPTEI	O on th	nis		day of			, 202	0.
ORA	VE JONES, CH ANGE COUNTY ANSPORTATIO									
APP	PROVED AS TO	FORM:								
JAN	MES M. DONICH									

GENERAL COUNSEL

ATTEST:
Laurena Weinert, Clerk of the Board of Directors of the Orange County Transportation Authority, do hereby certify that the foregoing Resolution No. 2020-063, by the following votes:
AYES:
NOES:
ABSENT:
LAURENA WEINERT

CLERK OF THE BOARD

EXHIBIT "A"

TEMPORARY CONSTRUCTION EASEMENT ATTACHMENT TO LEGAL DESCRIPTION

Assessor Parcel No.: 402-142-24 Caltrans Parcel No.: 103743-1

This temporary construction easement shall be in, on, over, under, and across that certain real property described in Exhibit "A1" and depicted in Exhibit "A2" attached hereto, subject to the rights and limitations set forth herein ("TCE"). The TCE shall be used by the Orange County Transportation Authority and its employees, agents, representatives, contractors, successors and assigns (collectively, "OCTA") in connection with the construction of the SR 55 Improvement Project. The TCE shall be for a period of sixty (60) months, a portion of which shall be exclusive (subject to the Rights and Limitations of Use and Occupancy set forth below) and a portion of which shall be non-exclusive. Specifically, the actual physical construction activities within the TCE area shall be limited to a period of thirty (30) consecutive months within the sixty (60) month TCE period (the "Construction Period"). During the Construction Period, OCTA's use and occupancy of the TCE will be exclusive, subject to the Rights and Limitations of Use and Occupancy set forth below. OCTA's use and occupancy of the TCE during the remaining thirty (30) months of the TCE period will be non-exclusive.

Rights and Limitations of Use and Occupancy of TCE:

- OCTA shall provide the owner(s) and occupant(s) of the property subject to this TCE a minimum of thirty (30)-days' written notice as to when the Construction Period will commence.
- During the Construction Period, OCTA may place a temporary fence around the TCE area.
- Access to the TCE area by OCTA shall be from the public right of way.
- Except as to those improvements identified below as protected in place, improvements within the TCE area will be removed as needed by OCTA to allow for construction activities. Any and all improvements so removed shall be included in the compensation paid by OCTA for this TCE.
- The carport structures along the northwest side of the property will be protected in place.
- Prior to the termination of the Construction Period, OCTA will remove from the TCE area all construction equipment and materials, any temporary improvements, and all construction-related debris. The TCE area will be graded and compacted.

OCTA expressly reserves the right to convey, transfer, or assign the TCE subject to the same rights and limitations described herein.

EXHIBIT "A1" LEGAL DESCRIPTION

CALTRANS PARCEL NO. 103743-1

TEMPORARY CONSTRUCTION EASEMENT

APN 402-142-24

THAT PORTION OF PARCEL 1, IN THE CITY OF TUSTIN, COUNTY OF ORANGE, STATE OF CALIFORNIA, AS DESCRIBED IN THE GRANT DEED RECORDED JANUARY 12, 2017 AS INSTRUMENT NO. 2017000015727, OF OFFICIAL RECORDS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE NORTHWESTERLY CORNER OF SAID PARCEL 1;

THENCE ALONG THE WESTERLY LINE OF SAID PARCEL 1 SOUTH 12°08'42" WEST, 257.39 FEET;

THENCE LEAVING SAID WESTERLY LINE SOUTH 77°51'18" EAST, 3.50 FEET;

THENCE NORTH 12°08'42" EAST, 48.37 FEET;

THENCE SOUTH 77°51'18" EAST, 1.50 FEET;

THENCE NORTH 12°08'42" EAST, 210.06 FEET TO THE NORTHERLY LINE OF SAID PARCEL 1;

THENCE ALONG SAID NORTHERLY LINE NORTH 89°41'36" WEST, 5.11 FEET TO THE POINT OF BEGINNING.

THE ABOVE DESCRIBED PARCEL CONTAINS A GRID AREA 1,217 SQUARE FEET OR 0.028 ACRES, MORE OR LESS.

THE BEARINGS AND DISTANCES USED IN THE ABOVE DESCRIPTION ARE CALIFORNIA COORDINATE SYSTEM (CCS83), ZONE VI, NAD 83 (1991.35 EPOCH OCS ADJUSTMENT), ALL DISTANCES SHOWN ARE GRID, TO OBTAIN GROUND DISTANCES DIVIDE BY 0.99997834.

ALL AS MORE PARTICULARLY SHOWN ON EXHIBIT "A2", ATTACHED HERETO AND MADE A PART HEREOF.

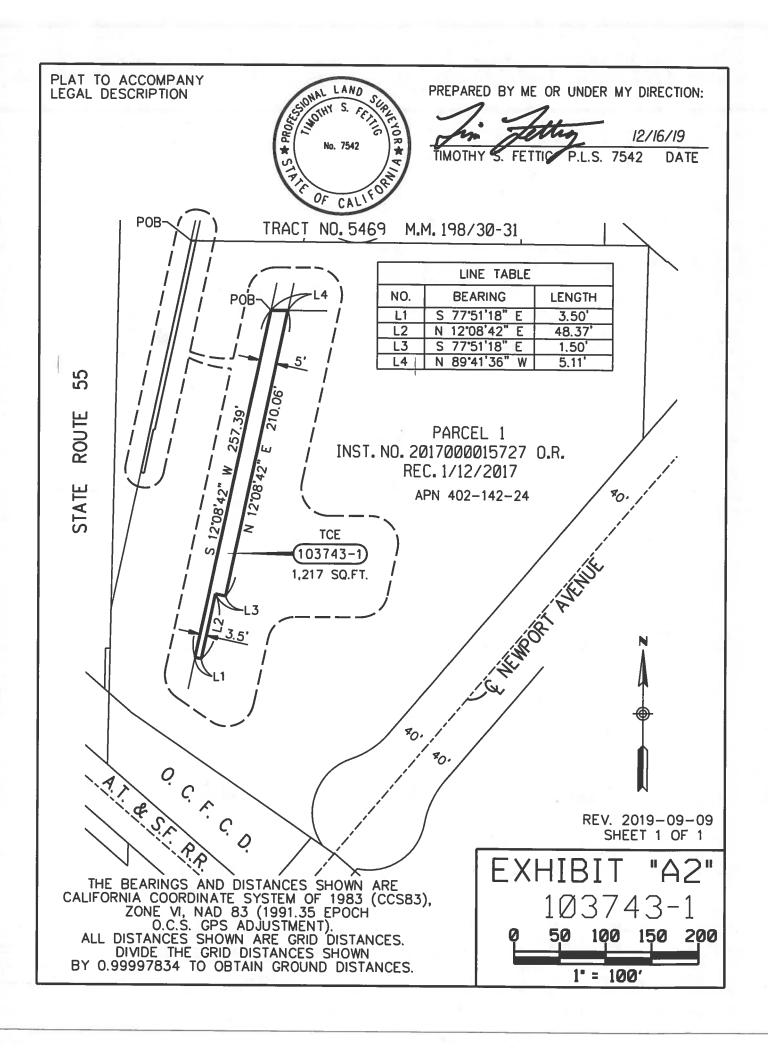
THIS DOCUMENT HAS BEEN PREPARED BY ME, OR UNDER MY DIRECTION, IN CONFORMANCE WITH THE PROFESSIONAL LAND SURVEYOR'S ACT.

TIMOTHY S. FETCHG P.L.S. 7542

12/16/19 DATE



REV: 2019-09-09



RESOLUTION NO. 2020-071

A RESOLUTION OF THE ORANGE COUNTY TRANSPORTATION AUTHORITY FINDING AND DETERMINING THAT THE PUBLIC INTEREST AND NECESSITY REQUIRE THE ACQUISITION BY EMINENT DOMAIN OF INTERESTS IN CERTAIN REAL PROPERTY FOR PUBLIC USE AND AUTHORIZING AND DIRECTING CONDEMNATION OF PORTIONS OF ASSESSOR PARCEL NO. 403-041-04.

WHEREAS, the Orange County Transportation Authority (the "Authority") is undertaking the State Route 55 ("SR-55") Improvement Project between Interstate 405 and Interstate 5, a right-of-way for freeway purposes and all public uses appurtenant thereto (the "Project"); and

WHEREAS, the Project is intended to enhance road safety, increase freeway capacity, and improve traffic and interchange operations by adding travel and high occupancy vehicle (HOV) lanes in each direction; and

WHEREAS, the Project requires the acquisition of property interests from public and private parties; and

WHEREAS, the Project will be a transportation improvement project serving the public interest; and

WHEREAS, subsection (a) of the California Public Utilities Code section 130220.5, authorizes the Authority to exercise the power of eminent domain to acquire these property interests for public use by condemnation; and

WHEREAS, portions of the real property located at 1929 E. St. Andrew Place, in the City of Santa Ana, California (the "Subject Property") is required for the Project. The specific portions of the Subject Property required for the Project are a permanent fee interest as legally described and depicted in Exhibit "A" hereto and a temporary construction easement as legally described and depicted in Exhibit "B" hereto (the "Property Interests"); and

WHEREAS, reasonable vehicular and pedestrian access to and from the Subject Property will be maintained at all times; and

WHEREAS, the Authority communicated an offer of compensation to the owner or owners of record for the acquisition of the Property Interests; and

WHEREAS, in accordance with section 1245.235 of the California Code of Civil Procedure on August 14, 2020, the Authority mailed a Notice of Hearing on the Intent of the Authority to Adopt a Resolution of Necessity for acquisition by eminent domain of the Property Interests. The Notice of Hearing was mailed to the listed address of all persons whose names appear on the last equalized county assessment roll as having an interest in the Subject Property; and

WHEREAS, the Authority provided written notice to the City of Santa Ana as required by subsection (c) of California Public Utilities Code section 130220.5; and

WHEREAS, the Project, including all amendments thereto, together with the staff reports, environmental documents and all other evidence presented to the Authority's Board of Directors at the times the Project and the amendments thereto were adopted, are incorporated herein by this reference and made a part hereof as though fully set forth herein; and

WHEREAS, pursuant to section 1245.235 of the California Code of Civil Procedure, the Authority scheduled a hearing for September 14, 2020 at 9:00 am at 550 South Main Street, Orange, California and gave to each person whose property is to be acquired by eminent domain and whose name and address appears on the last equalized county assessment roll a reasonable opportunity to be heard; and

WHEREAS, said hearing has been held by the Authority's Board of Directors; and

WHEREAS, the Authority may adopt a Resolution of Necessity pursuant to section 1240.040 of the California Code of Civil Procedure.

- **NOW, THEREFORE, BE IT RESOLVED**, by at least a two-thirds vote of the Authority's Board of Directors under Code of Civil Procedure sections 1240.030 and 1245.230, the Authority does hereby find and determine as follows:
- <u>Section 1.</u> <u>Incorporation of Findings and Recitals</u>. The above findings and recitals are true and correct and are incorporated herein in full by this reference.
- <u>Section 2.</u> <u>Compliance with California Code of Civil Procedure</u>. There has been compliance by the Authority with the requirements of section 1245.235 of the California Code of Civil Procedure regarding notice and hearing.
- <u>Section 3.</u> <u>Public Use.</u> The public use for which the Property Interests are to be acquired is for the construction and future maintenance of the Project, a public transportation improvement, as more fully described hereinabove. Subsection (a) of California Public Utilities Code section 130220.5 authorizes the Authority to acquire by eminent domain property and interests in property necessary for such purpose and for all uses incidental or convenient thereto.

Section 4. Necessity.

- (a) The proposed Project is necessary to enhance road safety, increase freeway capacity, and improve traffic and interchange operations by adding travel and high occupancy vehicle (HOV) lanes in each direction; and
- (b) The public interest and necessity require the acquisition by eminent domain proceedings of the Property Interests.
- <u>Section 5.</u> <u>Description of Property Interests</u>. The Property Interests sought to be acquired are more particularly described and depicted in Exhibits "A" and "B" attached hereto and incorporated herein by reference.
- <u>Section 6.</u> <u>Findings.</u> The Authority hereby finds, determines and declares each of the following:
 - (a) The public interest and necessity require the proposed Project;
- (b) The proposed Project is planned or located in the manner that will be most compatible with the greatest public good and least private injury;
- (c) The Property Interests sought to be acquired are necessary for the proposed Project; and
- (d) The offer required by section 7267.2 of the California Government Code has been made to the owner or owners of record.
- Section 7. Existing Public Use(s). Pursuant to sections 1240.510 and 1240.610 of the Code of Civil Procedure, to the extent that any of the Property Interests are already devoted to a public use, the use proposed by this Project is a more necessary public use than the use to which the Property Interests, or any portion thereof, are already devoted, or, in the alternative, is a compatible public use which will not unreasonably interfere with or impair the continuance of the public use to which the Property Interests, or any portion thereof, are already devoted.
- Section 8. Acquisition of Substitute Property. To the extent portions of the real property to be acquired for the Project are currently devoted to or held for some public use, the Authority intends to acquire substitute property pursuant to California Code of Civil Procedure sections 1240.320 and 1240.330. The requirements of said Code sections have been satisfied and the acquisition of said substitute property is necessary for the Project. The substitute property may be conveyed by the Authority to the owner(s) of the necessary property.

<u>Section 9.</u> <u>Authority to Exercise Eminent Domain.</u> The Authority is hereby authorized and empowered to acquire the Property Interests, including the improvements thereon, if any, by eminent domain for the proposed Project.

Section 10. Further Activities. The Authority's legal counsel ("Counsel") is hereby authorized and empowered to acquire the Property Interests in the name of and on behalf of the Authority by eminent domain, and is authorized to institute and prosecute such legal proceedings as may be required in connection therewith. Counsel is further authorized to take such steps as may be permitted and required by law, and to make such security deposits as may be required by law and/or order of court, to permit the Authority to take possession of the Property Interests at the earliest possible time.

	Section 11.	Effective Date.	This Resoluti	on of Necessity sha	all take effect upon
adop	otion.				
PAS	SSED, APPROVI	ED, and ADOPTE	D on this	day of	, 2020.
ORA	EVE JONES, CH ANGE COUNTY ANSPORTATIO	AIRMAN			
APF	PROVED AS TO	FORM:			
JAN	IES M. DONICH				

GENERAL COUNSEL

ATTEST:	
I, Laurena Weinert, Clerk of the Board of D Authority, do hereby certify that the foregoing R	
AYES:	
NOES:	
ABSENT:	
	LAURENA WEINERT
	CLERK OF THE BOARD

EXHIBIT "A"

EXHIBIT "A" LEGAL DESCRIPTION

Parcel 103732-1: FEE

That portion of Parcel 7, in the City of Santa Ana, County of Orange, State of California, as shown on a map filed in Book 52, Page 33 of Parcel Maps, in the office of the County Recorder of said County, lying southeasterly of the following described line:

COMMENCING at the easterly terminus of that certain course shown as having a bearing of North 88°39'03" West and a length of 77.42 feet in the southerly line of said Parcel 7; thence along said certain course, North 88°39'30" West, 11.02 feet to the POINT OF BEGINNING; thence leaving said certain course, North 40°38'58" East, 189.10 feet; thence North 49°21'02" West, 2.00 feet; thence North 40°38'58" East, 5.00 feet; thence South 49°21'02" East, 2.00 feet; thence North 40°38'58" East, 175.01 feet; thence North 49°21'02" West, 2.00 feet; thence North 40°38'58" East, 5.00 feet; thence South 49°21'02" East, 2.00 feet; thence North 40°38'58" East, 5.00 feet; thence South 49°21'02" East, 2.00 feet; thence North 40°38'58" East, 22.86 feet to the southeasterly line of said Parcel 7.

The bearings shown herein are based on the California Coordinate System of 1983, Zone VI, North American Datum of 1983 (1991.35 epoch). The distances shown herein are grid distances. Ground distances may be obtained by dividing grid distances by the combination factor of 0.99997834.

This conveyance is made for the purpose of a freeway and the GRANTOR hereby releases and relinquishes to the GRANTEE any and all abutter's rights including access rights, appurtenant to GRANTOR's remaining property, in and to the freeway.

This real property description has been prepared by me, or under my direction, in conformance with the Professional Land Surveyors' Act.

Signature:

Vincent T. Davis, PLS

Date: 19 1-2020

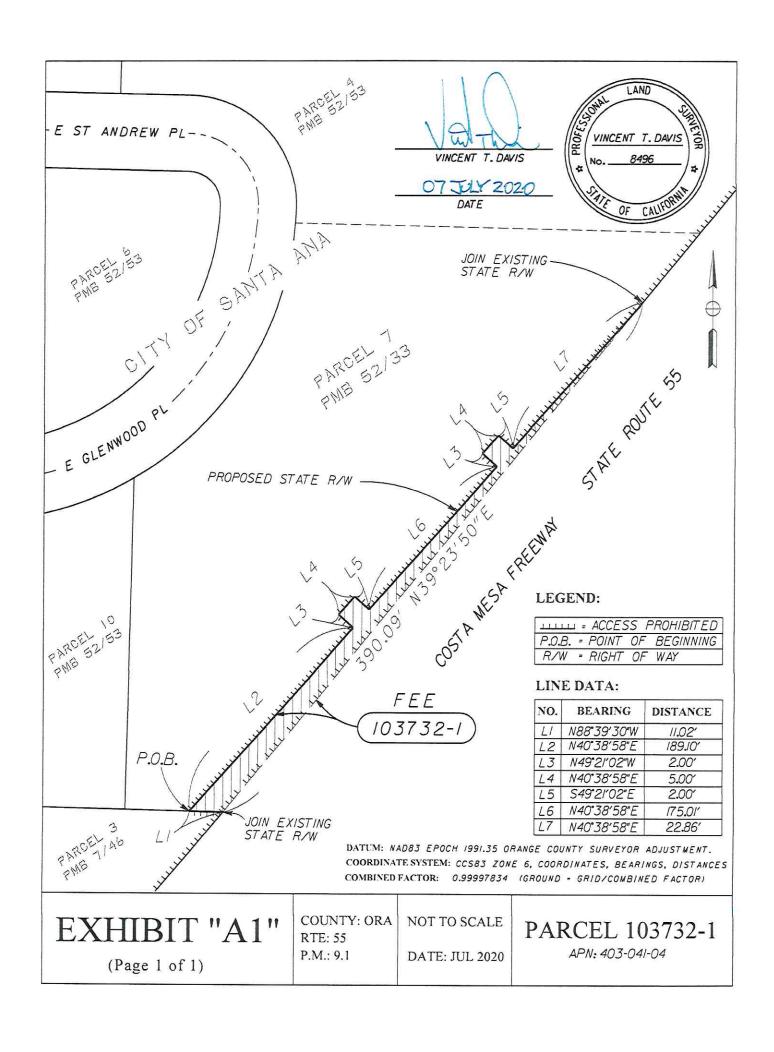


EXHIBIT "B"

TEMPORARY CONSTRUCTION EASEMENT ATTACHMENT TO LEGAL DESCRIPTION

Assessor Parcel No.: 403-041-04 Caltrans Parcel No.: 103732-2

This temporary construction easement shall be in, on, over, under, and across that certain real property described in Exhibit "B1" and depicted in Exhibit "B2" attached hereto, subject to the rights and limitations set forth herein ("TCE"). The TCE shall be used by the Orange County Transportation Authority and its employees, agents, representatives, contractors, successors and assigns (collectively, "OCTA") in connection with the construction of the SR 55 Improvement Project. The TCE shall be for a period of sixty (60) months, a portion of which shall be exclusive (subject to the Rights and Limitations of Use and Occupancy set forth below) and a portion of which shall be non-exclusive. Specifically, the actual physical construction activities within the TCE area shall be limited to a period of twenty-four (24) consecutive months within the sixty (60) month TCE period (the "Construction Period"). During the Construction Period, OCTA's use and occupancy of the TCE will be exclusive, subject to the Rights and Limitations of Use and Occupancy set forth below. OCTA's use and occupancy of the TCE during the remaining thirty-six (36) months of the TCE period will be non-exclusive.

Rights and Limitations of Use and Occupancy of TCE:

- OCTA shall provide the owner(s) and occupant(s) of the property subject to this TCE a minimum of thirty (30)-days' written notice as to when the Construction Period will commence.
- During the Construction Period, OCTA may place a temporary fence around the TCE area.
- Prior to the placement of a temporary fence, the berm will be graded and compacted and shall be included in the compensation paid by OCTA.
- Access to the TCE area by OCTA shall be from the public right of way.
- Except as to those improvements identified below as being protected in place, improvements within the TCE area will be removed as needed by OCTA to allow for construction activities. Any and all improvements so removed shall be included in the compensation paid by OCTA for this TCE.
- The following improvements within the TCE area will be protected in place:
 - o Light standards along the southeast side of the property.
 - o Curb and gutter along the southeast side of the property.
- Prior to the termination of the Construction Period, OCTA will remove from the TCE area all construction equipment and materials, any temporary improvements, and all construction-related debris. The TCE area will be graded and compacted.

OCTA expressly reserves the right to convey, transfer, or assign the TCE subject to the same rights and limitations described herein.

EXHIBIT "B1" LEGAL DESCRIPTION

CALTRANS PARCEL NO. 103732-2

TEMPORARY CONSTRUCTION EASEMENT

APN 403-041-04

THOSE PORTIONS OF PARCEL 4 AND 7, IN THE CITY OF SANTA ANA, COUNTY OF ORANGE, STATE OF CALIFORNIA, PER MAP FILED IN BOOK 52, PAGE 33, OF PARCEL MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHEASTERLY CORNER OF SAID PARCEL 4;

THENCE ALONG THE SOUTHEASTERLY LINE OF SAID PARCEL 4 SOUTH 34°01'23" WEST, 284.60 FEET TO AN ANGLE POINT;

THENCE CONTINUING ALONG SAID SOUTHEASTERLY LINE OF PARCEL 4 SOUTH 39°23'50" WEST, 5.29 FEET TO THE **TRUE POINT OF BEGINNING**;

THENCE CONTINUING ALONG SAID SOUTHEASTERLY LINE OF PARCEL 4 SOUTH 39°23'50" WEST, 74.71 FEET TO THE SOUTHEASTERLY CORNER OF SAID PARCEL 4:

THENCE LEAVING SAID SOUTHEASTERLY LINE OF PARCEL 4 AND ALONG THE SOUTHEASTERLY LINE OF SAID PARCEL 7 SOUTH 39°23'50" WEST, 245.60 FEET:

THENCE LEAVING SAID SOUTHEASTERLY LINE OF PARCEL 7 SOUTH 40°38'58" WEST, 22.86 FEET;

THENCE NORTH 49°21'02" WEST, 2.00 FEET;

THENCE SOUTH 40°38'58" WEST, 5.00 FEET;

THENCE SOUTH 49°21'02" EAST, 2.00 FEET;

THENCE SOUTH 40°38'58" WEST, 175.01 FEET;

THENCE NORTH 49°21'02" WEST, 2.00 FEET;

THENCE SOUTH 40°38'58" WEST, 5.00 FEET;

THENCE SOUTH 49°21'02" EAST, 2.00 FEET;

THENCE SOUTH 40°38'58" WEST, 189.10 FEET TO THE SOUTHERLY LINE OF SAID PARCEL 7;

THENCE ALONG SAID SOUTHERLY LINE NORTH 88°39'30" WEST, 16.80 FEET:

THENCE LEAVING SAID SOUTHERLY LINE NORTH 40°38'58" EAST, 41.41 FEET;

THENCE NORTH 39°23'50" EAST, 496.60 FEET;

THENCE NORTH 59°23'50" EAST, 52.43 FEET TO A LINE THAT BEARS SOUTH 40°38'58" WEST FROM THE TRUE POINT OF BEGINNING;

THENCE ALONG SAID LINE NORTH 40°38'58" EAST, 140.31 FEET TO THE TRUE POINT OF BEGINNING.

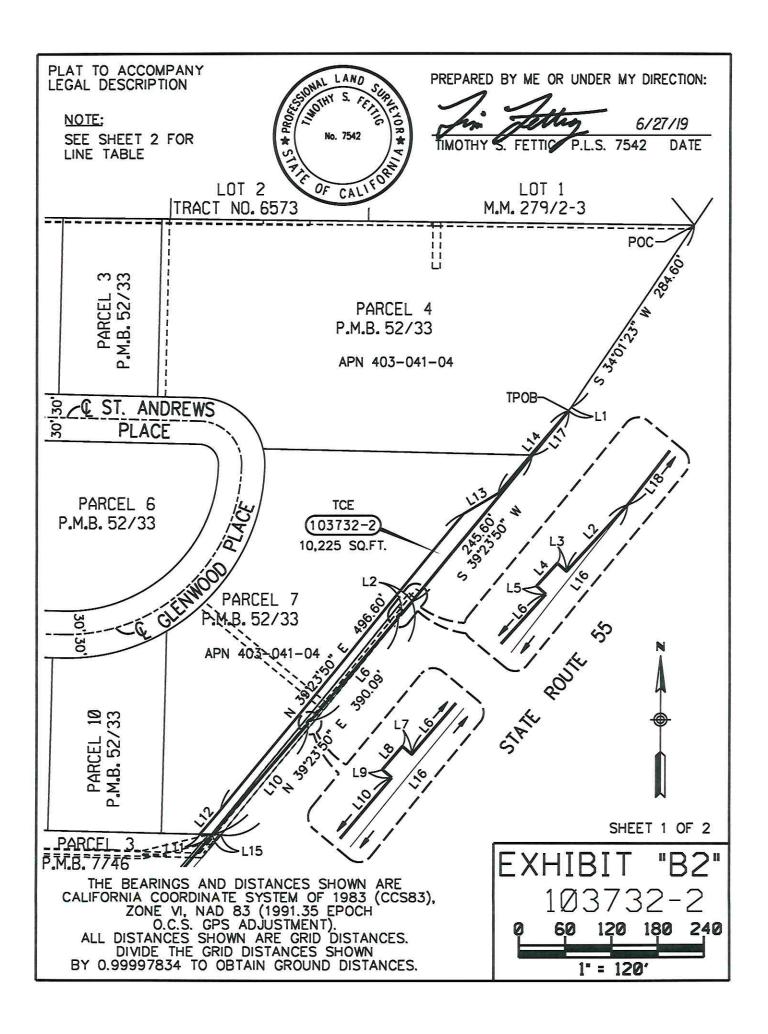
THE ABOVE DESCRIBED PARCEL CONTAINS A GRID AREA 10,225 SQUARE FEET OR 0.235 ACRES, MORE OR LESS.

THE BEARINGS AND DISTANCES USED IN THE ABOVE DESCRIPTION ARE CALIFORNIA COORDINATE SYSTEM (CCS83), ZONE VI, NAD 83 (1991.35 EPOCH OCS ADJUSTMENT), ALL DISTANCES SHOWN ARE GRID, TO OBTAIN GROUND DISTANCES DIVIDE BY 0.99997834.

ALL AS MORE PARTICULARLY SHOWN ON EXHIBIT "B2", ATTACHED HERETO AND MADE A PART HEREOF.

THIS DOCUMENT HAS BEEN PREPARED BY ME, OR UNDER MY DIRECTION, IN CONFORMANCE WITH THE PROFESSIONAL LAND SURVEYOR'S ACT.

TIMOTHY S. FETTIG P.L.S. 7542 DATE



	LINE TABLE	
NO.	BEARING	LENGTH
L1	S 39°23'50" W	5.29'
L2	S 40°38°58" W	22.86
L3	N 49°21'02" W	2.00
L4	S 40°38'58" W	5.00
L5	S 49°21'02" E	2.00°
L6	S 40°38'58" W	175.01
L7	N 49°21'02" W	2.00'
L8	S 40°38'58" W	5.00°
L9	S 49°21'02" E	2.00°
L10	S 40°38'58" W	189.10
L11	N 88°39'30" W	16.80'
L12	N 40°38'58" E	41,41
L13	N 59°23'50" E	52.43
L14	N 40°38'58" E	140.31
L15	N 88'39'30" W	11.02'
L16	N 39°23'50" E	390.09
L17	S 39°23'50" W	74.71
L18	S 39°23'50" W	245.60

SHEET 2 OF 2

EXHIBIT "B2" 103732-2

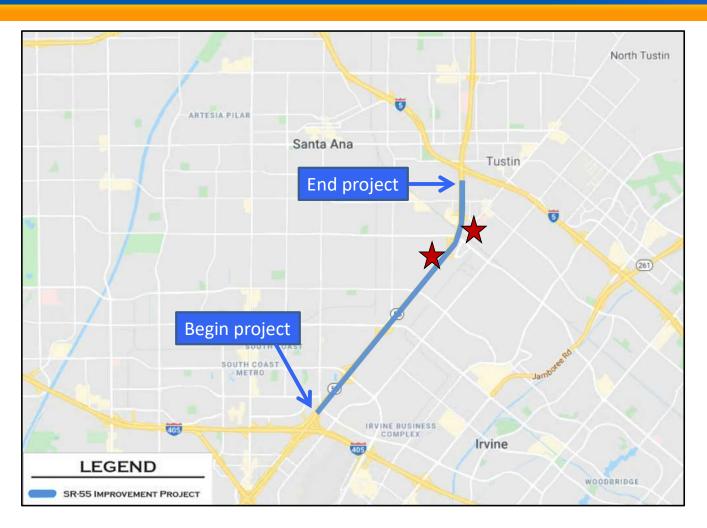
NOTE: SEE SHEET 1 FOR BOUNDARY



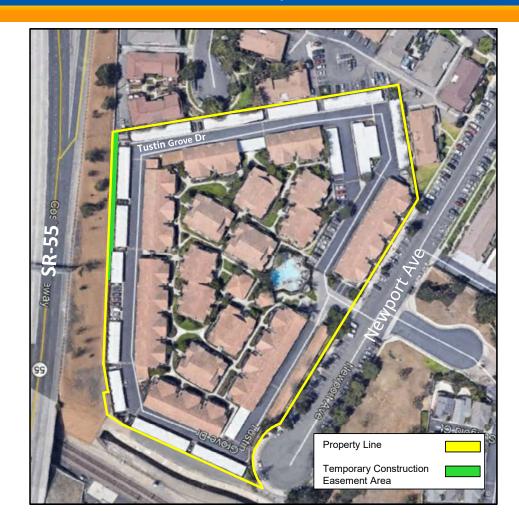
Adopt Resolutions of Necessity for the State Route 55 Improvement Project Between Interstate 405 and Interstate 5



SR-55 Improvement Project Resolutions of Necessity Locations

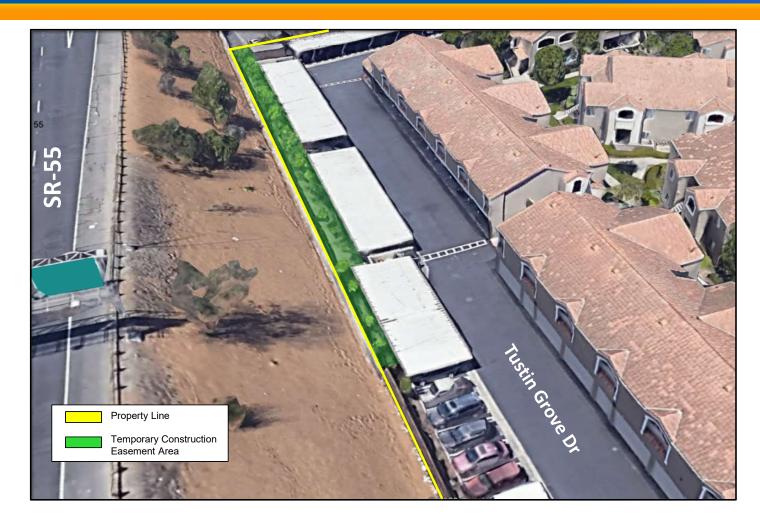


Resolution of Necessity No. 2020-063 Raintree Newport Avenue, LLC





Resolution of Necessity No. 2020-063 Raintree Newport Avenue, LLC



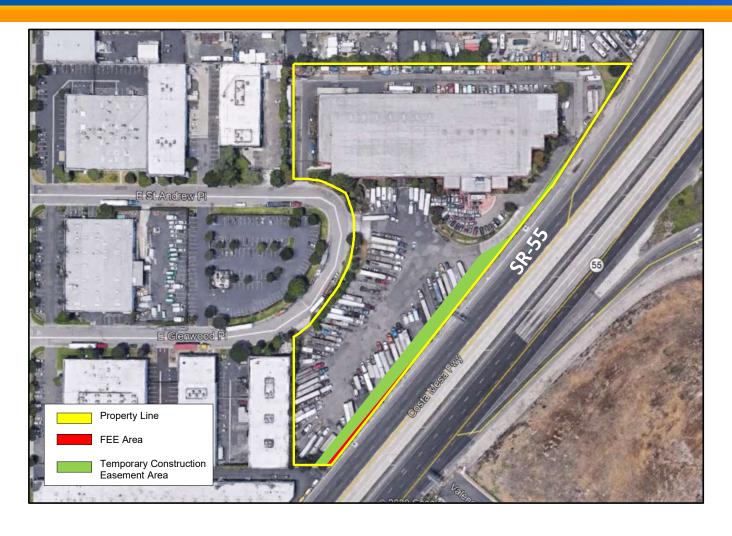


Resolution of Necessity No. 2020-071 O'Neil Grantor Trust





Resolution of Necessity No. 2020-071 O'Neil Grantor Trust





Resolution of Necessity No. 2020-071 O'Neil Grantor Trust





Four Requirements to be Considered to Adopt Resolutions

- 1. The public interest and necessity require the proposed project.
- 2. The proposed project is planned in a manner that will be most compatible with the greatest public good and the least private injury.
- 3. The property is necessary for the proposed project.
- 4. An offer to acquire the property in compliance with Government Code Section 7267.2 has been made to the owner of record.

Minutes of the

Orange County Transportation Authority Orange County Transit District

Orange County Local Transportation Authority
Orange County Service Authority for Freeway Emergencies
Board of Directors Meeting

Call to Order

The August 24, 2020 regular meeting of the Orange County Transportation Authority (OCTA) and affiliated agencies was called to order by Chairman Jones at 9:02 a.m. at the OCTA Headquarters, 550 South Main Street, Board Room — Conference Room 07-08, Orange, California.

Roll Call

The Clerk of the Board (COB) conducted an attendance Roll Call and announced there was quorum of the Board of Directors (Board) as follows:

Directors Present: Steve Jones, Chairman

Joseph Muller Mark A. Murphy

Via teleconference:

Andrew Do, Vice Chairman

Lisa A. Bartlett
Doug Chaffee
Laurie Davies
Barbara Delgleize
Michael Hennessey
Gene Hernandez
Richard Murphy
Miguel Pulido
Tim Shaw
Harry S. Sidhu
Michelle Steel

Donald P. Wagner

Director Absent: Ryan Chamberlain, District Director

California Department of Transportation District 12

Also Present: Darrell E. Johnson, Chief Executive Officer (CEO)

Jennifer L. Bergener, Deputy CEO/Chief Operating Officer

Laurena Weinert, COB

Martha Ochoa, Assistant COB

James Donich, General Counsel (Teleconference)

Invocation

Director Steel gave the invocation.

Pledge of Allegiance

Director M. Murphy led in the Pledge of Allegiance.

Special Calendar

There were no Special Calendar matters.

Consent Calendar (Items 1 through 16)

Orange County Transportation Authority Consent Calendar Matters

1. Approval of Minutes

A motion was made by Director Hernandez, seconded by Director Davies, and following a roll call vote, declared passed 16-0, to approve the Orange County Transportation Authority and affiliated agencies' regular meeting minutes of August 10, 2020.

2. Coronavirus Update

A motion was made by Director Hernandez, seconded by Director Davies, and following a roll call vote, declared passed 16-0, to receive and file as an information item.

3. Oversight Controls and Contract Compliance Related to the Interstate 5 Project: State Route 55 to State Route 57, Internal Audit Report No. 20-510

A motion was made by Director Hernandez, seconded by Director Davies, and following a roll call vote, declared passed 16-0, to direct staff to implement the recommendation provided in Oversight Controls and Contract Compliance Related to the Interstate 5 Project: State Route 55 to State Route 57, Internal Audit Report No. 20-510.

4. 91 Express Lanes Update for the Period Ending June 30, 2020

A motion was made by Director Hernandez, seconded by Director Davies, and following a roll call vote, declared passed 16-0, to receive and file as an information item.

5. Fourth Quarter Fiscal Year 2019-20 Procurement Status Report

A motion was made by Director Hernandez, seconded by Director Davies, and following a roll call vote, declared passed 16-0, to receive and file as an information item.

6. Orange County Transportation Authority Investment and Debt Programs Report - June 2020

A motion was made by Director Hernandez, seconded by Director Davies, and following a roll call vote, declared passed 16-0, to receive and file as an information item.

7. Fiscal Year 2019-20 Fourth Quarter Grant Reimbursement Status Report

A motion was made by Director Hernandez, seconded by Director Davies, and following a roll call vote, declared passed 16-0, to receive and file as an information item.

8. State Legislative Status Report

A motion was made by Director Hernandez, seconded by Director Davies, and following a roll call vote, declared passed 16-0, to receive and file as an information item.

9. Federal Legislative Status Report

A motion was made by Director Hernandez, seconded by Director Davies, and following a roll call vote, declared passed 16-0, to receive and file as an information item.

10. Agreements for Health Insurance Services

A motion was made by Director Hernandez, seconded by Director Davies, and following a roll call vote, declared passed 16-0, to:

A. Authorize the Chief Executive Officer to negotiate and execute Amendment No. 5 to Agreement No. C-5-3649 between the Orange County Transportation Authority and Public Risk Innovation, Solutions, and Management for Kaiser Permanente Health Plan, Inc., on a cost per employee basis, for prepaid medical services through December 31, 2021. The annual 2021 Kaiser Permanente Health Plan, Inc. premium cost will vary in accordance with actual enrollment.

10. (Continued)

- B. Authorize the Chief Executive Officer to negotiate and execute Amendment No. 5 to Agreement No. C-5-3650 between the Orange County Transportation Authority and Public Risk Innovation, Solutions, and Management for Anthem Blue Cross, on a cost per employee basis, for prepaid medical services through December 31, 2021. The annual 2021 Anthem Blue Cross health maintenance organization premium costs will vary in accordance with actual enrollment.
- C. Authorize the Chief Executive Officer to negotiate and execute Amendment No. 5 to Agreement No. C-5-3651 between the Orange County Transportation Authority and Public Risk Innovation, Solutions, and Management for Anthem Blue Cross, on a cost per employee basis, for preferred provider organization medical services through December 31, 2021. The annual 2021 Anthem Blue Cross preferred provider organization premium costs will vary in accordance with actual enrollment.
- D. Authorize the Chief Executive Officer to negotiate and execute Amendment No. 5 to Agreement No. C-5-3652 between the Orange County Transportation Authority and Public Risk Innovation, Solutions, and Management for Anthem Blue Cross, on a cost per employee basis, for a consumer driven health plan through December 31, 2021. The annual 2021 Anthem Blue Cross consumer driven health plan premium costs and health savings account expenses will vary in accordance with actual enrollment.
- E. Authorize the Chief Executive Officer to negotiate and execute Amendment No. 10 to Agreement No. C-1-2996 between the Orange County Transportation Authority and Public Risk Innovation, Solutions, and Management for Delta Dental, on a cost per employee basis, for preferred provider organization dental services through December 31, 2021. The annual 2021 Delta Dental preferred provider organization premium costs will vary in accordance with actual enrollment.
- F. Authorize the Chief Executive Officer to negotiate and execute Amendment No. 10 to Agreement No. C-1-2995 between the Orange County Transportation Authority and Delta Dental, on a cost per employee basis, for health maintenance organization dental services through December 31, 2021. The annual 2021 Delta Dental health maintenance organization premium costs will vary in accordance with actual enrollment.

10. (Continued)

- G. Authorize the Chief Executive Officer to negotiate and execute Amendment No. 2 to Agreement No. C-8-1869 between the Orange County Transportation Authority and Public Risk Innovation, Solutions, and Management for Delta Dental, on a cost per employee basis, for health maintenance organization dental services through December 31, 2021. The annual 2021 Delta Dental health maintenance organization premium costs will vary in accordance with actual enrollment.
- H. Authorize the Chief Executive Officer to negotiate and execute Amendment No. 8 to Agreement No. C-1-2997 between the Orange County Transportation Authority and Public Risk Innovation, Solutions, and Management for Vision Service Plan, on a cost per employee basis, for vision services through December 31, 2021. The annual 2021 vision services premium costs will vary in accordance with actual enrollment.
- I. Authorize the Chief Executive Officer to negotiate and execute Amendment No. 4 to Purchase Order No. C-7-1897 between the Orange County Transportation Authority and Public Risk Innovation, Solutions, and Management for VOYA for life and accidental death and dismemberment insurance through December 31, 2021. The annual 2021 life and accidental death and dismemberment premium costs will vary in accordance with actual volume in the plan.
- J. Authorize the Chief Executive Officer to negotiate and execute Amendment No. 3 to Purchase Order No. C-7-1898 between the Orange County Transportation Authority and Public Risk Innovation, Solutions, and Management for VOYA to provide supplemental life insurance to employees at their own expense through December 31, 2021.
- K. Authorize the Chief Executive Officer to negotiate and execute Amendment No. 3 to Purchase Order No. C-7-1899 between the Orange County Transportation Authority and Public Risk Innovation, Solutions, and Management for VOYA for short-term and long-term disability insurance through December 31, 2021. The annual 2021 short-term and long-term disability premium costs will vary in accordance with actual volume in the plan.
- L. Authorize the Chief Executive Officer to negotiate and execute Amendment No. 3 to Purchase Order No. C-7-1900 between Orange County Transportation Authority and Public Risk Innovation, Solutions, and Management for VOYA with Compsych to provide employee leave administration through December 31, 2021.

11. SB 1 (Chapter 5, Statutes of 2017) State of Good Repair Program Recommendations for Fiscal Year 2020-21 Funds

A motion was made by Director Hernandez, seconded by Director Davies, and following a roll call vote, declared passed 16-0, to:

- A. Approve Resolution No. 2020-056, consistent with the SB 1 State of Good Repair Program Guidelines, authorizing the use of up to \$5.347 million in fiscal year 2020-21 SB 1 State of Good Repair Program funding for facility modifications, upgrades, and replacement projects.
- B. Authorize staff to make all necessary amendments to the Federal Transportation Improvement Program, as well as execute any necessary agreements to facilitate the above recommendations.

Orange County Transit District Consent Calendar Matters

12. Cooperative Agreement with the City of Laguna Beach for the Senior Mobility Program

A motion was made by Director Hernandez, seconded by Director Davies, and following a roll call vote, declared passed 16-0, to:

- A. Approve the Senior Mobility Program Service Plan for the City of Laguna Beach.
- B. Authorize the Chief Executive Officer to execute Cooperative Agreement No. C-0-2400 between the Orange County Transportation Authority and the City of Laguna Beach, to provide Senior Mobility Program funding through June 30, 2021.

13. Cooperative Agreements for Federal Transit Administration Section 5316 Grant Program

A motion was made by Director Hernandez, seconded by Director Davies, and following a roll call vote, declared passed 16-0, to:

A. Authorize the Chief Executive Officer to negotiate and execute Agreement No. C-0-2454 between the Orange County Transportation Authority and Abrazar, Inc., in the amount of \$237,800, to fund the Section 5316 grant program for a two-year term effective October 1, 2020 through September 30, 2022.

13. (Continued)

- B. Authorize the Chief Executive Officer to negotiate and execute C-0-2455 Agreement No. between the Orange County Transportation Authority and Boys and Girls Clubs Huntington Valley, in the amount of \$118,200, to fund the Section 5316 grant program for a two-year term effective October 1, 2020 through September 30, 2022.
- C. Authorize the Chief Executive Officer to negotiate and execute Agreement No. C-0-2456 between the Orange County Transportation Authority and Dayle McIntosh Center for the Disabled, in the amount of \$193,400, to fund the Section 5316 grant program for effective two-vear term October 2020 through 1, September 30, 2022.
- D. Authorize the Chief Executive Officer to negotiate and execute Agreement No. C-0-2457 between the Orange County Transportation Authority and North Orange County Community College District, in the amount of \$315,800, to fund the Section 5316 grant program for a two-year term effective October 1, 2020 through September 30, 2022.
- E. Authorize the Chief Executive Officer to negotiate and execute Agreement No. C-0-2458 between the Orange County Transportation Authority and Women Helping Women/Men2Work, in the amount of \$73,600, to fund the Section 5316 grant program for a two-year term effective October 1, 2020 through September 30, 2022.

Orange County Local Transportation Authority Consent Calendar Matters

14. Consultant Selection for On-Call Commercial Real Estate Brokerage Services

A motion was made by Director Hernandez, seconded by Director Davies, and following a roll call vote, declared passed 16-0, to:

- A. Approve the selection of CBRE, Inc., as the firm to provide on-call commercial real estate brokerage services.
- B. Authorize the Chief Executive Officer to negotiate and execute Agreement No. C-0-2160 between the Orange County Transportation Authority and CBRE, Inc., at a specified commission structure to provide on-call commercial real estate brokerage services for an initial term of three years with one, two-year option term.

15. Approval to Sell Two Excess Parcels

A motion was made by Director Hernandez, seconded by Director Davies, and following a roll call vote, declared passed 16-0, to:

- A. Determine that Parcel No. 334-051-26 is exempt surplus land, pursuant to Government Code Section 54221(f)(1)(B), as it is less than 10,000 square feet in area, has no record access, and is planned to be sold to an owner of contiguous land.
- B. Determine that Parcel No. 334-051-27 is exempt surplus land, pursuant to Government Code Section 54221(f)(1)(B), as it is less than 10,000 square feet in area, has no record access, and is planned to be sold to an owner of contiguous land.
- C. Direct staff to sell the two unimproved contiguous parcels, Parcel No. 334-051-26 and Parcel No. 334-051-27, located in the City of Placentia.
- D. Authorize the Chief Executive Officer to negotiate and execute a purchase and sale agreement with Cougar Stone, Inc., for the sale price of \$100,000.

16. Approval to Release Request for Proposals for Measure M2 Environmental Mitigation Program Interim Preserve Maintenance

A motion was made by Director Hernandez, seconded by Director Davies, and following a roll call vote, declared passed 16-0, to:

- A. Approve the proposed evaluation criteria and weightings for Request for Proposals 0-2477 for contractor services to conduct maintenance-type services on the seven Orange County Transportation Authority Preserves.
- B. Approve the release of Request for Proposals 0-2477 to provide maintenance-type services for the Measure M2 Environmental Mitigation Program interim preserve maintenance for a five-year initial term with two, one-year option terms.

Regular Calendar

Orange County Local Transportation Authority Regular Calendar Matters

17. 2020 Measure M2 Sales Tax Forecast

Andrew Oftelie, Chief Financial Officer, provided a PowerPoint presentation as follows:

- Background;
- Historical Measure M Sales Tax Revenues:
- Short-Term Growth Rate Forecasts;
- Long-Term Growth Rate Forecasts;
- Annual Measure M2 (M2) Sales Tax Revenue Forecast;
- University Forecasts;
- Results of Updated Forecasts;
- Actual vs Projected Growth Rates;
- Forecast Comparison 2020 vs 2019;
- Reasons for anticipated decline in short-term; and
- Next Steps.

A discussion ensued regarding the following:

- Director Wagner asked how often the M2 forecast report is provided given the uncertain outlook.
- Mr. Oftelie stated that typically the M2 forecast report if provided once a year in spring; however, this year the Finance and Administration (F&A) Committee has been presented the forecast more often.
- Mr. Oftelie also stated that a month ago, the Board was sent a memo about the M2 forecast status, and staff will return to the F&A Committee and Board in October 2020 with an updated M2 forecast.
- Director Shaw stated the cities rely on the M2 Local Fair Share (LFS) funding and asked how OCTA is communicating to the local jurisdictions about the M2 forecast.
- Mr. Oftelie stated that OCTA will reach to the local jurisdictions through the typical channels about the updated M2 forecast.

A motion was made by Director Chaffee, seconded by Director Hennessey, and following a roll call vote, declared passed 16-0, to direct staff to determine the impacts of the updated forecasts to Orange County Transportation Authority programs and projects and return to the Board of Directors with options to address the decrease in projected sales tax revenue.

18. Public Comments

The COB stated that two public comments were received from Craig A. Durfey on August 10 and 23. The COB also stated that the Board Members were emailed the August 10 comment on August 19 and August 23 comment on August 24 at 7:36 a.m., and both comments will be retained as part of the record for today's Board meeting.

19. Chief Executive Officer's Report

Darrell E. Johnson, CEO, reported on the following:

- California Transportation Commission Appointment (CTC) -
 - An email was sent to the Board about Governor Newsom's CTC appointment, and OCTA wanted to publicly acknowledge and congratulate Michele Martinez for the Governor's appointment to the CTC.
 - Ms. Martinez worked regularly with OCTA when she served on the Santa Ana City Council, and OCTA looks forward to working with Ms. Martinez in her new role on the CTC.
 - Ms. Martinez replaced Lucy Dunn whose term expired earlier this year, and OCTA greatly appreciates Ms. Dunn's more than 10 years of service on the CTC.
 - OCTA also looks forward to continuing to work with Ms. Dunn in her role as President and CEO of the Orange County Business Council.
- Employees of the Month for August were recognized as follows:
 - Operations Employee of the Month is Alberto De La Rosa.
 Mr. De La Rosa is a Coach Operator at the Garden Grove Base who started his driving career with OCTA in July 2000.
 - Maintenance Employee of the Month is Pio Balonda.
 Mr. Balonda joined OCTA in April 2018 and is currently a Service Worker on the second shift at the Garden Grove Base.
 - Administrative Employee of the Month is Kevin Quon. Mr. Quon started as a Business Analyst in October 2016 and is a currently a Financial Analyst in the Financial Planning and Analysis Department.
 - OCTA's August Employees of the Month were congratulated.

20. Directors' Reports

Director Hennessey thanked Lucy Dunn for her years of service on the CTC and being an Orange County advocate to obtain funding. He also commented on the budget and M2 forecasts and wanted staff to know how much he appreciated them giving up their special award and merit increase this fiscal year.

21. Closed Session

A Closed Session was held as follows:

Pursuant to Government Code 54957.6 to discuss collective bargaining agreement negotiations with the Transportation Communications International Union regarding the parts/stock room clerks and facilities maintenance employee unit. The lead negotiator for the Orange County Transportation Authority is Maggie McJilton, Executive Director of Human Resources and Organizational Development, and Transportation Communications International Union representative.

James Donich, OCTA's General Counsel, reported out that the Board met in Closed Session to discuss negotiations with the Transportation Communications International Union.

In Closed Session, a motion was made by Director Pulido, seconded by Director R. Murphy, and following a roll call vote by General Counsel, declared passed 15-0, to approve a one-year extension to the Transportation Communications International Union collective bargaining agreement from April 1, 2020 through March 31, 2021 at a 2.6 percent increase in salary, not to exceed \$72,000.

Director Wagner was not present to vote on the Closed Session item.

22. Adjournment

The meeting adjourned at 9:50 a.m.

The next regularly scheduled meeting of this Board will be held at **9:00 a.m. on Monday, September 14, 2020**, at the OCTA Headquarters, 550 South Main Street, Board Room – Conference Room 07-08, Orange, California.

ATTEST:	Laurena Weinert Clerk of the Board
Steve Jones Chairman	





September 14, 2020

To: Members of the Board of Directors

From: Laurena Weinert, Clerk of the Board

Subject: Communications by Independent Financial Statement Auditor

Finance and Administration Committee Meeting of September 9, 2020

Present: Directors Do, Hennessey, Hernandez, Jones, Muller, R. Murphy,

and Steel

Absent: None

Committee Vote

Following the roll call vote, this item was declared passed 7-0 by the Members present.

Committee Recommendation

Receive and file as an information item.



September 9, 2020

To: Finance and Administration Committee

From: Darrell E. Johnson, Chief Executive Officer

Janet Sutter, Executive Director

Internal Audit Department

Subject: Communications by Independent Financial Statement Auditor

Overview

Crowe, LLP, the independent financial statement auditor of the Orange County Transportation Authority, is in the process of conducting the fiscal year 2019-20 audit. In connection with the audit, Crowe, LLP, is communicating the planned scope and timing of the audit, as well as soliciting input on any matters of which the Board of Directors or the Finance and Administration Committee has knowledge that may have a material bearing on the Orange County Transportation Authority's financial statements for the year ended June 30, 2020.

Recommendation

Receive and file as an information item.

Background

In connection with its annual audit of the Orange County Transportation Authority's (OCTA) financial statements for the fiscal year ended June 30, 2020, Crowe, LLP (Crowe), is required to make certain inquiries and communications.

Discussion

Crowe has prepared a letter (Attachment A) to the Finance and Administration Committee (Committee) and the Board of Directors (Board) of OCTA with the purpose of making certain inquiries and communications. Specifically, Crowe has requested that the Committee and/or the Board inform Crowe of any matters of which the Committee and/or the Board may be aware of that could have a significant impact to the financial statements of OCTA taken as a whole. OCTA

staff has provided the auditors with information related to claims, liabilities, and contingencies; however, the auditors also welcome input from the Committee and the Board on any areas of concern.

Secondly, Crowe is required to provide certain communications to those charged with governance with regard to audit scope and timing. The attached letter reflects Crowe's plan to complete the audit and issue an opinion on the financial statements no later than October 30, 2020.

Summary

OCTA's independent financial statement auditors are making certain inquiries and communications in relation to their audit of the financial statements of OCTA as of June 30, 2020.

Attachment

A. Letter from Crowe, LLP, to the Board of Directors and Finance and Administration Committee, Orange County Transportation Authority, dated August 10, 2020

Prepared by:

Janet Sutter

Executive Director, Internal Audit

714-560-5591



Crowe LLP
Independent Member Crowe Global

August 10, 2020

Board of Directors Finance and Administration Committee Orange County Transportation Authority 550 South Main Street Orange, California 92863

We are pleased to serve OCTA as its independent auditors and look forward to our continued relationship. As part of our audit process, our professional standards require that we communicate certain information to keep you adequately informed about matters related to the financial statement audit that are, in our professional judgment, significant and relevant to your responsibilities in overseeing the financial reporting process. We communicate such matters in this report.

PLANNED SCOPE AND TIMING OF THE AUDIT

We are engaged to audit the financial statements of the governmental activities, the business-type activities, each major fund, and the aggregate remaining fund information of the Orange County Transportation Authority (OCTA) as of and for the year ended June 30, 2020. In addition to the report on the financial statements of OCTA, we will also audit and report on the financial statements of the governmental activities and each major fund of the Orange County Local Transportation Authority (OCLTA), the 91 Express Lanes Fund, the Local Transportation Fund, and the State Transit Assistance Fund as of and for the year ended June 30, 2020.

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis, certain budgetary comparison information, and supplemental pension plan trend data and other postemployment benefit data be presented to supplement the basic financial statements. Such information is required by Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We will apply certain limited procedures to the required supplementary information, however, we will not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

In addition to our report on the financial statements, we have been engaged to report on the combining and individual fund financial statements and schedules, certain budgetary comparison schedules, the schedule of expenditures of federal awards, and the Proposition 1B schedule of unspent funds and cash disbursements. We will subject such information to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves. Our report will indicate whether this information is fairly stated, in all material respects, in relation to the financial statements as a whole.

We have not been engaged to report on the introductory section and statistical section of OCTA's comprehensive annual financial report and therefore will not express an opinion or provide any assurance on them.

Audit planning and interim procedures were conducted in May 2020, and year-end audit procedures will commence in September 2020. We expect to issue our report no later than October 30, 2020.

AUDITOR'S RESPONSIBILITY UNDER AUDITING STANDARDS GENERALLY ACCEPTED IN THE UNITED STATES OF AMERICA, GOVERNMENT AUDITING STANDARDS AND UNIFORM GUIDANCE

Our responsibility is to form and express an opinion about whether the financial statements that have been prepared by management with your oversight are presented fairly, in all material respects, in conformity with accounting principles generally accepted in the United States of America. The audit of the financial statements does not relieve you or management of your responsibilities.

The objective of the audit is the expression of an opinion on the financial statements. We will plan and perform the audit in accordance with auditing standards generally accepted in the United States of America, the standards for financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States, and the audit requirements of Title 2 U.S. Code of Federal Regulations Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance). Those standards require that we obtain reasonable, rather than absolute, assurance about whether the financial statements are free of material misstatement whether caused by error or fraud, and that we report on the Schedule of Expenditures of Federal Awards (as noted above), and on your compliance with Federal statutes, regulations, and the terms and conditions of Federal awards and on its internal controls as required for a Single Audit. Because of inherent limitations of an audit, together with the inherent limitations of internal control, an unavoidable risk that some material misstatements may not be detected exists, even though the audit is properly planned and performed in accordance with applicable standards. An audit is not designed to detect error or fraud that is immaterial to the financial statements.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment including the assessment of the risks that the financial statements could be misstated by an amount we believe would influence the financial statement users. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

In making our risk assessments, we will consider internal control relevant to the preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the OCTA's internal control. However, we will communicate in writing to those charged with governance and management concerning any significant deficiencies or material weaknesses in internal control relevant to the audit of the financial statements that we have identified during the audit. We will communicate to management other deficiencies in internal control identified during the audit that have not been communicated to management by other parties and that, in our professional judgment, are of sufficient importance to merit management's attention. We will also communicate certain matters related to the conduct of the audit to those charged with governance, including (1) fraud involving senior management, and fraud (whether caused by senior management or other employees) that causes a material misstatement of the financial statements, (2) illegal acts that come to our attention (unless they are clearly inconsequential) (3) disagreements with management and other significant difficulties encountered in performing the audit and (4) various matters related to the OCTA's accounting policies and financial statements. Our engagement is not designed to address legal or regulatory matters, which matters should be discussed by you with your legal counsel.

We will also perform tests of controls including testing underlying transactions, as required by the Uniform Guidance, to evaluate the effectiveness of the design and operation of controls that we consider relevant to preventing or detecting material noncompliance with compliance requirements applicable to each of your major federal awards programs. We will determine major programs in accordance with the Uniform Guidance. Our tests will be less in scope than would be necessary to render an opinion on these controls and, accordingly, no opinion will be expressed. We will inform you of any deficiencies or other matters involving internal control, if any, as required by the Uniform Guidance.

As part of obtaining reasonable assurance about whether the financial statements are free of material misstatement, we will also perform tests of your compliance with applicable laws, regulations, contracts and grants. However, because of the concept of reasonable assurance and because we will not perform a detailed examination of all transactions, there is a risk that material errors, irregularities, or illegal acts, including fraud or defalcations, may exist and not be detected by us. The objective of our audit of compliance relative to the financial statements will not be to provide an opinion on overall compliance with such provisions, and we will not express such an opinion. We will advise you, however, of any matters of that nature that come to our attention, unless they are clearly inconsequential.

The Uniform Guidance requires that we plan and perform the audit to obtain reasonable assurance about whether you have complied with certain provisions of laws, regulations, contracts and grants. Our procedures will consist of the applicable procedures described in the United States Office of Management and Budget (OMB) Compliance Supplement for the types of compliance requirements that could have a direct and material effect on each of your major programs. The purpose of our audit will be to express an opinion on your compliance with requirements applicable to major Federal award programs. Because an audit is designed to provide reasonable assurance, but not absolute assurance, the audit is not designed to detect immaterial violations or instances of noncompliance.

REQUIRED COMMUNICATIONS

We are responsible for communicating evidence that fraud may exist; thus, when we have determined that there is evidence that fraud may exist, that matter will be brought to the attention of an appropriate level of management. We will also communicate certain matters related to the conduct of the audit to those charged with governance, including (1) fraud involving senior management, and fraud (whether caused by senior management or other employees) that causes a material misstatement of the financial statements, (2) illegal acts that come to our attention (unless they are clearly inconsequential) (3) disagreements with management that could be significant to the financial statements and other significant difficulties encountered in performing the audit and (4) various matters related to OCTA's accounting policies and financial statements. Our engagement is not designed to address legal or regulatory matters, which matters should be discussed by you with your legal counsel.

Professional auditing standards also require that we perform inquiries with those charged with governance surrounding matters that may impact our risk assessment, including the below examples.

- Weaknesses in internal control activities;
- Inappropriate tone at the top regarding fraudulent activity;
- Known, alleged, or suspected fraud;
- Oversight activities that do not mitigate risks of fraud;
- Tips or complaints regarding OCTA's financial reporting (including those received through the internal whistleblower program, if such program exists);
- Actual or possible violations of laws or regulations that might affect the audit;
- Material misstatements from errors; and
- Matters related to risk of material misstatement of the financial statements or that are otherwise significant to financial reporting that you feel warrant particular attention during the audit.

Please communicate any instances of the above matters or any other concerns that may have a material impact to the financial statements to Kathy Lai at Kathy.Lai@crowe.com or (714) 668-5376.

We provide the above information to assist you in performing your oversight responsibilities and would be pleased to discuss this letter or any matters further, should you desire. This letter is intended solely for the information and use of the Board of Directors, the Finance and Administration Committee, and management, and is not intended to be and should not be used by anyone other than these specified parties.

Crowe LLP

Crown HP

Costa Mesa, California August 10, 2020





September 14, 2020

To: Members of the Board of Directors

From: Laurena Weinert, Clerk of the Board

Subject: Fiscal Year 2020-21 Proposed Budget Amendment

Finance and Administration Committee Meeting of September 9, 2020

Present: Directors Do, Hennessey, Hernandez, Jones, Muller, R. Murphy,

and Steel

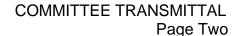
Absent: None

Committee Vote

Following the roll call vote, this item was declared passed 7-0 by the Members present.

Committee Recommendations

- A. Amend the Orange County Transportation Authority's Fiscal Year 2020-21 Budget by reducing the revenue and expense budgets, in the amount of approximately \$28 million, to accommodate updated budget assumptions for revenue and expense items.
- В. Approval of the full Fiscal Year 2020-21 Orange County Transportation Authority member agency contribution to the Southern California Regional Rail Authority, in an amount up to \$28,773,477, including authorization of Federal Transit Administration funds, in an amount up to \$8,500,000, to be drawn down directly by the Southern California Regional Rail Authority. Also included in Southern California Regional Rail Authority's operating subsidy proposal is the direct draw down of The Coronavirus Aid, Relief, and Economic Security Act funding in the amount of \$17,159,239.





Committee Recommendations (continued)

- C. Authorize Federal Transit Administration funds, in an amount up to \$12,969,650, to be drawn down directly by the Southern California Regional Rail Authority for capital and rehabilitation expenditure budget contingent upon all member agencies' approval of their respective capital and rehabilitation budgets.
- D. Authorize the addition of four new positions to the Orange County Transportation Authority. The four positions are requested to accommodate the Los Angeles - San Diego - San Luis Obispo Rail Corridor Agency's FΥ 2020-2021 Approved Budget. The four positions include а Project Manager, Senior, Transportation Funding Analyst, Senior, Accounting Analyst, Associate, and a Deputy Managing Director.



September 9, 2020

To: Finance and Administration Committee

From: Darrell E. Johnson, Chief Executive Officer

Subject: Fiscal Year 2020-21 Proposed Budget Amendment

Overview

Staff proposes a budget amendment to update the Orange County Transportation Authority's Fiscal Year 2020-21 Approved Budget. This amendment better aligns the budget with anticipated revenue and expenditures through the balance of the fiscal year by funding commuter rail operations for the remainder of the year, reducing bus program revenues and expenditures based on reduced service levels, and adds positions for Los Angeles – San Diego – San Luis Obispo Rail Corridor Agency, which will be fully reimbursed by the State.

Recommendations

- A. Amend the Orange County Transportation Authority's Fiscal Year 2020-21 Budget by reducing the revenue and expense budgets, in the amount of approximately \$28 million, to accommodate updated budget assumptions for revenue and expense items.
- B. Approval of the full Fiscal Year 2020-21 Orange County Transportation Authority member agency contribution to the Southern California Regional Rail Authority, in an amount up to \$28,773,477, including authorization of Federal Transit Administration funds, in an amount up to \$8,500,000, to be drawn down directly by the Southern California Regional Rail Authority. Also included in Southern California Regional Rail Authority's operating subsidy proposal is the direct draw down of The Coronavirus Aid, Relief, and Economic Security Act funding in the amount of \$17,159,239.
- C. Authorize Federal Transit Administration funds, in an amount up to \$12,969,650, to be drawn down directly by the Southern California Regional Rail Authority for capital and rehabilitation expenditure budget

- contingent upon all member agencies' approval of their respective capital and rehabilitation budgets.
- D. Authorize the addition of four new positions to the Orange County Transportation Authority. The four positions are requested to accommodate the Los Angeles San Diego San Luis Obispo Rail Corridor Agency's FY 2020-2021 Approved Budget. The four positions include a Project Manager, Senior, Transportation Funding Analyst, Senior, Accounting Analyst, Associate, and a Deputy Managing Director.

Background

The Orange County Transportation Authority (OCTA) Fiscal Year (FY) 2020-21 Budget was approved by the OCTA Board of Directors (Board) on June 8, 2020 in the amount of \$1,427.6 million. At the time the budget was approved by the Board, due to the uncertainty caused by the coronavirus (COVID-19), the Southern California Regional Authority (SCRRA) only requested an operating subsidy contribution of three months in order to provide the agency time to determine appropriate service levels and the corresponding full year operating subsidy and capital expenditure requirements. In addition, OCTA budgeted fixed-route service levels of up to 1.6 million revenue hours in order to maintain a state of readiness if ridership returned or social distancing requirements necessitated additional service. OCTA anticipates running service levels of approximately 1.2 million revenue hours to meet ridership demand and social distancing requirements through the February 2021 service change.

Discussion

Staff is requesting the Board authorize amending the FY 2020-21 budget based on updated revenue and expenditure assumptions. Based on the recommended changes, the amended budget would be \$28 million less than the budget approved by the Board on June 8, 2020. The budget would decrease from \$1,427.6 million to \$1,399.6 million based on the proposed amendment.

A detailed list of the changes and their impact to the budget is provided in Attachment A. The primary drivers of the budget amendment are the requested changes by the SCRRA, as well as changes in assumptions for the bus program. In addition to those changes, staff is proposing additional amendments based on information received since the budget was approved in June. These changes include reducing the healthcare budget based on actual rates coming in less than anticipated, adding four staff members to support the Los Angeles – San Diego – San Luis Obispo Rail Corridor Agency (LOSSAN),

which will be fully reimbursed by LOSSAN, as well as accommodating the pass through of Coronavirus Aid, Relief, and Economic Security (CARES) Act funds to support the Anaheim Transportation Network (ATN). A summary of the changes is provided below.

Bus Program

The approved budget assumed pre-COVID-19 service levels of 1.6 million annual revenue hours. Based on lower ridership demand and to meet social distancing requirements, OCTA has actually been running approximately 1.2 million annualized revenue hours. As of now, this is the level of service assumed through February. Additionally, paratransit services are down by approximately 80 percent and are assumed to stay at this lower level through February. As a result, it is anticipated that bus operating expenditures will be \$35.2 million lower than budget. This savings is offset by an anticipated decrease in fare revenue (\$7.2 million). Due to lower than anticipated bus expenditures, less CARES Act revenue will be needed in the current FY (\$25.6 million) and the funds will be utilized next FY year to support bus service.

Healthcare

Healthcare was budgeted at \$22.4 million based on an anticipated growth rate of ten percent for the second half of the FY. However, healthcare rates provided by OCTA's healthcare broker anticipate growth to be 0.7 percent for the second half of the FY, reducing OCTA's healthcare budget assumptions by \$0.9 million to \$21.5 million in FY 2020-21.

OC Flex

OCTA's budget included funding for two OC Flex zones. Due to low ridership, service for the Blue Zone was temporarily suspended and service is currently operated only in the Orange Zone. Based on the temporary service reduction in the Blue Zone, it is anticipated that OC Flex expenses will be \$0.5 million lower than the current budget.

LOSSAN Staffing

Since the approval of OCTA's budget, the LOSSAN Agency's FY 2020-21 budget was approved by the California State Transportation Agency. The LOSSAN budget includes four new positions, which are: Project Manager, Senior, Transportation Funding Analyst, Senior, Accounting Analyst, Associate, and a Deputy Managing Director. The estimated cost for these positions in this

year's budget is \$0.5 million. OCTA will be fully reimbursed for the cost of these positions.

ATN

On July 13, 2020, the OCTA Board approved CARES Act pass-through funding to ATN in the amount of \$2.3 million. While the funds have already been sent to ATN, a budget amendment is recommended to accommodate the pass-through.

SCRRA Service

The OCTA budget approved by the Board in June included \$7.3 million to fund three months of operating subsidy for the SCRRA. The plan at that time was to amend the budget at a future date for the remaining nine months of the FY. SCRRA has since provided OCTA with a budget proposal, which includes OCTA's portion of the remaining member agency operating subsidy. The operating subsidy is based on operating 45 weekday trips, which is reduction of nine weekday trips due to the impact of COVID-19 to ridership. The budget amendment request to support the full year's operating subsidy is \$13 million. A breakdown of how OCTA's portion of the operating subsidy is funded is provided below.

FY 2020-21 Operating Subsidy	\$45.9
Funds Drawn Directly By SCRRA	
CARES Act	17.1
Federal Transit Administration	8.5
Total funds drawn directly	\$25.6
FY 2020-21 OCTA Budget	
Approved budget – 3 months	7.3
Amendment request	13.0
Total OCTA budget	\$20.3

The recommendations include authorizing the SCRRA to directly drawdown \$17.1 million in CARES Act funding and up to \$8.5 million in Federal Transit Administration (FTA) funds. These drawdowns would be used to partially fund the operating subsidy for FY 2020-21. In addition, each year the Board also approves the SCRRA capital and rehabilitation expenditure budget. The SCRRA is asking for a capital and rehabilitation budget of \$13 million, which will be paid for with FTA funds and will be drawn down directly by the SCRRA. The approval of the capital and rehabilitation budget would be contingent upon all member agencies' approval of their respective capital and rehabilitation

budgets. Additionally, the SCRRA requested that each member agency provide a one-time increase to their contribution so they could increase their cash on hand to reduce the financial stress on the agency when making large payments to contractors. The request from OCTA was approximately \$5 million. While OCTA understands the SCRRA's cash flow needs, we are recommending that the SCRRA engage with one of their policy groups to determine the best way to solve this problem and determine appropriate accountability measures for any one-time funds sent by member agencies.

Summary

The proposed budget amendment reduces OCTA's FY 2020-21 Budget by \$28 million and better aligns the budget with anticipated revenues and expenditures. The proposed amendment would reduce the FY 2020-21 Budget from \$1,427.6 million to \$1,399.6 million. This amendment provides funding for the remaining nine months of the FY for Metrolink commuter rail service, reduces bus service expenditures based on lower levels of service, and adds four new positions for LOSSAN, which will be fully reimbursed by the State. OCTA will continue to evaluate the budget throughout the FY based on the evolving financial impacts of COVID-19.

Attachment

A. FY 2020-21 Proposed Budget Amendment Revenue and Expense Detail

Prepared by:

Victor Velasquez Department Manager, Financial Planning and Analysis (714) 560-5592 Approved by:

Andrew Oftelie Chief Financial Officer Finance and Administration (714) 560-5649

FY 2020-21 Proposed Budget Amendment **Revenue and Expense Detail**

	Current Revenue		e of Prior Year Designations		Revenue Budget
Approved Revenue	\$ 1,004,226,815	\$	423,393,636	\$	1,427,620,451
Fare Revenue	(7,197,550)				
CARES Act	(25,605,784)				
Reimbursement from Other Agencies - LOSSAN	532,818				
Use of Prior Year Designations			4,281,337		
Amended Sources	\$ 971,956,299	\$	427,674,973	\$	1,399,631,272
FY 2020-21 Approved Revenue vs. FY 2020-21 Amended Revenue	\$ (32,270,516)	\$	4,281,337	\$	(27,989,179
••					
**					
	Current		Designations	Evr	enditure Budget
	Current Expenditure	ı	Designations	Exp	enditure Budget
	\$ 	\$	Designations 58,796,116	Exp \$	ū
	\$ Expenditure		<u> </u>	•	ū
Approved Expenses	\$ Expenditure 1,368,824,335		<u> </u>	•	ŭ
Approved Expenses Bus Service	\$ Expenditure 1,368,824,335 (34,119,575)		<u> </u>	•	ū
Approved Expenses Bus Service Healthcare	\$ Expenditure 1,368,824,335 (34,119,575) (931,034)		<u> </u>	•	ū
Approved Expenses Bus Service Healthcare OC Flex Service	\$ Expenditure 1,368,824,335 (34,119,575) (931,034) (387,924)		<u> </u>	•	ŭ
Approved Expenses Bus Service Healthcare OC Flex Service LOSSAN Staffing - New Positions	\$ Expenditure 1,368,824,335 (34,119,575) (931,034) (387,924) 532,818		<u> </u>	•	ŭ
Approved Expenses Bus Service Healthcare OC Flex Service LOSSAN Staffing - New Positions Anaheim Transit Network - CARES Act	\$ Expenditure 1,368,824,335 (34,119,575) (931,034) (387,924) 532,818 2,354,802		<u> </u>	•	ū
Approved Expenses Bus Service Healthcare OC Flex Service LOSSAN Staffing - New Positions Anaheim Transit Network - CARES Act Metrolink Service - Operating Subsidy	Expenditure 1,368,824,335 (34,119,575) (931,034) (387,924) 532,818 2,354,802 12,999,477		58,796,116	•	1,427,620,451

Acronyms: CARES Act - Coronavirus Aid, Relief, and Economic Security Act FY - Fiscal Year LOSSAN - Los Angeles - San Diego - San Luis Obispo Rail Corridor





September 14, 2020

To: Members of the Board of Directors

From: Laurena Weinert, Clerk of the Board

Subject: Orange County Transportation Authority Investment and

Debt Programs Report - July 2020

Finance and Administration Committee Meeting of September 9, 2020

Present: Directors Do, Hennessey, Hernandez, Jones, Muller, R. Murphy,

and Steel

Absent: None

Committee Vote

Following the roll call vote, this item was declared passed 7-0 by the Members present.

Committee Recommendation

Receive and file as an information item.



September 9, 2020

To: Finance and Administration Committee

From: Darrell E. Johnson, Chief Executive Officer

Subject: Orange County Transportation Authority Investment and Debt

Programs Report – July 2020

Overview

The Orange County Transportation Authority has a comprehensive investment and debt program to fund its immediate and long-term cash flow demands. Each month, the Treasurer submits a report detailing investment allocation, performance, compliance, outstanding debt balances, and credit ratings for the Orange County Transportation Authority's debt program. This report is for the month ending July 31, 2020. The report has been reviewed and is consistent with the investment practices contained in the Investment Policy.

Recommendation

Receive and file as an information item.

Discussion

As of July 31, 2020, the Orange County Transportation Authority's (OCTA) outstanding investments totaled \$2 billion. The portfolio is divided into three managed portfolios: the liquid portfolio for immediate cash needs, the short-term portfolio for future budgeted expenditures, and the bond proceeds portfolio to meet Measure M2 (M2) transportation program needs. In addition to these portfolios, OCTA has funds invested in debt service reserve funds for the 91 Express Lanes Program.

The weighted average book yield for the OCTA portfolio is 1.7 percent. The book yield measures the exact income, or interest, on a bond without regard to market price change. The yield is the income return on an investment, such as the interest received from holding a particular security. The yield is usually expressed as an annual percentage rate based on the investment's cost and market value.

OCTA's month-end balance in the Local Agency Investment Fund was \$10,899,573, with an average monthly effective yield of 0.9 percent. OCTA's month-end balance in the Orange County Investment Pool (OCIP) was \$17,021,140. For the month of June, the monthly gross yield for the OCIP was 1.3 percent. Yields for the month of July will be received in August.

As a result of the coronavirus, several rating actions have continued to occur throughout the month of July. Specifically, during the month of July, four securities held within OCTA's investment portfolio were downgraded. The total number of securities on the Negative Credit Watch remained at seven securities for the month. Please refer to I-8 (Rating Downgrades) and I-9 (Negative Credit Watch) of Attachment A for further details. As of July 31, 2020, the securities reflected on I-8 and I-9 still meet the minimum ratings requirements set forth by OCTA's Investment Policy.

OCTA's debt portfolio had an outstanding principal balance of \$1 billion as of July 31, 2020. Approximately 62 percent of the outstanding balance is comprised of M2 debt, nine percent is associated with the 91 Express Lanes Program, and 29 percent is for the Transportation Infrastructure Finance and Innovation Act Loan.

Summary

The Treasurer is submitting a copy of the Orange County Transportation Authority Investment and Debt Programs report to the Finance and Administration Committee. The report is for the month ending July 31, 2020.

Attachments

A. Orange County Transportation Authority Investment and Debt Programs, For the Period Ending July 31, 2020

B. Orange County Transportation Authority Portfolio Listing as of July 31, 2020

Prepared by:

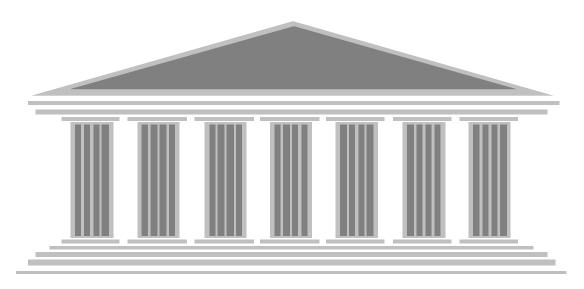
Robert Davis Department Manager Treasury and Public Finance (714) 560-5675 Andrew Oftelie Chief Financial Officer Finance and Administration

(714) 560-5649

Approved by:

Treasury/Public Finance Department's Report On

Orange County Transportation Authority Investment and Debt Programs



Presented to the Finance and Administration Committee

For The Period Ending July 31, 2020

INVESTMENT PROGRAM

OCTA Investment Dashboard

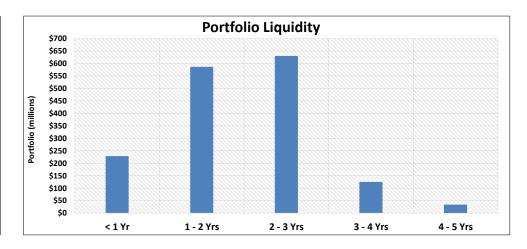
7/31/2020

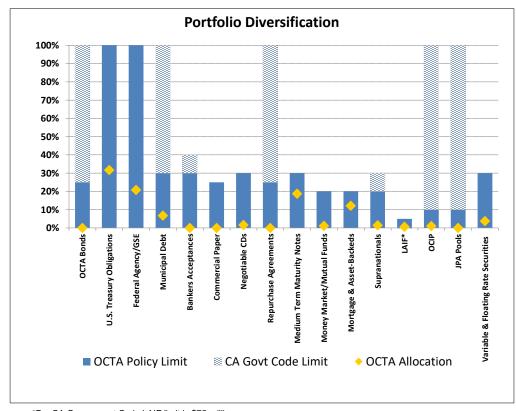
Safety of Principal

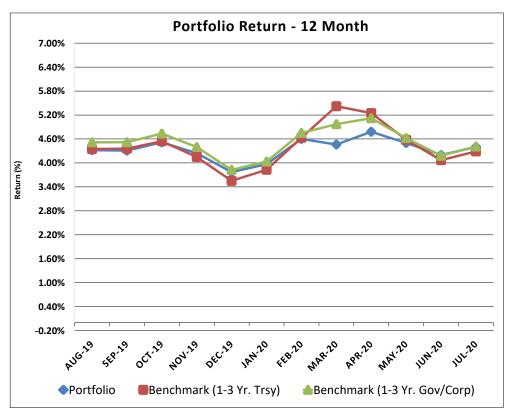
Securities that fell below OCTA's minimum credit quality requirements during the month of July 2020: Not applicable.

Securities currently held within OCTA's portfolio that fell below OCTA's minimum credit quality requirements during prior reporting periods:

On Thursday, February 20, 2020, Moody's downgraded the long-term debt rating of Nissan to Baa1 from A3. OCTA holds three high quality AAA Nissan Auto/Lease asset backed security positions, respectively 0.3%, 0.4% and 0.6% of the portfolio. However, for asset backed securities, receivables are sold via a legal concept called "true sale" into a bankruptcy-remote issuing trust, therefore isolated from the financial health of the issuer. There has been no negative price action on the asset backed securities on news of the downgrade. The Treasurer reviewed the position and recommended the securities be held for the short-term. The Treasurer presented his recommendation to the Deputy Chief Executive Officer who concurred.







^{*}Per CA Government Code LAIF limit is \$75 million

Investment Compliance 7/31/2020

Portfolio Subject to Investment Policy					
	Dollar Amount		Percent Of	Investment Policy	
Short-Term/Liquid Portfolio ¹	Invested		Portfolio	Maximum Percentages	
U.S. Treasury Obligations	\$	517,289,177	30.5%	100%	
Federal Agency/GSE		340,131,889	20.1%	100%	
Municipal Debt		110,703,628	6.5%	30%	
Commercial Paper		-	0.0%	25%	
Negotiable Certificates of Deposit		26,700,000	1.6%	30%	
Repurchase Agreements		63,223,679	3.7%	25%	
Medium Term Maturity Notes/Corporates		306,218,947	18.1%	30%	
Money Market/Mutual Funds		19,164,753	1.1%	20%	
Mortgage & Asset-Backed		198,717,321	11.7%	20%*	
Supranationals		23,732,180	1.4%	20%	
Local Agency Investment Fund		10,899,573	0.6%	\$ 75 Million	
Orange County Investment Pool		17,021,140	1.0%	10%	
Joint Powers Authority Pools		-	0.0%	10%	
Bank Deposits		252,033	0.0%	5%	
Variable & Floating Rate Securities		61,613,253	3.6%	30%	
Total Short-Term/Liquid Portfolio	\$	1,695,667,574	100.0%		

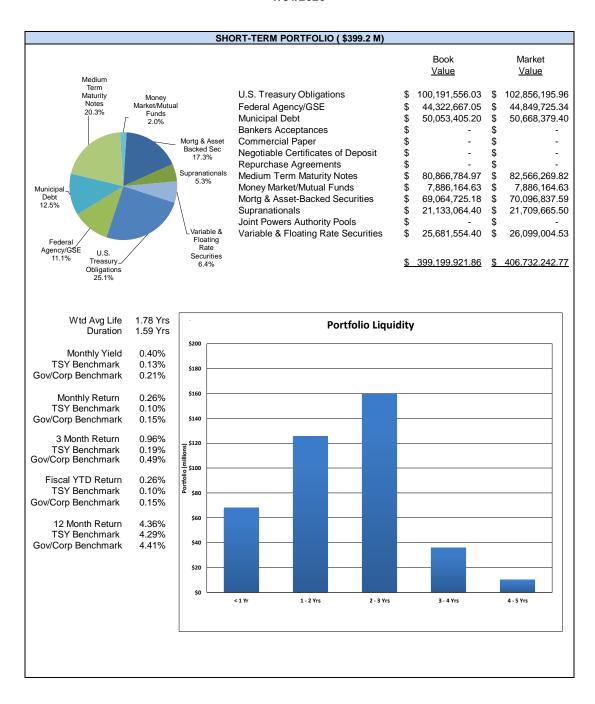
^{1.} Excludes portion of Liquid Portfolio subject to Indenture

^{*}Asset-backed securities, excluding mortgages, may not exceed 10 percent of the allocation

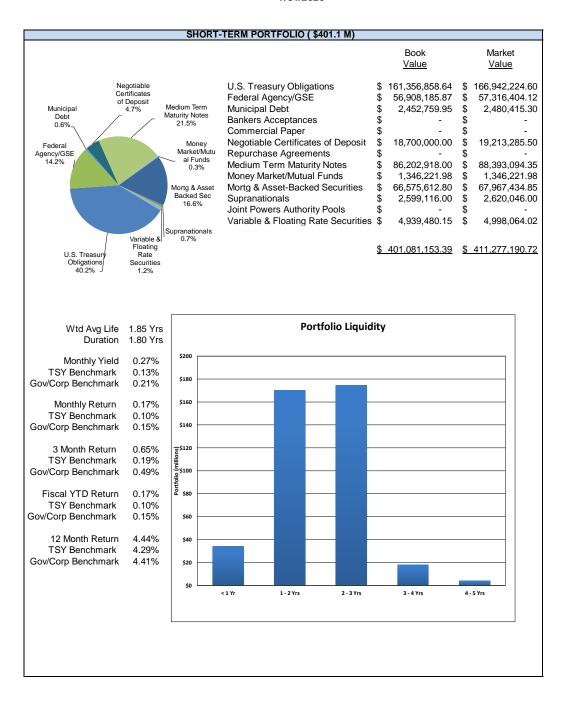
Portfolio Subject to Indenture						
	Do	ollar Amount	OCTA		Indenture R	Requirements
		Invested	Credit Quality	<u>Term</u>	Credit Quality	<u>Term</u>
<u>Liquid Portfolio*</u>						
Money Market Funds	\$	81,868,949	AAA/Aaa	45 days	Min. A2/A	Max. 4 years
Bond Proceeds Portfolio						
Money Market Funds	\$	12,539,073	AAA/Aaa	45 days	Min. A2/A	Max. 4 years
Treasury Bills		-	AAA/Aaa/AA+		Min. A2/A	Max. 4 years
Commercial Paper		81,944,293	P-1/F-1/A-1	60-90 days	Min. A2/A	Max. 4 years
Guaranteed Investment Contract		150,250,000	Aa2/AA-/A+	N/A	Min. A3/A-	N/A
Total Bond Proceeds Portfolio	\$	244,733,366				
Reserve Funds Portfolio						
Commercial Paper	\$	25,074,541	P-1/F-1	60-90 days	Min. A-1/P-1	Max. 180 days
Bank Deposits		204,407				
US Treasuries Obligations		8,688,061	AAA/Aaa	30 days	Min. A2/A	Max. 5 years
Total Reserve Funds Portfolio	\$	33,967,008				
Total Portfolio Subject to Indenture	\$	278,700,374				

Portfolio Total \$ 2,056,236,897 *Reflects portion of Liquid Portfolio subject to Indenture

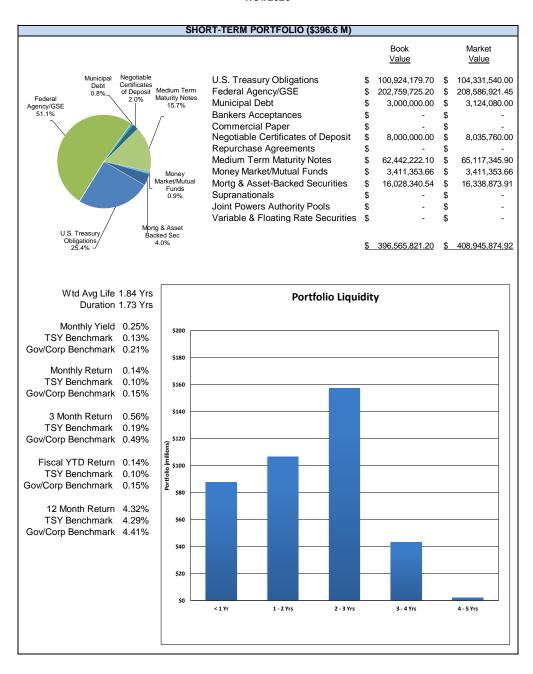
MetLife Investment Management 7/31/2020



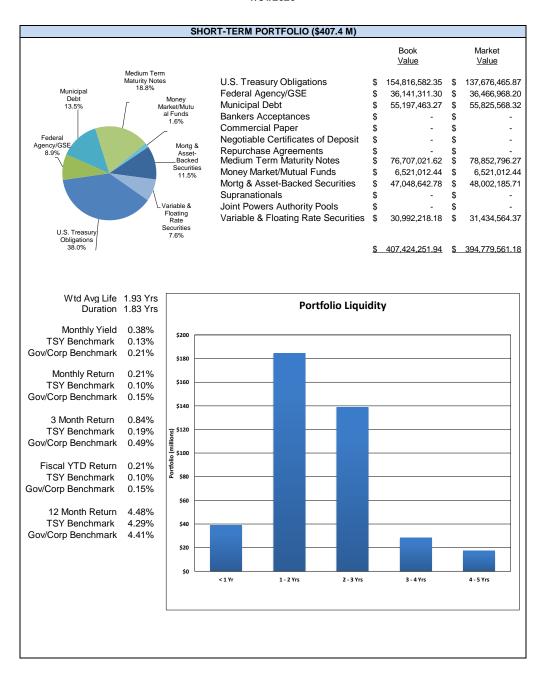
PFM 7/31/2020



Chandler Asset Management 7/31/2020

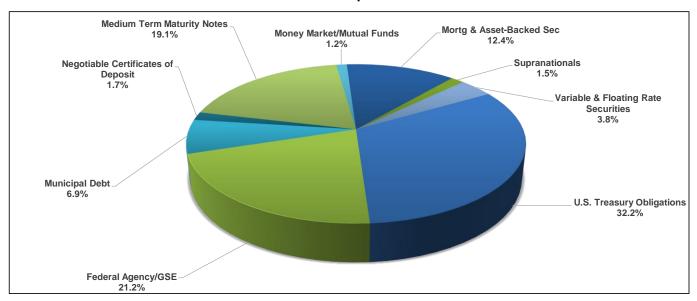


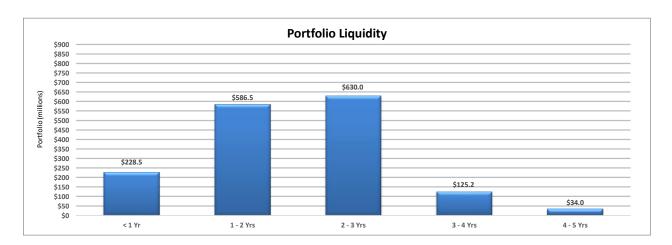
Payden & Rygel 7/31/2020



Short-Term Portfolio 7/31/2020

Portfolio Composition





Rating Downgrades 7/31/2020

Investment Manager / Security	Par Amount	Maturity	S&P	Moody's	Fitch Ratings
PFM					
Wells Fargo & Company	\$ 1,500,000	4/1/2021	BBB+	A2	A+
On July 22, 2020, S&P downgraded the long-term ratings	U				
given the company's ongoing regulatory challenges and ea	• .				
the economic downturn. The security complies with the rec Policy, and the investment manager is comfortable holding	•				
company's strong asset quality, liquidity, and the securities					
p		,			
MetLife Investment Management					
San Francisco City and County Airport Commission	\$ 3,810,000	Various*	Α	A1	A+
On July 27, 2020, S&P downgraded the long-term ratings					
from A+ to A. The downgrade is due to depressed levels o COVID-19. The security remains in compliance with the re					
Policy. Based on the airports rate setting ability, strong liqu	•				
investment manager believes SFO is well equipped to whe	•	•			
few years and is comfortable holding the security.	•				
Chandler Asset Management					
Wells Fargo & Company	\$ 3,000,000	12/7/2020	BBB+	A2	A+
On July 22, 2020, S&P downgraded the long-term ratings	. , ,	A- to BBB+.		. —	
given the company's ongoing regulatory challenges and ea	•	,			
the economic downturn. The security complies with the red	•				
Policy, and the investment manager is comfortable holding					
company's strong asset quality, liquidity, and the securities	s short time to matu	rity.			
US Bancorp	\$ 2,000,000	2/5/2024	A+	A1	A+
On July 10, 2020, Fitch downgraded the long-term ratings	. , ,				
downgrade is a result of Fitch moving to a more rigid rating					
The security complies with the requirements of the Investm	•				
manager is comfortable holding the security due to the bar	nks consistent finar	ncial			
performance and the quality of their balance sheet.					

*5/1/22 & 5/1/23

Negative Credit Watch 7/31/2020

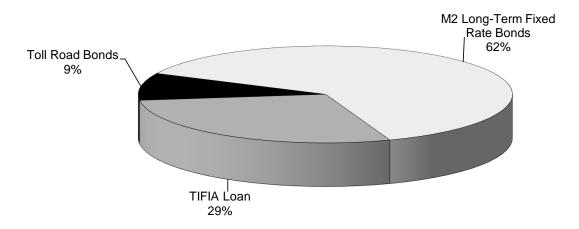
Investment Manager / Security	Par Amount	Maturity	S&P	Moody's	Fitch Ratings
PFM					
Pfizer On June 17, 2019, S&P and Fitch placed the long-term ratings downgrade. The credit watch placement is due to Pfizer's annowell as an announcement to divest its mature off-patent busine requirements of the Investment Policy, and the investment mandue to Pfizer's product diversification and vast revenue stream.	ouncement of a debt-fund ess Upjohn. The security on ger is comfortable holdi	ed acquisition as complies with the	AA-	A1	A
Merck & Co. On February 5, 2020, S&P placed the long-term ratings of Merchand downgrade. The credit watch placement is due to Merch's annuarge portion of their brand. The security complies with the requestion that the investment manager is comfortable holding the security due their vast pharmaceutical diversification.	ouncement that it will be s uirements of the Investme	spinning off a nt Policy, and	AA-	A1	A+
Skandinaviska Enskilda Banken AB (publ.) On March 31, 2020, Fitch placed the long-term ratings of Skan downgrade. The credit watch placement is due to the negative banks credit profile. The security complies with the requirement investment manager is comfortable holding the security as they the negative impact of an economic downturn due to the bank	impact COVID-19 will hants of the Investment Policy believe the bank should	ve on the y, and the	A+	P-1	АА
Nordea Bank Abp, New York Branch On March 31, 2020, S&P and Fitch placed the long-term rating possible downgrade. The credit watch placement is due to ong industry due to COVID-19, leading to difficulties in achieving fir complies with the requirements of the Investment Policy, and the holding the security due to Nordea's major initiatives to simplify cost cutting measures to improve cost efficiencies.	going economic stress fac nancial targets year over y he investment manager is	ed by the banking year. The security comfortable	AA-	Aa3	AA
Walt Disney Co. On April 17, 2020, S&P placed the long-term ratings of Disney The credit watch placement is due to the impact COVID-19 has in particular their theme parks, which remain closed indefinitely requirements of the Investment Policy, and the investment mar due to Disney's diverse business.	s on a variety of Disney's way. The security complies w	businesses, vith the	A	A2	Α
Port Authority of New York & New Jersey On June 26, 2020, Fitch placed the long-term ratings of the Podowngrade. The credit watch placement reflects elevated strest activities and revenue generation as a result of COVID-19. The lowestment Policy, and the investment manager is comforted expectations of long-term revenue recoveries.	sses to both the agency's e security complies with th	operating ne requirements of	A+	Aa3	AA-
MetLife San Francisco Bay Area Rapid Transit District (BART) On March 20, 2020, Fitch placed the long-term ratings of San I possible downgrade. The credit watch placement is due to a be economically sensitive tax revenues in light of COVID-19. The the Investment Policy, and the investment manager is comfortacredit quality and cash flow of the agency.	road sector revision of bo security complies with the	nds secured by e requirements of	AA+	N/A	AA+

*9/15/21 & 3/11/22

DEBT PROGRAM

Total Outstanding DebtAs of 7/31/20

Outstanding Debt



TOTAL OUTSTANDING DEBT: \$1,005,375,000

Outstanding Debt As of 7/31/20

Orange County Local Transportation Authority (OCLTA-M2)

2010 Series A Taxable Build America Bonds - Sales Tax Revenue Bonds

 Issued:
 \$ 293,540,000

 Outstanding:
 250,000,000

 Debt Service FY 2020:
 17,270,000

 Pledged Revenue Source:
 M2 Sales Tax Revenues

 Ratings (Fitch/ Moody's/ S&P):
 AA+/Aa2/AA+

 Final Maturity:
 2041

2019 M2 Sales Tax Bond

 Issued:
 \$ 376,690,000

 Outstanding:
 376,690,000

 Debt Service FY 2020:
 17,939,230

 Pledged Revenue Source:
 M2 Sales Tax Revenues

 Ratings (Fitch/ S&P):
 AA+/AA+

 Final Maturity:
 2041

91 Express Lanes

2013 OCTA 91 Express Lanes Refunding Bonds

 Issued:
 \$ 124,415,000

 Outstanding:
 91,685,000

 Debt Service FY 2020:
 10,798,325

 Pledged Revenue Source:
 91 Toll Road Revenues

 Ratings (Fitch/ Moody's/ S&P):
 A+/A1/AA

 Final Maturity:
 2030

405 Express Lanes

2017 TIFIA Loan

Outstanding: \$ 287,000,000
Accrued Interest: 16,768,696
Pledged Revenue Source: 405 Toll Road Revenues
Ratings (Moody's): Baa2
Final Maturity: 2057

	As 01 July 31, 202			
	LIQUID PORTFOLIO			
DESCRIPTION	MATURITY DATE	BOOK VALUE	MARKET VALUE	YIELD
CASH EQUIVALENTS	7/04/0000	050 000 00	050 000 00	
BANK DEPOSITS REPURCHASE AGREEMENT	7/31/2020 7/31/2020	252,033.00 63,223,679.00	252,033.00 63,223,679.00	
FIDELITY TREASURY OBLIGATIONS FUND	N/A	59,922,104.35	59,922,104.35	0.03%
FEDERATED TREASURY OBLIGATIONS FUND	N/A	21,946,844.26	21,946,844.26	0.06%
SUB-TOTAL		145,344,660.61	145,344,660.61	
LOCAL AGENCY INVESTMENT FUND (LAIF)	N/A	10,899,573.09	10,899,573.09	N/A
ORANGE COUNTY INVESTMENT POOL (OCIP)	N/A	17,021,140.39	17,021,140.39	N/A
LIQUID PORTFOLIO - TOTAL		\$ 173,265,374.09	\$ 173,265,374.09	
9	HORT-TERM PORTFOL	10		
5	HORT-TERM PORTFOL	_10		
DESCRIPTION Money Market Funds	MATURITY DATE	BOOK VALUE	MARKET VALUE	YIELD
FIRST AMER:GVT OBLG Z	7/31/2020	1,346,221.98	1,346,221.98	0.06
FIRST AMER:GVT OBLG Z FIRST AMER:GVT OBLG Z	7/31/2020 7/31/2020	3,411,353.66 7,886,164.63	3,411,353.66 7,886,164.63	0.06
FIRST AMER:GVT OBLG Z FIRST AMER:GVT OBLG Z	7/31/2020	6,521,012.44	6,521,012.44	0.06
SUB-TOTAL		19,164,752.71	19,164,752.71	
NEGOTIABLE CERTIFICATES OF DEPOSIT				
Royal Bank of Canada New York Branch	2/19/2021	8,000,000.00	8,035,760.00	0.21
DNB Bank ASA, New York Branch Nordea Bank Abp, New York Branch	12/2/2022 8/26/2022	3,875,000.00	4,018,491.25	0.47
Nordea Bank Abp, New York Branch Skandinaviska Enskilda Banken AB (publ.)	8/26/2022 8/26/2022	3,875,000.00 3,875,000.00	4,009,346.25 4,010,508.75	0.19 0.19
Societe Generale, New York Branch	2/14/2022	4,000,000.00	4,101,200.00	0.15
Sumitomo Mitsui Banking Corporation, New York Branch SUB-TOTAL	7/8/2022	3,075,000.00 26,700,000.00	3,073,739.25 27,249,045.50	0.72
SUB-TUTAL		20,700,000.00	27,249,045.50	
U.S. TREASURY OBLIGATIONS	7/31/2022	4,097,668.75	4 222 922 90	0.13
UNITED STATES TREASURY UNITED STATES TREASURY	7/31/2022	7,004,300.00	4,232,822.80 7,368,630.40	0.13
UNITED STATES TREASURY	7/31/2022	6,005,625.00	6,209,520.00	0.13
UNITED STATES TREASURY	7/31/2022	5,216,656.25	5,381,584.00	0.13
UNITED STATES TREASURY UNITED STATES TREASURY	9/30/2022 10/31/2022	7,534,603.16 5,360,733.97	7,847,053.20 5,617,188.50	0.12 0.12
UNITED STATES TREASURY	2/28/2023	5,538,052.36	5,897,053.00	0.13
UNITED STATES TREASURY	1/15/2022	21,719,414.07	22,496,025.00	0.14
UNITED STATES TREASURY UNITED STATES TREASURY	1/15/2022 2/15/2022	5,005,273.44 9,389,351.56	5,171,500.00 9,741,502.00	0.14 0.14
UNITED STATES TREASURY	4/15/2022	6,003,750.00	6,216,360.00	0.14
UNITED STATES TREASURY UNITED STATES TREASURY	12/31/2022 12/31/2022	4,326,890.63	4,560,018.00	0.12 0.12
UNITED STATES TREASURY	1/31/2023	6,439,408.22 1,253,320.31	6,908,165.20 1,300,787.50	0.12
UNITED STATES TREASURY	1/31/2023	2,911,894.53	3,017,827.00	0.12
UNITED STATES TREASURY UNITED STATES TREASURY	3/31/2023 6/30/2023	15,308,789.06	15,552,000.00	0.12 0.12
UNITED STATES TREASURY	11/15/2022	4,097,187.50 3,995,937.50	4,145,640.00 4,137,520.00	0.12
UNITED STATES TREASURY	1/31/2022	430,512.50	451,466.40	0.14
UNITED STATES TREASURY UNITED STATES TREASURY	1/31/2022 2/28/2022	7,855,625.00	8,208,480.00	0.14 0.13
UNITED STATES TREASURY	4/30/2022	1,006,718.75 633,273.05	1,027,580.00 649,070.10	0.13
UNITED STATES TREASURY	4/30/2022	1,974,765.63	2,060,540.00	0.14
UNITED STATES TREASURY UNITED STATES TREASURY	5/31/2022	9,031,289.06 2,010,156,25	9,267,570.00	0.13
UNITED STATES TREASURY	6/30/2022 10/15/2022	745,312.50	2,061,800.00 770,715.00	0.13 0.12
UNITED STATES TREASURY	10/31/2021	498,476.56	508,400.00	0.15
UNITED STATES TREASURY UNITED STATES TREASURY	12/31/2021 1/15/2023	1,899,406.25 2,713,289.06	1,940,014.00 2,791,233.00	0.14 0.12
UNITED STATES TREASURY	1/15/2023	4,101,875.00	4,135,160.00	0.12
UNITED STATES TREASURY	5/15/2023	2,192,093.75	2,200,264.00	0.12
UNITED STATES TREASURY UNITED STATES TREASURY	6/15/2023 6/15/2023	4,003,281.25 1,051,927.73	4,014,840.00 1,053,895.50	0.12 0.12
UNITED STATES TREASURY	7/31/2022	6,061,226.56	6,416,504.00	0.12
UNITED STATES TREASURY	8/15/2020	17,253,078.13	17,207,912.00	0.38
UNITED STATES TREASURY UNITED STATES TREASURY	3/15/2021 8/31/2022	7,598,515.63 4,470,357.42	7,706,856.00 4,819,492.50	0.12 0.12
UNITED STATES TREASURY	8/31/2022	2,874,960.94	3,109,350.00	0.12
UNITED STATES TREASURY	11/30/2022	7,718,648.44	8,140,938.00	0.12
UNITED STATES TREASURY UNITED STATES TREASURY	11/30/2020 4/30/2023	4,499,121.09 5,234,208.98	4,522,005.00 5,466,562.50	0.16 0.12
UNITED STATES TREASURY	5/31/2023	7,787,187.50	8,340,000.00	0.12
UNITED STATES TREASURY	10/31/2023	8,007,187.50	8,387,200.00	0.13
UNITED STATES TREASURY UNITED STATES TREASURY	6/30/2022 8/15/2022	4,329,843.75 6,983,046.88	4,639,050.00 7,196,910.00	0.13 0.12
UNITED STATES TREASURY UNITED STATES TREASURY	10/15/2022	7,957,187.50	7,196,910.00 8,220,960.00	0.12
UNITED STATES TREASURY	2/28/2022	10,149,609.38	10,157,800.00	0.13
UNITED STATES TREASURY UNITED STATES TREASURY	4/15/2023	3,848,792.36	3,999,404.52	-1.09 -1.09
UNITED STATES TREASURY UNITED STATES TREASURY	4/15/2023 4/15/2024	1,047,022.82 3,826,143.99	1,026,874.13 4,004,404.33	-1.09 -1.13
UNITED STATES TREASURY	4/15/2024	3,825,837.67	3,999,007.56	-1.13
UNITED STATES TREASURY	4/15/2024	2,055,527.35	1,991,408.62	-1.13
UNITED STATES TREASURY UNITED STATES TREASURY	5/15/2022 5/15/2022	11,513,688.28 2,026,093.75	11,795,825.70 2,071,260.00	0.13 0.13
UNITED STATES TREASURY	5/15/2022	5,901,964.06	6,037,722.90	0.13
UNITED STATES TREASURY	5/15/2022	8,869,816.41	9,041,049.90	0.13
UNITED STATES TREASURY UNITED STATES TREASURY	5/15/2022 2/28/2022	1,979,554.69 8,982,400.00	2,019,478.50 9,189,286.40	0.13 0.13
UNITED STATES TREASURY	9/30/2022	3,799,773.44	3,907,729.00	0.13

DESCRIPTION	MATURITY DATE	BOOK VALUE	MARKET VALUE	VIELD
<u>DESCRIPTION</u> UNITED STATES TREASURY	MATURITY DATE 9/30/2022	BOOK VALUE 9.392.172.66	MARKET VALUE 9,668,394.40	<u>YIELD</u> 0.12
UNITED STATES TREASURY	9/30/2022	7,699,007.81	7,918,974.00	0.12
UNITED STATES TREASURY	9/30/2022	10,407,680.66	10,688,027.00	0.12
UNITED STATES TREASURY	9/30/2022	4,212,140.63	4,347,672.00	0.12
UNITED STATES TREASURY UNITED STATES TREASURY	10/15/2022 10/15/2022	6,859,031.25	7,090,578.00	0.12 0.12
UNITED STATES TREASURY	7/15/2021	3,944,908.20 16,488,144.89	4,059,099.00 4,115,344.40	0.12
UNITED STATES TREASURY	5/15/2023	11,404,996.87	6,510,781.20	0.12
UNITED STATES TREASURY	5/15/2023	7,488,243.51	7,506,900.72	0.12
UNITED STATES TREASURY	5/31/2022	9,013,718.75	9,026,083.00	0.12
UNITED STATES TREASURY	5/31/2022	7,665,406.25	7,675,921.00	0.12
UNITED STATES TREASURY UNITED STATES TREASURY	6/15/2023 6/30/2022	7,435,693.75 18,531,309.38	7,472,620.95 18,540,741.60	0.12 0.12
UNITED STATES TREASURY	6/30/2022	49,976,562.50	50,002,000.00	0.12
UNITED STATES TREASURY	6/30/2022	3,092,702.93	3,095,123.80	0.12
UNITED STATES TREASURY	6/30/2022	23,719,803.52	23,730,949.20	0.12
	SUB-TOTAL	517,289,176.72	511,806,426.43	
FEDERAL AGENCY/GSE				
FEDERAL HOME LOAN MORTGAGE CORP	6/8/2022	6,996,640.00	6,993,070.00	0.30
FEDERAL NATIONAL MORTGAGE ASSOCIATION	5/22/2023	8,160,363.15	8,189,665.45	0.23
FEDERAL NATIONAL MORTGAGE ASSOCIATION FEDERAL NATIONAL MORTGAGE ASSOCIATION	7/10/2023 1/11/2022	7,758,283.75 3,447,516.00	7,775,388.75 3,573,786.00	0.25 0.14
FEDERAL NATIONAL MORTGAGE ASSOCIATION	1/11/2022	3,000,780.00	3,107,640.00	0.14
FEDERAL HOME LOAN MORTGAGE CORP	4/20/2023	7,526,137.50	7,576,462.65	0.22
FEDERAL HOME LOAN MORTGAGE CORP	5/5/2023	7,146,997.00	7,179,386.50	0.23
FEDERAL HOME LOAN MORTGAGE CORP	6/26/2023	7,383,377.40	7,405,148.10	0.25
FEDERAL HOME LOAN MORTGAGE CORP FHMS K-727 A1	7/25/2022 10/25/2023	4,963,756.50 524,334.57	4,969,428.00 546,428.67	0.18 0.65
FEDERAL HOME LOAN BANKS	9/8/2023	4,135,800.00	4,260,600.00	0.03
FEDERAL HOME LOAN BANKS	9/8/2023	4,104,600.00	4,260,600.00	0.27
FEDERAL HOME LOAN BANKS	3/8/2024	5,201,750.00	5,283,600.00	0.29
FEDERAL HOME LOAN BANKS	9/28/2020	7,974,320.00	8,015,200.00	0.17
FEDERAL HOME LOAN BANKS FEDERAL HOME LOAN BANKS	3/10/2023	5,053,550.00	5,328,450.00	0.22
FEDERAL HOME LOAN BANKS	6/10/2022 12/9/2022	4,988,900.00 7,058,660.00	5,234,400.00 7,460,740.00	0.22 0.20
FEDERAL HOME LOAN BANKS	3/11/2022	3,046,221.55	3,182,763.65	0.28
FEDERAL HOME LOAN BANKS	3/11/2022	1,160,218.50	1,212,235.75	0.28
FEDERAL HOME LOAN BANKS	6/9/2023	3,977,720.00	4,212,320.00	0.26
FEDERAL HOME LOAN BANKS	6/9/2023	4,029,880.00	4,212,320.00	0.26
FEDERAL HOME LOAN BANKS FEDERAL HOME LOAN BANKS	9/9/2022 9/10/2021	6,828,560.00 2,515,300.00	7,218,268.00 2,577,525.00	0.20 0.20
FEDERAL HOME LOAN BANKS	9/10/2021	5,006,250.00	5,155,050.00	0.20
FEDERAL FARM CREDIT BANKS FUNDING CORP	12/17/2021	6,022,920.00	6,216,780.00	0.17
FEDERAL FARM CREDIT BANKS FUNDING CORP	3/1/2021	6,965,140.00	7,095,340.00	0.16
FEDERAL FARM CREDIT BANKS FUNDING CORP	11/15/2021	7,034,930.00	7,259,350.00	0.17
FEDERAL FARM CREDIT BANKS FUNDING CORP FEDERAL FARM CREDIT BANKS FUNDING CORP	7/17/2023 6/26/2023	5,060,200.00 6,967,450.00	5,384,800.00 7,305,970.00	0.26 0.26
FEDERAL FARM CREDIT BANKS FUNDING CORP	2/1/2023	4,996,450.00	5,202,500.00	0.20
FEDERAL FARM CREDIT BANKS FUNDING CORP	8/14/2023	4,993,550.00	5,201,300.00	0.27
FEDERAL FARM CREDIT BANKS FUNDING CORP	2/21/2023	5,000,600.00	5,155,600.00	0.23
FEDERAL FARM CREDIT BANKS FUNDING CORP	4/8/2022	7,204,321.80	7,240,974.00	0.16
FEDERAL HOME LOAN MODECAGE CORP	5/6/2022	8,124,668.55	8,148,504.10	0.16
FEDERAL HOME LOAN MORTGAGE CORP FEDERAL NATIONAL MORTGAGE ASSOCIATION	6/8/2022 5/22/2023	7,995,360.00 6,111,548.70	7,992,080.00 6,133,494.10	0.30 0.23
FEDERAL NATIONAL MORTGAGE ASSOCIATION	7/10/2023	3,203,098.50	3,210,160.50	0.25
FEDERAL NATIONAL MORTGAGE ASSOCIATION	1/5/2022	6,815,760.00	7,185,010.00	0.15
FEDERAL NATIONAL MORTGAGE ASSOCIATION	1/19/2023	4,411,710.00	4,743,135.00	0.18
FEDERAL NATIONAL MORTGAGE ASSOCIATION	1/19/2023	2,233,875.00	2,424,269.00 6,629,952.00	0.18
FEDERAL NATIONAL MORTGAGE ASSOCIATION FEDERAL NATIONAL MORTGAGE ASSOCIATION	4/12/2022 9/6/2022	6,370,496.00 3,986,080.00	4,101,000.00	0.13 0.17
FEDERAL HOME LOAN MORTGAGE CORP	1/13/2022	8,248,720.00	8,256,880.00	0.16
FEDERAL HOME LOAN MORTGAGE CORP	9/29/2020	5,859,375.30	5,883,911.90	0.15
FEDERAL HOME LOAN MORTGAGE CORP	2/16/2021	4,986,800.00	5,060,350.00	0.14
FEDERAL HOME LOAN MORTGAGE CORP	5/5/2023	7,621,797.50	7,656,338.75	0.23
FEDERAL HOME LOAN MORTGAGE CORP FEDERAL HOME LOAN MORTGAGE CORP	6/26/2023 10/20/2022	7,463,143.80 5,098,470.00	7,485,149.70 5,101,734.00	0.25 0.28
FEDERAL HOME LOAN MORTGAGE CORP	7/28/2023	3,100,000.00	3,100,403.00	0.42
FEDERAL HOME LOAN MORTGAGE CORP	7/28/2023	2,050,000.00	2,050,266.50	0.42
FEDERAL NATIONAL MORTGAGE ASSOCIATION	8/17/2021	995,950.00	1,011,470.00	0.15
FEDERAL NATIONAL MORTGAGE ASSOCIATION	1/5/2022	998,210.00	1,026,430.00	0.15
FEDERAL NATIONAL MORTGAGE ASSOCIATION FEDERAL NATIONAL MORTGAGE ASSOCIATION	1/5/2022 1/5/2022	1,812,960.00 5,610,864.00	1,847,574.00 5,748,008.00	0.15 0.15
FEDERAL NATIONAL MORTGAGE ASSOCIATION	1/5/2022	5,677,685.00	5,799,329.50	0.15
FEDERAL HOME LOAN MORTGAGE CORP	1/13/2022	5,652,771.25	5,754,013.25	0.16
FEDERAL HOME LOAN MORTGAGE CORP	1/13/2022	5,663,313.58	5,754,013.25	0.16
FN 467260	3/1/2021	2,491,300.46	2,454,363.99	2.72
FN 468958 FN 468431	9/1/2021 7/1/2021	4,293,863.48	4,322,697.95	1.09 1.58
FN 468861	8/1/2021 8/1/2021	270,491.16 606,788.12	270,716.73 608,705.17	1.50
FEDERAL HOME LOAN BANKS	10/12/2021	4,197,270.00	4,344,354.00	0.13
FEDERAL HOME LOAN BANKS	8/15/2024	1,087,438.50	1,143,137.50	0.29
FEDERAL HOME LOAN MORTGAGE CORP	12/29/2022	2,349,530.00	2,351,151.50	0.28
FEDERAL HOME LOAN MORTGAGE CORP FEDERAL NATIONAL MORTGAGE ASSOCIATION	7/21/2025 5/22/2023	3,680,000.00 4,336,906.50	3,680,772.80	0.71
FEDERAL NATIONAL MORTGAGE ASSOCIATION FEDERAL NATIONAL MORTGAGE ASSOCIATION	5/22/2023 7/10/2023	4,336,906.50 3,741,937.50	4,352,479.50 3,750,187.50	0.23 0.25
FEDERAL NATIONAL MORTGAGE ASSOCIATION	9/6/2022	548,086.00	563,887.50	0.17
FEDERAL HOME LOAN MORTGAGE CORP	4/20/2023	4,179,525.00	4,207,472.30	0.22
FEDERAL HOME LOAN MORTGAGE CORP	5/5/2023	4,807,979.80	4,829,769.10	0.23
FEDERAL HOME LOAN MORTGAGE CORP	6/26/2023	3,968,378.40	3,980,079.60	0.25
FEDERAL HOME LOAN MORTGAGE CORP U.S. DEPARTMENT OF HOUSING AND URBAN DEV	7/25/2022 ELOPMENT 8/1/2021	2,534,259.60 710,000.00	2,537,155.20 726,521.70	0.18 0.24
	SUB-TOTAL	340,131,889.42	347,220,019.10	0.24
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MEDIUM TERM NOTES		*** =		
ADOBE INC AMAZON.COM INC	2/1/2023 6/3/2023	449,383.50 2,022,165.00	465,786.00 2,035,287.00	0.29 0.22
AWAZON.COWING	0/3/2023	2,022,100.00	2,030,207.00	U.22

<u>DESCRIPTION</u>	MATURITY DATE	BOOK VALUE	MARKET VALUE	YIELD
AMERICAN EXPRESS CREDIT CORP	9/14/2020	546,096.60	540,340.20	0.85
AMERICAN EXPRESS CREDIT CORP AMERICAN EXPRESS CREDIT CORP	9/14/2020	508,570.00	500,315.00	0.85
AMERICAN EXPRESS CREDIT CORP	9/14/2020 5/5/2021	813,072.00 1,998,780.00	800,504.00 2,026,500.00	0.85 0.28
AMERICAN HONDA FINANCE CORP	6/27/2022	3,796,504.00	3,939,194.00	0.27
APPLE INC	8/4/2021	1,514,951.40	1,598,359.60	0.29
APPLE INC	9/11/2022	589,899.70	607,363.70	0.30
APPLE INC	5/11/2023	1,475,974.40	1,496,783.20	0.34 0.36
TRUIST FINANCIAL CORP BANK OF AMERICA CORP	9/3/2021 10/19/2020	1,198,572.00 1,978,280.00	1,234,140.00 2,009,920.00	0.36
BANK OF AMERICA CORP	10/1/2021	1,469,790.00	1,504,620.00	0.47
BANK OF NEW YORK MELLON CORP	8/23/2022	1,724,448.00	1,781,562.75	0.35
BANK OF NEW YORK MELLON CORP	1/27/2023	1,099,230.00	1,138,511.00	0.39
BURLINGTON NORTHERN SANTA FE LLC CATERPILLAR FINANCIAL SERVICES CORP	9/15/2021 9/7/2021	1,024,930.00	1,026,970.00 386,523.75	0.35
CATERPILLAR FINANCIAL SERVICES CORP	5/17/2021	374,711.25 1.124.460.00	1,145,857.50	0.35 0.31
CATERPILLAR FINANCIAL SERVICES CORP	9/6/2022	1,048,540.50	1,082,581.50	0.41
CATERPILLAR FINANCIAL SERVICES CORP	11/18/2022	499,770.00	517,830.00	0.39
CATERPILLAR FINANCIAL SERVICES CORP	7/7/2023	1,124,370.00	1,132,166.25	0.43
CHEVRON CORP CHEVRON CORP	5/16/2021 5/11/2023	49,945.50 875,000.00	50,609.50 894,460.00	0.38 0.34
CITIGROUP INC	8/2/2021	1,723,295.00	1,784,597.50	0.37
COMCAST CORP	1/15/2023	1,449,071.25	1,469,352.50	0.05
JOHN DEERE CAPITAL CORP	1/8/2021	2,197,734.00	2,221,670.00	0.29
JOHN DEERE CAPITAL CORP JOHN DEERE CAPITAL CORP	3/12/2021 1/10/2022	149,898.00 769,260.80	152,409.00 801,508.40	0.25 0.35
JOHN DEERE CAPITAL CORP	6/7/2021	499,660.00	508,715.00	0.25
JOHN DEERE CAPITAL CORP	7/5/2023	399,672.00	404,204.00	0.34
WALT DISNEY CO	9/1/2022	873,101.25	895,545.00	0.52
EXXON MOBIL CORP	3/6/2022	339,237.50	360,220.00	0.35
EXXON MOBIL CORP GOLDMAN SACHS GROUP INC	3/6/2022 4/26/2022	1,212,050.00 1,513,320.00	1,286,500.00 1,527,345.00	0.35 0.51
HOME DEPOT INC	3/1/2022	498,630.00	523,890.00	0.23
HONEYWELL INTERNATIONAL INC	8/8/2022	779,212.20	808,158.00	0.28
IBM CREDIT LLC	2/5/2021	1,735,247.50	1,771,070.00	0.29
IBM CREDIT LLC	2/6/2023	1,057,720.00	1,066,570.00	0.34
INTEL CORP JPMORGAN CHASE & CO	5/19/2021 10/29/2020	1,327,659.20 1,482,105.00	1,345,255.10 1,505,325.00	0.10 0.34
JPMORGAN CHASE & CO	4/1/2023	2,000,000.00	2,088,960.00	0.52
MERCK & CO INC	2/10/2022	1,226,775.00	1,288,812.50	0.31
MICROSOFT CORP	8/8/2021	1,057,023.00	1,113,794.00	0.21
MICROSOFT CORP	2/6/2022	2,049,725.70	2,154,936.30	0.22
MORGAN STANLEY MORGAN STANLEY	5/19/2022 2/25/2023	993,370.00 1,063,280.00	1,039,770.00 1,080,590.00	0.53 0.58
MORGAN STANLEY	4/21/2021	1,957,500.00	2,032,760.00	0.23
NATIONAL RURAL UTILITIES COOPERATIVE FINANCE CORP	1/21/2022	1,598,592.00	1,634,240.00	0.29
NORTHERN TRUST CORP	8/2/2022	1,012,140.00	1,041,500.00	0.30
ORACLE CORP PNC BANK NA	9/15/2021 11/5/2020	1,187,662.00	1,245,531.00	0.28 0.33
PNC BANK NA	2/24/2023	1,615,040.00 800,000.00	1,606,128.00 816,808.00	0.33
PACCAR FINANCIAL CORP	5/10/2021	2,354,387.70	2,406,150.60	0.29
PACCAR FINANCIAL CORP	3/1/2022	499,560.00	519,510.00	0.38
PACCAR FINANCIAL CORP	5/10/2022	999,460.00	1,040,780.00	0.34
PEPSICO INC PFIZER INC	5/1/2023 9/15/2021	923,168.50 1,872,468.75	937,441.25 1,932,412.50	0.26 0.27
PFIZER INC	3/11/2022	424,974.50	442,412.25	0.25
CHARLES SCHWAB CORP	5/21/2021	2,169,934.90	2,216,155.90	0.30
3M CO	9/14/2021	823,308.75	847,918.50	0.31
3M CO TOYOTA MOTOR CREDIT CORP	3/1/2022 1/11/2022	1,154,457.15	1,198,058.40	0.26
TOYOTA MOTOR CREDIT CORP	1/8/2021	3,686,662.50 679,592.00	3,870,937.50 688,561.20	0.36 0.16
US BANK NA	10/23/2020	1,309,738.00	1,313,340.50	0.28
UNILEVER CAPITAL CORP	3/7/2022	1,990,320.00	2,085,020.00	0.33
U.S. BANCORP	3/15/2022	509,935.00	520,730.00	0.30
VISA INC VISA INC	12/14/2020 12/14/2020	1,248,937.50 1,010,820.00	1,256,725.00 1,005,380.00	0.32 0.32
WALMART INC	6/23/2021	1,049,947.50	1,077,016.50	0.24
WELLS FARGO & CO	4/1/2021	1,619,820.00	1,542,195.00	0.37
AMERICAN HONDA FINANCE CORP	11/16/2022	2,021,300.00	2,091,640.00	0.58
AMERICAN HONDA FINANCE CORP	1/12/2024	1,585,215.00	1,643,880.00	0.73
APPLE INC APPLE INC	5/3/2023 2/23/2023	1,977,040.00 2,949,060.00	2,114,720.00 3,180,510.00	0.31 0.33
BANK OF AMERICA CORP	1/11/2023	3,034,740.00	3,203,880.00	0.50
BANK OF NEW YORK MELLON CORP	1/29/2023	2,944,320.00	3,183,990.00	0.39
BERKSHIRE HATHAWAY INC	3/15/2023	2,924,460.00	3,179,430.00	0.30
BERKSHIRE HATHAWAY INC DEERE & CO	3/15/2023 6/8/2022	2,014,300.00 1,466,700.00	2,119,620.00 1,556,085.00	0.30 0.26
JOHN DEERE CAPITAL CORP	3/4/2021	1,344,769.75	1,374,932.05	0.31
GENERAL DYNAMICS CORP	5/11/2021	3,985,000.00	4,082,800.00	0.33
HSBC USA INC	8/7/2020	1,540,082.70	1,530,321.30	1.47
HSBC USA INC	8/7/2020	3,017,190.00	3,000,630.00	1.47
JPMORGAN CHASE & CO JPMORGAN CHASE & CO	6/7/2021 6/7/2021	2,447,975.00 1,509,240.00	2,539,450.00 1,523,670.00	0.34 0.34
ORACLE CORP	5/15/2022	3,897,640.00	4,140,840.00	0.34
PACCAR FINANCIAL CORP	9/26/2022	1,498,170.00	1,549,140.00	0.47
PACCAR FINANCIAL CORP	2/7/2023	2,274,886.25	2,354,056.25	0.51
PRAXAIR INC	9/1/2021	2,338,645.05	2,413,497.45	0.30
PRAXAIR INC CHARLES SCHWAB CORP	9/1/2021 5/21/2021	1,394,750.00 1,554,953.35	1,440,894.00 1,588,074.85	0.30 0.30
TOYOTA MOTOR CREDIT CORP	4/13/2021	2,488,525.00	2,546,375.00	0.30
U.S. BANCORP	2/5/2024	2,107,940.00	2,192,320.00	0.54
VISA INC	12/14/2022	1,962,480.00	2,113,680.00	0.21
WALMART INC	6/26/2023	3,083,010.00	3,257,940.00	0.33
WALMART INC WELLS FARGO & CO	6/26/2023 12/7/2020	2,056,460.00 3,023,370.00	2,171,960.00 3,023,010.00	0.33 0.35
ASSOCIATION OF AMERICAN MEDICAL COLLEGES	10/1/2022	2,990,000.00	3,015,534.60	1.52
TRUIST FINANCIAL CORP	6/20/2022	2,339,167.50	2,357,145.00	0.40

<u>DESCRIPTION</u>	MATURITY DATE	BOOK VALUE	MARKET VALUE	YIELD
TRUIST FINANCIAL CORP	3/16/2023	2,947,817.00	3,082,130.50	0.42
BANK OF AMERICA CORP BANK OF AMERICA CORP	10/1/2021 10/1/2021	2,944,440.00 244,827.50	3,009,240.00 250,770.00	0.47 0.47
BAYCARE HEALTH SYSTEM INC	11/15/2020	850,000.00	854,938.50	0.44
BAYCARE HEALTH SYSTEM INC CATERPILLAR FINANCIAL SERVICES CORP	11/15/2022 7/7/2023	1,456,344.00 3,053,289.20	1,506,585.60 3,074,460.35	0.57 0.43
CHEVRON CORP	5/11/2023	2,065,000.00	2,110,925.60	0.43
EXXON MOBIL CORP	4/15/2023	4,990,000.00	5,144,091.20	0.42
FIFTH THIRD BANK NA (OHIO) FIFTH THIRD BANK NA (OHIO)	10/30/2020 10/30/2020	1,873,750.90 195,626.00	1,920,802.45 200,606.00	0.38 0.38
FIFTH THIRD BANK NA (OHIO)	10/30/2020	2,892,711.00	2,958,938.50	0.38
FIFTH THIRD BANK NA (OHIO)	10/30/2020	244,932.50	250,757.50	0.38
GOLDMAN SACHS GROUP INC GOLDMAN SACHS GROUP INC	7/27/2021 7/27/2021	845,776.26 2.644.400.00	835,928.94 2,618,825.00	0.43 0.43
HUNTINGTON NATIONAL BANK	8/7/2022	2,024,431.10	2,046,987.60	0.47
JPMORGAN CHASE & CO JPMORGAN CHASE & CO	3/1/2021 3/1/2021	2,462,375.00 1.093.603.15	2,529,250.00 1,128,045.50	0.21 0.21
KEYBANK NA	11/22/2021	1,785,864.60	1,877,154.92	0.44
KEYBANK NA	11/22/2021	1,953,600.00	2,053,780.00	0.44
MANUFACTURERS AND TRADERS TRUST CO MANUFACTURERS AND TRADERS TRUST CO	1/25/2021 1/25/2021	249,662.50 2,411,195.76	252,252.50 2,473,083.51	0.37 0.37
MASSMUTUAL GLOBAL FUNDING II	6/9/2023	3,982,648.85	4,030,947.05	0.44
MORGAN STANLEY	11/17/2021	321,688.25	334,324.25	0.40
MORGAN STANLEY MORGAN STANLEY	11/17/2021 11/17/2021	2,469,419.55 243,050.00	2,607,729.15 257,172.50	0.40 0.40
NATIONAL SECURITIES CLEARING CORP	4/23/2023	3,162,024.90	3,228,679.80	0.46
NEW YORK LIFE GLOBAL FUNDING NEW YORK LIFE GLOBAL FUNDING	9/28/2020 9/28/2020	1,710,817.50 244,505.00	1,754,567.50 250,652.50	0.30 0.30
NEW YORK LIFE GLOBAL FUNDING	5/5/2023	2,084,562.15	2,127,304.65	0.36
PACCAR FINANCIAL CORP	5/10/2021	3,529,082.20	3,606,671.60	0.29
PRINCIPAL LIFE GLOBAL FUNDING II PRINCIPAL LIFE GLOBAL FUNDING II	11/19/2020 11/19/2020	1,582,176.00 1,780,110.00	1,610,560.00 1,811,880.00	0.42 0.42
PROTECTIVE LIFE GLOBAL FUNDING	6/9/2023	3,500,000.00	3,554,040.00	0.54
PRUDENTIAL FINANCIAL INC	11/15/2020	2,242,827.60	2,205,898.40	0.38
PUBLIC SERVICE ELECTRIC AND GAS CO VIRGINIA ELECTRIC AND POWER CO	3/15/2021 3/15/2023	1,856,906.10 2,087,580.00	1,907,709.30 2,103,240.00	0.16 0.56
WELLS FARGO & CO	7/22/2022	1,551,524.80	1,581,210.40	0.57
WELLS FARGO & CO	7/22/2022	3,959,048.10	4,041,448.95	0.57
ADOBE INC AMERICAN EXPRESS CO	2/1/2023 5/20/2022	1,103,486.15 1,558,128.00	1,143,763.40 1,624,053.60	0.29 0.35
AMERIPRISE FINANCIAL INC	3/22/2022	1,535,888.20	1,603,047.60	0.49
AMERIPRISE FINANCIAL INC APPLE INC	3/22/2022 1/13/2023	119,877.60 647,825.00	124,912.80 655,362.50	0.49 0.34
APPLE INC	9/11/2022	1,874,681.25	1,930,181.25	0.30
APPLE INC	5/11/2023	1,441,069.60	1,461,386.30	0.34
TRUIST FINANCIAL CORP TRUIST FINANCIAL CORP	6/20/2022 3/16/2023	2,048,120.00 1,943,560.70	2,095,240.00 2,032,116.55	0.40 0.42
BANK OF AMERICA CORP	10/1/2021	1,104,755.80	1,133,480.40	0.47
BANK OF AMERICA CORP	10/1/2021	948,417.50	972,987.60	0.47
BANK OF AMERICA CORP BANK OF AMERICA CORP	1/23/2022 5/17/2022	1,415,000.00 1,075,000.00	1,429,447.15 1,100,133.50	0.59 0.54
BANK OF NEW YORK MELLON CORP	4/28/2023	1,352,323.95	1,406,427.30	0.46
BANK OF NEW YORK MELLON CORP CATERPILLAR FINANCIAL SERVICES CORP	1/27/2023 11/29/2022	2,228,439.00 859,078.00	2,308,072.30 892,109.00	0.39 0.41
CATERPILLAR FINANCIAL SERVICES CORP	9/7/2021	1,713,679.45	1,767,701.95	0.35
CATERPILLAR FINANCIAL SERVICES CORP	9/6/2022	1,353,116.55	1,397,045.65	0.41
CATERPILLAR FINANCIAL SERVICES CORP CHEVRON CORP	11/18/2022 5/11/2023	1,469,323.80 455,000.00	1,522,420.20 465,119.20	0.39 0.34
CISCO SYSTEMS INC	9/20/2021	1,894,243.00	1,932,376.00	0.23
CITIGROUP INC	12/8/2021	2,025,660.00	2,062,280.00	0.44 0.29
CITIBANK NA CITIZENS BANK NA	7/23/2021 5/13/2021	1,153,729.50 1.493.725.00	1,187,039.70 1,512,826.80	0.29
COMERICA INC	7/31/2023	2,120,020.00	2,163,560.00	0.86
JOHN DEERE CAPITAL CORP JOHN DEERE CAPITAL CORP	9/10/2021 6/13/2022	1,154,641.95 1,438,142.40	1,191,532.65 1,482,076.80	0.26 0.38
JOHN DEERE CAPITAL CORP	4/6/2023	519,875.20	531,762.40	0.35
DUKE ENERGY CAROLINAS LLC	3/15/2023	2,502,051.75	2,601,175.50	0.41
ERP OPERATING LP EXXON MOBIL CORP	4/15/2023 4/15/2023	1,933,786.40 2,065,000.00	1,944,501.02 2,128,767.20	0.69 0.42
FIFTH THIRD BANK NA (OHIO)	1/30/2023	1,473,761.00	1,520,135.00	0.52
HONEYWELL INTERNATIONAL INC HONEYWELL INTERNATIONAL INC	11/1/2021 11/1/2021	570,900.25 238,298.40	585,706.50 244,468.80	0.25 0.25
HONEYWELL INTERNATIONAL INC	8/8/2022	1,018,969.80	1,056,822.00	0.23
HUNTINGTON NATIONAL BANK	2/3/2023	1,568,681.20	1,618,544.40	0.51
JPMORGAN CHASE & CO KEYBANK NA	8/15/2021 3/7/2023	2,025,592.80 694,840.24	2,019,598.20 715,815.44	0.39 0.60
KEYBANK NA	3/7/2023	311,595.00	321,474.00	0.60
KEYBANK NA	3/7/2023	150,524.50	155,379.10	0.60
KEYBANK NA MORGAN STANLEY	3/7/2023 5/19/2022	821,620.13 1,912,255.00	843,333.46 1,975,563.00	0.60 0.53
MORGAN STANLEY	11/17/2021	2,009,680.00	2,057,380.00	0.40
NATIONAL RURAL UTILITIES COOPERATIVE FINANCE CORP NATIONAL RURAL UTILITIES COOPERATIVE FINANCE CORP	4/25/2022 1/21/2022	1,208,052.00 1,908,319.20	1,241,400.00 1,950,874.00	0.30 0.29
NIKE INC	3/27/2025	134,816.40	146,130.75	0.57
ORACLE CORP	4/1/2025	449,833.50	486,742.50	0.69
PNC BANK NA PNC BANK NA	7/22/2022 2/24/2023	1,925,000.00 1,115,000.00	1,959,534.50 1,138,426.15	0.39 0.39
PACCAR FINANCIAL CORP	9/26/2022	714,127.70	738,423.40	0.47
PACCAR FINANCIAL CORP PRECISION CASTPARTS CORP	2/7/2023 1/15/2023	1,999,900.00	2,069,500.00	0.51 0.37
TRUIST BANK	5/17/2022	1,965,015.00 1,978,990.20	2,041,260.00 2,062,071.00	0.37
US BANK NA	1/21/2022	2,064,277.25	2,108,261.75	0.29
WALMART INC WELLS FARGO BANK NA	12/15/2022 10/22/2021	2,109,523.20 1,789,803.10	2,137,675.20 1,855,370.80	0.25 0.41
SUB-TOTAL		306,218,946.69	314,929,506.34	0.41
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MORTGAGE AND ASSET-BACK SECURITIES DESCRIPTION

MORTGAGE AND ASSET-BACK SECURITIES				
DESCRIPTION ALLYA 2019-1 A3	MATURITY DATE 9/15/2023	BOOK VALUE 1,399,830.88	MARKET VALUE 1,435,182.00	YIELD 0.61
BMWLT 2018-1 A3	7/20/2021	573,782.52	577,730.12	0.34
COMET 2019-2 A	9/15/2022	2,749,307.55	2,827,687.50	0.38
COPAR 2019-1 A3 DCENT 2019-3 A	11/15/2023 10/15/2024	899,817.66 999,785.20	923,328.00	0.67 0.38
FNA 2012-M5 A2	2/25/2022	1,094,854.37	1,033,170.00 1,125,577.18	0.53
FNA 2013-M1 A2	8/25/2022	1,212,764.89	1,233,266.20	0.53
FNA 2013-M7 A2	12/25/2022	755,061.15	770,301.73 3,574,049.93	0.25
FHMS K-018 A2 FHMS K-019 A2	1/25/2022 3/25/2022	3,475,834.57 2,415,346.50	2,503,176.30	0.80 0.63
FHMS K-020 A1	1/25/2022	368,273.12	379,229.56	0.54
FHMS K-022 A2	7/25/2022	1,204,406.25	1,238,172.00	0.57
FHMS K-023 A1 FHMS K-023 A2	4/25/2022 8/25/2022	519,821.44 1,775,839.84	537,127.41 1,807,400.00	0.53 0.57
FHMS K-026 A2	11/25/2022	3,462,687.50	3,538,890.00	0.57
FHMS K-026 A2	11/25/2022	510,800.78	520,425.00	0.57
FHMS K-029 A1 FHMS K-029 A1	10/25/2022 10/25/2022	373,649.11 682,619.86	381,264.70 697,406.55	0.50 0.50
FHMS K-034 A1	2/25/2023	995,679.33	1,028,542.81	0.35
FHMS K-035 A1	3/25/2023	1,096,321.78	1,133,370.46	0.46
FHMS K-715 A2 FHMS K-717 A2	1/25/2021 9/25/2021	2,100,833.69 791,149.07	2,009,856.18 806,618.78	0.52 0.71
FHMS K-720 A2	6/25/2022	2,196,304.69	2,282,412.00	0.37
FHMS K-720 A2	6/25/2022	1,005,312.50	1,037,460.00	0.37
FHMS K-P05 A	7/25/2023	836,115.99	861,778.97	1.10 0.74
FHMS K-J23 A1 FHMS K-J27 A1	3/25/2022 7/25/2024	368,550.80 1,065,856.15	373,724.55 1,101,492.83	0.74
FITAT 2019-1 A3	12/15/2023	599,868.12	614,352.00	0.80
FORDL 2019-A A3	5/15/2022	849,933.53	860,931.00	-0.07
GMCAR 2019-1 A3 GMALT 2019-3 A3	11/16/2023 6/20/2022	2,357,446.74 699,922.79	2,410,756.17 709,485.00	-0.10 0.37
HDMOT 2020-A A3	10/15/2024	874,809.16	894,040.00	0.68
HAROT 2018-4 A3	1/15/2023	1,104,834.80	1,128,945.35	0.58
HAROT 2018-3 A3 HART 2019-A A3	8/22/2022 6/15/2023	1,200,542.16 449,940.78	1,220,158.35 461,322.00	0.52 0.47
MBALT 2018-B A3	9/15/2021	1,752,206.71	1,765,703.21	0.11
MBART 2020-1 A3	2/18/2025	624,951.19	627,662.50	0.38
MBART 2018-1 A3 MBALT 2019-A A3	1/15/2023 11/15/2021	1,249,649.24 1,157,768.76	1,271,504.45 1,167,713.48	0.13 0.36
NALT 2018-A A3	9/15/2021	724,659.78	729,441.06	0.49
NALT 2019-B A3	7/15/2022	554,968.48	563,402.70	0.32
NAROT 2018-C A3	6/15/2023	899,827.56	923,688.00	0.65
NAROT 2020-B A3 NAROT 2018-B A3	7/15/2024 3/15/2023	1,149,968.49 1,436,679.94	1,153,323.50 1,464,915.06	0.36 0.63
NAROT 2019-C A3	7/15/2024	899,952.48	925,560.00	0.49
NAROT 2019-A A3	10/16/2023	2,424,632.61	2,491,445.00	0.67
NALT 2019-A A3 TAOT 2018-D A3	3/15/2022 3/15/2023	269,980.40 999,783.70	273,528.90 1,023,610.00	0.46 0.57
TAOT 2018-B A3	9/15/2022	1,144,156.79	1,160,924.55	0.38
TAOT 2019-C A3	9/15/2023	1,099,990.98	1,123,331.00	0.51
VZOT 2019-C A1A VZOT 2020-A A1A	4/22/2024 7/22/2024	1,424,890.13 999,882.90	1,460,781.75 1,026,760.00	0.27 0.41
VWALT 2019-A A3	11/21/2022	899,985.78	916,443.00	0.36
VALET 2018-2 A3	4/20/2023	2,475,961.52	2,531,009.40	0.08
WOART 2020-B A3 FHMS K-J22 A1	5/15/2025 5/25/2023	999,921.60 317,888.50	1,005,140.00 322,916.67	0.44 0.47
HAROT 2017-2 A3	8/16/2021	660,823.11	662,373.87	0.42
HAROT 2020-1 A3	4/22/2024	2,939,423.76	3,013,206.00	0.45
HAROT 2019-1 A2 HAROT 2019-3 A3	9/20/2021 8/15/2023	1,045,215.89 2,764,977.05	1,049,903.36 2,822,346.10	0.45 0.49
JDOT 2019-B A3	12/15/2023	1,424,697.47	1,462,449.00	0.49
JDOT 2020 A3	8/15/2024	2,124,870.16	2,146,823.75	0.62
MBALT 2020-A A3 NAROT 2019-C A3	12/15/2022 7/15/2024	1,409,814.16 2,954,843.98	1,436,028.60 3,038,922.00	0.26 0.49
TAOT 2019-A A2A	10/15/2021	703,674.95	706,821.23	-0.87
AMXCA 2018-8 A	9/15/2021	1,477,496.72	1,489,536.75	0.30
AMXCA 2018-8 A AMXCA 2018-8 A	9/15/2021 9/15/2021	662,517.89 930,695.27	667,865.75 938,315.25	0.30 0.30
BACCT 2018-2 A	9/15/2023	3,056,678.52	3,067,611.40	0.28
BACCT 2018-2 A	9/15/2023	1,086,593.36	1,090,479.80	0.28
BMWLT 2019-1 A4 CNH 2020-A A2	8/22/2022 7/17/2023	4,789,968.75 1,204,934.57	4,817,940.75 1,210,868.35	0.34 0.54
CARMX 2019-3 A2A	12/15/2022	1,424,159.22	1,436,015.74	0.34
CARMX 2020-1 A3	12/16/2024	1,024,798.90	1,056,908.25	0.60
CCCIT 2014-A1 A1	1/23/2023	1,991,259.38	2,019,358.95	0.29
FH G12952 FH G18303	12/1/2022 3/1/2024	188,645.99 450,061.00	188,925.55 460,849.45	0.60 -0.68
FNR 2011-98 VC	1/25/2023	198,204.78	196,759.58	1.43
FNR 2012-50 VA	7/25/2023	287,419.13	287,217.28	1.01
FNA 2012-M9 A2 FNA 2012-M9 A2	4/25/2022 4/25/2022	379,316.09 78,159.07	384,629.75 79.257.04	0.70 0.70
FNA 2012-M17 A2	11/25/2022	443,072.55	471,797.65	0.56
FNR 2013-136 CV	6/25/2023	367,979.74	369,307.35	1.45
FHMS K-015 A2 FHMS K-015 A2	7/25/2021 7/25/2021	615,046.48 168,217.33	626,823.83 168,760.26	0.57 0.57
FHMS 2011-K016 A2	10/25/2021	2,102,422.25	2,152,690.54	0.85
FHMS 2011-K016 A2	10/25/2021	606,869.35	609,694.49	0.85
FHMS K-020 A2	5/25/2022	487,851.56	513,745.00	0.62
FHMS K-020 A2 FHMS K-020 A2	5/25/2022 5/25/2022	97,562.50 194,437.50	102,749.00 205,498.00	0.62 0.62
FHMS K-021 A2	6/25/2022	979,257.81	1,029,900.00	0.61
FHMS K-023 A1	4/25/2022	51,763.72	53,712.74	0.53
FHMS K-023 A1 FHMS K-025 A1	4/25/2022 4/25/2022	253,142.52 212,634.22	259,163.97 216,272.63	0.53 0.65
FHMS K-025 A2	10/25/2022	500,603.91	510,727.00	0.60
FHMS K-025 A2	10/25/2022	3,611,499.61	3,684,530.50	0.60 0.48
FHMS K-S01 A2	1/25/2023	235,826.66	250,403.11	0.40

DESCRIPTION	MATURITY DATE	BOOK VALUE	MARKET VALUE	VIELD
DESCRIPTION FHMS K-027 A1	MATURITY DATE 9/25/2022	BOOK VALUE 50,854.35	<u>MARKET VALUE</u> 52,823.64	<u>YIELD</u> 0.51
FHMS K-027 A2	1/25/2023	2,101,558.59	2,197,293.00	0.56
FHMS K-027 A2	1/25/2023	1,875,366.21	1,961,868.75	0.56
FHR 4285 BA FHMS K-041 A1	12/15/2023 8/25/2024	691,964.10 2,279,508.05	690,733.47 2,278,222.83	1.00 0.52
FHMS K-046 A1	1/25/2025	762,335.47	762,645.97	0.62
FHMS K-047 A1 FN AM0359	12/25/2024	856,101.96	879,389.81	0.50
FN AM0359 FN AM1568	8/1/2022 12/1/2022	2,699,118.68 1,392,438.55	2,746,105.46 1,428,158.24	0.85 2.47
FN AM1568	12/1/2022	1,420,800.99	1,428,158.24	2.47
FN AM1999	7/1/2021	2,210,602.10	2,298,742.14	0.27
FNR 0338C MP FNR 0338C MP	5/25/2023 5/25/2023	291,452.05 320,808.55	293,184.02 321,940.26	1.18 1.18
FNR 0333J LB	5/25/2023	182,850.46	183,725.85	1.60
FNR 0364L HQ	7/25/2023	186,650.41	188,415.18	1.21
FHR 2666 OD FHR 2666 OD	8/15/2023 8/15/2023	176,267.89 183,394.57	178,453.85 185,361.74	1.31 1.31
FHR 2756 KA	2/15/2024	698,038.77	694,960,13	1.60
FNR 2008-45 DB	6/25/2023	381,194.17	382,921.89	1.03
FN BM6007	5/1/2023	833,178.15	829,333.55	0.93
FN 961991 GMALT 2020-2 B	3/1/2023 7/22/2024	568,319.16 4,078,992.65	580,996.70 4,138,384.80	-0.57 0.93
HAROT 2017-3 A3	9/18/2021	57,394.25	57,575.54	0.44
JDOT 2019-B A2	5/16/2022	962,687.51	968,813.88	0.46
JDOT 2019-B A2 JDOT 2017-B A3	5/16/2022 10/15/2021	175,362.95 17,024.47	176,147.98 17,050.40	0.46 0.76
JDOT 2017-B A3	10/15/2021	141,484.68	143,631.09	0.76
JDOT 2019 A2	10/15/2021	779,989.25	783,020.12	0.87
KCOT 2020-1 A1	5/17/2021 4/9/2024	358,807.40 1.669.844.69	359,521.42	0.00
MMAF 20A A2 NAROT 2017-C A3	4/18/2022	46,533.01	1,675,678.00 46,808.02	0.00 0.61
NAROT 2017-C A3	4/18/2022	29,155.31	29,786.92	0.61
NALT 2019-B A2A	10/15/2021	1,001,746.44	1,006,793.18	0.22
PFSFC 20B A SCART 20A A	6/17/2024 10/15/2024	1,564,789.51 2,758,888.40	1,573,842.25 2,781,545.50	0.91 0.00
SYNCT 2016-2 A	5/17/2021	2,957,144.53	2,986,403.00	0.65
TAOT 2017-B A3	7/15/2021	82,623.78	82,714.40	0.39
TAOT 2017-B A3 TAOT 2017-B A3	7/15/2021	82,839.92	82,714.40	0.39 0.39
TFET 191 A3	7/15/2021 4/24/2023	2,855.00 1,974,661.88	2,895.00 2.001.761.25	0.39
BMWLT 2018-1 A3	7/20/2021	462,006.71	465,185.29	0.34
BMWLT 2018-1 A4	3/21/2022	629,994.39	639,191.70	0.48
BMWOT 2019-A A3 COPAR 2020-1 A3	1/25/2024 11/15/2024	2,389,678.78 2,129,547.16	2,447,121.00 2,180,459.70	0.42 0.59
DRIVE 2020-2 A3	5/15/2024	629,975.93	632,646.00	0.58
FNA 2011-M5 A2	7/25/2021	349,525.29	349,720.02	0.41
FHMS K-020 A2 FHMS K-SMC A2	5/25/2022 1/25/2023	2,714,871.09 1,483,888.67	2,774,223.00 1,567,807.80	0.62 0.43
FHMS K-SMC A2 FHMS K-SMC A2	1/25/2023	2,030,198.44	2,146,528.80	0.43
FHMS K-SMC A2	1/25/2023	410,500.00	420,888.00	0.43
FHMS K-717 A2	9/25/2021	1,647,540.14	1,663,651.23	0.71
FHMS K-724 A1 FHMS K-J23 A2	3/25/2023 12/25/2022	978,719.06 1,684,331.25	1,008,494.76 1,722,164.00	0.84 1.03
FHMS KJ30 A1	1/25/2025	1,619,969.22	1,622,851.20	0.47
HDMOT 2019-A A3	2/15/2024	4,299,667.18	4,388,150.00	0.71
HAROT 2017-2 A3 HAROT 2017-3 A3	8/16/2021 9/18/2021	462,576.18 348,532.75	463,661.71 349,633.64	0.42 0.44
HAROT 2017-3 A3	9/18/2021	67,082.36	68,406.58	0.44
HAROT 2019-3 A3	8/15/2023	1,809,984.98	1,847,539.40	0.49
JDOT 2017-B A3 JDOT 2019 A3	10/15/2021 7/17/2023	86,047.58 1,904,765.88	86,178.66	0.76 0.76
JDOT 2019 A3 JDOT 2020 A3	8/15/2024	2,799,828.92	1,955,196.75 2,828,756.00	0.76
MBART 2019-1 A3	3/15/2024	1,979,727.35	2,028,866.40	0.38
MBART 2020-1 A3	2/18/2025	1,459,885.97	1,466,219.60	0.38
MBALT 2020-A A3 NALT 2018-A A3	12/15/2022 9/15/2021	1,029,864.25 995,942.66	1,049,013.80 1,002,513.87	0.26 0.49
SDART 2020-2 A3	4/15/2024	859,901.01	861,100.80	0.59
TAOT 2017-B A3	7/15/2021	137,981.71	138,133.05	0.39
TAOT 2020-C A3 TAOT 2017-A A3	10/15/2024 5/16/2022	2,129,835.99 0.01	2,132,747.70 0.01	0.39 0.34
TAOT 2017-A A3	9/15/2023	1,829,984.99	1,868,814.30	0.51
TAOT 2019-A A3	7/17/2023	2,429,557.25	2,497,238.10	0.46
VZOT 2019-C A1A	4/22/2024	1,999,845.80	2,050,220.00	0.27
VWALT 2019-A A3 FHMS K-J22 A1	11/21/2022 5/25/2023	849,986.57 406,897.28	865,529.50 413,333.34	0.36 0.47
SUB-TOTAL		198,717,321.30	202,405,332.05	****
Municipal Debt CONNECTICUT ST	7/1/2023	226,343.25	232,132.50	0.90
PORT AUTH N Y & N J	7/1/2023	1,125,000.00	1,139,332.50	0.64
PORT AUTH N Y & N J	7/1/2023	1,101,416.70	1,108,950.30	0.64
NEW YORK ST BAY AREA TOLL AUTH CALIF TOLL BRDG REV	2/15/2024 4/1/2022	3,000,000.00 2.865.000.00	3,124,080.00 2,932,699.95	0.82 0.70
BAY AREA TOLL AUTH CALIF TOLL BRDG REV	4/1/2022	1,105,500.00	1,125,993.00	0.70
CALIFORNIA HEALTH FACS FING AUTH REV CALIFORNIA ST	6/1/2021 4/1/2024	2,140,000.00 3,239,373.40	2,162,213.20 3,356,757.65	0.65 0.57
CHAFFEY CMNTY COLLEGE DIST CALIF	6/1/2022	715,000.00	727,491.05	0.65
CONTRA COSTA CALIF CMNTY COLLEGE DIST EL DORADO CALIF IRR DIST REV	8/1/2022 3/1/2023	1,000,000.00 720,000.00	1,020,990.00 725,162.40	0.60 0.59
EL DORADO CALIF IRR DIST REV	3/1/2024	720,000.00	728,863.20	0.39
HAWAII ST ARPTS SYS CUSTOMER FAC CHARGE REV	7/1/2022	715,000.00	720,469.75	1.41
HAWAII ST ARPTS SYS CUSTOMER FAC CHARGE REV LOS ANGELES CALIF DEPT ARPTS ARPT REV	7/1/2024 5/15/2021	715,000.00 1,006,380.00	722,078.50 1,013,550.00	1.75 0.57
LOS ANGELES CNTY CALIF PUB WKS FING AUTH LEASE REV	12/1/2021	1,537,050.00	1,552,575.00	0.54
MASSACHUSETTS ST SCH BLDG AUTH DEDICATED SALES TAX	10/15/2022	1,800,000.00	1,841,526.00	0.90
MASSACHUSETTS ST WTR RES AUTH IAM COML PAPER NTS 3 OHLONE CALIF CMNTY COLLEGE DIST	8/1/2023 8/1/2022	2,365,000.00 800,000.00	2,425,425.75 817,472.00	0.91 0.60
PASADENA CALIF PUB FING AUTH LEASE REV	12/1/2020	275,000.00	277,340.25	0.54

DESCRIPTION	MATURITY DATE	BOOK VALUE	MARKET VALUE	YIELD
PASADENA CALIF PUB FING AUTH LEASE REV	12/1/2021	400,000.00	414,312.00	0.54
PENNSYLVANIA ST TPK COMMN TPK REV	12/1/2021	876,767.50	886,593.75	1.27
RHODE IS ST TPK & BRDG AUTH TOLL REV	12/1/2021	480,000.00	484,723.20	1.38
RHODE IS ST TPK & BRDG AUTH TOLL REV RIVERSIDE CNTY CALIF PENSION OBLIG	12/1/2022 2/15/2022	400,000.00 2,420,000.00	408,132.00 2,479,725.60	1.27 0.65
SAN DIEGO CALIF CMNTY COLLEGE DIST	8/1/2022	1,500,000.00	1,541,415.00	0.55
SAN DIEGO CNTY CALIF WTR AUTH WTR REV	5/1/2024	1,440,000.00	1,442,448.00	0.55
SAN FRANCISCO CALIF BAY AREA RAPID TRAN DIST SALES	7/1/2022	1,484,761.60	1,513,830.20	0.60
SAN FRANCISCO CALIF CITY & CNTY ARPTS COMMN INTL A	5/1/2022	2,138,837.50	2,157,930.80	1.70
SAN FRANCISCO CALIF CITY & CNTY ARPTS COMMN INTL A	5/1/2023	1,635,140.00	1,658,773.40	1.78
SAN FRANCISCO CALIF CITY & CNTY REDEV FING AUTH TA	2/1/2021	1,910,798.40	1,744,108.80	0.96
SAN JOSE EVERGREEN CALIF CMNTY COLLEGE DIST	9/1/2021	290,000.00	290,432.10	0.46
SAN JOSE EVERGREEN CALIF CMNTY COLLEGE DIST	9/1/2022	430,000.00	431,844.70	0.49
TEXAS ST	10/1/2022	2,335,000.00	2,396,877.50	0.39
UNIV CALIF REGTS MED CTR POOLED REV	5/15/2021	1,201,003.20	1,224,343.35	0.64
UPPER SANTA CLARA VY JT PWRS AUTH CALIF REV	8/1/2023	2,590,000.00		0.68
UPPER SANTA CLARA VY JT PWRS AUTH CALIF REV			2,590,414.40	
	8/1/2024	2,625,000.00	2,626,863.75	0.81
UTAH HSG CORP SINGLE FAMILY MTG REV	1/1/2022	1,535,000.00	1,552,023.15	1.31
UTAH HSG CORP SINGLE FAMILY MTG REV	7/1/2022	640,000.00	650,816.00	1.26
VENTURA CNTY CALIF PUB FING AUTH LEASE REV	11/1/2022	560,000.00	563,343.20	0.58
VENTURA CNTY CALIF PUB FING AUTH LEASE REV	11/1/2023	720,000.00	729,410.40	0.64
VENTURA CNTY CALIF PUB FING AUTH LEASE REV	11/1/2023	722,793.60	729,410.40	0.64
ALAMEDA CNTY CALIF JT PWRS AUTH LEASE REV	6/1/2022	1,275,187.50	1,304,450.00	0.60
BAY AREA TOLL AUTH CALIF TOLL BRDG REV	4/1/2023	3,700,000.00	3,845,299.00	0.70
BAY AREA TOLL AUTH CALIF TOLL BRDG REV	4/1/2022	1,534,485.00	1,535,445.00	0.70
BAY AREA TOLL AUTH CALIF TOLL BRDG REV	4/1/2023	790,000.00	820,786.30	0.76
CALIFORNIA HSG FIN AGY REV	8/1/2022	227,194.00	228,905.60	0.92
CALIFORNIA HSG FIN AGY REV	2/1/2021	1,120,000.00	1.128.288.00	0.88
CALIFORNIA ST	3/1/2022	1,802,064.00	1,759,906.50	0.47
CALIFORNIA ST	4/1/2021	3,000,120.00	3,048,570.00	0.37
CALIFORNIA ST PUB WKS BRD LEASE REV	12/1/2021	1,160,759.47	1,134,227.82	2.48
CONNECTICUT ST	7/1/2023	875,193.90	897,579.00	0.90
CONTRA COSTA CALIF CMNTY COLLEGE DIST	8/1/2021	1,000,000.00	1,011,730.00	0.53
LOS ALTOS CALIF SCH DIST	8/1/2023	2,790,000.00	2,790,892.80	1.87
LOS ANGELES CALIF MUN IMPT CORP LEASE REV	11/1/2020	1,484,164.80	1,448,841.60	0.68
LOS ANGELES CALIF MUN IMPT CORP LEASE REV	11/1/2022	1,019,560.00	1,048,720.00	0.80
MASSACHUSETTS (COMMONWEALTH OF)	5/1/2022	1,186,968.00	1,184,847.60	0.37
MASSACHUSETTS (COMMONWEALTH OF)	7/1/2023	1,270,000.00	1,270,546.10	0.49
MASSACHUSETTS (COMMONWEALTH OF)	7/1/2023	65,000.00	65,027.95	0.49
MASSACHUSETTS ST WTR RES AUTH IAM COML PAPER NTS 3	8/1/2023	760,000.00	779,418.00	0.91
OAKLAND-ALAMEDA CNTY CALIF COLISEUM AUTH LEASE REV	2/1/2023	1,058,440.00	1,063,900.00	0.76
OREGON ST	8/1/2023	2,350,000.00	2,350,728.50	0.47
PALM DESERT CALIF REDEV AGY SUCCESSOR AGY TAX ALLO	10/1/2022	1,114,074.90	1,131,759.15	1.18
RIVERSIDE CALIF UNI SCH DIST	2/1/2022	750,000.00	762,915.00	0.65
RIVERSIDE CALIF CALIF PENSION OBLIG	2/15/2023			1.23
SACRAMENTO CNTY CALIF SANTN DIST FING AUTH REV		1,375,000.00	1,413,692.50	
	12/1/2023	1,500,000.00	1,506,735.00	0.62
SAN BERNARDINO CALIF CMNTY COLLEGE DIST	8/1/2024	890,000.00	896,399.10	0.76
SAN DIEGO CALIF CMNTY COLLEGE DIST	8/1/2021	1,285,000.00	1,303,388.35	0.50
SAN DIEGO CALIF PUB FACS FING AUTH LEASE REV	10/15/2020	1,200,000.00	1,205,244.00	0.68
SAN DIEGO CALIF PUB FACS FING AUTH LEASE REV	10/15/2021	1,325,000.00	1,362,126.50	0.66
SAN DIEGO CALIF PUB FACS FING AUTH WTR REV	8/1/2023	620,000.00	629,374.40	0.82
SAN FRANCISCO CALIF CITY & CNTY PUB UTILS COMMN WT	11/1/2022	630,000.00	649,611.90	0.56
SAN FRANCISCO CALIF CITY & CNTY ARPTS COMMN INTL A	5/1/2021	2,800,000.00	2,827,272.00	1.61
SAN FRANCISCO CALIF CITY & CNTY ARPTS COMMN INTL A	5/1/2022	2,350,000.00	2,403,956.00	1.71
SUCCESSOR AGENCY TO THE REDEVELOPMENT AGENCY OF 1	8/1/2020	1,180,000.00	1,180,000.00	0.00
SANTA BARBARA CNTY CALIF SOLID WASTE SYS REV CTFS	12/1/2021	375,000.00	388,533.75	0.58
UNIV CALIF REGTS MED CTR POOLED REV	5/15/2022	1,577,512.50	1,579,682.50	0.81
UNIVERSITY CALIF REVS	5/15/2021	860,000.00	871,592.80	0.40
UNIVERSITY CALIF REVS	5/15/2022	1,926,739.20	2,014,540.80	0.51
UNIVERSITY CALIF REVS	5/15/2023	1,670,000.00	1,674,442.20	0.53
UPPER SANTA CLARA VY JT PWRS AUTH CALIF REV	8/1/2022	2,460,000.00	2,459,237.40	0.54
VALLEJO CALIF WTR REV SUB-TOTAL	5/1/2023	840,000.00 110,703,628.42	846,955.20 112,098,443.02	1.16
Variable & Floating Rate		110,703,028.42	112,090,443.02	
BANK OF AMERICA CORP	5/19/2024	1,425,000.00	1.459.470.75	0.76
CARMX 2020-3 A3	3/17/2025	774,867.17	777,573.00	0.49
CITIGROUP INC	11/4/2022	600,000.00	612,906.00	0.83
FHMS K-714 A2	10/25/2020	564,612.98	535,156.77	1.40
JPMORGAN CHASE & CO	6/1/2024	1,575,000.00	1,612,957.50	0.97
CATERPILLAR FINANCIAL SERVICES CORP	3/15/2021	2,466,577.50	2,718,149.40	0.33
CATERVILLAR FINANCIAL SERVICES CORP				
	5/17/2021	2,100,000.00	2,105,523.00	0.34
CITIGROUP INC	11/4/2022	3,140,000.00	3,207,541.40	0.83
FNA 2014-M6 A2 FHMS K-010 A2	5/25/2021 10/25/2020	148,099.70	151,283.33	0.99 0.58
FHMS K-010 A2 FN AL3382	3/1/2023	927,918.19 742,376.69	904,089.74 757,235.24	0.58
FN FN0004	12/1/2020	203,875.07	200,770.97	3.05
INTERNATIONAL BUSINESS MACHINES CORP	5/13/2021	2,223,019.75	2,232,253.50	0.43
KEYBANK NA	2/1/2022	4,180,000.00	4,202,948.20	0.56
PNC BANK NA	2/24/2023	4,045,000.00	4,049,247.25	0.53
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Orange County Transportation Authority Portfolio Listing As of July 31, 2020

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DESCRIPTION	MATURITY DATE	BOOK VAL	<u>UE</u>	MARKET VALUE	YIELD
PACCAR FINANCIAL CORP	5/10/2021	3,754,687.		3,753,637.50	0.41
STATE STREET CORP BMWOT 2020-A A3	3/30/2023 10/25/2024	1,750,000. 899,932.		1,816,325.00 902,286.00	0.00
CITIBANK NA	5/20/2022	298,510.		300,484.05	0.52
CITIBANK NA	5/20/2022	1,319,576.		1,329,259.95	0.5
FNA 2014-M8 A2 FNA 2018-M5 A2	6/25/2024 9/25/2021	2,185,935.		2,187,655.94	0.3
FHMS K-029 A2	2/25/2023	724,259. 1,078,080.		688,043.99 1,095,415.30	0.8 ² 0.63
FHMS K-029 A2	2/25/2023	1,716,426.		1,744,156.40	0.6
FHMS K-029 A2	2/25/2023	820,581.	64	840,172.90	0.6
FHMS K-031 A2	4/25/2023	3,771,482.	81	3,789,003.60	0.57
FHMS K-032 A2	5/25/2023	3,805,596.	09	4,013,655.80	0.57
FHMS K-033 A2	7/25/2023	3,809,798.	44	3,878,509.80	0.57
FHMS K-504 A2	9/25/2020	45,126.	09	45,165.60	0.63
FHMS K-504 A2	9/25/2020	42,863.	26	43,140.24	0.6
FHMS K-105 A	7/25/2024	1,729,946.	32	1,733,631.11	0.37
FIRST REPUBLIC BANK	2/12/2024	500,000.	00	514,600.00	0.9
GOLDMAN SACHS GROUP INC	10/31/2022	1,573,456.	50	1,579,567.50	0.8
JPMORGAN CHASE & CO	6/18/2022	770,000.	00	789,873.70	0.57
KEYBANK NA	11/22/2021	1,570,646.	00	1,562,384.50	0.48
PNC BANK NA	12/9/2022	1,640,000.	00	1,673,964.40	0.49
PACCAR FINANCIAL CORP	5/10/2021	700,000.		700,679.00	0.4
WELLS FARGO BANK NA	9/9/2022	1,990,000.		2,022,914.60	0.58
SUB-TOTAL		61,613,252.7		62,531,632.92	
<u>upranationals</u>					
INTER-AMERICAN DEVELOPMENT BANK	5/24/2023	2,599,116.0	00	2,620,046.00	0.23
INTER-AMERICAN DEVELOPMENT BANK	4/14/2022	1,934,593.4	10	1,980,373.00	0.2
INTER-AMERICAN DEVELOPMENT BANK	4/14/2022	1,177,726.0	00	1,205,667.50	0.2
INTER-AMERICAN DEVELOPMENT BANK	4/14/2022	811,863.0	00	831,141.00	0.2
INTER-AMERICAN DEVELOPMENT BANK	9/14/2022	10,484,250.0	00	10,840,305.00	0.22
INTERNATIONAL BANK FOR RECONSTRUCTION AND DEVELOPI	6/24/2021	3,835,530.0	00	3,868,172.00	0.25
INTERNATIONAL BANK FOR RECONSTRUCTION AND DEVELOPI	6/19/2023	2,889,102.0	00	2,984,007.00	0.24
SUB-TOTAL		23,732,180.4	10	24,329,711.50	
HORT-TERM PORTFOLIO - TOTAL		1,604,271,148.	40	1,609,091,129.31	
BOND	PROCEEDS PORTF	OLIO			
JARANTEED INVESTMENT CONTRACT (GIC)					
THE BANK OF NOVA SCOTIA	4/1/2021	150,250,000.	00	150,250,000.00	3.01%
BNY MELLON-MONEY MARKET FUND	N/A	12,539,072.	00	12 520 072 90	0.01%
BNY MELLON-MONEY MARKET FUND BNY MELLON-COMMERCIAL PAPER	8/18/2020	11,972,800.		12,539,072.80 11,972,800.00	0.85%
BNY MELLON-COMMERCIAL PAPER	9/14/2020	24,987,993.		24,987,993.06	0.19%
BNY MELLON-COMMERCIAL PAPER	10/5/2020	44,983,500.	00	44,983,500.00	0.15%
OND PROCEEDS PORTFOLIO-TOTAL		\$ 244,733,365.	86 \$	244,733,365.86	
DEBT S	SERVICE RESERVE F	UNDS			
DESCRIPTION	MATURITY DATE	BOOK VAL	<u>UE</u>	REQUIRED AMOUNT	YIELD
91 EXPRESS LANES 2013 BONDS	2030			10,799,437.46	
US BANK COMMERCIAL PAPER FIRST AMERICAN TREAS OBLIGATIONS	9/14/2020 N/A	11,479,980. 8,688,061.			0.149
FIRST AMERICAN TREAS OBLIGATIONS	N/A	0,000,001.	30		0.017
91 EXPRESS LANES 2013 BONDS - OPERATING & MAINTENANCE				13,000,000.00	
BANK DEPOSITS OPERATING RESERVE	N/A 7/14/2020	204,406. 3,098,760.			0.169
MAINTENANCE RESERVE	7/14/2020	10,495,800.			0.169
EBT SERVICE RESERVE FUNDS - TOTAL		\$ 33,967,008.	48		
		Dect-Mater			
DTAL PORTFOLIO		Book Value \$ 2,056,236,896.	83 \$	Market Value 2,061,056,877.74	





September 14, 2020

To: Members of the Board of Directors

From: Laurena Weinert, Clerk of the Board

Subject: Award of Agreement for Claims Administration of the Self-Insured

Workers' Compensation Program

Finance and Administration Committee Meeting of September 9, 2020

Present: Directors Do, Hennessey, Hernandez, Jones, Muller, R. Murphy,

and Steel

Absent: None

Committee Vote

Following the roll call vote, this item was declared passed 7-0 by the Members present.

Committee Recommendations

- A. Approve the selection of Intercare Holdings Insurance Services, Inc., to provide claims administration for the Orange County Transportation Authority's Self-Insured Workers' Compensation Program.
- B. Authorize the Chief Executive Officer to negotiate and execute No. C-0-2202 between the Orange County Agreement Transportation Authority and Intercare Holdings Insurance Services, Inc., in the amount of \$2,445,559, to provide claims administration for the Orange County Transportation Authority's Self-Insured Workers' Compensation Program, for a five-year term.



September 9, 2020

To: Finance and Administration Committee

From: Darrell E. Johnson, Chief Executive Officer

Subject: Award of Agreement for Claims Administration of the Self-Insured

Workers' Compensation Program

Overview

On April 27, 2020, the Board of Directors approved the release of a request for proposals for claims administration of the Self-Insured Workers' Compensation Program. Proposals were received in accordance with Orange County Transportation Authority procurement procedures for professional and technical services. Approval is requested to execute an agreement for this service.

Recommendations

A. Approve the selection of Intercare Holdings Insurance Services, Inc., to provide claims administration for the Orange County Transportation Authority's Self-Insured Workers' Compensation Program.

B. Authorize the Chief Executive Officer to negotiate and execute Agreement No. C-0-2202 between the Orange County Transportation Authority and Intercare Holdings Insurance Services, Inc., in the amount of \$2,445,559, to provide claims administration for the Orange County Transportation Authority's Self-Insured Workers' Compensation Program, for a five-year term.

Discussion

The State of California requires each employer to secure payment for workers' compensation as provided in Section 3700 of the Labor Code. An employer may be insured through an insurance company or be permissibly self-insured. The Orange County Transportation Authority (OCTA) has received approval from the Director of the State of California (State) Industrial Relations Department to self-insure and self-administer its workers' compensation claims. OCTA contracts with and oversees a third party to administer the statemandated claims process.

Contracting with the most qualified outside contractor or third-party administrator (TPA) is important as the TPA is primarily responsible for providing assistance and coordination of an injured employee's medical care and resolution of their claim as regulated by the State. Failure to properly follow state regulations can lead to costly penalties and litigation of claims. On an annual basis, a TPA working for OCTA may be required to simultaneously coordinate medical treatment for up to 110 employees, work with attorneys handling litigated cases, and ensure accuracy and timeliness of claim-related payments.

OCTA has been self-insured for over 41 years and has used a TPA to administer workers' compensation claims for all of those years. Historically, OCTA has found TPAs with previous public transportation agency experience better equipped to understand the physical duties and jobs of transportation workers. In addition, TPAs who provide a dedicated claims team have been successful in reducing OCTA's overall costs of claims administration, medical and disability costs, legal fees, and medical case expenses.

Procurement Approach

This procurement was handled in accordance with OCTA's Board of Directors (Board)-approved procedures for professional and technical services. In addition to cost, other factors are considered in an award for professional and technical services. Award is recommended to the firm offering the most comprehensive overall proposal considering such factors as staffing and project organization, prior experience with similar projects, work plan, and a fair and reasonable price structure.

On April 27, 2020, the Board authorized the release of Request for Proposals (RFP) 0-2202, which was issued and sent electronically on CAMM NET. The project was advertised in a newspaper of general circulation on May 8 and 11, 2020. A pre-proposal conference was held on May 8, 2020, with six attendees representing six firms. Three addenda were issued to provide a copy of the pre-proposal registration sheet and to respond to questions related to the RFP.

On May 26, 2020, five proposals were received. An evaluation committee consisting of OCTA staff from Contracts Administration and Materials Management and Risk Management departments, as well as external representatives from County of Orange and Foundation Building Materials, LLC, met to review all proposals received. The proposals were evaluated based on the following Board-approved evaluation criteria and weightings:

•	Qualifications of the Firm	20 percent
•	Staffing and Project Organization	25 percent
•	Work Plan	30 percent
•	Cost and Price	25 percent

Several factors were considered in developing the evaluation criteria weightings. Workers' compensation is a heavily regulated system requiring proper handling of claims within deadlines. To ensure these standards are met, qualifications of the firm was weighted at 20 percent. The firms needed to demonstrate a proven track record of handling high-value claims, sometimes in excess of one million dollars. Staffing and project organization was weighted at 25 percent to ensure the firms proposed a knowledgeable management team and staff that are experienced in all aspects of the administration of workers' compensation claims and to cost effectively manage the claims process. Work plan was weighted highest at 30 percent to emphasize the importance of the proposing firms to effectively demonstrate their understanding and approach to completing the work specified in the scope of work, and cost and price criteria was weighted at 25 percent to ensure competitiveness in proposed pricing to accomplish the required work and ensure that OCTA receives value for the services provided.

On June 8, 2020, the evaluation committee reviewed and discussed the five proposals received based on the evaluation criteria and three firms were shortlisted and interviewed. The three firms are listed in alphabetical order as follows:

Firm and Location

Athens Administrators, Inc. (Athens)
Concord, California

Intercare Holdings Insurance Services, Inc. (Intercare) Rocklin, California

> Tristar Risk Management (Tristar) Long Beach, California

The interviews with the three short-listed firms were conducted on June 15, 2020, and consisted of a presentation to demonstrate the firms' understanding of OCTA's requirements. The firm's project managers and key team members had an opportunity to present qualifications and respond to the evaluation committee's questions. Questions were asked relative to the firms' security measures to protect confidentiality, the coronavirus disease support

staff, as well as analytics and/or predictive modeling tools to help identify claims that can unexpectedly become high-cost losses offered by the firms. Finally, teams were asked specific clarification questions related to their proposal.

Following the interviews, OCTA issued a request for best and final offers (BAFO) from the short-listed firms to offer the opportunity to adjust pricing for the required services. Two of the firms were able to lower pricing but all remained competitive. OCTA will pay firm-fixed annual rates billed monthly. The rates provide for claims administration, medical bill auditing, utilization review, and medical case management services.

After considering the responses to questions asked during the interviews and information provided in the BAFOs, the evaluation committee reviewed the preliminary ranking for the short-listed firms and made changes to the individual criteria scores. However, Intercare remained the highest-ranked firm with the highest overall score.

Based on the evaluation of the written proposals, the firm's qualifications, the proposed total annual fees, the information obtained from the interviews, and the BAFOs, the evaluation committee recommends Intercare for consideration of the award. The following is a brief summary of the proposal evaluation results.

Qualifications of the Firm

All firms demonstrated relevant experience providing workers' compensation claims administration services to public agencies.

Intercare has specialized in providing workers' compensation claims administration since 1994. More than 60 percent of Intercare's current claims administration business activities involve the servicing of public entities such as public transportation, counties, cities, school districts, and other public agencies. The firm demonstrated extensive experience managing complex, large programs with major metropolitan transit agencies in the State, such as Humboldt Transportation Authority, San Francisco Municipal Transportation Authority, San Luis Obispo Regional Transit Authority, the Sacramento Regional Transit Agency, and South County Area Transit. Intercare is currently the incumbent firm providing workers' compensation claims administration services to OCTA and has demonstrated familiarity managing all aspects of the workers' compensation program and working with staff to comply with regulatory requirements. The firm has 336 employees and proposed to continue providing services from their local office in the City of Orange.

Tristar has been providing TPA services since 1987 and has over 650 employees. More than 80 percent of the firm's claims management business is workers' compensation, and nearly half of their customers are public entities including school districts, cities, counties, states, public transportation systems, and other public entities. The firm has provided services to public transit agencies including North County Transit District, San Diego Metropolitan Transit System, Santa Clara Valley Transit Authority, Spokane Transit Authority, Southeastern Pennsylvania Transit Authority, and VIA Metro Transit.

Athens is an established firm that has been in business for over 20 years and has managed care for over seven years with 380 employees. Approximately 40 percent of Athens' current claims administration business activities involve the servicing of public entities such as public transportation, counties, cities, and school districts. The firm also specializes in providing workers' compensation claims administration services for public agencies, such as Bay Area Rapid Transportation, Golden Gate Bridge Authority, Golden Gate Ferry, Long Beach Transit, and Santa Cruz Metropolitan Transit.

Staffing and Project Organization

Intercare proposed an experienced project team possessing individual experience in every aspect of claims administration and demonstrated relevant claims administration backgrounds. The proposed claims manager and claims supervisor both have 25 years of workers' compensation experience, and one of the proposed claims adjusters has 17 years' experience managing claims for the public transportation industry. A second proposed claims adjuster has been with Intercare for 15 years working with workers' compensation processes and managing claimant's medical care. Both claims adjusters are proposed to be dedicated to OCTA's program with 100 percent of availability for this contract and the claims supervisor is available at 50 percent. During the interview, the project team demonstrated their understanding of managing various aspects of workers' compensation claims process.

Tristar's proposed workers' compensation claims supervisor has more than 27 years of industry experience, including more than 18 years of supervisory experience and 15 years with the firm. The account manager proposed for this project has over 23 years of experience managing workers' compensation claims experience and eight years with Tristar managing branch level claims. The firm will hire examiners and claims assistants if awarded the contract and proposed that once hired, the claims examiner and claims assistant would be dedicated personnel. The firm provided limited information about assigned staff.

Athens proposed an experienced division claims manager to oversee the project with over 20 years of experience in the workers' compensation industry and 11 years working for Athens. The firm did not name a claims supervisor nor examiner that would handle the day-to-day claims activities. The firm will assign these positions if awarded the contract, but it is not clear how they would be dedicated to the project.

Work Plan

The short-listed firms addressed important elements of the scope of work, program needs, and the degree of involvement necessary to effectively manage OCTA's workers' compensation claims.

Intercare's strategic approach to providing OCTA with a comprehensive workers' compensation claims administration program was clearly communicated through their proposal and interview, and includes a customized claims audit program specifically developed to meet OCTA's internal audit requirements and state-mandated claims handling regulations. In addition to the claims administration services, Intercare proposed monthly data reviews onsite or virtual with OCTA staff located at the bases, quarterly claims reviews with OCTA, quarterly vendor meetings, monthly meetings with the occupational clinics, on-call claims reviews, and monthly bill audits. Intercare's integrated approach was further demonstrated by proposing to conduct monthly meetings with the doctors at the industrial clinic to discuss injured workers' medical treatment in an effort to help employees return to work promptly. The firm proposed to implement several value-added systems, such as the E-Provider Portal, which allows providers to secure access to claims information, on-site meetings for non-litigated claims, face-to-face with claims adjustors, and proposed other programs to make their services efficient and cost effective for OCTA.

Tristar proposed a comprehensive workers' compensation claims administration plan system the firm designed in-house. The firm's claims management system and managed care system offers real-time accessibility to claim detail and data. The system is paperless, web-based, and offers Android and Apple compatible mobile applications for employers and claimants. The firm proposes nurse triage, early intervention, return to work programs, and a customized wellness program. The firm also proposed an application for the Risk Management Department that is an advanced artificial intelligence-based toolkit to assist adjusters, supervisors, and risk managers in evaluating an entire claim population's performance. The proposed work plan did not address all the essential requirements of the scope of work in an organized format. The firm was responsive to interview questions.

Athens proposed enhancements that offered claims resolution outside the traditional California Workers' Compensation Appeals Board, as well as a streamlined injury resolution program and an expedited claims resolution process. Athens proposed a service that allows both OCTA staff and the injured worker to view specific workers' compensation claims information, and also secured login portals for both OCTA and the injured worker providing specific details to both parties. The work plan broadly addressed elements mentioned in the scope of work. The timeline for the transition services from the current provider appeared adequate. The firm did not provide complete responses to some of the questions asked during the interview.

Cost and Price

Pricing scores were based on a formula, which assigned the highest score to the firm with the lowest fees and weighed the remaining proposals' fees based on their relation to the lowest fees. The RFP requested that the firms propose annual firm-fixed prices to represent OCTA in all matters related to the investigation, adjustment, processing, supervision, and resolution of workers' compensation claims against OCTA. After BAFOs, Intercare proposed the lowest overall fee structure, which amounts to a total of \$2,445,559 for five years.

Procurement Summary

Based on the evaluation of the written proposals, the firm's qualifications, the information obtained from the interviews, and BAFOs, the evaluation committee recommends the selection of Intercare as the top-ranked firm to provide workers' compensation claims administration. Intercare delivered a thorough and comprehensive proposal and an interview that was responsive to all requirements of the RFP.

Fiscal Impact

The project is included in OCTA's Fiscal Year 2020-21 Budget, Human Resources and Organizational Development, Risk Management Department Account No.0041-7519-A2311-F41 and is funded through Local Transportation Fund.

Summary

Based on the information provided, staff recommends the Board of Directors authorize the Chief Executive Officer to negotiate and execute Agreement No. C-0-2202 between the Orange County Transportation Authority and Intercare Holdings Insurance Services, Inc., in the amount of \$2,445,559, for a five-year term to provide claims administration for the Orange County Transportation Authority's Self-Insured Workers' Compensation Program.

Attachments

- A. Review of Proposals, RFP 0-2202 Workers' Compensation Claims Administration Services
- B. Proposal Evaluation Criteria Matrix (Short-Listed Firms), RFP 0-2202 Workers' Compensation Claims Administration Services
- C. Contract History for the Past Two Years, RFP 0-2202 Workers' Compensation Claims Administration Services

Prepared by:

Al Gorski

Manager, Risk Management

714-560-5817

Approved by:

Maggie McJilton

Executive Director, Human Resources

& Organizational Development

714-560-5824

Virginia Abadessa

Director, Contracts Administration and

Materials Management

714-560-5623

ATTACHMENT A

Review of Proposals

RFP 0-2202 Workers' Compensation Claims Administration Services

Presented to the Finance and Administration Committee on September 9, 2020

Five proposals were received, three firms were interviewed, one firm is being recommended

Overall Ranking	Proposal Score	Firm & Location	Sub-Contractors	Evaluation Committee Comments	Firm-Fixed Price for Five-Year Term
1	88	Intercare Holdings Insurance Services, Inc.	None	Specialized in providing claims administration since 1964 with 336 employees.	\$2,445,559
		Rocklin, California		More than 60 percent of Intercare's claims involve servicing public entities. Demonstrated familiarity managing all aspects of the workers' compensation program.	
				Claims manager and claims supervisor each have over 25 years experience.	
				Claims adjusters will be dedicated at 100 percent availability.	
				Transit agency experience includes the Orange County Transportation Authority, San Luis Obispo Regional Transit, Sacramento Regional Transit, San Francisco Municipal Transportation, and Humboldt Transportation Authority.	
				Best and final offer resulted in a reduction in pricing.	
				Responded to interview questions.	
2	78	Tristar Risk Management	None	Third-party administrator (TPA) since 1987 with 650 employees. More than 80 percent of the firm's claims management business is workers'	\$2,499,993
		Long Beach, California		compensation. Approximately 40 percent of current TPA business involves servicing public entities.	
				The claims supervisor has more than 27 years industry experience and the account manager has 23 years.	
				Although complete and detailed, the work plan was disorganized.	
				The firm provided limited information on assigned staff.	
				The firm was responsive to interview questions.	
3	76	Athens Administrators, Inc.	Franco Signor	Athens has been in business for over 20 years with 380 employees.	\$2,540,954
		Concord, California	APEX Investigations	Approximate 40 percent of Athen's claims administration involve public entities	
			Anthem	including Bay Area Rapid Transportation, Long Beach Transit and Golden Gate Ferry.	
			Medex Healthcare	Claims manager and claims supervisor would be assigned if awarded contract.	
			WEGEN FIGARITICATE	The firm proposed relevant enhancements to claims resolution.	
				The timeline for transition services was reasonable.	
				Firm did not clearly respond to some of the questions asked at the interview.	

Internal:

Contracts Administration and Materials Management (1)	Qualifications of the Firm	20 percent
Risk Management (2)	Staff and Project Organization	25 percent
External:	Work Plan	30 percent
Foundation at Building Materials, LLC (1)	Cost and Price	25 percent

County of Orange (1)

PROPOSAL EVALUATION CRITERIA MATRIX (Short-Listed Firms) RFP 0-2202 Workers' Compensation Claims Administration Services

e Servic	es, Inc.				Weights	Overall Score
1	2	3	4	5		
4.5	4.5	4.5	4.5	4.5	4.0	18.0
4.0	3.5	4.5	4.0	3.5	5.0	19.5
4.0	4.5	4.5	4.5	4.0	6.0	25.8
5.0	5.0	5.0	5.0	5.0	5.0	25.0
87.0	87.5	92.5	90.0	84.5		88
					Weights	Overall Score
1	2	3	4	5		
4.5	4.0	4.0	4.0	4.0	4.0	16.4
3.5	4.0	3.0	3.0	3.0	5.0	16.5
3.5	4.0	3.5	3.0	3.5	6.0	21.0
4.9	4.9	4.9	4.9	4.9	5.0	24.5
81.0	84.5	76.5	73.5	76.5		78
					Weights	Overall Score
1	2	3	4	5		
4.0	4.0	4.0	3.0	4.0	4.0	15.2
3.0	3.5	3.0	3.5	3.0	5.0	16.0
3.5	3.0	3.5	3.5	4.0	6.0	21.0
4.8	4.8	4.8	4.8	4.8	5.0	24.0
76.0	75.5	76.0	74.5	79.0		76
	1 4.5 4.0 4.0 5.0 87.0 87.0 1 4.5 3.5 4.9 81.0 3.0 3.5 4.8	4.5 4.5 4.0 3.5 4.0 4.5 5.0 5.0 87.0 87.5 1 2 4.5 4.0 3.5 4.0 4.9 4.9 81.0 84.5 1 2 4.0 4.0 3.0 3.5 3.5 3.0 4.8 4.8	1 2 3 4.5 4.5 4.5 4.0 3.5 4.5 4.0 4.5 4.5 5.0 5.0 5.0 87.0 87.5 92.5 1 2 3 4.5 4.0 4.0 3.5 4.0 3.5 4.9 4.9 4.9 81.0 84.5 76.5 1 2 3 4.0 4.0 4.0 3.0 3.5 3.0 3.5 3.0 3.5 4.8 4.8 4.8	1 2 3 4 4.5 4.5 4.5 4.5 4.0 3.5 4.5 4.0 4.0 4.5 4.5 4.5 5.0 5.0 5.0 5.0 87.0 87.5 92.5 90.0 1 2 3 4 4.5 4.0 4.0 4.0 3.5 4.0 3.0 3.0 3.5 4.0 3.5 3.0 4.9 4.9 4.9 4.9 81.0 84.5 76.5 73.5 1 2 3 4 4.0 4.0 3.0 3.5 3.5 3.0 3.5 3.5 3.5 3.0 3.5 3.5 4.8 4.8 4.8 4.8	1 2 3 4 5 4.5 4.5 4.5 4.5 4.5 4.0 3.5 4.5 4.0 3.5 4.0 4.5 4.5 4.5 4.0 5.0 5.0 5.0 5.0 5.0 87.0 87.5 92.5 90.0 84.5 4.5 4.0 4.0 4.0 4.0 3.5 4.0 3.0 3.0 3.0 3.5 4.0 3.5 3.0 3.5 4.9 4.9 4.9 4.9 81.0 84.5 76.5 73.5 76.5 1 2 3 4 5 4.0 4.0 4.0 3.0 4.0 3.0 3.5 3.0 3.5 3.0 3.5 3.0 3.5 3.5 4.0 4.8 4.8 4.8 4.8 4.8	1 2 3 4 5 4.5 4.5 4.5 4.5 4.0 4.0 3.5 4.5 4.0 3.5 5.0 4.0 4.5 4.5 4.5 4.0 6.0 5.0 5.0 5.0 5.0 5.0 87.0 87.5 92.5 90.0 84.5 Weights 1 2 3 4 5 4.5 4.0 4.0 4.0 4.0 4.0 3.5 4.0 3.0 3.0 3.5 6.0 4.9 4.9 4.9 4.9 5.0 81.0 84.5 76.5 73.5 76.5 Weights 1 2 3 4 5 4.0 4.0 4.0 4.0 4.0 3.0 3.5 3.0 3.5 3.0 5.0 3.5 3.0 3.5 3.0 5.0 3.5 3.0 3.5 3.0 5.0 3.5

Range of Score for Non-Short-Listed firms is 73 to 74

CONTRACT HISTORY FOR THE PAST TWO YEARS

RFP 0-2202: Workers' Compensation Claims Administration Services

Prime and Subconsultants	Contract No.	Description	Contract Start Date	Contract End Date	Subconsultant Amount	Total Contract Amount
Intercare Holdings Insurance Services, Inc.						
Contract Type: Firm-Fixed Price Contract	C-5-3383	Workers' Compensation Claims Services	November 1, 2015	October 31, 2020		\$2,500,000.00
Outcompanies: Note						
·						
				Sub Total		\$2,500,000.00
Tristar Risk Management						
Contract Type:						
Subconsultants: None						
				Sub Total		0\$
				550		
Athens Administrators						
Subconsultants: None						
	-			Sub Total		\$0.00
				1000		99.99





September 14, 2020

To: Members of the Board of Directors

From: Laurena Weinert, Clerk of the Board

Subject: Excess Workers' Compensation Insurance Policy

Finance and Administration Committee Meeting of September 9, 2020

Present: Directors Do, Hennessey, Hernandez, Jones, Muller, R. Murphy,

and Steel

Absent: None

Committee Vote

Following the roll call vote, this item was declared passed 7-0 by the Members present.

Committee Recommendation

Authorize the Chief Executive Officer to negotiate and execute Purchase Order No. A45740, in the amount of \$550,000, to Marsh Risk and Insurance Services, Inc., to purchase excess workers' compensation insurance from Arch Insurance Company on behalf of the Orange County Transportation Authority for the policy period of October 1, 2020 to October 1, 2021.



September 9, 2020

To: Finance and Administration Committee

From: Darrell E. Johnson, Chief Executive Officer

Subject: Excess Workers' Compensation Insurance Policy

Overview

The Orange County Transportation Authority currently has an excess workers' compensation insurance policy with Arch Insurance Company. This policy will expire on October 1, 2020, and a renewal is necessary to maintain coverage.

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Recommendation

Authorize the Chief Executive Officer to negotiate and execute Purchase Order No. A45740, in the amount of \$550,000, to Marsh Risk and Insurance Services, Inc., to purchase excess workers' compensation insurance from Arch Insurance Company on behalf of the Orange County Transportation Authority for the policy period of October 1, 2020 to October 1, 2021.

Discussion

Workers' compensation coverage is designed to provide medical, temporary disability, and permanent disability benefits to injured workers. Employer's liability is an additional coverage provided as part of the excess workers' compensation insurance policy. Employer's liability insurance covers claims presented to an employer on behalf of employees seeking damages caused by job-related activities that result in bodily injury or disease. For example, if a claim was filed against the Orange County Transportation Authority (OCTA) due to a serious and willful action resulting from an uncorrected yet known safety hazard that caused injury to an employee, OCTA may be liable for the costs of the claim as it would fall outside of the normal workers' compensation coverage. The employer's liability coverage would pay for the cost of legal defense for these types of claims. Fortunately, OCTA has not had any claims that would trigger the employer's liability coverage. However, retention of employer's liability insurance remains a prudent risk mitigation action.

OCTA's current excess workers' compensation insurance policy (October 1, 2019 to October 1, 2020) with Arch Insurance Company has a self-insured retention of \$750,000 each accident, as well as coverage to statutory limits, with a rate of \$0.3933 per \$100 of payroll, for a premium of \$445,842. The current policy also includes an option for OCTA to renew the policy on October 1, 2020, for a guaranteed flat rate of \$0.3933 per \$100 of payroll. OCTA payroll for this policy period is projected to increase, which will increase the actual premium.

OCTA's Broker of Record is Marsh Risk and Insurance Services, Inc. (Marsh). Marsh is paid a flat fee of \$105,000 for marketing and placing all property and casualty insurance per Agreement No. C-7-1585 approved by the Board of Directors (Board) on May 22, 2017. This flat fee paid to Marsh is not part of the premium OCTA anticipates paying to the selected insurers for the renewal of this policy. By agreement, Marsh does not earn any additional compensation or commission for its services. The contract further requires that any commissions offered by insurers will offset OCTA's premiums.

Although OCTA has not incurred any expenses due to the coronavirus (COVID-19) pandemic to date, workers' compensation insurers are experiencing higher incurred losses generally, and higher exposure to loss since the State of California adopted a COVID-19 Rebuttable Presumption of Compensability. Marsh has informed OCTA that California workers' compensation premium rates have generally increased between five and ten percent this year due to higher medical costs, increased claims activity, and future COVID-19 claim payouts. Their experience with other clients renewing their insurance policies found that many are staying with their incumbent insurers to avoid expected rate increases or exercising options for guaranteed rates if they exist in their current policies. Insurance market quotes to OCTA in the past four years have revealed a limited insurance market that was unable to provide competitive quotes or match the favorable terms of the current policy provided by Arch Insurance Company. Therefore, staff is requesting Board approval to renew this policy for the guaranteed flat rate of \$0.3933 per \$100 of payroll, with a self-insured retention of \$750,000 each accident and coverage to statutory limits, not to exceed \$550,000 annual premium.

Fiscal Impact

This project was approved in OCTA's Fiscal Year 2020-21 Budget, Human Resources and Organizational Development Division, Risk Management Department, Account No. 0041-7552-A2311-DSG, and is funded through the Workers' Compensation Internal Service Fund.

Summary

Based on the information provided, staff recommends authorizing the Chief Executive Officer to negotiate and execute Purchase Order No. A45740, for the renewal of the excess workers' compensation insurance policy, with Arch Insurance Company for an annual premium not to exceed \$550,000, for the policy period of October 1, 2020 to October 1, 2021.

Attachment

None.

Prepared by:

Al Gorski Department Manager, Risk Management 714-560-5817 Approved by:

Maggie McJilton Executive Director,

Human Resources & Organizational

Development Division

714-560-5824

Virginia Abadessa

Director, Contracts Administration and

Materials Management

714-560-5623





September 14, 2020

To: Members of the Board of Directors

From: Laurena Weinert, Clerk of the Board

Subject: Active Transportation Program Regional Project Selection Process

- Orange County Project Prioritization Methodology

Regional Planning and Highways Committee Meeting of September 3, 2020

Present: Directors Chaffee, Delgleize, Muller, M. Murphy, R. Murphy, and

Pulido

Absent: Director Bartlett

Committee Vote

Following the roll call vote, this item was declared passed 6-0 by the Members present.

Committee Recommendation

Approve the Orange County project prioritization methodology for the 2021 Active Transportation Program regional project selection process and future Active Transportation Program cycles.



September 3, 2020

To: Regional Planning and Highways Committee

From: Darrell E. Johnson, Chief Executive Officer §

Subject: Active Transportation Program Regional Project Selection Process

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- Orange County Project Prioritization Methodology

Overview

On March 25, 2020, the California Transportation Commission adopted the statewide 2021 Active Transportation Program Guidelines and issued a two-tiered call for bicycle and pedestrian projects. The State of California and the Southern California Association of Governments will administer the call for projects and project selection process. A proposal for the methodology that the Orange County Transportation Authority will use to prioritize projects in Orange County for the Southern California Association of Governments Active Transportation Program regional project selection process is presented for Board of Directors' approval.

Recommendation

Approve the Orange County project prioritization methodology for the 2021 Active Transportation Program regional project selection process and future Active Transportation Program cycles.

Background

The Active Transportation Program (ATP) was approved as part of SB 99 (Chapter 359, Statues of 2013) on September 26, 2013, and includes federal and state funds for bicycle and pedestrian calls for projects (call) statewide. The 2021 ATP call will provide funding for projects over a four-year period, covering fiscal years 2021-22 through 2024-25.

On March 25, 2020, the California Transportation Commission (CTC) adopted the statewide 2021 ATP Guidelines (CTC ATP Guidelines) and issued a call. A fact sheet outlining the CTC ATP Guidelines is provided in Attachment A.

The purpose of the ATP is to encourage increased use of active (non-motorized) modes of transportation by achieving the following goals:

- Increase the proportion of trips accomplished by bicycling and walking,
- Increase safety and mobility for non-motorized users,
- Advance the active transportation efforts of regional agencies to achieve greenhouse gas (GHG) reduction goals,
- Enhance public health,
- Ensure that disadvantaged communities fully share in the benefits of the program, and
- Provide a broad spectrum of projects to benefit many types of active transportation users.

In addition to the goals listed in statute, the ATP will also consider the goals and provisions set forward in Executive Order N-19-19, which directs state agencies to increase efforts statewide to reduce GHG emissions and mitigate the impacts of climate change while building a sustainable, inclusive economy.

Project applications will be submitted in two tiers, state and regional. Project applications for quick-build projects, which are semi-permanent improvements meant for testing and collecting community input prior to permanent construction, were due on July 15, 2020, and all other applications are due on September 15, 2020. Orange County agencies may submit applications to the state for the first tier of the call, which will provide approximately \$220.800 million for projects throughout the state.

Projects not selected in the statewide tier can be considered for the regional tier of the call through the Southern California Association of Governments (SCAG) project selection process, which will make available approximately \$14.930 million for Orange County projects.

On June 24, 2020, the CTC approved SCAG's ATP Regional Guidelines (SCAG Regional Guidelines), which outline the project selection process through the regional tier of the call. The adopted SCAG Regional Guidelines differ from the statewide CTC ATP Guidelines in the following areas:

- Awards funding to projects in two program categories:
 - Implementation projects allocated to the highest-scoring projects in each county using population-based funding targets
 - Planning and capacity building projects utilizing five percent of the regional share, allocated through a supplemental call.
- Utilizes a regional definition of disadvantaged communities with additional criteria including environmental justice areas and communities of concern.

 Establishes additional scoring criteria and weighting through county transportation commissions. This allows each county transportation commission to prioritize implementation projects by adding up to 20 points to projects that are consistent with plans adopted by local and regional governments within their jurisdiction.

Discussion

The CTC ATP Guidelines require the statewide call and the SCAG 2021 ATP regional project selection process to occur sequentially. Initially, all eligible project applications submitted through the statewide call will be screened by CTC staff and ranked. The CTC is expected to approve and program funding for quick-build projects in December 2020, and for all other statewide-awarded projects in June 2021.

Projects in the SCAG region, which are not selected in the statewide tier, are then considered for the regional tier of funding through the SCAG regional project selection process. This process allows for a local prioritization methodology to be developed by each of the county transportation commissions and augment the scores assigned to the projects through the statewide tier scoring. By statute, the methodology must be based on adopted local and regional plans.

On October 8, 2018, the Orange County Transportation Authority (OCTA) Board of Directors (Board) approved the prioritization methodology for the previous ATP call. Consistent with the SCAG Regional Guidelines, OCTA's approved local project prioritization methodology is based on the project's inclusion in local and regional plans that focus on bicycle and pedestrian gap closures and corridors, local community needs related to activities, such as Safe Routes to Schools, active transportation, and complete streets. Staff has updated the methodology. The existing methodology was developed to recognize prior planning and coordination for active transportation proposals at regional, sub-regional, or local levels. The proposed methodology will broaden the range of types of safety plans that can be used for this purpose, consistent with ATP goals. In addition to Safe Routes to School Plans, applications will be able to receive points for inclusion in Local Roadway Safety Plans, Vision Zero Plans, or for consistency with the Orange County Systemic Safety Plan. The details for the prioritization methodology are provided in Attachment B and OCTA will assist local agencies to identify eligible plans and assign points consistent with the approved methodology.

Next Steps

Once the submitted 2021 ATP applications are available in the fall, points will be assigned consistent with the methodology. Staff will then return to the Board to request approval of the recommended point assignments in order to submit to SCAG for the final award of regional ATP funds to the highest-ranking projects.

Summary

As part of the 2021 ATP call, any Orange County project applications that do not receive statewide funding will be considered for funding in the SCAG regional project selection metropolitan planning organizations call (\$14.930 million for Orange County). OCTA may assign an additional 20 points to each project based on regional planning priorities. Updates to the methodology to assign points to projects are presented for approval.

Attachments

- A. 2021 Active Transportation Program Fact Sheet
- B. 2021 Orange County Transportation Authority, Active Transportation Program Project Prioritization Methodology

Prepared by:

Denise Arriaga Ibarra Transportation Funding Analyst (714) 560-5489 Approved by:

Kia Mortazavi Executive Director, Planning (714) 560-5741

2021 Active Transportation Program Fact Sheet

Background

The Active Transportation Program (ATP) was created by SB 99 (Chapter 359, Statutes of 2013) and AB 101 (Chapter 354, Statutes of 2013) to encourage increased use of active modes of transportation, such as bicycling and walking. Fifty percent of funds will be awarded on a statewide basis. Forty percent of funds will be awarded to large metropolitan planning organizations (MPO) with populations greater than 200,000. Ten percent of funds will be awarded to small and rural regions with populations less than 200,000.

The purpose of the ATP is to encourage increased use of active modes of transportation by achieving the following goals:

- Increase the proportion of trips accomplished by bicycling and walking,
- Increase safety and mobility for non-motorized users,
- Advance the active transportation efforts of regional agencies to achieve greenhouse gas reduction goals,
- Enhance public health,
- Ensure that disadvantaged communities fully share in the benefits of the program, and
- Provide a broad spectrum of projects to benefit many types of active transportation users.

In addition to the goals listed in statute, the ATP will also consider the goals and provisions set forward in Executive Order N-19-19, including state housing goals.

Summary of Requirements

Summary of Require	monto
	Orange County cities
	County of Orange
	 Orange County Transportation Authority
Eligible	 California Department of Transportation (Caltrans)
Applicants	Transit agencies
Applicants	Schools and school districts
	 Public land and natural resource agencies
	Tribal governments
	• Nonprofits
	State and federal fund source
	 \$445.5 million available over four years
	 \$4.0 million – conservation corps set-aside
	 \$220.800 million – State of California call for projects (call)
Projected	 \$44.1 million – Small urban and rural agencies
· · · · · · · · · · · · · · · · · · ·	○ \$176.6 million – Large MPOs
Funding Estimate ¹	• \$93.419 million – Southern California Association of Governments (SCAG)
Latinate	call (estimated \$14.930 million to Orange County projects)
	 Funds must be programmed in fiscal years 2021-22 through 2024-25
	 \$250,000 minimum request (infrastructure projects)
	 25 percent of funds to disadvantaged communities²
	No match required through statewide call

¹ Projected fund estimate is based on adopted 2021 ATP fund estimate and SCAG population-based funding targets.

² Disadvantaged community eligibility is determined based on one of the following criteria: Census Tract median household income, CalEnviroScreen score, National School Lunch Program, Healthy Places Index score, and regional definitions as identified through the current Regional Transportation Plan/Sustainable Communities Strategy.

2021 Active Transportation Program Fact Sheet

Eligible Project Types	goals, including electric construction Plans — develope (i.e., communitywide transportation plans) Non-infrastructure — consistent with ATP	education, encouragement, enforcement activities
Additional Requirements/ Considerations	 A minimum of 25 p communities. Conservation Corps Semi-annual reporting Compliance with the 	e National Environmental Policy Act, Caltrans ROW ederal Highways Administration authorization to
	Date (Subject to Change) March 25, 2020	 Action California Transportation Commission (CTC) approves guidelines Call open
	July 15, 2020	Project applications due – quick-build applications
	September 14, 2020	 Local project prioritization methodology presented to the Board of Directors (Board)
	September 15, 2020	 Project applications due – non-quick-build applications Staff recommendations for quick-build released
Timeline	December 2, 2020	 CTC adoption of the quick-build program of projects
	December 14, 2020	Local project prioritization point assignment to regional program presented to Board for approval
	January 1, 2021	 Local project prioritization point assignment recommendations due to SCAG
	February 15, 2021	Staff recommendations for statewide and small urban/rural component released
	March 2021 (CTC meeting)	CTC adoption of the statewide and small urban/rural component
	May 14, 2021	 Final recommendations for MPO-selected projects due to CTC
	June 2021 (CTC meeting)	CTC adoption of the MPO selected projects

Additional Information
CTC ATP - https://catc.ca.gov/programs/active-transportation-program
SCAG ATP - http://www.scag.ca.gov/programs/Pages/ActiveTransportation.aspx?opentab=1

2021 Orange County Transportation Authority Active Transportation Program Project Prioritization Methodology

On October 8, 2018, the Orange County Transportation Authority (OCTA) Board of Directors (Board) approved a local prioritization methodology for projects submitted for Active Transportation Program (ATP) funding, consistent with plans adopted by local and regional governments within the County. Prioritization of ATP projects is also consistent with Board direction through the state and federal programming guidelines for bicycle projects that list a project's readiness as a priority for funding.

For the 2021 ATP cycle, staff is proposing to use the updated methodology below. There are no proposed changes to point values at this time.

Plan	Point Value (Maximum of 20 Points ¹)
A planned bikeway in the Orange County Commuter Bikeways Strategic Plan or OC Active	10
Project is included in the Orange County district bikeway strategies	10
Project is included in the OCTA non-motorized Metrolink Accessibility Strategy	10
Project is a sidewalk along a roadway on the Master Plan of Arterial Highways	5
Project is included in a state or local agency bicycle or pedestrian master plan, active transportation plan, or complete streets plan	5
Project is included in a local Safe Routes to Schools Plan Project is included in a local safety plan, including but not limited to, Safe Routes to Schools, Local Roadway Safety Plan, Vision Zero Plan, or implements countermeasures to identifiedy crash typologies in the project area consistent with the Orange County Systemic Safety Plan	5
Project is included in a specific plan or corridor plan	2
Project is included in local agency general plan or circulation element	2

The plans that are referenced above were developed consistent with OCTA's mission to develop and implement transportation solutions to enhance the quality of life and keep Orange County moving. The projects included in the plans focus on gap closure and regional bike corridors. Further, they are the most directly relevant plans that have been developed in Orange County, which meet the goals of the state ATP.

¹ The adopted 2021 ATP Southern California Association of Governments Regional Guidelines establish that the maximum points that can be assigned by the county transportation commission is 20 points. These local prioritization points will be added to the score provided by the state.

2021 Orange County Transportation Authority Active Transportation Program Project Prioritization Methodology

OCTA-led projects will be eligible for the additional points in the same manner as the local agency projects. The regional plans listed in the methodology were developed in coordination with all of the local Orange County agencies. Basing the assignment of points solely upon a project being included in various regional and local plans that focus on gap closures, community issues, Safe Routes to Schools, and regional bicycle and pedestrian corridors ensures that projects submitted by OCTA can receive equitable consideration.

Disadvantaged Communities Methodology

To maximize funding for Orange County projects, staff will evaluate the points assigned to each project to confirm that 25 percent of the regional funding goes to projects that will benefit disadvantaged communities as required by SB 99 (Chapter 359, Statutes of 2013). Staff will consider reprioritization of points to projects if the highest scoring projects in Orange County do not meet the requirement.





September 14, 2020

To: Members of the Board of Directors

Dw

From: Laurena Weinert, Clerk of the Board

Subject: Amendment to Agreement for Janitorial Services

Transit Committee Meeting of September 10, 2020

Present: Directors Davies, Do, Jones, Shaw, and Sidhu

Absent: Director Pulido

Committee Vote

Following the roll call vote, this item was declared passed 4-0 by the Members present.

Director Davies was not present to vote on this item.

Committee Recommendation

Authorize the Chief Executive Officer to negotiate and execute Amendment No. 3 to Agreement No. C-7-1723, between the Orange County Transportation Authority and Gamboa Services, Inc., doing business as Corporate Image Maintenance, in the amount of \$2,485,575, to exercise the option term of the agreement from November 1, 2020 through October 31, 2022, for continued janitorial services. This will increase the maximum obligation of the agreement to a total contract value of \$5,787,111.



September 10, 2020

To: Transit Committee

From: Darrell E. Johnson, Chief Executive Officer

Subject: Amendment to Agreement for Janitorial Services

Overview

On September 25, 2017, the Board of Directors approved an agreement with Gamboa Services, Inc., doing business as Corporate Image Maintenance, to provide janitorial services for a three-year initial term with one, two-year option term. The initial term expires October 31, 2020. Staff is requesting Board of Directors' approval to exercise the two-year option term.

Recommendation

Authorize the Chief Executive Officer to negotiate and execute Amendment No. 3 to Agreement No. C-7-1723, between the Orange County Transportation Authority and Gamboa Services, Inc., doing business as Corporate Image Maintenance, in the amount of \$2,485,575, to exercise the option term of the agreement from November 1, 2020 through October 31, 2022, for continued janitorial services. This will increase the maximum obligation of the agreement to a total contract value of \$5,787,111.

Discussion

Janitorial services are currently provided at five Orange County Transportation Authority (OCTA)-owned bus maintenance and operations bases, six transportation centers, and one park-and-ride facility throughout Orange County. These facilities require janitorial services on a daily, weekly, monthly, and quarterly basis. OCTA requires the vendor to furnish a qualified labor force sufficient to complete all specified requirements in the prescribed time and to furnish all cleaning materials and equipment to perform these services. OCTA provides the paper products necessary for these services.

Services performed include the cleaning of offices, restrooms, locker rooms, and break areas in the operations and maintenance buildings, bus yards, and maintenance shop areas. The scope of work also provides for monthly pressure

washing service, with the capture of all fluids, and quarterly window cleaning. Additionally, the contractor ensures that the transit centers and the park-and-ride facility are free from trash and debris. The contractor is responsible for the cleanliness of more than 400,000 square feet of OCTA-owned bus bases, 1,518 parking stalls for buses and cars, 75 maintenance bays, and 66 multi-stall restrooms.

Procurement Approach

The original procurement was handled in accordance with OCTA's Board of Directors (Board)-approved policies and procedures for professional and technical services. On September 25, 2017, the Board approved award of the agreement with Gamboa Services, Inc., doing business as (dba) Corporate Image Maintenance, for a three-year initial term with one, two-year option term, from November 1, 2017 through October 31, 2020, in the amount of \$3,243,840. The original agreement was awarded on a competitive basis and has been previously amended as described in Attachment A.

The proposed Amendment No. 3 is to exercise the two-year option term of the agreement through October 31, 2022, at the same rates as negotiated in the original agreement. Amending this agreement will increase the maximum cumulative payment obligation by \$2,485,575, bringing the total contract value to \$5,787,111, which will allow for continued janitorial services.

Fiscal Impact

The project was approved in OCTA's Fiscal Year 2020-21 Budget, Operations Division, Maintenance Department, Account 2166-7615-D3107-2WR and is funded through the Local Transportation Fund.

Summary

Based on the information provided, staff recommends the Board authorize the Chief Executive Officer to negotiate and execute Amendment No. 3 to Agreement No. C-7-1723 with Gamboa Services, Inc., dba Corporate Image Maintenance, in the amount of \$2,485,575, to exercise the two-year option term of the agreement from November 1, 2020 through October 31, 2022, for janitorial services. This will increase the maximum obligation of the agreement to a total contract value of \$5,787,111.

Attachment

A. Gamboa Services, Inc., doing business as Corporate Image Maintenance, Agreement No. C-7-1723 Fact Sheet

Prepared by:

Dayle Withers

Department Manager, Maintenance

714-560-5338

yirginia Abadessa

Director, Contracts Administration and Materials Management

714-560-5623

Approved by:

Cliff Thorne

Director, Maintenance and Motorist

Services

714-560-5975

Jennifer L. Bergener

Chief Executive Officer, Operations/

Deputy Chief Executive Officer

714-560-5462

Gamboa Services, Inc., doing business as Corporate Image Maintenance Agreement No. C-7-1723 Fact Sheet

- 1. September 25, 2017, Agreement No. C-7-1723, \$3,243,840, approved by the Board of Directors (Board).
 - Agreement to provide janitorial services.
 - Initial term effective November 1, 2017 through October 31, 2020, with one, two-year option term.
- 2. April 10, 2018, Amendment No. 1 to Agreement No. C-7-1723, \$27,696, approved by Contracts Administration and Materials Management Department (CAMM).
 - Amendment to add services to gymnasiums located at the Santa Ana and Garden Grove bases.
- 3. July 1, 2019, Amendment No. 2 to Agreement No. C-7-1723, \$30,000, approved by CAMM.
 - Amendment to add additional pressure washing service at the Newport Beach Transportation Center.
- 4. September 14, 2020, Amendment No. 3 to Agreement No. C-7-1723, \$2,485,575, pending approval by the Board.
 - Amendment to exercise the two-year option term, extending the term of agreement through October 31, 2022.

Total committed to Gamboa Services, Inc., doing business as Corporate Image Maintenance, Agreement No. C-7-1753: \$5,787,111.





September 14, 2020

To: Members of the Board of Directors

From: Laurena Weinert, Clerk of the Board

Subject: October 2020 Bus Service Change

Transit Committee Meeting of September 10, 2020

Present: Directors Davies, Do, Jones, Shaw, and Sidhu

Lus

Absent: Director Pulido

Committee Vote

Following the discussion, no action was taken on this receive and file information item.

Staff Recommendation

Receive and file as an information item.



September 10, 2020

To: Transit Committee

From: Darrell E. Johnson, Chief Executive Officer

Subject: October 2020 Bus Service Change

Overview

The October 2020 bus service change will continue to provide the same level of bus service as was implemented in June 2020. This recommendation is based on stable ridership demand during the coronavirus pandemic. Staff will develop a contingency plan in case additional service is needed between October 2020 and the regularly planned February 2021 schedule change.

Recommendation

Receive and file as an information item.

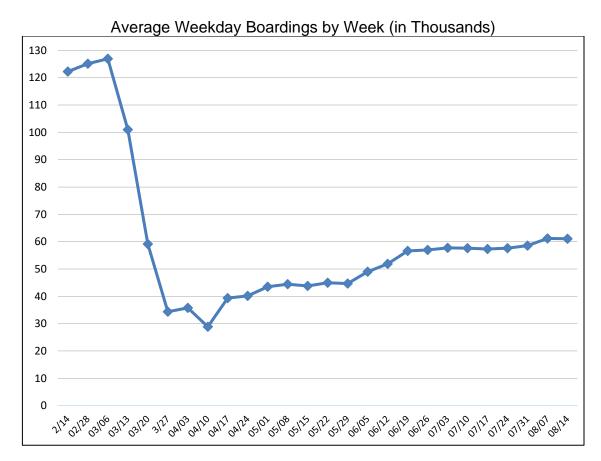
Background

The Orange County Transportation Authority (OCTA) implements schedule and route revisions to selected bus routes three times a year, in February, June, and October. The next bus service change is scheduled for implementation on October 11, 2020. OCTA implemented an emergency service change on March 23, 2020, which reduced service in response to significantly diminished ridership and to comply with Governor Newsom's stay-at-home order, and help protect the health of OCTA employees while providing a baseline level of service for customers needing to make essential trips. Service was subsequently added as part of the June service change to address increases in ridership as businesses began to re-open. The service change in October will continue with the same schedules implemented in June 2020. Additional bus trips and trippers will continue to be operated, as needed, based on social distancing requirements.

Discussion

After the implementation of the Governor's stay-at-home order, weekday OC Bus ridership dropped significantly. Weekday ridership decreased from approximately 125,000 boardings to the low 30,000s immediately after the stay-at-home order but has been steadily recovering and is now in the low

60,000s. On March 23, 2020, OCTA reduced fixed-route bus service by approximately 40 percent by implementing Sunday service schedules on all routes, seven days a week. The June service change provided an enhanced Saturday service schedule on weekdays and a regular schedule on Saturdays and Sundays. This amount of service equates to about 75 percent of pre-coronavirus (COVID-19) service levels. Ridership has remained relatively stable since the June service change. The chart below shows average weekday ridership from before COVID-19 stay-at-home orders were instituted through mid-August. The level of service implemented in June 2020 should be sufficient to meet demand. Staff will continue to monitor passenger loads and dispatch additional bus trips on routes where social distancing may be an issue.



Contingency Plan

Staff has been developing contingency plans, which could be implemented between October 2020 and the regularly planned February 2021 service change if ridership increases to a level which cannot be accommodated by existing service levels. The plan will assume increased passenger loads and provide additional frequency as needed to accommodate additional ridership growth. Events that could trigger the implementation of this plan could include ridership increases caused by schools reopening for in-person classes and reopening of major businesses and event centers.

Front-Door Boarding and Fare Collection

In March 2020, staff implemented rear-door boarding in order to provide additional protection for OCTA coach operators against COVID-19. As a consequence, use of the farebox was no longer possible as this portion of the bus was cordoned off from the rest of the vehicle. Staff has been exploring how to safely reintroduce front door boarding to allow for full fare collection and to provide additional passenger seating. Maintenance staff has designed and begun the installation of clear plastic shields between the coach operator compartment and farebox. This, in combination with the face covering requirements, onboard hand sanitizing dispensers, and onboard face covering dispensers, will provide the option to return to front-door boarding as soon as October. When implemented, the number of passengers allowed on each 40-foot bus will be increased from 15 to 20, which should allow for sufficient social distancing with front-door boarding. Capacity on 60-foot buses will increase from 20 to 35 passengers. The change will provide OCTA with the ability to handle more demand with scheduled services, reduce wait times, and provide better customer service.

Summary

The October 2020 bus service change will keep the same schedules as were implemented in June 2020. Staff will continue to monitor ridership and develop a contingency plan to implement additional service if necessary, between October and February 2021. Staff will also work towards reimplementing front-door boarding for fare collection and increased passenger seating.

Attachment

None.

Prepared by:

Gary Hewitt Section Manager, Transit Planning (714) 560-5715 Approved by:

Kia Mortazavi Executive Director, Planning (714) 560-5741





September 14, 2020

To: Members of the Board of Directors

From: Laurena Weinert, Clerk of the Board

Subject: Cooperative Agreement with the City of Mission Viejo for the

Chrisanta Drive Community Soundwall

Regional Planning and Highways Committee Meeting of September 3, 2020

Present: Directors Chaffee, Delgleize, Muller, M. Murphy, R. Murphy, and

Pulido

Absent: Director Bartlett

Committee Vote

Following the roll call vote, this item was declared passed 6-0 by the Members present.

Committee Recommendation

Authorize the Chief Executive Officer to negotiate and execute C-0-2543 the Cooperative Agreement No. between Orange County Transportation Authority and the City of Mission Viejo, in the amount of \$215,700, for the City of Mission Viejo to prepare the plans, specifications, and estimates for the Chrisanta Drive community soundwall.



September 3, 2020

To: Regional Planning and Highways Committee

From: Darrell E. Johnson, Chief Executive Officer

Subject: Cooperative Agreement with the City of Mission Viejo for the

Chrisanta Drive Community Soundwall

Overview

The City of Mission Viejo has requested funding assistance from the Orange County Transportation Authority to design a soundwall on private properties in the Chrisanta Drive community along northbound Interstate 5 between Oso Parkway and La Paz Road. Staff is requesting approval of a cooperative agreement with the City of Mission Viejo to fund the City of Mission Viejo's preparation of the plans, specifications, and estimates for the proposed soundwall.

Recommendation

Authorize the Chief Executive Officer to negotiate and execute Cooperative Agreement No. C-0-2543 between the Orange County Transportation Authority and the City of Mission Viejo, in the amount of \$215,700, for the City of Mission Viejo to prepare the plans, specifications, and estimates for the Chrisanta Drive community soundwall.

Discussion

The Orange County Transportation Authority (OCTA) is funding and implementing the Interstate 5 (I-5) improvement project between State Route 73 and El Toro Road (Project) as part of the Measure M2 (M2) freeway program. Soundwalls meeting state and federal noise mitigation criteria are included in the Project. One area that did not meet the criteria to be included to receive a soundwall was the Chrisanta Drive community in the City of Mission Viejo (City). While the environmental documentation indicated a soundwall was required to mitigate noise, a soundwall at this location was not deemed reasonable, or cost effective, due primarily to physical constraints. In order to be feasible and effectively provide the required noise mitigation, this soundwall would need to be constructed on private property, all affected owners would need to agree to

construction and maintenance of the soundwall, and as recordation of the soundwall as a permanent burden on the owner's property.

In September 2015, as part of the final design of the Project, a feasibility study was performed by OCTA's design consultant to investigate construction of a soundwall along the rear property lines of 31 affected homes adjacent to the freeway. The study concluded a soundwall can be constructed that will mitigate the highway noise affecting the residences, provided it is built on those private properties. In April 2016, an offer of \$55,000 per residence was made by OCTA to the City to construct the soundwall. This offer also included an appropriate level of design and construction support to be funded by OCTA. At the City's request, an escalation factor of four percent per year has been included in the funding amounts.

The City has requested a cooperative agreement with OCTA to fund the preparation of the plans, specifications, and estimates (PS&E) for the soundwall. If approved by the Board of Directors (Board), staff will enter into an agreement with the City for the City to act as the lead agency to prepare the PS&E and to address issues, including encroachment permits, right-of-way, and recording the homeowners' agreements with the County Recorder's office.

The City will prepare a preliminary design, sufficient for the City to obtain written agreements from each of the homeowners to allow construction, inspection, and maintenance of the soundwall by the City. Should the City fail to obtain written agreements from all 31 homeowners, OCTA and the City will agree as to what part, if any, of the proposed soundwall can feasibly be constructed. If an agreement is not reached between OCTA and the City, OCTA will not provide funding to the City for final design or construction of the soundwall. If OCTA and the City reach agreement on the extent of the proposed soundwall, OCTA will provide final design funding, up to a maximum of \$215,700, to the City.

If the City meets the requirements of the cooperative agreement to proceed to construction, staff will return with a request for Board approval to amend the agreement to include additional funding up to a maximum of \$2,157,000 for construction capital, and up to a maximum of \$215,700 for construction support to construct soundwalls along 31 properties, for a total maximum obligation of \$2,588,400 in M2 funds. The design is scheduled to be completed in early 2022, with construction beginning in late 2022.

Fiscal Impact

The total cost of design, including legal fees, is estimated to be \$215,700. Funding for this cooperative agreement with the City is included in OCTA's Fiscal Year 2020-21 Budget, Capital Programs Division, Account 0017-7831-FC105-106, and is funded with M2 funds.

Cooperative Agreement with the City of Mission Viejo for the *Page 3* Chrisanta Drive Community Soundwall

Summary

Staff requests Board approval for the Chief Executive Officer to negotiate and execute Cooperative Agreement No. C-0-2543 with the City for City services, in the amount of \$215,700, to prepare the PS&E for the Chrisanta Drive community soundwall.

Attachment

None.

Prepared by:

Niall Barrett, P.E. Program Manager (714) 560-5879

Virginia Abadessa Director, Contracts Administration and Materials Management (714) 560-5623 Approved by:

James G. Beil, P.E.

Executive Director, Capital Programs

(714) 560-5646





September 14, 2020

To: Members of the Board of Directors

LW

From: Laurena Weinert, Clerk of the Board

Subject: Agreement for Metrolink Train Stations Platform Detectable Tiles

Replacement and Painted Guideline Restriping Project

Transit Committee Meeting of September 10, 2020

Present: Directors Davies, Do, Jones, Shaw, and Sidhu

Absent: Director Pulido

Committee Vote

Following the roll call vote, this item was declared passed 4-0 by the Members present.

Director Davies was not present to vote on this item.

Committee Recommendations

A. Find AP Construction, Inc., the apparent low bidder, as non-responsive for failure to complete and submit the List of Subcontractors form with the bid as required by the California Public Contract Code and for failure to sign the Disclosure of Lobbying Activities form as required by the bid instructions and the Federal Transit Administration.

B. Authorize the Chief Executive Officer to negotiate and execute Agreement No. C-0-2413 between the Orange County Transportation Authority and Two Brothers Construction Corp., the lowest responsive, responsible bidder, in the amount of \$1,098,000, for the Metrolink train stations platform detectable tiles replacement and painted guidelines restriping project.



September 10, 2020

To:

From:

Darrell E. Johnson, Chief Executive Officer

Agreement for Metrolial T

Replace Subject:

Replacement and Painted Guidelines Restriping Project

Overview

The Orange County Transportation Authority is responsible for the ongoing maintenance of the operating railroad right-of-way for the Metrolink stations in Orange County. Aligned with that responsibility, the platform detectable tiles and painted guidelines at six Metrolink stations require replacement. Board of Directors' approval is requested to execute the agreement.

Recommendations

- Α. Find AP Construction, Inc., the apparent low bidder, as non-responsive for failure to complete and submit the List of Subcontractors form with the bid as required by the California Public Contract Code and for failure to sign the Disclosure of Lobbying Activities form as required by the bid instructions and the Federal Transit Administration.
- B. Authorize the Chief Executive Officer to negotiate and execute Agreement No. C-0-2413 between the Orange County Transportation Authority and Two Brothers Construction Corp., the lowest responsive, responsible bidder, in the amount of \$1,098,000, for the Metrolink train stations platform detectable tiles replacement and painted guidelines restriping project.

Discussion

The Orange County Transportation Authority (OCTA) is responsible for maintaining the rail operating property within the right-of-way it owns. This obligation includes the replacement of detectable tiles and painted guidelines at Metrolink station platforms. Detectable tiles are used to provide a standardized textured yellow surface along accessible train station platforms and warn the visually impaired of hazards. The detectable tiles are required by the Americans with Disabilities Act of 1990. The painted guideline is a four-inch wide yellow stripe with the wording "Please Wait Behind Yellow Line" stenciled to warn passengers to stand clear of the area.

OCTA staff conducted station site visits in August 2019 to verify the conditions reported in Metrolink's monthly station inspection report and recommends the replacement of the detectable tiles and restriping of the painted guidelines for the Buena Park, Fullerton, Laguna Niguel/Mission Viejo, Orange, San Clemente North Beach, and Santa Ana Metrolink stations. The Metrolink Train Stations Platform Detectable Tiles Replacement and Painted Guidelines Restriping Project (Project) will bring the tiles and striping to current standards set by the Southern California Regional Rail Authority. The Project will ensure that public transportation assets continue to meet the standards of a state of good repair. Additionally, the replacement of deteriorated detectable warning tiles and restriping the yellow-painted safety guidelines along the rail platforms will enhance the safety and provide clear warnings to passengers with and without disabilities. At the Fullerton Metrolink Station, select detectable tiles will be replaced earlier than anticipated due to damage potentially resulting from freight operations.

Procurement Approach

This procurement was handled in accordance with Board of Directors-approved procedures for public works projects. These procedures, which conform to both state and federal requirements, require that contracts are awarded to the lowest responsive, responsible bidder after a sealed bidding process.

Invitation for Bids (IFB) 0-2413 was electronically released on July 6, 2020, through OCTA's CAMMNET system. The Project was advertised on July 6 and 13, 2020, in a newspaper of general circulation. A pre-bid conference was held on July 15, 2020, and was attended by five firms. Two addenda were issued to provide the pre-bid conference registration sheets and handle administrative issues related to the IFB. On July 29, 2020, three bids were received and publicly opened.

All bids were reviewed by staff from both Contracts Administration and Materials Management and Rail Programs departments to ensure compliance with the contract terms and conditions, and technical specifications. The list of bidders and bid amounts is presented below:

Firm and Location	Bid Amount
AP Construction, Inc. Gardena, California	\$1,089,000
Two Brothers Construction Corp. Buena Park, California	\$1,098,000
Houalla Enterprises, Ltd., doing business as Metro Builders & Engineers Group, Ltd. Newport Beach, California	\$1,119,390

The apparent low bidder, AP Construction, Inc., was deemed non-responsive for failure to complete the List of Subcontractors form as required by the California Public Contract Code Section 4104 and for failure to sign the Disclosure of Lobbying Activities form as required by the bid instructions and the Federal Transit Administration (FTA), which is providing funding for this Project.

State law requires award to the lowest responsive, responsible bidder. As such, staff recommends award to Two Brothers Construction Corp., the lowest, responsive, responsible bidder, in the amount of \$1,098,000, for the Project.

The engineer's estimate for this Project was \$1,184,950. The recommended firm's bid is 7.3 percent below the engineer's estimate and is considered by staff to be fair and reasonable.

Fiscal Impact

The Project was approved in the OCTA Fiscal Year 2020-21 Budget, Capital Programs Division, Account 0018-9084-C5063-TZR, and is funded through FTA funds with a Measure M2 match.

Summary

Based on the information provided, staff recommends the Board of Directors authorize the Chief Executive Officer to negotiate and execute Agreement No. C-0-2413 to Two Brothers Construction Corp., in the amount of \$1,098,000, for the Metrolink Train Stations Platform Detectable Tiles Replacement and Painted Guidelines Restriping Project.

Attachment

None.

Prepared by:

Jason Lee Project Manager

(714) 560-5833

Virginia Abadessa

Director, Contracts Administration and

Materials Management

(714) 560-5623

Approved by:

James G. Beil, P.E.

Executive Director, Capital Programs

(714) 560-5646





September 14, 2020

To: Members of the Board of Directors

From: Laurena Weinert, Clerk of the Board

Subject: Environmental Mitigation Program Endowment Fund Investment

Report for June 30, 2020

Finance and Administration Committee Meeting of September 9, 2020

Present: Directors Do, Hennessey, Hernandez, Jones, Muller, R. Murphy,

and Steel

Absent: None

Committee Vote

Following the roll call vote, this item was declared passed 7-0 by the Members present.

Committee Recommendation

Receive and file as an information item.



September 9, 2020

To: Finance and Administration Committee

From: Darrell E. Johnson, Chief Executive Officer

Subject: Environmental Mitigation Program Endowment Fund Investment

Report for June 30, 2020

Overview

The Orange County Transportation Authority has developed a Natural Community Conservation Plan/Habitat Conservation Plan, acquired conservation properties, and funded habitat restoration projects to mitigate the impacts of Measure M2 freeway programs. The California Community Foundation manages the non-wasting endowment required to fund the long-term management of the conservation properties. Each quarter, the California Community Foundation publishes a comprehensive report detailing the composition of the pool and its performance.

Recommendation

Receive and file as an information item.

Background

On September 26, 2016, the Board of Directors approved the selection of the California Community Foundation (CCF) as an endowment fund manager for the Measure M2 Environmental Mitigation Program. Annually, approximately \$2.9 million will be deposited in the endowment. As of June 30, 2020, the Orange County Transportation Authority has made four deposits to the CCF Endowment Pool, each in the amount of \$2,877,000. These annual deposits are expected to continue for ten to 12 years, or until the fund totals approximately \$46.2 million.

Discussion

Per Attachment A, the balance as of June 30, 2020, was \$12,419,908. The balance is slightly below the June 30, 2020 target of \$12,440,408, due to capital markets experiencing sharp declines due to the coronavirus and its adverse effects on the economic activity. Throughout the second quarter, markets continued to experience various price swings with United States stocks ending the quarter on a positive note, but with continued high volatility. The CCF's Endowment Pool portfolio is well diversified, with various asset classes that can handle changes in market volatility.

Per Attachment B, as of June 30, 2020, total pool assets in the CCF Endowment Pool were \$1.14 billion. Total foundation assets were \$1.9 billion. Performance for the CCF Endowment Pool was 1.2 percent for the month, 0.6 percent below the benchmark; 11.5 percent for the quarter, 1.4 percent below the benchmark. The one-year return was 0.1 percent, 1.2 percent below the benchmark.

Summary

The Orange County Transportation Authority is submitting a copy of the California Community Foundation Investment Report to the Board of Directors. The report is for the quarter ending June 30, 2020.

Attachments

- A. California Community Foundation Fund Statement 4/1/2020 6/30/2020
- B. California Community Foundation Endowment Pool Investments June 2020

Prepared by:

Robert Davis
Department Manager
Treasury and Public Finance
714-560-5675

Andrew Oftelie Chief Financial Officer Finance and Administration 714-560-5649

Approved by:

ATTACHMENT A



Fund Name OCTA - Measure M2 Environmental

Mitigation Program Fund

Fund Start Date 2/28/2017

Investment Pool(s) Endowment Pool

FUND STATEMENT

OCTA - Measure M2 Environmental Mitigation Program Fund (V398)

4/1/2020 - 6/30/2020

Fund Summary

	Report Period 4/1/2020 - 6/30/2020	Calendar YTD 1/1/2020 - 6/30/2020
Opening Fund Balance	\$11,137,651.05	\$13,034,838.42
Contributions	0.00	0.00
Investment Activity, net	1,282,256.95	(580,482.09)
Administration & Grant Management Fees	0.00	(34,448.33)
Net Changes to Fund	1,282,256.95	(614,930.42)
Ending Balance	\$12,419,908.00	\$12,419,908.00

Investment Pool Performance as of 6/30/2020

	This Qtr.	1-Year	3-Years	5-Years	10-Years
Endowment Pool	11.5%	0.1%	4.7%	4.6%	6.5%
Social Impact Endowment Pool	15.4%	9.8%	8.4%	7.4%	8.8%
Conservative Balanced Pool	7.6%	5.0%	5.3%	4.8%	n/a
Short Duration Bond Pool	1.8%	5.4%	3.4%	2.6%	n/a
Capital Preservation Pool	0.5%	1.9%	1.8%	1.2%	0.7%

Endowment Pool - invested for long-term growth and appreciation while providing a relatively predictable stream of distributions that keeps pace with inflation over time. The target asset allocation is 50% equities, 14% hedge funds, 22% fixed income and 14% real assets. Investment management fees are 66 basis points.

Social Impact Endowment Pool - invested in a diversified pool aiming for capital growth for long-term grantmaking; underlying instruments undergo rigorous environmental and social analysis, with an asset allocation of approximately 60%-75% equities and 25%-40% fixed income. Investment management fees are 68 basis points.

Conservative Balanced Pool - designed to aim for moderate growth and to offer diversified exposure to the U.S. equity market and to investment grade fixed income with maturities from one to five years and an asset allocation of 70% fixed income and 30% equities investments. Investment management fees are 9 basis points.

Short Duration Bond Pool - invested to offer diversified exposure to investment grade fixed income with maturities from one to five years for the purposes of grants over a near-term one to four year horizon. Investment management fees are 5 basis points.

Capital Preservation Pool - designed to preserve principal and provide liquidity for present grantmaking needs through investment in short-term fixed income and cash instruments. Investment management fees are 10 basis points.





Endowment Pool June 2020

The Endowment Pool returned 1.2% for the month of June 2020, 60 basis points behind its benchmark. For the trailing year, the pool returned 0.1%, 120 basis points behind its benchmark.

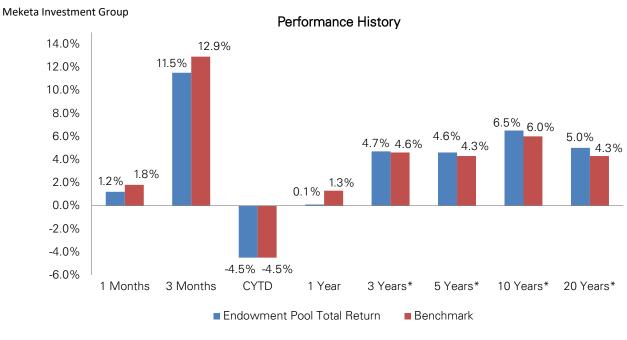
Total Pool Assets

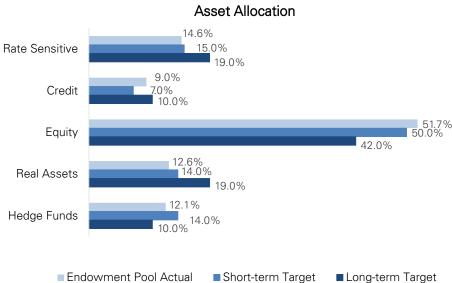
\$1.14 billion (Endowment Pool), \$1.90 billion (total foundation assets) as of June 30, 2020.

Pool Objective

Preserve the real (i.e., inflation-adjusted) purchasing power of the investment pool net of annual distributions for grants and expenses. An additional objective is to provide a relatively predictable, stable stream of distributions for grants and expenses that keep pace with inflation over time.

Investment Consultant





^{*}Represents annualized returns.

¹⁾ Investment expense ratio approximates 0.60%, excluding fund manager incentive fees.

²⁾ Investment performance is presented net of investment expenses, inlcuding fund manager incentive fees.

³⁾ Total Fund Benchmark is a combination of: 48% MSCI ACWI - 2% Cambridge PE Index 1-Qtr Lag / 14% HFR FOF / 5% ODCE - 5% S&P Global Large Mid NR - 4% S&P Global Infrastructure / 9% Barc Agg. - 3% Barc 1-5 Yr. Gov/Cr - 3% Barc 0-5 Yr. US Treasury TIPs / 2% Barc High Yield - 2% S&P/LSTA Leveraged Loan - 3% JP Morgan EMBI Global Diversified.

⁴⁾ Short-term target allocation is over 1-4 years, long-term target allocation is over 4-9 years.



September 14, 2020

To: Members of the Board of Directors

From: Darrell E. Johnson, Chief Executive Officer

Subject: Measure M2 Quarterly Progress Report for the Period of

April 2020 Through June 2020

Overview

Staff has prepared the Measure M2 quarterly progress report for the period of April 2020 through June 2020, for consideration by the Orange County Transportation Authority Board of Directors. This report highlights progress on Measure M2 projects and programs and will be available to the public via the Orange County Transportation Authority website.

Recommendation

Receive and file as an information item.

Background

On November 7, 2006, Orange County voters, by a margin of 69.7 percent, approved the Renewed Measure M Transportation Investment Plan (Plan) for the Measure M2 (M2) one half-cent sales tax for transportation improvements. The Plan provides a 30-year revenue stream for a broad range of transportation and environmental improvements, as well as a governing ordinance, which defines the requirements for implementing the Plan. Ordinance No. 3 designates the Orange County Transportation Authority (OCTA) as responsible for administering the Plan and ensuring that OCTA's contract with the voters is followed.

OCTA is committed to fulfilling the promises made in M2. This means not only completing the projects described in the Plan but adhering to numerous specific requirements and high standards of quality called for in the measure, as identified in the ordinance. Ordinance No. 3 requires that quarterly status reports regarding the major projects detailed in the Plan be brought to the OCTA Board of Directors (Board). The Board is also provided with individual project staff reports and overall reports on the status of the capital programs by the Capital Programs Division.

Discussion

This quarterly report reflects current activities and progress across all M2 programs for the period of April 1, 2020 through June 30, 2020 (Attachment A). The report includes budget and schedule information provided from the Capital Action Plan, Local Fair Share and Senior Mobility Program payments made to cities during the quarter, as well as total distributions from M2 inception through June 2020.

Additionally, Attachment A includes a summary of the Program Management Office (PMO) activities that have taken place during the quarter. One area in particular is highlighted below.

Next 10 Delivery Plan/Sales Tax Revenue Forecast

Annually, staff reviews the Board-adopted commitments in the Next 10 Delivery Plan (Next 10) to ensure the plan remains deliverable. From May through July 2020, the Board received updated economic outlook and taxable sales forecasts from MuniServices, University of California, Los Angeles, Chapman University, and California State University, Fullerton. Anticipating a decrease in taxable sales due to the coronavirus (COVID-19) pandemic, OCTA prepared a preliminary update for the M2 sales tax forecast. In August 2020, the preliminary forecast of \$11.6 billion for the M2 Program was shared with the Board, which represents a decline of \$1.8 billion compared to last year's forecast. The preliminary forecast will be updated based on final fiscal year (FY) 2019-20 sales tax receipts. Staff will return to the Board with the final forecast in October 2020.

The updated sales tax forecast will be included in the Next 10 review, along with updated project and program cash flows, and the fall update of the construction market conditions analysis. The updated Next 10 is anticipated to be presented to the Board in November 2020.

Progress Update

The following provides an overview of M2 accomplishments to date by mode, as well as highlights of activities that occurred during quarter four.

Freeway Program

The M2 Freeway Program consists of 30 project segments to be delivered by 2041. Currently, while in year ten of the 30-year program, 12 project segments are complete, four are in construction, and another four are readying for

construction. The remaining ten project segments are in various stages of project development, with six (included in the 2019 Next 10) of those slated to go into construction and be complete or near complete by 2026.

Key freeway project activities taking place this quarter, along with updates, are highlighted below.

- Interstate 5 (I-5) between State Route 55 (SR-55) and State Route 57 (SR-57) - The first of two northbound high-occupancy vehicle (HOV) lanes and the first of two southbound HOV lanes reopened to traffic on June 30 and July 2, 2020, respectively. (Project A)
- I-5 between Alicia Parkway and El Toro Road The project was advertised for construction on May 11, 2020, and the bid opening was held on June 30, 2020. Construction is anticipated to begin in fall 2020. (Project C)
- SR-55 between Interstate 405 (I-405) and I-5 A project update was provided to the Regional Planning and Highways (RPH) Committee on May 4, 2020, and to the Board on May 11, 2020. The 100 percent design was submitted, and right-of-way (ROW) acquisition, utility relocation coordination, and public outreach activities are underway. The Board also provided direction to continue implementation of the project through construction. (Project F)
- State Route 91 between SR-55 to SR-57 The environmental phase of this project was completed with the approval of the final environmental document on June 22, 2020. The project is being delivered in three segments to optimize bidding opportunities. Design work on segment two, between La Palma Avenue and SR-55, commenced on June 17, 2020. Design work on segment one, between SR-55 and Lakeview Avenue, has been underway since March 2020. Design work on segment three, between Acacia Street to La Palma Avenue will be underway in late 2020. (Project I)
- I-405 between State Route 73 and Interstate 605 (I-605) Construction on the project is proceeding and a full project update was provided to the RPH Committee on May 4, 2020, and to the Board on May 22, 2020. In June 2020, stage one of the Goldenwest Street and Bolsa Chica Road bridges was completed and opened to traffic. (Project K)

I-605/Katella Interchange Improvements - The request for proposals for design was approved for release by the Board on April 13, 2020. Staff recommendation for consultant selection was approved by the Board on August 10, 2020. Design is anticipated to begin late 2020. (Project M)

Streets and Roads

Since 2011, approximately \$884 million¹ has been allocated to local jurisdictions for transportation improvements through the streets and roads competitive and formula funding programs. Additionally, M2 provided \$149 million, a portion of the \$667 million total project cost, to grade separate seven street and rail crossings, leveraging the majority of the funds (\$518 million) from local, state, and federal sources.

Regional Capacity Program and Regional Traffic Signal Synchronization Program – On May 11, 2020, the Board approved \$23.4 million of funding for eight arterial and intersection capacity enhancement projects, and \$12.1 million of funding for six signal synchronization projects (Project O and Project P)

Transit

The M2 transit mode includes a number of programs designed to provide additional transportation options. M2 is the main funding source for Metrolink commuter rail service in Orange County and provides funding for rail station improvements and transit connections to extend the reach of the services.

Since 2011, M2 has provided competitive multi-year funding commitments for bus and station van extension services connecting to Metrolink (\$483,133 to date), local community-based transit circulators and planning studies (\$41.8 million to date), bus stop improvements (\$1.9 million to date), and funding to support specific programs to meet the needs of seniors and persons with disabilities (\$80.7 million¹ to date). Key transit project activities taking place this quarter are highlighted below.

OC Streetcar - A quarterly update was provided to the Transit Committee on June 11, 2020, and to the Board on June 22, 2020. The update included information on status of construction activities, vehicle manufacturing and

¹ Includes disbursements to the City of Santa Ana and City of Stanton. On May 13, 2019, the Board determined that the cities were ineligible to receive net M2 revenues. Funds were suspended until the cities achieved compliance. On April 13, 2020, based on compliance audit results, the Board determined the cities eligible to receive net M2 revenues again.

delivery, award of contract for operations and maintenance services to Herzog Transit Services, and public outreach activities. (Project S)

• Community-Based Transit Circulators - Programming recommendations for six capital and operating reserves and three planning studies, totaling \$9.2 million, were presented to the Transit Committee on April 9, 2020, and to the Board on April 13, 2020. (Project V)

Environmental Programs

The M2 Program includes two innovative programs, the Environmental Cleanup Program (ECP) with specific activity, and the Environmental Mitigation Program (EMP) with funding from the M2 Freeway Program. The ECP improves water quality by addressing transportation-related pollutants, while the EMP offsets biological impacts of freeway projects.

Since 2011, the ECP has allocated approximately \$48.6 million to local jurisdictions for 167 projects for trash removal devices (Tier 1), and 18 projects for large scale water quality best management practices projects (Tier 2). It is estimated that nearly 33 million gallons of trash have been captured since inception of the program, which is the equivalent of filling nearly 78 football fields with one-foot deep of trash.

Additionally, the Board previously authorized \$55 million for the EMP to acquire conservation lands, fund habitat restoration projects, and to develop the Conservation Plan. OCTA has acquired more than 1,300 acres and funded 12 restoration projects to restore habitat on 350 acres of open space across Orange County to fulfill the necessary freeway program mitigation needs. The wildlife and habitat on the acquired lands are protected in perpetuity, and long-term management of the properties will be funded by an established endowment. It is estimated that it will take approximately 12 years to fully fund the endowment with annual deposits, or until the fund totals \$46.2 million. As of June 30, 2020, the balance of the endowment was \$12,419,908. The balance is slightly below the June 30, 2020 target of \$12,440,408, due to capital markets experiencing sharp declines due to COVID-19 and its adverse effects on the economic activity.

 The ECP's tenth Tier 1 call for projects was authorized by the Board on March 9, 2020, for approximately \$2.8 million. Applications deadlines were extended to June 25, 2020. Staff is currently reviewing the applications and is anticipated to provide funding recommendations to the Board in fall 2020. (Project X)

Challenges

COVID-19 Pandemic

On February 27, 2020, OCTA activated its Emergency Operations Center and implemented its Emergency Operations Plan in response to COVID-19. On March 19, 2020, the Governor issued a stay-at-home order to protect the health and well-being of all Californians and slow the spread of COVID-19. Public transportation and infrastructure projects were designated by the state and federal governments as essential. OCTA has continued operations while following best practices and health guidance from local, state, and federal officials to help ensure the health of the public and OCTA employees. As stay-at-home orders are gradually lifted, the PMO continues to monitor COVID-19 impacts to M2 to ensure projects and programs remain deliverable as promised to voters. Pandemic implications on the individual M2 Program areas and revenues are discussed further below.

Freeways

Between March and May 2020, reduced traffic volumes on freeways due to the stay-at-home order allowed for increased productivity of construction work on essential projects. In coordination with OCTA and the California Department of Transportation (Caltrans), construction contractors (at their discretion) could request to take advantage of more daytime lane closures and extended nighttime work windows. As traffic volumes on the freeway increased in late May, Caltrans has had limited additional daytime lane closure opportunities. OCTA will continue to work with Caltrans for opportunities for daytime lane closures and extended work windows.

Risks for schedule-critical ROW acquisition processes continue to be impacted by COVID-19. ROW acquisition offers to owners, associated discussions, negotiations, and meetings are being impacted by business closures and availability of owners and attorneys. There are also additional COVID-19-related ROW impacts due to court closures, filing and service delays, potential temporary easement timeline expirations, land and business valuation challenges, and appraisal and site inspection issues.

Streets and Roads

OCTA completed the March 2020 semi-annual review of projects funded through the Comprehensive Transportation Funding Programs. This process reviews the status of M2 grant-funded projects and provides an opportunity for local agencies to update project information and request project modifications. In response to COVID-19, OCTA extended the semi-annual review to allow local agencies to assess any potential COVID-19 impacts on project timelines. The number of project adjustment requests increased from 28 to 77 during the extended review period. These adjustment requests were subsequently approved by the Board on August 10, 2020.

Transit

Travel pattern changes due to stay-at-home orders have affected Metrolink ridership, which is down by 83 percent as of June 2020, when compared to June 2019. Since March 26, 2020, Metrolink has reduced service levels by 30 percent. Metrolink is working on a recovery plan framework and ridership recovery scenarios to phase-in post-COVID-19 pandemic operations. The ridership decline has a compounding effect on the level of revenues derived from fares. However, the availability of the federal Coronavirus Aid, Relief, and Economic Security Act funding will mitigate this impact in the near-term.

M2 also provides funding to local jurisdictions for programs that meet the needs of seniors in their communities through the Senior Mobility Program (SMP). Due to COVID-19, services provided have been altered or suspended. In addition, OCTA staff was notified that one transit service provider serving six cities ceased operations in Orange County effective May 31, 2020. On May 22, 2020, the Board approved a temporary suspension of the competitive procurement requirement in the SMP Guidelines through May 31, 2021. This allowed local jurisdictions to quickly secure a replacement provider in the short-term. By June 1, 2021, local jurisdictions will be required to have contracts in place that have been competitively procured meeting the requirements specified in the SMP Guidelines.

The Community-Based Transit Circulators Program continues to be affected by COVID-19 as services have been suspended through the summer. Through the semi-annual review, local jurisdictions were able to preserve unused M2 Project V funds for subsequent FYs. Per Board direction, OCTA will evaluate options for modifying the cooperative agreements with local jurisdictions to extend the terms to accommodate the suspended services.

M2 Eligibility – Maintenance of Effort (MOE)

To proactively address impacts that COVID-19 will have on local jurisdiction general fund revenue sources, an amendment to Ordinance No. 3 was initiated on May 11, 2020. To receive M2 net revenues, local jurisdictions need to maintain eligibility. As a component of eligibility, local jurisdictions need to spend a certain level of local funds for roadway or MOE. On June 22, 2020, the Board

amended Ordinance No. 3 to temporarily adjust the MOE requirement for local jurisdictions for two years. For FY 2019-20, local jurisdictions can report actual MOE that may be below the established target. For FY 2020-21, local jurisdictions may set their MOE as proportional share of roadway expenditures to total local funds instead of the fixed FY 2020-21 MOE benchmark amount to account for the unknown impacts of COVID-19 on local revenues.

Sales Tax Revenue

Through the first eight months of FY 2019-20, revenues were growing by approximately two percent. Due to the impacts of COVID-19, it is estimated that total sales tax collections decreased. Total FY 2019-20 M2 sales tax collection is estimated at \$303 million, or a decrease of 8.8 percent from FY 2018-19. The full magnitude of COVID-19 impacts to the economy is still unknown at this time. The California Department of Tax and Fee Administration normally disburses sales tax two months in arrears, with trued up numbers in the following quarter. A factor that adds more uncertainty is that the State of California has provided relief to businesses to defer sales tax remittance. Due to these circumstances, OCTA will not have a complete understanding of the true impacts of COVID-19 on sales tax revenues for several months.

OCTA is closely monitoring trends and forecasts to ensure M2 remains deliverable as promised to voters. The M2 cashflow included an allowance for economic uncertainties based on OCTA's conservative approach to financial planning. As a result, all M2 projects that are currently underway are anticipated to continue as planned in the FY 2020-21 budget. As part of the 2020 review of the Next 10, OCTA staff is conducting a strategic assessment of the timing of projects and programs for future years. Staff will continue to monitor COVID-19 impacts to M2 and provide updates to the Board as appropriate.

Summary

As required by Ordinance No. 3, a quarterly report covering activities from April 2020 through June 2020, is provided to update progress in implementing the Plan. The above information and the attached details indicate significant progress on the overall M2 Program despite facing challenges. To be cost-effective and to facilitate accessibility and transparency of information available to stakeholders and the public, the M2 Quarterly Progress Report is made available through the OCTA website. Hard copies are available by mail upon request.

Attachment

A. Measure M2 Progress Report, Fourth Quarter of Fiscal Year 2019-20, April 1, 2020 through June 30, 2020

Prepared by:

Francesca Ching Section Manager, M2 Program Management Office (714) 560-5625 Approved by:

Kia Mortazavi Executive Director, Planning (714) 560-5741





MEASURE M2 PROGRESS REPORT

Fourth Quarter of Fiscal Year 2019 - 20 April 1, 2020 through June 30, 2020

Fourth Quarter Highlights:

- Freeway Projects
- Streets and Roads
- Environmental Cleanup & Water Quality
 Freeway Mitigation Program
 Finance Matters

- Program Management OfficeSummary





SUMMARY

On November 7, 2006, Orange County voters, by a margin of 69.7 percent, approved the renewal of the Measure M one-half cent sales tax for transportation improvements. Voters originally endorsed Measure M in 1990 with a sunset in 2011. The renewal of Measure M continues the investment of local tax dollars in Orange County's transportation infrastructure for another 30 years to 2041.

As required by the Measure M2 (M2) Ordinance No. 3, a quarterly report covering activities from April 1, 2020, through June 30, 2020, is provided to update progress in implementing the Measure M2 Transportation Investment Plan. On September 25, 2017, the Board of Directors (Board) approved externally rebranding M2 to OC Go to promote OCTA's Measure M awareness and public perception and to avoid confusion with Measure M in Los Angeles County.

To be cost effective and to facilitate accessibility and transparency of information available to stakeholders and the public, Measure M2 progress reports are presented on the Orange County Transportation Authority (OCTA) website. Hard copies are mailed upon request.



The cover photo shows traffic signals in the City of Fountain Valley. On May 11, 2020, the Board approved funding for six projects totaling \$12.1 million as part of the 2020 Call for Projects for the Regional Traffic Signal Synchronization Program (Project P).



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Americans with Disabilities Act	ADA
Annual Eligibility Review	AER
Board of Directors	Board
Burlington Northern Santa Fe	BNSF
California Department of Fish and Wildlife	CDFW
California Department of Tax and Fee Administration	CDTFA
California Department of Transportation	Caltrans
California Transportation Commission	CTC
Capital Action Plan	CAP
Capital Investment Grant	CIG
Chief Executive Officer	CEO
Cost Estimate Review	CER
Congestion Mitigation and Air Quality	CMAQ
Draft Environmental Document	DED
Draft Project Report	DPR
Environmental Cleanup Allocation Committee	ECAC
Environmental Cleanup Program	ECP
Environmental Document	ED
Environmental Impact Report	EIR
Environmental Impact Statement	EIS
Environmental Mitigation Program	EMP
Environmental Oversight Committee	EOC
Federal Highway Administration	FHWA
Federal Transit Administration	FTA
Federal Transportation Improvement Program	FTIP
Freeway Service Patrol	FSP
Full Funding Grant Agreement	FFGA
High Occupancy Vehicle	HOV
Interstate 15	I-15
Interstate 405	I-405
Interstate 5	I-5
Interstate 605	I-605
Invitation for Bids	IFB
Local Faire Share Program	LFSP
Los Angeles – San Diego – San Luis Obispo	LOSSAN
Los Angeles County Metropolitan Transportation Authority	LA Metro
Measure M2 or Renewed Measure M	M2
Memorandum of Understanding	MOU
Metrolink Service Expansion Program	MSEP



Next 10 Delivery Plan	Next 10
Natural Community Conservation Plan/Habitat Conservation Plan	Conservation Plan
Orange County Transportation Authority	OCTA
Orange County Unified Transportation Trust	OCUTT
Pacific Coast Highway	PCH
Plans, Specifications and Estimates	PS&E
Program Management Office	PMO
Project Development Team	PDT
Project Study Report	PSR
Ready to List	RTL
Request for Proposals	RFP
Resource Management Plan	RMP
Right-of-Way	ROW
Riverside County Transportation Commission	RCTC
Santa Ana Regional Transportation Center	SARTC
Senate Bill 1	SB 1
Senior Mobility Program	SMP
Senior Non-Emergency Medical Transportation	SNEMT
Southern California Association of Governments	SCAG
State Route 133	SR-133
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Taxpayer Oversight Committee	TOC
To Be Determined	TBD
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Transportation Infrastructure Finance and Innovation Act	TIFIA
United States Army Corps of Engineers	ACOE
United States Fish and Wildlife Service	USFWS
United States Department of Transportation	USDOT















Conceptual

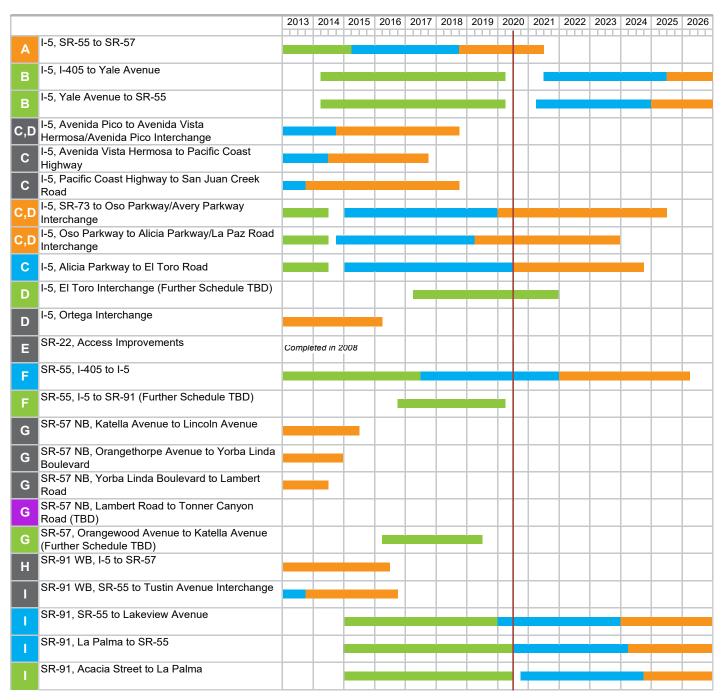
Environmental

Design, Advertise, & Award

Design-Build

Construction

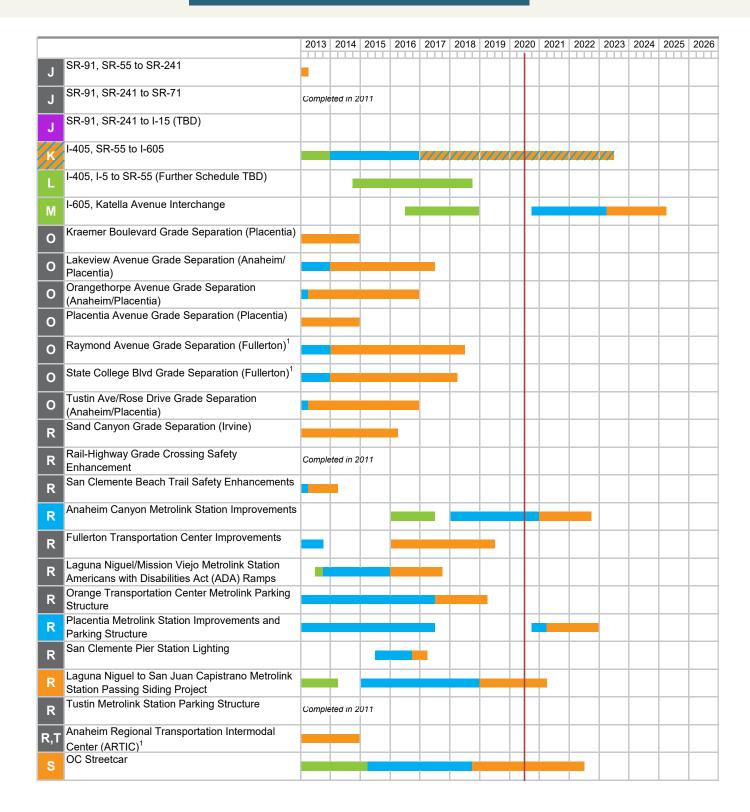
Complete



Project schedules are based on phase start dates. Shown schedules are subject to change.

¹ Projects managed by local agencies





Project schedules are based on phase start dates. Shown schedules are subject to change.

¹Projects managed by local agencies



M2 DELIVERY RISK UPDATE ▼

This section discusses the risks and challenges related to Measure M2 and the Updated Next 10 Delivery Plan (Next 10) that the Measure M2 Program Management Office (PMO) is monitoring with associated explanations and proposed actions.

	Delivery Risk	Explanation	Proposed Action		
Fina	Financial				
1	The 2019 updated M2 revenue forecast estimate presented in October 2019 was \$13.4 billion. However, due to the unprecedented novel coronavirus (COVID-19) pandemic, the revenue forecast estimate is anticipated to be lower and timing of projects and funding program allocations may need to be reevaluated.	COVID-19 has introduced a new risk of impact to the program. The extent of the economic impacts of COVID-19 are unknown at this time and will require a review of capital project and competitive funding program cash flows as updated revenue forecasts become available.	OCTA will work with the entities that prepare sales tax forecasts for OCTA to update M2 revenue estimates to assess COVID-19 impacts. The revised forecast will likely change in response to how the economy rebounds. This assessment will provide insight on how the Next 10 may need to be revised given the inevitable financial implications. Staff will update the Board as new information becomes available.		
2	Inability to scale the Freeway Program to available revenue and still deliver the promise.	The freeway program includes set project scopes leaving limited flexibility in what is delivered.	OCTA will work closely with Caltrans to apply value engineering strategies on projects to manage costs.		
3	Schedule and scope changes on critical capital projects impacting delivery and project costs.	Changes as a result of updated highway standards or issues identified in the field regularly impact scope and schedule and ultimate costs.	contractors to limit changes in scope		
4	Sustain Metrolink train service, as an attractive alternative to driving in Orange County with the limits of available revenue.	Operational cost of Metrolink service continues to grow as the system ages, track-sharing arrangements with BNSF are revised, and new air quality requirements are implemented. COVID-19 has introduced new risks as ridership and revenue has been greatly impacted in Orange County.	In light of COVID-19, Metrolink is working with member agencies on a "new normal" campaign to develop a phased recovery plan framework and ridership recovery scenarios. Staff will work closely with Metrolink and our partners to ensure cost increases are minimized, while seeking external revenue. Metrolink received \$65 million in one-time federal funds through the Coronavirus Aid, Relief and Economic Security (CARES) Act while fare revenues are down.		



	Delivery Risk	Explanation	Proposed Action		
5	The Next 10 Market Conditions Forecast and Risk Analysis showed a cooling of the prior increasing-cost environment. Current events may cause this to further change during the Next 10 delivery years.	forecasted a cooling of cost pressures over the next two fiscal years. The economic impacts from COVID-19 may further affect cost	OCTA will continue to monitor market conditions affecting project costs. If cost pressures significantly decline, this could provide an opportunity to address potential COVID-19 related revenue impacts.		
Re	source				
6	Substantial work underway in the region, has resulted in significant demand for professional and skilled labor which can impact delivery given the volume of the M2 capital program.	and changes in unemployment may change the availability of key talent. If shortages continue project delivery costs could rise	OCTA will monitor impacts of COVID-19 on the labor market. Expert and timely coordination between OCTA and Caltrans are imperative to manage this risk. Staff is currently working with Caltrans to ensure resource needs are met.		
7	New operational responsibilities with the OC Streetcar.	With the implementation of the OC Streetcar service, OCTA will be increasing its overall role in operations. OCTA holds a successful track record in operating various transportation systems including both a fixed and demand-based bus network.	To ensure success of the OC Streetcar, OCTA hired a streetcar operations manager with proven start-up experience to oversee start-up and daily operations. A contractor with extensive experience in operations of rail systems was selected to handle the startup and revenue operation phases of the OC Streetcar.		
Re	Regulatory				
8	New federal and statewide directives create additional limitations for use of transportation dollars which could affect freeway projects.	gas reductions and managed lane corridors focus, as well was	OCTA is tracking the new directives to ensure that M2 projects stay true to the voter commitment and compete for funding as appropriate.		



Next 10 Delivery Plan ▼

Contact: Francesca Ching, PMO Manager • (714) 560-5625

On November 14, 2016, the Board approved the Next 10 Delivery Plan (Next 10), providing guidance to staff on delivery of M2 projects and programs between 2017 and 2026. On November 11, 2019, the Next 10 was updated to incorporate the 2019 sales tax revenue forecast of \$13.4 billion. The 2019 updated Next 10 includes updated project costs and schedules, bonding assumptions, and adjustments ensuring continued delivery of the complete M2 Program by 2041 as promised.

Next 10 Deliverables

The Next 10 is based on ten deliverables intended to provide guidance on program and project delivery during the ten-year period. With three years of the ten-year plan complete, progress on the ten deliverables and accomplishments to date is provided. Significant progress has been made, with projects completing construction, projects in and advancing towards construction, as well as regular funding allocations to local jurisdictions through local programs. Staff is monitoring the impacts of the novel coronavirus (COVID-19) pandemic on the Next 10 delivery commitments and will report to the Board as appropriate.

1. Deliver \$3.5 billion of freeway improvements approved through construction (Projects A-M).

The M2 freeway program is currently made up of 30 projects or project segments (projects). At the point of Next 10 adoption, nine of the 30 total projects were completed for a total cost of \$463 million. Deliverable 1 includes 12 of the 30 projects to be delivered (or underway) within the Next 10 timeframe including SR-91 between SR-57 to SR-55 (Project I), which is funded with 91 Express Lanes excess revenue. Together, the projects designated for completion or near completion) by 2026 currently make up a \$3.1 billion delivery promise. The \$3.5 billion deliverable commitment includes prior completed projects. To date, three projects on Interstate 5 (I-5) between Avenida Pico and San Juan Creek Road opened to traffic, adding six miles of carpool lanes. The remaining nine segments are in design or construction. For more details, see pages iii-iv (Project Schedules) and the project updates contained in the following pages.

2. Invest approximately \$715 million more in revenues, bringing the completed Freeway Program improvements to \$4.3 billion (Projects A-M).

The final nine remaining project segments (of the 30 total) are environmentally cleared or on track to be environmentally cleared by 2026, making them shelf-ready for further advancement. Using Board adopted guiding principles, the 2019 updated Next 10 identified five projects to be advanced through construction: I-5 between I-405 and Yale Avenue (Project B), I-5 between Yale Avenue and SR-55 (Project B), SR-55 between I-5 and SR-91 (Project F), SR-57 Northbound from Orangewood Avenue to Katella Avenue (Project G), and I-605/ Katella Interchange (Project M). The remaining four projects have specific reasons related to the application of the guiding principles that require additional time prior to being advanced. In all, during the Next 10 time-period, approximately \$4.3 billion in freeway improvements promised to the voters in M2 will be completed or underway by 2026. For more details, see pages iii-iv (Project Schedules) and the project updates contained in the following pages.



3. Allocate nearly \$1 billion, with up to \$400 million in competitive funding to local jurisdictions to expand roadway capacity and synchronize signals (Project O and P) and up to \$600 million in flexible funding to local jurisdictions to help maintain aging streets or for use on other transportation needs, as appropriate (Project Q).

Since the adoption of the Next 10 in November 2016, OCTA has awarded approximately \$126 million in competitive funding through the Regional Capacity Program (Project O) and Regional Traffic Signal Synchronization Program (Project P). Additionally, \$219 million¹ in Local Fair Share (Project Q) funds have been distributed to local agencies. This brings the total allocation to date to \$345 million.

On August 12, 2019, the Board approved the release of the 2020 Call for Projects with a target of approximately \$32 million for Project O and \$8 million for Project P funding. Eight applications were received for Project O and seven applications were received for Project P. On May 11, 2020, the Board recommended 14 of the 15 projects for programming, totaling \$35.5 million in Project O and P funds. Additionally, all seven bridges included in the OC Bridges program are complete. For more details, see the project updates on page 18.

¹Includes disbursements to the City of Santa Ana and City of Stanton that were previously suspended. On May 13, 2019, the Board determined that the cities were ineligible to receive net M2 revenues. Funds were suspended until the cities achieved compliance. On April 13, 2020, based on compliance audit results, the Board determined the cities eligible to receive net M2 revenues again.

4. Extend Metrolink service from Orange County into Los Angeles County, contingent upon cooperation and funding participation from route partners; complete six rail station improvements (Project R).

In October 2019, three weekday intracounty round trips operating between Laguna Niguel/Mission Viejo and Fullerton were replaced with two round trips between Laguna Niguel/Mission Viejo (extended from Fullerton) into Los Angeles. Schedules for the extended service were developed consistent with existing schedules. Additional service changes were scheduled to be implemented in April 2020, however, due to the COVID-19 pandemic, it has now been postponed until full service is reinstated.

Within this program, funding is provided for rail corridor and station improvements to accommodate increased passenger train service - including station upgrades, parking expansions, and safety enhancements. The Next 10 Plan identified six projects to be completed by 2026: 1) Laguna Niguel/Mission Viejo Metrolink Station Americans with Disabilities Act (ADA) ramps (completed September 2017), 2) Orange Metrolink Station Parking Structure (completed February 2019), 3) Placentia Metrolink Station (is ready to begin construction, however, it is contingent on a Burlington Northern Santa Fe (BNSF) construction and maintenance agreement being in place), 4) Anaheim Canyon Metrolink Station Improvement Project (construction to begin in January 2021 with completion anticipated in mid-2022), 5) Fullerton Transportation Center elevators (completed May 2019), and 6) San Clemente Pier Metrolink/Amtrak Station Lighting Project (completed March 2017). For more details, see the project updates on page 23.



5. Complete design and construction, secure vehicles, and begin operating the OC Streetcar (Project S) and work with local agencies to consider recommendations from planning studies to guide development of future transit connections (Project S).

OC Streetcar

With strong Federal Transit Administration (FTA) support for the project, a Full Funding Grant Agreement (FFGA) was executed in November 2018. The streetcar construction contract has been executed and Notice to Proceed was issued on March 4, 2019, and construction activities are underway. The streetcar vehicle manufacturing contract has been executed and the notice to proceed has been issued. Activities this guarter included coordination with third parties on utility relocation, awarded the Operations and Maintenance (O&M) contract, inspection of the first article for the vehicle truck assembly, reviewed final design of the remaining vehicle components and continued coordination with the FTA. Construction is anticipated to be complete in early 2022. See page 28 for more information.

Bristol Street Transit Corridor Study

The study is focused on Bristol Street between West 17th Street and Sunflower Avenue (South Coast Metro); and will also evaluate connections to the John Wayne Airport and the Santa Ana Regional Transportation Center. The study will analyze and develop up to six conceptual transit alternatives for the Bristol Street Corridor. During the quarter, the team focused on developing the transportation forecast model for the four bus alternatives. The OCTA Board has placed any further evaluation of the two streetcar alternatives on pause until the Board has an opportunity to review the Transit Master Plan short-term action plan.

6. Provide up to \$115 million in funding to expand mobility choices for seniors and persons with disabilities (Project U).

Approximately \$42 million² has been provided for the Senior Mobility Program (SMP), the Senior Non-Emergency Medical Transportation (SNEMT) Program, and the Fare Stabilization Program since the Next 10 Plan adoption. See page 30 for more information.

²Includes disbursements to the City of Santa Ana and City of Stanton that were previously suspended. On May 13, 2019, the Board determined that the cities were ineligible to receive net M2 revenues. Funds were suspended until the cities achieved compliance. On April 13, 2020, based on compliance audit results, the Board determined the cities eligible to receive net M2 revenues again.

7. Work with local agencies to develop a plan for the next community circulator projects to provide grant opportunities for local agencies to implement effective local transit services (Project V).

The Board has authorized four Calls for Projects in total since Measure M2 inception, with two occurring since the adoption of the Next 10 in November 2016. During the Next 10 period, the Board awarded 15 projects for a total of \$15.2 million. This includes the fourth Project V Call for Projects in FY 2019-20 that was programmed on April 13, 2020. The Board programmed six local agency projects under the capital and operating reserve category and three local agency projects under the planning category for a combined total of approximately \$9.2 million.

Staff continues to work with local jurisdictions through letters of interest requests, workshops, CTFP Guidelines revisions, and calls for projects, to fine tune this program and facilitate successful project implementation. For 5 additional details and information on current project program performance and service see page 31.



8. Allocate up to \$7 million in funding to improve the top 100 busiest bus stops and support the modernization of the bus system to enhance the customer experience (Project W).

Through two calls for projects, the Board has approved Project W funds to support 79 local agency-initiated improvements to busy bus stops on the OCTA transit system. Since Next 10 adoption, the Board has made \$3 million available of which \$872,300 was allocated to eligible local agencies. The program is designed to ease transfers between bus lines and provide passenger amenities such as installation of bus benches or seating, shelters, improved lighting, and other passenger related amenities. For additional details see page 32.

9. Ensure the ongoing preservation of purchased open space (Preserves) which provides comprehensive mitigation of the environmental impacts of freeway improvements and higher-value environmental benefits in exchange for streamlined project approvals (Projects A-M).

The Freeway Mitigation Program Preserves includes seven properties (1,300 acres), and 12 restoration projects (350 acres). In 2017, OCTA received biological resource permits after completing a state and federal Natural Community Conservation Plan/Habitat Conservation Plan (Conservation Plan) for the Environmental Mitigation Program, allowing streamlined project approvals for the freeway improvement projects. The Conservation Plan also includes a streamlined process for coordination of streambed alternation agreements. In 2018, the OCTA secured programmatic permits and assurances for federal and state clean water permitting requirements. Receipt of these permits represent the culmination of years of collaboration and support by the Board, environmental community, and regulatory agencies.

To ensure ongoing preservation of the open space, an endowment was established to pay for the long-term management of the Preserves. Approximately \$2.9 million will be deposited annually. To date, OCTA has made four endowment deposits. Quarterly investment reports are provided to the Board, with the most recent one in June 2020. As of June 30, 2020, the endowment balance is \$12,419,908. A reassessment of the M2 revenue stream as well as the current Conservation Plan endowment balance will need to be completed due to the COVID-19 pandemic. For more details, see the project updates on page 34.

10. Work with the Environmental Cleanup Allocation Committee (ECAC) to develop the next tiers of water quality programs, with a goal of providing \$40 million in grants to prevent the flow of trash, pollutants, and debris into waterways from transportation facilities. In addition, focus on improving water quality on a regional scale that encourages partnerships among the local agencies as part of the Environmental Cleanup Program (ECP) (Project X).

Since adoption of the Next 10 in November 2016, OCTA has issued four calls for Tier 1 ECP projects. With three calls complete, the Board has awarded approximately \$7.6 million funding 39 projects. Applications for the fourth Call for Projects are currently under evaluation and programming recommendations to the Board are anticipated in Fall 2020.

Due to the recent COVID-19 pandemic, staff will be analyzing M2 revenue projections to determine if there is sufficient revenue to continue with annual Tier 1 calls for projects of \$2.8 million moving forward. Staff will also be determining the timing of a future Tier 2 Call for Projects. It was anticipated, prior to the most recent events, that a Tier 2 call could take place in fiscal year 2021 or 2022. For more details, see the project updates on page 33.



INTERSTATE 5 (I-5) PROJECTS ▼

Segment: I-5, Between SR-55 and SR-57

Construction Underway – 80% complete Status:

Contact: Rose Casey, Capital Projects • (714) 560-5729 **PROJECT A**

PROJECT B

Summary: This project will increase high occupancy vehicle (HOV) capacity by adding a second HOV lane in both directions along I-5 between SR-55 and SR-57 for approximately three miles in Santa Ana. Construction began on February 20, 2019. During the quarter, activities included electrical, signage, drainage, median barrier demolition and construction of roadway base under the median space vacated by the HOV ramp bridge at Main Street. The project is anticipated to be completed in late 2020. From March to the end of May, OCTA and Caltrans provided extended lane closure hours / work windows where possible due to significantly less traffic in the construction area as a result of the Governor's stay-at-home order. These longer work windows provided the contractor (at their discretion) the opportunity to potentially complete some activities sooner than originally anticipated. As the stay-at-home order is gradually lifted and traffic volumes continue to rise, OCTA will continue to work with Caltrans to extend lane closure hours and work windows where possible. In May, this project won the Caltrans Partnering Success in Motion Gold Award. On June 30, 2020, the first of two northbound HOV lanes was reopened to traffic and the first of two southbound HOV lanes is scheduled to be opened on July 2, 2020.

I-5, I-405 to SR-55 is one project broken into two segments in early 2020. The Final Environmental Document (ED) was approved on January 7, 2020. The Design Standard Decision Document was approved on February 19, 2020 and the Final Project Report was approved on February 28, 2020. This project was approved by the Board in the 2019 updated Next 10 to advance through construction.

Segment: I-5, I-405 to Yale Avenue

Environmental Phase Complete

Contact: Rose Casey, Capital Projects • (714) 560-5729

Summary: The I-5, I-405 to Yale Avenue (Segment 1) project will add an additional general purpose lane in both directions, improve interchanges and replace auxiliary lanes while adding new auxiliary lanes, where needed, in the City of Irvine. On June 8, 2020, the Board approved the Final Design Cooperative Agreement between OCTA and Caltrans for the I-5, I-405 to SR-55 Project. The Request for Proposals (RFP) for consultant final design services is anticipated to be released in late 2020.

Status:



Segment: I-5, Yale Avenue to SR-55

Status: Environmental Phase Complete; RFP for design consultant services initiated

Contact: Rose Casey, Capital Projects • (714) 560-5729

Summary: The I-5, Yale Avenue to SR-55 (Segment 2) project will add an additional general purpose lane in both directions, improve interchanges and replace auxiliary lanes while adding new auxiliary lanes, where needed, in the cities of Irvine and Tustin. On June 8, 2020, the OCTA Board approved the Final Design Cooperative Agreement between OCTA and Caltrans for the I-5, I-405 to SR-55 Project. On June 22, 2020, the Board approved the RFP release for consultant final design services. Final design services are anticipated to begin in Spring 2021.

PROJECT C AND PART OF PROJECT D

I-5, Avenida Pico to San Juan Creek Road is one project broken into three segments.

Segment: I-5, Avenida Pico to Avenida Vista Hermosa/Avenida Pico Interchange

Status: PROJECT COMPLETE

Contact: Rose Casey, Capital Projects • (714) 560-5729

Summary: This segment added a carpool lane in each direction on I-5 between Avenida Pico and Avenida Vista Hermosa for approximately 0.7 miles in San Clemente and included major improvements through reconstruction of the Avenida Pico Interchange (part of Project D). The project also added bicycle lanes in both directions on Avenida Pico. Construction began in February 2015 and all three segments of the I-5 between Avenida Pico to San Juan Creek were opened to traffic on March 13, 2018. The project was officially completed on August 23, 2018, and the one-year plant establishment period for this segment was completed in May 2019.

Segment: I-5, Avenida Vista Hermosa to Pacific Coast Highway

Status: PROJECT COMPLETE

Contact: Rose Casey, Capital Projects • (714) 560-5729

Summary: This segment added a carpool lane in each direction of I-5 between Avenida Vista Hermosa and Pacific Coast Highway (PCH) for approximately 2.5 miles in San Clemente, and reconstructed on- and off-ramps at Avenida Vista Hermosa and Camino de Estrella. Construction began in September 2014 and all three segments of the I-5 between Avenida Pico to San Juan Creek were opened to traffic on March 13, 2018. The project was officially completed on July 31, 2017, and the one-year plant establishment period for this segment was completed in May 2018.



Segment: I-5, Pacific Coast Highway to San Juan Creek Road

Status: PROJECT COMPLETE

Contact: Rose Casey, Capital Projects • (714) 560-5729



Summary: This segment added one carpool lane in each direction of the I-5 between PCH and San Juan Creek Road for approximately 2.5 miles in the cities of San Clemente, Dana Point, and San Juan Capistrano. Project improvements also reconstructed the on and off ramps at PCH/Camino Las Ramblas. Construction began in March 2014 and all three segments of the I-5 between Avenida Pico to San Juan Creek were opened to traffic on March 13, 2018. The project was officially completed on July 3, 2018, and the one-year plant establishment period for this segment was completed in March 2019.

I-5, SR-73 to El Toro Road is one project broken into three segments in early 2018. With a cost estimate for this project of \$557.11 million, the project was above the \$500 million threshold for a "Major Project" designation, as determined by the Federal Highway Administration (FHWA). Major projects require a Cost Estimate Review (CER) workshop. A CER was conducted by the FHWA, Caltrans, and OCTA in February 2018 and resulted in an estimated project cost of \$612.6 million. The OCTA cost estimate for the three segments is currently \$577.5 million.

Segment: I-5, SR-73 to Oso Parkway/Avery Parkway Interchange

Status: Construction Underway - 6%

Contact: Rose Casey, Capital Projects • (714) 560-5729

Summary: This project will make improvements along I-5 between SR-73 and Oso Parkway in the cities of Laguna Hills, Laguna Niguel, and Mission Viejo. The improvements include the addition of a 2.2-mile general-purpose lane in each direction and reconstruction of the Avery Parkway Interchange (part of Project D). During the quarter, the consultant continued working on right-of-way (ROW) acquisition and coordination with utility agencies while staff continued coordination with Caltrans on ROW and utility relocations. The project was awarded on December 19, 2019, and the first working day was March 10, 2020. The contractor has completed 90 percent of clearing and grubbing activities and has initiated work on six retaining walls, four southbound and two northbound.

Segment: I-5, Oso Parkway to Alicia Parkway/La Paz Road Interchange

Status: Construction Underway – 12% Complete

Contact: Rose Casey, Capital Projects • (714) 560-5729

Summary: This project will make improvements along I-5 between Oso Parkway and Alicia Parkway in the cities of Mission Viejo, Laguna Hills, and Lake Forest. The proposed improvements include the addition of a 2.6-mile general purpose lane in each direction and reconstruction of the La Paz Road Interchange (Part of Project D). The construction contract was awarded on April 4, 2019 and the first working day was May 29, 2019. Activities



this quarter include the completion of two retaining walls, continued construction on four other retaining walls, and grading of slopes on northbound I-5. Pile driving for the northbound off ramp bridge was delayed due to utility conflicts and pile driving for the La Paz bridge was delayed due to contaminated soil within the area. Staff continues coordination of the service contract with Southern California Regional Rail Authority/Metrolink, and with Caltrans on ROW and utility relocations. From March to the end of May, OCTA and Caltrans provided extended lane closure hours / work windows where possible due to significantly less traffic in the construction area as a result of the Governor's stay-at-home order. These longer work windows provided the contractor (at their discretion) the opportunity to potentially complete some activities sooner than originally anticipated. As the stay-at-home order is gradually lifted and traffic volumes continue to rise, OCTA will continue to work with Caltrans to extend lane closure hours and work windows where possible.

Segment: I-5, Alicia Parkway to El Toro Road

Status: Design Complete. Construction Contract Award Underway

Contact: Rose Casey, Capital Projects • (714) 560-5729

Summary: This project will make improvements along I-5 between Alicia Parkway to El Toro Road in the cities of Lake Forest, Laguna Hills and Laguna Woods. The proposed improvements include the extension of the second HOV lane between El Toro Road and Alicia Parkway in both northbound and southbound directions. This quarter, the project achieved Ready-to-List status on April 14, 2020, was advertised on May 11, 2020 and the bid opening was held on June 30, 2020. The bid results are currently under review and construction is anticipated to begin in Fall 2020. The consultant selection to provide construction management support services was approved by the Board on April 13, 2020. Due to extended ROW coordination with Caltrans and delayed design start date, this project is marked "red" in the CAP, with a delay of over 15 months beyond the original schedule. The Board has approved \$49.9 million in federal funding and OCTA has received \$9.4 million in state funding.

PROJECT D

This project will update and improve key I-5 interchanges at Avenida Pico, Ortega Highway, Avery Parkway, La Paz and El Toro Road. Three interchange improvements at La Paz, Avery Parkway and Avenida Pico are included and discussed as part of the respective segments in Project C.

Segment: I-5, Ortega Highway Interchange

Status: PROJECT COMPLETE

Contact: Rose Casey, Capital Projects • (714) 560-5729

Summary: Construction began in February 2013 to reconstruct the SR-74 Ortega Highway Bridge over I-5 and improve local traffic flow along SR-74 and Del Obispo Street in the City of San Juan Capistrano. All lanes on the new bridge were opened to traffic on September 4, 2015. A dedication ceremony was held on October 1, 2015. The project was officially completed on January 15, 2016.



Segment: I-5, El Toro Interchange

Status: Environmental Phase In Review

Contact: Rose Casey, Capital Projects • (714) 560-5729

Summary: Caltrans is the lead in the environmental phase of this project, which includes the study of four build alternatives that consider modifications to the existing interchange, ranging from an I-5 southbound direct connector to El Toro Road to modifications in how existing on and off ramp intersections operate. The project area includes the cities of Laguna Hills, Laguna Woods and Lake Forest who are direct stakeholders of the project improvements. The study began in April 2017 and the Draft Initial Study/Environmental Assessment (IS/EA) was completed in March 2019. The three stakeholder cities are not in consensus on a preferred alternative and costs identified for the remaining alternatives are significantly higher than the assumed cost in the Next 10, which creates additional challenges. The environmental phase was anticipated to be completed in late 2019, however without the cities' consensus, OCTA will not support finalization of the document. OCTA has requested Caltrans put completion of the ED on hold while a consultant is retained by OCTA to provide further assessment of the alternatives to help facilitate reaching agreement. Major activities this quarter included the release of request for proposals and consultant selection to provide services for alternatives analysis. Consultant work is anticipated to begin in September 2020 and be completed by March 2021.

STATE ROUTE 22 (SR-22) PROJECTS ▼

Segment: SR-22 Access Improvements

Status: PROJECT COMPLETE

Contact: Rose Casey, Capital Projects • (714) 560-5729

Summary: Completed in 2008, Project E made improvements at three key SR-22 interchanges (Brookhurst Street, Euclid Street, and Harbor Boulevard) in the City of Garden Grove to reduce freeway and street congestion in the area. This M2 project was completed early as a "bonus project" provided by the original Measure M (M1).

STATE ROUTE 55 (SR-55) PROJECTS ▼

Segment: SR-55, I-405 to I-5

Status: Design Phase Underway - 95% Complete

Contact: Rose Casey, Capital Projects • (714) 560-5729

Summary: This project will widen SR-55 between I-405 and I-5 in the cities of Irvine, Santa Ana and Tustin. The improvements will include a four-mile general purpose lane and a second HOV lane in both directions between the I-405 and I-5. Auxiliary lanes will be added and extended in some segments within the project limits. Through a cooperative agreement, Caltrans and OCTA's consultant initiated the design together and on July 19, 2019, the 95 percent design was completed. The cooperative agreement was subsequently revised to transfer the Supplemental Fact Sheet task from Caltrans to OCTA. The Supplemental Fact Sheet was submitted on April

PROJECT E

PROJECT F





10, 2020 and the 100 percent design was submitted on April 29, 2020. On May 11, 2020, a project update was presented to the Board. The project was anticipated to be ROW certified and ready to list (RTL) by December 2020, however the certification and RTL timeframes may be revised due to recent ROW challenges. The Board has approved \$103 million in federal funds and OCTA has received \$80 million in state funds through the 2018 State Transportation Improvement Plan (STIP). Caltrans has committed \$46.8 million in SHOPP funds and OCTA will seek to capture another \$70 million in future Senate Bill 1 (SB 1) funding to fully fund the project.

Segment: SR-55, I-5 to SR-91

Status: Environmental Phase Complete

Contact: Rose Casey, Capital Projects • (714) 560-5729

Summary: This project is studying approximately 7.5 miles of SR-55 between I-5 and SR-91 in the cities of Santa Ana, Tustin, Orange and Anaheim. The environmental study looked at the addition of one general purpose lane in each direction between SR-22 and the I-5 and operational improvements between SR-22 and SR-91. The environment phase of the project was completed with the approval of the Design Standard Decision Document, the Final ED, and the Final Project Report documents on March 30, 2020. This project was approved by the Board in the 2019 updated Next 10 to advance through construction. Based on funding availability, the design of this project is anticipated to begin in early 2022.

STATE ROUTE 57 (SR-57) PROJECTS ▼

Segment: SR-57 Northbound, Katella Avenue to Lincoln Avenue

Status: PROJECT COMPLETE

Contact: Rose Casey, Capital Projects • (714) 560-5729

Summary: This project increased capacity and improved operations on northbound SR-57 between Katella Avenue and Lincoln Avenue in the City of Anaheim with the addition of a new 3-mile general purpose lane, on- and off-ramp improvements, and sound walls. Bridges at Katella Avenue and Douglas Road were also widened in the northbound direction. The project opened to traffic on November 19, 2014 and was completed on April 21, 2015.

Segment: SR-57 Northbound, Orangethorpe Avenue to Yorba Linda Boulevard

Status: PROJECT COMPLETE

Contact: Rose Casey, Capital Projects • (714) 560-5729

Summary: This project increased capacity and improved operations on northbound SR-57 with a new 2.5-mile northbound general-purpose lane between Orangethorpe Avenue in the City of Placentia to Yorba Linda Boulevard in the City of Fullerton. In addition to the new lane, capital improvements include reconstruction of northbound on- and off-ramps, widening of seven bridges, and the addition of soundwalls. The project opened to traffic on April 28, 2014 and was completed on November 6, 2014.

PROJECT G







Segment: SR-57 Northbound, Yorba Linda Boulevard to Lambert Road

Status: PROJECT COMPLETE

Contact: Rose Casey, Capital Projects • (714) 560-5729

Summary: Completed on May 2, 2014, this project improved capacity, operations, and traffic flow on SR-57 with the addition of a new 2.5-mile northbound general purpose lane between Yorba Linda Boulevard in the City of Fullerton and Lambert Road in the City of Brea. Additional project benefits include on- and off-ramp improvements, the widening and seismic retrofit (as required) of six bridges in the northbound direction and the addition of soundwalls. Existing lanes and shoulders were also widened to standard widths, enhancing safety for

motorists. The project opened to traffic on September 23, 2013 and was completed on May 2, 2014.

Segment: SR-57 Northbound, Lambert Road to Tonner Canyon Road

Status: Schedule TBD

Contact: Rose Casey, Capital Projects • (714) 560-5729

Summary: Caltrans previously completed a Project Study Report/Project Development Support document for the Lambert Road to Tonner Canyon Road segment, which would add a northbound truck-climbing lane (approximately 2.5 miles) in the City of Brea. The project will require coordination with Los Angeles County Metropolitan Transportation Authority (LA Metro) on planned improvements or related work across the county line. The mainline project includes interchange and ramp improvements at Lambert Road. Through the SB 1 Trade Corridor Enhancement Program, funds were allocated to initiate the construction phase for interchange improvements at Lambert Road which will complement and serve as a first phase to the freeway improvement project. Construction began in mid-2019 and is anticipated to be complete at the end of 2021. Phase 2, which is the mainline improvements, was initially approved for STIP funding in March 2018 to initiate the environmental phase. However, due to the 2019 STIP reduction, funding was shifted to cover projects already underway. The schedule for this project will be updated during the annual M2 cash flow review and Next 10 update.

Segment: SR-57 Northbound, Orangewood Avenue to Katella Avenue

Status: Environmental Phase Complete

Contact: Rose Casey, Capital Projects • (714) 560-5729

Summary: This project studied the addition of a new one mile northbound general purpose lane on SR-57 from Orangewood Avenue to Katella Avenue in the cities of Anaheim and Orange. The northbound general-purpose lane would join the northbound general purpose lane which was opened to traffic in 2014 between Katella Avenue and Lincoln Avenue. The Final ED and Final Project Report were approved on March 29, 2019. This project was approved by the Board in the 2019 updated Next 10 to advance through construction. The design phase is scheduled to begin in late 2021.

STATE ROUTE 91 (SR-91) PROJECTS ▼

Segment: SR-91 Westbound, I-5 to SR-57

Status: PROJECT COMPLETE

Contact: Rose Casey, Capital Projects • (714) 560-5729

Summary: This project increased capacity in the westbound direction of SR-91 by adding an additional 4.5-mile general purpose lane in the westbound direction between Anaheim and Fullerton and provided operational improvements at on and off-ramps between Brookhurst Street and State College Boulevard. The project was opened to traffic on March 7, 2016 and was completed on June 23, 2016.

Segment: SR-91, SR-55 to Tustin Avenue Interchange

Status: PROJECT COMPLETE

Contact: Rose Casey, Capital Projects • (714) 560-5729

PROJECT I

PROJECT H

Summary: This project improved traffic flow at the SR-55/SR-91 interchange by adding a westbound auxiliary lane beginning at the northbound SR-55 to westbound SR-91 connector through the Tustin Avenue interchange in the City of Anaheim in the approximately two-mile area. The project reduced weaving congestion in the area and included reconstruction of the westbound side of the Santa Ana River Bridge to accommodate the additional lane. The project was opened to traffic on May 14, 2016 and was completed on July 15, 2016.

Segment: SR-91, SR-55 to SR-57

Status: Environmental Phase Complete

Contact: Rose Casey, Capital Projects • (714) 560-5729

Summary: This project will improve traffic flow and operations along SR-91 in the cities of Anaheim, Fullerton, Orange and Placentia in the approximately six-mile study area. 91 Express Lanes excess revenue is designated to pay for the mainline freeway improvements included in M2, as approved by the Board. The study is looking at the addition of one general purpose lane eastbound between SR-57 and SR-55, and one general purpose lane westbound from the NB SR-57 connector to State College Boulevard. Additional features of this project include improvements to various interchanges, added auxiliary lanes in some segments and re-established lane in others within the project limits. The finalization of the ED was delayed due to a requirement by Caltrans that required OCTA to provide a site investigation in the landscape area of the former landfill operating as a metals recycling facility in order to consider approval of necessary design exceptions. The site investigation was completed in January 2020 and the Phase II Investigation Report was approved on April 28, 2020. The Final ED was approved on June 22, 2020. The Design Standard Decision Document and the Final Project Report were both approved on June 24, 2020. This project will be split into three segments for the design phase. The design for segment 1 (SR-55 to Lakeview Avenue) was initiated on March 30, 2020 and the design of segment 2 (La Palma Avenue to SR-55) was initiated on June 17, 2020. The consultant recommendation for segment 3 (Acacia Street to La Palma Avenue) will be presented to the Board and the design is anticipated to begin in late 2020.



Segment: SR-91, SR-55 to SR-241

Status: PROJECT COMPLETE

Contact: Rose Casey, Capital Projects • (714) 560-5729



PROJECT J

Summary: This completed segment added six miles in the westbound and eastbound direction to a key stretch of SR-91 between SR-55 and SR-241 in the Cities of Anaheim and Yorba Linda. In addition to adding 12 lane miles to SR-91, the project also delivered a much needed second eastbound exit lane at the Lakeview Avenue, Imperial Highway and Yorba Linda Boulevard/Weir Canyon Road off-ramps. Beyond these capital improvements, crews completed work on safety barriers, lane striping and soundwalls. Completion of this project in March 2013 means a total of 18 lane miles have been added to SR-91 since December 2010. The project opened to traffic in December 2012 and was completed on March 5, 2013.

Segment: SR-91, SR-241 to SR-71

Status: PROJECT COMPLETE

Contact: Rose Casey, Capital Projects • (714) 560-5729



Summary: Completed in January 2011, this segment added six miles through a key stretch of SR-91 between Orange County's SR-241 and Riverside County's SR-71. The project improves mobility and operations by reducing traffic weaving from traffic exiting at SR-71 and Green River Road. An additional eastbound lane on SR-91 was added and all existing eastbound lanes and shoulders were widened. The project opened to traffic on December 2, 2010, and was completed January 31, 2011. Because this project was shovel-ready, OCTA was able to obtain American Recovery and Reinvestment Act funding for this M2 project, saving M2 revenues for future projects.

Segment: SR-91, SR-241 to I-15

Status: RCTC's Design-Build - Initial Phase Complete March 20, 2017

Contact: Rose Casey, Capital Projects • (714) 560-5729

Summary: Freeway improvements that cross county lines require close coordination to maintain seamless travel. This project adds one general-purpose lane (bringing the total to six lanes in each direction) on SR-91 between SR-241 and I-15. Since the SR-91 corridor is one of the busiest in the region, implementation of this project requires constructing the improvements under multiple segments to coordinate improvements and to capitalize on available funding. While the portion of this project between SR-241 and the Orange County/Riverside County line is part of OCTA's OC Go Project J, the matching segment between the county line and SR-71 is part of RCTC's Measure A. The 6th lane addition requires joint implementation to ensure smooth delivery of the project. With significant SR-91 freeway improvements taking place as a result of both counties sales tax measures, the construction timing of the additional general-purpose lane between SR-241 and SR-71 was anticipated to take place post-2035. However, RCTC requested OCTA's support to accelerate a portion of the ultimate project in the westbound direction (in Orange County) to address a bottleneck issue affecting the City of Corona. With OCTA's support, RCTC has been developing the 91 Corridor Operation Project to initiate



construction and the project is anticipated to be complete in late 2021. In addition, OCTA and RCTC will be jointly conducting a feasibility study to determine how best to implement the 6th general-purpose lane while minimizing environmental and construction impacts in the eastbound direction between SR-241 and SR-71. On October 10, 2019, the RFP was released for the SR-91 (SR-241 to SR-71) Eastbound Geometric and Design Alternatives Analysis. The consultant recommendation was approved by the Board on February 10, 2020, and a Notice to Proceed was provided on May 5, 2020.

INTERSTATE 405 (I-405) PROJECTS ▼

Segment: I-405, SR-73 to I-605

Status: Design-Build Underway

Contact: Rose Casey, Capital Projects • (714) 560-5729

Summary: OCTA and Caltrans are working together to widen I-405 through the cities of Costa Mesa, Fountain Valley, Garden Grove, Huntington Beach, Los Alamitos, Seal Beach, and Westminster in the approximately 16 mile project area. These improvements will add one general purpose lane, add a second lane to be combined with the existing HOV lane to provide a dual express lanes facility, and improve the local interchanges along the corridor from SR-73 to I-605.³

During the quarter, work continued on ROW acquisition, utility coordination and public outreach. OCTA is in possession of 99 percent of the property necessary for construction with the remaining one percent on schedule. Design is substantially complete. Work continued on the review of various design and construction submittals. OCTA's toll lanes system integrator, Kapsch, is under contract and working with OCTA and the design-builder. Significant roadway construction activities including installation of drainage systems, retaining walls, and paving are underway. Additionally, over 50 walls are under construction or completed. Significant bridge construction continued on Fairview Road, Magnolia Street, Goldenwest Street, Bolsa Chica Road and Westminster Boulevard bridges. These are two-stage bridges, which means traffic is maintained on the remaining portion of the existing bridge while the first half of the new bridge is constructed. Stage 1 of the Goldenwest Street and Bolsa Chica Road bridges were completed and opened to traffic during this quarter. Construction continued at the McFadden Avenue, Talbert Avenue, Bushard Street, and Edwards Street bridges, which are one-stage bridges that are closed to traffic during construction. Construction also continued at the Beach Boulevard, Bolsa railroad crossing, old Navy railroad crossing, Santa Ana River and Harbor Boulevard bridges which consists of widening the existing freeway bridges over those facilities. OCTA also continued targeted public outreach through neighborhood meetings in anticipation of construction activities. Construction is scheduled to be completed in 2023. From March to the end of May, OCTA and Caltrans provided extended lane closure hours / work windows where possible due to significantly less traffic in the construction area as a result of the Governor's stay-at-home order. These longer work windows provided the contractor (at their discretion) the opportunity to potentially complete some activities sooner than originally anticipated. As the stay-at-home order is gradually lifted and traffic volumes continue to rise, OCTA will continue to work with Caltrans to extend lane closure hours and work windows where possible.

PROJECT K

³The general purpose lane portion of the project is a M2 project and will be funded by a combination of local, state and federal funds, with the express lanes portion of the project financed and paid for by those who choose to pay a toll and use the 405 Express Lanes.



Segment: I-405, I-5 to SR-55

PROJECT L

Status: Environmental Phase Complete

Contact: Rose Casey, Capital Projects • (714) 560-5729

Summary: This project studied the addition of general purpose lanes for approximately 8.5-miles along the I-405 corridor between I-5 and SR-55 in Irvine. The project development team reviewed the alternatives and public comments received during public circulation and as a result of the effort, recommended adding one general purpose lane in each direction. The final Project Report and ED were completed in August 2018. The Next 10 sets direction through 2026 and is reviewed annually. As projects listed are completed, schedules and revenues are reviewed, the Board adopts an updated delivery plan providing direction on project advancement. To ensure coordination with other projects planned for construction and to avoid unreasonable impacts to the public, this project is currently scheduled to be constructed beyond 2026.

INTERSTATE 605 (I-605) PROJECTS ▼

Segment: I-605, Katella Interchange Improvements

Status: Environmental Phase Complete; Design Proposals Under Review

PROJECT M

Contact: Rose Casey, Capital Projects • (714) 560-5729

Summary: This project will improve freeway access and the arterial connection to I-605 at Katella Avenue in the City of Los Alamitos and the County of Orange. Improvements under this project will include enhancements at the on-ramps and off-ramps in addition to operational improvements on Katella Avenue at the I-605 Interchange. The final ED was approved in October 2018 and the final PR was approved in November 2018. This project was approved by the Board in the 2019 updated Next 10 to advance through construction. The RFP for design services was approved for release in April 2020. During the quarter, staff reviewed the proposals and conducted consultant interviews. A recommendation is anticipated to be presented to the Board in August 2020 to initiate design efforts in late 2020.

FREEWAY SERVICE PATROL ▼

Status: Service Ongoing

Contact: Cliff Thorne • (714) 560-5975

PROJECT N

Summary: Freeway Service Patrol (FSP) provides assistance to motorists whose vehicles have become disabled on Orange County freeways and removes congestion-causing debris from traffic lanes to reduce freeway congestion and collisions. In June 2012, M2 began supporting FSP with local funds to maintain existing service levels and expand services through 2041. During the quarter, FSP provided 17,122⁴ services. Since June 2012, FSP has provided a total of 551,274⁴ services on the Orange County freeway system.

⁴Service calculations are based on all services provided as FSP is funded by M2 and external sources.



REGIONAL CAPACITY PROGRAM ▼

Status: 2020 Call for Projects Programmed in May 2020

Contact: Joseph Alcock, Planning • (714) 560-5372

Summary: This program, in combination with required local matching funds, provides funding for improvements on Orange County's Master Plan of Arterial Highways. Since 2011, 155 projects totaling more than \$319⁵ million, including \$24 million in external funding, have been awarded through ten calls for projects by the Board. On August 12, 2019, the Board approved the release of the 2020 Call for Projects. The application deadline for the tenth call closed on October 24, 2019. On May 11, 2020, the Board recommended eight applications for programming in the total amount of \$23.4 million.

⁵To date, 15 of the 191 phases awarded by OCTA totaling approximately \$21.2 million have been canceled by the awarded local jurisdictions.

OC Bridges Railroad Program

This program built seven grade separations (either under or over passes) where high volume streets are impacted by freight trains along the BNSF Railroad in North County. With all seven grade separations open to traffic, an OC Bridges completion ceremony was held on October 24, 2017. To date, the Board has approved approximately \$664 million in committed M2 and external funds for all seven of the OC Bridges Program grade separation projects. Minor activities this quarter include the closeout of two projects.

Segment: Kraemer Boulevard Grade Separation

Status: PROJECT COMPLETE

Contact: Rose Casey, Capital Projects • (714) 560-5729

Summary: The project located at Kraemer Boulevard railroad crossing is grade separated and open to traffic. The project separated the local street from railroad tracks in the City of Placentia by building an underpass for vehicular traffic. The grade separation was opened to traffic on June 28, 2014, and an event was held on July 8, 2014, to commemorate the opening. Project acceptance by the cities of Anaheim and Placentia, respectively, occurred in December 2014 and the cities assumed full maintenance responsibilities. In December 2015, the one-year warranty period expired with no issues or repairs identified.

PROJECT O



Segment: Lakeview Avenue Grade Separation

Status: PROJECT COMPLETE

Contact: Rose Casey, Capital Projects • (714) 560-5729

Summary: The project located at Lakeview Avenue railroad crossing grade separated the local street from railroad tracks in the cities of Anaheim and Placentia by building a bridge for vehicular traffic over the railroad crossing and reconfiguring the intersection of Lakeview Avenue and Orangethorpe Avenue. Construction began on July 1, 2014.

Lakeview Avenue was reopened on June 6, 2017. Construction acceptance from the cities of Anaheim and Placentia were obtained on June 2, 2017, and OCTA has turned over the maintenance responsibilities to the cities and completed the one-year warranty on some constructed items. The one-year warranty was extended to July 2019 for some minor repair items and close-out activities are completed. Staff presented recommendation for final claim resolution to the Board on July 22, 2019, which was approved. Funding reimbursement and close-out are completed.

Segment: Orangethorpe Avenue Grade Separation

Status: PROJECT COMPLETE

Contact: Rose Casey, Capital Projects • (714) 560-5729

Summary: The project located at Orangethorpe Avenue railroad crossing is grade separated and open to traffic. The project separated the local street from railroad tracks in the cities of Placentia and Anaheim by building a bridge for vehicular traffic over the railroad tracks. On May 17, 2016, a joint-grand opening event was held to commemorate the opening to traffic for the Orangethorpe and Tustin/Rose Grade Separation projects. Construction was completed in October 2016 and construction acceptance was obtained from the cities of Anaheim and Placentia on October 25, 2016. OCTA has turned over the maintenance responsibilities to the cities and completed the one-year warranty on the majority of constructed items. The one-year warranty was extended to June 2019 for some minor repair items. Funding reimbursement and closeout are completed.

Segment: Placentia Avenue Grade Separation

Status: PROJECT COMPLETE

Contact: Rose Casey, Capital Projects • (714) 560-5729

Summary: The project located at Placentia Avenue railroad crossing is grade separated and open to traffic. This project separated the local street from railroad tracks in the City of Placentia by building an underpass for vehicular traffic. An event was held on March 12, 2014, to commemorate the opening. Project acceptance by the cities of Anaheim and Placentia occurred in December 2014 and the cities assumed full maintenance responsibilities. In December 2015, the one-year warranty period expired with no issues or repairs identified. Funding reimbursement and closeout are completed.





Segment: Raymond Avenue Grade Separation

Status: PROJECT COMPLETE

Contact: Rose Casey, Capital Projects • (714) 560-5729

Summary: The project located at Raymond Avenue railroad crossing grade separated the local street from railroad tracks in the City of Fullerton by taking vehicular traffic under the railroad crossing. The City of Fullerton is managing construction and OCTA is providing construction oversight, public outreach, railroad coordination, and ROW support. Construction began on June 2, 2014. Raymond Avenue has been opened to traffic since October 2017. OCTA received construction acceptance on May 14, 2018. Activities this quarter include project closeout with BNSF and processing final invoices. Funding reimbursement and closeout are ongoing.

Segment: State College Boulevard Grade Separation

Status: PROJECT COMPLETE

Contact: Rose Casey, Capital Projects • (714) 560-5729

Summary: The project located at State College Boulevard railroad crossing grade separated the local street from railroad tracks in the City of Fullerton by taking vehicular traffic under the railroad crossing. The City of Fullerton managed the construction and OCTA provided construction oversight, public outreach, railroad coordination, and ROW support. State College Boulevard was opened to through traffic on November 1, 2017. Construction acceptance and maintenance responsibilities from the City of Fullerton was obtained on March 7, 2018, and the one-year warranty began. Activities this quarter include processing final invoices. Funding reimbursement and closeout are ongoing.

Segment: Tustin Avenue/Rose Drive Grade Separation

Status: PROJECT COMPLETE

Contact: Rose Casey, Capital Projects • (714) 560-5729

Summary: The project located at Tustin Avenue/Rose Drive railroad crossing is grade separated and open to traffic. The project separated the local street from railroad tracks in the cities of Placentia and Anaheim by building a bridge over the railroad crossing for vehicular traffic. On May 17, 2016, a joint-grand opening event was held to commemorate the opening to traffic for the Orangethorpe and Tustin/Rose Grade Separation projects. Construction was completed in October 2016 and construction acceptance was obtained from the cities of Anaheim and Placentia on October 25, 2016. OCTA has turned over the maintenance responsibilities to the cities and completed the one-year warranty on the majority of constructed items. The one-year warranty was extended to November 2018 for some minor repair items. In November 2018, the warranty period expired with

no additional issues or repairs identified. Funding reimbursement and closeout are completed.





REGIONAL TRAFFIC SIGNAL SYNCHRONIZATION PROGRAM ▼

Status: 2020 Call for Projects Programmed in May 2020

Contact: Anup Kulkarni, Planning • (714) 560-5867

PROJECT P

Summary: This program provides funding and assistance to implement multi-agency signal synchronization. The target of the program is to regularly coordinate a network of over 2,000 signalized intersections along 750 miles of roadway within Orange County. OCTA also leverages external funding to further enhance the efficiency of the street grid and reduce travel delay.

To date, OCTA and local agencies have synchronized more than 2,800 intersections over more than 746 miles of streets (84 completed projects). Through ten Calls for Projects, 101 projects totaling more than \$107.4 million have been awarded. Overall, OCTA has funded 120 projects⁶ totaling more than \$132.3 million, including \$25.5 million in leveraged external funding.

On May 11, 2020, the Board approved funding for six projects totaling \$12.1 million as part of the 2020 Call for Projects Regional Traffic Signal Synchronization Program.

LOCAL FAIR SHARE -

Status: Ongoing

Contact: Ben Torres, Finance • (714) 560-5692

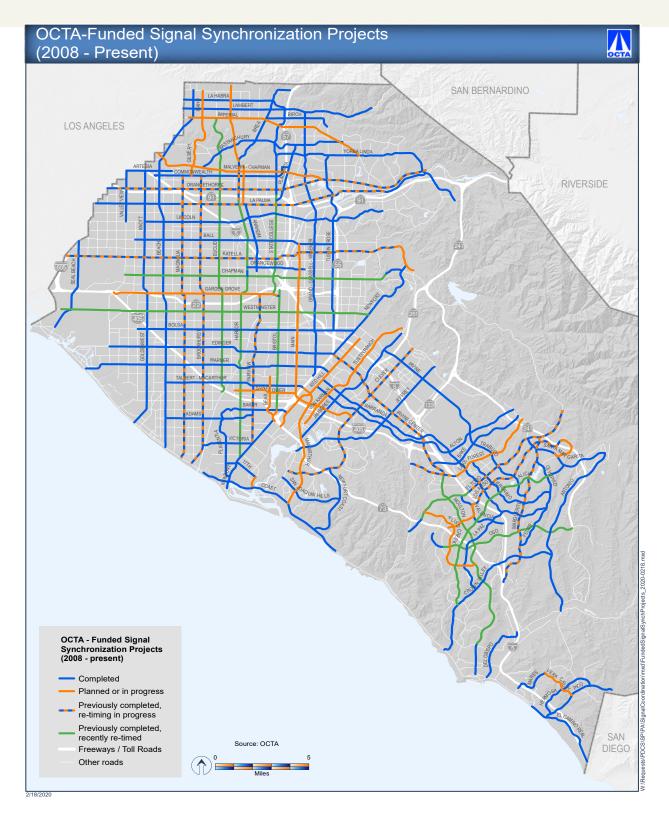
PROJECT Q

Summary: In order to help cities and the County of Orange keep up with the rising cost of repairing the aging street system, this program provides flexible funding intended to augment, not replace, existing transportation expenditures by the cities and the County. Annually, all local agencies are reviewed to determine eligibility to receive M2 funds. All local agencies have been found eligible to receive Local Fair Share funds. On a bimonthly basis, 18 percent of net revenues are allocated to local agencies by formula. Approximately \$455 million⁷ in Local Fair Share payments have been provided to local agencies as of the end of this quarter.

See pages 49-50 for funding allocation by local agency.

⁶To date, three projects totaling approximately \$1.6 million have been canceled by the awarded local jurisdictions.

⁷Includes disbursements to the City of Santa Ana and City of Stanton that were previously suspended. On May 13, 2019, the Board determined that the cities were ineligible to receive net M2 revenues. Funds were suspended until the cities achieved compliance. On April 13, 2020, based on compliance audit results, the Board determined the cities eligible to receive net M2 revenues again.





HIGH FREQUENCY METROLINK SERVICE ▼

PROJECT R

Project R will increase rail services within the County and provides additional Metrolink service north of Fullerton to Los Angeles. The program provides for track improvements, the addition of trains and parking capacity, upgraded stations, and safety enhancements to allow cities to establish quiet zones along the tracks. This program also includes funding for grade crossing improvements at high volume arterial streets, which cross Metrolink tracks.

Project: Metrolink Grade Crossing Improvements

Status: PROJECT COMPLETE

Contact: Jennifer Bergener, Rail • (714) 560-5462



Summary: Enhancement at 50 of the designated 52 Orange County at-grade rail-highway crossings were completed in support of the Metrolink Service Expansion Program (MSEP) in October 2012. As a result of one private crossing which did not allow for OCTA to make enhancements and one street closure that eliminated the need for enhancements, the final count of enhanced rail-highway crossings was 50. Completion of the safety improvements provided each corridor city with the opportunity to establish a "quiet zone" at their respective crossings. Quiet zones are intended to prohibit the sounding of train horns through designated crossings, except in the case of emergencies, construction work, or safety concerns identified by the train engineer. The cities of Anaheim, Dana Point, Irvine, Orange, Santa Ana, San Clemente, San Juan Capistrano, and Tustin have established quiet zones within their communities.

Project: Metrolink Service Expansion Program

Status: Service Ongoing

Contact: Jennifer Bergener, Rail • (714) 560-5462

Summary: Following the completion of the Metrolink Service Expansion Program (MSEP) improvements in 2012, OCTA deployed a total of ten new Metrolink intracounty trains operating between Fullerton and Laguna Niguel/Mission Viejo, primarily during the midday and evening hours.

In October 2019, several intracounty trains were extended to Los Angeles to increase ridership through a redeployment of the trains without significantly impacting operating costs. However, all Metrolink services were impacted by the statewide enforcement of stay-at-home orders that resulted from the COVID-19 pandemic in March 2020. Metrolink implemented a temporary 30 percent service reduction due to the decline in ridership; the service reduction impacted the October service change. The changes and impacts of the service reduction consisted of:

 Orange County (OC) Line: Three weekday intracounty round trips operating between Fullerton and Laguna Niguel/Mission Viejo were replaced with two round trips between Laguna Niguel/Mission Viejo and Los Angeles. Note, one intracounty round trip (trains 642 and 643) was discontinued as part of the COVID-19 related service reduction. As of June 2020, the intracounty round trips(trains 632 and 633) that wwas extended was averaging 22 passengers per trip.



91/Perris Valley (91/PV) Line: Three round trips within Riverside County between Perris—South and Riverside—Downtown were replaced with one round trip between Perris—South and Los Angeles Union Station via Fullerton. As of June 2020, the round trip that was extended was averaging 35 passengers per trip.

The State of California enforced the statewide lockdown through May 2020. Governor Newsom announced on May 4, 2020 that the State will ease the statewide lockdown in phases. Despite the gradual lifting of the stay-at-home orders, COVID-19 cases continue to rise in California which has impacted ridership through June 2020. In response to the ridership impacts, Metrolink drafted a Recovery Plan Framework. The Recovery Plan Framework is designed to phase in actions to position the Authority for post-pandemic operations and consists of the following:

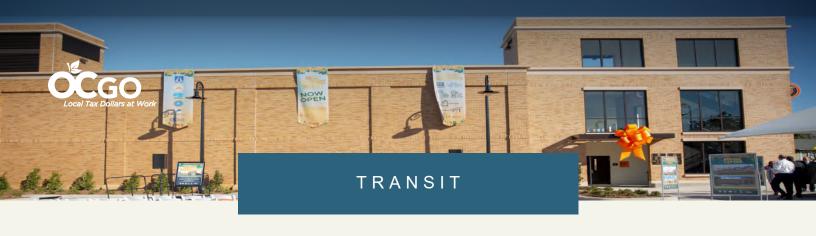
- 1. Health and safety: Commuting together, socially distant.
- 2. Operational transparency: Fast track commuter confidence.
- 3. The triple bottom line: Economy, environment, equity
- 4. Future proof operations: More efficient stewardship.
- 5. Sustainable financial performance.

As stay-at-home orders are slowly being loosened across southern California, Metrolink staff continues to reiterate cleaning and safety as riders return. Note, the 30 percent service reduction that was implemented in March 2020 will remain in place until further notice. As of June 30, 2020, Metrolink rail ridership on the three lines serving Orange County was down 83 percent compared to the prior year.

Plans to implement the addition of two round trips in April 2020 have been postponed until full service is reinstated. The postponed April service changes will include the addition of one evening weekday round trip from Oceanside to Los Angeles on the OC Line. Additional changes to the OC Line include the discontinuation of two intracounty trains due to low ridership levels. To offset the termination of the two intracounty trains, an evening train that currently travels between Los Angeles and Laguna Niguel/Mission Viejo will be extended to Oceanside. Along the 91/PV Line, one weekday round trip will be added between Los Angeles and Perris, south via Fullerton. The above-mentioned changes are in alignment with OCTA's redeployment plan.

Rail Corridor and Station Improvements

Additionally, under MSEP, funding is provided for rail line and station improvements to accommodate increased service. Rail station parking lot expansions, better access to platforms, among other improvements have been made or are underway. For schedule information on station improvement projects, please see the CAP pages on pages 51-55.



Segment: Anaheim Canyon Metrolink Station Improvements

Status: Design Underway – 99% Complete

Contact: Jim Beil, Capital Programs • (714) 560-5646

Summary: This OCTA-led project will include construction of a second main track and platform, lengthening the existing platform, and improved pedestrian circulation. The project will also include the addition of benches, shade structures, and ticket vending machines. The design plans have been completed to 98 percent. Plans were expected to be complete and ready to bid in March 2020, but permanent access to railroad signal equipment for maintenance purposes as well as access to the railroad ROW during the construction phase needs to be resolved. It is anticipated that these issues will be resolved and the project will be bid in September 2020. FTA grants provide approximately \$13 million to support rehabilitation and replacement of capital improvements which are not impacted by the COVID-19 pandemic. Construction of the project is anticipated to begin in January 2021 with completion anticipated in mid-2022. This project is marked "red" in the CAP due to delays in ROW negotiations.

Segment: Fullerton Transportation Center Improvements

Status: PROJECT COMPLETE

Contact: Jim Beil, Capital Programs • (714) 560-5646

Summary: Completed early on, a new 5-level parking structure was constructed to provide additional transit parking at the Fullerton Transportation Center for both intercity rail service and commuter rail passengers. This City-led project was completed on June 19, 2012. After completion, an elevator upgrade project was initiated with leftover savings. The elevator project modified the existing pedestrian bridge to add two new traction elevators, one on each side. The City of Fullerton was the lead on this project which was completed May 1, 2019.

Segment: Laguna Niguel/Mission Viejo Metrolink Station Americans with Disabilities Act

(ADA) Ramps

Status: PROJECT COMPLETE

Contact: Jim Beil, Capital Programs • (714) 560-5646

Summary: The Laguna Niguel/Mission Viejo station accessibility improvements project was completed in September 2017. Improvements include new ADA-compliant access ramps on either side of the pedestrian undercrossing and a unisex ADA-compliant restroom, vending machine room, and three passenger canopies. Construction acceptance from the cities was obtained on September 20, 2017.



Segment: Orange Transportation Center Metrolink Parking Structure

Status: PROJECT COMPLETE

Contact: Jim Beil, Capital Programs • (714) 560-5646

Summary: This project includes a 608-space, 5-level, shared use parking structure that is located on Lemon Street between Chapman Avenue and Maple Street in Orange. Per a cooperative agreement between OCTA and the City of Orange, the City of Orange led the design phase, and OCTA led the construction phase of the project. Construction began on July 17, 2017 and was completed on February 15, 2019. A dedication ceremony was held on February 19, 2019.

Segment: New Placentia Metrolink Station and Parking Structure

Status: Design Complete - Ready for Advertisement subject to BNSF construction and maintenance

agreement

Contact: Jim Beil, Capital Programs • (714) 560-5646

Summary: Plans for the proposed Placentia Metrolink Station Project were near completion when the City of Placentia requested to modify them to include a parking structure to be built where surface parking had been designed. On June 27, 2016, the Board approved a new Cooperative Agreement with the City of Placentia that revised the project's scope and budget, and with the changes the City of Placentia will contribute towards the cost. The station will include platforms, parking, a new bus stop, and passenger amenities. OCTA is the lead agency for design and construction of the project. The project will also include a third track which should assist with the on-time performance of train operations and provide operational flexibility for both freight and passenger trains. BNSF will be the lead on the rail construction. Design plans for the station are complete and will be ready to advertise for bidding once a construction and maintenance (C&M) agreement with BNSF is in place. Due to the dependency on the C&M agreement, this project is marked as a cost/schedule risk in the CAP.

Segment: San Clemente Pier Station Lighting

Status: PROJECT COMPLETE

Contact: Jim Beil, Capital Programs • (714) 560-5646

Summary: This project was completed on March 17, 2017, and project closeout was completed in the same month. OCTA was the lead agency for design and installation of this project which added lighting to the existing platform and new decorative handrails at the San Clemente Pier Station.



Additional rail corridor improvements include: completed Control Point project at Fourth Street in the City of Santa Ana, which provides rail operational efficiencies; completed Positive Train Control implementation, which improves rail safety by monitoring and controlling train movement; continued with ROW acquisition to replace the San Juan Creek railroad bridge in the City of San Juan Capistrano, which will not preclude a future bike trail on the south end along the creek (design and environmental clearance tasks were completed and ROW acquisition is in progress); completed the construction of the Railroad ROW Slope Stabilization project in June 2020, which includes eight locations within the OCTA-owned Los Angeles - San Diego - San Luis Obispo (LOSSAN) rail corridor that have been identified for improvements to prevent future erosion and slope instability; and continued implementation of video surveillance systems.

Segment: Sand Canyon Grade Separation

Status: PROJECT COMPLETE

Contact: Rose Casey, Capital Projects • (714) 560-5729

Summary: The project separated the local street from railroad tracks in the City of Irvine by constructing an underpass for vehicular traffic. The westbound lanes were opened to traffic on June 12, 2014, and the eastbound lanes were opened to traffic on July 14, 2014. A road opening ceremony was held on August 11, 2014. The project is complete and construction acceptance was obtained from the City of Irvine on January 15, 2016. The project completed the one-year warranty period and no repairs were identified. The project closed out in January 2017.

Segment: Tustin Metrolink Station Parking Structure

Status: PROJECT COMPLETE

Contact: Jim Beil, Capital Programs • (714) 560-5646

Summary: This early completion project, provided additional parking at the Tustin Metrolink Station to meet requirements associated with the MSEP by constructing a new 4-story parking structure with approximately 735 spaces, plus on-site surface parking. The parking structure was opened to the public on September 22, 2011.

Segment: Laguna Niguel to San Juan Capistrano Passing Siding Project

Status: Construction Underway – 70% Complete

Contact: Jim Beil, Capital Programs • (714) 560-5646

Summary: The project is currently in the construction phase and will add approximately 1.8-miles of new passing siding railroad track adjacent to the existing mainline track, which will enhance the operational efficiency of passenger services within the LOSSAN rail corridor. The construction contract was awarded on January 14, 2019, and the Notice to Proceed was issued on March 12, 2019.



Construction continued with the mainline and pocket track, crossovers, retaining wall #1 and roadway modifications at Camino Capistrano and Rancho Capistrano. Construction of retaining walls #2, #3 and new passing track were completed this quarter. This project is anticipated to be completed by early 2021.

TRANSIT EXTENSIONS TO METROLINK -

In order to broaden the reach of Metrolink to other Orange County cities, communities, and activity centers, Project S includes a competitive program which allows cities to apply for funding to connect passengers to their final destination via transit extensions. There are currently two categories for this program: a fixed guideway program (streetcar) and a rubber tire transit program.

Project: OC Streetcar

PROJECT S

Status: Full Funding Grant Agreement (FFGA) Executed November 30, 2018, Construction and Utility Relocation Work Ongoing, Vehicle Production Underway, Operations and Maintenance contract approved by the Board on May 22, 2020.

Contact: Mary Shavalier, Rail • (714) 560-5725

Summary: The OC Streetcar will serve the Santa Ana Regional Transportation Center through downtown Santa Ana, and the Civic Center to Harbor Boulevard in the City of Garden Grove. At the request of the two cities, OCTA is serving as the lead agency for the project.

Construction work continued with in-street utilities nearing completion and final storm work underway, installation of the service and inspection pit and vapor barrier at the Maintenance and Storage Facility (MSF), hand digging and surveying of the Overhead Contact System (OCS) pole foundations, disposal of hazardous soil from the Pacific Electric ROW and other project areas, grading and drainage system installation on the Pacific Electric ROW. The contractor completed the first of two major concrete pours for the superstructure of the Westminster Bridge and deck pour in May. Precast girders at the Santa Ana River Bridge were installed in May and the construction of the retaining walls at the Santa Ana River and Westminster bridges are ongoing.

After a brief closure of the Siemens plant the previous quarter, Siemens returned to a 100 percent production level of the OC Streetcar S700 vehicle in early April. All eight vehicles are in various stages of production. OCTA has not been notified by Siemens of any reported impacts to the overall delivery schedule.

The first article inspection was conducted for the truck assembly. The trucks contain the motor, gearbox, braking system and the vehicle steel wheels. Outstanding first article inspections that require out-of-state travel are on hold due to current travel restrictions. OCTA is in the process of finalizing outstanding items from final design review and continues to coordinate with Conduent and Siemens on Computer Aided Dispatch/Automatic Vehicle Location design specifications.

During the quarter, the Board approved continuing the work to address utility conflicts during underground relocation work and hand digging of OCS, traffic signal and streetlight pole foundations. To support the local community, OCTA continues to directly support Santa Ana's Business Improvement District and residents during



construction of the OC Streetcar through the Eat, Shop, Play program and by providing on-going construction alerts.

On May 22, 2020, the Board approved the consultant selecton for the O&M contract. Negotiations are underway to finalize and execute the contract to prepare for issuance of the Notice to Proceed.

On June 17, 2020, OCTA and FTA conducted its quarterly meeting to discuss project status and report on the project schedule and cost estimate.

Work continues to progress on other key OC Streetcar activities including coordination with third parties on utility relocation, public outreach and continued coordination with the FTA and project management oversight consultant.

Project: Bus and Station Van Extension Projects

Status: Service Through 2020 for Anaheim Canyon Metrolink Bus Connection

Contact: Joseph Alcock, Planning • (714) 560-5372

Summary: Bus and Station Van Extension projects help enhance the frequency of service in the Metrolink corridor by linking communities within the central core of Orange County to commuter rail. To date, the Board has approved one round of funding for bus and van extension projects, totaling over \$730,000. One project located within the City of Anaheim and three proposals within the City of Lake Forest were approved for funding by the Board on July 23, 2012. Currently, the Anaheim project is in service and the Lake Forest projects have been canceled. The Anaheim Canyon Metrolink Station Bus Connection began service in February 2013 and is anticipated to continue providing service between the station and the Anaheim Resort area through 2020 when the grant expires. In anticipation of the grant expiration, the city applied for Project V funding to continue this service. On April 13, 2020, the Board recommended to fund the service under Project V and extend the service until June 30, 2027.

METROLINK GATEWAYS ▼

Status: PROJECT COMPLETE

Contact: Jennifer Bergener, Rail • (714) 560-5462

PROJECT T

Summary: This project constructed the Anaheim Regional Transportation Intermodal Center (ARTIC) located at 2626 East Katella Avenue in the City of Anaheim. In addition to providing transit connections for OCTA bus service, Metrolink and Amtrak service, shuttle and charter bus service, taxis, bikes, and other public and private transportation services, ARTIC also accommodates future high-speed rail trains. The City of Anaheim, which led the construction effort, opened the facility to rail and bus service on December 6, 2014. A ribbon-cutting ceremony was held on December 8, 2014, with a grand opening celebration hosted on December 13, 2014. This facility replaced the former Anaheim Metrolink Station that was located on the opposite side of the freeway in the Los Angeles Angels of Anaheim Stadium parking lot.



EXPAND MOBILITY CHOICES FOR SENIORS AND PERSONS WITH DISABILITIES >

Project U expands mobility choices for seniors and persons with disabilities, and includes the SMP, the SNEMT Program, and the Fare Stabilization Program. Since inception, approximately \$80.7 million⁹ in Project U funding has been provided under M2.

Project: Senior Mobility Program

Status: Ongoing

Contact: Beth McCormick, Transit • (714) 560-5964

Summary: This program provides one percent of net M2 revenues to continue and expand local community transportation service for seniors under the SMP. According to the SMP Funding and Policy Guidelines, M2 revenue is allocated to local jurisdictions proportionally, relative to the total county's senior population, by the residents age 60 and above multiplied by available revenues. Remaining unallocated funds are distributed to the M2 Project U Fare Stabilization Program.

Since inception, approximately \$24 million⁸ and 2,430,500 boardings have been provided for seniors traveling to medical appointments, nutrition programs, shopping destinations, and senior and community center activities. Several local jurisdictions have modified or suspended service during the stay-at-home order as a result of the COVID-19 pandemic. This quarter, approximately \$437,000 was paid out to the 31 participating cities.

⁸Includes disbursements to the City of Santa Ana and City of Stanton that were previously suspended. On May 13, 2019, the Board determined that the cities were ineligible to receive net M2 revenues. Funds were suspended until the cities achieved compliance. On April 13, 2020, based on compliance audit results, the Board determined the cities eligible to receive net M2 revenues again.

Project: Senior Non-emergency Medical Transportation Program

Status: Ongoing

Contact: Beth McCormick, Transit • (714) 560-5964

Summary: This program provides one percent of net M2 revenues to supplement existing county-wide senior non-emergency medical transportation services. Since inception, more than \$25.8 million and 940,720 SNEMT boardings have been provided. This quarter, approximately \$461,598 in SNEMT funding was paid to the County of Orange.

⁹Payments are made every other month (January, March, May, July, September, and November). July payments are based on June accruals, and therefore counted as June payments. The amount totaled for one fiscal year quarter either covers one or two payments, depending on the months that fall within that quarter.

PROJECT U



Project: Fare Stabilization Program

Status: Ongoing

Contact: Sean Murdock, Finance • (714) 560-5685

Summary: Between years 2011-2015, one percent of net M2 revenues was dedicated to stabilizing fares and providing fare discounts for bus services and specialized ACCESS services for seniors and persons with disabilities. Effective January 28, 2016, an amendment to the M2 Ordinance No. 3, adjusted this amount to 1.47 percent of net M2 revenues to be dedicated to the Fare Stabilization Program.

Approximately \$1,242,000¹⁰ in revenue was allocated this quarter to support the Fare Stabilization Program. The amount of funding utilized each quarter varies based on ridership. During the quarter, based on 100,000 program-related boardings recorded on fixed route and ACCESS services, approximately \$20,000 was utilized. In early April, in response to the COVID-19 pandemic, OCTA began a process of rear-door boarding on fixed-route services. The senior and disabled boardings recorded for the quarter were based off of pass sales and ACCESS boardings figures. Since inception of the program, more than \$31 million and 119 million program-related boardings have been provided.

COMMUNITY BASED TRANSIT/CIRCULATORS ▼

Status: Service Updates; 2020 Call for Projects programmed in April 2020

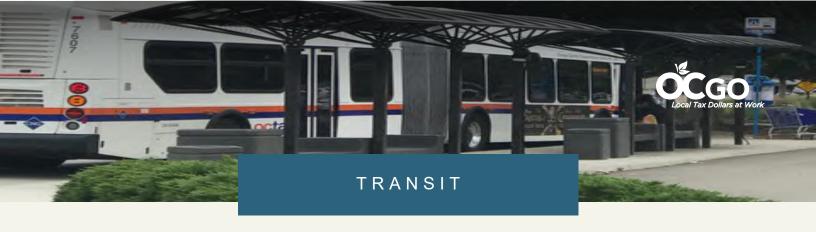
PROJECT V

Contact: Joseph Alcock, Planning • (714) 560-5372

Summary: This program provides funding for local jurisdictions to develop local bus transit services such as community-based circulators and shuttles that complement regional bus and rail services and meet needs in areas not adequately served by regional transit. To date, through a competitive process, OCTA has provided four rounds of funding (June 2013, June 2016, June 2018 and April 2020) which have awarded 35 projects and 10 planning studies totaling approximately \$52 million. Out of the transit circulator projects: 19 are currently active; eight have been canceled (primarily due to low ridership); seven are planned and one has been completed.

In March 2019, OCTA requested letters of interest for a future round of Project V funding. Ten responses from eligible local agencies were received and staff reported these findings to the Board in August 2019. At that meeting, the Board directed staff to develop and evaluate potential revisions for the Project V Comprehensive Transportation Funding Programs Guidelines. The revisions and the request to authorize a fourth Project V call for approximately \$9 million was authorized by the Board on October 14, 2019. On April 13, 2020, the Board made programming recommendations for six local agency projects submitted under the capital and operating reserve categories and for three local agency projects under the planning category for a combined total of approximately \$9.2 million.

¹⁰Payments are made every other month (January, March, May, July, September, and November). July payments are based on June accruals, and therefore counted as June payments. The amount totaled for one fiscal year quarter either covers one or two payments, depending on the months that fall within that quarter.



OCTA receives ridership reports from local agencies on a regular basis to monitor the success of these services against performance measures adopted by the Board. Currently, most of these services are generally meeting their required performance standards. The most recent Project V Ridership report was presented to the Transit Committee on January 9 and the Board on January 13, 2020. The next Project V Ridership report is scheduled for July 2020. Lessons learned from the success of implemented services are incorporated into recommendations for future funding guidelines and programming recommendations.

Local jurisdictions have temporarily suspended local transit services beginning mid-March due to the stay-at-home order as a result of the COVID-19 pandemic, and it is unclear at this time as to when services may potentially be re-initiated.

SAFE TRANSIT STOPS ▼

Status: City-Initiated Improvements Underway or Complete

Contact: Joseph Alcock, Planning • (714) 560-5372

PROJECT W

Summary: This program provides funding for passenger amenities at the 100 busiest transit stops across Orange County. Stop improvements are designed to ease transfers between bus lines and provide passenger amenities such as installation of bus benches or seating, shelters, lighting, and other passenger related amenities.

In 2014, the Board approved the first round of funding in the amount of \$1,205,666 to support 51 city-initiated improvements and \$370,000 for OCTA-initiated improvements. The City of Anaheim postponed development of eight stops and the OCTA initiated improvements were funded through another grant source and the funds were de-allocated and returned to the program in June 2019. Improvements funded through the first effort at all 43 stops are now complete.

In October 2018, the Board authorized a second Project W allocation process, providing up to \$3 million (in total) to eligible agencies to support bus stop amenity improvements. Eligible agencies were able to receive between \$20,000 to \$35,000 (per identified bus stop based on ridership). On June 13, 2019, funding recommendations were approved by the Board providing just under \$1 million to support improvements at 36 locations. In May 2020, the Board directed staff to return with additional programming recommendations for Project W. Applications were due on June 30, 2020, and final recommendations will be advanced to the Board for consideration later this Fall.



CLEAN UP HIGHWAY AND STREET RUNOFF THAT POLLUTES BEACHES ▼

Project: Environmental Cleanup Program

Status: Ongoing

Contact: Dan Phu, Planning • (714) 560-5907

PROJECT X

Summary: This program implements street and highway-related water quality improvement programs and projects that assist agencies countywide with federal Clean Water Act standards for urban runoff. It is intended to augment, not replace existing transportation-related water quality expenditures and to emphasize high-impact capital improvements over local operations and maintenance costs. The ECAC is charged with making recommendations to the Board on the allocation of funds for the ECP. These funds are allocated on a countywide, competitive basis to assist agencies in meeting the Clean Water Act standards for controlling transportation-related pollution.

Project X is composed of a two-tiered funding process focusing on early priorities (Tier 1), and a second program designed to prepare for more comprehensive capital investments (Tier 2). To date, there have been nine rounds of funding under the Tier 1 grants program. A total of 177 projects, amounting to more than \$24 million, have been awarded by the Board since 2011. There have been two rounds of funding under the Tier 2 grants program. A total of 22 projects in the amount of \$27.89 million have been awarded by the Board since 2013. To date, all Orange County cities plus the County of Orange have received funding under this program. A tenth Tier 1 Call for Projects was released in March 2020. As a result of the stay-at-home order due to the COVID-19 pandemic, the application deadline was extended until June 25, 2020. The schedule and timing of the Tier 1 funding recommendations is anticipated in October 2020. The impact to M2 sales tax revenue and how this will affect future Project X calls for projects is currently being assessed. Staff will also be determining the timing of a future Tier 2 call for projects. It was anticipated, prior to the COVID-19 pandemic, that a Tier 2 call could be feasible sometime around the fiscal year 2021 or 2022 timeframe.

Staff estimates that over 33 million gallons of trash has been captured as a result of the installation of Tier 1 devices since the inception of the Tier 1 Program in 2011. This is equivalent to over 50 Olympic size swimming pools. Over time, the volume of trash captured is expected to increase. It is estimated that the funded Tier 2 projects, once fully functional, will have an annual groundwater recharge potential of approximately 157 million gallons of water from infiltration or through pumped and treated recharge facilities.

FREEWAY MITIGATION ▼

Project: Environmental Mitigation Program

Status: Biological Permits Issued and Conservation Plan in Place

Contact: Dan Phu, Planning • (714) 560-5907

Summary: In June 2017, the United States Fish and Wildlife Service, and the California Department of Fish and Wildlife (Wildlife Agencies) finalized the issuance of their respective biological opinion, findings, and associated permits, as well as signed the Conservation Plan Implementing Agreement. Receipt of these permits represent the culmination of years of collaboration and support by the Board, environmental community, and Wildlife Agencies. As a result, the environmental process will be streamlined, allowing OCTA to move forward with the M2 freeway projects (as described in the Conservation Plan) with little additional coordination from the Wildlife Agencies. The OCTA Conservation Plan is unique as it is only the second state/federal conservation plan approved in Orange County.

The Conservation Plan also includes a streamlined process for coordination for streambed alteration agreements for portions of freeway projects that cross through streams and riverbeds. In 2017, the United States Army Corps of Engineers (Corps) issued a programmatic permit to OCTA and Caltrans (as owner/operator of the state highway system). The State Board provided a letter to OCTA in 2018, which further secured assurances related to advanced mitigation and freeway project permit issuance. These efforts are the result of years of collaboration between OCTA, the Corps, and State Board, and constitute another groundbreaking milestone for the M2 Environmental Mitigation Program.

The program is proceeding as planned, with seven properties (Preserves) acquired (1,300 acres), and 12 restoration projects approved for funding by the Board, totaling approximately 350 acres. The restoration project plans have been approved by the Wildlife Agencies and are currently at various stages of implementation. The Board authorized \$42 million (inclusive of setting aside funds for long-term land management) for property acquisitions, \$10.5 million to fund habitat restoration activities, and \$2.5 million for conservation plan development and program support, for a total of approximately \$55 million.

As part of the Conservation Plan requirement, an endowment has been established to pay for the long-term management of the Preserves. It was previously estimated that it would take approximately 12 to 15 years to fully fund the endowment with deposits annually. Approximately \$2.9 million has been deposited annually. The most recent deposit was made in November 2019. A reassessment of the M2 revenue stream as well as the current Conservation Plan endowment balance will be completed due to the COVID-19 pandemic. Staff will continue to oversee and provide endowment updates to the Finance and Administration and the Environmental Oversight Committee (EOC) on a regular basis.

Resource management plans (RMPs) for the Preserves were finalized in 2018. These RMPs guide the management of the Preserves as outlined within the Conservation Plan. The RMPs will be reviewed and updated as necessary, approximately every five years. Staff will continue to oversee and manage the Preserves until a long-term manager(s) is established.



In consultation with the local fire authority, staff has begun to work with a consultant to draft fire management plans (Plans) for the seven Preserves. The Plans will provide guidelines for decision-making at all stages including fire prevention, pre-fire vegetation management, suppression activities, and post-fire responses that are compatible with conservation and stewardship responsibilities. These Plans are a requirement of the Conservation Plan and will require approval by the Wildlife Agencies as well as the local fire authority. The Plans are anticipated to be complete in 2020.

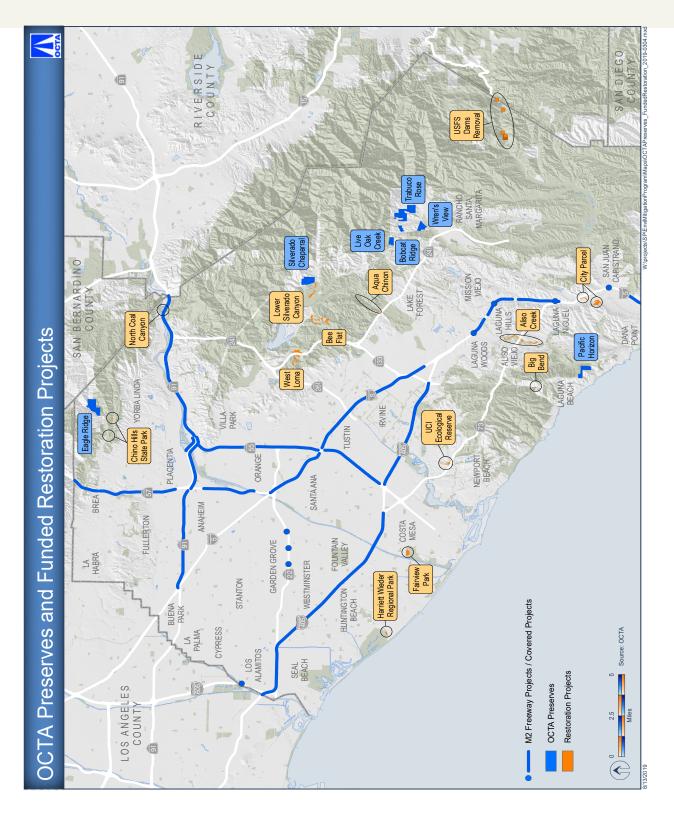
Conservation Plan Annual Reports will be completed every year. These reports will include the tracking of impacts associated with covered freeway improvement projects, other management and monitoring activities on Preserves, status and activities, progress of the restoration projects, plan administration, and public outreach activities. Annual Reports are reviewed and must be approved by the Wildlife Agencies. In summary, the Annual Reports to date document that OCTA's activities through 2019 were in compliance and on target with the Conservation Plan commitments. OCTA will continue with its efforts to complete the required objectives in a timely manner. It is anticipated that the next Annual Report will be provided to the OCTA Board of Directors in mid-2020. The Annual Reports will be available for public review at www.PreservingOurLegacy.org.

To date, multiple freeway projects have utilized the Conservation Plan and/or the Clean Water Act streamlined permitting process. Some of the projects that benefit from these mechanisms include: Project K (I-405 from SR-73 to I-605), Project C (I-5 from SR-73 to El Toro Road), and Project M (I-605 and Katella Interchange). If these mechanisms were not in place, it is anticipated that these projects would incur an additional \$700,000 to \$2.5 million (in 2018 dollars) in mitigation related costs and unknown schedule risks. Furthermore, a strong partnership has been forged through collaboration with the environmental community.

OCTA provides docent led hikes and equestrian rides in the Preserves. As a result of the stay-at-home order due to the COVID-19 pandemic, OCTA is postponing all scheduled hikes and equestrian rides until further notice. OCTA will release the revised 2020 Wilderness Preserve Hiking and Equestrian Riding Tour calendar once the order has been lifted. A list of scheduled 2020 wilderness Preserve tours will be available on the M2 website at www.PreservingOurLegacy.org.

As part of the safeguards in place for the M2 Program, a 12-member EOC makes recommendations on the allocation of environmental freeway mitigation funds and monitors the implementation of the Conservation Plan between OCTA and state and federal Wildlife Agencies. The EOC has led efforts with policy recommendations to the Board and has operated in an open and transparent manner that has garnered the trust of stakeholders, ranging from the environmental community to the recreational community to Orange County citizens.

See map of Preserves and funded restoration properties on the following page.







PROGRAM MANAGEMENT OFFICE ▼

Contact: Francesca Ching, PMO Manager • (714) 560-5625

The M2 PMO provides inter-divisional coordination for all M-related projects and programs. To ensure agency-wide compliance, the PMO holds a bi-monthly committee meeting comprised of executive directors and key staff from each of the divisions, who meet to review significant issues and activities within the M2 programs. This quarter, the focus of the PMO has been on several major items, including the following.

Market Conditions Forecast and Risk Analysis

In September 2017, the Board was presented with a Next 10 Market Conditions Forecast and Risk Analysis Report conducted by Dr. Wallace Walrod and Dr. Marlon Boarnet. The consultant's analysis identified a strong potential for OCTA to experience an increasing cost environment during the Next 10 delivery years. This, coupled with a reduction in revenue, could present the potential for significant challenges in the delivery of M2 and Next 10.

The Board directed staff to continue to work with the consultant to monitor and track key early warning indicators and provide the Board with updates in a timeline consistent with updates on the M2 sales tax revenue forecast. The consultant team continues to analyze trends in material costs, labor costs, and general economic conditions to determine a range of potential cost impacts providing insight on OCTA's capital program twice a year.

The results of the 2019 fall analysis concluded that OCTA may experience a cost increase of between two percent and six percent during the 2020 through 2022 time period of construction activity. Staff incorporated information from this analysis into the M2 cashflow for the 2019 updated Next 10.

The consultant team completed the 2020 spring update of the forecasting model in early March. The report was finalized prior to the COVID-19 pandemic and showed a cooling of the prior increasing-cost environment. It is anticipated that current events may cause this to further change during the Next 10 delivery years. The fall 2020 update is underway and is anticipated to be presented to the Board in October.

Next 10 Delivery Plan

On November 14, 2016, the Board adopted the Next 10 providing staff guidance on the delivery of M2 projects and programs between 2017 and 2026. The PMO monitors the progress on the ten deliverables identified in the Next 10 and reports on them in this report. See <u>pages 3-6</u> for the status on deliverables.

Annually, OCTA reviews the M2 program assumptions and updates the cash flows and Next 10 assumptions as needed based on changes to the revenue forecast and project cost and schedule updates. The 2019 Next 10 incorporating the updated forecast of \$13.4 billion was presented to the Board at the November 11, 2019 meeting. The 2019 Next 10 identified five projects to be advanced through construction: I-5 between I-405 and Yale Avenue (Project B), I-5 between Yale Avenue and SR-55 (Project B), SR-55 between I-5 and SR-91 (Project



F), SR-57 Northbound from Orangewood Avenue to Katella Avenue (Project G), and I-605 / Katella Interchange (Project M). The result of the Next 10 review demonstrated a delivery plan that remains solvent. COVID-19 pandemic impacts to sales tax revenue forecast and project cost and schedule will be evaulated during the annual Fall review of the delivery plan.

M2 Performance Assessment

The M2 ordinance includes a requirement for a performance assessment to be conducted at least once every three years to evaluate OCTA's efficiency and effectiveness in delivery of M2 as promised to the voters. Four performance assessments have been completed covering fiscal years FY 2006-07 through FY 2008-09, FY 2009-10 through FY 2011-12, FY 2012-13 through FY 2014-15 and FY 2015-16 through FY 2017-18. The most recent report commended OCTA's management of the M2 program with eight recommendations for enhancements. Staff implemented all eight recommendations for enhancements and provided a final report to the Board on January 13, 2020. There are no outstanding action items. Procurement efforts for the next performance assessment will begin late 2020.

M2 Ordinance Tracking Matrix

The M2 Ordinance and Transportation Investment Plan (Ordinance No. 3) includes numerous requirements that staff must follow in order to keep the promise to Orange County voters through the passage of M2. The PMO annually updates the M2 Ordinance Tracking Matrix to verify that OCTA is in compliance with all requirements detailed in Ordinance No. 3. The tracking matrix update for 2019 was finalized and was shared with the Taxpayer Oversight Committee (TOC) on May 12, 2020. This document is for PMO tracking purposes but is also helpful to TOC members during their annual compliance finding. On June 9, 2020, the TOC held the Measure M annual public hearing and determined that Measure M is being delivered as promised to Orange County voters for the 29th consecutive year.

PMO M2 Tracking Tools

The PMO has developed several tracking tools to assist in reporting consistency and increased transparency of the M2 program. See the following for a brief explanation of PMO M2 tracking tools and their current status:

Local Jurisdiction Fact Sheets

Fact Sheets have been created for the County of Orange and each of Orange County's 34 cities. The Fact Sheets provide data on transportation and transit projects (funded through Measure M, state, and federal grants) in a format which emphasizes key points concisely on a single printed page. The City Fact Sheets are utilized when speaking with the jurisdictions to provide a summary overview of how OCTA has provided the local agency with funding (M2 and other) and transportation improvements. During the quarter, staff initiated efforts to update the City Fact Sheets to include the 2020 Measure M2 community-based circulator projects approved by the Board on April 13, 2020, the 2020 Regional Capacity Program and Regional Traffic Signal Synchronization Program projects approved by the Board on May 11, 2020 in addition to programming updates.



M2 Financial Picture

The M2 Financial Picture report provides a summary of each M2 project's total expenditures to date (external and internal), programmed funding, current estimate at completion per the latest quarter, and M2 program cash flow assumptions through 2041. This document allows the PMO to appropriately track and answer questions regarding the M2 investment. The FY 2019-20 third quarter Financial Picture was updated in May 2020.

Engineer's Estimate versus Bids Tracking

The Estimate versus Bid Tracking process allows the PMO to monitor the bidding environment for capital projects in the M2 Program. Capital projects that were planned for and began construction early in the M2 program have shown cost savings due to a favorable bidding environment during the recession. For these earlier M2 projects, savings can be primarily traced back to construction costs.

More recent market conditions analyses have indicated that OCTA will experience an increasing cost environment related to increased demand for construction services, lack of labor resources, and increased construction material costs. It should be noted that the engineer's estimate is based on a number of factors – such as bidding history and historical and current market rates (materials, labor, equipment, etc.) – and adjusted accordingly for the project's conditions. Because the estimate uses prior information, there may be a lag between an uptick or downtick in the market.

Project C (I-5 between Alicia Parkway and El Toro Road) was advertised for construction bids on May 11, 2020 and the bid opening was held on June 30, 2020. The apparent low bid is 11.74 percent below the engineer's estimate and is being assessed for responsiveness.

The next M2 project anticipated to go out to bid in 2020 is Project R (Anaheim Canyon Metrolink Station Improvements). Staff will track and update the spreadsheet as appropriate.

M2 Administrative Safeguards

M2 includes a one percent cap on administrative expenses for salaries and benefits of OCTA administrative staff on an annual basis. In a legal opinion on M2, it was determined that in years where administrative salaries and benefits are above one percent, only one percent can be allocated with the difference borrowed from other, non-M2 fund sources. Conversely, in years where administrative salaries and benefits are below one percent, OCTA can still allocate the full one percent for administrative salaries and benefits but may use the unused portion to repay the amount borrowed from prior years in which administrative salaries and benefits were above one percent.

Based on the original M2 revenue projections, OCTA expected to receive \$24.3 billion in M2 funds, with one percent of total revenues available to fund administrative salaries and benefits over the life of the program. As M2 revenue projections declined (currently \$13.4 billion or 45 percent lower) as a result of economic conditions, the funds available to support administrative salaries and benefits have also declined from the original expectations. While revenue has declined, the administrative effort needed to deliver M2 remains the same. Additionally, the initiation of



the Early Action Plan (EAP) in 2007 required administrative functions four years prior to revenue collection. While the EAP resulted in project savings and significant acceleration of the program, administrative functions were required during this time with associated administrative costs.

As a result of the aforementioned factors, OCTA has incurred higher than one percent administrative costs. OCTA currently has Board approval to use funds from the Orange County Unified Transportation Trust (OCUTT) fund to cover costs above the one percent, with the understanding that those funds will be repaid with interest in future years that OCTA administrative costs fall below the one percent cap. As of June 30, 2012, OCTA had borrowed approximately \$5.2 million from OCUTT. Over the last few years, OCTA has experienced under-runs in the one percent administration cap and has made payments to OCUTT to reduce the outstanding balance. As of the most recent draft June 2020 Taxpayer Oversight Committee Report, the outstanding principal balance was \$0 and the remaining interest owed to OCUTT was \$1.1 million.

Staff meets quarterly to review all labor costs to ensure proper cost allocation under M2. After the quarter ended, staff met on July 15, 2020 to review labor reports for this quarter to ensure costs attributed to the one percent cap are accurately reported and there were no misplaced project related costs, as well as to ensure project costs were applied to the correct projects.

Taxpayer Oversight Committee

The M2 Ordinance requires a Taxpayer Oversight Committee (TOC) oversee the implementation of the M2 plan and ensure compliance with all requirements of Measure M2 Ordinance No. 3. With the exception of the elected Auditor Controller of Orange County who is identified as the chair in the Ordinance, all other members are not elected or appointed officials. Members are recruited and screened for expertise and experience independently by the Orange County Grand Jurors Association and are selected from the qualified pool by lottery. The TOC is scheduled to meet every other month. The TOC upholds the integrity of the measure by monitoring the use of M2 funds and ensuring compliance. The responsibilities of the 11-member Measure M2 TOC are to:

- Ensure all transportation revenue collected from M2 is spent on the projects approved by the voters as part of the plan.
- Ratify any changes in the plan and recommend any major changes go back to the voters for approval.
- Participate in ensuring that all jurisdictions in Orange County conform with the requirements of M2 before receipt of any tax monies for local projects.
- Hold annual public meetings regarding the expenditure and status of funds generated by M2.
- Review independent audits of issues regarding the plan and performance of the Orange County Local Transportation Authority regarding the expenditure of M2 sales tax monies.
- Annually certify whether M2 funds have been spent in compliance with the plan.



On March 12, 2020 and March 18, 2020, the Governor enacted Executive Orders N-25-20 and N-29-20 authorizing a local legislative body to hold public meetings via teleconferencing and make public meetings accessible telephonically or electronically to all members of the public due to COVID-19. As a result, the TOC held a special meeting on May 12, 2020 and again on June 9, 2020 via teleconference for the first time in the history of the TOC.

At the May 12, 2020 meeting, the TOC received presentations on the Proposed Measure M2 Maintenance of Effort adjustment, Proposed Changes to Agreed-Upon Procedures and Selection of Cities for Audit, and the M2 Ordinance Compliance Matrix. The TOC also reviewed Measure M2 Audits for Santa Ana and Stanton, received an OCLTA audit from Crowe LLP and approved the Annual Adoption of Audit Charter for the Audit Subcommittee.

The Taxpayer Oversight Committee held its annual Measure M public hearing on Tuesday, June 9, 2020 and unanimously found that the Orange County Transportation Authority is proceeding in accordance with the Measure M2 Ordinance for the 29th consecutive year and the Chair certified that M2 revenues have been spent in compliance with the Plan. In addition, the TOC received a presentation on the Measure M2 Quarterly Progress Report for the first quarter of 2020, reviewed the 2020 Call for Projects and Programming Recommendations for the Comprehensive Transportation Funding Programs and received updates on the Proposed Amendment to OCLTA Measure M2 Ordinance No. 3, the Measure M2 Senior Mobility Program Temporary Guideline Requirement Suspension and the I-405 Improvement Project.

On June 22, 2020, new member recruitment for two member term expirations took place this quarter with two new members selected by lottery by the Board.

Two subcommittees assist the TOC with their safeguard responsibilities: the Annual Eligibility Review (AER) Subcommittee and the Audit Subcommittee. The AER Subcommittee meets a few times per year, as needed, to ensure local jurisdictions have submitted the following documents in order to be deemed eligible to receive M2 funding: Congestion Management Program, Mitigation Fee Program, Local Traffic Signal Synchronization Plan, Pavement Management Plan, and an Expenditure Report. The Audit Subcommittee meets bi-monthly and is responsible for reviewing the quarterly M2 Revenue and Expenditure Reports and the Annual M2 Audit, as well as any other items related to M2 audits.



M2 FINANCING AND SCHEDULE OF FUNDING ▼

Contact: Sam Kaur, Revenue and Grants • (714) 560-5889

Revenue Forecast and Collection

OCTA contracts with three universities (Chapman University; University of California, Los Angeles; and California State University, Fullerton) to provide a long-range forecast of taxable sales to forecast M2 revenues for purposes of planning projects and program expenditures.

In the past, OCTA averaged the three university taxable sales projections to develop a long-range forecast of M2 taxable sales. On March 28, 2016, the Board approved a new sales tax forecast methodology as part of the FY 2016-17 budget development process. This methodology includes a more conservative approach by utilizing the MuniServices, Inc. forecast for the first five years and the three-university average for the remaining years.

Revenue forecast information is updated quarterly based on the actual revenues received for the previous quarter. As required by law, OCTA pays the California Department of Tax and Fee Administration (CDTFA) a fee to collect the sales tax. The M2 Ordinance estimated this fee to be 1.5 percent of the revenues collected over the life of the program.

Current Forecast

Original projections in 2005 during the development of M2 estimated total nominal M2 sales tax collections at \$24.3 billion. Based on the most current forecasts updated in October 2019, OCTA staff forecasts total nominal sales tax collections over the life of M2 to be approximately \$13.4 billion. This is approximately \$10.9 billion (45 percent) less than the original 2005 projection.

OCTA's assumed growth rate for FY 2018-19 budget was 3.7 percent or gross annual sales tax of \$332 million. FY 2018-19 gross actuals were closely in alignment with the budget closing the year at approximately \$332 million.

For FY 2019-20, the assumed budget growth rate is 2.5 percent. However, this forecast does not include the impact of the COVID-19 pandemic that began in March 2020. This pandemic has caused uncertainty to the global, national, and local economy. Locally, the Governor issued stay-at-home order was in effect through the fourth quarter of FY 2019-20. As a result, it has become more challenging to forecast the economic impact, long-term effects of COVID-19, and the stay-at-home order will have on M2 sales tax revenues both in the near and foreseeable future. In the fourth quarter alone, OCTA anticipates M2 sales tax revenues to decline by 33 percent, resulting in an overall 8.7 percent decline year-over-year, when compared to FY 2018-19.

OCTA staff is working closely with MuniServices, Inc. and the three universities to monitor and determine the impact on OCTA's sales tax collections and long-term forecast.



FINANCING

Schedule of Revenues, Expenditures and Changes in Fund Balance as of June 30, 2020 (Unaudited) Schedule 1

Revenues: Sales taxes Sa	(\$ in thousands)			Year to Date une 30, 2020				
Sales taxes \$ 48,818 \$ 303,388 \$ 2,717,177 Other agencies' share of Measure M2 costs: 14,685 78,575 746,359 Project related 977 45,455 Interest: 10,000 11,751 746,359 Project related 997 932 2,1616 Non-project related 997 932 2,216 Non-project related 962 16,942 69,298 Bond proceeds 1,590 11,751 73,238 Debt service 6 247 1,060 Commercial paper 2 2 28 1,699 Proceeds on sale of assets held for resale 2 2 2,071 Project related 2 412,104 3,625,931 Expenditures: 3 3 3,236 29,528	Revenues:				(A)		(B)	
Other agencies' share of Measure M2 costs: Project related 14,685 78,575 746,359 Non-project related 454 1		\$	48.818	\$	303.388	\$	2.717.117	
Non-project related 1		•	,	*	,	•	_,,	
Interest:	Project related		14,685		78,575		746,359	
Operating:			-		-		454	
Project related 997 322 2,160 Non-project related 662 16,942 69,298 Bond proceeds 1,590 11,751 73,238 Debt service 6 247 1,060 Commercial paper - - 393 Right-of-way leases 24 228 1,169 Project seased on sale of assets held for resale - - 12,201 Donated assets held for resale - - 2,071 Miscellaneous: Broject related - - 1,00 Total revenues 66,782 412,104 3,625,931 Expenditures: Supplies and services: 323 3,236 29,528 Supplies and services: Supplies and services: 323 3,236 29,528 Project related 11,222 29,378 411,180 Non-project related 1,275 3,732 30,517 Administration costs: - 1,087 83,356 Non-project related 2,524 10,087 <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td>								
Non-project related 662 16,942 69,298 Bond proceeds 1,590 11,751 73,238 Debt service 6 247 1,060 Commercial paper - - 393 Right-of-way leases 24 228 1,169 Project related - - 12,201 Donated assets held for resale - - 2,071 Miscellaneous: - 41 311 Non-project related - - 100 Total revenues 66,782 412,104 3,625,931 Expenditures: - - 100 Total revenues - 41 311 Non-project related - - - 100 Total revenues 323 3,236 29,528 Expenditures: - - - 100 Total revenues 323 3,236 29,528 Project related 1,225 3,373 29,528			007		000		0.400	
Bond proceeds 1,590 11,751 73,238 Debt service 6 247 1,060 Commercial paper 2 28 1,169 Right-Or-way leases 24 228 1,169 Proceeds on sale of assets held for resale - - 12,201 Donated assets held for resale - - 2,071 Miscellaneus: - 41 311 Project related - - 41 311 Non-project related - - 412,104 3,625,931 Expenditures: Supplies and services: Supplies and services: Supplies and services: Supplies and services: 323 3,236 29,528 Supplies and services: Supplies and services: 323 3,236 29,528 Supplies and services: Supplies and services: 323 3,236 29,528 Supplies and services: Supplies and services: 323 3,236 29,528 Project related 1,222 29,378 411,180 A0								
Debt service 6 247 1,060 Commercial paper - - 333 Right-of-way leases 24 228 1,169 Procect celated - - 12,201 Donated assets held for resale - - 2,071 Miscellaneous: - 41 311 Project related - 41 311 Non-project related - 412,104 3,625,931 Expenditures: - 412,104 3,625,931 Expenditures: - - 41 311 Expenditures: - - 41 3,01 Expenditures: - - 412,104 3,625,931 Expenditures: - - 412,104 3,625,931 Expenditures: - - 412,104 3,625,931 Expenditures: - - 2,9378 411,180 Subject related 1,222 29,378 411,180 Non-project related								
Commercial paper - 3933 Right-of-way leases 24 228 1,169 Proceeds on sale of assets held for resale - - 12,201 Donated assets held for resale - - 2,071 Miscellaneous: - 41 311 Project related - - 10 305 Total revenues 66,782 412,104 3,625,931 Expenditures: Sales tax administration fees 323 3,236 29,528 Sales tax administration fees 323 3,236 29,528 Professional services: 41,180 30,517 41,180 Non-project related 1,22 29,378 41,180			•		, -			
Right-of-way leases			-					
Proceeds on sale of assets held for resale - - 12,201 Donated assets held for resale - - 2,071 Miscellaneous: - 41 311 Project related - 41 311 Non-project related - 41,04 3,625,931 Expenditures: Supplies and services: - 41,04 3,625,931 Expenditures: Sales tax administration fees 323 3,236 29,528 Professional services: - 323 3,236 29,528 Professional services: - 323 3,236 29,528 Professional services: - 3,732 30,517 Administration costs: - 11,222 29,378 411,180 Non-project related 2,524 10,087 83,356 Non-project related 2,524 10,087 83,356 Non-project related 3 13 103 5,180 Non-project related 32,139 92,703 1,038,560			24		228			
Project related Miscellaneous: - 4 3.11 (a)			-		-			
Miscelianeous:	Donated assets held for resale							
Project related Non-project related Total revenues 4 411 311 Non-project related 5.0 5.05.031 Expenditures: Supplies and services: Supplies and services: Sales tax administration fees 323 3,236 29,528 Professional services: 11,222 29,378 411,180 Non-project related 11,275 3,732 30,517 Administration costs: 2,524 10,087 83,356 Project related 2,524 10,087 83,356 Non-project related: 945 2,974 29,74 Non-project related: 945 2,974 29,74 Other: 1,326 5,305 47,320 Other: 1,326 5,305 47,320 Project related 31 103 5,018 5,180 5,305 47,320 Payments to local agencies: 1,326 5,305 47,320 Project related 31 103 5,018 5,018 Payments to local agencies: 92,703 1,038,560 Project related 32,139 92,703 1,038,560 2,2793 Capital outlay: 92,703 1,038,560 Project related 18,634 26,810 1,292,793 3,036,560 Principal payments on long-term debt and commercial paper 6 3,536 5,305 5,305 4,032,293 Interest on long-term debt and commercial paper 6 6 35,615 2,212,229 3,244,823 <td></td> <td></td> <td>-</td> <td></td> <td>-</td> <td></td> <td>2,071</td>			-		-		2,071	
Non-project related - - 100								
Total revenues 66,782 412,104 3,625,931 Expenditures: Supplies and services: Sales tax administration fees 323 3,236 29,528 Professional services: 11,222 29,378 411,180 Non-project related 12,75 3,732 30,517 Administration costs: 2,524 10,087 83,356 Non-project related: 2,524 10,087 83,356 Non-project related: 945 2,974 28,081 Other: Project related 42 153 5,180 Non-project related 31 103 5,018 Non-project related 32,139 92,703 1,038,560 Capital outlay: Project related 118,634 266,810 1,292,793 Non-project related 118,634 266,810 1,292,793 Non-project related 18,530 59,030 Interest on long-term debt and commercial paper 6 35,615 214,229 Total expenditures 168,467 458,626 3,244,823 <td></td> <td></td> <td>-</td> <td></td> <td>41</td> <td></td> <td></td>			-		41			
Expenditures: Supplies and services: Sales tax administration fees Sales tax administration fees Professional services: Project related 11,222 29,378 411,180 Non-project related 1,275 3,732 30,517 Administration costs: Project related 2,524 10,087 83,356 Non-project related: Salaries and Benefits 945 2,974 28,081 Other 3,266 5,305 47,320 Other: Project related 42 153 5,180 Non-project related 31 103 5,018 Non-project related 42 153 5,180 Non-project related 31 103 5,018 Payments to local agencies: Project related 32,139 92,703 1,038,560 Capital outlay: Project related 118,634 266,810 1,292,793 Non-project related 18,634 266,810 1,292,793 Non-project related 5 18,636 59,030 Interest on long-term debt 6 5 8,530 59,030 Interest on long-term debt 7 8,530 59,030 Interest on long-term debt 8 6 35,615 214,229 Total expenditures 168,467 458,626 3,244,823 Excess (deficiency) of revenues over (under) expenditures (26,805) (56,521) (261,200) Transfers on: Project related 785 15,301 173,771 Bond proceeds 787 15,301 173,771 Bond proceeds 789 15,301					440 404			
Supplies and services: 323 3,236 29,528 Sales tax administration fees 323 3,236 29,528 Professional services: 370 30,517 Project related 1,275 3,732 30,517 Administration costs: 30,517 40,087 83,356 Non-project related: 2,524 10,087 83,356 Non-project related: 945 2,974 28,081 Other: 1,326 5,305 47,320 Other: 10,087 3,080 5,085 47,320 Other: 1,326 5,305 47,320 Other: 1,326 5,305 47,320 Other: 1,000 42 153 5,180 Non-project related 32,139 92,703 1,038,560 Capital outlay: 2,000 118,634 266,810 1,292,793 Non-project related 2 2 31 Debt service: 2 8,530 59,030 Interest on long-term debt and com	Total revenues		00,782		412,104		3,025,931	
Supplies and services: 323 3,236 29,528 Sales tax administration fees 323 3,236 29,528 Professional services: 370 30,517 Project related 1,275 3,732 30,517 Administration costs: 30,517 40,087 83,356 Non-project related: 2,524 10,087 83,356 Non-project related: 945 2,974 28,081 Other: 1,326 5,305 47,320 Other: 10,087 3,080 5,085 47,320 Other: 1,326 5,305 47,320 Other: 1,326 5,305 47,320 Other: 1,000 42 153 5,180 Non-project related 32,139 92,703 1,038,560 Capital outlay: 2,000 118,634 266,810 1,292,793 Non-project related 2 2 31 Debt service: 2 8,530 59,030 Interest on long-term debt and com	Expenditures:							
Professional services: Project related 11,222 29,378 411,180 Non-project related 1,275 3,732 30,517 Administration costs: 1,275 3,732 30,517 Administration costs: 2,524 10,087 83,356 Non-project related: 345 2,974 28,081 Other 1,326 5,305 47,320 Other 1,326 5,305 47,320 Other: 1,326 5,305 47,320 Other: 2 153 5,180 Non-project related 31 103 5,018 Payments to local agencies: 32,139 92,703 1,038,560 Capital outlay: Project related 118,634 266,810 1,292,793 Non-project related 118,634 266,810 1,292,793 Non-project related - 8,530 59,030 Interest on long-term debt and commercial paper 6 35,615 214,229 Total expenditures 168,467 458,626								
Project related Non-project related Non-project related 1,275 3,732 30,517 Administration costs: Project related 10,087 83,356 Non-project related: Salaries and Benefits Other 945 2,974 28,081 Other 1,326 5,305 47,320 Other Troject related Project	Sales tax administration fees		323		3,236		29,528	
Non-project related Administration costs: 1,275 3,732 30,517 Administration costs: Project related Project related: 2,524 10,087 83,356 Ass. 83,566 Ass. 83,5	Professional services:							
Administration costs: Project related Non-project related: Salaries and Benefits Other Salaries and Benefits Other Other: Project related Project related Other: Project related Project related Non-project related Payments to local agencies: Project related Project related Salaries Non-project related Non-project related Salaries Non-project related Non-project related Non-project related Salaries Non-project related Non-project related								
Project related 2,524 10,087 83,356 Non-project related: 343 2,974 28,081 Other 1,326 5,305 47,320 Other: 31,326 5,305 47,320 Other: 29705 related 31 103 5,180 Non-project related 31 103 5,018 Payments to local agencies: 32,139 92,703 1,038,560 Capital outlay: 32,139 92,703 1,038,560 Capital outlay: - - - 31 Debt service: 979ject related - - 31 Debt service: 971ncipal payments on long-term debt - 8,530 59,030 Interest on long-term debt and commercial paper 6 35,615 214,229 Total expenditures 168,467 458,626 3,244,823 Excess (deficiency) of revenues over (under) expenditures (101,685) (46,522) 381,108 Other financing sources (uses): 775 1,5301 173,771			1,275		3,732		30,517	
Non-project related: 945 2,974 28,081 Other 1,326 5,305 47,320 Other: 1,326 5,305 47,320 Other: Project related 42 153 5,180 Non-project related 31 103 5,018 Payments to local agencies: Project related 32,139 92,703 1,038,560 Capital outlay: 118,634 266,810 1,292,793 Non-project related - - - 31 Debt service: Principal payments on long-term debt - 8,530 59,030 Interest on long-term debt and commercial paper 6 35,615 214,229 Total expenditures 168,467 458,626 3,244,823 Excess (deficiency) of revenues over (under) expenditures (101,685) (46,522) 381,108 Other financing sources (uses): Transfers out: Froject related 765,0521 (261,200) Transfers out: Project related 785 15,301 173,771 Bond proceeds			0.504		40.007		00.050	
Śaláries and Benefits Other 945 (2,974) 28,081 (2,974) 28,180 (2,974) <	· · · · · · · · · · · · · · · · · · ·		2,524		10,087		83,356	
Other Other: 1,326 5,305 47,320 Other: 9roject related 42 153 5,180 Non-project related 31 103 5,018 Payments to local agencies: 32,139 92,703 1,038,560 Capital outlay: 32,139 92,703 1,038,560 Capital outlay: 7 - 31 Project related 118,634 266,810 1,292,793 Non-project related - - - 31 Debt service: - - 8,530 59,030 Interest on long-term debt and commercial paper 6 35,615 214,229 Total expenditures 168,467 458,626 3,244,823 Excess (deficiency) of revenues over (under) (26,805)			945		2 974		28 081	
Other: Project related 42 153 5,180 Non-project related 31 103 5,018 Payments to local agencies: Project related 32,139 92,703 1,038,560 Capital outlay: Project related 118,634 266,810 1,292,793 Non-project related - - - 31 Debt service: Principal payments on long-term debt - - 8,530 59,030 Interest on long-term debt and commercial paper 6 35,615 214,229 Total expenditures 168,467 458,626 3,244,823 Excess (deficiency) of revenues over (under) expenditures (101,685) (46,522) 381,108 Other financing sources (uses): Transfers out: Project related (26,805) (56,521) (261,200) Transfers in: Project related 785 15,301 173,771 Bond proceeds - - - 804,625 Payment to refunded bond escrow agent - -								
Non-project related 31 103 5,018 Payments to local agencies: Project related 32,139 92,703 1,038,560 Capital outlay: Project related 118,634 266,810 1,292,793 Non-project related 18,634 266,810 1,292,793 Non-project related 31 Obets service: Principal payments on long-term debt 8,530 59,030 Interest on long-term debt and commercial paper 6 35,615 214,229 Total expenditures 168,467 458,626 3,244,823 Excess (deficiency) of revenues over (under) expenditures (101,685) (46,522) 381,108 Other financing sources (uses): Transfers out: Project related (26,805) (56,521) (261,200) Transfers in: Project related 785 15,301 173,771 Bond proceeds 804,625 Payment to refunded bond escrow agent (45,062) Total other financing sources (uses) (26,020) (41,220) 672,134 Excess (deficiency) of revenues over (under)			.,020		0,000		,020	
Payments to local agencies: Project related 32,139 92,703 1,038,560 Capital outlay: Project related 118,634 266,810 1,292,793 Non-project related 31 Debt service: Principal payments on long-term debt - 8,530 59,030 Interest on long-term debt and commercial paper 6 35,615 214,229 Total expenditures 168,467 458,626 3,244,823 Excess (deficiency) of revenues over (under) expenditures (101,685) (46,522) 381,108 Other financing sources (uses): Transfers out: Project related (26,805) (56,521) (261,200) Transfers in: Project related 785 15,301 173,771 Bond proceeds 804,625 Payment to refunded bond escrow agent - - (45,062) Total other financing sources (uses) (26,020) (41,220) 672,134 Excess (deficiency) of revenues over (under)	Project related		42		153		5,180	
Project related 32,139 92,703 1,038,560 Capital outlay: Project related 118,634 266,810 1,292,793 Non-project related - - 31 Debt service: Principal payments on long-term debt - 8,530 59,030 Interest on long-term debt and commercial paper 6 35,615 214,229 Total expenditures 168,467 458,626 3,244,823 Excess (deficiency) of revenues over (under) expenditures (101,685) (46,522) 381,108 Other financing sources (uses): Transfers out: Project related (26,805) (56,521) (261,200) Transfers in: Project related 785 15,301 173,771 Bond proceeds - - 804,625 Payment to refunded bond escrow agent - - (45,062) Total other financing sources (uses) (26,020) (41,220) 672,134 Excess (deficiency) of revenues over (under)	Non-project related		31		103		5,018	
Capital outlay: Project related 118,634 266,810 1,292,793 Non-project related - - - 31 Debt service: Principal payments on long-term debt service: Principal payments on long-term debt and commercial paper - 8,530 59,030 Interest on long-term debt and commercial paper 6 35,615 214,229 Total expenditures 168,467 458,626 3,244,823 Excess (deficiency) of revenues over (under) expenditures (101,685) (46,522) 381,108 Other financing sources (uses): Transfers out: Project related (26,805) (56,521) (261,200) Transfers in: Project related 785 15,301 173,771 Bond proceeds - - - 804,625 Payment to refunded bond escrow agent - - - (45,062) Total other financing sources (uses) (26,020) (41,220) 672,134	Payments to local agencies:							
Project related Non-project related Non-project related Non-project related Principal payments on long-term debt service: 118,634 266,810 1,292,793 Perincipal payments on long-term debt service: 31 31 Principal payments on long-term debt and commercial paper 6 35,615 214,229 Total expenditures Excess (deficiency) of revenues over (under) expenditures 168,467 458,626 3,244,823 Excess (deficiency) of revenues over (under) expenditures (101,685) (46,522) 381,108 Other financing sources (uses): Transfers out:	_		32,139		92,703		1,038,560	
Non-project related - - 31 Debt service: Principal payments on long-term debt service: Principal payments on long-term debt - - 8,530 59,030 Interest on long-term debt and commercial paper 6 35,615 214,229 Total expenditures 168,467 458,626 3,244,823 Excess (deficiency) of revenues (101,685) (46,522) 381,108 Other financing sources (uses): Transfers out: Project related (26,805) (56,521) (261,200) Transfers in: Project related 785 15,301 173,771 Bond proceeds - - 804,625 Payment to refunded bond escrow agent - - - - - - - - - - - <td rowsp<="" td=""><td>,</td><td></td><td></td><td></td><td></td><td></td><td></td></td>	<td>,</td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td>	,						
Debt service:			118,634		266,810			
Principal payments on long-term debt Interest on long-term debt and Commercial paper - 8,530 59,030 Total expenditures 6 35,615 214,229 Total expenditures 168,467 458,626 3,244,823 Excess (deficiency) of revenues over (under) expenditures (101,685) (46,522) 381,108 Other financing sources (uses): Transfers out: Transfers out: Froject related (26,805) (56,521) (261,200) Transfers in: Project related 785 15,301 173,771 Bond proceeds - - 804,625 Payment to refunded bond escrow agent - - 45,062) Total other financing sources (uses) (26,020) (41,220) 672,134 Excess (deficiency) of revenues over (under) - - - -			-		-		31	
Interest on long-term debt and commercial paper					8 530		50 030	
commercial paper 6 35,615 214,229 Total expenditures 168,467 458,626 3,244,823 Excess (deficiency) of revenues over (under) expenditures (101,685) (46,522) 381,108 Other financing sources (uses): Transfers out: Project related (26,805) (56,521) (261,200) Transfers in: Project related 785 15,301 173,771 Bond proceeds - - 804,625 Payment to refunded bond escrow agent Total other financing sources (uses) - - (45,062) Total other financing sources (uses) (26,020) (41,220) 672,134 Excess (deficiency) of revenues over (under) - - -			_		0,000		33,030	
Total expenditures 168,467 458,626 3,244,823 Excess (deficiency) of revenues over (under) expenditures (101,685) (46,522) 381,108 Other financing sources (uses): Transfers out: Project related (26,805) (56,521) (261,200) Transfers in: Project related 785 15,301 173,771 Bond proceeds -			6		35,615		214,229	
over (under) expenditures (101,685) (46,522) 381,108 Other financing sources (uses): Transfers out: Project related (26,805) (56,521) (261,200) Transfers in: 785 15,301 173,771 Bond proceeds - - 804,625 Payment to refunded bond escrow agent - - (45,062) Total other financing sources (uses) (26,020) (41,220) 672,134 Excess (deficiency) of revenues over (under)			168,467	_				
Other financing sources (uses): (26,805) (56,521) (261,200) Transfers out: (26,805) (56,521) (261,200) Transfers in: 785 15,301 173,771 Bond proceeds - - 804,625 Payment to refunded bond escrow agent - - (45,062) Total other financing sources (uses) (26,020) (41,220) 672,134 Excess (deficiency) of revenues over (under)								
Transfers out: (26,805) (56,521) (261,200) Transfers in: 785 15,301 173,771 Bond proceeds - - 804,625 Payment to refunded bond escrow agent - - (45,062) Total other financing sources (uses) (26,020) (41,220) 672,134 Excess (deficiency) of revenues over (under)	over (under) expenditures		(101,685)		(46,522)		381,108	
Transfers out: (26,805) (56,521) (261,200) Transfers in: 785 15,301 173,771 Bond proceeds - - 804,625 Payment to refunded bond escrow agent - - (45,062) Total other financing sources (uses) (26,020) (41,220) 672,134 Excess (deficiency) of revenues over (under)	Other financing sources (uses):							
Project related (26,805) (56,521) (261,200) Transfers in: Project related 785 15,301 173,771 Bond proceeds - - 804,625 Payment to refunded bond escrow agent - - (45,062) Total other financing sources (uses) (26,020) (41,220) 672,134 Excess (deficiency) of revenues over (under) - - - - 672,134								
Project related 785 15,301 173,771 Bond proceeds - - 804,625 Payment to refunded bond escrow agent - - - (45,062) Total other financing sources (uses) (26,020) (41,220) 672,134 Excess (deficiency) of revenues over (under) - - - -	Project related		(26,805)		(56,521)		(261,200)	
Bond proceeds Payment to refunded bond escrow agent Total other financing sources (uses) Excess (deficiency) of revenues over (under) (45,062) (41,220) (41,220) (41,220)	Transfers in:		, ,					
Payment to refunded bond escrow agent (45,062) Total other financing sources (uses) Excess (deficiency) of revenues over (under)			785		15,301		173,771	
Total other financing sources (uses) (26,020) (41,220) 672,134 Excess (deficiency) of revenues over (under)			-		-			
Excess (deficiency) of revenues over (under)			- (00.005)		- (44,005)			
			(26,020)		(41,220)	_	672,134	
expenditures and other sources (uses) \$ (127,705) \$ (87,742) \$ 1,053,242	• • • • • • • • • • • • • • • • • • • •	•	,, <u></u>	_	(0= = :5:	_	1.050.515	
	expenditures and other sources (uses)	\$	(127,705)	\$	(87,742)	\$	1,053,242	



(\$ in thousands)		narter Ended ne 30, 2020 (actual)		ear to Date ne 30, 2020 (actual)	·	Period from Inception through June 30, 2020 (actual) (D.1)		Period from July 1, 2020 through March 31, 2041 (forecast) (E.1)		Total (F.1)
Revenues:				, ,		, ,		, ,		, ,
Sales taxes	\$	48,818	\$	303,388	\$	2,717,117	\$	7,967,453	\$	10,684,570
Operating interest		662		16,942		69,298		119,512		188,810
Subtotal		49,480		320,330	Ξ	2,786,415		8,086,965	Ξ	10,873,380
Other agencies share of M2 costs		_		_		454		_		454
Miscellaneous		_		_		100		_		100
Total revenues		49,480		320,330	_	2,786,969	_	8,086,965	-	10,873,934
Administrative expenditures:										
Sales tax administration fees		323		3,236		29,528		88,121		117,649
Professional services		1,275		3,732		26,742		76,044		102,786
Administration costs:		, -		-, -		-,		-,-		- ,
Salaries and Benefits		945		2,974		28,081		81,027		109,108
Other		1.326		5,305		47,320		137,337		184,657
Other		31		84		1,998		6,387		8,385
Capital outlay		-		_		31		-		31
Environmental cleanup		718		2,492		44,357		159,324		203,681
Total expenditures		4,618		17,823	_	178,057		548,240	_	726,297
·						<u> </u>			_	
Net revenues	\$	44,862	<u>\$</u>	302,507	\$	2,608,912	\$	7,538,725	\$	10,147,637
Bond revenues:				(C.2)		(D.2)		(E.2)		(F.2)
Proceeds from issuance of bonds	\$		\$		\$	804,625	\$	298,950	\$	1,103,575
Interest revenue from bond proceeds	Ψ	1,590	Ψ	- 11.751	Ψ	73,238	Ψ	80,824	Ψ	154,062
Interest revenue from debt service funds		1,390		247		1,060		4,616		5,676
Interest revenue from commercial paper		-		-		393		4,010		393
Total bond revenues		1,596	_	11,998	_	879,316	_	384,390	_	1,263,706
Financing expenditures and uses:										
Professional services		-		_		3,775		1,046		4,821
Payment to refunded bond escrow		-		_		45,062		-		45,062
Bond debt principal		-		8,530		59,030		926,690		985,720
Bond debt and other interest expense		6		35,615		214,229		581,608		795,837
Other		-		19		3,020		-		3,020
Total financing expenditures and uses		6		44,164		325,116		1,509,344		1,834,460
Net bond revenues (debt service)	\$	1,590	\$	(32,166)	\$	554,200	\$	(1,124,954)	\$	(570,754)



		ı	Net Revenues		
			through		Total
Project	Description	,	June 30, 2020	I	Net Revenues
	(G)		(H)		<i>(I)</i>
	(\$ in thousands)				
	Freeways (43% of Net Revenues	s)			
Α	I-5 Santa Ana Freeway Interchange Improvements	\$	102,831	\$	399,969
В	I-5 Santa Ana/SR-55 to El Toro		65,680		255,470
С	I-5 San Diego/South of El Toro		137,176		533,577
D	I-5 Santa Ana/San Diego Interchange Upgrades		56,447		219,558
Е	SR-22 Garden Grove Freeway Access Improvements	S	26,256		102,120
F	SR-55 Costa Mesa Freeway Improvements		80,077		311,466
G	SR-57 Orange Freeway Improvements		56,601		220,154
Н	SR-91 Improvements from I-5 to SR-57		30,630		119,140
I	SR-91 Improvements from SR-57 to SR-55		91,125		354,442
J	SR-91 Improvements from SR-55 to County Line		77,057		299,722
K	I-405 Improvements between I-605 to SR-55		234,716		912,954
L	I-405 Improvements between SR-55 to I-5		69,947		272,065
М	I-605 Freeway Access Improvements		4,376		17,020
N	All Freeway Service Patrol		32,818		127,650
	Freeway Mitigation		56,092		218,174
	·				
	Subtotal Projects		1,121,829		4,363,481
	Net (Bond Revenue)/Debt Service				
	Total Freeways %	\$	1,121,829	\$	4,363,481
	Street and Roads Projects (32% of Net Ro	Reve	enues)		
	• (,		
0	Regional Capacity Program	\$	260,895	\$	1,014,776
Р	Regional Traffic Signal Synchronization Program		104,353		405,893
Q	Local Fair Share Program		469,604		1,826,575
	Subtotal Projects		024 052		2 247 244
	Subtotal Projects Net (Bond Revenue)/Debt Service		834,852		3,247,244
	Total Street and Roads Projects	\$	834,852	\$	3,247,244



	E	Expenditures	Rei	mbursements		
		through		through		Net
	J	une 30, 2020	Jι	ine 30, 2020		M2 Cost
		(J)		(K)		(L)
	\$	10,048	\$	7,421	\$	2,627
		10,429		7,952		2,477
		188,274		49,554		138,720
		2,344		527		1,817
		5		-		5
		36,515		20,814		15,701
		51,412		12,433		38,979
		34,913		824		34,089
		24,114		22,958		1,156
		7,022		5,618		1,404
		718,221		123,391		594,830
		9,228		6,954		2,274
		2,149		16		2,133
		5,944		-		5,944
		55,190		2,995		52,195
		1,155,808		261,457		894,351
		53,565		201,437		53,565
	_	33,303	_			33,303
	\$	1,209,373	\$	261,457	\$	947,916
	_					42.0%
	\$	772,101	\$	506,689	\$	265,412
		69,396		6,342		63,054
		459,703		77		459,626
		1,301,200		513,108		788,092
	_	59,495		-		59,495
	•	4 000 005	Φ	E40 400	Φ.	0.47.507
	_\$	1,360,695	\$	513,108	<u>\$</u>	847,587
_						37.6%



Project	Description (G) (\$ in thousands) Transit Projects (25% of Net Reve	Jun	Revenues hrough e 30, 2020 (H)	Ne	Total et Revenues (I)
R S T U	High Frequency Metrolink Service Transit Extensions to Metrolink Metrolink Gateways Expand Mobility Choices for Seniors and Persons with Disabilities Community Based Transit/Circulators	\$	247,612 230,306 31,690 84,698 52,164	\$	1,012,076 895,801 51,867 351,871 202,899
W	Safe Transit Stops Subtotal Projects Net (Bond Revenue)/Debt Service Total Transit Projects %	\$	5,758 652,228 - 652,228	\$	22,395 2,536,909 - 2,536,909
	Environmental Cleanup (2% of Re	venues)		
Х	Clean Up Highway and Street Runoff that Pollutes Beaches Net (Bond Revenue)/Debt Service	\$	55,728 -	\$	217,468
	Total Environmental Cleanup %	\$	55,728	\$	217,468
	Taxpayer Safeguards and Aud	dits			
	Collect Sales Taxes (1.5% of Sales Taxes) %	\$	40,757	\$	160,269
	Oversight and Annual Audits (1% of Revenues) %	\$	27,864	\$	108,734



_	Expenditures through June 30, 2020			mbursement through ine 30, 2020	S	Net M2 Cost
		(J)		(K)		(L)
	\$	291,208	\$	98,743	\$	192,465
		106,115 98,220		2,133 60,956		103,982 37,264
		00,220		00,000		01,201
		82,411		88		82,323
		11,809 1,141		1,239 26		10,570 1,115
		590,904 33,273		163,185 -		427,719 33,273
		33,273	_		_	33,213
	\$	624,177	\$	163,185	\$	460,992
-						20.4%
	\$	44,357	\$	292	\$	44,065
						-
	\$	44,357	\$	292	\$	44,065
_						1.6%
	\$	29,528	\$	_	\$	29,528
	<u> </u>	20,020	<u> </u>		<u> </u>	1.1%
	\$	28,081	\$	217	\$	27,864
_						1.0%

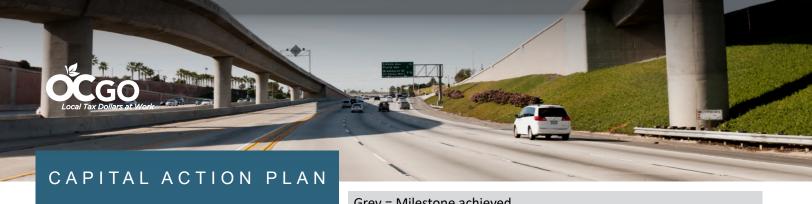


M2 Funds							
ENTITY	4TH QUARTER FY 2019-20	FUNDS TO DATE					
ALISO VIEJO	191,595.95	\$5,725,771					
ANAHEIM	1,657,131.51	\$47,358,459					
BREA	271,268.01	\$8,228,606					
BUENA PARK	410,245.73	\$12,824,563					
COSTA MESA	705,908.04	\$20,959,473					
CYPRESS	243,473.36	\$7,576,903					
DANA POINT	162,812.55	\$4,782,198					
FOUNTAIN VALLEY	291,731.66	\$8,918,468					
FULLERTON	613,922.39	\$18,686,637					
GARDEN GROVE	700,585.87	\$21,367,836					
HUNTINGTON BEACH	932,945.53	\$27,957,227					
IRVINE	1,358,225.47	\$38,950,253					
LAGUNA BEACH	120,361.75	\$3,667,293					
LAGUNA HILLS	160,227.74	\$4,896,539					
LAGUNA NIGUEL	311,986.52	\$9,568,990					
LAGUNA WOODS	59,117.44	\$1,829,554					
LA HABRA	249,710.55	\$7,565,834					
LAKE FOREST	384,994.35	\$11,391,354					



M2 Funds							
ENTITY	4TH QUARTER FY 2019-20	FUNDS TO DATE					
LA PALMA	71,092.16	\$2,358,064					
LOS ALAMITOS	61,713.65	\$1,866,017					
MISSION VIEJO	438,335.89	\$13,435,174					
NEWPORT BEACH	524,884.27	\$15,814,557					
ORANGE	781,900.38	\$23,684,707					
PLACENTIA	223,471.78	\$6,591,810					
RANCHO SANTA MARGARITA	198,886.01	\$6,085,747					
SAN CLEMENTE	270,902.84	\$8,086,266					
SAN JUAN CAPISTRANO	181,412.72	\$5,450,043					
SANTA ANA	1,286,627.89	\$39,952,858*					
SEAL BEACH	113,106.45	\$3,593,655					
STANTON	127,575.34	\$4,288,988*					
TUSTIN	429,679.06	\$12,859,615					
VILLA PARK	24,498.02	\$749,807					
WESTMINSTER	399,630.66	\$12,292,810					
YORBA LINDA	287,297.51	\$8,639,760					
COUNTY UNINCORPORATED	923,760.78	\$27,137,689					
TOTAL M2 FUNDS	15,171,019.83	\$455,143,524					

^{*}Includes disbursements to the City of Santa Ana and City of Stanton that were previously suspended. On May 13, 2019, the Board determined that the cities were ineligible to receive net M2 revenues. Funds were suspended until the cities achieved compliance. On April 13, 2020, based on compliance audit results, the Board determined the cities eligible to receive net M2 revenues again.



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Non-bolded = Planned/Baseline

	Cost Baseline/Forecast	Schedule Plan/Forecast						
Capital Projects	Daseille/Forecast	Begin	Complete					
	(millions)	Environmental	Begin Design	Award Contract	Construction			
Freeway Projects:								
I-5, SR-55 to SR-57	\$38.1	Jul-11	Jun-15	Dec-17	Apr-21			
Project A	\$41.5	Jun-11	Jun-15	Nov-18	Apr-21			
I-5, I-405 to Yale Avenue	\$230.5	May-14	TBD	TBD	TBD			
Project B	\$230.5	May-14	Sep-21	Jul-25	Jan-29			
I-5, Yale Avenue to SR-55	\$200.4	May-14	TBD	TBD	TBD			
Project B	\$200.4	May-14	Apr-21	Feb-25	Aug-28			
I-5, Pico to Vista Hermosa	\$113.0	Jun-09	Jun-11	Dec-14	Aug-18			
Project C	\$83.4	Jun-09	Jun-11	Dec-14	Aug-18			
I-5, Vista Hermosa to Pacific Coast Highway	\$75.6	Jun-09	Jun-11	Dec-13	Mar-17			
Project C	\$75.4	Jun-09	Jun-11	Jun-14	Jul-17			
I-5, Pacific Coast Highway to San Juan Creek Road	\$70.7	Jun-09	Jun-11	Oct-13	Sep-16			
Project C	\$74.3	Jun-09	Jun-11	Dec-13	Jul-18			
I-5, I-5/Ortega Interchange	\$90.9	Sep-05	Jan-09	Aug-12	Sep-15			
Project D	\$79.8	Sep-05	Jan-09	Aug-12	Jan-16			
I-5, I-5/Ortega Interchange (Landscape)	N/A	N/A	N/A	N/A	N/A			
Project D	N/A	N/A	Jan-14	Sep-15	Sep-16			
I-5, SR-73 to Oso Parkway	\$151.9	Sep-11	Mar-15	Dec-18	Apr-25			
Project C & D	\$196.1	Oct-11	Mar-15	Dec-19	Apr-25			
I-5, Oso Parkway to Alicia Parkway	\$196.2	Sep-11	Nov-14	Jun-18	Nov-23			
Project C & D	\$203.1	Oct-11	Nov-14	Mar-19	Nov-23			
I-5, Alicia Parkway to El Toro Road	\$133.6	Sep-11	Mar-15	May-19	Jun-23			
Project C	\$165.9	Oct-11	Mar-15	Aug-20	Sep-24			

^{*}Status through June 2020. For detailed project information, please refer to the individual project section within this report.

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Conital Projects	Cost Baseline/Forecast	Schedule Plan/Forecast					
Capital Projects	(millions)	Begin Environmental	Begin Design		Complete Construction		
I-5, SR-73 to El Toro Road (Landscape)	TBD	N/A	TBD	TBD	TBD		
Project C	\$12.4	N/A	Jul-22	Nov-24	Jun-26		
I-5, I-5/El Toro Road Interchange	TBD	Apr-17	TBD	TBD	TBD		
Project D Cost/Schedule Risk	TBD	Apr-17	TBD	TBD	TBD		
SR-55, I-405 to I-5	\$410.9	Feb-11	Sep-17	Jul-21	Aug-25		
Project F Cost/Schedule Risk	\$410.9	May-11	Sep-17	Dec-21	Jan-26		
SR-55, I-5 to SR-91	TBD	Dec-16	TBD	TBD	TBD		
Project F	TBD	Dec-16	TBD	TBD	TBD		
SR-57 Northbound (NB), Orangewood Avenue to Katella Avenue	TBD	Apr-16	TBD	TBD	TBD		
Project G	TBD	Apr-16	TBD	TBD	TBD		
SR-57 (NB), Katella Avenue to Lincoln Avenue	\$78.7	Apr-08	Jul-08	Aug-11	Sep-14		
Project G	\$38.0	Apr-08	Aug-08	Oct-11	Apr-15		
SR-57 (NB), Katella Avenue to Lincoln Avenue (Landscape)	N/A	N/A	N/A	N/A	N/A		
Project G	N/A	N/A	May-09	Sep-17	Jun-18		
SR-57 (NB), Orangethorpe Avenue to Yorba Linda Boulevard	\$80.2	Aug-05	Feb-08	Oct-10	May-14		
Project G	\$52.3	Aug-05	Feb-08	Oct-10	Nov-14		
SR-57 (NB), Yorba Linda Boulevard to Lambert Road	\$79.3	Aug-05	Feb-08	Oct-10	Sep-14		
Project G	\$54.1	Aug-05	Feb-08	Oct-10	May-14		
SR-57 (NB), Orangethorpe Avenue to Lambert Road (Landscape)	N/A	N/A	N/A	N/A	N/A		
Project G	N/A	N/A	Oct-14	Feb-18	Apr-19		
SR-57 (NB), Lambert Road to Tonner Canyon	TBD	TBD	TBD	TBD	TBD		
Project G	TBD	Jul-23	TBD	TBD	TBD		

^{*}Status through June 2020. For detailed project information, please refer to the individual project section within this report.



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	Cost Baseline/Forecast	Schedule Plan/Forecast						
Capital Projects	Dasellile/i orecast	Begin	Begin	Olecasi	Complete			
	(millions)	Environmental	Design	Award Contract	Construction			
SR-91 Westbound (WB), I-5 to SR-57	\$78.1	Jul-07	Oct-09	Nov-12	Apr-16			
Project H	\$59.2	Jul-07	Mar-10	Jan-13	Jun-16			
SR-91 Westbound (WB), I-5 to SR-57 (Landscape)	N/A	N/A	N/A	N/A	N/A			
Project H	N/A	N/A	Nov-14	Mar-17	Nov-17			
SR-91, SR-55 to Lakeview Avenue (Segment 1)	\$100.9	Jan-15	Mar-20	Feb-24	Sep-27			
Project I	\$100.9	Jan-15	Mar-20	Feb-24	Sep-27			
SR-91, La Palma Avenue to SR-55 (Segment 2)	\$208.4	Jan-15	Jun-20	TBD	TBD			
Project I	\$208.4	Jan-15	Jun-20	Apr-24	Dec-27			
SR-91, Acacia Street to La Palma Ave (Segment 3)	\$116.2	Jan-15	TBD	TBD	TBD			
Project I	\$116.2	Jan-15	Nov-20	Sep-24	May-28			
SR-91 (WB), Tustin Interchange to SR-55	\$49.9	Jul-08	Jul-11	Oct-13	Jul-16			
Project I	\$42.5	Jul-08	Jun-11	Oct-13	Jul-16			
SR-91, SR-55 to SR-241	\$128.4	Jul-07	Jun-09	Sep-11	Dec-12			
Project J	\$79.7	Jul-07	Apr-09	May-11	Mar-13			
SR-91, SR-55 to SR-241 (Landscape)	N/A	N/A	N/A	N/A	N/A			
Project J	N/A	N/A	May-12	Oct-13	Feb-15			
SR-91 Eastbound, SR-241 to SR-71	\$104.5	Mar-05	Jul-07	Jul-09	Nov-10			
Project J	\$57.8	Mar-05	Jul-07	Aug-09	Jan-11			
I-405, I-5 to SR-55	TBD	Dec-14	TBD	TBD	TBD			
Project L	TBD	Dec-14	TBD	TBD	TBD			
I-405, SR-55 to I-605 (Design-Build)	\$1,900.0	Mar-09	Mar-14	Nov-16	May-23			
Project K	\$1,900.0	Mar-09	Mar-14	Nov-16	May-23			

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Non-bolded = Planned/Baseline

Capital Projects	Cost Baseline/Forecast	Schedule Plan/Forecast						
Capital Projects	(millions)	Begin Environmental	Begin Design	Award Contract	Complete Construction			
I-605, I-605/Katella Interchange	\$29.0	Aug-16	TBD	TBD	TBD			
Project M	\$29.0	Aug-16	Dec-20	Jun-23	Feb-25			
Grade Separation Projects:								
Raymond Avenue Railroad Grade Separation	\$77.2	Feb-09	Mar-10	May-13	Aug-18			
Project O	\$125.5	Feb-09	Mar-10	Feb-14	May-18			
State College Boulevard Railroad Grade Separation (Fullerton)	\$73.6	Dec-08	Jul-06	May-13	May-18			
Project O	\$100.2	Dec-08	Jul-06	Feb-14	Mar-18			
Placentia Avenue Railroad Grade Separation	\$78.2	Jan-01	Jan-09	Jun-11	Nov-14			
Project O	\$64.5	Jan-01	Jan-09	Jul-11	Dec-14			
Kraemer Boulevard Railroad Grade Separation	\$70.4	Jan-01	Jan-09	Aug-11	Oct-14			
Project O	\$63.8	Jan-01	Feb-09	Sep-11	Dec-14			
Orangethorpe Avenue Railroad Grade Separation	\$117.4	Jan-01	Feb-09	May-12	Sep-16			
Project O	\$105.9	Jan-01	Feb-09	Jan-13	Oct-16			
Tustin Avenue/Rose Drive Railroad Grade Separation	\$103.0	Jan-01	Feb-09	Aug-12	May-16			
Project O	\$96.6	Jan-01	Feb-09	Feb-13	Oct-16			
Lakeview Avenue Railroad Grade Separation	\$70.2	Jan-01	Feb-09	May-13	Mar-17			
Project O	\$110.7	Jan-01	Feb-09	Nov-13	Jun-17			
Rail and Station Projects:								
Sand Canyon Avenue Railroad Grade Separation	\$55.6	N/A	Jan-04	Feb-11	May-14			
Project R	\$61.9	N/A	Jan-04	Feb-11	Jan-16			

^{*}Status through June 2020. For detailed project information, please refer to the individual project section within this report.



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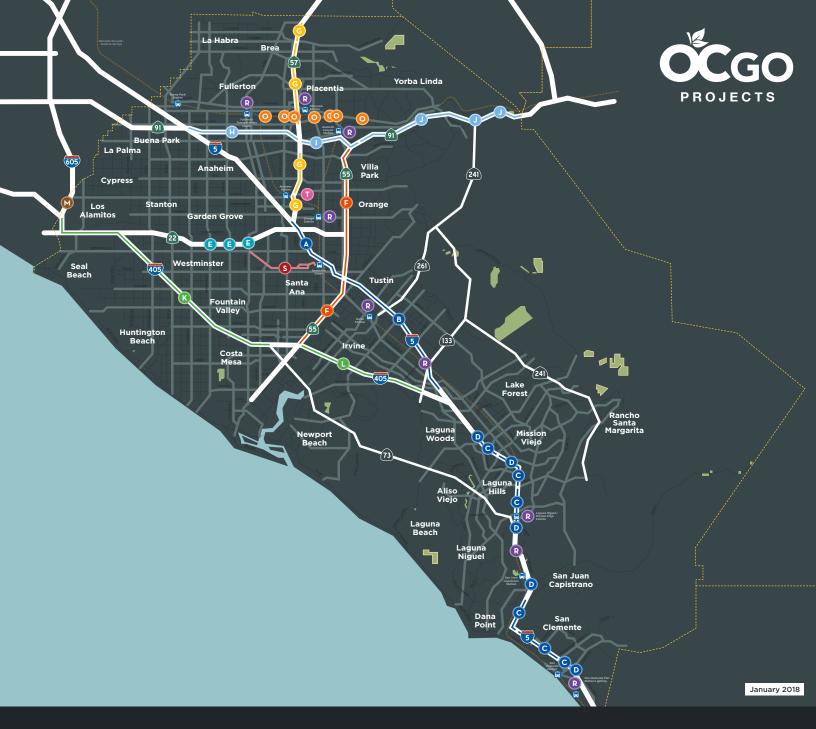
Red = Forecast milestone is over three months later than plan

Non-bolded = Planned/Baseline

Capital Projects	Cost Baseline/Forecast	Schedule Plan/Forecast						
Capital 1 Tojects	(millions)	Begin Environmental	Begin Design	Award Contract	Complete Construction			
Rail-Highway Grade Crossing Safety Enhancement	\$94.4	Jan-08	Jan-08	Aug-09	Dec-11			
Project R	\$90.4	Jan-08	Jan-08	Aug-09	Dec-11			
San Clemente Beach Trail Safety Enhancements	\$6.0	Sep-10	Feb-12	Oct-12	Jan-14			
Project R	\$5.0	Sep-10	Feb-12	May-13	Mar-14			
San Juan Capistrano Passing Siding	\$25.3	Aug-11	Mar-15	Dec-16	Feb-21			
	\$36.4	Aug-11	Mar-15	Mar-19	Feb-21			
Placentia Metrolink Station and Parking Structure	\$34.8	Jan-03	Oct-08	TBD	TBD			
Project R Cost/Schedule Risk	\$40.1	Jan-03	Oct-08	May-21	Dec-22			
Orange County Maintenance Facility	TBD	Apr-20	TBD	TBD	TBD			
Project R	TBD	Apr-20	TBD	TBD	TBD			
Anaheim Canyon Station	\$27.9	Jan-16	Mar-19	Nov-19	Mar-21			
	\$29.9	Jan-16	Mar-18	Dec-20	Jul-22			
Orange Station Parking Expansion	\$33.2	Dec-09	Nov-10	Nov-16	Feb-19			
	\$30.9	Dec-09	Nov-10	Jun-17	Feb-19			
Fullerton Transportation Center - Elevator Upgrades	\$3.5	N/A	Jan-12	Sep-14	Mar-17			
	\$4.2	N/A	Jan-12	Apr-15	May-19			
Laguna Niguel/Mission Viejo Station ADA Ramps	\$3.5	Jul-13	Jul-13	Jan-15	Apr-17			
	\$5.0	Jul-13	Jul-13	Oct-15	Sep-17			
Anaheim Regional Transportation Intermodal Center	\$227.4	Apr-09	Jun-09	Jul-12	Nov-14			
Project R & T	\$232.2	Apr-09	Jun-09	Sep-12	Dec-14			
OC Streetcar	\$424.4	Aug-09	Feb-16	Aug-18	Dec-21			
Project S Cost/Schedule Risk	\$424.4	Aug-09	Feb-16	Sep-18	Apr-22			

^{*}Status through June 2020. For detailed project information, please refer to the individual project section within this report.





FREEWAY IMPROVEMENT PROGRAM

Interstate 5 (I-5) Projects

- (A) I-5, SR-55 to SR-57
- B I-5, El Toro "Y" Area to SR-55
- C I-5, SR-73 to El Toro Road
- C I-5, Avenida Pico to San Juan Creek Road
- D I-5 Highway Interchanges

State Route 22 (SR-22) Projects

E SR-22 Access Improvements

State Route 55 (SR-55) Projects

- **SR-55**, I-405 to I-5
- (F) SR-55, I-5 to SR-91

State Route 57 (SR-57) Projects

- G SR-57 NB, Orangewood Avenue to Katella Avenue
- © SR-57 NB, Katella Avenue to Lincoln Avenue
- G SR-57 NB, Orangethorpe Avenue to Lambert Road
- SR-57 NB, Lambert Road to Tonner Canyon Road

State Route 91 (SR-91) Projects

- R-91 WB. I-5 to SR-57
- SR-91, SR-57 to SR-55
- SR-91, SR-55 to Riverside County Line

Interstate 405 (I-405) Projects

- K I-405, I-605 to SR-73
- L I-405, SR-55 to El Toro "Y" Area

Interstate 605 (I-605) Projects

- M I-605 Katella Interchange Improvements
- Freeway Mitigation Restoration Projects
 Part of Projects A-M
- Freeway Mitigation Acquisition Projects
 Part of Projects A-M

STREETS & ROADS

- Grade Separation Program (shown)

TRANSIT PROJECTS

- R Grade Separation and Station Improvement Projects
- S Transit Extensions to Metrolink
- Metrolink Station Conversion to accept Future High-Speed Rail Systems

OC GO PROJECTS NOT SHOWN

Project N: Freeway Service Patrol

Project O: Streets & Roads - Regional Capacity Program

Project Q: Local Fair Share Program

Project R: Grade crossing and

Project R: Grade crossing and rail Safety Enhancements **Project U:** Senior Mobility Program (SMP), Senior Non-emergency Medical Transportation Program (SNEMT), and Fare Stabilization Programs

Project V: Community Based Transit/Circulator

Project W: Safe Transit Stops

Project X: Environmental Cleanup Program





September 14, 2020

To: Members of the Board of Directors

2w

From: Laurena Weinert, Clerk of the Board

Subject: Measure M2 Project W Safe Transit Stops – 2020 Programming

Recommendations

Transit Committee Meeting of September 10, 2020

Present: Directors Davies, Do, Jones, Shaw, and Sidhu

Absent: Director Pulido

Committee Vote

Following the roll call vote, this item was declared passed 5-0 by the Members present.

Committee Recommendation

Approve the award of \$1.03 million in 2020 Project W Safe Transit Stops Program funds to the City of Santa Ana for 35 bus stop improvements.



September 10, 2020

To: Transit Committee

From: Darrell E. Johnson, Chief Executive Officer

Subject: Measure M2 Project W Safe Transit Stops – 2020 Programming

Recommendations

Overview

In April 2020, the Board of Directors requested that staff reopen the Measure M2 Project W Safe Transit Stops – 2019 Programming Recommendations to consider additional projects. As a result, the Orange County Transportation Authority issued a notification to all eligible applicants to submit project proposals by June 30, 2020. Review of these applications is now complete and additional programming recommendations are presented for Board of Directors' consideration and approval.

Recommendation

Approve the award of \$1.03 million in 2020 Project W Safe Transit Stops Program funds to the City of Santa Ana for 35 bus stop improvements.

Background

Within Measure M2 (M2), Project W provides funding for passenger amenity improvements at the 100 busiest bus stops in Orange County. Project W's first call for projects (call) occurred in 2014, and a second call was issued in 2019. Since the initial call, the program has provided funding for amenity improvements at many of the County's busiest bus stops.

In April 2020, staff was directed to evaluate the performance of the previous Project W call (completed in June 2019), and to gauge eligible local agencies' interest in participating in a potential second round of Project W funding evaluation. Based upon responses received, it was determined that there was sufficient demand to warrant another round of Project W funding consideration.

All eligible local agencies were then notified of this funding opportunity and Comprehensive Transportation Funding Programs (CTFP) Guidelines for Project W and application materials were provided for eligible agencies to consider and complete, as appropriate. The application deadline was June 30, 2020, and as of that date, the Orange County Transportation Authority (OCTA) received a funding request from the City of Santa Ana (City) to support improvements at 35 qualifying bus stop locations.

Discussion

Staff has reviewed each of the City's 35 bus stop proposals (22 high-load¹ and 13 normal-load²) and worked with the City to address technical issues and clarify scope descriptions, as appropriate. This process is now complete, and staff is recommending that \$1.03 million in M2 Project W funds be programmed to support improvements at all 35 bus stops. Improvements at the 35 bus stops include replacement of existing shelters, benches, trash receptacles, advertising cases, and necessary concrete improvements.

For more information on these programming recommendations, please refer to Attachment A, which provides project specifics, as well as information with respect to each proposed bus stop amenity improvement. Attachment B provides a map of proposed bus stop improvement locations.

Next Steps

If these programming recommendations are approved by the Board, Project W funding for the 35 bus stops for the City will be incorporated into the City's master funding agreement with OCTA, which will allow the City and OCTA staff to monitor project development, implementation, and status via the M2 semi-annual review and quarterly review processes.

Summary

Staff is recommending that the Board approve the use of \$1.03 million in Project W funding to provide significant transit amenities for passengers, including providing seating structures and shelters (from the rain and sun) at 35 of the busiest bus stops in the City. These improvements, if approved, will significantly enhance the overall transit experience for OC Bus riders.

¹ Per the CTFP Project W Guidelines, high-load bus stops are eligible for up to a \$35,000 dollar allocation.

² Per the CTFP Project W Guidelines normal-load bus stops are eligible for up to a \$20,000 dollar allocation.

Measure M2 Project W Safe Transit Stops – 2020 Programming Recommendations

Page 3

Attachments

- 2020 Project W Programming Recommendations Listing A.
- 2020 Project W Programming Recommendations B.

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Approved by:

Kia Mortazavi

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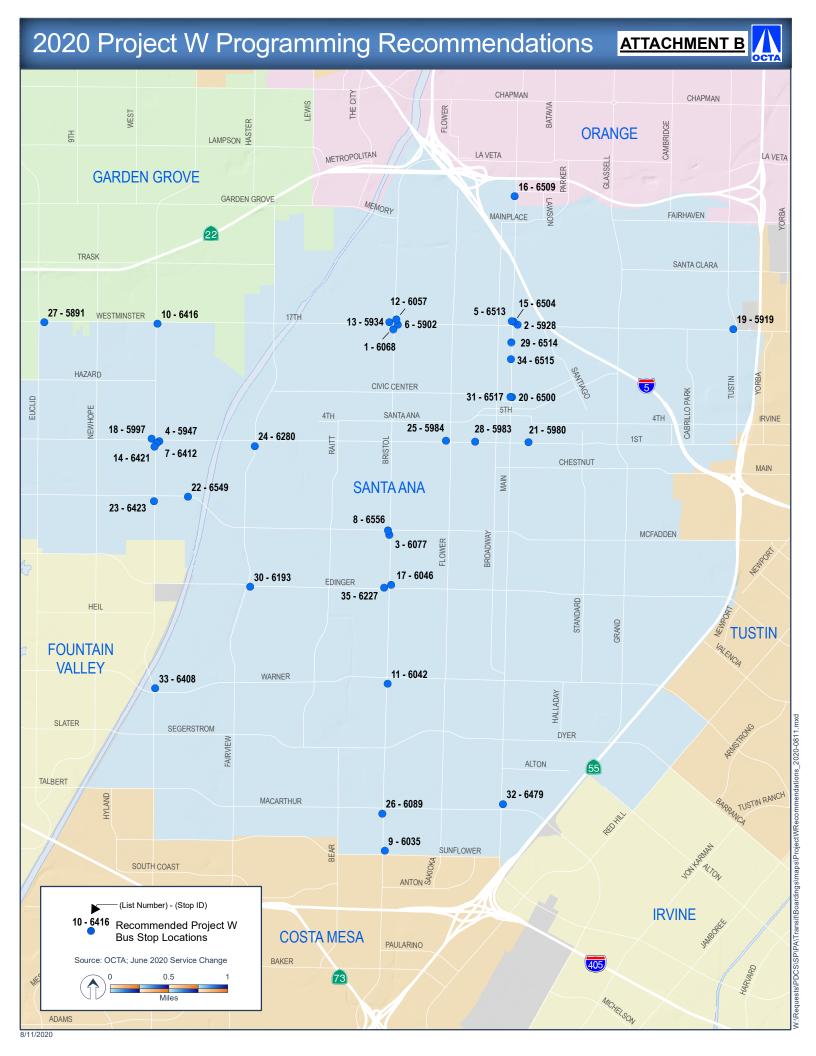
ATTACHMENT A

List No.	City	Stop ID No.	Project Location	Proposed Scope	Bus Stop Type
1	Santa Ana	6068	Bristol Street/17th Street	Replace existing shelter with two shelters, two benches, three trash receptacles, two leaning rails, advertising case, and prepare concrete as necessary.	High-Load
2	Santa Ana	5928	17th Street/Main Street	Replace existing shelter with two shelters, two benches, three trash receptacles, advertising case, and prepare concrete as necessary.	High-Load
3	Santa Ana	6077	Bristol Street/McFadden Avenue	Replace existing shelter with two shelters, two benches, three trash receptacles, advertising case, and prepare concrete as necessary.	High-Load
4	Santa Ana	5947	1st Street/Harbor Boulevard	Replace existing shelter with two shelters, two benches, three trash receptacles, advertising case, and prepare concrete as necessary.	High-Load
5	Santa Ana	6513	Main Street/17th Street	Replace existing shelter with two shelters, with two benches, three trash receptacles, advertising case, and prepare concrete as necessary.	High-Load
6	Santa Ana	5902	17th Street/Bristol Street	Replace existing shelter with two shelters,two benches, three trash receptacles, advertising case, and prepare concrete as necessary.	High-Load
7	Santa Ana	6412	Harbor Boulevard/1st Street	Replace existing shelter with two shelters, two benches, three trash receptacles, advertising case, and prepare concrete as necessary.	High-Load
8	Santa Ana	6556	McFadden Avenue/Bristol Street	Replace existing shelter with two shelters, two benches, three trash receptacles, advertising case, and prepare concrete as necessary.	High-Load
9	Santa Ana	6035	Bristol Street/Sunflower Boulevard	Replace existing shelter with two shelters, two benches, three trash receptacles, advertising case, and prepare concrete as necessary.	High-Load

List No.	City	Stop ID No.	Project Location	Proposed Scope	Bus Stop Type
10	Santa Ana	6416	Harbor Boulevard/Westminster Avenue	Replace existing shelter with new single shelter, one bench, two trash receptacles, advertising case, and prepare concrete as necessary.	Normal-Load
11	Santa Ana	6042	Bristol Street/Warner Avenue	Replace existing shelter with two shelters, two benches, three trash receptacles, advertising case, and prepare concrete as necessary.	High-Load
12	Santa Ana	6057	Bristol Street/17th Street	Replace existing shelter with two shelters, two benches, three trash receptacles, and advertising case, and prepare concrete as necessary.	High-Load
13	Santa Ana	5934	17th Street/Bristol Street	Replace existing shelter with one shelter, one bench, two trash receptacles, advertising case, and prepare concrete as necessary.	Normal-Load
14	Santa Ana	6421	Harbor Boulevard/1st Street	Replace existing shelter with two shelters, two benches, three trash receptacles, advertising case, and prepare concrete as necessary.	High-Load
15	Santa Ana	6504	Main Street/17th Street	Replace existing shelter with one shelter, one bench, two trash receptacles, advertising case, and prepare concrete as necessary.	Normal-Load
16	Santa Ana	6509	Main Street/Main Place	Replace existing shelter with two shelters, two benches, three trash receptacles, advertising case, and prepare concrete as necessary.	High-Load
17	Santa Ana	6046	Bristol Street/Edinger Avenue	Replace existing shelter with two shelters, two benches, three trash receptacles, advertising case, and prepare concrete as necessary.	High-Load
18	Santa Ana	5997	1st Street/Harbor Boulevard	Replace existing shelter with two shelters, two benches, three trash receptacles, advertising case, and prepare concrete as necessary.	High-Load
19	Santa Ana	5919	17th Street/Tustin Avenue	Replace existing shelter with two shelters, with two benches, three trash receptacles, advertising case, and prepare concrete as necessary.	High-Load

List No.	City	Stop ID No.	Project Location	Proposed Scope	Bus Stop Type
20	Santa Ana	6500	Main Street/Civic Center	Add one new shelter, one bench, two trash receptacles, advertising case, and prepare concrete as necessary.	Normal-Load
21	Santa Ana	5980	1st Street/Downtown Plaza	Replace existing shelter with one shelter, one bench, two trash receptacles, advertising case, and prepare concrete as necessary.	Normal-Load
22	Santa Ana	6549	McFadden Avenue/Jackson Street	Add one shelter, one bench, two trash receptacles, advertising case, and prepare concrete as necessary.	Normal-Load
23	Santa Ana	6423	Harbor Boulevard/McFadden Avenue	Replace existing shelter with one shelter, one bench, one trash receptacles, and advertising case.	Normal-Load
24	Santa Ana	6280	Fairview Avenue/1st Street	Add two shelters, with two benches, three trash receptacles, advertising case, and prepare concrete as necessary.	High-Load
25	Santa Ana	5984	1st Street/Flower Street	Add two shelters, two benches, two trash receptacles, advertising case, and prepare concrete as necessary.	High-Load
26	Santa Ana	6089	Bristol Street/MacArthur Boulevard	Replace existing shelter with one shelter, one bench, one trash receptacles, advertising case, and prepare concrete as necessary.	Normal-Load
27	Santa Ana	5891	Westminster Avenue/Euclid Avenue	Add one shelter, one bench, one trash receptacles, advertising case, and prepare concrete as necessary.	Normal-Load
28	Santa Ana	5983	1st Street/Ross Street	Add one shelter, one bench, one trash receptacles, advertising case, and prepare concrete as necessary.	Normal-Load
29	Santa Ana	6514	Main Street/15th Street	Add one shelter, one bench, one trash receptacles, advertising case, and prepare concrete as necessary.	Normal-Load
30	Santa Ana	6193	Edinger Avenue/Fairview Avenue	Replace existing shelter with two shelters, with two benches, three trash receptacles, advertising case, and prepare concrete as necessary.	High-Load

List No.	City	Stop ID No.	Project Location	Proposed Scope	Bus Stop Type
31	Santa Ana	6517	Main Street/Civic Center Drive	Replace existing shelter with one shelter, one bench, two trash receptacles, advertising case, and prepare concrete as necessary.	Normal-Load
32	Santa Ana	6479	Main Street/MacArthur Boulevard	Replace existing shelter with one shelter, one bench, two trash receptacles, advertising case, and prepare concrete as necessary.	Normal-Load
33	Santa Ana	6408	Harbor Boulevard/Warner Avenue	Replace existing shelter with two shelters, with two benches, three trash receptacles, advertising case, and prepare concrete as necessary.	High-Load
34	Santa Ana	6515	Main Street/Washington Street	Replace existing shelter with two shelters, with two benches, three trash receptacles, advertising case, and prepare concrete as necessary.	High-Load
35	Santa Ana	6227	Edinger Avenue/Bristol Street	Replace existing shelter with two shelters, with two benches, three trash receptacles, advertising case, and prepare concrete as necessary.	High-Load





September 14, 2020

To: Members of the Board of Directors

From: Darrell E. Johnson, Chief Executive Officer

Subject: Employment and Travel Survey Results

Overview

In an effort to gain an understanding of the current impacts of the coronavirus on employment and travel in Orange County, a scientific, statistically valid survey was conducted during the month of July 2020.

Recommendation

Receive and file as an information item.

Background

The arrival of the coronavirus (COVID-19) in the State of California (State) triggered a statewide shelter-in-place mandate in March 2020, shuttering many sectors of the world's fifth largest economy for several months and sending ripple effects through most aspects of daily life. In addition to the direct economic impacts including job losses and reduced spending, the threat of COVID-19 and the closure of non-essential businesses altered how and where people work, play, shop, and travel.

Although the State has begun a phased reopening of the economy, the public health and economic impacts of the COVID-19 pandemic are likely to be felt well into the future. What is less clear is how the experience of the last several months may also have lasting effects on public attitudes, work arrangements, and travel behaviors in ways that are relevant to the Orange County Transportation Authority's (OCTA) mission to develop an integrated and balanced transportation system that supports the diverse travel needs and reflects the character of Orange County. A scientific, statistically valid survey was conducted in early July to assess the current impacts of COVID-19, which can be used as a baseline against future assessments in determining how travel patterns and priorities may change.

Discussion

The purpose of the Employment and Travel Survey, conducted by True North Research, Inc., was to develop a statistically reliable understanding of how COVID-19 and the temporary closure of non-essential businesses and schools in the State altered public attitudes, work arrangements, travel behaviors, and mode choices in the short-term. By taking a snapshot in July 2020, the survey also establishes baseline measures against which a future tracking survey can be employed to identify enduring, long-term impacts. Specifically, the survey was designed to:

- Identify the issues that residents view as the most important facing Orange County today,
- Gauge residents' expectations for the COVID-19 pandemic,
- Profile the employment status, work schedule, frequency of remote work, and commute behavior of survey participants in February 2020 (prior to the pandemic) and June 2020 (during the pandemic),
- Profile participant's use of rideshare, transit, and active transportation, as well as their shopping and dining habits in February 2020 (prior to the pandemic) and June 2020 (during the pandemic), and
- Identify participants' preferences with respect to remote work once the COVID-19 pandemic is over.

A total of 2,548 randomly-selected residents representing a sample of all Orange County adults participated in the survey between July 10 and July 22, 2020. The survey's maximum margin of error is \pm 1.94 percent for questions answered by all 2,548 respondents countywide.

The survey followed a mixed-method design that employed multiple recruiting methods (telephone and email) and multiple data collection methods (telephone and online). The interviews averaged 15 minutes in length and were conducted in English, Spanish, and Vietnamese.

The key findings from the survey indicate:

- Employees working remotely at least one day per week increased from 23 percent in February to 61 percent in June,
- Average days working remotely per week increased from 0.76 in February to 2.52 in June,
- The percentage of employees who typically drive alone to a work site decreased from 77 percent in February to 47 percent in June,
- Use of carpool/vanpool, active transportation, and public transit for work commute was cut in half during this period, and

• Once the COVID-19 pandemic is over, about half of employees prefer to maintain (or increase) the percentage of days they remote work.

Approaches to using this survey combined with other travel data that can be used in future decision-making will be presented at a later date. Staff is currently collecting available data from Google LLC, Apple Inc., the California Department of Transportation, and other sources that can complement this survey information, as well as any future OCTA surveys to help inform future planning efforts.

Summary

A scientific, statistically valid survey was conducted during the month of July 2020 to gain a better understanding of the effects of COVID-19 on employment and travel and will be used to help inform future planning efforts.

Attachment

None.

Prepared by:

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Director, Marketing & Outreach

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Approved by:

Maggie McJilton

Interim Executive Director,

External Affairs (714) 560-5824

Employment and Travel Survey Results



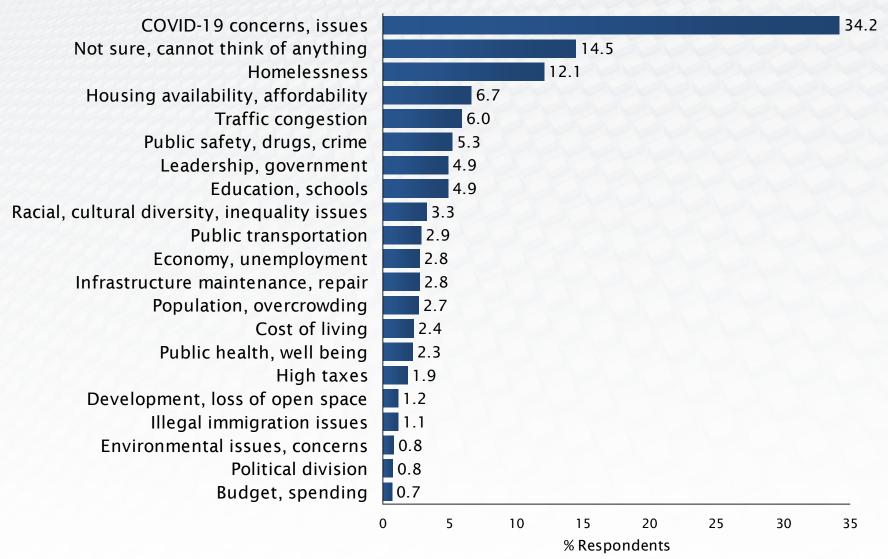
Purpose of Study

- Measure how the coronavirus (COVID-19) and the temporary closure of non-essential businesses in California has altered public attitudes, working arrangements, travel behaviors, mode choice, rideshare, and trips in the short-term.
- Establish baseline metrics against which a future tracking survey can be employed to identify enduring, long-term impacts.

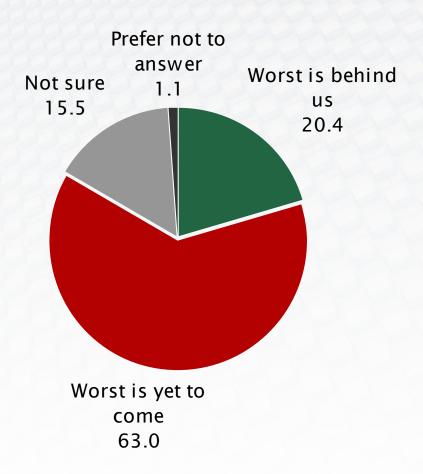
Methodology of Study

- Conducted July 10 to July 22, 2020
- Mixed-Methodology Survey
 - Stratified random sample of OC Households
 - Multiple recruiting methods (telephone & email) and data collection options (telephone & online)
 - Completed 2,548 interviews
 - English, Spanish & Vietnamese
- Overall margin of error: ± 1.94%

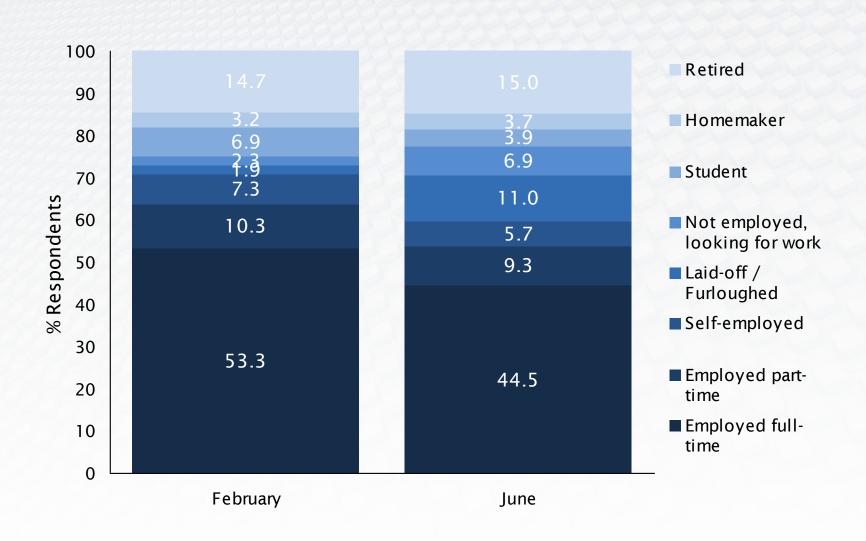
Most Important Issues



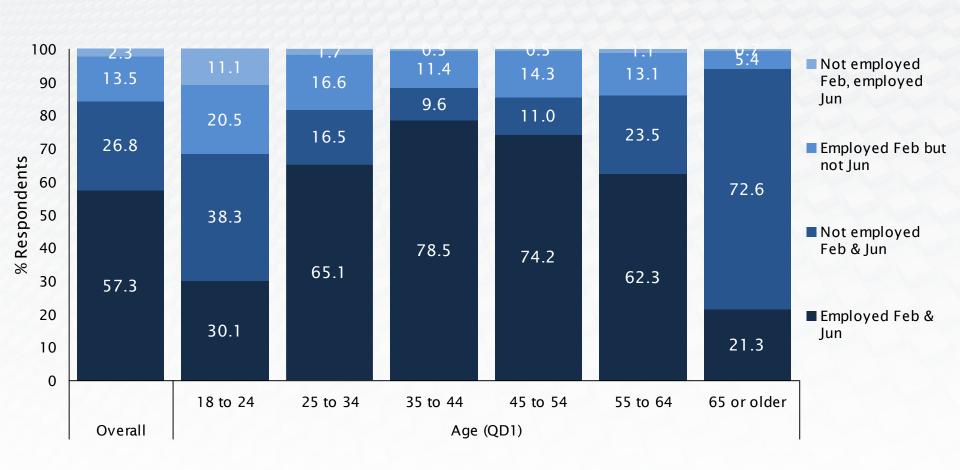
Opinion of Covid-19



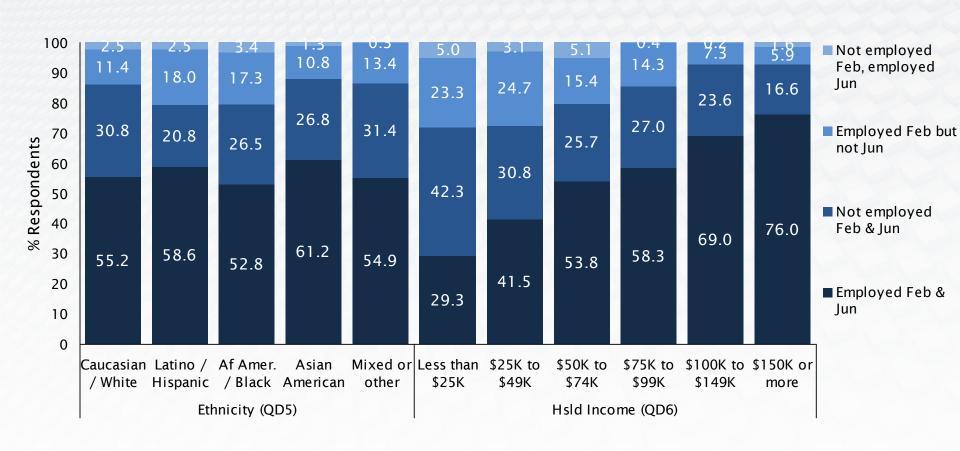
Employment Status: February and June



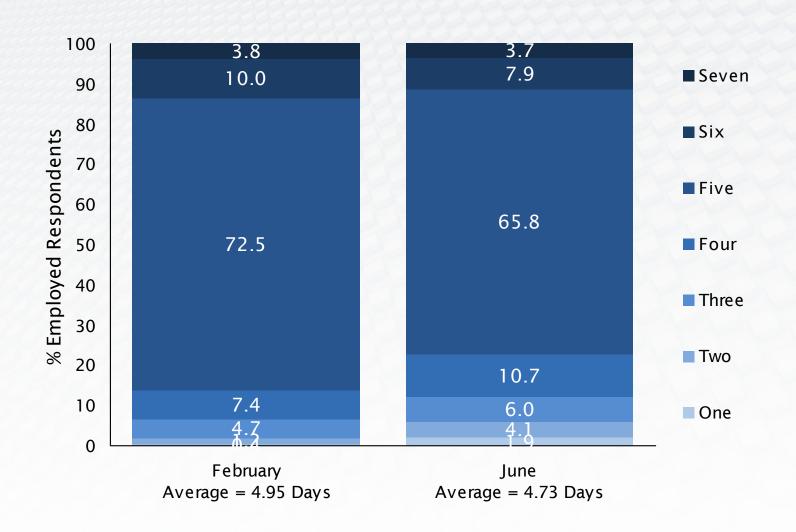
Change in Employment By Age



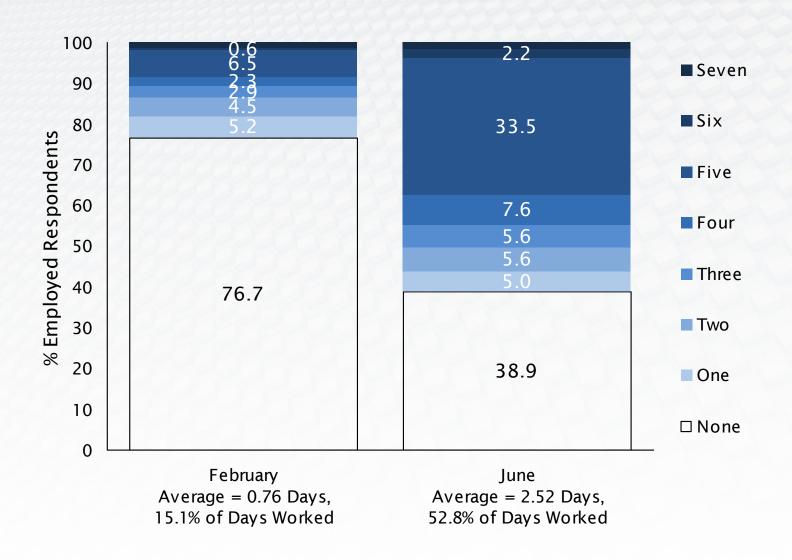
Change in Employment By Ethnicity and Income



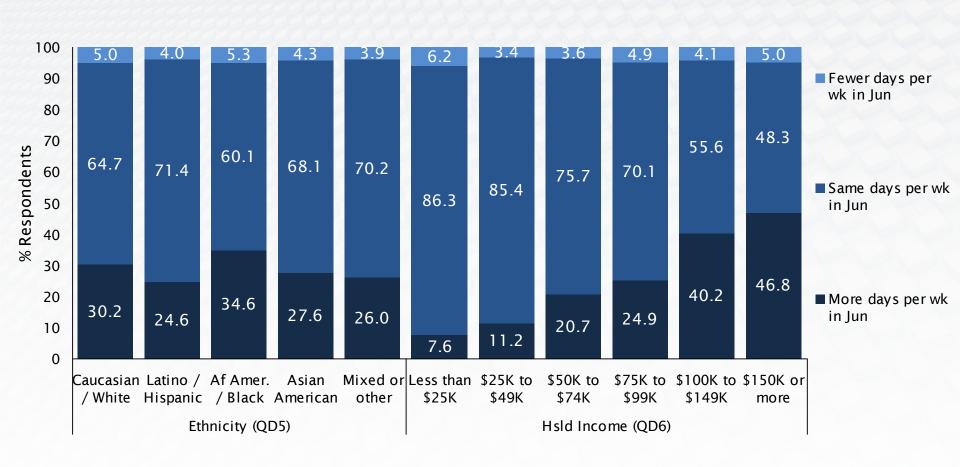
Workdays Per Week: February and June



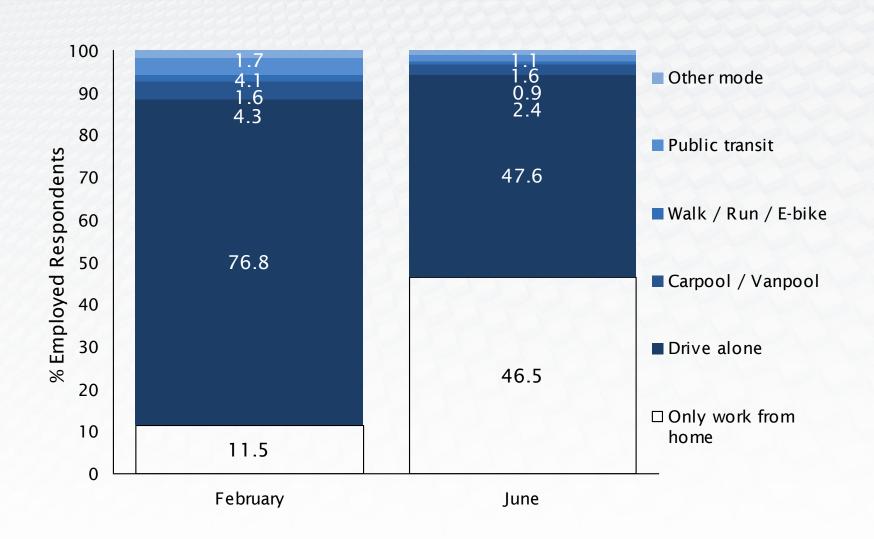
Telework Days Per Week: February and June



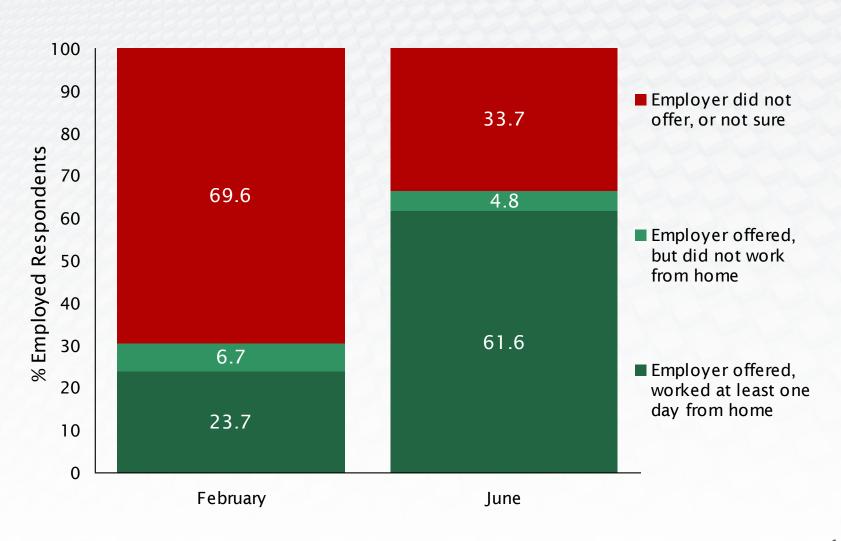
Change in Teleworking By Ethnicity and Income



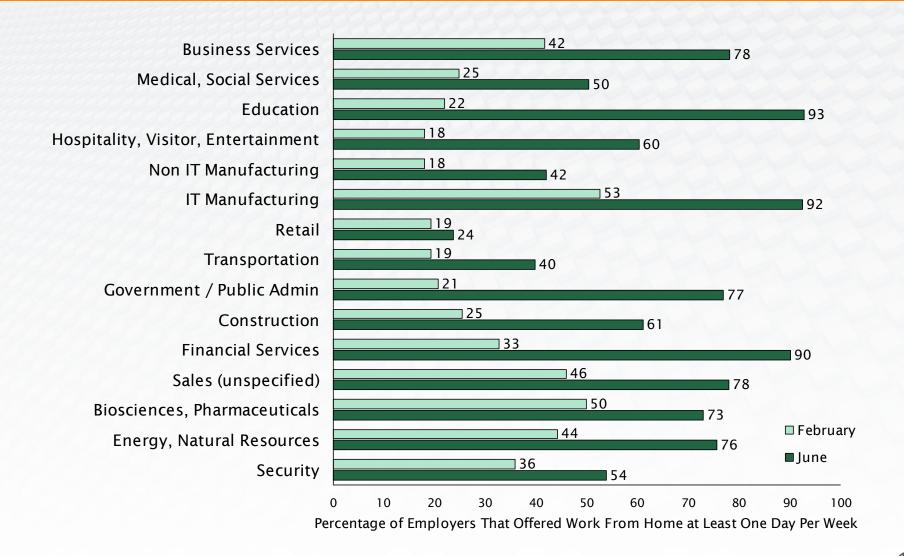
Work Commute Mode: February and June



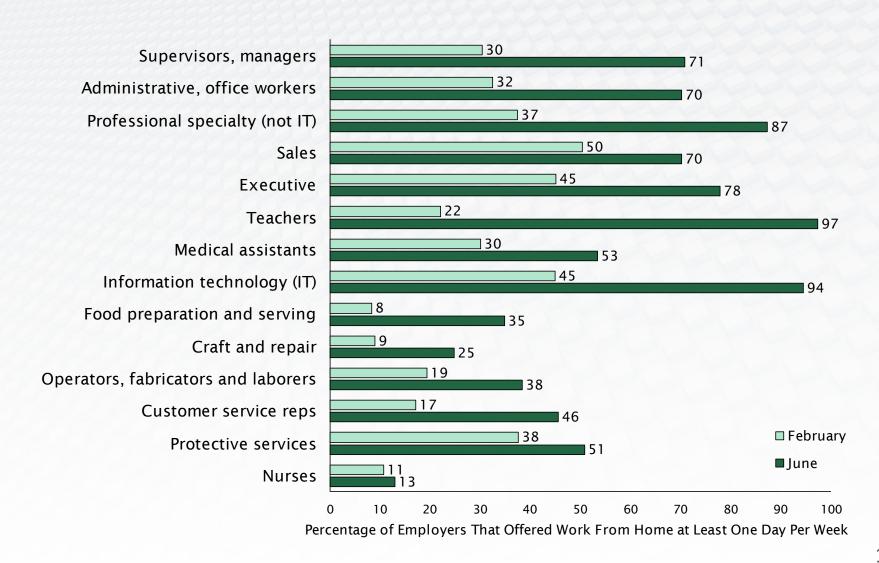
Telework Allowed?: February and June



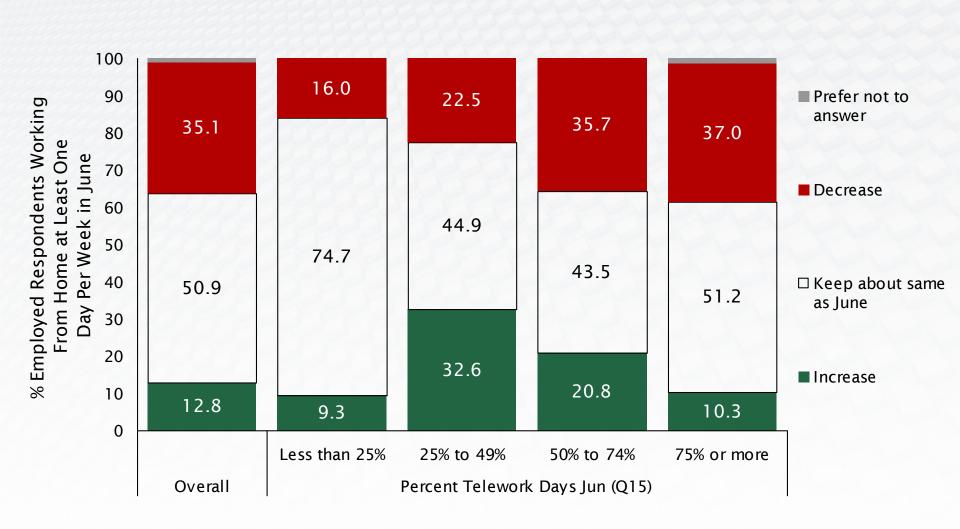
Telework Allowed By Industry



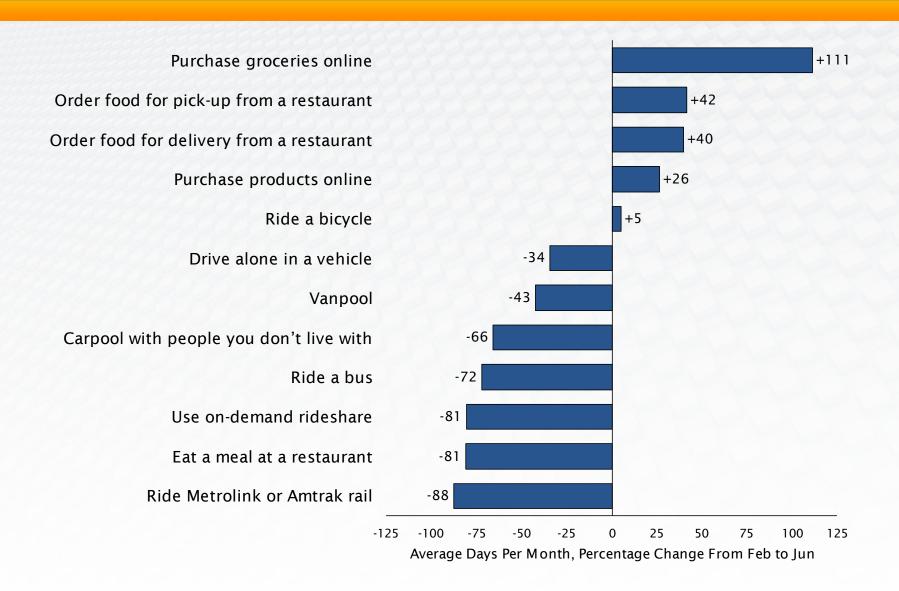
Telework Allowed By Occupation



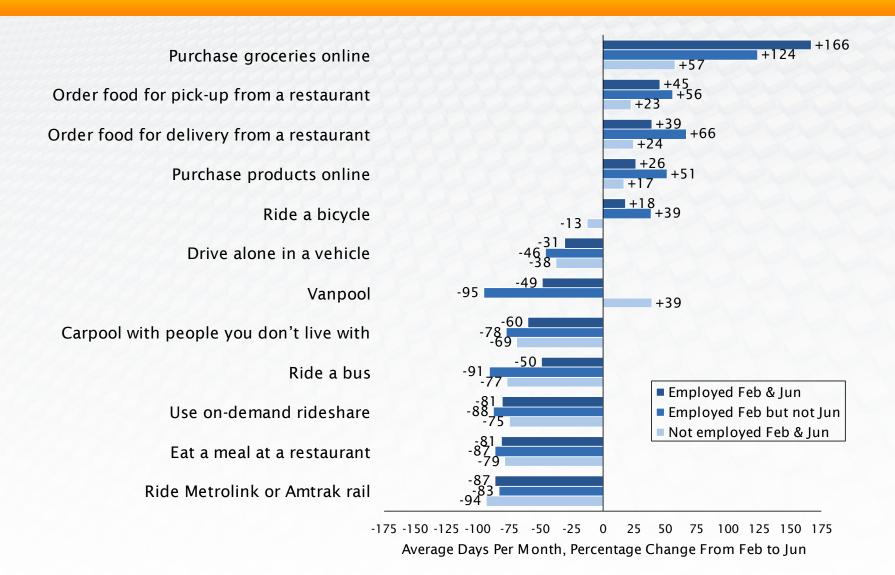
Telework Days Preference Post-COVID-19



Personal Activities: February vs June



Personal Activities: February vs June By Employment



Key Takeaways

- The COVID-19 pandemic has had dramatic impacts on employment, working arrangements, and travel behavior in Orange County
 - Unemployment increased from 4% to 18% between February and June.
 - Working from home increased from 0.76 days per week to 2.56 days per week for the average employee.
 - Working exclusively from home increased from 12% to 47% of employees.
 - Reductions in commute and non-work trips have resulted in large reductions in use of transit, active transportation, and rideshare.
 - Reductions in use of transit, active transportation, rideshare, and driving are occurring for a mix of reasons – higher unemployment, remote work, and fewer opportunities for non-work trips.





September 14, 2020

To: Members of the Board of Directors

From: Laurena Weinert, Clerk of the Board

Subject: OC Streetcar Project Quarterly Update

Transit Committee Meeting of September 10, 2020

Present: Directors Davies, Do, Jones, Shaw, and Sidhu

Absent: Director Pulido

Committee Vote

Following the discussion, no action was taken on this receive and file information item.

Staff Recommendation

Receive and file as an information item.



September 10, 2020

To:

Darrell E. Johnson, Chief Executive Officer

OC Streetcar Project Quarterhal From:

Subject:

Overview

The Orange County Transportation Authority is currently implementing the OC Streetcar project. Updates are provided to the Board of Directors on a quarterly basis. This report provides an update on OC Streetcar project activities from June 2020 through August 2020.

Recommendation

Receive and file as an information item.

Background

The Orange County Transportation Authority (OCTA), in cooperation with the cities of Santa Ana and Garden Grove, is implementing a modern streetcar running between the Santa Ana Regional Transportation Center (SARTC) in the City of Santa Ana (City) and the intersection of Harbor Boulevard and Westminster Avenue in the City of Garden Grove. The OC Streetcar project (Project) will improve transit connectivity and accessibility, increase transit options, relieve congestion, and provide benefits to the community and traveling public. The Project is being implemented as part of Measure M2 Project S – Transit Extensions to Metrolink, approved by Orange County voters in November 2006.

Construction of the 4.15-mile route OC Streetcar line involves complex and specialized work, including the installation of embedded track in streets, an overhead contact system (OCS) to supply power to the vehicles, stops with canopies, bridges, and a maintenance and storage facility (MSF).

The Project includes ten streetcar stops in each direction (four shared center platforms and six side platforms in each direction, for a total of 16 platforms). Each stop includes a canopy, benches, leaning rails, trash cans, lighting,

changeable message signs, video cameras, a public address system, and ticket vending machines, which will be procured separately. Platforms will be 14 inches high to enable level boarding. Also included is the installation of new traffic signals and transit signal priority at intersections.

The MSF can accommodate up to 15 modern streetcar vehicles and accommodates all necessary administration, operations, vehicle maintenance, parts storage, and maintenance-of-way needs for the Project. Secured exterior vehicle storage, including a wye track for turning vehicles end-for-end, a free-standing vehicle wash, employee parking, and fire department/delivery access will also be included.

On March 26, 2018, the Board of Directors (Board) awarded a contract to Siemens Mobility, Inc., (Siemens) for the manufacture and delivery of eight modern streetcar vehicles, spare parts, and special tools. On September 24, 2018, the Board awarded the project construction contract to Walsh Construction Company II, LLC (Walsh). On November 30, 2018, the Federal Transit Administration (FTA) executed the Full Funding Grant Agreement (FFGA), securing \$149 million in federal New Starts discretionary funding for the Project. In February 2019, the FFGA was awarded through the FTA Transit Award Management System, which was the final step necessary to begin the drawdown of federal funding. Through August 2020, \$41,257,690 million has been drawn down on the FFGA.

Discussion

The following is a status of ongoing project activities. Also included is a brief summary of coronavirus (COVID-19) impacts for both the construction contractor and vehicle manufacturer.

Construction Activities

Construction activities continued throughout the Project, with focus on construction of the Santa Ana River and Westminster Avenue bridges, the MSF, and relocation of storm drain, sewer, and water systems within the City's streets. Walsh has continued to follow state and local health care agency requirements regarding COVID-19 safety precautions, including appropriate social distancing and face coverings. Walsh has submitted a force majeure letter and notified OCTA of potential supply chain disruptions. OCTA is coordinating with Walsh to track any impacts of COVID-19 on construction. As of mid-August, Walsh reported that eight staff were infected and has advised that all appropriate safety protocols are being followed.

Bridges and Pacific Electric Right-of-Way (PEROW)

Hauling and disposal of hazardous materials from the PEROW was completed in July. The contractor has completed the majority of grading and installed drainage features (culverts, storm drains, and ditches) within the PEROW. Sections of rail are being delivered to the PEROW, which will be welded into long rail strings in preparation to be placed in the track alignment within the PEROW and streets.

The next scheduled major activity on the Westminster Avenue bridge is placement of the concrete for the bridge deck. The temporary falsework used to support the bridge during construction will be removed after the bridge deck has cured and the girders have been stressed. Construction of retaining walls leading to both ends of the bridge continues.

The Santa Ana River bridge deck reinforcing steel is currently being placed, and retaining walls leading to both ends of the bridge are complete, allowing the bridge approach fill settlement monitoring period to begin.

MSF

Construction of the MSF is critical to the project schedule, as it is needed to accept delivery and conduct final acceptance testing for the eight vehicles being manufactured by Siemens. Construction of the service and inspection pit has been delayed by continuing construction quality issues. The lower service and inspection pit slab was placed in June without the elements required to protect against stray current corrosion. This protection is required for all steel-reinforced concrete structures directly supporting the vehicle, which is powered by direct current electricity. The contractor is required to submit an acceptable repair plan before work on the inspection pit can be completed. Additionally, the contractor proceeded with installation of the wheel truing pit, elevator pit, and the car wash foundation.

City Streets

Nearly all wet utility relocation and installation (sewer, water, and storm drains) is complete. Remaining work includes rehabilitation of a sewer main on Santa Ana Boulevard between Broadway and Mortimer Street, installation of a sewer line on 4th Street at French Street, installation of a storm drain on Main Street, and water service connections. All underground third-party utility work is complete except for sidewalk and roadway restoration work. In addition, there are four remaining overhead relocations by Crown Castle and two by Spectrum/Charter/Time Warner yet to be completed.

Construction of the westbound concrete embedded track slab began in August on Santa Ana Boulevard between Raitt Street and Bristol Street. The north half of Santa Ana Boulevard is closed to traffic and parking, and driveway access is maintained. Traffic is temporarily reduced to one lane eastbound and parking is maintained on the south side of the street.

Foundations for overhead contact system (OCS), streetlight, and traffic signal poles continues to be a challenge with undocumented underground utilities being discovered in approximately half of the locations. This requires the contractor to hand-dig the foundation and submit a request for information to resolve the conflict when identified.

Station Stops

A prototype canopy/station shelter has been assembled and underwent an initial inspection. The contractor is working to address a number of fabrication comments and a subsequent inspection will be performed. Grading for the first stop platform at Fairview Street began in August.

Vehicle Manufacturing and Delivery

Siemens continues the production of the eight S700 streetcar vehicles. The first vehicle (Car 1) is furthest in production and has completed several significant milestones during this quarter, including the interior and exterior equipping of the vehicle. Equipping refers to the installation of electrical components, all wiring, doors, windows, and power trucks. Car 1 was then moved to the water test facility that tests the streetcar in a controlled environment for leaks. The testing incudes high-pressure water sprayed on the exterior of the vehicle to verify that the vehicle's electric components are completely sealed to prevent damage from unintended water intrusion. This testing will also ensure that the doors, windows, and seals will not leak during inclement weather.

In August, Car 1 began hi-pot wire size testing and continuity electrical testing. This phase of testing ensures that the vehicle wiring is sized properly for the intended use and that the wires are properly connected. Upon completion and certification of the electrical system, the vehicle was moved to another facility to conduct static testing. During static testing, the vehicle was powered up for the first time, and vehicle components were tested for functionality. Car 1 was then moved to the test track to begin dynamic testing. In dynamic testing, the vehicle is moved under its own power.

A summary of production status of all eight vehicles is provided below:

Vehicle No.	Status				
01	Moved to test track for dynamic testing				
02	Internal and external equipping continues				
03	Carshell integration and water test completedEquipping continues				
04	Final paint in processStaged for trucking				
05	Subflooring installed				
06-08	All carshells staged for sand blast and paint				

As of August 20, 2020, Siemens has reported 35 cases of COVID-19 at its production facility in Sacramento, California. OCTA does have an on-site resident inspector at the facility to oversee the vehicle manufacturing process and ensure compliance with the technical specifications. Siemens is committed to ensuring the safety of OCTA's on-site inspector, along with its employees, and is following all proper safety protocols. Siemens has submitted two force majeure letters and has reported some initial material shortages and delivery delays from suppliers. OCTA is coordinating with Siemens to track any impacts of COVID-19 on the manufacturing and delivery of the vehicles.

As a result of COVID-19-related travel restrictions, there were no first article inspections (FAI) conducted during the reporting period. However, plans are in development to conduct a virtual FAI for the doors. FAIs are a contract requirement and a critical component of the manufacturing process to ensure that each component of the vehicle is built according to specifications and quality control measures have been met.

Parallel to production of the vehicle carshells, final design review continues for the remaining vehicle components, including the energy absorbing bumper, emergency battery drive, and flange lube system. These items are anticipated to be closed out next quarter.

Coordination is ongoing between Conduent Transportation, OCTA, and Siemens in the design of the computer-aided dispatch and automated vehicle location, as well as the communications equipment on the vehicles. Coordination also continued between OCTA, Siemens, and Walsh in the integration of the streetcar vehicle with the infrastructure, including the tracks, platforms, MSF, and wayside equipment and systems.

Operations and Maintenance (O&M) Contract

On May 22, 2020, the OCTA Board approved the award of the O&M contract to Herzog Transit Services (Herzog). During the quarter, staff coordinated with Herzog on timing for the execution of the contract and preparing for issuance of the Notice to Proceed.

Public Outreach

COVID-19 protocols continued throughout this reporting period, in-person events were cancelled, and outreach staff continued to rely on electronic and phone notifications for the majority of its efforts. Exceptions include in-person notices for interruption of water service and parking limitations. If bilingual outreach staff was not able to talk to the resident or business owner, then a printed bilingual notice was provided to the address. This approach was successful in communicating information in a timely manner.

OCTA outreach staff coordinates closely with the two business associations that received funding approved by the Board in February 2020 for expanded marketing and outreach efforts in the downtown business district. Staff is present at the associations' Board meetings and coordinates efforts with OCTA's Eat Shop Play program. Both associations have submitted an initial quarterly report as required by the agreement. A summary of the associations' activities is provided below.

Downtown, Inc., has created an ad hoc group to review and develop ideas and proposals. Downtown, Inc., explored what other downtowns across the country are doing, solicited ideas from its constituents, and sought input via social media, its newsletter, and the Voice of OC. Downtown, Inc., have established the following principles:

- Prioritize media creation, video, articles, social content, and extend reach and exposure;
- Partner with Santa Ana Business Council (SABC) and the City on banners and downtown business district identity materials, and;
- Create new ways and reasons to access the district wherever possible.

To date, Downtown, Inc., has spent \$4,571 of its first-year allocation of \$100,000, identified future programming opportunities for \$50,000, and continues to develop plans for the remainder.

The SABC has also formed a fund allocation committee to review best practices and has used \$1,110.59 thus far in a partnership with Downtown, Inc., to create a Dine Out Downtown Marketing Program. The SABC's initial expenditure included efforts to support outdoor dining in downtown Santa Ana. The SABC is also are working on future projects to program the remaining funds.

OCTA's Eat Shop Play program produced a video to introduce the program to prospective businesses, and it has been shared by the two Santa Ana business associations and on OCTA's social media platforms. The initial focus of this program was concentrated in the downtown area; however, during this quarter, the program was shared with businesses in the City of Garden Grove and other locations along the corridor.

As the construction activities expanded into the track installation phase, OCTA held a virtual neighborhood meeting on August 19, 2020. More than 3,000 bilingual notices were distributed along the alignment and on social media. In addition, the City and Artesia Pilar Neighborhood Association distributed information. The bilingual virtual neighborhood meeting, attended live by 31 stakeholders and viewed 78 times on replay, included a brief overview of the project alignment and benefits, with a specific focus on the traffic shift in Segment 2, between Raitt Street and Bristol Street on Santa Ana Boulevard. Parking changes were also discussed, specifically recent changes that maintained parking in the Artesia Pilar neighborhood. Overall, viewers appreciated that the information was broadcast in both English and Spanish. A follow-up meeting is scheduled when the next phase of activity is planned approximately eight and ten weeks from now. Outreach staff is also supplying project information materials to the City to support the City's Coronavirus Aid, Relief, and Economic Security kits distributed throughout the City.

Cost and Schedule

The project cost, as included in the FFGA, remains at \$407.7 million, including \$37.96 million in contingency. As of August 2020, approximately \$21.3 million in contingency has been expended or committed. Construction risks realized to date have expended a higher amount of contingency than anticipated. An updated risk analysis is being finalized, which identifies any needed adjustments to the project cost estimate and completion schedule. Staff will return to the Board to present the results of this risk analysis and any cost and schedule adjustments needed to complete the project.

Next Steps

Construction activities in the next quarter will focus on MSF building floor slabs, the start of in-street embedded track installation and ballasted track installation in the PEROW, installation of OCS poles, and starting construction of station stop platforms. Next steps for vehicles include finalizing design for remaining vehicle components, additional first article inspections, and continued production and assembly. Upcoming outreach activities include ongoing coordination with the construction team and the City regarding traffic control measures that are needed for the in-street embedded track installation.

Summary

An OC Streetcar project update is provided for the Orange County Transportation Authority Board of Directors' review.

Attachment

None.

Prepared by:

Mary Shavalier Program Manager (714) 560-5856 Approved by:

James G. Beil, P.E. Executive Director, Capital Programs (714) 560-5646

OC Streetcar Project Quarterly Update



Construction—Segment 1



- Pacific Electric Right-of-Way
 - Hazardous soil disposal completed in July; sticks of rail delivered and are being welded into strings
- Westminster Bridge
 - Bridge deck concrete placement; final bridge approach retaining walls; temporary false work removal next quarter
- Santa Ana River Bridge
 - Bridge deck concrete placement; completed bridge approach retaining walls
- Maintenance and Storage Facility
 - Service and inspection pit delayed due to quality non-compliance; began construction of wash building sump pits and foundations

Westminster Bridge









Santa Ana River Bridge







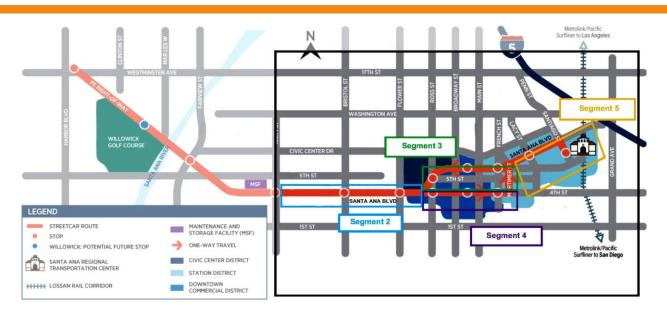
Maintenance and Storage Facility (MSF)







Construction—Segments 2 Through 5





- Wet utility relocation nearing completion
 - Rehabilitate sewer main on Santa Ana Boulevard between Broadway Street and Mortimer Street, install new sewer line on 4th Street at French Street
 - o Finalizing water service connections
 - o Installing new storm drain on Main Street
- Excavation for westbound embedded track slab on Santa Ana Boulevard from Raitt Street to Bristol Street
- Installation of overhead contact system (OCS), traffic signal, and streetlight pole foundations

Project Challenges

- Unforeseen utility conflicts
- Contaminated soils and materials in Pacific Electric Right-of-Way (PEROW) and city streets
- Compliance with quality requirements
- Oversight and approvals from multiple agencies and third parties
- Dispute resolution and change management
- Schedule impacts and higher use of contingency than anticipated

Upcoming Construction Milestones

- Installation of in-street embedded track and PEROW ballasted track
- Installation of OCS poles
- Continued construction of MSF slabs and walls
- Site development of Fairview Street station stop platform
- Pouring of the Santa Ana River Bridge deck
- Complete retaining walls, post tensioning, and structural backfill at Westminster Bridge

Vehicles

- All eight vehicles in various stages of production
- The first vehicle, Car 1, has completed several significant milestones during the quarter that include interior/exterior equipping, water testing, hi-pot wire size testing, continuity electrical testing, static testing, and dynamic testing
- Final design review of remaining vehicle components, including the energy absorbing bumper, emergency battery drive, and flange lube system
- Ongoing coordination with Conduent and Siemens on computer-aided dispatch and automated vehicle location design specifications







Vehicles













Outreach – Support

- Santa Ana Business Association activities
- Eat Shop Play Video
- Virtual Open House



Anuncio en Español

OC Streetcar Virtual Open House

August 19, 5:30-6:30 p.m.

Please join the OC Streetcar team to learn about upcoming track installation activities, parking restrictions and property access on Santa Ana Boulevard between Raitt Street and Shelton Street. A 20-minute presentation will be followed by a Q&A session. This meeting will be held in English and Spanish. It will be hosted online and requires internet access and speakers or headphones.

To register, click below. Once registered, you will receive directions to join the open house

REGISTER

Recordings of the open house will be available on OCstreetcar.com. You can get more project information by visiting the website, emailing OCstreetcar@OCTA.net or calling (844) 746-6272.

ABOUT SANTA ANA **BUSINESS COUNCIL**

Mission

To Serve Business and Community

The SANTA ANA BUSINESS COUNCIL, INC consists of individual and organization members representing around 800 businesses in Downtown Santa Ana. The Busines provement District is made up of 80 blocks that comprise its commercial district. Santa seeks to represent the county and city as a preeminent leader of, commerce and services while introducing all the amenities of urban community life, including social services and facilities and programs in education, recreation, as well as the arts and entertain





Digital Artwalk launched in April 2020 with 16 hours of Digital Artwalk content watch

including Genesis Bridal, Chevita's, Twister Tiki, Frida Cinema, AvantGarden and Nalle Fine Art Gallery, Proof Bar, CSUF Grand Central Art Center, California Center for Digital Arts, Claudia de la Cruz Flame with our online audience and tempers ou commercial voice with cool, community



Virtual Community Open House

OC STREETCAR CONSTRUCTION UPDATES

OCTA's OC Streetcar Outreach Team hosted an online community open house on Wednesday, August 19 to provide construction updates on the OC Streetcar project. This meeting was conducted as a webinar to adhere to Governor Newsom's "stay at home" executive order and to help reduce the spread of COVID-19.













OC STREETCAR ACTUALIZACIONES DE CONSTRUCCIÓN

El equipo de alcance de OCTA OC Streetcar llevo a cabo una casa abierta comunitaria en línea el miércoles, 19 de agosto para proveer actualizaciones de construcción sobre el proyecto OC Streetcar. La reunión fue realizada como un seminario en línea para adherir a la orden ejecutiva del Gobernador Newsom de "quedarse en casa" para ayudar reducir la contaminación del coronavirus.

















September 14, 2020

To: Members of the Board of Directors

Sw

From: Laurena Weinert, Clerk of the Board

Subject: Contract Change Order for Vapor Barrier Installation for the

Construction of the OC Streetcar Project

Transit Committee Meeting of September 10, 2020

Present: Directors Davies, Do, Jones, Shaw, and Sidhu

Absent: Director Pulido

Committee Vote

Following the roll call vote, this item was declared passed 5-0 by the Members present.

Committee Recommendation

Authorize the Chief Executive Officer to negotiate and execute Contract Change Order No. 9 to Agreement No. C-7-1904 with Walsh Construction Company II, LLC, in the amount of \$395,717, for installation of a vapor barrier under the maintenance and storage facility.



September 10, 2020

To: Transit Committee

From: Darrell E. Johnson, Chief Executive Officer

Subject: Contract Change Order for Vapor Barrier Installation for the

Construction of the OC Streetcar Project

Overview

On September 24, 2018, the Orange County Transportation Authority Board of Directors authorized Agreement No. C-7-1904 with Walsh Construction Company II, LLC, for construction of the OC Streetcar project. A contract change order is required to install a vapor barrier under the foundation of the maintenance and storage facility.

Recommendation

Authorize the Chief Executive Officer to negotiate and execute Contract Change Order No. 9 to Agreement No. C-7-1904 with Walsh Construction Company II, LLC, in the amount of \$395,717, for installation of a vapor barrier under the maintenance and storage facility.

Discussion

On September 24, 2018, the Orange County Transportation Authority (OCTA) Board of Directors (Board) awarded a contract to construct the OC Streetcar project (Project) to Walsh Construction Company II, LLC (Walsh). The notice to proceed with construction was issued to Walsh on March 4, 2019. One of the parcels acquired for the maintenance and storage facility (MSF) previously housed a metal recycling and auto dismantling facility that had been operational since the 1950s. Prior to selling the parcel to OCTA, the previous property owner undertook activities under the oversight of the California Regional Water Quality Control Board (RWQCB) to remediate contamination in the soil in accordance with the terms of the settlement agreement. One of the requirements to close out the investigation of the soil contamination and obtain a Letter of No Further Action (LNFA) from the RWQCB was installation of a vapor barrier under the foundation of the MSF. The purpose of the vapor barrier is to minimize future MSF occupants' risk of exposure to potential hazardous chemicals from the soil.

Not receiving the LNFA from the RWQCG could result in ongoing regulatory challenges as well as restricted operations at the MSF.

The vapor barrier is a thick membrane that is installed under the foundation of the MSF to prevent soil vapors, including vapors associated with potentially hazardous chemicals, from entering and accumulating in the building interior. Specialized installation and testing efforts are required to ensure there are minimal tears as well as tight seals at joints and other building penetrations, including ductwork.

An independent cost estimate, which provides an order of magnitude cost for the installation of a vapor barrier at the MSF, has been prepared by the construction management team. The cost of the additional work is estimated at \$395,717, and includes materials, equipment and labor for installation, and testing of the vapor barrier. Walsh has not agreed with the proposed contract change order (CCO) amount and may pursue additional costs at a later date.

Walsh has also requested time-related overhead be paid as part of the CCO because the project schedule may be impacted. The request will be deferred until the required time impact evaluation is provided and reviewed by OCTA. Staff will return to the Board for approval of any required supplemental costs related to the change when the final impacts have been confirmed.

The cost of the work will be funded from the project contingency because the work was unknown and not evident when the project cost estimate was prepared. It will not increase the project cost of \$407.7 million as defined in the Full Funding Grant Agreement. Staff may seek reimbursement of the costs of the vapor barrier from the former property owner if technical and legal analysis supports pursuing such a recovery.

Procurement Approach

The initial procurement was handled in accordance with OCTA's Board-approved procedures for public works projects. These procedures, which conform to both federal and state requirements, require that contracts are awarded to the lowest responsive, responsible bidder after a sealed bidding process. On September 24, 2018, the Board authorized Agreement No. C-7-1904 with Walsh, in the amount of \$220,538,549, for construction of the Project.

Proposed CCO No. 9, in the amount of \$395,717, will increase the cumulative value of the contract to \$235,998,461, as shown in Attachment A. Board approval is required for CCO No. 9 pursuant to the State of California Public Contracting Code Section 20142.

Fiscal Impact

The additional work for this Project is included in the Orange County Transportation Authority Fiscal Year 2020-2021 Budget, Capital Programs Division, Account 0051-9017-TS010-Z32, and is funded with Federal Transit Administration Section 5309 New Starts and local Measure M2 funds.

Summary

Staff recommends Board of Directors' authorization for the Chief Executive Officer to negotiate and execute Contract Change Order No. 9 to Agreement No. C-7-1904 with Walsh Construction Company II, LLC, in the amount of \$395,717, for vapor barrier installation at the maintenance and storage facility for the construction of the OC Streetcar project.

Attachment

Walsh Construction Company II, LLC, Agreement No. C-7-1904, Α. Contract Change Order (CCO) Log

Prepared by:

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Marysland

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Approved by: In SPRI

James G. Beil, P.E.

Executive Director, Capital Programs

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Director, Contracts Administration and

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Walsh Construction Company II, LLC Agreement No. C-7-1904 Contract Change Order (CCO) Log

CCO No.	Title	Status	Date Executed	Cost	Remarks
1	Demolition, Removals, and Disposal at the Maintenance and Storage Facility (MSF) Property	Approved	6-20-2019	\$199,749	
1.1	Demolition, Removals, and Disposal at the MSF Property Additional Funding	Approved	6-25-2019	\$113,884	
2	Removal and Disposal of Contaminated Materials at the MSF Property	Approved	6-25-2019	\$200,000	
2.1	Removal and Disposal of Contaminated Materials at the MSF Property Additional Funding	Approved	8-15-2019	\$160,000	
3	Removal and Disposal of Contaminated Materials within the Orange County Transit District-Owned Pacific Electric Right-of-Way (PEROW)	Approved	9-12-2019	\$1,600,000	
3.1	Removal and Disposal of Contaminated Materials Within the Orange County Transit District-Owned PEROW and Other Project Areas	Approved	2-25-2020	\$7,278,795	
4	Required Work to Address Utility Conflicts	Approved	8-27-2019	\$200,000	
4.1	Required Work to Address Utility Conflicts Additional Funding	Approved	2-25-2020	\$833,300	
4.2	Required Work to Address Utility Conflicts Additional Funding	Approved	6-09-2020	\$2,426,000	
5	Tree Removal and Trimming	Approved	6-09-2020	\$129,216	
7	Orange County Sanitation District Specifications Revisions	Approved	6-09-2020	\$82,445	
8	Maintenance Path Profile	Approved	6-09-2020	\$6,055	
9	Vapor Barrier Installation	Pending		\$395,717	
10	UT Testing	Approved	6-09-2020	\$0	
11	Opticom Vehicles	Approved	6-09-2020	\$40,120	
15	Overhead Contact System (OCS) and Traffic Signal Utility Conflicts	Approved	6-17-2020	\$195,723	
16	Hand digging and Survey for OCS and Traffic Signal Pole Foundation	Approved	6-23-2020	\$198,808	
16.1	Hand digging and Survey for OCS, Traffic Signal, and Streetlight Pole Foundations	Approved	6-26-2020	\$1,400,000	

 Subtotal Executed CCOs
 \$15,064,095

 Subtotal Pending CCOs
 \$395,717

 TOTAL CCOs
 \$15,459,812

 ORIGINAL VALUE
 \$220,538,649

 PROPOSED REVISED VALUE
 \$235,998,461





September 14, 2020

From:

To: Members of the Board of Directors

Laurena Weinert, Clerk of the Board

Subject: Amendment to Agreement for the Design of the OC Streetcar

Project

Transit Committee Meeting of September 10, 2020

Present: Directors Davies, Do, Jones, Shaw, and Sidhu

Absent: Director Pulido

Committee Vote

Following the roll call vote, this item was declared passed 5-0 by the Members present.

Committee Recommendation

Authorize the Chief Executive Officer to negotiate and execute Amendment No. 10 to Agreement No. C-5-3337 between the Orange County Transportation Authority and HNTB Corporation, in the amount of \$2,900,000, for continuation of OC Streetcar project design support services during construction. This will increase the maximum cumulative obligation of the agreement to a total contract value of \$23,583,841.



September 10, 2020

To: Transit Committee

From: Darrell E. Johnson, Chief Executive Officer

Subject: Amendment to Agreement for the Design of the OC Streetcar

Project

Overview

On September 14, 2015, the Orange County Transportation Authority Board of Directors approved an agreement with HNTB Corporation for preparation of plans, specifications, and estimates for the OC Streetcar project. An amendment to the agreement is necessary for additional design support services.

Recommendation

Authorize the Chief Executive Officer to negotiate and execute Amendment No. 10 to Agreement No. C-5-3337 between the Orange County Transportation Authority and HNTB Corporation, in the amount of \$2,900,000, for continuation of OC Streetcar project design support services during construction. This will increase the maximum cumulative obligation of the agreement to a total contract value of \$23,583,841.

Discussion

On February 1, 2016, the Orange County Transportation Authority (OCTA) entered into an agreement with HNTB Corporation (HNTB) for the design of the OC Streetcar project (Project). HNTB produced final plans, specifications, and estimates for the release of an invitation for bids for construction of the Project on December 11, 2017.

Construction activities have been underway since issuance of the Notice to Proceed to Walsh Construction Company II, LLC, on March 4, 2019. The focus to date has been on underground storm drain, sewer, and water utility relocations within City of Santa Ana streets, installation of foundations and retained approaches for both the new 350-foot long bridge across the Santa Ana River and the bridge over Westminster Avenue, and work on the maintenance and storage facility (MSF). Hazardous soil has been removed from the Pacific

Electric Right-of-Way (PEROW) and grading is proceeding in preparation for delivery and welding of the railroad. Utility relocations in the streets are nearly complete and preparations are underway for deck pours on the Santa Ana River and Westminster Avenue bridges.

As the designer of record, HNTB has been providing design support during construction (DSDC) as was anticipated and is consistent with most major construction projects. The efforts include review and response to construction contractor requests for information (RFI) and review and acceptance of contract drawings specifications. submittals required in and As August 31, 2020, the construction contractor has submitted 639 RFIs and 980 contract submittals. Additional support being provided by HNTB includes providing certification efforts required by permitting agencies and performing design services for project modifications that are being implemented in the construction phase.

The high number of interrelated elements of this Project, including railroad communications, track work and traffic control, and a 50,000 square foot MSF make the design and construction complex, and require the technical expertise of multiple disciplines. This complexity, combined with inadequate as-built drawings of the subsurface utilities in older public streets, as well as multiple sites of soil contamination, has resulted in the high number of submittals, RFIs, and, in some cases, design modifications to address unforeseen conditions. For these reasons, the level of effort for the DSDC has been difficult to estimate, and there has been significantly more participation required from HNTB during the construction phase than originally estimated. Areas of higher-than-expected level of effort have resulted from the following:

- Many unforeseen utilities have been encountered during the relocation of utilities, requiring extensive redesign of storm drains and sewer lines.
- Utility conflicts encountered during the installation of poles for the overhead contact system are requiring additional field reviews and analysis to confirm pole placements and, in some cases, the redesign of foundations and pole specifications.
- Unidentified utilities and utilities in locations other than where record maps indicated have required HNTB to shift traffic signal pole locations and revise signal mast arm lengths.
- Since the plans went out to bid in December 2017, suppliers of traffic signal, streetlight, communications, and security equipment have updated and replaced numerous specified items with updated models,

resulting in revisions to plans and specifications to address material that is no longer available.

- Landfills accepting contaminated soil from the PEROW and MSF have requested a significant amount of unanticipated additional detailed soil testing analytical data for documentation and characterization prior to acceptance of soil waste.
- City building permit approval requirements are necessitating more extensive field efforts from HNTB's geotechnical engineer of record to confirm structural soil backfill compaction requirements are met for foundation placement at the MSF site and for retaining walls.
- The higher-than-anticipated number of RFIs submitted by the contractor is requiring extensive work and meetings by HNTB to research, develop responses, and provide clarifications to the contractor.
- The higher-than-anticipated volume of material, product, and means and method submittals from the contractor are requiring increased participation by HNTB in meetings and formulating responses and approvals.

While it is anticipated that RFIs related to subsurface work will diminish as the underground work nears completion, RFIs and submittals are anticipated to continue for project elements that are being finalized for construction, including track, communication systems, traction power substations, and the MSF.

The proposed amendment will authorize continued DSDC for the following:

- The more than anticipated volume and complexity in review and acceptance of contractor submittals addressing various project elements, including special trackwork, traction power substations, communication systems, and architectural finishes.
- A higher-than-anticipated volume of RFIs submitted by the contractor for review and response related to track and system elements.
- Continued support for certification efforts required by permitting agencies, including geotechnical site inspections of excavations and retained fill locations at the MSF, Santa Ana River Bridge, and Westminster Avenue Bridge.

- Preparing requested modifications to plans and specifications and providing administrative support to address unforeseen conditions discovered during construction, and/or to enhance system operations and safety.
- Increased attendance at project meetings with the construction management team to ensure and facilitate configuration of project elements being constructed, and to participate in an increased number of construction partnering sessions.

The original contract included a DSDC budget of \$971,534. Amendment No. 7 increased that amount by \$124,606, bringing the total DSDC budget to \$1,196,140. In October 2019, the Board of Directors (Board) approved Amendment No. 8 for \$1,500,000, bringing the DSDC budget to \$2,596,140. In May 2020, Amendment No. 9 reallocated \$67,176 of unspent budget from the final plans and specifications task into the DSDC task, increasing the budget to \$2,663,316.

An independent cost estimate for the additional DSDC work as described above, in the amount of \$2,974,230, was prepared by the program management team. There remains risk that additional DSDC work and funding beyond the scope of Amendment No. 10 may be required to address future unknown and unquantified design conflicts or changes prior to construction completion. The cost of this additional work will be funded from the Project contingency and will not increase the Project cost of \$407,759,966, as defined in the Full Funding Grant Agreement with the Federal Transit Administration.

Procurement Approach

This procurement was handled in accordance with Board-approved procedures for architectural and engineering services, which conform to both federal and state laws. On September 14, 2015, the Board approved an agreement with HNTB, in the amount of \$16,434,022, for preparation of the project plans, specifications, and estimates. The agreement was previously amended as shown in Attachment A. It has become necessary to amend the existing agreement to include additional DSDC budget during construction.

OCTA staff and HNTB agreed upon the required level of effort for the additional DSDC services. Staff found HNTB's price proposal, in the amount of \$2,900,000, to be fair and reasonable relative to the negotiated level of effort and consistent with the independent cost estimate prepared by the project management team. Proposed Amendment No. 10 to Agreement No. C-5-3337 will increase the total contract value to \$23,583,841.

Fiscal Impact

Funding for the Project is approved in OCTA's Fiscal Year 2020-21 Budget, Capital Programs Division, Account 0051-7519-TS010-Z84, and will be funded through Measure M2 and federal Congestion Mitigation and Air Quality funds.

Summary

Staff requests Board of Directors' approval to authorize the Chief Executive Officer to negotiate and execute Amendment No. 10 to Agreement No. C-5-3337 with HNTB Corporation, in the amount of \$2,900,000, for continued design support services during construction.

Attachment

Α. HNTB Corporation, Agreement No. C-5-3337 Fact Sheet

Prepared by:

Mary Shavalier Program Manager

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James G. Beil, P.E.

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Approved by:

Virginia Abadessa

Director, Contracts Administration and

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HNTB Corporation Agreement No. C-5-3337 Fact Sheet

- 1. September 14, 2015, Agreement No. C-5-3337, \$16,434,022, approved by the Board of Directors (Board).
 - The agreement was executed on February 1, 2016, to provide design services to prepare the plans, specifications, and estimates for the OC Streetcar project.
- 2. December 15, 2016, Amendment No. 1 to Agreement No. C-5-3337, \$239,192, approved by the Contracts Administration and Materials Management (CAMM) Department.
 - Provide for additional design services for field survey and potholing work.
- 3. February 27, 2017, Amendment No. 2 to Agreement No. C-5-3337, \$37,434, approved by the CAMM Department.
 - Provide for additional design services required for relocation of the traction power substation (TPSS) and right-of-way (ROW) legal documentation.
- 4. April 28, 2017, Amendment No. 3 to Agreement No. C-5-3337, \$207,273, approved by the CAMM Department.
 - Provide additional design support services necessary for modifications to the maintenance and storage facility and for additional potholing services at various locations within the project alignment.
- 5. May 22, 2017, Amendment No. 4 to Agreement No. C-5-3337, \$864,491, approved by the Board.
 - Provide additional design services as a result of project stop modifications, various governmental agency requests, and ROW studies.
- 6. March 20, 2018, Amendment No. 5 to Agreement No. C-5-3337, \$0, approved by the CAMM Department.
 - Modify California Public Utilities Commission Task 7, authorized by Amendment No. 4.
- 7. June 20, 2018, Amendment No. 6 to Agreement No. C-5-3337, \$249,217, approved by the CAMM Department.

- Provide additional design services during the extended bid period, modify traffic signal plans, Orange County Sanitation District sewer, TPSS site designs, the northeast corner of Santa Ana Boulevard and Ross Street, and the pedestrian plaza adjacent to Sasscer Park, and to review the construction schedule and engineer's estimate.
- 8. November 12, 2018, Amendment No. 7 to Agreement No. C-5-3337, \$1,152,212, approved by the Board.
 - Provide additional design services during the extended bid period, extended coordination with third-party utility relocations, addition of traffic signal interconnects, closed-circuit television (CCTV) cameras at Harbor Boulevard park-and-ride, modifications to the maintenance and storage facility (MSF), including moving CCTV servers into the facility and automatic operation of the rail gates into the yard, power isolation, TPSS revisions, and added effort to obtain the MSF building permit.
- 9. October 28, 2019, Amendment No. 8 to Agreement No. C-5-3337, \$1,500,000, approved by the Board.
 - Provide additional design support services during construction and extend the contract term by 26 months from December 31, 2019, through February 28, 2022.
- 10. June 22, 2020, Amendment No. 9 to Agreement No. C-5-3337, \$ 0, approved by the CAMM Department.
 - Transfer \$67,176, of unspent design budget for preparation of procurement specifications for ticket vending machines to design support services during construction.
- 11. August 24, 2020, Amendment No. 10 to Agreement No. C-5-3337, \$2,900,000, pending Board approval.
 - Provide additional design support services during construction.

Total funds committed to HNTB Corporation after approval of Amendment No. 10 to Agreement No. C-5-3337: \$23,583,841.