
AGENDA

- 1. Welcome**
- 2. Pledge of Allegiance**
- 3. Approval of Minutes/Attendance Report for December 12, 2023**
- 4. Action Items**
 - A. M2 Quarterly Revenue & Expenditure Report (December)
Rima Tan, *Department Manager, Finance and Administration*
Recommended Action: Receive and File
 - B. Code of Conduct
Monica Shin, *Taxpayer Oversight Committee Member*
- 5. Presentation Items**
 - A. I-5 South Improvement Project Update
Logan Selleck, *Senior Community Relations Specialist, Public Outreach*
 - B. Measure M2 Quarterly Progress Report
Francesca Ching, *Measure M Program Manager*
- 6. OCTA Staff Updates (5 Minutes)**
 - A. M2 Amendment Update
Andy Oftelie, *Chief Financial Officer, Finance & Administration*
 - B. Public Hearing Overview
Alice Rogan, *Director, Marketing and Public Outreach*
 - C. Staff Liaison Update
Alice Rogan, *Director, Marketing and Public Outreach*
- 7. Annual Eligibility Review Subcommittee Report**
- 8. Audit Subcommittee Report**
- 9. Environmental Oversight Committee Report**
- 10. Committee Member Reports**
- 11. Public Comments***
- 12. Adjournment**

The next meeting will be held on June 11, 2024 at 6pm

Agenda Descriptions: The Agenda descriptions are intended to give notice to members of the public of a general summary of items of business to be transacted or discussed.

Public Comments: At this time, members of the public may address the Taxpayer Oversight Committee (TOC) regarding any items within the subject matter jurisdiction of the TOC, provided that no action may be taken on off-agenda items unless authorized by law. Comments shall be limited to three (3) minutes per person, unless different time limits are set by the Chairman, subject to the approval of the TOC.

Any person with a disability who requires a modification or accommodation in order to participate in this meeting should contact the OCTA at (714) 560 5611, no less than two (2) business days prior to this meeting to enable OCTA to make reasonable arrangements to assure accessibility to this meeting.

*Information
Items*

INFORMATION ITEMS

<i>Staff Report Title</i>	<i>Board Meeting Date</i>
1. Environmental Mitigation Program Endowment Fund Investment Report for September 30, 2023	December 11, 2024
2. Comprehensive Transportation Funding Programs Semi-Annual Review - September 2023	December 11, 2024
3. Measure M2 Environmental Mitigation Program Update	December 11, 2024
4. Interstate 405 Improvement Project Update	January 8, 2024
5. Public Hearing to Amend the Orange County Local Transportation Authority Measure M2 Ordinance No. 3	January 22, 2024
6. OC Streetcar Project Quarterly Update	January 22, 2024
7. Second Quarter Fiscal Year 2023-24 Capital Action Plan Performance Metrics	February 12, 2024
8. Measure M2 Environmental Cleanup Program (Project X) - 2024 Tier 1 and Tier 2 Grant Program Call for Projects	February 12, 2024
9. Measure M2 Community-Based Transit Circulators Program Project V Ridership Report	February 12, 2024
10. Measure M2 Annual Eligibility Review	February 12, 2024

Measure M2 Taxpayer Oversight Committee
Orange County Transportation Authority
550 S. Main Street, Orange CA, Room 07
December 12, 2023 @ 5:00 p.m.

MEETING MINUTES

Committee Members Present:

Andrew Hamilton, Auditor-Controller
Kirk Watilo, Third District Representative
Mark W. Eisenberg, Fifth District Representative
Mark Kizzar, Second District Representative
Michael Neben, Third District Representative
Monica Shin, Second District Representative
Naresh D. Patel, First District Representative

Committee Members Absent:

Ajay Khetani, Fourth District Representative
Andrew Ramirez, First District Representative
Rasik N. Patel, Fourth District Representative
Shannon O'Toole, Fifth District Representative

Orange County Transportation Authority Staff Present:

Alice Rogan, Director, Marketing and Public Outreach
Andrew Oftelie, Chief Financial Officer, Finance and Administration
Charvalen Alacar, Manager Local Programs
Chris Boucly, Public Outreach
Francesca Ching, Measure M Program Manager
Janet Sutter, Executive Director, Internal Audit
Kia Mortazavi, Executive Director of Planning
Marissa Espino, Public Outreach Section Manager
Sean Murdock, Director, Finance and Administration

Woodruff & Smart

James Donich, OCTA General Counsel

1. Welcome

Chair Andrew Hamilton called the Orange County Transportation Authority (OCTA) Taxpayer Oversight Committee (TOC) meeting to order.

2. Pledge of Allegiance

Kirk Watilo led the Pledge of Allegiance

3. Approval of Minutes/Attendance Report for September 12, 2023

A motion was made by Mark Eisenberg to approve the September 12, 2023, TOC Minutes/Attendance Report. Motion was seconded by Mark Kizzar. Motion carried.

4. Action Items

A. Annual Eligibility Review Subcommittee Eligibility Review.

Naresh D. Patel, Annual Eligibility Subcommittee Member presented the item.

Committee Member Comments:

A committee member commented that he recalled that the City of Cypress was not qualified a year ago and asked for explanation regarding the process for them to get any funds that they did not receive previously or whether they were held in advance because they did not meet the qualifications that particular year. Janet Sutter clarified that the City of Cypress is currently ineligible to receive Measure M funds until such time they have met their minimum Maintenance of Effort (MOE) requirement, plus the shortfall amount identified in the audit for fiscal year (FY) 2021-22. During the FY 2021-22 audit, some of their expenditures were found to be ineligible for MOE, when those were removed, they no longer met their minimum MOE requirement. The Board directed staff to execute an agreement with the City of Cypress to give them two years to meet the MOE requirement plus the shortfall. Once they fulfill the terms, they can be found eligible again and the withheld funds can be released. Alice Rogan commented that although they submitted their eligibility documentation, they remain ineligible to receive funds at this time.

A committee member asked if the funds are held in trust over those two years. Janet Sutter responded that is correct; once the City meets their minimum MOE plus the shortfall amount these funds will be released.

A committee member commented that no City loses any funds if they can catch up. Janet Sutter responded that is the agreement right now.

*Kirk Watilo made a motion to pass Action Item 4A.
Naresh Patel seconded the motion. Motion passed.*

B. M2 Quarterly Revenue & Expenditure Report (September)

Sean Murdock, Director, Finance and Administration presented the item.

Committee Member Comments:

A committee member asked if OC Streetcar expenditures have gone down as the project is nearing completion. Sean Murdock responded no; there could be grant funds

drawn against some of those expenditures. Additionally, there could be another year or two of project expenditures.

*Kirk Watilo made a motion to pass Action Item 4B.
Mark Kizzar seconded the motion. Motion passed.*

5. Presentation Items

- A. TOC Request for Compliance Audit – OCTA Board Action
Janet Sutter, Executive Director, Internal Audit presented the item.

Committee Member Comments:

A committee member commented regarding the firm performing the limited compliance audit, which they assumed is the same firm that OCTA has been using before. A follow up question was whether the new contract has come up for bid and whether there is a firm in place yet. Janet Sutter responded that Chair Hamilton is on the evaluation committee and interviews of firms have been conducted; the firm will be selected in January.

- B. Amendment to the OCLTA Measure M2 Ordinance No. 3
Andrew Oftelie, Chief Financial Officer, Finance and Administration presented the item.

Committee Member Comments:

A committee member asked whether this is amending the Plan. Andrew Oftelie responded no; this is about amending the Ordinance, not the Plan. The committee member responded that the Plan is attached to the Ordinance. James Donich responded that Ordinance No. 3, was adopted by the OCLTA Board. The Ordinance is defined within the Ordinance as to what it is: Ordinance No. 3 and the attachments to the Ordinance, which include the Plan, the Allocation of Net Revenues, and the Taxpayer Oversight Committee. All of those together are considered the Ordinance. You can refer to them separate, you can refer to the Plan, but when you talk about the Ordinance you are talking about everything in the Ordinance.

A committee member commented that any attempt to amend the Plan requires TOC approval with a two-thirds majority. James Donich responded affirmatively; that is correct if this was amending the Investment Plan. Section 12 of the Ordinance addresses amendments to the Ordinance. The only entity that can amend the Ordinance is the OCLTA Board; the only entity that can amend a piece of legislation is the entity that adopted it. The Ordinance states that any amendment that changes a funding category, program or project on page 31 of the Investment Plan must be first approved by two-thirds of the TOC.

In this instance, the amendment is not altering funding categories; it does not change any plan or program. In this case, it is an administrative change to the Ordinance, so it does not require a TOC vote because we are not altering the Plan or program or a funding category.

A committee member commented that this amendment is just the Ordinance itself. James Donich responded yes, just the Ordinance itself. This is a minor change, which has happened in the past. The Board has amended the Ordinance five times and in each of those instances we did exactly what we are doing here.

A committee member asked whether this is a purely informational item. James Donich responded yes; this is purely informational to give the TOC an understanding of what is being proposed.

A committee member commented that the language as it exists today would appear to vest in the Chair of this Committee independent decision making as opposed to ratifying the actions of the TOC; the amendment seems to divest the Chair of that authority. James Donich responded that the discussion with the Finance and Administration Committee and the OCTA Board was the concern that there appears to be ambiguity in the Ordinance language. The Ordinance says the Committee will review and certify that OCTA is proceeding in compliance with the Ordinance and it also states that the Chair will do that. A concern was raised that there could be an instance where the TOC votes and determines OCTA is proceeding in compliance with the Plan - then the Chair can disagree and choose not to certify. Or the exact opposite could happen – the TOC could vote not to certify and the Chair could choose to disregard the TOC vote and choose to certify. The idea is that the Taxpayer Oversight Committee was created to work as a group to make that determination, and not leave sole responsibility to any one individual.

A committee member commented that they agree that an 11-person committee and their conclusion should hold over the power of one person. There shouldn't be an ability to overwrite the opinions of ten other people.

A committee member stated that checks and balances have always been about the masses checking the power and authority of one individual. The changes that are being made to the Ordinance do exactly that. It is saying the opinions of the ten other members of this committee matter and they cannot be over-ruled by one person.

James Donich commented that this is an informational item. This committee does not have over-riding veto on the OCTA Board's decision to amend the Ordinance. If you have strong feelings on this, the public hearing is the place to voice an opinion and the Board will make their determination. The direction staff had from the Board was to propose these changes.

A committee member commented that when he was chosen to serve on the committee years ago, they believed they should have oversight from non-elected people to be involved in this entire process and that is why it is successful. The amendment is an appropriate and smart thing to do for the future committee members.

A committee member commented he was not there to talk about the amendment, even though he believes it is in opposition to what the voters said. He stated that he wanted to focus on the voice of the Taxpayer Oversight Committee. On page 28, quoting, "Over the next 30 years things will change. Minor adjustments can be made by a two-thirds vote of the Taxpayer Oversight Committee and two-thirds vote of the OCLTA Board of Directors. Major changes must be taken back to the voters for authorization." It does not say anything about the Plan. It does seem pretty clear, not an inference, but specifically stated that minor adjustments require two-thirds vote of the TOC. A discussion ensued between members of the committee as to what document and pages were being discussed. James Donich commented that what was being read was from the Plan and not from the Ordinance which controls. The Ordinance has specific provisions that talk about the specific amendment process.

James Donich responded to the ongoing discussion by restating Section 1 of the Ordinance, which states the word Ordinance is used in this Ordinance shall mean and include Attachment A, entitled Measure M Transportation and Investment Plan, Attachment B, entitled Allocation Net Revenues and Attachment C, entitled Taxpayer Oversight Committee. A committee member responded those attachments A, B and C are attached to and incorporated by reference as it is fully set forth here. James Donich responded it does not say the Plan controls over the Ordinance.

James Donich responded to the continuing discussion by stating that he needs to ensure the record is clear and they are not misinterpreting or misstating the Ordinance. The Plan does state the reference you have noted regarding minor changes. My interpretation of that as counsel to the Authority is that minor changes to the Plans or Programs would require us to come back to the Taxpayer Oversight for a two-thirds vote. Substantive changes, which involves moving funds from one silo to another, would be considered a major change. That is when money is being taken away from one of the major programs and putting it somewhere else. That would require OCTA to go to the voters. Changing a word here or two, administratively, to provide clarification to the document itself, not affecting a Plan a Program or a Funding Category in any manner, would not require a two-thirds TOC vote. If you are looking to see how the Ordinance can be amended, you need to go to the amendment section of the Ordinance which states the specific steps and requirements that need to be followed and carried out. In this instance, OCTA's Board is following those requirements to the letter and I will not allow them to do otherwise. I believe OCTA is acting in accordance with the Ordinance.

C. Sales Tax Forecast

Sean Murdock, Director of Finance and Administration presented the item.

Committee Member Comments:

A committee member asked how the actuals compared to projection. Sean Murdock responded he could follow up with details, but from a budget perspective OCTA budgeted about 3.9% and actuals were about 3.4%.

A committee member asked if the forecast included certain recent events, where companies and notable high networth individuals have left California. Sean Murdock responded that is why we use Muni Services for the first five years. They do not do a longer forecast. They go into the granular data, not of high networth individuals, but they do go into the business sector and see business permits, businesses leaving California, that factors into their forecast for the first five years.

D. Measure M2 2023: Next 10 Delivery Plan

Francesca Ching, Measure M Program Manager, presented the item.

Committee Member Comments:

A committee member asked to clarify what the bus stop amenities are. Francesca Ching responded that it depends on what the city wants because these are city owned stops. Kia Mortazavi responded it has generally been shelters, as the existing shelters are older.

A committee member commented in the Forecast for Expenditures, 2024 was significantly higher than this past year and all the years after and what are the main reasons for that. Francesca Ching responded we have major freeway projects under construction, so that is mainly driven by the 405, 55, I-5, in addition to the OC Streetcar going on and the distributions to the local jurisdictions.

A committee member asked for the chart going back further in the past, into the future. Francesca Ching responded that it can be provided.

A committee member commented that \$14.8 million dollars was mentioned, and what is the forecasted amount for all of these programs by 2032. Francesca Ching responded in this timeframe it is \$5.6 million dollars that we have identified to be invested in this time frame. Alice Rogan responded \$14.8 million is the overall 30-year M2 forecast.

A committee member asked what happens if you do not meet the \$15 billion dollars. Andrew Oftelie responded that M2 allocates 43 percent of net revenues to the freeway program with the other 57 percent to streets, roads and transit. If less than

\$14.8 million is collected, then the same percentage of a smaller number is distributed to the local jurisdictions. The freeway program is different, where a certain number of lanes, miles have been committed. OCTA has been fortunate to get external revenues to help support the freeway program. Additionally, there is an economic uncertainty cushion built into the freeway program cash flow so it would have to be something catastrophic to not collect enough revenue to complete the freeway program.

6. OCTA Staff Updates

A. I-405 Improvement Project

Chris Boucly, Public Outreach, presented the item.

Committee Member Comments:

A committee member complimented the 405 Kickoff Event.

A committee member asked if there would be any more freeway or lane closures. Chris Boucly responded yes, mostly the closures are needed for maintenance on the Express Lanes. There will also be some lane and ramp closings related to the punch list items.

A committee member asked how the closures would be communicated. Chris Boucly responded for full lane closures, portable message signs; and the best way is to sign up for their alerts, social media, and the website has a list of closures seven days out. They have a direct data feed to Waze for this project for updates as well.

B. Staff Liaison Update

Alice Rogan, Director, Marketing and Public Outreach presented the item. Recruitment for districts 1, 2, 4 and 5 will begin in January/February. Monica Shin volunteered to serve on the procurement panel for the upcoming triennial performance assessment.

Committee Member Comments:

There were no comments

7. Annual Eligibility Review Subcommittee Report

The next committee meeting is anticipated to meet in May or June 2024. At that time the subcommittee will receive the review of the M2 Expenditure Report for Fiscal Year 2022-2023. Upon completion of the review, the report will be advanced to the TOC.

8. Audit Subcommittee Report

A committee member asked when the next meeting was. Janet Sutter responded that staff will reach out to the subcommittee members to determine whether a special meeting is needed in February.

9. Environmental Oversight Committee Report

There was no report.

10. Committee Members Reports

Monica Shin commented on an opinion news piece in the Orange County Register which talked about the compliance audit. Discussion ensued between committee members with James Donich commenting this was not on this committee agenda and should be agendaized if further discussion was wanted.

11. Public Comments

There were no public comments.

12. Adjournment

Chair Andrew Hamilton adjourned the meeting at 6:36 p.m.

The next meeting will be held on March 12, 2024, at 5 p.m.

Taxpayer Oversight Committee
Fiscal Year 2023-2024
Attendance Record

X = Present		E = Excused Absence		* = Absence Pending Approval			U = Unexcused Absence			-- = Resigned		
Meeting Date	11 July	Aug.	12 Sept.	Oct.	Nov.	12 Dec	Jan.	Feb.	12 March	Apr.	May	11 Jun.
Naresh D. Patel	X		E			X						
Andrew Ramirez	X		X			*						
Monica Shin	X		X			X						
Mark Kizzar	E		X			X						
Michael Neben	X		X			X						
Kirk Watilo	X		E			X						
Rasik N. Patel	X		E			*						
Ajay Khetani	X		X			*						
Shannon O'Toole	E		X			*						
Mark W. Eisenberg	X		X			X						
Andrew Hamilton	X		X			X						

Absences Pending Approval		
Meeting Date	Name	Reason
December 12, 2023	Ajay Khetani	Vacation
December 12, 2023	Shannon O'Toole	Personal
December 12, 2023	Rasik N. Patel	Personal
December 12, 2023	Andrew Ramirez	Sick

*Action
Items*

**ITEM 4A:
M2 Quarterly Revenue &
Expenditure Report (December)**

Measure M2
Schedule of Revenues, Expenditures and Changes in Fund Balance
as of December 31, 2023
(Unaudited Quarterly Report)

<i>(\$ in thousands)</i>	Quarter Ended Dec 31, 2023	Year to Date Dec 31, 2023	Period from Inception to Dec 31, 2023
		(A)	(B)
Revenues:			
Sales taxes	\$ 108,060	\$ 218,675	\$ 4,159,733
Other agencies' share of Measure M2 costs:			
Project related	2,899	7,104	845,190
Non-project related	-	-	454
Interest:			
Operating:			
Project related	(85)	(21)	5,076
Non-project related	5,711	11,122	94,438
Bond proceeds	2,850	3,574	98,820
Debt service	390	638	2,396
Commercial paper	-	-	393
Right-of-way leases			
Project related	19	37	1,702
Non-project related	-	-	17
Proceeds on sale of assets held for resale	-	-	13,428
Donated assets held for resale			
Project related	-	-	2,071
Miscellaneous:			
Project related	-	-	331
Non-project related	-	-	129
Total revenues	119,844	241,129	5,224,178
Expenditures:			
Supplies and services:			
Sales tax administration fees	882	1,764	40,663
Professional services:			
Project related	10,198	11,216	550,057
Non-project related	647	649	38,579
Administration costs:			
Project related	2,991	5,982	123,196
Non-project related:			
Salaries and Benefits	1,106	2,212	42,562
Other	1,714	3,428	70,882
Other:			
Project related	123	129	6,437
Non-project related	7	48	5,422
Payments to local agencies:			
Project related	18,069	32,554	1,360,768
Capital outlay:			
Project related	24,893	28,565	2,270,456
Non-project related	-	(100)	31
Debt service:			
Principal payments on long-term debt	-	-	95,485
Interest on long-term debt and commercial paper	-	16,976	336,552
Total expenditures	60,630	103,423	4,941,090
Excess (deficiency) of revenues over (under) expenditures	59,214	137,706	283,088
Other financing sources (uses):			
Transfers out:			
Project related	(9,317)	(10,903)	(508,315)
Transfers in:			
Project related	1,778	1,969	350,652
Non-project related	(453)	(453)	-
Bond proceeds	-	-	804,625
Payment to refunded bond escrow agent	-	-	(45,062)
Total other financing sources (uses)	(7,992)	(9,387)	601,900
Excess (deficiency) of revenues over (under) expenditures and other sources (uses)	\$ 51,222	\$ 128,319	\$ 884,988

Measure M2
Schedule of Revenues and Expenditures Summary
as of December 31, 2023
(Unaudited Quarterly Report)

Project	Description	(J) - (K) = (L)				
		Total Net Revenues Inception to March 31, 2041 (actual) + (forecast)	Net Revenues Inception to Dec 31, 2023 (actual)	Expenditures Inception to Dec 31, 2023 (actual)	Reimbursements Inception to Dec 31, 2023 (actual)	Net M2 Cost Inception to Dec 31, 2023 (actual)
(G)	(H)	(I)	(J)	(K)	(L)	
(\$ in thousands)						
Freeways (43% of Net Revenues)						
A	I-5 Santa Ana Freeway Interchange Improvements	\$ 570,867	\$ 158,158	\$ 10,910	\$ 8,786	\$ 2,124
B	I-5 Santa Ana/SR-55 to El Toro	364,626	101,019	31,409	19,114	12,295
C	I-5 San Diego/South of El Toro	761,560	210,990	375,765	53,014	322,751
D	I-5 Santa Ana/San Diego Interchange Upgrades	313,369	86,819	3,090	527	2,563
E	SR-22 Garden Grove Freeway Access Improvements	145,753	40,381	5	-	5
F	SR-55 Costa Mesa Freeway Improvements	444,547	123,162	105,077	46,128	58,949
G	SR-57 Orange Freeway Improvements	314,220	87,054	56,480	13,714	42,766
H	SR-91 Improvements from I-5 to SR-57	170,045	47,111	34,959	824	34,135
I	SR-91 Improvements from SR-57 to SR-55	505,885	140,155	57,706	55,779	1,927
J	SR-91 Improvements from SR-55 to County Line	427,786	118,518	18,432	16,963	1,469
K	I-405 Improvements between I-605 to SR-55	1,303,035	361,006	1,491,485	296,547	1,194,938
L	I-405 Improvements between SR-55 to I-5	388,311	107,581	9,244	6,954	2,290
M	I-605 Freeway Access Improvements	24,292	6,730	6,600	16	6,584
N	All Freeway Service Patrol	182,191	50,476	6,434	-	6,434
	Freeway Mitigation	311,394	86,272	61,208	5,923	55,285
	Subtotal Projects	6,227,881	1,725,432	2,268,804	524,289	1,744,515
	Net financing expenditures	-	-	165,930	-	165,930
	Total Freeways	\$ 6,227,881	\$ 1,725,432	\$ 2,434,734	\$ 524,289	\$ 1,910,445
	%					50.4%
Street and Roads Projects (32% of Net Revenues)						
O	Regional Capacity Program	\$ 1,448,362	\$ 401,268	\$ 810,316	\$ 507,884	\$ 302,432
P	Regional Traffic Signal Synchronization Program	579,319	160,500	112,107	21,714	90,393
Q	Local Fair Share Program	2,607,020	722,274	691,589	77	691,512
	Subtotal Projects	4,634,701	1,284,042	1,614,012	529,675	1,084,337
	Net financing expenditures	-	-	48,618	-	48,618
	Total Street and Roads Projects	\$ 4,634,701	\$ 1,284,042	\$ 1,662,630	\$ 529,675	\$ 1,132,955
	%					29.9%

Measure M2
Schedule of Revenues and Expenditures Summary
as of December 31, 2023
(Unaudited Quarterly Report)

Project	Description	Total Net Revenues	Net Revenues	Expenditures	Reimbursements	(J) - (K) = (L)
		Inception to March 31, 2041 (actual) + (forecast)	Inception to Dec 31, 2023 (actual)	Inception to Dec 31, 2023 (actual)	Inception to Dec 31, 2023 (actual)	Net M2 Cost Inception to Dec 31, 2023 (actual)
(G)		(H)	(I)	(J)	(K)	(L)
(\$ in thousands)						
Transit Projects (25% of Net Revenues)						
R	High Frequency Metrolink Service	\$ 1,444,509	\$ 387,612	\$ 433,964	\$ 98,974	\$ 334,990
S	Transit Extensions to Metrolink	1,278,553	354,222	204,609	2,133	202,476
T	Metrolink Gateways	74,028	38,865	98,220	60,956	37,264
U	Expand Mobility Choices for Seniors and Persons with Disabilities	502,215	133,372	127,636	88	127,548
V	Community Based Transit/Circulators	289,592	80,231	19,742	1,998	17,744
W	Safe Transit Stops	31,964	8,856	1,464	26	1,438
	Subtotal Projects	3,620,861	1,003,158	885,635	164,175	721,460
	Net financing expenditures	-	-	27,190	-	27,190
	Total Transit Projects	\$ 3,620,861	\$ 1,003,158	\$ 912,825	\$ 164,175	\$ 748,650
	%					19.7%

Measure M2 Program

\$ 14,483,443	\$ 4,012,632	\$ 5,010,189	\$ 1,218,139	\$ 3,792,050
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Project	Description	Total Net Revenues	Net Revenues	Expenditures	Reimbursements	Net M2 Cost
		Inception to March 31, 2041 (actual) + (forecast)	Inception to Dec 31, 2023 (actual)	Inception to Dec 31, 2023 (actual)	Inception to Dec 31, 2023 (actual)	Inception to Dec 31, 2023 (actual)
(G)		(H.1)	(I.1)	(J)	(K)	(L)
(\$ in thousands)						
Environmental Cleanup (2% of Revenues)						
X	Clean Up Highway and Street Runoff that Pollutes Beaches	\$ 308,181	\$ 85,083	\$ 50,778	\$ 311	\$ 50,467
	Net financing expenditures	-	-	-	-	-
	Total Environmental Cleanup	\$ 308,181	\$ 85,083	\$ 50,778	\$ 311	\$ 50,467
	%					1.2%

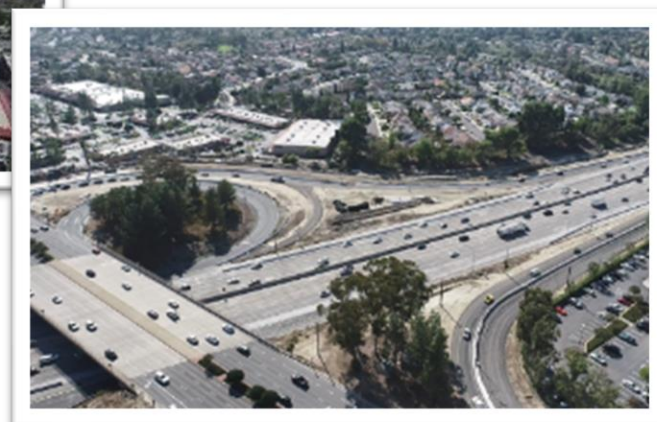
Taxpayer Safeguards and Audits

Collect Sales Taxes (1.5% of Sales Taxes)	\$ 221,373	\$ 62,396	\$ 40,663	\$ -	\$ 40,663
%					1.0%
Oversight and Annual Audits (1% of Revenues)	\$ 154,090	\$ 42,542	\$ 42,562	\$ 20	\$ 42,542
%					1.0%

Presentation Items

ITEM 5A:
I-5 South Improvement Project
Update

Update on the Interstate 5 Improvement Project Between State Route 73 and El Toro Road

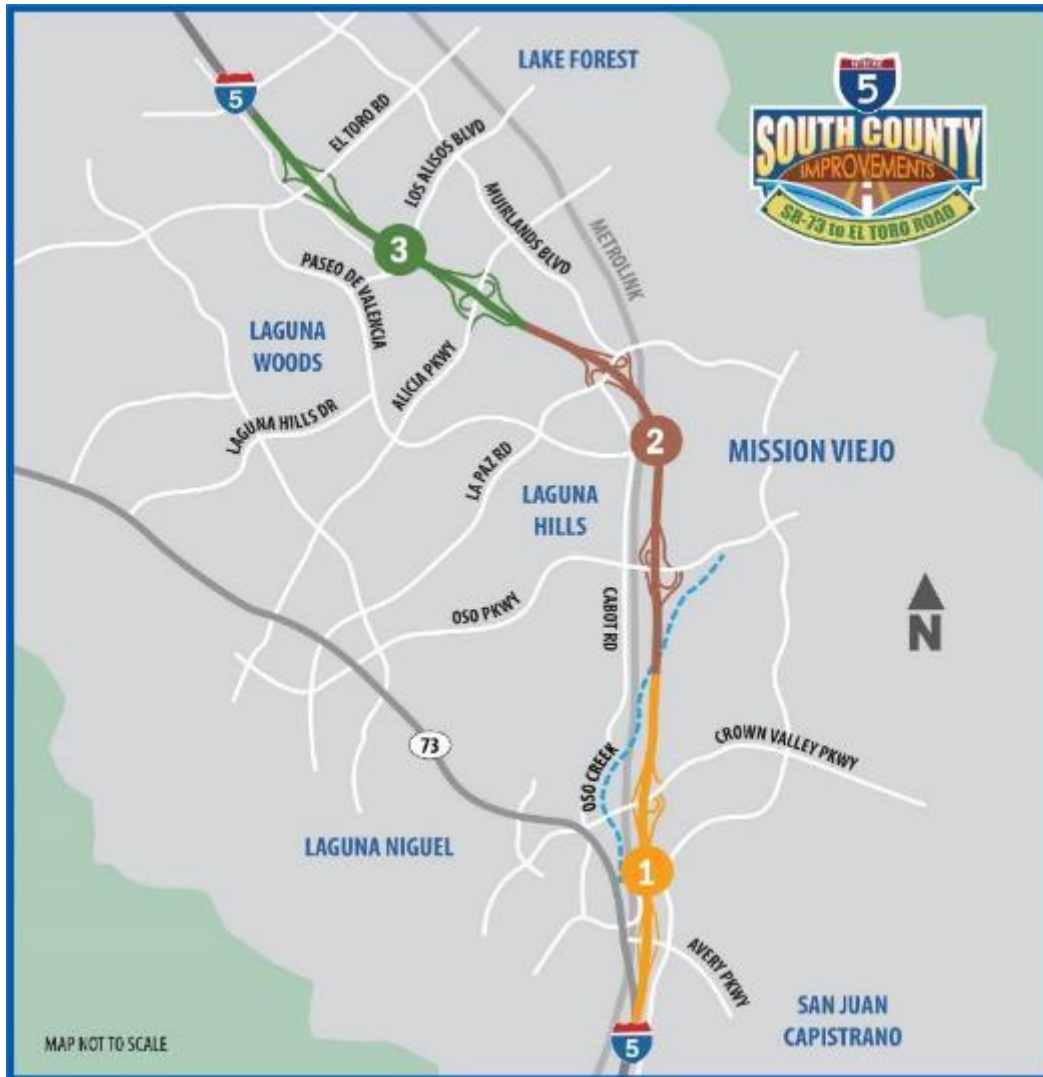


Project Update

March 4, 2024



Project Overview



Segment ①

State Route 73 to Oso Parkway

Segment ②

Oso Parkway to Alicia Parkway

Segment ③

Alicia Parkway to El Toro Road

Total Length: 6.5 miles

Total Estimated Cost: \$664 million



- 1** Add one general purpose lane in both directions from Avery Parkway to Alicia Parkway
- 2** Extend second carpool lane in both directions from Alicia Parkway to El Toro Road and restripe for continuous access
- 3** Reconstruct Avery Parkway and La Paz Road interchanges and Los Alisos Boulevard overcrossing
- 4** Reconstruct and add auxiliary lanes
- 5** Realign and improve on- and off-ramps

Estimated Construction Schedule

Segment	Estimated Schedule
Segment 1 State Route 73 to Oso Parkway	February 2020 – Early 2025 <i>Construction is 90 percent complete</i>
Segment 2 Oso Parkway to Alicia Parkway	May 2019 – Late 2024 <i>Construction is 92 percent complete</i>
Segment 3 Alicia Parkway to El Toro Road	January 2021 – Late 2024 <i>Construction is 87 percent complete</i>

Interstate 5 (I-5) at Avery Parkway Interchange



I-5 at Crown Valley Parkway



I-5 at Oso Parkway





**I-5 South Improvement Project
La Paz Bridge Lowering**

I-5 at Alicia Parkway



Los Alisos Boulevard Bridge



Aliso Creek Bike and Hiking Trail



I-5 at El Toro Road



I-5 Looking South Towards Los Alisos Bridge





OC I-5 South County
Published by Later - January 2 at 5:00 PM

UPDATED: Attention South County! The I-5 Alicia Parkway straight southbound on-ramp closure has been postponed and will now close at 10 p.m. on Tuesday, Jan. 9 for roadway reconstruction and paving. The ramp will reopen at 8 a.m. on Saturday, Jan. 13.

Detour signs will be in place to assist motorists. Plan for additional travel time and any detours within the area. The schedule is subject to change due to inclement weather or unforeseen operational issues. For the latest upd... [See more](#)

EXTENDED RAMP CLOSURE

NEW TIMES
I-5 Alicia Pkwy SB Straight On-Ramp
10 p.m. Tuesday, Jan. 9 - 8 a.m. Saturday, Jan. 13

See insights and ads Boost again

88 likes 23 comments 22 shares

Like Comment Share

WEEKEND RAMP CLOSURE
I-5 El Toro Road Southbound Off-Ramp Closed

Dear Neighbor,
The I-5 El Toro Road southbound off-ramp will be closed for roadway reconstruction starting Friday, Jan. 19. The ramp will be closed over the weekend and will reopen Monday morning, Jan. 22.

WHEN:
I-5 El Toro Road southbound off-ramp closed
11 p.m. Friday, Jan. 19 - 5 a.m. Monday, Jan. 22

WHAT TO EXPECT:
Plan for additional travel time through the area.
Detour signs will be in place to assist motorists.
The schedule is subject to change due to inclement weather or unforeseen operational issues.

To see the latest construction updates, **SCAN HERE**

For additional project information, please visit octa.net/i5southcounty

STAY INFORMED

Outreach Team Contact Information



octa.net/i5SouthCounty



i5SouthCounty@octa.net



[@OCi5SouthCounty](https://www.instagram.com/OCi5SouthCounty)



[Facebook.com/OCi5SouthCounty](https://www.facebook.com/OCi5SouthCounty)



949-614-0202
(English/Español)


THANK YOU



ITEM 5B:
Measure M2 Quarterly Progress
Report



To: Executive Committee

From: Darrell E. Johnson, Chief Executive Officer 

Subject: Measure M2 Quarterly Progress Report for the Period of July 2023 through September 2023

Overview

Staff has prepared the Measure M2 Quarterly Progress Report for the first quarter of fiscal year 2023-24 as information for 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 nearly 70 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 program of investments across a broad range of transportation and environmental initiatives and a governing ordinance that defines the requirements for implementing the Plan. Ordinance No. 3 (M2 Ordinance) 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 also adhering to numerous specific requirements, safeguards, and transparency provisions identified in the M2 Ordinance. The M2 Ordinance requires that quarterly status reports regarding the major projects detailed in the Plan be brought to the Board of Directors (Board). The Board is also provided with individual project and program-level staff reports on the status of various initiatives included in the Plan.

Discussion

This quarterly report reflects activities and progress across all M2 programs for the period of July 1, 2023, through September 30, 2023 (Attachment A). The quarterly report also includes project budget and schedule information as provided in the Capital Action Plan reports to the Board. Information on the Local Fair Share and Senior Mobility Program payments made to cities during the quarter is also included. Additionally, Attachment A includes a summary of the Program Management Office (PMO) activities.

The following provides highlights of M2 accomplishments during the quarter by mode, notable items under the PMO activities, and key challenges that OCTA is working to address.

Freeway Program

The M2 Freeway Program consists of 30 project segments to be delivered by 2041. To date, 13 project segments are complete, five are in construction, and eight are in final design. OCTA is also coordinating with Riverside County Transportation Commission to advance the State Route 91 (SR-91) between State Route 241 and State Route 71 project through construction. Completing these 14 projects would bring the total number of completed projects to 27 by 2030, equating to approximately 90 percent of the M2 Freeway Program. The remaining three project segments are in various stages of project development. Notable freeway program highlights that occurred during the quarter are below.

- State Route 55 (SR-55) between Interstate 405 (I-405) and Interstate 5 – A project update was presented to the Board on August 14, 2023, providing progress on construction and public outreach activities. The project is anticipated to be completed in late 2026. (Project F)
- SR-91 between Acacia Street and La Palma Avenue – This is the westerly segment of the SR-91 Improvement Project between State Route 57 and SR-55, which was split into three segments for the design and construction phases in early 2020. To prepare this project for the construction phase, the Board approved the release of a request for proposals for a consultant to provide construction management support services on September 25, 2023. Construction is anticipated to be advertised in fall 2025. (Project I)
- I-405 between State Route 73 and Interstate 605 (I-605) – A project update was presented to the Board on September 25, 2023, providing progress on construction, risk monitoring, and outreach efforts. During the quarter, the remaining six bridges (Newland Street,

Springdale Avenue, Ward Street, Bolsa Avenue, Brookhurst Street, and Goldenwest Street) were completed and opened to traffic. This is a significant project milestone now that all 18 bridge replacements have been completed. The project is more than 95 percent complete and is anticipated to open in late 2023. (Project K)

- I-605, Katella Avenue Interchange - The Board selected a consultant to provide construction management support services on September 25, 2023, to prepare this project for the construction phase. Construction is anticipated to be advertised in the summer of 2024. (Project M)

Streets and Roads

Since 2011, over \$1.1 billion¹ has been allocated to local jurisdictions for transportation improvements through the streets and roads competitive and formula funding programs. In addition, OCTA was able to leverage nearly \$53.9 million in external funding to support these programs. To date, 469 project phases have been allocated through M2 competitive streets and roads funding programs, of which 324 phases, or approximately 69 percent, have been completed. A notable streets and roads program activity from the quarter is below.

- On August 14, 2023, the Board authorized staff to issue the 2024 annual call for projects for the Regional Capacity Program and Regional Traffic Signal Synchronization Program with a funding target of approximately \$45 million. Applications were due October 26, 2023. Based on selection criteria specified in the 2024 guidelines, projects are anticipated to be presented for Board consideration in spring 2024. (Project O and Project P)

Transit

The M2 transit mode includes several programs designed to provide expanded transportation options. M2 is the primary funding source for Southern California Regional Rail Authority (Metrolink) commuter rail service in Orange County and includes funding rail improvements to improve operations and transit connections to extend the reach of the service. Compared to the same quarter last year, ridership levels increased by approximately nine percent; however, total boardings on the three lines are approximately 57 percent lower than pre-pandemic levels due to shifts in travel patterns and availability of

¹ Only includes disbursed funds. On May 22, 2023, the Board determined the City of Cypress ineligible to receive net M2 revenues. Disbursements of M2 revenues have been suspended until the City of Cypress achieves compliance and the Board reconsiders the matter at a future meeting.

work-from-home options. Additional Metrolink challenges are discussed in the Challenges section of this report.

Since 2011, M2 has provided competitive multi-year transit funding commitments for bus and station van services connecting to Metrolink (\$483,133 to date), community-based transit circulators (\$42 million to date), and bus stop improvements (\$2.9 million to date). In addition, M2 provides a set amount of annual funding to support three programs intended to expand mobility options for seniors and persons with disabilities (\$122.6 million² to date). Other notable transit program activities from the quarter are below.

- **OC Streetcar** – In preparation for OC Streetcar revenue service, the Board approved the selection of a consultant to provide a ridership development and customer communications program on July 24, 2023, and the selection of a consultant to provide transit advertising revenue program services, which includes the OC Streetcar, on August 28, 2023. Additionally, a quarterly update on the OC Streetcar was provided to the Board on August 14, 2023, providing information on the status of construction activities, vehicle manufacturing, and public outreach. (Project S)
- **Community-Based Transit Circulators** – A ridership report covering October 2022 through March 2023 was provided to the Board on August 14, 2023. The report noted that all community shuttles that were in operation met the required program performance standards. With at least ten services utilizing grants expiring by fiscal year (FY) 2025-26, staff requested letters of interest to determine the timing for a future Project V call. An overview of the letters of interest received was provided to the Board on August 14, 2023. Per Board direction, staff returned with revised Project V guidelines for the 2024 call for projects in November 2023. (Project V)

Environmental Programs

The M2 program includes two innovative programs: the Environmental Cleanup Program (ECP) and the Environmental Mitigation Program (EMP). The ECP improves water quality by addressing transportation-related pollutants, while the EMP offsets the biological habitat impacts of M2 freeway projects.

Since 2011, the ECP has allocated more than \$60.2 million to local jurisdictions for 209 projects for trash removal devices (Tier 1) and 18 projects for large-scale

² Only includes disbursed funds. On May 22, 2023, the Board determined that the City of Cypress was ineligible to receive net M2 revenues. Disbursements of net M2 revenues have been suspended until the City of Cypress achieves compliance and the Board reconsiders the matter at a future meeting.

water quality best management practices projects (Tier 2). It is estimated that nearly 60 million gallons of trash have been captured since the inception of the program, which is the equivalent of filling nearly 138 football fields with one foot deep of trash.

- On August 14, 2023, the Board approved programming recommendations for the Tier 1 ECP call for projects for ten projects totaling more than \$3.3 million. (Project X)

The Board has authorized \$55 million for the EMP to acquire conservation lands and fund habitat restoration projects. OCTA has acquired more than 1,300 acres and funded 12 projects to restore habitat on 350 acres of open space across Orange County to fulfill the necessary M2 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 endowment that is being established. OCTA has made eight deposits of approximately \$2.9 million into the endowment and as of September 30, 2023, the balance of the endowment was \$25,908,157. Current projections indicate that OCTA remains on track to meet the endowment target of \$46.2 million in FY 2027-28; however, the performance of the fund may affect the timeframe for full funding of the endowment.

Program Management Office

M2 Triennial Performance Assessment – The M2 Ordinance requires a performance assessment to be conducted every three years to evaluate the efficiency, effectiveness, economy, and program results of OCTA's delivery of M2. The fifth performance assessment covering the period of July 1, 2018 through June 30, 2021 was completed and presented to the Board on April 25, 2022. On July 10, 2023, the final update on the action items from the recommendations for enhancements was provided to the Board. Staff is preparing for the next performance assessment which will cover July 1, 2021 through June 30, 2023.

Market Conditions Forecast and Risk Analysis – At the Board's direction, OCTA contracts with two local economists to monitor and analyze key early warning indicators affecting the construction market. The information is incorporated in a cost pressure index model to identify potential cost risk factors on M2 project delivery and is updated biannually. The fall 2023 update was presented to the Board on October 9, 2023, which anticipates a potential tempering of inflationary pressures in 2024, 2025, and 2026. Staff will continue to monitor market pricing trends and material availability, along with the impacts on construction in the region.

Sales Tax Revenue Forecast/Next 10 Delivery Plan (Next 10 Plan) – The 2023 M2 sales tax forecast of \$14.8 billion was presented to the Board on October 9, 2023. This represents a -1.3 percent or \$200 million decrease from last year’s forecast. The latest sales tax revenue forecast, current programmed external revenue, and refined project information were incorporated into the annual review and update of the Next 10 Plan. The 2023 review of the Next 10 Plan was presented to the Board on November 13, 2023, which confirmed that M2 remains deliverable as promised to voters.

Challenges

As with all major programs, challenges arise and need to be monitored and addressed. A few key challenges are highlighted below.

- Metrolink is currently operating Orange County rail services at approximately 85 percent of pre-pandemic levels. Despite ridership continuing to improve quarter-over-quarter, ridership is still below pre-pandemic levels. Without changes in service planning, ridership growth, operations and rehabilitation costs, the current service cannot be sustained beyond FY 2031-32. Staff has identified and is proposing to program Transit and Intercity Rail Capital Program formula funds to help sustain Metrolink service. If this is approved in the coming months, the one-time infusion of external funds is anticipated to extend Metrolink operations through FY 2037-38. OCTA will continue to engage with Metrolink and the other member agencies to monitor ridership levels and the corresponding financial impacts to M2.

- Railroad track stabilization efforts in south Orange County have become a major focus area, given its importance to the continued operation of Metrolink and Amtrak in Orange County. While the track and slope stabilization efforts in the City of San Clemente have been completed and passenger rail service has resumed, long-term solutions will need to be identified to ensure rail service continues to be provided in this portion of Orange County. On August 14, 2023, the Board selected a consultant to prepare the South Coast Rail Infrastructure Feasibility Study and Alternative Concepts Analysis to identify and evaluate short- and medium-term solutions with the goal of protecting the rail line in place. This rail corridor is vital for State-supported intercity rail (Pacific Surfliner), freight connection to the Port of San Diego, and plays a strategic role in the operations of Camp Pendleton. A separate study will follow to evaluate potential long-term solutions which may include relocation of the rail line. The lead agency for the long-term study has not been identified. However, OCTA, in conjunction with other regional agencies, has requested the State assume a larger role in this effort. OCTA will remain an active

participant in the process; future implications to M2 with respect to service levels or costs are unknown at this time.

- The OC Streetcar project has faced unforeseen utility conflicts and conditions, contaminated soils, construction quality control and compliance, oversight and approvals, and several change requests. OCTA worked with the Federal Transit Administration (FTA) on a comprehensive project risk, cost, and schedule assessment, consistent with achieving 75 percent construction completion. The FTA identified a cost of \$579.16 million to complete the project and a risk-based revenue service date of August 2025. Staff will continue assessing project risks and make regular reports to the Board on the status of construction and expenditures.

Staff will continue to monitor these challenges to ensure M2 remains deliverable as promised to voters and provide updates to the Board as appropriate.

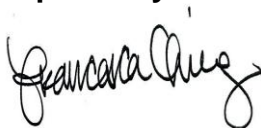
Summary

A quarterly report covering activities from July 2023 through September 2023, 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 Quarterly Progress Report, First Quarter of Fiscal Year 2023 - 24, July 1, 2023 through September 30, 2023

Prepared by:



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Measure M2 Program Management Office
(714) 560-5625

Approved by:



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OCTA



Local Tax Dollars at Work

MEASURE M2 QUARTERLY PROGRESS REPORT

First Quarter of Fiscal Year 2023 – 24
July 1, 2023 through September 30, 2023

First Quarter Highlights:

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





MEASURE M2 PROGRESS REPORT

SUMMARY

On November 7, 2006, Orange County voters, by a margin of nearly 70 percent, approved the Renewed Measure M Transportation Investment Plan (Plan) for the Measure M2 (M2) 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 Ordinance No. 3 (M2 Ordinance), a quarterly report covering activities from July 1, 2023, through September 30, 2023, is provided to update progress in implementing the Plan. On September 25, 2017, the Board of Directors (Board) approved externally rebranding M2 as OC Go to promote Orange County Transportation Authority's (OCTA) Measure M awareness and to avoid confusion with Measure M in Los Angeles County.

To be cost-effective and to facilitate accessibility and transparency of information to stakeholders and the public, M2 progress reports are available on the OCTA website. Hard copies are mailed upon request.



The cover photo shows a trash boom installed in the East Garden Grove-Wintersburg Channel at the Bolsa Chica Wetlands, used to improve the water quality by trapping trash, debris, and pollutants. This project was funded by a Tier 1 grant through the M2 Environmental Cleanup Program (Project X). On August 14, 2023, the Board approved the programming recommendations in the amount of \$3,374,083 for the 13th Tier 1 call for projects (call). Staff estimates that nearly 60 million gallons of trash has been captured as a result of the installation of Tier 1 water quality improvement devices since 2011. This is equivalent of filling nearly 138 football fields with one-foot deep of trash.



MEASURE M2 PROGRESS REPORT

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MEASURE M2 PROJECT SCHEDULES



Conceptual



Environmental



Design, Advertise, & Award



Design-Build



Construction



Complete

OC Go Projects and Programs

		2017	2018	2019	2020	2021	2022	2023	2024	2025	2026	2027	2028	2029	2030	2031	2032
A	I-5, SR-55 to SR-57																
B	I-5, I-405 to Yale Avenue																
B	I-5, Yale Avenue to SR-55																
C,D	I-5, Avenida Pico to Avenida Vista Hermosa/ Avenida Pico Interchange																
C	I-5, Avenida Vista Hermosa to Pacific Coast Highway																
C	I-5, Pacific Coast Highway to San Juan Creek Road																
C,D	I-5, SR-73 to Oso Parkway / Avery Parkway Interchange																
C,D	I-5, Oso Parkway to Alicia Parkway/ La Paz Road Interchange																
C	I-5, Alicia Parkway to El Toro Road																
D	I-5, El Toro Road Interchange (Further Schedule TBD)																
D	I-5, Ortega Highway Interchange																
E	SR-22, Access Improvements																
F	SR-55, I-405 to I-5																
F	SR-55, I-5 to SR-91																
G	SR-57 NB, Orangewood Avenue to Katella Avenue																
G	SR-57 NB, Katella Avenue to Lincoln Avenue																
G	SR-57 NB, Orangethorpe Avenue to Yorba Linda Boulevard																
G	SR-57 NB, Yorba Linda Boulevard to Lambert Road																
G	SR-57 NB, Lambert Road to Orange/Los Angeles County Line (Further Schedule TBD)																
H	SR-91 WB, I-5 to SR-57																
I	SR-91 WB, SR-55 to Tustin Avenue Interchange																
I	SR-91, SR-55 to Lakeview Avenue																
I	SR-91, La Palma Avenue to SR-55																
I	SR-91, Acacia Street to La Palma Avenue																

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

¹ Projects managed by local agencies

For full project schedules, see <https://octa.net/programs-projects/programs/oc-go-measure-m/oc-go-projects-#/schedule>



MEASURE M2 PROJECT SCHEDULES

OC Go Projects and Programs		2017	2018	2019	2020	2021	2022	2023	2024	2025	2026	2027	2028	2029	2030	2031	2032		
J	SR-91, SR-55 to SR-241	Completed in 2013																	
J	SR-91 EB, SR-241 to SR-71	Completed in 2011																	
J	SR-91, SR-241 to Orange/Riverside County Line (Further Schedule TBD)								█										
K	I-405, SR-73 to I-605	▨																	
L	I-405, I-5 to SR-55 (Further Schedule TBD)	█																	
M	I-605, Katella Avenue Interchange	█					█		█										
O	Kraemer Boulevard Grade Separation (Placentia)	Completed in 2014																	
O	Lakeview Avenue Grade Separation (Anaheim/Placentia)	█																	
O	Orangethorpe Avenue Grade Separation (Anaheim/Placentia)	Completed in 2016																	
O	Placentia Avenue Grade Separation (Placentia)	Completed in 2014																	
O	Raymond Avenue Grade Separation (Fullerton) ¹	█																	
O	State College Boulevard Grade Separation (Fullerton) ¹	█																	
O	Tustin Avenue/Rose Drive Grade Separation (Anaheim/Placentia)	Completed in 2016																	
R	Sand Canyon Grade Separation (Irvine)	Completed in 2016																	
R	Rail-Highway Grade Crossing Safety Enhancement	Completed in 2011																	
R	San Clemente Beach Trail Safety Enhancements	Completed in 2014																	
R	Anaheim Canyon Metrolink Station Improvements	█	█		█														
R	Fullerton Transportation Center Improvements	█																	
R	Laguna Niguel/Mission Viejo Metrolink Station Americans with Disabilities Act (ADA) Ramps	█																	
R	Orange Transportation Center Metrolink Parking Structure	█																	
R	Placentia Metrolink Station Improvements and Parking Structure (Further Schedule TBD)	█																	
R	San Clemente Pier Station Lighting	█																	
R	Laguna Niguel to San Juan Capistrano Metrolink Station Passing Siding Project	█																	
R	Tustin Metrolink Station Parking Structure	Completed in 2011																	
R,T	Anaheim Regional Transportation Intermodal Center (ARTIC) ¹	Completed in 2014																	
S	OC Streetcar	█		█															

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

¹ Projects managed by local agencies

For full project schedules, see <https://octa.net/programs-projects/programs/oc-go-measure-m/oc-go-projects-#/schedule>

MEASURE M2 PROGRESS REPORT

M2 DELIVERY RISK UPDATE ▼

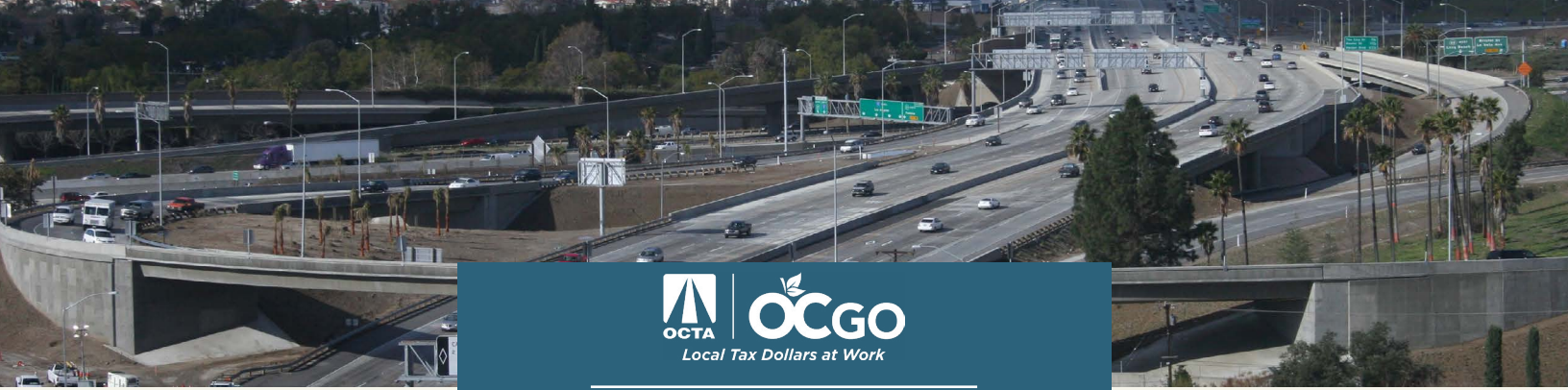
This section discusses the risks and challenges related to Measure M2 and the updated Next 10 Delivery Plan (Next 10 Plan) that the M2 Program Management Office (PMO) is monitoring with associated explanations and proposed actions.

Delivery Risk	Explanation	Proposed Action
Financial		
1	The 2022 M2 revenue forecast is \$15 billion, which is a \$1.8 billion (13.6 percent) year-over-year increase from the 2021 forecast. Swings in future revenue projections may challenge delivery.	While the 2022 M2 revenue forecast is higher, 18 years of M2 delivery remain and fluctuations in economic conditions may affect future revenue projections.
2	Reduced external funding opportunities for the M2 freeway program.	State and federal priorities continue to shift and favor projects that reduce automobile travel, which could affect access to currently programmed as well as future external funding opportunities for the M2 freeway projects.
3	Potential for an environment of increasing cost for M2 capital projects.	The spring 2023 update of the Next 10 Plan Market Conditions Forecast and Risk Analysis reflects a high inflationary environment in 2023 and 2024. This is driven by inflation, and increases in construction wages and building materials.
4	Inability to scale the M2 Freeway Program to available revenue and still deliver the M2 commitments.	The M2 Freeway Program includes set project scopes leaving limited flexibility in what is delivered.



MEASURE M2 PROGRESS REPORT

Delivery Risk	Explanation	Proposed Action
<p>5 Schedule and scope changes on capital projects that impact delivery and project costs.</p>	<p>Changes as a result of updated highway standards, new regulatory requirements, or issues identified in the field may impact scope, schedule, and costs substantially.</p>	<p>OCTA will work closely with project partners and project contractors to limit changes in scope and schedules.</p>
<p>6 Increase Southern California Regional Rail Authority (Metrolink) train service as an alternative to driving within the limits of available revenue.</p>	<p>The coronavirus (COVID-19) has altered travel behavior, which affects ridership and revenue. Operational cost of Metrolink service continues to grow as the system ages, track-sharing arrangements with BNSF Railway Company (BNSF) are revised, and new air quality requirements are implemented.</p>	<p>External funding (one-time federal funds through the Coronavirus Aid, Relief and Economic Security Act, Coronavirus Response and Relief Supplemental Appropriations Act, and Infrastructure Investment and Jobs Act) has helped alleviate some near-term financial concerns, but increasing operational costs and slow ridership recovery affect long-term sustainability. OCTA will continue to work closely with Metrolink and member agencies to ensure cost increases are minimized, while continuing to seek external revenue.</p>
<p>Resource</p>		
<p>7 Substantial work underway in the region has resulted in significant demand for professional and skilled labor which may impact delivery given the volume of the M2 capital program.</p>	<p>The spring 2023 update of the Next 10 Plan Market Conditions Forecast and Risk Analysis reflects a steep decrease in unemployment rates. If shortages continue, project delivery costs could rise, but if additional labor resources are available, it may temper costs and reduce delivery risk.</p>	<p>OCTA will monitor resources for professional and skilled labor needed for project delivery. Expert and timely coordination between OCTA and project partners is imperative to manage this risk.</p>
<p>8 New operational responsibilities with the OC Streetcar.</p>	<p>With the implementation of the OC Streetcar service, OCTA will be increasing its overall role in operations.</p>	<p>To ensure the 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.</p>



MEASURE M2 PROGRESS REPORT

Delivery Risk	Explanation	Proposed Action
Climate		
<p>9 Climate-related hazards could affect M2 investments.</p>	<p>OCTA has experienced hazards affecting M2 investments. Recent events include the 2022 Coastal Fire which impacted the M2 Environmental Mitigation Program (EMP) Pacific Horizon Preserve, and the tidal events, ocean currents and waves, and storm surges which continue to affect slope and railroad track stabilization in the City of San Clemente.</p>	<p>OCTA has developed Fire Management Plans (FMP) for the seven properties purchased as part of the M2 Freeway EMP. Additionally, the Board adopted resolutions to authorize OCTA to take all necessary actions to address the emergency need for slope stabilization to protect the tracks below. OCTA will need to identify long-term solutions to ensure rail service continues to be provided through this portion of Orange County.</p>
Regulatory		
<p>10 Changing federal and state directives could affect M2 freeway project approvals.</p>	<p>Current state planning and project approval policies place great emphasis on reducing travel by automobile and encourage project alternatives that promote short trips where possible, travel by transit, bicycling or walking, and use of zero-emission vehicles. These requirements will affect the project environmental review process.</p>	<p>The majority of M2 freeway projects, where this risk would manifest itself, have obtained the necessary approvals. If the approvals require a review or revision, these new requirements could impact delivery.</p>



MEASURE M2 PROGRESS REPORT

NEXT 10 DELIVERY PLAN

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

On November 14, 2016, the Board approved the Next 10 Plan, providing guidance to staff on the delivery of M2 projects and programs. Annually, staff reviews the Board-adopted commitments in the Next 10 Plan to ensure it remains deliverable with updated revenues and project costs.

On November 14, 2022, the Board adopted the 2022 Next 10 Plan, which covers fiscal year (FY) 2022-23 through FY 2031-32. The update incorporated the \$15 billion sales tax revenue forecast, revised project estimates and schedules, as well as the fall market conditions forecast and risk analysis. As a result of OCTA's strategic planning to date, the 2022 Next 10 Plan continues to demonstrate that the Plan remains deliverable.

The 2023 update of the M2 sales tax forecast is planned to be presented to the Board in October 2023. This forecast along with updated project schedules, estimates, and assumptions will be incorporated into the 2023 update of the Next 10 Plan, which is anticipated to be presented to the Board in November 2023.

Next 10 Plan Deliverables

Significant progress continues with projects in and advancing towards construction, as well as regular funding allocations to local jurisdictions through local programs.

1. Deliver 13 freeway improvement projects through construction (Projects A-M).

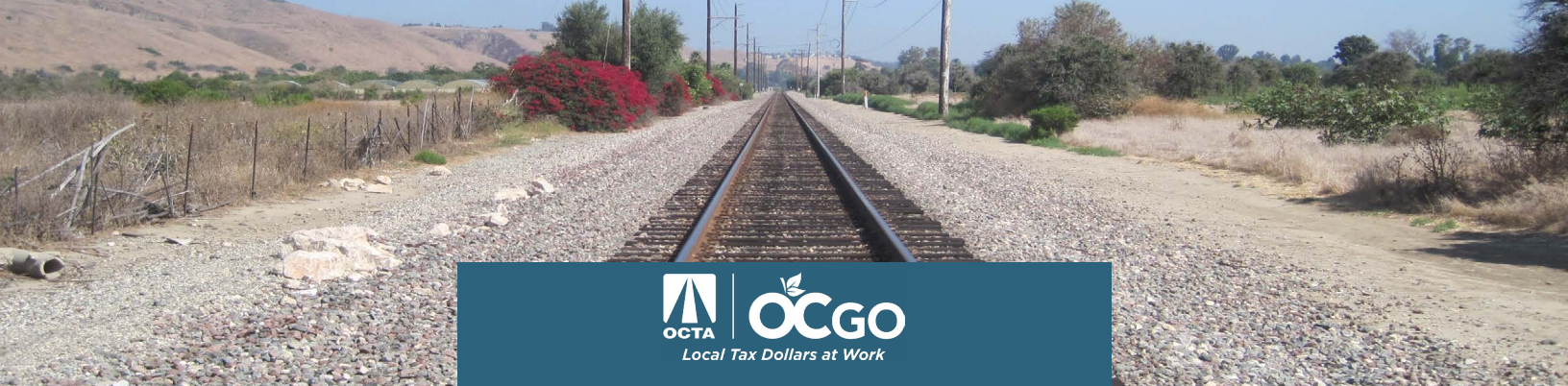
The M2 Freeway Program is currently made up of 30 projects/project segments. This deliverable includes 13 projects to be delivered through construction by FY 2029-30. The completion of these projects would bring the total number of completed projects to 26, which equates to approximately 87 percent of the M2 Freeway Program. Of the 13 projects to be delivered, five are in construction, and eight are in various stages of design. For more details, see [pages i-ii](#) (Project Schedules) and the project updates contained in their respective sections.

Upcoming activities:

- I-405, SR-73 to I-605 – Complete Construction
- SR-91, SR-55 to Lakeview Avenue – Advertise for Construction

2. Prepare remaining freeway improvement projects for delivery (Projects A-M).

The four remaining projects (of the 30 total) are environmentally cleared or on track to be environmentally cleared by 2032, making them shelf-ready for further advancement. The remaining projects include Project D (I-5, El Toro Road Interchange), Project G (SR-57 northbound from Lambert Road to Orange/Los Angeles County Line), Project J (SR-91 between SR-241 and I-15), and Project L (I-405 between I-5 and SR-55). These projects will continue to be reevaluated for earlier delivery as part of the annual Next 10 Plan review. For more details, see [pages i-ii](#) (Project Schedules) and the project updates contained in their respective sections.



MEASURE M2 PROGRESS REPORT

3. Provide annual competitive funding opportunities for local jurisdictions to address bottlenecks and gaps in the street system (Project O), synchronize signals (Project P), and continue flexible funding to local jurisdictions to support pavement rehabilitation or other transportation needs as appropriate (Project Q).

As of September 2023, OCTA has awarded more than \$525 million in competitive funding through the Regional Capacity Program (RCP) (Project O) and Regional Traffic Signal Synchronization Program (RTSSP) (Project P) annual call for projects (call). Additionally, approximately \$672.9 million¹ in Local Fair Share (Project Q) funds have been distributed to local jurisdictions.

¹ Only includes disbursed funds. On May 22, 2023, the Board determined the City of Cypress ineligible to receive net M2 revenues. Disbursements of net M2 revenues have been suspended until the City of Cypress achieves compliance and the Board reconsiders the matter at a future meeting.

On August 14, 2023, the Board authorized the 14th call providing up to \$45 million for Project O and Project P in available M2 funds to support local streets and roads improvement projects throughout Orange County. Applications are due on October 26, 2023. Based upon project selection criteria as specified in the Comprehensive Transportation Funding Programs (CTFP) guidelines, projects will be prioritized for Board consideration in spring 2024. For more details, see the project updates on [page 22](#).

Upcoming activities:

- Project O and P – Programming recommendations for the 14th call

4. Maintain Metrolink service and complete one rail station improvement project (Project R).

Project R provides funding for Metrolink operations and aims to increase rail services within the County and provide additional Metrolink service north of the City of Fullerton to the Los Angeles County Line. 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. The three lines serving Orange County currently operate 45 weekday trains, a 17 percent reduction from the 54 weekday trains operated prior to COVID-19. As ridership continues to recover, Metrolink and OCTA will continue to reassess the service needs in Orange County. For more details, see project updates on [page 27](#).

Additionally, funding within this program is provided for rail corridor and station improvements to accommodate increased passenger train service including station upgrades, parking expansions, and safety enhancements. The Anaheim Canyon Metrolink Station Improvement Project, which began construction in May 2021, was completed in January 2023. For more details, see project updates on [page 28](#).

In September 2022, higher tidal events coupled with the movement of an ancient slide impacted the stability of the track, leading to a suspension of passenger rail service in San Clemente. OCTA, in collaboration with Metrolink, completed emergency repairs and resumed passenger rail service on April 17, 2023.



MEASURE M2 PROGRESS REPORT

However, service was halted again on April 27, 2023, due to falling debris from a failing slope near San Clemente’s cultural center, just two miles north of the completed emergency work. Emergency slope stabilization efforts were completed this quarter and passenger rail service resumed on July 17, 2023. To identify short- and medium-term solutions to address rail infrastructure protection in south Orange County, the Board approved the selection of a consultant to conduct a feasibility study and alternative concept analysis on August 14, 2023. Future updates to the Next 10 Plan will need to consider the financial implications of the long-term solutions. For more details, see the project updates on [page 29](#).

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

The 4.15-mile OC Streetcar will serve the Santa Ana Regional Transportation Center (SARTC) through Downtown Santa Ana and the Civic Center to Harbor Boulevard in the City of Garden Grove. Activities this quarter include continued construction of the Maintenance and Storage Facility (MSF) and station platforms, and installation of embedded track, fences, and train warning and gate systems. In addition, all eight vehicles are in the final stages of manufacturing, with Car 1 successfully completing its final walkthrough and pre-shipment inspection for testing at the MSF. For more details, see the project updates on [page 31](#).

6. Support expanded mobility choices for seniors and persons with disabilities (Project U).

Project U is comprised of three programs: the Senior Mobility Program (SMP), the Senior Non-Emergency Medical Transportation (SNEMT) Program, and the Fare Stabilization Program. Since inception, nearly \$122.6 million² has been provided to these three programs. The SMP provides funding to participating cities to design and implement transit service that best fits the needs of seniors (60 and above) in their communities. The SNEMT Program provides funding to the County of Orange Office on Aging for senior transportation to and from medical appointments, dentists, therapies, exercise programs, testing, and other health-related trips at a low cost to the rider than would otherwise be available. For more details, see the program updates on [page 33](#).

² Only includes disbursed funds. On May 22, 2023, the Board determined the City of Cypress ineligible to receive net M2 revenues. Disbursements of net M2 revenues have been suspended until the City of Cypress achieves compliance and the Board reconsiders the matter at a future meeting.

7. Work with local agencies to maintain successful community circulator projects and potentially provide grant opportunities for expanded or new local transit services (Project V).

Since inception, OCTA has approved 36 projects and ten planning studies totaling over \$53 million through four calls. OCTA receives ridership reports from local agencies on a regular basis to monitor the success of awarded services against performance measures adopted by the Board.



MEASURE M2 PROGRESS REPORT

Staff continues to work with local agencies through letters of interest requests, workshops, CTFP guidelines revisions, calls, and cooperative agreement amendments to fine-tune this program and facilitate successful project implementation. For more details, see the program updates on [page 35](#).

Upcoming activities:

- Issue the fifth call

8. Continue to improve the top 100 busiest transit stops to enhance the customer experience (Project W).

Through three calls, the Board has approved \$3.1 million to improve 122 city-initiated improvement projects at the busiest OCTA transit stops. The program is designed to ease transfers between bus lines and provide improvements such as the installation of bus benches or seating, shelters, improved lighting, and other passenger-related amenities. For more details, see the program updates on [page 36](#).

9. Ensure the ongoing preservation of purchased open space, 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 M2 freeway EMP includes seven conservation properties (Preserves) totaling more than 1,300 acres and 12 restoration projects covering nearly 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 EMP, allowing streamlined project approvals for the M2 freeway improvement projects. The Conservation Plan also includes a streamlined process for coordination of streambed alteration agreements. In 2018, OCTA secured programmatic permits and assurances for federal and state clean water permitting requirements. Receipt of these permits represents the culmination of years of collaboration and support by the Board, environmental community, and regulatory agencies.

To protect the Preserves in perpetuity, a non-wasting endowment was established. OCTA makes annual deposits of approximately \$2.9 million. As of September 30, 2023, the balance of the endowment was \$25,908,157. While the performance of the endowment fund will affect the timeframe for full funding, current projections indicate that OCTA is still on track to meet the target of \$46.2 million in FY 2027-28. For more details, see the program updates on [page 38](#).

10. Work with the Environmental Cleanup Allocation Committee (ECAC) to develop the next tiers of water quality programs 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}).

In May 2010, the Board approved a two-tier approach to funding Project X. Tier 1 consists of funding equipment purchases and upgrades to existing catch basins and related best management practices,



MEASURE M2 PROGRESS REPORT

such as screens and other low-flow diversion devices. Tier 2 consists of funding regional, potentially multi-jurisdictional, and capital-intensive projects. Since 2011, the Board has awarded over \$36.5 million in funding for 222 Tier 1 projects through 13 calls and \$27.9 million for 22 Tier 2 projects through two calls.

On August 14, 2023, the Board authorized programming recommendations for the 13th Tier 1 call for ten projects. The next Tier 1 and Tier 2 calls are anticipated to be released in early 2024. For more details, see the program updates on [page 37](#).

Upcoming activities:

- Project X Tier 1 – Release the 14th call
- Project X Tier 2 – Release the third call

FREWAYS

PROJECT A

INTERSTATE 5 (I-5) PROJECTS

Segment: I-5, SR-55 to SR-57

Status: PROJECT COMPLETE

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

Summary: This project added a second high-occupancy vehicle (HOV) lane (approximately three miles) in both directions along I-5 between SR-55 and SR-57 in the City of Santa Ana. The final Environmental Document (ED) and Project Report (PR) were approved on April 27, 2015. Construction began on December 27, 2019, and the improvements opened to traffic on August 24, 2020. The project was officially completed three months ahead of schedule on January 6, 2021, and plant establishment was completed on May 24, 2021.



PROJECT B

I-5, I-405 to SR-55 is one project broken into two segments. The final ED and PR were approved on January 7, 2020.

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

Status: Design Phase Underway – 65 Percent Complete

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

Summary: This project will add an additional general purpose lane (approximately 4.5 miles) in both directions of I-5 between I-405 and Yale Avenue, improve interchanges, and replace and add new auxiliary lanes in the City of Irvine. The design of this project was initiated on October 22, 2021. This quarter, the design team began addressing 65 percent design comments from Caltrans, the City of Irvine, and other stakeholders. In addition, staff continued coordination with the various stakeholders on locations of soundwalls, overhead signage, drainage, storm water quality features, staging, and landscaping, as well as with Caltrans on right-of-way (ROW) engineering activities. This project will be combined with the Caltrans multi-asset project when the 95 percent design package is developed.

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

Status: Design Phase Underway – 90 Percent Complete

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

Summary: This project will add an additional general purpose lane (approximately 4.5 miles) in both directions of I-5 between Yale Avenue and SR-55, improve interchanges, and replace and add new auxiliary lanes in the cities of Irvine and Tustin. The design of this project was initiated on May 6, 2021. This quarter, the design team received and worked on addressing comments on the 95 percent design package. Third party coordination relating to the locations and heights of soundwalls, overhead signage, landscaping,



FREEWAYS

staging, and drainage has been completed. Due to potential schedule delays during the ROW phase, this project is marked as a cost/schedule risk in the Capital Action Plan (CAP).

PROJECT C AND
PART OF PROJECT D

I-5, Avenida Pico to San Juan Creek Road is one project broken into three segments. The final ED and PR were approved on October 26, 2011. All three segments were completed, and the improvements opened to traffic on March 13, 2019.

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 project added a carpool lane (approximately 0.7 miles) in both directions of I-5 between Avenida Pico and Avenida Vista Hermosa in the City of San Clemente, included major improvements through reconstruction of the Avenida Pico Interchange (part of Project D), and added bicycle lanes in both directions on Avenida Pico. Construction began on December 22, 2014, and was officially completed on August 23, 2018. Plant establishment 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 project added a carpool lane (approximately 2.5 miles) in both directions of I-5 between Avenida Vista Hermosa and Pacific Coast Highway (PCH) in the City of San Clemente and reconstructed on- and off-ramps at Avenida Vista Hermosa and Camino de Estrella. Construction began on July 3, 2014, and was officially completed on July 31, 2017. Plant establishment 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 project added a carpool lane (approximately 2.5 miles) in both directions of I-5 between PCH and San Juan Creek Road in the cities of Dana Point, San Clemente, and San Juan Capistrano and reconstructed the on- and off-ramps at PCH/Camino Las Ramblas. Construction began on December 20, 2013, and was officially completed on July 3, 2018. Plant establishment was completed in March 2019.





FREWAYS

I-5, SR-73 to El Toro Road is one project broken into three segments. The final ED and PR for all three segments were approved on May 6, 2014.

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

Status: Construction Underway – 84 Percent Complete

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

Summary: This project will add a general purpose lane (approximately 2.2 miles) in both directions of I-5 between Avery Parkway and Oso Parkway and reconstruct the Avery Parkway Interchange (part of Project D) in the cities of Laguna Hills, Laguna Niguel, and Mission Viejo. The construction contract was awarded on December 19, 2019, and construction began on January 15, 2020. This quarter, the contractor constructed the final alignments of the southbound on- and off-ramps at the Avery Parkway bridge, and continued to construct drainage systems, retaining walls, and guardrail systems throughout the project. Permanent relocation of the San Diego Gas and Electric transmission facilities was also completed. The construction management team is working with the Orange County Health Care Agency on achieving approval of the demolition of the (former) Chevron gas station at the southwestern quadrant of I-5/Avery Parkway interchange, with approval expected in the next quarter.

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

Status: Construction Underway – 89 Percent Complete

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

Summary: This project will add a general purpose lane (approximately 2.6 miles) in both directions along I-5 between Oso Parkway and Alicia Parkway and reconstruct the La Paz Road Interchange (part of Project D) in the cities of Laguna Hills and Mission Viejo. The construction contract was awarded on March 5, 2019, and construction began on April 4, 2019. This quarter, the contractor installed falsework for the third and final section of the I-5/La Paz Road undercrossing bridge. The contractor continued with drainage installation, southbound off and on-ramps at La Paz Road, and punch list items for the bridge over Oso Creek.

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

Status: Construction Underway – 76 Percent Complete

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

Summary: This project will add a general purpose lane in the southbound direction (approximately 1.7 miles) and extend the second HOV lane (approximately one mile) in both directions along I-5 between Alicia Parkway to El Toro Road in the cities of Laguna Hills, Laguna Woods, Lake Forest, and Mission Viejo. The construction contract was awarded on September 23, 2020, and construction began on October 13, 2020. This quarter, the contractor placed girders for stage two of the Los Alisos Boulevard overcrossing and made significant progress on the reconstruction of the Alicia Parkway and El Toro Road northbound on-ramps.



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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: This project widened and reconstructed the SR-74 Ortega Highway bridge over I-5 and improved local traffic flow along SR-74 and Del Obispo Street in the City of San Juan Capistrano. The final ED and PR were approved on June 1, 2009. Construction began on September 18, 2012, and all lanes on the new bridge opened to traffic on September 4, 2015. The project was officially completed on January 15, 2016.



Segment: I-5, El Toro Road Interchange

Status: Environmental Phase Two Underway – 25 Percent Complete

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

Summary: Caltrans is the lead for the environmental phase of this project. The project area includes the cities of Laguna Hills, Laguna Woods, and Lake Forest, which are direct stakeholders of the project improvements. The study began in April 2017 and the draft Initial Study/Environmental Assessment was completed in March 2019. The three stakeholder cities were not in consensus on a preferred alternative, and costs identified for the remaining alternatives were significantly higher than the assumed cost in the Next 10 Plan, which created additional challenges. The environmental phase was anticipated to be completed in late 2019; however, without the cities' consensus, OCTA does not support the finalization of the document. OCTA requested Caltrans put completion of the ED on hold until a consultant, retained by OCTA, provides a further assessment of the alternatives to help facilitate reaching an agreement. The three cities reached a consensus to add two new alternatives from the assessment in addition to the two alternatives previously developed as part of the draft ED into the environmental process. On August 8, 2022, the Board approved an amendment to the cooperative agreement with Caltrans to reinstate the environmental phase incorporating feedback from the cities on the proposed alternatives. This quarter, the project team continued environmental phase studies. The project team also completed in-person and virtual public scoping meetings as part of the environmental process. Due to the dependency on acquiring consensus from all three cities, this project is marked as a cost/schedule risk in the CAP.



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PROJECT E

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, this project 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. This M2 project was completed early as a “bonus project” provided by the original Measure M (M1).



PROJECT F

STATE ROUTE 55 (SR-55) PROJECTS

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

Status: Construction Underway – 18 Percent Complete

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

Summary: This project will add a general purpose lane (approximately four miles) and a second HOV lane (approximately four miles) in both directions between I-405 and I-5 in the cities of Irvine, Santa Ana, and Tustin. Auxiliary lanes will be added and extended in some segments within the project limits. The final ED and PR were approved on August 31, 2017. The construction contract was awarded on May 27, 2022, and construction began on August 10, 2022. This quarter, work continued with roadway and retaining wall excavation, bridge widening, electrical, and drainage. In addition, staff continued coordination with SCE and Caltrans on utility relocations and with the City of Santa Ana on water line relocations. Due to complex ROW activities, this project is marked as a cost/schedule risk in the CAP.

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

Status: Design Phase Underway – 31 Percent Complete

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

Summary: This project includes the addition of a general purpose lane (approximately 2.0 miles) in both directions between I-5 and SR-22 and operational improvements between SR-22 and SR-91 in the cities of Anaheim, Orange, Santa Ana, and Tustin. The project limits span approximately 7.5 miles. The final ED and PR were approved on March 30, 2020. The design of this project was initiated on August 8, 2022. This quarter, the design team obtained structures type selection approval of Lincoln Avenue off-ramp bridge, and continued to work on geometric design and coordination on 35 percent design submittal comments.



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PROJECT G

STATE ROUTE 57 (SR-57) PROJECTS

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

Status: Design Phase Underway – 65 Percent Complete

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

Summary: This project includes the addition of a new northbound general purpose lane (approximately one mile) on SR-57 from Orangewood Avenue to Katella Avenue in the cities of Anaheim and Orange. The new northbound general purpose lane will join the completed Project G segments between Katella Avenue and Lambert Road, which opened to traffic in 2014. The final ED and PR were approved on March 29, 2019. The design of this project was initiated on March 28, 2022. This quarter, the design team received comments on the 65 percent design package. The design team met with the cities of Anaheim and Orange and other stakeholders to discuss the proposed Traffic Management Plan for the project, and continued coordination with public agencies regarding permitting for proposed geotechnical boring in the Santa Ana River.

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 by adding a new general purpose lane (approximately 2.8 miles) and improved on- and off-ramps and soundwalls on northbound SR-57 between Katella Avenue and Lincoln Avenue in the City of Anaheim. Bridges at Katella Avenue and Douglas Road were also widened in the northbound direction. The final ED was approved on September 30, 2009, and the final PR was approved on November 25, 2009. Construction began on November 17, 2011, and the improvements opened to traffic on November 19, 2014. The project was officially 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 by adding a northbound general purpose lane (approximately 2.4 miles) between Orangethorpe Avenue in the City of Placentia to Yorba Linda Boulevard in the City of Fullerton and improved operations with the reconstruction of northbound on- and off-ramps, widening of seven bridges, and the addition of soundwalls. The final ED and PR were approved on November 30, 2007. Construction began on October 26, 2010, and the improvements opened to traffic on April 28, 2014. The project was officially completed on November 6, 2014.





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

Status: PROJECT COMPLETE

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

Summary: This project improved capacity, operations, and traffic flow on SR-57 with the addition of a new northbound general purpose lane (approximately 2.5 miles) between Yorba Linda Boulevard in the City of Fullerton and Lambert Road in the City of Brea. Additional project benefits included 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 final ED and PR were approved on November 30, 2007. Construction began on November 2, 2010, and the improvements opened to traffic on September 23, 2013. The project was officially completed on May 2, 2014.



Segment: SR-57 Northbound, Lambert Road to Orange/Los Angeles County Line

Status: Project Study Report-Project Development Support (PSR-PDS) Document Preparation Underway – 5 Percent Complete

Contact: Rose Casey, Capital Projects • (714) 560-5729
Kristin Tso, Planning • (714) 560-5496

Summary: Caltrans previously completed a PSR in 2001 to add a northbound truck-climbing lane (approximately 2.5 miles) from Lambert Road in the City of Brea to approximately 0.62 miles north of the Orange County/Los Angeles County line. Following discussions with Caltrans in late 2021, it was decided that a new PSR-PDS should be prepared due to the changing conditions on SR-57 since the previous study was completed. On July 11, 2022, the Board approved a consultant to prepare a new PSR-PDS document. The new PSR-PDS intends to study potential improvements from Lambert Road to Tonner Canyon Road (approximately 1.3 miles). The mainline project includes interchange and ramp improvements at Lambert Road. Through the SB 1 (Chapter 5, Statutes of 2017) 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 in December 2023. Phase two, which is the mainline improvement, was approved for State Transportation Investment Program (STIP) funding in March 2022 to initiate the environmental phase. A cooperative agreement with Caltrans to provide oversight was initiated in August 2023. During this quarter, preparation of the new PSR-PDS document began with data collection, review of as-builts, and development of the purpose and need and transportation analysis methodology.



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PROJECT H

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 by adding a general purpose lane (approximately 4.5 miles) in the westbound direction between the cities of Anaheim and Fullerton and provided operational improvements at on- and off-ramps between Brookhurst Street and State College Boulevard. The final ED was approved on May 20, 2010, and the final PR was approved on June 16, 2010. Construction began on February 6, 2013, and the improvements opened to traffic on March 7, 2016. The project was officially completed on June 23, 2016.

PROJECT I

Segment: SR-91, SR-55 to Tustin Avenue Interchange
Status: PROJECT COMPLETE
Contact: Rose Casey, Capital Projects • (714) 560-5729



Summary: This project improved traffic flow at the SR-55/SR-91 interchange by adding a westbound auxiliary lane (approximately two miles) beginning at northbound SR-55 to the westbound SR-91 connector through the Tustin Avenue interchange in the City of Anaheim. 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 final ED was approved on May 11, 2011, and the final PR was approved on May 19, 2011. Construction began on November 1, 2013, and the improvements opened to traffic on May 14, 2016. The project was officially completed on July 15, 2016.

SR-91, between SR-57 and SR-55 is one project broken into three segments. To augment the decrease in projected M2 revenues, on September 12, 2016, the Board approved to use 91 Express Lanes excess revenue to fund this project. The final ED and PR were approved on June 22, 2020.

Segment: SR-91, SR-55 to Lakeview Avenue
Status: Design Phase Underway - 95 Percent Complete
Contact: Rose Casey, Capital Projects • (714) 560-5729

Summary: This project will provide westbound operational improvements (approximately 1.4 miles), which includes the realignment of the existing westbound SR-91 on- and off-ramps, the addition of a new on-ramp from the Lakeview Avenue overcrossing bridge to connect directly to southbound SR-55, and construction of a barrier to separate westbound SR-91 from SR-55. With the proposed improvements, the

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existing Lakeview Avenue overcrossing bridge is anticipated to be replaced with a new bridge. The design of this project was initiated on March 30, 2020. This project was combined with the Caltrans multi-asset project when the 95 percent design package was developed. This quarter, the design team continued to coordinate and address comments on the combined 100 percent design package and finalize technical reports for approval. In addition, OCTA continued the ROW acquisition process.

Segment: SR-91, La Palma Avenue to SR-55

Status: Design Phase Underway - 77 Percent Complete

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

Summary: This project will provide an additional eastbound general purpose lane (approximately 2.7 miles), replace the eastbound shoulder, and restore auxiliary lanes as needed throughout the project limits. With the proposed improvements, the existing Kraemer Boulevard and Tustin Avenue overcrossing bridges are anticipated to be replaced with new bridges and the Santa Ana River bridge will be widened. The design of this project was initiated on June 17, 2020. This project was combined with the Caltrans multi-asset project when the 95 percent design package was developed. However, per Caltrans' request, both projects will be separated and will proceed as independent projects. This quarter, the design team worked on addressing comments on the 95 percent design package and submitted all ROW maps with ROW needs defined to Caltrans for review.

Segment: SR-91, Acacia Street to La Palma Avenue

Status: Design Phase Underway - 87 Percent Complete

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

Summary: This project will provide westbound operational improvements (approximately 1.7 miles) by adding a fourth general purpose lane along westbound SR-91 from the northbound SR-57 to the westbound SR-91 connector, extending the southbound SR-57 to westbound SR-91 connector auxiliary lane through the State College Boulevard interchange, tying into the existing westbound SR-91 auxiliary lane west of State College Boulevard, and reconfiguring the westbound SR-91 to SR-57 connector to provide dedicated exits to SR-57. With the proposed improvements, the existing La Palma Avenue overcrossing bridge will be replaced with a new bridge. The design of this project was initiated on November 30, 2020. This project was combined with the Caltrans multi-asset project when the 95 percent design package was developed. This quarter, the design team worked on addressing comments on the combined 95 percent roadway design package. In addition, all the ROW maps were approved with the ROW appraisal process underway.

PROJECT J

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

Status: PROJECT COMPLETE

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

Summary: This project added a general purpose lane (approximately six miles) in both directions 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 second eastbound exit lane at Lakeview Avenue,





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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. The final ED and PR were approved on April 24, 2009. Construction began on May 27, 2011, and opened to traffic in December 2012. The project was officially completed on March 5, 2013.

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

Status: PROJECT COMPLETE

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



Summary: This project improved mobility and operations by adding an eastbound lane (approximately six miles) through a key stretch of SR-91 between Orange County’s SR-241 and Riverside County’s SR-71, widened existing eastbound lanes and shoulders, and reduced traffic weaving as a result of traffic exiting at SR-71 and Green River Road. The final ED and PR were approved on December 28, 2007. Construction began on September 16, 2009, and the improvements opened to traffic on December 2, 2010. The project was officially completed on 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 Orange/Riverside County Line

Status: Riverside County Transportation Center’s (RCTC) Westbound Corridor Operation Project – Completed in January 2022; Eastbound Corridor Operation Project Environmental Phase Underway

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

Summary: Since the SR-91 corridor is one of the busiest in the region, implementation of this project requires coordinating and constructing the improvements in multiple segments and capitalizing on available funding. Freeway improvements that cross county lines require close coordination to maintain seamless travel. This project plans to add a general purpose lane on SR-91 between SR-241 and SR-71. While the portion of this project between SR-241 and the Orange/Riverside County Line is part of OCTA’s M2 Project J, the matching segment between the county line and SR-71 is part of RCTC’s Measure A. The sixth 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 developed the 91 Westbound Corridor Operation Project, which began construction in late 2020 and was completed in January 2022.

In addition, OCTA and RCTC conducted a feasibility study to determine how best to implement the sixth general purpose lane while minimizing environmental and construction impacts in the eastbound direction between SR-241 and SR-71. The final alternatives analysis report was completed in April 2022. RCTC will lead the effort to proceed with the environmental phase of the project, to be referred to as the 91 Eastbound Corridor Operation Project. These efforts began in June 2023 and are anticipated to be completed by mid-2025.

FREeways

PROJECT K

INTERSTATE 405 (I-405) PROJECTS

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

Status: Design-Build Underway - 95 Percent Complete

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

Summary: OCTA and Caltrans are working together to widen I-405 by adding a general purpose lane (approximately 14 miles) between Euclid Street and I-605 in both directions and a second HOV lane in both directions that will combine with the existing HOV lane to provide dual express lanes in each direction of I-405 from SR-73 to I-605, otherwise known as the 405 Express Lanes.³ The project limits span approximately 16 miles. Additional improvements include reconstruction of local interchanges and making improvements to freeway entrances and exits along the corridor from SR-73 to I-605 through the cities of Costa Mesa, Fountain Valley, Garden Grove, Huntington Beach, Los Alamitos, Seal Beach, and Westminster. The final ED and PR were approved on June 15, 2015. Construction activities began on January 31, 2017.

During the quarter, work continued on ROW acquisition, utility coordination, installation of drainage systems, paving, bridge construction, and public outreach. Design is substantially complete with the review of various design refinements and construction submittals ongoing. Construction was completed on one-stage bridges (closed during construction) at Newland Street, Springdale Avenue, and Ward Street. Two-stage bridges (partially closed but allows throughway traffic during construction) at Bolsa Avenue, Brookhurst Street, and Goldenwest Street were also completed. All 18 bridge replacements on the project have been completed and opened to traffic. Construction of the new SR-73/I-405 connector bridge was also completed. OCTA staff, the design-build contractor, the toll lanes system integrator, and the tolling back office system consultant are working closely to accomplish the opening of all lanes, including the 405 Express Lanes, by late 2023.

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



FREEWAYS

PROJECT L

Segment: I-405, I-5 to SR-55
Status: Environmental Phase Complete
Contact: Rose Casey, Capital Projects • (714) 560-5729
Summary: This project studied potential improvements along approximately 8.5 miles of I-405 between I-5 and SR-55 in the City of 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 both directions. The final ED and PR were approved on August 31, 2018. 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 the Next 10 Plan timeframe.

PROJECT M

INTERSTATE 605 (I-605) PROJECTS

Segment: I-605, Katella Avenue Interchange Improvements
Status: Design Phase Underway - 98 Percent Complete
Contact: Rose Casey, Capital Projects • (714) 560-5729
Summary: This project will make enhancements to the on- and off-ramps and operational improvements on Katella Avenue at the I-605 Interchange in the City of Los Alamitos. In addition, pedestrian and bicycle improvements will incorporate complete streets components, including enhanced safety for all modes of travel. The final ED and PR were approved on October 3, 2018. The design of this project was initiated on December 28, 2020. This quarter, the design team addressed comments and resubmitted the 100 percent design package to Caltrans for review, addressed comments and resubmitted a revised supplemental design standard decision document, completed an additional environmental revalidation to include a proposed overhead sign structure located a half-mile south of Katella Avenue, and obtained concurrence on an environmental commitments record. The team also continued coordination efforts with the counties of Orange and Los Angeles on encroachment permit requirements for work near regional drainage facilities, and confirmed that no regulatory permit is required from the California Department of Fish and Wildlife (CDFW). The majority of appraisals for ROW needs were completed this quarter.



FREEWAYS

PROJECT N

FREEWAY SERVICE PATROL

Status: Service Ongoing

Contact: Patrick Sampson, Motorist Services • (714) 560-5435

Summary: Freeway Service Patrol (FSP) provides assistance to motorists whose vehicles have become disabled along 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 13,614 services.⁴ Since June 2012, FSP has provided a total of 751,811 services⁴ on the Orange County freeway system.

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



STREETS AND ROADS

PROJECT O

REGIONAL CAPACITY PROGRAM

Status: 14th Call Open

Contact: Charvalen Alacar, Planning • (714) 560-5401

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, through 13 calls, the Board has awarded 180 projects (218 project phases) totaling more than \$387 million, including \$24 million in external funding. This includes the Board-approved escalation rate adjustments due to recent extraordinary inflationary pressures on February 13, 2023. To date, 142 project phases have been completed, 51 are in various stages of implementation, and 25 have been cancelled by the awarded local jurisdictions. On August 14, 2023, the Board approved the release of the 14th call. Applications for the call are due on October 26, 2023, and programming recommendations are anticipated to be presented to the Board in spring 2024.

OC Bridges Railroad Program

This program built seven grade separations (either under or overpasses) where high-volume streets are impacted by freight trains along the BNSF railroad in north Orange County. On September 13, 2021, the Board approved program closeout and budget adjustment to approximately \$666.55 million for all the OC Bridges grade separation projects, of which \$152.6 million was committed M2 and \$513.9 million in leveraged external funding. Funding reimbursement and closeout for all seven grade separation projects have been completed.

Segment: Kraemer Boulevard Grade Separation

Status: PROJECT COMPLETE

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

Summary: This project grade separated the local street from railroad tracks by building an underpass for vehicular traffic under the railroad crossing in the cities of Anaheim and Placentia. Construction began on November 9, 2012, and the improvements opened to traffic on June 28, 2014. Construction acceptance was obtained in December 2014. OCTA turned over maintenance responsibilities to the cities and completed the one-year warranty in December 2015 with no issues or claims identified. Funding reimbursement and closeout have been completed.



Segment: Lakeview Avenue Grade Separation

Status: PROJECT COMPLETE

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

Summary: This project grade separated the local street from railroad tracks by building a bridge for vehicular traffic over the railroad crossing and reconfiguring the intersection of Lakeview Avenue and Orangethorpe Avenue in the cities of Anaheim and Placentia. Construction began on March 3, 2014,





STREETS AND ROADS

and the improvements opened to traffic on June 6, 2017. Construction acceptance was obtained in June 2018. OCTA turned over maintenance responsibilities to the cities and extended the one-year warranty to July 2019 for some minor repair items. The Board approved a final claim resolution in July 2019. Funding reimbursement and closeout have been completed.

Segment: Orangethorpe Avenue Grade Separation

Status: PROJECT COMPLETE

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

Summary: This project grade separated the local street from railroad tracks by building a bridge for vehicular traffic over the railroad crossing in the cities of Anaheim and Placentia. Construction began on April 25, 2013, and the improvements opened to traffic on June 23, 2016. Construction acceptance was obtained in October 2016. OCTA turned over maintenance responsibilities to the cities and extended the one-year warranty to June 2019 for some minor repair items. No additional issues or repairs were identified. Funding reimbursement and closeout have been completed.



Segment: Placentia Avenue Grade Separation

Status: PROJECT COMPLETE

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

Summary: This project grade separated the local street from railroad tracks by building an underpass for vehicular traffic under the railroad crossing in the City of Placentia. Construction began on October 5, 2011, and the improvements opened to traffic on March 12, 2014. Construction acceptance was obtained in December 2014. OCTA turned over maintenance responsibilities to the cities and completed the one-year warranty in December 2015 with no issues or repairs identified. Funding reimbursement and closeout have been completed.



Segment: Raymond Avenue Grade Separation

Status: PROJECT COMPLETE

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

Summary: This project grade separated the local street from railroad tracks by building an underpass for vehicular traffic under the railroad crossing in the City of Fullerton. The City of Fullerton managed construction while OCTA provided construction oversight, public outreach, railroad coordination, and ROW support. Construction began on March 27, 2014, and the improvements opened to traffic on October 2, 2017. Construction acceptance was obtained in May 2018. OCTA turned over maintenance responsibilities to the City of Fullerton and completed the one-year warranty on constructed items. Funding reimbursement and closeout have been completed.





STREETS AND ROADS

Segment: State College Boulevard Grade Separation

Status: PROJECT COMPLETE

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

Summary: This project grade separated the local street from railroad tracks by building an underpass for vehicular traffic under the railroad crossing in the City of Fullerton. The City of Fullerton managed construction while OCTA provided construction oversight, public outreach, railroad coordination, and ROW support. Construction began on March 27, 2014, and the improvements opened to traffic on November 1, 2017. Construction acceptance was obtained in March 2018. OCTA turned over maintenance responsibilities to the City of Fullerton and completed the one-year warranty on constructed items. Funding reimbursement and closeout have been completed.



Segment: Tustin Avenue/Rose Drive Grade Separation

Status: PROJECT COMPLETE

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

Summary: This project grade separated the local street from railroad tracks by building a bridge over the railroad crossing for vehicular traffic in the cities of Anaheim and Placentia. Construction began on April 22, 2013, and the improvements opened to traffic on December 7, 2015. Construction acceptance was obtained in October 2016. OCTA turned over maintenance responsibilities to the cities and extended the one-year warranty to November 2018 for some minor repair items. No additional issues or repairs were identified. Funding reimbursement and closeout have been completed.



PROJECT P

REGIONAL TRAFFIC SIGNAL SYNCHRONIZATION PROGRAM

Status: 14th Call Open

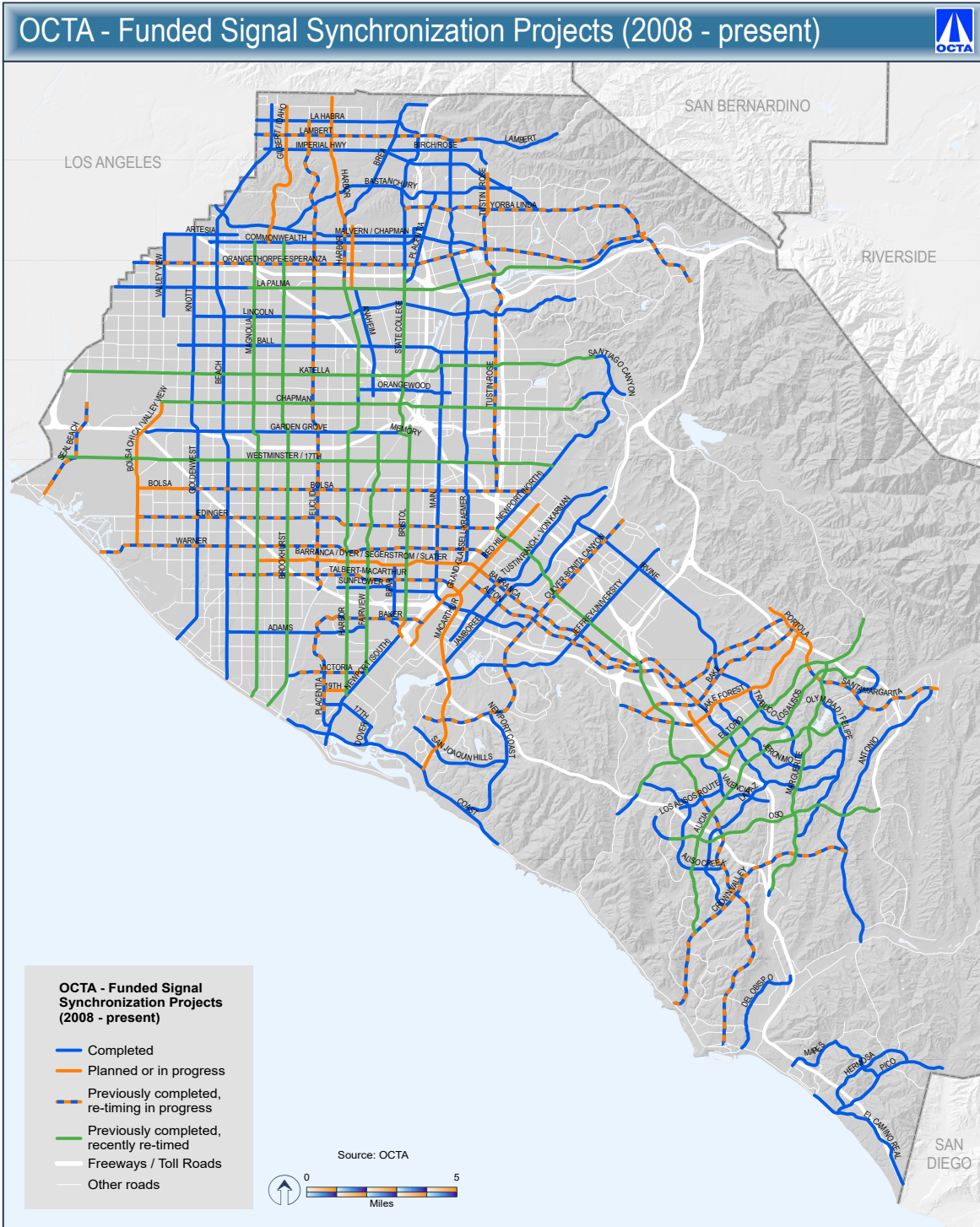
Contact: Anup Kulkarni, Planning • (714) 560-5867

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 delays.

To date, OCTA and local agencies have synchronized more than 3,522 intersections over more than 903 miles of streets (101 completed projects). Through 13 calls, 112 projects⁵ totaling more than \$137.4 million have been awarded. Overall, OCTA has funded 131 projects⁵ totaling more than \$162.3 million, including \$30.5 million in leveraged external funding. This includes the Board-approved escalation rate adjustments due to recent extraordinary inflationary pressures on February 13, 2023. On August 14, 2023, the Board approved the release of the 14th call. Applications for the call are due on October 26, 2023, and programming recommendations are anticipated to be presented to the Board in spring 2024.

⁵ To date, three projects totaling approximately \$1.6 million have been cancelled by the awarded local jurisdictions.

STREETS AND ROADS





STREETS AND ROADS

PROJECT Q

LOCAL FAIR SHARE

Status: Ongoing

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

Summary: 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 jurisdictions are reviewed to determine eligibility to receive M2 funds. All local jurisdictions except the City of Cypress have been found eligible to receive LFS funds. On a bimonthly basis, 18 percent of net revenues are allocated by formula. Since 2011, nearly \$672.9 million⁶ in LFS payments have been provided to local jurisdictions.

For more details, see funding allocation by local agency on [pages 51-52](#).

⁶ Only includes disbursed funds. On May 22, 2023, the Board determined the City of Cypress ineligible to receive net M2 revenues. Disbursements of net M2 revenues have been suspended until the City of Cypress achieves compliance and the Board reconsiders the matter at a future meeting.



PROJECT R

HIGH FREQUENCY METROLINK SERVICE

Project R aims to increase rail services within the County and provide additional Metrolink service north of the City of Fullerton to the Los Angeles County Line. 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: Megan Taylor, Operations • (714) 560-5601

Summary: Enhancements 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 OCTA to make enhancements, and one street closure, which 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, San Clemente, San Juan Capistrano, Santa Ana, and Tustin have established quiet zones within their communities.



Project: Metrolink Service Expansion Program

Status: PROJECT COMPLETE

Contact: Megan Taylor, Operations • (714) 560-5601

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



In October 2019, several intracounty trains were extended to Los Angeles County to increase ridership through a redeployment of the trains without significantly impacting operating costs. Due to the COVID-19 pandemic, the three lines serving Orange County currently operate 45 weekday trains, 17 percent less service compared to the 54 weekday trains prior to COVID-19 related service reductions. During the quarter, ridership recovery continued to trend positively yet below expectations. Total boardings on the three lines serving Orange County are approximately nine percent higher than the same quarter in FY 2022-23, however, is still 57 percent lower when compared to the same quarter of FY 2018-19 (used as a pre-pandemic data set). Metrolink ridership has struggled to meet projections, thereby reducing farebox recovery. To exacerbate this shortfall, operating costs have increased. Without changes in service levels, ridership growth, and operations and rehabilitation costs or availability of external funds, the current service cannot be sustained beyond FY 2035-36. OCTA will continue to actively engage with Metrolink and the other member agencies to monitor ridership levels and the corresponding financial impacts to M2.



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 and better access to platforms, among other improvements have been made or are underway. For schedule information on station improvement projects, please see the CAP on [pages 53-57](#).

Project: Anaheim Canyon Metrolink Station Improvements

Status: PROJECT COMPLETE

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

Summary: This project added a second main track and passenger platform, extended the existing passenger platform, added improvements to at-grade crossings for pedestrian circulation, and installed new station amenities including benches, shade structures, and ticket vending machines. The improvements were completed on January 30, 2023.



Project: Fullerton Transportation Center Improvements

Status: PROJECT COMPLETE

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

Summary: Completed early on, this project constructed a new five-level parking structure to provide additional transit parking at the Fullerton Transportation Center for both intercity rail service and commuter rail passengers. Construction on this city-led project began on October 18, 2010, and the improvements were 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 on May 1, 2019.



Project: Laguna Niguel/Mission Viejo Metrolink Station Americans with Disabilities Act (ADA) Ramps

Status: PROJECT COMPLETE

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

Summary: This project added 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 began on February 23, 2016, and the improvements were completed on September 20, 2017.



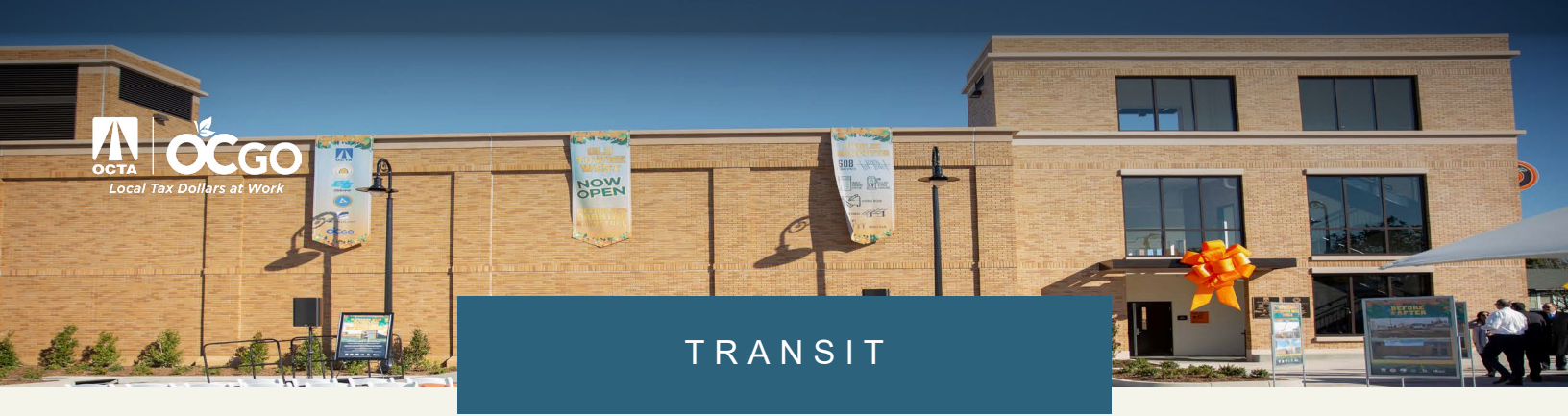
Project: Orange Transportation Center Metrolink Parking Structure

Status: PROJECT COMPLETE

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

Summary: This project includes a 608-space, five-level, shared-use parking structure that is located on Lemon Street between Chapman Avenue and Maple Street in the City of Orange. Per a cooperative agreement between OCTA and the City of Orange, the City of Orange led the design phase, and OCTA led





TRANSIT

the construction phase of the project. Construction began on July 17, 2017, and the improvements were completed on February 15, 2019.

Project: New Placentia Metrolink Station and Parking Structure

Status: Design Complete; Ready for Advertisement subject to BNSF construction and maintenance (C&M) agreement

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

Summary: This project will construct a new Metrolink station to include platforms, parking, a new bus stop, and passenger amenities in the City of Placentia. 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 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 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. OCTA is the lead agency for the design and construction and BNSF will be the lead on rail construction. The final design was completed on July 22, 2017. The project will be ready to advertise once a C&M agreement with BNSF is in place. Due to dependency on the C&M agreement, this project is marked as a cost/schedule risk in the CAP.

Project: San Clemente Pier Station Lighting

Status: PROJECT COMPLETE

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



Summary: This OCTA-led project added lighting to the existing platform and new decorative handrails at the San Clemente Pier Station in the City of San Clemente. The improvements were completed on March 17, 2017, and project closeout was completed in the same month.

Additional Rail Corridor Improvements

In September 2021, a failing slope severely degraded the railroad track structure in the City of San Clemente in the Cyprus Shore area south of the San Clemente Pier [Mile Post (MP) 206.8]. Emergency repair efforts were taken between late 2021 and early 2022. However, higher tidal events coupled with the movement of an ancient slide impacted the stability of the track, leading to a suspension of rail service. The Board adopted a resolution in October 2022 to authorize OCTA to take all necessary actions to address the emergency need for railroad track stabilization. The repairs for this phase of the work were funded by the commuter rail fund and some State emergency funds. Emergency work to stabilize the railroad track was sufficiently completed to allow full passenger rail service resumption on April 17, 2023. The track stabilization efforts were substantially completed on August 11, 2023.

During this time, a hillside owned by the City of San Clemente at the Casa Romantica Cultural Center and Gardens (MP 204.6) failed and continued to incrementally move. Landslide debris continued to crumble down the slope and foul the tracks owned by OCTA, which led to the suspension of all passenger rail



services in the City of San Clemente and south Orange County on April 27, 2023. On June 26, 2023, the Board adopted a resolution to authorize OCTA to take all necessary actions to address the emergency need for railroad track protection. A temporary barrier wall at the bottom of the slope was constructed to protect the railroad track while the City of San Clemente pursues a long-term stabilization solution. The temporary barrier wall construction was completed on July 17, 2023, allowing service to resume through the City of San Clemente. The total cost of the project is estimated to be \$6 million, of which \$3 million is funded by the California Transportation Commission with State Interregional Transportation Improvement Program funds. OCTA continues to work with partners to seek additional funding as needed.

To identify short- and medium-term solutions to address rail infrastructure protection in south Orange County, the Board approved the selection of a consultant to conduct a feasibility study and alternative concept analysis on August 14, 2023. Future updates to the Next 10 Plan will need to consider the financial implications of the additional long-term track solutions.

Completed:

- Installation of the Control Point project at Fourth Street in the City of Santa Ana, which provided greater efficiency and reliability for passenger rail service
- Implementation of Positive Train Control system, which improves rail safety by monitoring and controlling train movement
- Implementation of video surveillance systems at the Fullerton, Irvine, Laguna Niguel, Mission Viejo, Orange, Santa Ana, and Tustin stations
- Railroad ROW Slope Stabilization project at eight locations within the rail corridor to prevent future erosion and slope instability
- Replacement of detectable tiles and painted guidelines at six stations to meet the Federal Transit Administration (FTA) State of Good Repair requirement, enhance safety, and provide clear warnings to passengers
- Replacement of stairs at the Fullerton Transportation Center
- ROW acquisition to replace the San Juan Creek railroad bridge in the City of San Juan Capistrano, which will not preclude a future bicycle trail on the south end along the creek
- Emergency track stabilization in the City of San Clemente

Underway:

- Design of additional slope stabilization and drainage improvements in Mission Viejo and Laguna Niguel

Project: Sand Canyon Grade Separation

Status: PROJECT COMPLETE

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

Summary: This project separated the local street from railroad tracks in the City of Irvine by constructing an underpass for vehicular traffic. Construction began on May 3, 2011, and the improvements opened to traffic on July 14, 2014. The project was completed, and construction acceptance was obtained from the





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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.

Project: 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 MSEP by constructing a new four-story parking structure with approximately 735 spaces and on-site surface parking. Construction on the parking structure began on October 27, 2010, and opened to the public on September 22, 2011.



Project: Laguna Niguel to San Juan Capistrano Passing Siding Project

Status: PROJECT COMPLETE

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

Summary: This project added a new passing siding railroad track (approximately 1.8 miles) adjacent to the existing mainline track, which enhanced the operational efficiency of passenger services within the LOSSAN rail corridor. Construction began on March 12, 2019, and the improvements were completed on November 17, 2020.



PROJECT S

TRANSIT EXTENSIONS TO METROLINK

To broaden the reach of Metrolink to other Orange County cities, communities, and activity centers, Project S includes a competitive program that 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

Status: Full Funding Grant Agreement Executed November 30, 2018; Construction Work Ongoing, Vehicle Production Ongoing, Notice to Proceed (NTP) Executed with Operations and Maintenance (O&M) Contractor

Contact: Ross Lew, Rail • (714) 560-5775
Cleve Cleveland, Rail • (714) 560-5535

Summary: The OC Streetcar will serve the SARTC 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 on the project began on November 19, 2018.



TRANSIT

Construction

Through September 30, 2023, construction is approximately 80 percent. Fairview Street and Fifth Street at-grade crossings are completed with train warning and gate systems installation efforts ongoing. In the Pacific Electric ROW portion of the alignment, rail de-stressing and fence installation is ongoing. Staff continues to coordinate with the contractor to ensure significant completion of the MSF for vehicle storage at the earliest possible date. A major project milestone was achieved in September 2023 when the remaining embedded tracks were installed at the Santa Ana Boulevard and Santiago Street intersection. This represents 100 percent of embedded tracks installed in four of the five segments. Other ongoing construction activities include placement of new traffic signal poles at various street intersections, installation of overhead contact system hardware, service connections for the four traction power substations, station platform foundation at Lacy Street and SARTC, and station platform canopies.

Vehicle

One of the eight vehicles is substantially complete and the remaining seven are approximately 80 percent complete. It is anticipated that all eight vehicles will be completed by spring 2024. Staff continues to coordinate the complex pre-shipment planning for vehicle delivery, including coordination on necessary logistics, public safety campaigns, integration and system test requirements, and necessary inter-agency approvals. Negotiations are ongoing for the extension of storage for vehicles, spare parts, special tools, and test equipment to ensure safe keeping until the MSF is ready to accept and test the vehicles.

Operations

The O&M contractor continued to work with OCTA to support planning activities for the start-up and pre-revenue phase of the project. The operations manager and maintenance manager were onboarded in September 2023. During the quarter, safety documents required by the California Public Utilities Commission were prepared. Other plans under review include the preventative maintenance schedule and warranty timeline for streetcar vehicles, employee rulebook, and other standard operating procedures. The Rail Activation Committee is actively engaged in preparation for the start-up and testing phase of the project. Smaller working groups are also meeting to draft the details and schedule of activities for rail activation. Negotiations are ongoing with the City of Santa Ana to identify roles and responsibilities for the operations and maintenance of the project.

Project: Bus and Station Van Extension Projects

Status: Last Service Completed on June 30, 2020; No Future Calls Anticipated

Contact: Charvalen Alacar, Planning • (714) 560-5401

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 \$732,000. On July 23, 2012, the Board approved funding for one project in the City of Anaheim and three projects in the City of Lake Forest. The City of Lake Forest has cancelled all three projects. The Anaheim Canyon Metrolink Station Bus Connection project provided service between the Anaheim Canyon Metrolink station and the Anaheim Resort area; this project was completed on June 30, 2020, under Project S. The service continues under a Project V grant and is subject to meeting minimum performance requirements as part of the Project V program.



TRANSIT

PROJECT T

METROLINK GATEWAYS

Project: Anaheim Regional Transportation Intermodal Center

Status: PROJECT COMPLETE

Contact: George Olivo, Capital Programs • (714) 560-5872



Summary: This project constructed the ARTIC located at 2626 East Katella Avenue in the City of Anaheim. ARTIC is a major multimodal transportation hub serving commuters and residents in the City of Anaheim. In addition to OCTA buses and Metrolink trains, ARTIC provides transit connections to Pacific Surfliner Amtrak, Anaheim Resort Transit, shuttle and charter bus service, taxis, bicycles, other private transportation services available, and accommodates future high-speed rail trains. The City of Anaheim, which led the construction effort, began construction on September 24, 2012, and opened the facility to rail and bus service on December 6, 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.

PROJECT U

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, nearly \$122.6 million^{7,8} in Project U funding has been provided under M2.

⁷ Payments 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.

⁸ Only includes disbursed funds. On May 22, 2023, the Board determined the City of Cypress ineligible to receive net M2 revenues. Disbursements of net M2 revenues have been suspended until the City of Cypress achieves compliance and the Board reconsiders the matter at a future meeting.

Project: Senior Mobility Program

Status: Ongoing

Contact: Jack Garate, Transit • (714) 560-5387

Summary: The SMP provides one percent of net M2 revenues to eligible local jurisdictions to provide transit services that best meet the needs of seniors living in their community. 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 aged 60 and above multiplied by available revenues. The remaining unallocated funds are distributed to the M2 Project U Fare Stabilization Program.



TRANSIT

Since inception, nearly \$35.2 million⁸ has been provided to support approximately 2.8 million boardings for seniors traveling to medical appointments, nutrition programs, shopping destinations, and senior and community center activities. This quarter, nearly \$678,000^{7,8} was paid out to 31 of the 32 participating cities that are currently active.

Project: Senior Non-Emergency Medical Transportation Program

Status: Ongoing

Contact: Jack Garate, Transit • (714) 560-5387

Summary: This program provides one percent of net M2 revenues to supplement existing countywide SNEMT services. Since inception, approximately \$37.6 million has been allocated to support nearly 1.5 million SNEMT boardings⁹. This quarter, more than \$717,000⁷ in SNEMT funding was paid to the County of Orange.

⁹ The SNEMT program is operated by the County of Orange Office on Aging. Total boardings are calculated based on all services funded by M2 and the County of Orange.

Project: Fare Stabilization Program

Status: Ongoing

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

Summary: From 2011 to 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 adjusted this amount to 1.47 percent of net M2 revenues to be dedicated to the Fare Stabilization Program.

Nearly \$1.1 million¹⁰ 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 more than 2.6 million program-related boardings recorded on fixed-route and ACCESS services, approximately \$721,000 was utilized. The senior and disabled boardings recorded are based on pass sales and ACCESS boardings figures. Since inception, more than \$49.7 million has been allocated to support more than 144 million program-related boardings.

¹⁰ Payments 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.



TRANSIT

PROJECT V

COMMUNITY-BASED TRANSIT/CIRCULATORS

Status: Service Updates

Contact: Charvalen Alacar, Planning • (714) 560-5401

Summary: This program provides funding for local jurisdictions to develop local bus transit services, such as community-based circulators and shuttles, which complement regional bus and rail services to meet needs in areas not adequately served by regional transit. To date, through a competitive process, OCTA has issued four calls (June 2013, June 2016, June 2018, and April 2020), which have awarded 36 projects and ten planning studies totaling approximately \$53.8 million. Of the 36 projects¹¹, 17 are currently active, 13 have been cancelled (primarily due to low ridership), two have not yet initiated service (projects are continuations of existing Project V grants with remaining funds), and four have been completed.

On January 25, 2021, the Board approved changes to the Project V program guidelines to better support these key community services in a post-COVID-19 environment. Key revisions included modifying minimum performance standards and allowing for escalation in the subsidy per boarding and annual FY funding caps. Staff continued to work with local jurisdictions to update existing cooperative agreements to incorporate these programmatic changes.

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, all of these services are generally meeting the January 2021 modified performance metrics. The most recent Project V ridership report was presented to the Board on August 14, 2023. The next ridership report is scheduled to be presented to the Board in early 2024. Lessons learned from the success of implemented services are incorporated into recommendations for future funding guidelines and programming recommendations.

In April 2023, OCTA requested letters from local jurisdictions to identify interest and determine the timing for a future round of Project V funding. OCTA received 18 responses from eligible agencies. A summary of the interest from the cities was reported to the Board on August 14, 2023. At that meeting, the Board directed staff to develop and evaluate potential revisions to the Project V CTFP Guidelines in support of a 2024 call. These revisions and the request to authorize a fifth Project V call are anticipated to be presented to the Board in late 2023.

¹¹ Includes reinstatement of the \$1.65 million award from the 2018 Project V call to the City of San Clemente for the existing San Clemente Rides ride-hailing service. The 2018 Project V award was cancelled by the Board on December 10, 2018 and reinstated on August 14, 2023 to correct for issues in the service model that were encountered during the pandemic.



PROJECT W

SAFE TRANSIT STOPS

Status: City-Initiated Improvements Underway or Completed

Contact: Charvalen Alacar, Planning • (714) 560-5401

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

To date, through a competitive process, OCTA has issued three calls (July 2014, June 2019, and September 2020), which have awarded just over \$3.1 million to support improvements at 122 locations. Of the 122 projects, 56 have been completed, 56 are in various stages of implementation, and ten have been cancelled. Staff is reviewing M2 revenues and assessing the appropriate timing for the next call.

ENVIRONMENTAL

PROJECT X

CLEAN UP HIGHWAY AND STREET RUNOFF THAT POLLUTES BEACHES

Project: Environmental Cleanup Program

Status: 13th Tier 1 Call Recommendations Approved

Contact: Dan Phu, Planning • (714) 560-5907

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. These funds are allocated on a countywide, competitive basis to assist agencies in meeting the Clean Water Act standards for controlling transportation-related pollution.

The ECP 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). All Orange County cities plus the County of Orange have received funding under this program. To date, there have been 13 rounds of funding under the Tier 1 grants program.

A total of 222 projects, amounting to more than \$36.5 million, have been awarded by the Board since 2011. Of the 222 projects, construction on 184 projects have been completed, 25 are in various stages of implementation, and 13 have been cancelled by the awarded agency. This includes the August 14, 2023 Board approval of funding recommendations for ten projects totaling approximately \$3.4 million.

Staff estimates that nearly 60 million gallons of trash have 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 filling nearly 138 football fields with one foot deep of trash. Over time, the volume of trash captured is expected to increase.

In addition, 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. Of the 22 projects, construction on 18 projects have been completed and four projects have been cancelled by the awarded agency. It is estimated that Tier 2-funded 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. The next Tier 2 call is anticipated to be released in early 2024.

ENVIRONMENTAL

FREEWAY MITIGATION

Segment: Environmental Mitigation Program

Status: Biological Permits Issued and Conservation Plan in Place

Contact: Dan Phu, Planning • (714) 560-5907

Summary: Working in collaboration with the United States Fish and Wildlife Service and CDFW (Wildlife Agencies), this program allocates funds to acquire land and fund habitat restoration projects to offset the environmental impacts of M2 freeway projects. In June 2017, OCTA received biological resource permits after completing a state and federal Conservation Plan. This Conservation Plan commits to protecting the natural habitat and wildlife on OCTA's Preserves, funding multiple habitat restoration projects, and minimizing impacts to resources during construction of M2 freeway projects - allowing streamlined project approvals for the M2 freeway projects with little additional coordination from the Wildlife Agencies. This program represents the culmination of years of collaboration and support by the Board, environmental community, and 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 the State Board, and constitute another groundbreaking milestone for the M2 EMP.

The Board has approved the acquisition of seven properties (Preserves) totaling 1,300 acres and 12 restoration projects totaling 350 acres. The restoration project plans have been approved by the Wildlife Agencies and the implementation of these projects are currently at various stages. To date, seven restoration projects have been completed and have been approved by the Wildlife Agencies. This includes the Agua Chinon and Lower Silverado Canyon restoration projects, implemented and managed by the Irvine Ranch Conservancy, approved in September 2023. 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.

The Conservation Plan requires the establishment of an endowment to fund the long-term management of the Preserves. The most recent Board-adopted 2022 Next 10 Plan confirms that OCTA will be able to continue endowment deposits of \$2.9 million annually. To date, OCTA has made eight endowment deposits. As of September 30, 2023, the endowment balance was \$25,908,157, which is below the target of \$27,207,203 for FY 2023-24. Based on the performance to date, current projections indicate that OCTA still remains on track to meet the endowment target of \$46.2 million in FY 2027-28; however, the performance of the endowment fund may affect the timeframe. The next report summarizing the status of the endowment is anticipated to be presented to the Board in December 2023. Staff will continue to oversee and provide endowment updates to the Board, Finance and Administration (F&A) Committee and the Environmental Oversight Committee (EOC) on a regular basis.



ENVIRONMENTAL

Resource management plans (RMP) 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. A consultant will be retained at the end of 2023 to begin revising the RMPs as necessary. All revisions will be shared with the EOC and will be posted on OCTA's website. Staff will continue to oversee and manage the Preserves until a long-term manager(s) is established.

As required by the Conservation Plan, OCTA is developing fire management plans (FMP) for the Preserves. Each Preserve will have its own separate FMP. These FMPs 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. All seven of the FMPs have been drafted and are under final review by the applicable fire entities. This coordination has included in-depth coordination with the Orange County Fire Authority, Brea Fire Department, as well as the Laguna Beach Fire Department. The FMPs are anticipated to be completed in 2023. Once complete, they will be shared with the EOC, posted on OCTA's website, and incorporated into the RMPs.

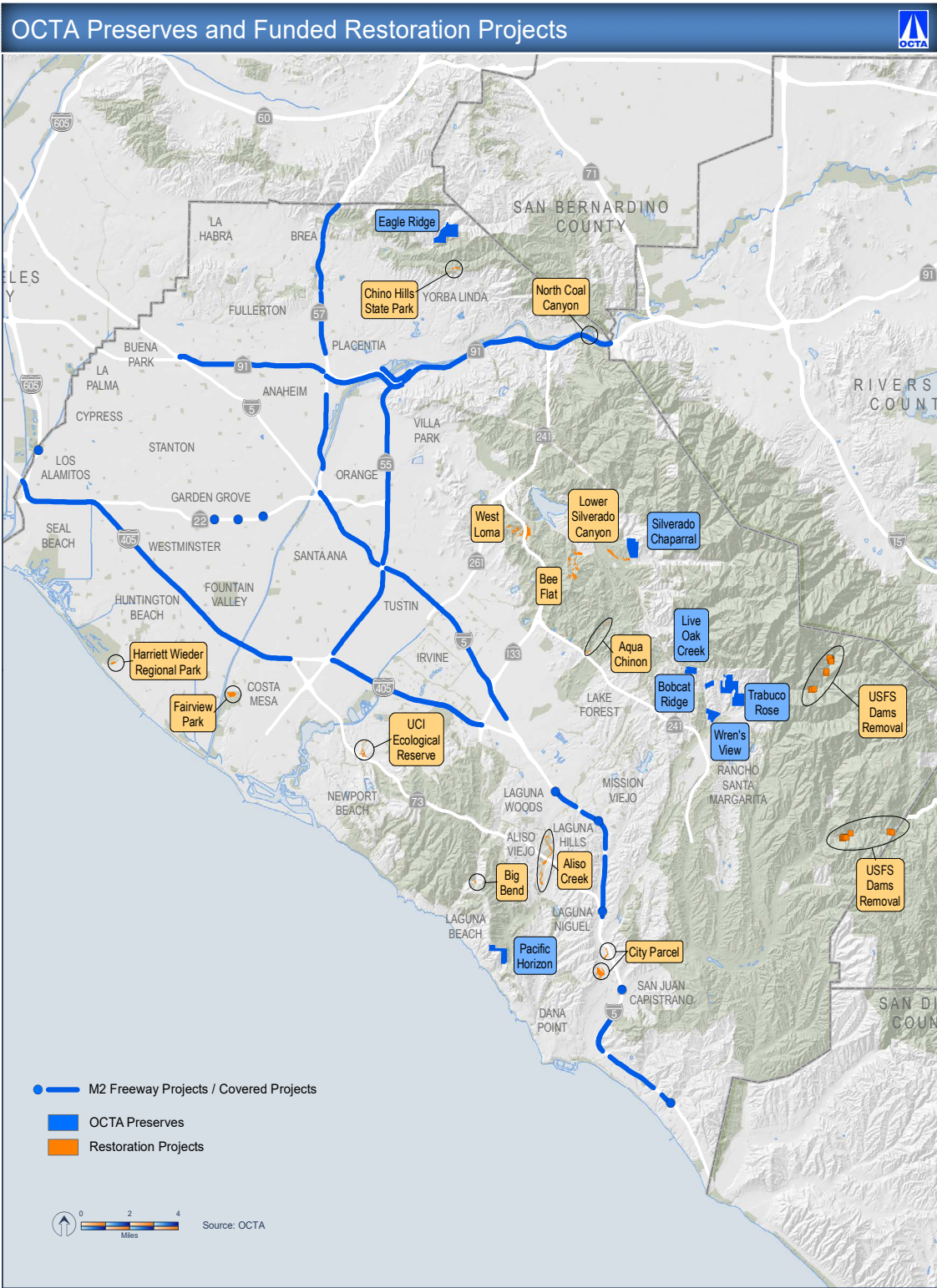
Conservation Plan reports are completed annually. These reports include the tracking of impacts associated with covered freeway improvement projects, other management and monitoring activities on Preserves, status and activities, the progress of the restoration projects, plan administration, and public 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 2022 were in compliance and on target with the Conservation Plan commitments. This report is anticipated to be shared with the Board as part of the biannual Environmental Mitigation Program update in December 2023. OCTA will continue with its efforts to complete the required objectives on time.

To date, multiple freeway projects have utilized the Conservation Plan and/or the Clean Water Act's streamlined permitting process. Some of the projects that benefit from these mechanisms include: Project B (I-5 from I-405 to SR-55), Project C (I-5 from SR-73 to El Toro Road), Project G (SR-57 NB from Orangewood Avenue to Katella Avenue), Project I (SR-91 from SR-55 to Lakeview Avenue), Project K (I-405 from SR-73 to I-605), and Project M (I-605, Katella Avenue 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.

Docent-led hikes and equestrian ride tours are offered throughout the year at various OCTA Preserves. A docent-led equestrian ride was hosted by OCTA at the Trabuco Rose Preserve on September 30, 2023. The schedule for the remainder of 2023 is available 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 which has garnered the trust of stakeholders, ranging from the environmental community to the recreational community to Orange County citizens. See the map of Preserves and funded restoration properties on the following page.

ENVIRONMENTAL





PROGRAM MANAGEMENT

PROGRAM MANAGEMENT OFFICE

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

The M2 PMO provides inter-divisional coordination for all Measure M-related projects and programs. To ensure agency-wide compliance, the PMO holds a bimonthly 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

On September 11, 2017, the Board was presented with a Next 10 Plan Market Conditions Forecast and Risk Analysis Report conducted by Dr. Wallace Walrod and Dr. Marlon Boarnet through a contract with the Orange County Business Council. The consultant team's analysis identified strong potential for OCTA to experience an increasing cost environment during the Next 10 Plan delivery years. This, coupled with a reduction in revenue, could present the potential for significant challenges in the delivery of M2 and the Next 10 Plan.

The Board directed staff to continue to work with the consultant team 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.

During the quarter, the consultant team completed the update to the forecasting model and shared with staff the results. The analysis identified that OCTA may experience a gradual decline of inflationary pressures beginning in 2024 (ranging from two percent to six percent) and dropping to a range of one percent to two percent in 2025 and 2026. This is driven by a decline in building permits, a slight increase in California unemployment rates, and moderating construction wages. While Portland Cement Concrete structure prices have increased significantly, all other material prices have decline on an annualized basis. The updated market conditions forecast is anticipated to be presented to the Board on October 9, 2023, and information from this analysis will be incorporated into the M2 cash flow for the 2023 update of the Next 10 Plan.

Next 10 Delivery Plan

On November 14, 2016, the Board adopted the Next 10 Plan, which provides guidance on the delivery of M2 projects and programs between FY 2016-17 and FY 2025-26. In December 2020, the Board approved to shift the timeframe to FY 2020-21 through FY 2029-30. The intent is for the Next 10 Plan to be a living document with delivery timeframes shifted every two years to ensure revenue and project information stay current. The PMO monitors progress on the ten deliverables identified in the Next 10 Plan and provides status updates.

Annually, OCTA reviews the Next 10 Plan and M2 program assumptions based on changes to the revenue forecast and updated project cost and schedules. On November 14, 2022, the Board approved the 2022 Next 10 Plan, which spans FY 2022-23 to FY 2031-32. The 2023 review of the Next 10 Plan is underway



PROGRAM MANAGEMENT

and will incorporate an updated sales tax revenue forecast of \$14.8 billion (supplemented with external revenue – Federal, State, and local dollars) and insight from an updated construction market forecast planned to be presented to the Board in October 2023. The 2023 updated Next 10 Plan is anticipated to be presented to the Board in November 2023.

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 the delivery of M2 as committed to the voters. Four performance assessments have been completed covering 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. Findings and recommendations are implemented as appropriate. The fifth assessment began in July 2021 and covers the period between July 1, 2018, and June 30, 2021. The consultant team presented the final report to the Executive Committee on April 4, 2022, and the Board on April 25, 2022. The consultant’s report reflected a positive assessment of OCTA’s efficiency and effectiveness in the delivery of M2 projects and programs. While there were no significant findings, four recommendations for enhancements were made: planning for the long-term management of the Preserves, two regarding cybersecurity practices, and suggestions to better assess OC Go awareness. Staff implemented all four recommendations and provided a final report to the Board on July 10, 2023. There are no outstanding action items. Procurement efforts for the next performance assessment will begin in early 2024.

M2 Ordinance Tracking Matrix

The M2 Ordinance includes numerous requirements that staff must follow to keep the commitment to Orange County voters through the passage of M2. The PMO annually updates the M2 Ordinance Tracking Matrix to verify that OCTA complies with all requirements detailed in the M2 Ordinance. The tracking matrix update for 2022 was finalized and shared with the Taxpayer Oversight Committee (TOC) on June 13, 2023. This document is for PMO tracking purposes, but is also helpful to TOC members during their annual compliance finding. The tracking matrix update for 2023 is anticipated to begin next quarter.

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 city fact sheets provide data on transportation and transit projects (funded through M2, state, and federal grants) in a format that 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. This quarter, the update of the city fact sheets through June 2023 was completed and uploaded on the OCTA website. The update incorporated the 2022 ECP Tier 1 projects approved by the Board on November 11, 2022, the 2023 RCP and RTSSP projects approved by the Board on April 10, 2023, the March 2023 semi-annual review of CTFP projects approved by the Board on June 12, 2023, and programming updates.

PROGRAM MANAGEMENT

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.

Highway project constructions bids in the region are reflecting a variable market with a high number of bidders, but 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 several 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 a downtick in the market. Staff will continue to track the construction market 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 (\$15 billion or 38 percent lower as of September 30, 2023) because 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 has Board approval to use funds from the Orange County Unified Transportation Trust (OCUTT) fund to cover costs above the one percent, and to repay those funds with interest in future years when OCTA administrative costs fall below the one percent cap. OCTA has borrowed approximately \$5.2 million from OCUTT to date. At the end of June 30, 2021, the total borrowings to date from OCUTT along with accrued interest were paid off.

Staff meets quarterly to review all labor costs to ensure costs attributed to the one percent cap are accurately reported and that there are no misplaced project-related costs.



PROGRAM MANAGEMENT

Taxpayer Oversight Committee

The M2 Ordinance requires a TOC to oversee compliance with the M2 Ordinance. With the exception of the elected Auditor Controller of Orange County, who is identified as the chair in the M2 Ordinance, all other members cannot be elected or appointed officials. Members are recruited and screened for expertise and experience independently by the Grand Jurors Association of Orange County and are selected from the qualified pool by lottery. The TOC meets every other month, however, the TOC voted on April 11, 2023, to meet quarterly beginning in FY 2023-24. The responsibilities of the 11-member M2 TOC are to:

- Approve, by a vote of no less than two-thirds of all committee members, any amendments to the Plan proposed by OCTA which changes funding categories, programs, or projects identified on page 31 of the Plan
- Receive and review the following documents submitted by each eligible jurisdiction:
 - Congestion Management Program
 - Mitigation Fee Program
 - Expenditure Report
 - Local Traffic Signal Synchronization Plan
 - Pavement Management Plan
- Review yearly audits and hold an annual public hearing to determine whether OCTA is proceeding in accordance with the Plan
- Receive and review the triennial performance assessments of the Orange County Local Transportation Authority to assess the performance of OCTA in carrying out the purposes of the Ordinance
- The TOC Chair shall annually certify whether M2 funds have been spent in compliance with the Plan

For FY 2021-22, the TOC held the required annual public hearing at its meeting on June 13, 2023. On July 11, 2023, the TOC convened a special meeting and approved to submit a request to the OCTA Board to perform a limited M2 compliance audit to the current external auditor scope of work for FY 2022-23, and approved changes to the Audit Subcommittee Charter, contingent upon receiving approval from the Board to perform the limited M2 compliance audit for FY 2022-23. Following the meeting, the TOC Chair requested to include an annual compliance audit to be performed in addition to the financial statement audit of the Orange County Local Transportation Authority (OCLTA) fund and agreed-upon procedures applied by the independent auditors to determine compliance with the annual OCLTA appropriations limit, the accuracy of the year-end M2 revenue and expenditure Report, and selected jurisdictions' compliance with LFS, SMP, and SNETM funds.

On September 12, 2023, the TOC approved to submit a request to the OCTA Board to perform a limited M2 compliance audit for FY 2022-23 and a full M2 compliance audit for FY 2023-24 and annually thereafter. The committee also received a presentation on the M2 Quarterly Progress Report for the fourth quarter of FY 2022-23 and an update on the I-405 Improvement Project.

Two subcommittees assist the TOC with their safeguard responsibilities: the AER Subcommittee and the Audit Subcommittee. The AER Subcommittee meets a few times per year, as needed, to receive and review the following documents submitted by local jurisdictions to be deemed eligible to receive M2 funding:



PROGRAM MANAGEMENT

Congestion Management Program, Mitigation Fee Program, Local Signal Synchronization Plan, Pavement Management Plan, and Expenditure Reports. The next meeting of the AER Subcommittee is anticipated to be held in October 2023. The Audit Subcommittee meets as needed 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; California State University, Fullerton; and University of California, Los Angeles) 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 revised sales tax forecast methodology as part of the FY 2016-17 budget development process. This methodology includes a more conservative approach by utilizing the Avenu Insights & Analytics (formerly MuniServices, LLC) forecast for the first five years and the three-university average for the remaining years.

Avenu Insights & Analytics provided their sales tax forecasts to the F&A Committee on May 10, 2023, followed by the sales tax forecast from University of California Los Angeles on June 14, 2023, and Chapman University on June 28, 2023. During the quarter, California State University, Fullerton provided their sales tax forecasts to the F&A Committee on August 23, 2023.

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 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. The 2022 sales tax forecast assumes total nominal sales tax collections over the life of M2 to be \$15 billion, which represents a year-over-year increase of \$1.8 billion in forecasted sales tax when compared to last year's forecast.

The increase provides a positive outlook on the M2 Program. While the economy continues to improve, there are other variables that must be continuously monitored including COVID-19 variants, gas prices, inflation, interest rates, supply chains, a potential recession, and the impacts from the Ukraine war. Staff will continue to monitor the short- and long-term impacts of these variables on M2 sales tax revenues.

PROGRAM MANAGEMENT

As a reference, the proposed budgeted growth rate is 2.6 percent for FY 2023-24. OCTA received final sales tax receipts for FY 2022-23 in August 2023. The next updated forecast is anticipated to be presented to the Board in October 2023.

FINANCING

Schedule of Revenues, Expenditures and Changes in Fund Balance as of September 30, 2023 (Unaudited) Schedule 1

(\$ in thousands)	Quarter Ended Sept 30, 2023	Year to Date Sept 30, 2023 (A)	Period from Inception to Sept 30, 2023 (B)
Revenues:			
Sales taxes	\$ 110,615	\$ 110,615	\$ 4,051,673
Other agencies' share of Measure M2 costs:			
Project related	4,205	4,205	842,291
Non-project related	-	-	454
Interest:			
Operating:			
Project related	64	64	5,161
Non-project related	5,411	5,411	88,727
Bond proceeds	724	724	95,970
Debt service	248	248	2,006
Commercial paper	-	-	393
Capital grants	-	-	-
Right-of-way leases			
Project related	18	18	1,683
Non-project related	-	-	17
Proceeds on sale of assets held for resale	-	-	13,428
Donated assets held for resale			
Project related	-	-	2,071
Non-project related	-	-	-
Miscellaneous:			
Project related	-	-	331
Non-project related	-	-	129
Total revenues	121,285	121,285	5,104,334
Expenditures:			
Supplies and services:			
Sales tax administration fees	882	882	39,781
Professional services:			
Project related	1,018	1,018	539,859
Non-project related	2	2	37,932
Administration costs:			
Project related	2,991	2,991	120,205
Non-project related:			
Salaries and Benefits	1,106	1,106	41,456
Other	1,714	1,714	69,168
Other:			
Project related	6	6	6,314
Non-project related	41	41	5,415
Payments to local agencies:			
Project related	14,485	14,485	1,342,699
Non-project related	-	-	-
Capital outlay:			
Project related	3,672	3,672	2,245,563
Non-project related	(100)	(100)	31
Debt service:			
Principal payments on long-term debt	-	-	95,485
Interest on long-term debt and commercial paper	16,976	16,976	336,552
Total expenditures	42,793	42,793	4,880,460
Excess (deficiency) of revenues over (under) expenditures	78,492	78,492	223,874
Other financing sources (uses):			
Transfers out:			
Project related	(1,586)	(1,586)	(498,998)
Transfers in:			
Project related	191	191	348,874
Non-project related	-	-	453
Bond proceeds	-	-	804,625
Payment to refunded bond escrow agent	-	-	(45,062)
Total other financing sources (uses)	(1,395)	(1,395)	609,892
Excess (deficiency) of revenues over (under) expenditures and other sources (uses)	\$ 77,097	\$ 77,097	\$ 833,766

FINANCING

Schedule of Revenues, Expenditures and Changes in Fund Balance as of September 30, 2023 (Unaudited) Schedule 2

<i>(\$ in thousands)</i>	Quarter Ended Sept 30, 2023 (actual)	Year to Date Sept 30, 2023 (actual) (C.1)	Period from Inception through Sept 30, 2023 (actual) (D.1)	Period from October 1, 2023 through March 31, 2041 (forecast) (E.1)	Total (F.1)
Revenues:					
Sales taxes	\$ 110,615	\$ 110,615	\$ 4,051,673	\$ 10,710,815	\$ 14,762,488
Operating interest	5,411	5,411	88,727	562,199	650,926
Subtotal	<u>116,026</u>	<u>116,026</u>	<u>4,140,400</u>	<u>11,273,014</u>	<u>15,413,414</u>
Other agencies share of M2 costs	-	-	454	-	454
Miscellaneous	-	-	129	-	129
Total revenues	<u>116,026</u>	<u>116,026</u>	<u>4,140,983</u>	<u>11,273,014</u>	<u>15,413,997</u>
Administrative expenditures:					
Sales tax administration fees	882	882	39,781	88,059	127,840
Professional services	2	2	34,157	92,836	126,993
Administration costs:					
Salaries and Benefits	1,106	1,106	41,456	109,373	150,829
Other	1,714	1,714	69,168	183,323	252,491
Other	41	41	2,395	6,392	8,787
Capital outlay	(100)	(100)	31	-	31
Environmental cleanup	81	81	49,387	214,182	263,569
Total expenditures	<u>3,726</u>	<u>3,726</u>	<u>236,375</u>	<u>694,165</u>	<u>930,540</u>
Net revenues	<u>\$ 112,300</u>	<u>\$ 112,300</u>	<u>\$ 3,904,608</u>	<u>\$ 10,578,849</u>	<u>\$ 14,483,457</u>
<hr/>					
(C.2) (D.2) (E.2) (F.2)					
Bond revenues:					
Proceeds from issuance of bonds	\$ -	\$ -	\$ 804,625	\$ -	\$ 804,625
Interest revenue from bond proceeds	724	724	95,970	62,145	158,115
Interest revenue from debt service funds	248	248	2,006	4,928	6,934
Interest revenue from commercial paper	-	-	393	-	393
Total bond revenues	<u>972</u>	<u>972</u>	<u>902,994</u>	<u>67,073</u>	<u>970,067</u>
Financing expenditures and uses:					
Professional services	-	-	3,775	-	3,775
Payment to refunded bond escrow	-	-	45,062	-	45,062
Bond debt principal	-	-	95,485	585,005	680,490
Bond debt and other interest expense	16,976	16,976	336,552	357,615	694,167
Other	-	-	3,020	-	3,020
Total financing expenditures and uses	<u>16,976</u>	<u>16,976</u>	<u>483,894</u>	<u>942,620</u>	<u>1,426,514</u>
Net bond revenues (debt service)	<u>\$ (16,004)</u>	<u>\$ (16,004)</u>	<u>\$ 419,100</u>	<u>\$ (875,547)</u>	<u>\$ (456,447)</u>

FINANCING

Schedule of Revenues, Expenditures and Changes in Fund Balance as of September 30, 2023 (Unaudited) Schedule 3

Project	Description	Total Net Revenues Inception to March 31, 2041 (actual) + (forecast)	Net Revenues Inception to Sept 30, 2023 (actual)	Expenditures Inception to Sept 30, 2023 (actual)	Reimbursements Inception to Sept 30, 2023 (actual)	(J) - (K) = (L) Net M2 Cost Inception to Sept 30, 2023 (actual)
	(G)	(H)	(I)	(J)	(K)	(L)
	(\$ in thousands)					
Freeways (43% of Net Revenues)						
A	I-5 Santa Ana Freeway Interchange Improvements	\$ 570,867	\$ 153,901	\$ 10,909	\$ 8,786	\$ 2,123
B	I-5 Santa Ana/SR-55 to El Toro	364,626	98,300	30,731	19,114	11,617
C	I-5 San Diego/South of El Toro	761,561	205,310	361,766	52,953	308,813
D	I-5 Santa Ana/San Diego Interchange Upgrades	313,370	84,482	2,976	527	2,449
E	SR-22 Garden Grove Freeway Access Improvements	145,753	39,294	5	-	5
F	SR-55 Costa Mesa Freeway Improvements	444,548	119,846	107,527	46,128	61,399
G	SR-57 Orange Freeway Improvements	314,220	84,711	54,802	13,714	41,088
H	SR-91 Improvements from I-5 to SR-57	170,046	45,843	34,959	824	34,135
I	SR-91 Improvements from SR-57 to SR-55	505,886	136,382	56,275	54,481	1,794
J	SR-91 Improvements from SR-55 to County Line	427,786	115,327	18,410	16,943	1,467
K	I-405 Improvements between I-605 to SR-55	1,303,035	351,286	1,473,986	294,988	1,178,998
L	I-405 Improvements between SR-55 to I-5	388,311	104,685	9,243	6,954	2,289
M	I-605 Freeway Access Improvements	24,292	6,549	6,408	16	6,392
N	All Freeway Service Patrol	182,192	49,117	6,398	-	6,398
	Freeway Mitigation	311,394	83,949	60,796	6,007	54,789
	Subtotal Projects	6,227,887	1,678,982	2,235,191	521,435	1,713,756
	Net (Bond Revenue)/Debt Service	-	-	168,154	-	168,154
	Total Freeways	\$ 6,227,887	\$ 1,678,982	\$ 2,403,345	\$ 521,435	\$ 1,881,910
	%					50.4%
Street and Roads Projects (32% of Net Revenues)						
O	Regional Capacity Program	\$ 1,448,364	\$ 390,466	\$ 809,616	\$ 507,884	\$ 301,732
P	Regional Traffic Signal Synchronization Program	579,320	156,180	108,963	20,438	88,525
Q	Local Fair Share Program	2,607,022	702,829	677,827	77	677,750
	Subtotal Projects	4,634,706	1,249,475	1,596,406	528,399	1,068,007
	Net (Bond Revenue)/Debt Service	-	-	49,269	-	49,269
	Total Street and Roads Projects	\$ 4,634,706	\$ 1,249,475	\$ 1,645,675	\$ 528,399	\$ 1,117,276
	%					29.9%

FINANCING

Schedule of Revenues, Expenditures and Changes in Fund Balance as of September 30, 2023 (Unaudited) Schedule 3

Project	Description	Total Net Revenues	Net Revenues	Expenditures	Reimbursements	(J) - (K) = (L)
		Inception to March 31, 2041 (actual) + (forecast)	Inception to Sept 30, 2023 (actual)	Inception to Sept 30, 2023 (actual)	Inception to Sept 30, 2023 (actual)	Net M2 Cost Inception to Sept 30, 2023 (actual)
(G)		(H)	(I)	(J)	(K)	(L)
	(\$ in thousands)					
Transit Projects (25% of Net Revenues)						
R	High Frequency Metrolink Service	\$ 1,444,510	\$ 376,838	\$ 433,525	\$ 98,954	\$ 334,571
S	Transit Extensions to Metrolink	1,278,554	344,686	195,438	2,133	193,305
T	Metrolink Gateways	74,028	38,313	98,220	60,956	37,264
U	Expand Mobility Choices for Seniors and Persons with Disabilities	502,216	129,626	125,035	88	124,947
V	Community Based Transit/Circulators	289,592	78,071	18,977	1,537	17,440
W	Safe Transit Stops	31,964	8,617	1,459	26	1,433
	Subtotal Projects	3,620,864	976,151	872,654	163,694	708,960
	Net (Bond Revenue)/Debt Service	-	-	27,554	-	27,554
	Total Transit Projects	\$ 3,620,864	\$ 976,151	\$ 900,208	\$ 163,694	\$ 736,514
	%					19.7%
	Measure M2 Program	\$ 14,483,457	\$ 3,904,608	\$ 4,949,228	\$ 1,213,528	\$ 3,735,700
Project	Description	Total Net Revenues	Net Revenues	Expenditures	Reimbursements	Net M2 Cost
	(\$ in thousands)					
		(actual) + (forecast)	(actual)	(actual)	(actual)	(actual)
	(G)	(H.1)	(I.1)	(J)	(K)	(L)
	(\$ in thousands)					
Environmental Cleanup (2% of Revenues)						
X	Clean Up Highway and Street Runoff that Pollutes Beaches	\$ 308,268	\$ 82,808	\$ 49,387	\$ 311	\$ 49,076
	Net (Bond Revenue)/Debt Service	-	-	-	-	-
	Total Environmental Cleanup	\$ 308,268	\$ 82,808	\$ 49,387	\$ 311	\$ 49,076
	%					1.2%
Taxpayer Safeguards and Audits						
	Collect Sales Taxes (1.5% of Sales Taxes)	\$ 221,437	\$ 60,775	\$ 39,781	\$ -	\$ 39,781
	%					1.0%
	Oversight and Annual Audits (1% of Revenues)	\$ 154,134	\$ 41,404	\$ 41,456	\$ 52	\$ 41,404
	%					1.0%



LOCAL FAIR SHARE

M2 Funds		
ENTITY	1ST QUARTER FY 2023-24	FUNDS TO DATE
ALISO VIEJO	\$157,630	\$8,367,426
ANAHEIM	\$1,348,961	\$70,267,127
BREA	\$229,169	\$12,017,920
BUENA PARK	\$355,194	\$18,721,622
COSTA MESA	\$585,671	\$30,760,805
CYPRESS	\$0*	\$10,645,613
DANA POINT	\$136,259	\$7,056,053
FOUNTAIN VALLEY	\$248,350	\$13,055,312
FULLERTON	\$529,658	\$27,509,033
GARDEN GROVE	\$593,024	\$31,379,075
HUNTINGTON BEACH	\$768,906	\$41,067,388
IRVINE	\$1,215,314	\$58,694,234
LAGUNA BEACH	\$100,671	\$5,325,215
LAGUNA HILLS	\$131,821	\$7,138,318
LAGUNA NIGUEL	\$263,064	\$14,003,890
LAGUNA WOODS	\$52,743	\$2,691,905
LA HABRA	\$211,827	\$11,176,789
LAKE FOREST	\$327,532	\$16,878,007
LA PALMA	\$54,935	\$3,294,747
LOS ALAMITOS	\$51,693	\$2,730,634

LOCAL FAIR SHARE

M2 Funds		
ENTITY	1ST QUARTER FY 2023-24	FUNDS TO DATE
MISSION VIEJO	\$353,411	\$19,489,119
NEWPORT BEACH	\$430,478	\$23,121,432
ORANGE	\$670,779	\$34,905,320
PLACENTIA	\$190,438	\$9,772,397
RANCHO SANTA MARGARITA	\$165,086	\$8,911,049
SAN CLEMENTE	\$227,025	\$11,973,067
SAN JUAN CAPISTRANO	\$152,305	\$8,034,251
SANTA ANA	\$1,035,870	\$58,253,452
SEAL BEACH	\$93,750	\$5,184,827
STANTON	\$118,849	\$6,306,757
TUSTIN	\$367,962	\$19,042,515
VILLA PARK	\$20,906	\$1,099,809
WESTMINSTER	\$326,334	\$17,916,045
YORBA LINDA	\$240,438	\$12,736,438
COUNTY UNINCORPORATED	\$953,372	\$43,367,184
TOTAL M2 FUNDS	\$12,709,423	\$672,894,775

**On May 22, 2023, the Board determined the City of Cypress ineligible to receive net M2 revenues. Disbursements of net M2 revenues have been suspended until the City of Cypress achieves compliance and the Board reconsiders the matter at a future meeting. Below are the M2 funds withheld from the City of Cypress.*

ENTITY	1ST QUARTER FY 2023-24	FUNDS TO DATE
CYPRESS	\$201,071	\$395,874

CAPITAL ACTION PLAN

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Bold = Forecasted/Actual

Capital Projects	Cost	Schedule			
	Baseline/Forecast	Plan/Forecast			
	(millions)	Complete Environmental	Complete Design	Award Contract	Complete Construction
Freeway Projects:					
I-5, SR-55 to SR-57	\$38.1	Jun-13	Mar-17	Dec-17	Apr-21
Project A	\$38.9	Apr-15	Jun-17	Nov-18	Jan-21
I-5, I-405 to Yale Avenue	\$230.5	Aug-18	May-24	Feb-26	Sep-29
Project B	\$230.5	Jan-20	Red: Sep-24	Green: Feb-26	Green: Sep-29
I-5, Yale Avenue to SR-55	\$200.4	Aug-18	Feb-25	Mar-26	Sep-29
Project B	Cost/Schedule Risk \$200.4	Jan-20	Green: Jul-24	Green: Mar-26	Green: Sep-29
I-5, Avenida Pico to Vista Hermosa	\$113.0	Dec-11	Oct-13	Dec-14	Aug-18
Project C	\$83.6	Oct-11	Oct-13	Dec-14	Aug-18
I-5, Avenida Vista Hermosa to Pacific Coast Highway	\$75.6	Dec-11	Feb-13	Dec-13	Mar-17
Project C	\$75.3	Oct-11	May-13	Jun-14	Jul-17
I-5, Pacific Coast Highway to San Juan Creek Road	\$70.7	Dec-11	Jan-13	Oct-13	Sep-16
Project C	\$74.3	Oct-11	Jan-13	Dec-13	Jul-18
I-5, SR-73 to Oso Parkway	\$151.9	Jun-14	Jan-18	Dec-18	Apr-25
Project C & D	\$229.4	May-14	Aug-18	Dec-19	Green: Nov-24
I-5, Oso Parkway to Alicia Parkway	\$196.2	Jun-14	Jun-17	Jun-18	Nov-23
Project C & D	\$228.3	May-14	Dec-17	Mar-19	Red: Sep-24
I-5, Alicia Parkway to El Toro Road	\$133.6	Jun-14	Jun-18	May-19	Oct-24
Project C	\$203.5	May-14	May-19	Sep-20	Yellow: Nov-24
I-5, SR-73 to El Toro Road (Landscape)	TBD	N/A	N/A	N/A	N/A
Project C	\$12.4	N/A	Dec-24	Sep-25	Mar-27
I-5, I-5/El Toro Road Interchange	TBD	Apr-26	TBD	TBD	TBD
Project D	Cost/Schedule Risk TBD	Green: Apr-26	TBD	TBD	TBD

*Status through September 2023. For detailed project information, please refer to the individual project section within this report.



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Capital Projects	Cost	Schedule			
	Baseline/Forecast	Plan/Forecast			
	(millions)	Complete Environmental	Complete Design	Award Contract	Complete Construction
I-5, I-5/Ortega Interchange	\$90.9	Jun-09	Nov-11	Aug-12	Sep-15
Project D	\$79.8	Jun-09	Dec-11	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	Oct-14	Sep-15	Sep-16
SR-55, I-405 to I-5	\$410.9	Nov-13	Apr-20	May-22	Feb-27
Project F Cost/Schedule Risk	\$505.7	Aug-17	Apr-20	May-22	Feb-27
SR-55, I-5 to SR-91	\$131.3	Jan-20	Jul-25	Jul-26	Oct-29
Project F	\$131.3	Mar-20	Jul-25	Jul-26	Oct-29
SR-57 (NB), Orangewood Avenue to Katella Avenue	\$71.8	Dec-18	Jul-24	Nov-25	Jun-28
Project G	\$71.8	Mar-19	Aug-24	Oct-25	May-28
SR-57 (NB), Katella Avenue to Lincoln Avenue	\$78.7	Jul-09	Nov-10	Aug-11	Sep-14
Project G	\$38.0	Nov-09	Dec-10	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	Jul-10	Sep-17	Jun-18
SR-57 (NB), Orangethorpe Avenue to Yorba Linda Boulevard	\$80.2	Dec-07	Dec-09	Oct-10	May-14
Project G	\$52.3	Dec-07	Jul-09	Oct-10	Nov-14
SR-57 (NB), Yorba Linda Boulevard to Lambert Road	\$79.3	Dec-07	Dec-09	Oct-10	Sep-14
Project G	\$54.1	Dec-07	Jul-09	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	Aug-17	Feb-18	Apr-19
SR-57 (NB), Lambert Road to Tonner Canyon	TBD	TBD	TBD	TBD	TBD
Project G	TBD	May-28	TBD	TBD	TBD

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Capital Projects	Cost	Schedule			
	Baseline/Forecast	Plan/Forecast			
	(millions)	Complete Environmental	Complete Design	Award Contract	Complete Construction
SR-91 Westbound (WB), I-5 to SR-57	\$78.1	Apr-10	Feb-12	Nov-12	Apr-16
Project H	\$59.2	Jun-10	Apr-12	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	Aug-16	Mar-17	Nov-17
SR-91, SR-55 to Lakeview Avenue (Segment 1)	\$100.9	Oct-18	Jan-23	Feb-24	Sep-27
Project I	\$126.3	Jun-20	Mar-23	Jul-24	Mar-28
SR-91, La Palma Avenue to SR-55 (Segment 2)	\$208.4	Oct-18	Jul-23	Jul-24	Mar-28
Project I	\$208.4	Jun-20	Dec-24	Jan-26	Jan-30
SR-91, Acacia Street to La Palma Ave (Segment 3)	\$116.2	Oct-18	Apr-24	Apr-25	Sep-28
Project I	\$116.2	Jun-20	Aug-24	Dec-25	Jun-29
SR-91 (WB), Tustin Interchange to SR-55	\$49.9	Jul-11	Mar-13	Oct-13	Jul-16
Project I	\$42.5	May-11	Feb-13	Oct-13	Jul-16
SR-91, SR-55 to SR-241	\$128.4	Jul-09	Jan-11	Sep-11	Dec-12
Project J	\$79.7	Apr-09	Aug-10	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	Feb-13	Oct-13	Feb-15
SR-91 Eastbound, SR-241 to SR-71	\$104.5	Dec-07	Dec-08	Jul-09	Nov-10
Project J	\$57.8	Dec-07	Dec-08	Aug-09	Jan-11
I-405, SR-73 to I-605 (Design-Build)	\$2,160.0	Mar-13	Nov-15	Nov-16	Feb-24
Project K	\$2,160.0	May-15	Nov-15	Nov-16	Feb-24
I-405, I-5 to SR-55	TBD	Jul-18	TBD	TBD	TBD
Project L	TBD	Aug-18	TBD	TBD	TBD

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Capital Projects	Cost	Schedule			
	Baseline/Forecast	Plan/Forecast			
	(millions)	Complete Environmental	Complete Design	Award Contract	Complete Construction
I-605, I-605/Katella Interchange	\$29.0	Nov-18	Mar-23	Feb-24	Nov-25
Project M	\$29.0	Oct-18	Jan-23	Nov-24	Jul-26
Grade Separation Projects:					
Raymond Avenue Railroad Grade Separation	\$77.2	Nov-09	Aug-12	May-13	Aug-18
Project O	\$126.2	Nov-09	Dec-12	Feb-14	May-18
State College Boulevard Railroad Grade Separation (Fullerton)	\$73.6	Jan-11	Aug-12	May-13	May-18
Project O	\$99.6	Apr-11	Feb-13	Feb-14	Mar-18
Placentia Avenue Railroad Grade Separation	\$78.2	May-01	Mar-10	Jun-11	Nov-14
Project O	\$64.5	May-01	Jun-10	Jul-11	Dec-14
Kraemer Boulevard Railroad Grade Separation	\$70.4	Sep-09	Jul-10	Aug-11	Oct-14
Project O	\$63.8	Sep-09	Jul-10	Sep-11	Dec-14
Orangethorpe Avenue Railroad Grade Separation	\$117.4	Sep-09	Dec-11	May-12	Sep-16
Project O	\$105.9	Sep-09	Oct-11	Jan-13	Oct-16
Tustin Avenue/Rose Drive Railroad Grade Separation	\$103.0	Sep-09	Dec-11	Aug-12	May-16
Project O	\$96.6	Sep-09	Jul-11	Feb-13	Oct-16
Lakeview Avenue Railroad Grade Separation	\$70.2	Sep-09	Oct-11	May-13	Mar-17
Project O	\$110.7	Sep-09	Jan-13	Nov-13	Jun-17
Rail and Station Projects:					
Sand Canyon Avenue Railroad Grade Separation	\$55.6	Sep-03	Jul-10	Feb-11	May-14
Project R	\$61.9	Sep-03	Jul-10	Feb-11	Jan-16
Rail-Highway Grade Crossing Safety Enhancement	\$94.4	Oct-08	Sep-08	Aug-09	Dec-11
Project R	\$90.4	Oct-08	Sep-08	Aug-09	Dec-11

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Capital Projects	Cost	Schedule			
	Baseline/Forecast (millions)	Complete Environmental	Complete Design	Award Contract	Complete Construction
San Clemente Beach Trail Safety Enhancements	\$6.0	Jul-11	Apr-12	Oct-12	Jan-14
Project R	\$5.0	Jul-11	Jun-12	May-13	Mar-14
Emergency Track Stabilization at MP206.8	N/A	N/A	N/A	N/A	N/A
Project R Cost/Schedule Risk	\$14.9	N/A	N/A	Oct-22	Aug-23
San Juan Capistrano Passing Siding	\$25.3	Jan-13	May-16	Dec-16	Feb-21
	\$33.2	Mar-14	Aug-18	Mar-19	Nov-20
Placentia Metrolink Station and Parking Structure	\$34.8	May-07	Jan-11	TBD	TBD
Project R Cost/Schedule Risk	\$40.1	May-07	Feb-11	TBD	TBD
Anaheim Canyon Station	\$27.9	Dec-16	May-19	Nov-19	Jan-23
	\$34.2	Jun-17	Oct-20	Mar-21	Jan-23
Orange Station Parking Expansion	\$33.2	Dec-12	Apr-13	Nov-16	Feb-19
	\$30.9	May-16	Apr-16	Jun-17	Feb-19
Fullerton Transportation Center - Elevator Upgrades	\$3.5	N/A	Dec-13	Sep-14	Mar-17
	\$4.2	N/A	Dec-13	Apr-15	May-19
Laguna Niguel/Mission Viejo Station ADA Ramps	\$3.5	Jan-14	Aug-14	Jan-15	Apr-17
	\$5.2	Feb-14	Jul-15	Oct-15	Sep-17
Anaheim Regional Transportation Intermodal Center	\$227.4	Feb-11	Feb-12	Jul-12	Nov-14
Project R & T	\$232.2	Feb-12	May-12	Sep-12	Dec-14
OC Streetcar	\$595.8	Mar-12	Sep-17	Aug-18	Aug-25
Project S Cost/Schedule Risk	\$595.8	Mar-15	Nov-17	Sep-18	Aug-25

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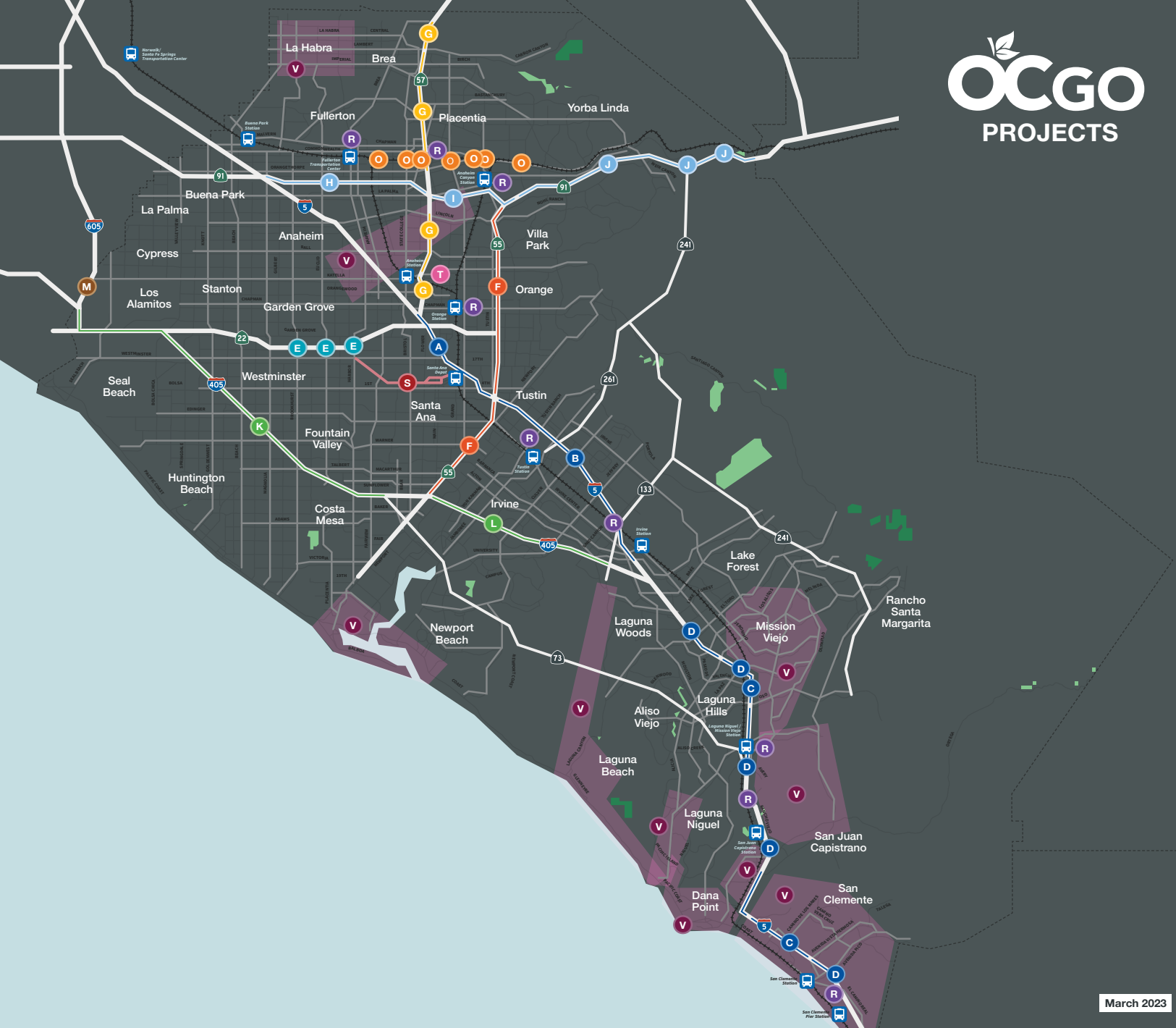
COMMON ABBREVIATIONS

Americans with Disabilities Act	ADA
Anaheim Regional Transportation Intermodal Center	ARTIC
Annual Eligibility Review	AER
Board of Directors	Board
BNSF Railway Company	BNSF
California Department of Fish and Wildlife	CDFW
California Department of Transportation	Caltrans
Capital Action Plan	CAP
Comprehensive Transportation Funding Program	CTFP
Conservation Properties	Preserves
Construction and Maintenance	C&M
Coronavirus	COVID-19
Early Action Plan	EAP
Environmental Cleanup Allocation Committee	ECAC
Environmental Cleanup Program	ECP
Environmental Document	ED
Environmental Mitigation Program	EMP
Environmental Oversight Committee	EOC
Federal Highway Administration	FHWA
Federal Transit Administration	FTA
Finance and Administration	F&A
Fire Management Plan	FMP
Fiscal Year	FY
Freeway Service Patrol	FSP
Full Funding Grant Agreement	FFGA
High Occupancy Vehicle	HOV
Interstate 5	I-5
Interstate 15	I-15
Interstate 405	I-405
Interstate 605	I-605
Local Fair Share	LFS
Los Angeles County Metropolitan Transportation Authority	LA Metro
Maintenance and Storage Facility	MSF
Measure M2 or Renewed Measure M	M2
Metrolink Service Expansion Program	MSEP
Notice to Proceed	NTP
Next 10 Delivery Plan	Next 10 Plan



COMMON ABBREVIATIONS

Natural Community Conservation Plan/Habitat Conservation Plan	Conservation Plan
Operation and Maintenance	O&M
Orange County Flood Control District	OCFCD
Orange County Transportation Authority	OCTA
Orange County Unified Transportation Trust	OCUTT
Ordinance No. 3	M2 Ordinance
Pacific Coast Highway	PCH
Plans, Specifications, and Estimates	PS&E
Program Management Office	PMO
Project Study Report-Project Development Support	PSR-PDS
Project Report	PR
Regional Capacity Program	RCP
Regional Traffic Signal Synchronization Program	RTSSP
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 Edison	SCE
State Route 22	SR-22
State Route 55	SR-55
State Route 57	SR-57
State Route 71	SR-71
State Route 74	SR-74
State Route 91	SR-91
State Route 133	SR-133
State Route 241	SR-241
State Transportation Improvement Program	STIP
Southern California Regional Rail Authority	Metrolink
Taxpayer Oversight Committee	TOC
Technical Advisory Committee	TAC
Technical Steering Committee	TSC
To Be Determined	TBD
Transportation Investment Plan	Plan
United States Army Corps of Engineers	Corps



March 2023

Freeway Improvement Program

Interstate 5 (I-5) Projects

- A** SR-55 to SR-57
- B** I-405 to SR-55
- C** SR-73 to El Toro Road
- C** Avenida Pico to San Juan Creek Road
- D** Highway Interchanges

State Route 22 (SR-22) Projects

- E** Access Improvements

State Route 55 (SR-55) Projects

- F** I-405 to I-5
- F** I-5 to SR-91

State Route 57 (SR-57) Projects

- G** Northbound, Orangewood Avenue to Katella Avenue
- G** Northbound, Katella Avenue to Lincoln Avenue
- G** Northbound, Orangethorpe Avenue to Lambert Road
- G** Northbound, Lambert Road to Tonner Canyon Road

State Route 91 (SR-91) Projects

- H** Westbound, I-5 to SR-57
- I** SR-57 to SR-55
- J** SR-55 to Riverside County Line

Interstate 405 (I-405) Projects

- K** SR-73 to I-605
- L** I-5 to SR-55

Interstate 605 (I-605) Projects

- M** Katella Avenue Interchange Improvements

Freeway Mitigation Program

- Restoration Projects (Part of Projects A-M)
- Acquisition Projects (Part of Projects A-M)

Streets & Roads

- O** Grade Separation Program
- P** Signal Synchronization Project Corridors

Transit Projects

- R** Grade Separation and Station Improvement Projects
- S** Transit Extensions to Metrolink
- T** Metrolink Station Conversion to accept Future High-Speed Rail Systems
- V** Community Based Transit/Circulators

Other Projects Not Shown

- Project N:**
 - Freeway Service Patrol
- Project O:**
 - Regional Capacity Program
- Project Q:**
 - Local Fair Share Program
- Project R:**
 - Grade Crossing & Trail Safety Enhancements
 - Metrolink Service Expansion Program

Rail

- Metrolink Rail Line
- Metrolink Station

- Project U:**
 - Senior Mobility Program
 - Senior Non-Emergency Medical Transportation Program
 - Fare Stabilization Program
- Project W:**
 - Safe Transit Stops
- Project X:**
 - Environmental Cleanup Program