



AFFILIATED AGENCIES

*Orange County
Transit District*

*Local Transportation
Authority*

*Service Authority for
Freeway Emergencies*

*Consolidated Transportation
Service Agency*

*Congestion Management
Agency*

*Service Authority for
Abandoned Vehicles*

August 21, 2012

**The Honorable Eric. R. Bever
Mayor
City of Costa Mesa
77 Fair Drive
Costa Mesa, CA 92628**

**The Honorable Devin Dwyer
Mayor Pro Tem
City of Huntington Beach
2000 Main Street
Huntington Beach, CA 92648**

**The Honorable Michael Levitt
Mayor
City of Seal Beach
211 8th Street
Seal Beach, CA 90740**

**The Honorable John Collins
Mayor
City of Fountain Valley
10200 Slater Avenue
Fountain Valley, CA 92708**

**The Honorable Troy D. Edgar
Mayor
City of Los Alamitos
3191 Katella Avenue
Los Alamitos, CA 90720**

**The Honorable Margie L. Rice
Mayor
City of Westminster
8200 Westminster Boulevard
Westminster, CA 92683**

Subject: Interstate 405 Improvement Project

Dear Mayors and Mayor Pro Tem,

Thank you for your letter regarding the San Diego Freeway (I-405) Improvement Project. Your comments have been forwarded to the Orange County Transportation Authority (OCTA) Board of Directors (Board) for their consideration. In addition, comments related to suggestions for improvements to Alternative (Alt) 2 have been forwarded to the project development team as input for the Final Environmental Impact Report and Final Environmental Impact Statement.

OCTA and its project partner, the State of California Department of Transportation (Caltrans), have repeatedly demonstrated a willingness to work with the I-405 freeway corridor cities to minimize local impacts. For example, during the development of the project, the extensive collaboration between OCTA, Caltrans, and the local community yielded project alternatives that eliminated the need for full residential right-of-way acquisitions. We will continue working with the community as we progress through the project development process. However, I would like to address some of the points you shared in your comments to OCTA.

Your letter indicates you view Alt 2 as having fewer right-of-way impacts than Alt 3. In reality, the right-of-way footprint for Alt 2 and 3 is very similar. For example, the Draft Project Report identified the need for 15 partial residential acquisitions under Alt 2 and 14 partial residential acquisitions under Alt 3. In addition, while the typical freeway

cross section under Alts 2 and 3 is similar throughout most of the corridor, there is somewhat of a difference in the area between Valley View Street and Seal Beach Boulevard. In this area, Alt 2 is wider than Alt 3. This is because Alt 2 adds two general purpose (GP) lanes in each direction. Alt 3 adds one GP lane and incorporates the High Occupancy Vehicle (HOV) lanes being built with the West County Connectors project. The wider freeway footprint needed for Alt 2 requires the soundwall along Almond Avenue be relocated. Soundwall relocation may not be necessary with Alt 3 as OCTA is proposing slight, non-standard design modifications in this area in order to leave the wall in place. Caltrans also is committed to working with OCTA and other project sponsors to explore all alternatives and design features to minimize the impact on the community including seeking alternatives that do not require the relocation of the soundwall if possible.

Policy Discussions

OCTA understands that there is an ongoing policy discussion about user fees/tolls to manage and fund congestion relief and infrastructure. The OCTA Board will consider the full range of public perspectives on this as it deliberates on the I-405 project in the coming weeks. Please rest assured that your comments related to tolling will be properly captured and acknowledged when the staff presents the final recommendation to the Board. You may also choose to comment publicly at upcoming committee and Board meetings on this subject.

Costs and Funding

Your letter indicated that the Measure M2 (M2) program approved by Orange County voters did not include the express lanes solution for the I-405 freeway and did not authorize the use of M2 funds to facilitate the implementation of express lanes.

Under all alternatives, the promise to voters will be delivered. That promise is captured by the improvements contained in Alt 1 which serves as the baseline for all of the build alternatives. Alt 1 adds one GP lane in each direction between Euclid Street and the San Gabriel River Freeway (I-605) and is estimated to cost \$1.3 billion which will be funded by M2 revenues.

Alt 2 adds one GP lane in each direction between Euclid Street and the I-605, and a second GP lane from Brookhurst Street to the I-605. The estimated cost for Alt 2 is \$1.4 billion. Funding for the difference in cost between Alt 1 and Alt 2 has not been identified, but, should Alt 2 be selected, OCTA would likely pursue funding for the cost differential from state and federal sources should they become available.

Alt 3 adds the baseline M2 project - one GP lane between Euclid Street and I-605 - plus another lane, a tolled express lane, in each direction between State Route 73 and State Route 22. The express lane would be combined with the existing carpool lane

system, including the existing freeway-to-freeway carpool lane connectors. They would be managed jointly as a two-lane facility in each direction, similar to the 91 Express Lanes. The cost estimate for Alt 3 is \$1.7 billion. The difference in funding over the \$1.3 billion baseline M2 project would be generated by user fees/tolls from those who choose to use the express lanes.

High Occupancy Vehicle Lanes

You stated that Alt 3 results in the loss of a free HOV lane that is replaced by tolled express lanes. While the occupancy requirement for HOVs using the proposed express lanes has not been finalized, it has been assumed that vehicles with HOV3+ occupancy would travel free. OCTA also is analyzing the traffic and revenue projections related to reduced fees and/or part-time use for HOV2+ occupancy.

Regardless of these considerations, recent federal legislation suggests the HOV occupancy requirement for the I-405 and other congested facilities may soon be revisited. On June 29, 2012, both the House and the Senate passed the Moving Ahead for Progress in the 21st Century Act (MAP-21) and on July 6, 2012 President Obama signed the legislation. MAP-21 includes language related to HOV lanes.

Because the HOV lanes on I-405 are often congested, they are classified as operationally deficient during peak hours. MAP-21 requires Caltrans to take actions to correct HOV operational deficiencies which include increasing the occupancy requirement. In the section related to HOV facilities, the legislation states:

"Not later than 180 days after the date on which a facility is degraded pursuant to the standard specified in paragraph (2), the State agency with jurisdiction over the facility shall bring the facility into compliance with the minimum average operating speed performance standard through changes to operation of the facility, including (i) increasing the occupancy requirement for HOV lanes; (ii) varying the toll charged to vehicles allowed under subsection (b) to reduce demand; (iii) discontinuing allowing non-HOV vehicles to use HOV lanes under subsection (b); or (iv) increasing the available capacity of the HOV facility."

In 2007, Caltrans found the segment of the I-405 within the project limits degraded per state and federal standards. Caltrans is currently updating its analysis for the I-405 which will likely trigger a review of the HOV2+ occupancy requirement in the near term.

Congestion Management Pricing and Toll Lanes

The underlying concept behind Alt 3 is to use congestion management pricing to keep the lanes operating at reliable, free-flow speeds for both single-occupant drivers and higher-occupancy vehicles. Available capacity in the express lanes is sold to users seeking a reliable travel time, thereby reducing congestion in the GP lanes. The goal is to move as many vehicles through the lanes as possible during peak commute hours.

It also reduces the number of trips by encouraging people to try alternatives to single occupancy vehicle travel by offering reliable travel time savings to higher occupancy vehicles such as buses, vanpools, and carpools.

Your letter states that Alt 3 burdens a large segment of the population to obtain transponders. While it is true a transponder would be required to use the express lanes, this is common practice in Orange County where more than 950,000 units have already been issued by the 91 Express Lanes and the Transportation Corridor Agencies. Also, the 91 Express Lanes offers multiple account options and all include a free transponder if a credit card is on file. Express lanes are becoming more and more prevalent as a means to manage congestion in busy corridors.

For example, Los Angeles Metro also is implementing an electronic toll collection system that requires transponders for use on high occupancy toll lanes on Interstate 110. That project is scheduled to open later in 2012. Another express lane project, scheduled to open in 2013, is being built along the Interstate 10 corridor in Los Angeles.

Project Refinements

As noted previously, OCTA and Caltrans are committed to working with the corridor cities to address their concerns regarding project impacts. We will continue to pursue design refinements in an effort to mitigate impacts in all three build alternatives. The following proposals were shared with the OCTA Board on August 13, 2012:

- Truncate the express lanes under Alt 3 north of Fairview Avenue to avoid reconstruction of the Fairview bridge
- Reconfigure the Magnolia Avenue/Warner Avenue interchange to avoid the need to relocate up to four full businesses in Fountain Valley
- Reduce impacts to parking in Westminster by altering project designs
- Avoid the wall relocation on Almond Avenue in the College Park East neighborhood of Seal Beach through design variations (available for Alt 3, unavoidable for Alt 2)
- Conduct soundwall surveys to gather feedback on proposed soundwalls and using local funds to meet community needs to optimize soundwall heights and location

Again, OCTA wants to assure you we are doing our best to respond to public feedback. Most, if not all, of your suggested revisions to the I-405 Improvement Project will be addressed in the final environmental document. This includes your requests for close coordination on ramp closures and construction-related impacts and mitigation of noise, air quality, and visual impacts.

Over the next several weeks, our staff will provide additional information to the OCTA Board related to traffic, funding, and project delivery options. In addition, in response to a Board request, staff is preparing a list of options for the use of net toll revenues

Interstate 405 Improvement Project
August 21, 2012
Page 5

should Alt 3 be selected. These options could include additional transit service, local streets and roads improvements and other highway upgrades in the corridor. These issues will be considered by the Board between now and September 24, 2012, when the Board is scheduled to select a locally preferred alternative. The project development team will recommend a preferred alternative to the Caltrans District 12 Director later this fall.

OCTA appreciates your feedback regarding the I-405 Improvement Project and we look forward to continuing to work with you as the project progresses.

Sincerely,

A handwritten signature in black ink, appearing to read "Paul G. Glaab", with a long horizontal flourish extending to the right.

Paul G. Glaab
Chairman

PGG:eb

c: OCTA Board of Directors
Will Kempton, Chief Executive Officer



July 31, 2012

Mr. Paul Glaab, Chairman, Board of Directors
Orange County Transportation Authority
P.O. Box 14184
Orange, CA 92863-1584

Subject: I-405 Improvement Project

Dear Chairman Glaab:

The I-405 Corridor Cities of Costa Mesa, Fountain Valley, Huntington Beach, Los Alamitos, Seal Beach, and Westminster (Cities) collectively appreciate Orange County Transportation Authority's (OCTA) efforts in coordinating transportation improvements throughout Orange County and implementing transportation solutions that are vital to the long-term needs of residents and visitors to the Orange County area.

The Cities have carefully considered the alternatives for the I-405 Freeway expansion in the Draft Environmental Impact Report/Environmental Impact Statement (EIR/EIS), and are unified in our opposition to Alternative 3 with Express Lanes. The Mayors of the Cities do, however; support Alternative 2 as our "locally preferred alternative," provided certain conditions are included to address the concerns of each City as outlined in Attachment 1. Alternative 2 provides the greatest travel time savings and vehicle capacity in the general purpose lanes and does not convert existing lanes to toll lanes nor require the paying of tolls.

The following are the bases for this determination:

- The Renewed Measure M program approved by the voters of Orange County did not include the Express Lanes solution for the I-405 Freeway and did not authorize the use for M2 funds to facilitate the implementation of Express Lanes;
- Alternative 3 results in the loss of the "free" High Occupancy Vehicle (HOV) lane that is replaced by "toll" Express Lanes;
- Alternative 3 burdens a large segment of the population to obtain transponders and pay to use the tax-payer funded improvements;
- The number of lanes that are available "free" for the public for most of the stretch of the freeway for Alternative 3 remains the same as currently exists, at five lanes total, whereas Alternative 2 proposes seven (Free) lanes;
- Alternative 2, at a cost of approximately \$300 million less than Alternative 3, provides a better value for the money in terms of benefits to the communities and commuters;
- Alternative 2 has less right-of-way impact than Alternative 3; and
- Alternative 2 represents a better utilization of land and money resources.

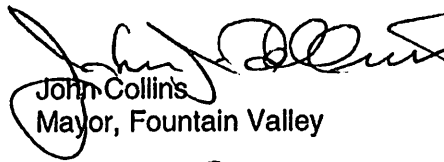
Mr. Glaab
Page Two
July 31, 2012

The Mayors of the Cities jointly request OCTA to champion the cause of the local cities by finding that Alternative 2 is the only "locally preferred alternative" for the I-405 Improvement Project.

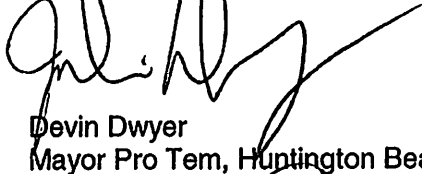
Sincerely,



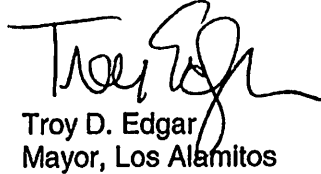
Eric R. Bever
Mayor, Costa Mesa



John Collins
Mayor, Fountain Valley



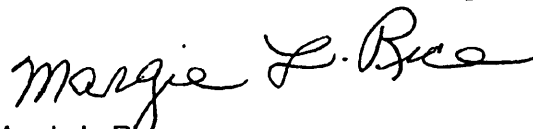
Devin Dwyer
Mayor Pro Tem, Huntington Beach



Troy D. Edgar
Mayor, Los Alamitos



Michael Levitt
Mayor, Seal Beach



Margie L. Rice
Mayor, Westminster

Attachment 1 – Suggested Revisions to Alternative 2

- c Senator Tom Harman
- Assembly Member Allan R. Mansoor
- Assembly Member Jim Silva
- Costa Mesa City Council
- Fountain Valley City Council
- Huntington Beach City Council
- Los Alamitos City Council
- Seal Beach City Council
- Westminster City Council
- James Pinheiro, Caltrans, Deputy District Director
- Staff

SUGGESTED REVISIONS TO ALTERNATIVE 2City of Costa Mesa

- There needs to be close coordination with local agencies on all ramp closures and to address construction-related impacts. Local events and conditions should be taken into account in scheduling closures.
- There should be full consideration to interior noise levels of sensitive uses and appropriate abatement of any noise impacts to achieve minimally acceptable interior noise standards.
- The proposed direct connector from eastbound Ellis Avenue to southbound I-405 Freeway requires widening of the freeway adjacent to Moon Park and several residences along Nevada Avenue in Costa Mesa. The proposed project will cause a retaining wall of up to 16 feet and a sound wall on top of it of 12 feet in height to be constructed approximately 6 feet from the backyard of residences. This will create significant noise, air quality and visual impacts. Several solutions should be considered to address this including deviating from State lane and shoulder widths standards, planting of mature trees and high density vegetation between the retaining wall and residences and also relinquishing an excess portion of right-of-way to adjacent residences.

City of Fountain Valley

Please refer to the comments to the Draft Environmental Impact Report/Environmental Impact Statement (EIR/EIS) submitted by the City of Fountain Valley.

City of Huntington Beach

Please refer to the comments to the Draft Environmental Impact Report/Environmental Impact Statement (EIR/EIS) submitted by the City of Huntington Beach.

City of Los Alamitos

Please refer to the comments to the Draft Environmental Impact Report/Environmental Impact Statement (EIR/EIS) submitted by the City of Los Alamitos.

City of Seal Beach

- Retention of the current soundwall on the north side of the I-405 freeway between Valley View Street and Seal Beach Boulevard by modification of the project to match City of Seal Beach modified design for Alternative 2; and
- Construct the improvements in a phased approach. The first phase will be to add only one northbound lane now between Valley View Street and the I-605 Freeway. The second phase will add a second lane in conjunction with I-405 improvements north of the county line.

City of Westminster

- Provide roadway alignment design alternatives that promote a more balanced approach to right-of-way acquisition.
- Mitigate grade differentials between street elevation and private property elevation resulting from the proposed bridge reconstructions.
- Mitigate on-site circulation and parking impacts for improved site access management.
- Vacate surplus property, not used for the project and deemed unusable by the State, to the City to enhance areas impacted by the project.
- Assess the potential for congestion relief on the local circulation system; provide design alternatives that improve adjacent local roads/connectors and promote ADA compliant pedestrian facilities.
- Provide a more balanced and fair approach to sound wall installation and replacement; beyond what is currently presented in the Draft EIS/EIR.

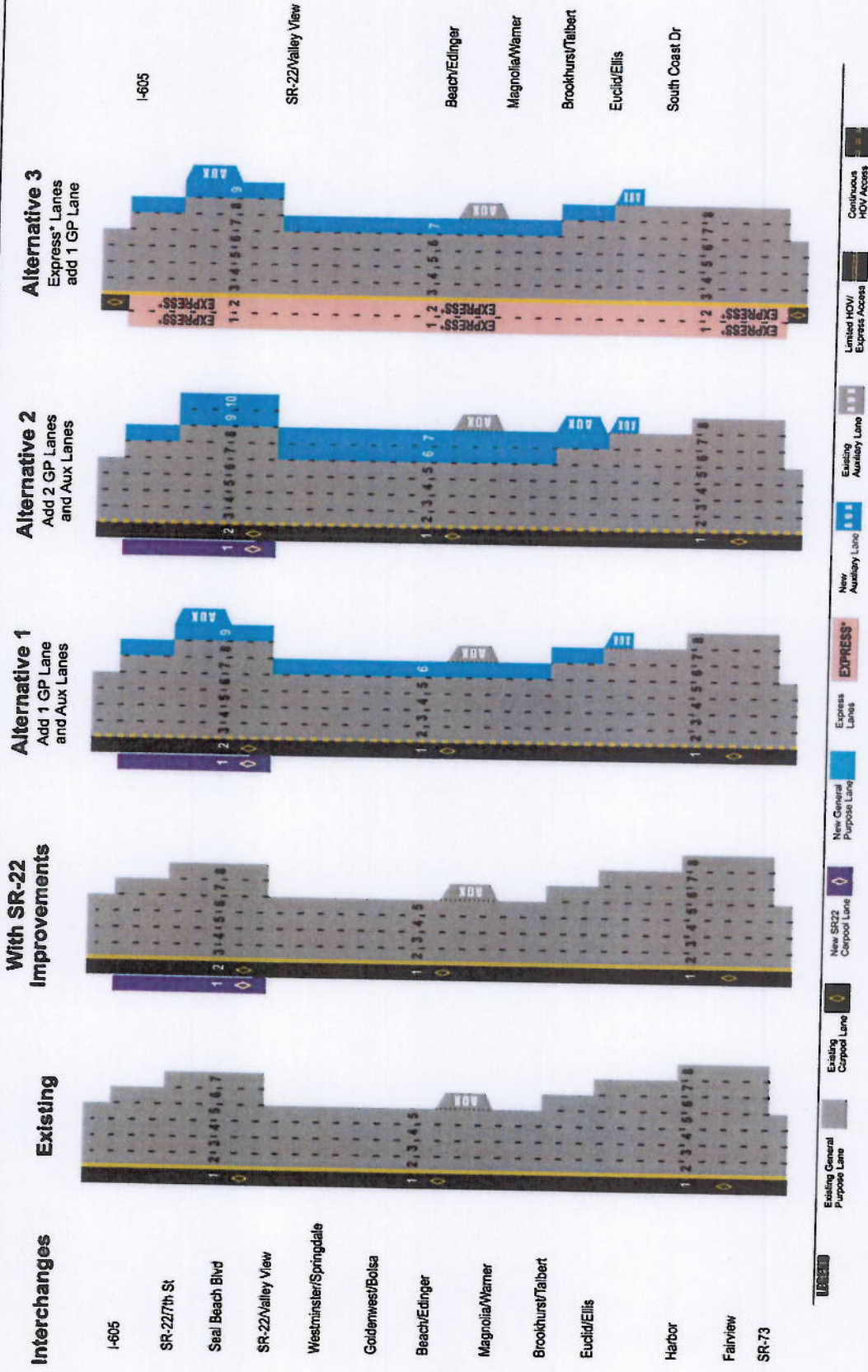


Figure 2-1: Lane Configurations, Northbound

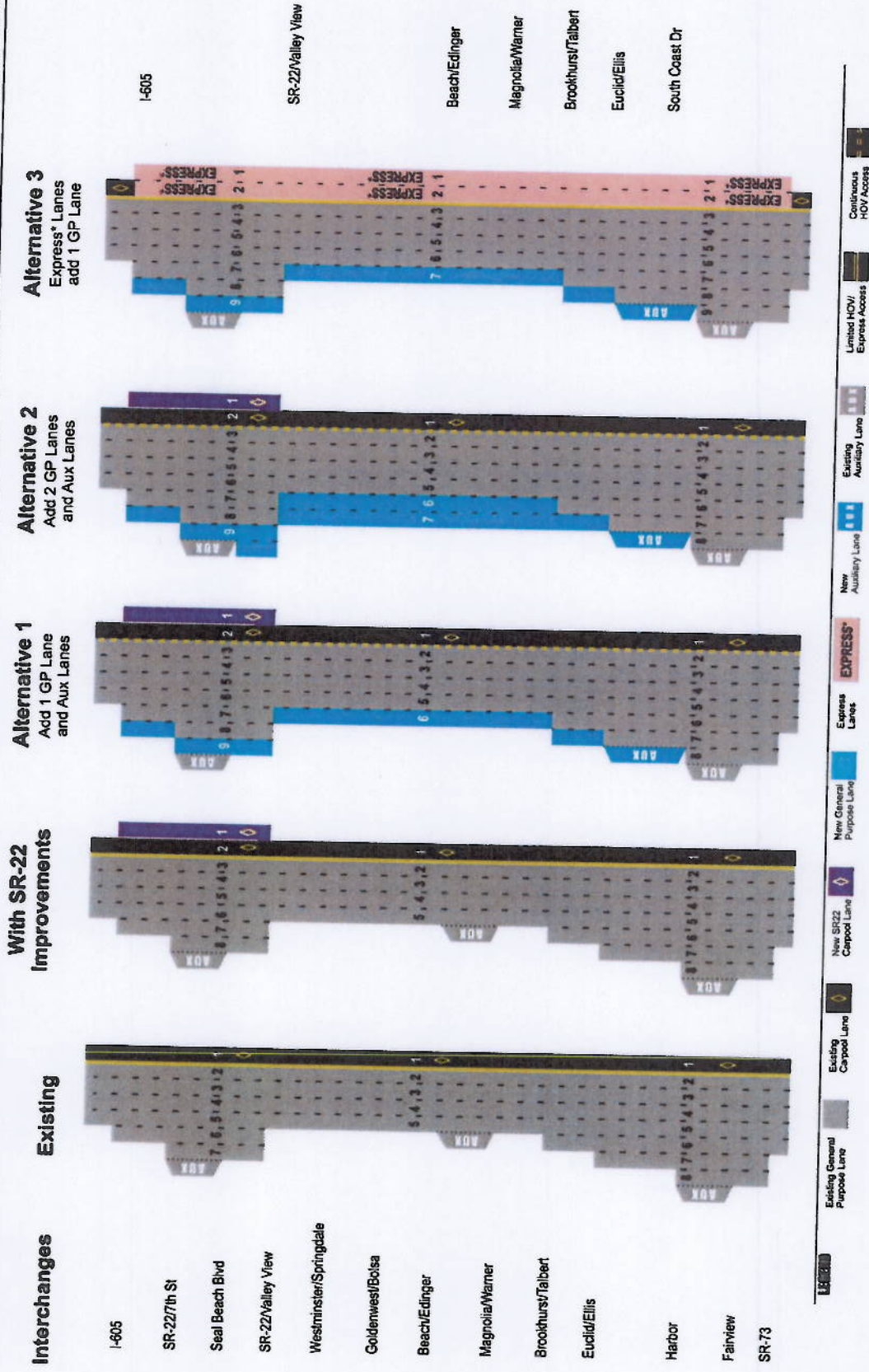


Figure 2-2: Lane Configurations, Southbound

Interstate 405 Improvement Project Follow-Up Items
As of 8/21/2012

#	Follow-up Actions	Status	Communications Method	Complete ✓
Freeway Operations & Traffic Studies				
1	Provide a diagram showing the freeway cross section for Alternative (Alt) 1, 2, 3, and modified 3. There were questions about lane balancing and capacity between Fairview Avenue and Harbor Boulevard. (Directors Herzog and Crandall)	Staff is developing a lane configuration diagram for modifications to Alt 3 which will be provided to the Board of Directors (Board) in August 2012.	August 27 Board Meeting	
2	Provide information about general purpose traffic conditions / throughput at the SR-73. (Director Caveche)	The traffic analysis is under way and will be ready for Board review prior to the discussion about the Locally Preferred Alternative (LPA).	September 10 Board Meeting	
3	Provide traffic studies to look at operations in the Orange County / Los Angeles County border area. (Director Bates)	The traffic analysis is under way and will be ready for Board review prior to the discussion about the LPA.	September 10 Board Meeting	
4	Determine whether we have information that shows vehicles would use the I-405/SR-73 express lanes connector and travel the four non-tolled miles to the tolled section of SR-73. (Director Bates)	The study area did not extend beyond the I-405/SR-73 interchange; however, connector volumes for the peak period are available and will be provided to the Board prior to the discussion about the LPA.	Board Memo	
Soundwalls				
5	Clarify ownership of the right of way (ROW) at Almond Avenue. (Director Crandall)	The 10' needed for the soundwall relocation at Almond Avenue is not within Caltrans ROW; however, there is an existing easement for public utility.	This Matrix	✓
6	Provide information about the implications of retaining the existing soundwall with cables at Almond Avenue. (Director Crandall)	If the existing soundwall at Almond Avenue is retained, a crash barrier on the freeway side is likely to be required.	This Matrix	✓
7	Provide information about Seal Beach's proposal to avoid the Almond Avenue soundwall relocation by providing a 4' emergency lane on the freeway. (Director Crandall)	The city of Seal Beach is proposing to reduce the inside shoulder of the freeway in the stretch of I-405 parallel to Almond Avenue to avoid relocation of the existing community wall. This design variation does not meet Caltrans standards and would not be approved due to safety implications.	This Matrix	✓

Interstate 405 Improvement Project Follow-Up Items
As of 8/21/2012

#	Follow-up Actions	Status	Communications Method	Complete ✓
8	Explain why we need to move the Almond Avenue community wall for Alt 2 but why we might not need to for Alt 3. (Director Herzog)	Alt 2 includes adding two general purpose lanes in each direction. Alt 3 includes adding one general purpose lane in each direction and uses the High Occupancy Vehicle (HOV) direct connector lanes being built with the West County Connectors project in the area as part of the toll facility under Alt 3. Therefore, the freeway cross section is wider with Alt 2 than with Alt 3 because it includes one additional general purpose lane between the I-405/SR-22 and the SR-227 th Street exit.	Board Memo/ Information at August 27 Board Meeting	
9	Can we truncate the toll lanes in Alt 3 at the SR-22 to avoid the wider footprint that could require a relocation of the soundwall at Almond Avenue? (Directors Campbell and Cavecche)	We believe we have a workable solution to avoid relocation of the soundwall under Alternative 3 that does not require truncating the Express Lanes. Truncating the Express Lanes at SR-22 northbound would involve either a lane drop, which would create an unacceptable bottleneck on the freeway mainline, or lane re-designation which would not reduce the freeway footprint or the impacts to the wall. Carrying the Express Lanes to I-605 avoids a lane drop because lanes go directly onto other freeways – SR-227 th Street and I-605.	Board Memo / Information at August 27 Board Meeting	
10	Can you modify Alt 2 and use the Alt 1 lane configuration to avoid relocation of the soundwall at Almond Avenue? (Directors Cavecche, and Herzog, and Moorlach)	You cannot use the Alt 1 lane configuration to avoid relocation of the soundwall at Almond Avenue. Terminating the second additional northbound general purpose lane included in Alt 2 at SR-22 would involve a lane drop, which would create an unacceptable bottleneck on the freeway mainline. Carrying the lane to SR-227 th Street as shown in the current plans avoids a lane drop because the lane goes directly onto the SR-227 th Street freeway connector.	Board Memo / Information at August 27 Board Meeting	
11	Are there design variations available for Alt 2 to avoid relocation of the Almond Avenue soundwall? (Director Cavecche)	We have explored options which would include non-standard design variations and we cannot totally eliminate replacement of portions of the wall under Alt. 2.	This Matrix / Information at August 27 Board Meeting	

Interstate 405 Improvement Project Follow-Up Items
As of 8/21/2012

#	Follow-up Actions	Status	Communications Method	Complete ✓
Toll Facility				
12	Provide an analysis of an operating policy that allows HOV2+ to ride free to determine whether this approach can support Alt 3 alone. (Director Bates)	Stantec's Phase II Traffic and Revenue Study indicated that an operating policy allowing HOV2+ to ride free does not generate sufficient revenues to pay for the express lanes. Stantec is updating the traffic and revenue forecasts to provide information about other HOV2+ policies that might be feasible. This information, along with the summary information from the prior Phase II report, will be provided to the Board prior to the LPA selection in September 2012.	Information at September 10 Board Meeting	
13	Provide a fuller explanation about the potential lease agreement with the state for toll facility and terms. (Director Herzog)	On August 16, 2012, OCTA's General Counsel provided lease agreement information to the Board of Directors.	E-mail	✓
14	Provide a legal analysis of SB 4 as relates to uses for net toll revenues. (Director Herzog)	On August 16, 2012, OCTA's General Counsel provided information related to SB 4 and allowable uses for net toll revenues.	E-mail	✓
15	Develop a very specific policy on the use of net toll revenues – where they could go, what they could be used for. Also, clarify that net toll revenues go back into the corridor. (Directors Cavecche and Crandall)	Options and a recommended approach for the use of net toll revenues are under development and will be provided to the Finance and Administration Committee on August 22 and to the Board on August 27.	Information at August 27 Board Meeting	
Other				
16	Determine whether or not the draft environmental document needs to be re-circulated given the proposed modifications. (Director Crandall)	It is not anticipated at this time the draft EIR/EIS will require recirculation but this is dependent on a review of supplemental studies that are being prepared.	This Matrix	✓
17	Quantify the cost savings from design modifications at Magnolia/Warner that moves to a collector-distributor system. Also, clarify cost savings from reduced parking relocations. (Director Moorlach).	Staff is developing a matrix to illustrate cost savings achieved by implementing proposed design refinements.	Information at August 27 Board Meeting	

Interstate 405 Improvement Project Follow-Up Items
As of 8/21/2012

#	Follow-up Actions	Status	Communications Method	Complete ✓
18	Is the gas line in Seal Beach moving? Which approach is recommended? (Director Crandall)	All of the Interstate I-405 Improvement Project build alternatives require relocation of the underground gas pipelines that are currently in Caltrans right-of-way on the northern edge of the Seal Beach Naval Weapons Station. The draft environmental document lists three options for the pipeline relocations. The Navy has indicated a willingness to grant the easement for the relocation between the inner and outer fences on the naval property. OCTA and Caltrans will be meeting with the Navy in the coming months to further discuss and secure formal approval.	E-mail Director Crandall and this matrix	✓
19	Clarify which bridges being reconstructed under each alternative (Director Caveche)	All bridges between Bolsa Chica and Euclid Avenue will require reconstruction under Alts 1 and 2 and modified Alt 3.	This matrix	✓
20	What are the cost estimates for Alts 1 and 2 should design-build not be approved? (Director Hansen)	Staff is creating a matrix to compare costs between each alternative with and without design build authority.	Information at August 27 Board Meeting	
Other Staff Follow-Up Items				
21	Provide updated traffic information for Alt 1, 2, 3 and the modified Alt 3 including things like travel time, volume, and throughput.	An updated traffic analysis is under way and will be ready for Board review in September 2012 prior to the discussion about the LPA. The technical team will augment information with data related to congestion management pricing and its impact on throughput.	Information at September 10 Board Meeting	
22	Optimize lane drop configurations at the Los Angeles/Orange County line.	The analysis is under way and will be provided to the Board in prior to the LPA discussion in September.	Information at September 10 Board Meeting	
23	For Alt 2, provide project funding and potential tradeoff information with and without design-build.	Schedule and cost information, along with possible project tradeoff information, will be provided to the Board prior to the consideration of an LPA.	Information at September 10 Board Meeting	
24	Assess costs, traffic and revenue implications of the modified Alt 3.	A report on costs and traffic and revenue data will be provided to the Board prior to their consideration of an LPA.	Information at September 10 Board Meeting	
25	Clarify the soundwall / retaining wall issue in Costa Mesa at Nevada Street. Are impacts the same under Alt 2 and Alt 3?	These retaining walls fluctuate between 12 and 16 feet in height with a 12 feet sound wall replacing the existing sound wall along the edge of the freeway. These walls are caused by the new edge of pavement proposed to be 16 to 29 feet closer to houses along a stretch of the freeway. Details for each alternative to be provided.	Memo	