



February 11, 2013

To: Members of the Board of Directors

From: Will Kempton, Chief Executive Officer

A handwritten signature in black ink that reads "Will Kempton" with a long horizontal line extending to the right.

Subject: Measure M2 Progress Report for October 2012 Through December 2012

Overview

Staff has prepared a Measure M2 progress report for the period of October 2012 through December 2012 for review by the Orange County Transportation Authority Board of Directors. Implementation of Measure M2 continues at a fast pace, and revenue projections continue on a positive trend. This report highlights progress on Measure M2 projects and programs and will be available to the public via the Orange County Transportation Authority website.

Recommendation

Receive and file as an information item.

Background

On November 7, 2006, Orange County voters, by a margin of 69.7 percent approved the renewal of the Measure M Plan (Plan) one half-cent sales tax for transportation improvements. The Plan provides a 30-year revenue stream for a broad range of transportation and environmental improvements, as well as an operating ordinance which defines all the requirements for implementing the Plan. The ordinance designates the Orange County Transportation Authority (OCTA) as responsible for administering the Plan and ensuring OCTA's contract with the voters is followed.

The Measure M2 (M2) transportation ordinance and investment plan, Ordinance No. 3, requires quarterly status reports regarding the major projects detailed in the ordinance be filed with the OCTA Board of Directors (Board). All M2 progress reports are posted online for public review.

Discussion

This quarterly report reflects current activities and progress within the overall M2 Program for the period of October 1, 2012 through December 31, 2012 (Attachment A).

The quarterly report is designed to be easy to navigate and public friendly, reflecting OCTA Strategic Plan transparency goals. The report includes budget and schedule information included in the Capital Action Plan, Local Fair Share and Senior Mobility Program payments made to cities this quarter, as well as total payments from M2 inception to December 2012.

Quarter Highlights

- On October 22, 2012, the OCTA Board selected Alternative 1 (one general purpose lane in each direction) as the locally preferred alternative for the Interstate 405 (I-405) Improvement Project. The draft environmental study to widen the I-405 through the unincorporated area of Rossmore and the cities of Costa Mesa, Fountain Valley, Garden Grove, Huntington Beach, Los Alamitos, Seal Beach, and Westminster was completed and is now being reviewed by the project development team for selection of the preferred alternative. On December 10, 2012, the Board selected a consultant team to act as the program management consultant and prepare the project for delivery through the design-build process. The I-405 improvements will add mainline capacity and improve the local interchanges along the corridor. The final environmental document is expected to be complete in summer 2013.
- Construction was advertised to add capacity on State Route 91 between State Route 57 and Interstate 5. Construction bids were opened on November 29, 2012, and construction is anticipated to begin in late January or early February 2013. The project will add a new westbound general purpose lane through the cities of Anaheim and Fullerton.
- To improve traffic flow on city streets, OCTA is working with local jurisdictions to synchronize signals and improve roadways. On October 26, 2012, two concurrent calls for projects were issued. One for signal synchronization for a total of \$15 million (18 applications were received) and one for the Regional Capacity Program for \$35 million (31 applications received). During the months of November and December, funding applications were reviewed against the Board-approved guidelines to determine projects recommended for funding. The final funding recommendations are

anticipated to be brought to the Board for approval in early 2013 for the signal program and in the second quarter for the Regional Capacity Program.

- The first Community-Based Transit/Circulators 2013 call for projects was issued on December 4, 2012, for a total of \$28 million, with applications due on March 29, 2013. This is a capital program with a required ten percent local match and is intended to develop local bus transit services that complement regional transit services. All projects must be competitively bid and cannot duplicate or compete with existing transit service.
- The two fixed-guideway projects continue to move forward. The City of Anaheim's Anaheim Rapid Connection (ARC) Project Alternative Analysis (AA) Report is now complete and was submitted to the Federal Transit Administration (FTA) in October 2012 for review. Also this quarter, on October 23, 2012 the Anaheim City Council adopted the streetcar alternative as the locally preferred alternative. The ARC Project anticipates the environmental process to be complete in January 2013. The Santa Ana/Garden Grove project AA/environmental impact report (EIR)/environmental assessment (EA) is now complete and was submitted to the FTA in December. Following FTA approval, the draft AA/EIR/EA will be released to the public for comments in the spring of 2013.
- With approval of the M2020 Plan last quarter, implementing actions were directed by the Board. The M2020 Plan implementing actions included directing staff to initiate an amendment process to the M2 Transportation Investment Plan to address the funding shortfall on Project K, develop an M2020 Plan of Finance, and initiate an organizational assessment study to ensure OCTA's success in delivering the M2020 Plan. The amendment to the M2 Transportation Investment Plan was approved unanimously by the Taxpayer Oversight Committee on October 9, 2012. A public hearing on the proposed amendment was conducted on November 9, 2012, and the Board approved the amendment. The M2 Plan of Finance was presented and approved by the Board on November 26, 2012. The organizational assessment study kicked off in November 2012, and data collection and interviews with staff are underway.
- As part of the regularly scheduled M2 Performance Assessment, the consultant team has been working internally and externally to gather

information and review OCTA's performance with regard to M2 during the time period of July 1, 2009 through June 30, 2012. The final report is currently being prepared, and staff anticipates presenting the findings next quarter.

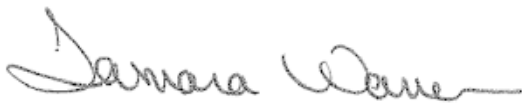
Summary

As required by M2 Ordinance No. 3, a quarterly report covering activities from October 2012 through December 2012 is provided to update progress in implementing the M2 Transportation Investment Plan. The above information and the attached details indicate significant progress on the overall M2 Program. To be cost-effective and to facilitate accessibility and transparency of information available to stakeholders and the public, the M2 progress report is presented on the OCTA website. Hard copies are available by mail upon request.

Attachment

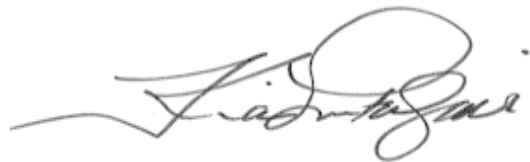
- A. Measure M2 Progress Report – Second Quarter of Fiscal Year 2012-13 – October 1, 2012 through December 31, 2012

Prepared by:



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Approved by:



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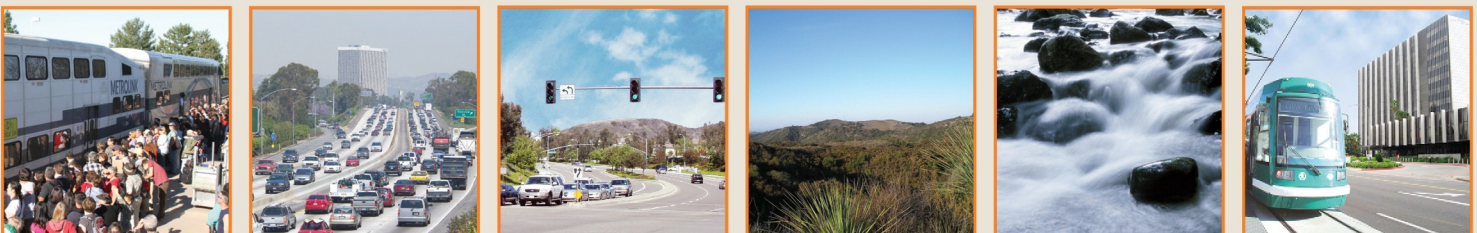
Highlights of the second quarter activities include:

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

Measure M2

Progress Report

Second Quarter of Fiscal Year 2012-13
October 1, 2012 through December 31, 2012



Measure M2

Progress Report



PROGRESS REPORT

SUMMARY



As required by the Measure M2 Ordinance No. 3, a quarterly report covering activities from October 1, 2012 through December 31, 2012 is provided to update progress in implementing the M2 Transportation Investment Plan.

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

Measure M2

Progress Report



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Measure M2

Progress Report



M2020 Projects

Environmental ■ Design/Right of Way ■ Construction ■

M2020 Freeway Projects Through Construction

	2010	2011	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021	2022
C,D I-5, Pico to Vista Hermosa (Includes Pico Interchange)													
C I-5, Vista Hermosa to Pacific Coast Highway													
C I-5, PCH to San Juan Creek Road													
D I-5, I-5/Ortega Interchange													
C,D I-5, SR-73 to El Toro Road (includes Avery & La Paz Interchange)													
A I-5, SR-55 to SR-57													
F SR-55, I-405 to I-5													
G SR-57 (NB), Katella to Lincoln													
G SR-57 (NB), Orangethorpe to Yorba Linda													
G SR-57 (NB), Yorba Linda to Lambert													
H SR-91 (WB), I-5 to SR-57													
I SR-91 (WB), Tustin Interchange to SR-55													
J SR-91/SR-55 to SR-241 (Weir Canyon)													
J SR-91 (EB), SR-241 to SR-71 (complete)													
K I-405 Improvement Project													
Remaining projects (shown below)													

M2020 Freeway Projects Through Environmental Phase

- B** I-5 Widening (SR-55 to I-405)
- I** SR-91 Widening (SR-57 to SR-55)
- D** I-5 / El Toro Road Interchange Improvements
- J** SR-91 Widening (SR-241 to I-15)*
- F** SR-55 Widening (I-5 to SR-22)
- L** I-405 Widening (SR-55 to I-5)
- G** SR-57 NB Widening (Orangewood Avenue to Katella Avenue)
- M** I-605 / Katella Ave. Interchange Improvements
- G** SR-57 NB Widening (Lambert Road to County Line)

* Project environmentally cleared as part of the Riverside County Transportation Commission's Corridor Improvement Project.



FREEWAY PROJECTS

Interstate 5 (I-5) Projects

PROJECT A

I-5 Between SR-55 and SR-57

Status: Environmental Study Underway

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

Summary: This quarter, OCTA continued conducting an environmental study to add lanes to the I-5 between the SR-55 and the SR-57 in Santa Ana. The study will evaluate options to add capacity to the existing high-occupancy vehicle (HOV) lanes and improve traffic circulation within the I-5/SR-55 interchange. The study is expected to be completed in late 2013.

PROJECT B

I-5 Between the SR-55 and El Toro "Y"

Status: Project Study Report (PSR) approved

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

Summary: Project B would improve traffic flow and operations along the I-5 within the cities of Irvine and Tustin. Staff are currently evaluating available funding as part of M2020 Plan to advance the project through the environmental phase. The environmental phase is anticipated to begin in September of 2013.

PROJECT C & PART OF PROJECT D

I-5 Between SR-73 and El Toro Road and
I-5 Between Avenida Pico and San Juan Creek Road

Status: I-5 (SR-73 and El Toro Road) Segment – Environmental Study Underway

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

Summary: An environmental study continued during the quarter for improvements along the I-5 between the SR-73 and El Toro Road in the cities of Lake Forest, Laguna Hills, and Mission Viejo. The study evaluates lane additions and interchange improvements to improve traffic flow through this area. These improvements include reconstruction of the La Paz Road and Avery Parkway interchanges (part of Project D). During the past quarter, the study team completed the final Value Analysis Report and project base map surveying. The study is expected to be completed in mid-2014.



Status: I-5 (Avenida Pico and San Juan Creek Road) Segment – Final Design Underway

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

Summary: OCTA continues final design for improvements along the I-5 between Avenida Pico and San Juan Creek Road in the cities of San Clemente, Dana Point, and San Juan Capistrano. The project will widen I-5 to add an HOV lane in each direction and includes major interchange improvements to Avenida Pico (part of Project D). During the quarter, plans for the three segments were submitted with two of the three segments at 95% complete, and the remaining third segment at 100% complete. Staff will review the submitted plans during the next quarter. Final design is expected to be completed by segment with one in early 2013, one in mid 2013, and the final segment in early 2014. Construction is anticipated to begin in 2015.

PROJECT D

I-5 / El Toro Road and I-5 / Ortega Highway Interchanges

Status: I-5 / El Toro Road Interchange – PSR Underway

Contact: Charlie Larwood, Planning
(714) 560-5683

Summary: The I-5/El Toro Road Interchange study will evaluate alternatives to increase capacity, improve mobility, and relieve congestion at the freeway ramps and roadways within the vicinity of the interchange. The project study team is continuing the preparation of the draft PSR document. Alternatives to be included in the draft report are being finalized. The study teams for the mainline project met to ensure the alignment for the I-5 Widening Project (Project C) is known and taken into consideration when determining the alternatives. The study is expected to be completed early 2013.

Status: I-5 / Ortega Highway Interchange – Construction to Start Soon

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

Summary: The California Department of Transportation (Caltrans) approved the construction contract on September 18, 2012 for the reconstruction of the interchange at SR-74 in San Juan Capistrano during the quarter. The project will reconstruct the SR-74 bridge over the freeway and improve local traffic flow along the SR-74 and Del Obispo Street, adjacent to the freeway. Construction is expected to start in February 2013 due to City of San Juan Capistrano's request to begin construction after the winter holidays.



State Route 22 (SR-22) Project

PROJECT E

SR-22 Access Improvements



Status: SR-22 interchanges at Brookhurst Street, Euclid Street, and Harbor Boulevard – **Project Complete**

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

Summary: Completed in 2007, Project E added improvements at key SR-22 interchanges to reduce freeway and street congestion in the area. The project was completed early as part of a “bonus project” provided by the original Measure M.

State Route 55 (SR-55) Projects

PROJECT F

SR-55 Between I-405 and SR-91

Status: SR-55 (I-405 to I-5) Segment – Environmental Study Underway

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

Summary: OCTA is finalizing technical studies and beginning to prepare a draft environmental document. The purpose of the project is to increase capacity on SR-55 in the cities of Irvine, Santa Ana, and Tustin. The study will evaluate the addition of general purpose lanes, carpool lanes, and auxiliary lanes. The study is expected to be completed in early 2014.

Status: SR-55 (I-5 to SR-91) Segment – PSR Underway

Contact: Charlie Larwood, Planning
(714) 560-5683

Summary: OCTA is developing a PSR to add capacity between the I-5 and SR-22, and provide operational improvements between SR-22 and SR-91 in the cities of Orange, Santa Ana, Tustin, and Anaheim. This quarter, the Project Study Team has drafted a purpose and need statement, and identified a set of initial alternatives that are now being modeled. The study is anticipated to be complete in fall of 2013.



State Route 57 (SR-57) Projects

PROJECT G

SR-57 Improvements between Orangethorpe to Lambert, Katella to Lincoln, and Orangewood to Katella

Status: SR-57 Northbound– Construction Underway

Contact: Charlie Larwood, Planning
(714) 560-5683

Summary: Construction is underway on three segments of the SR-57 freeway to add a new northbound general purpose lane through the cities of Anaheim, Brea, Fullerton, and Placentia. Caltrans is overseeing construction, which continued during the quarter.

SR-57 northbound, Katella Avenue to Lincoln Avenue: Construction crews are excavating dirt, conducting electrical work, and constructing retaining walls. Crews are scheduled to start the Katella Avenue and Douglas Road bridge widenings in mid-January. The project is on schedule to open by mid-2014.

SR-57 northbound, Orangethorpe Avenue to Yorba Linda Boulevard: Construction crews are finishing the Placentia bridge widening and have started to widen the bridge at Nutwood Avenue. The project is on schedule to open by the end of 2013.

SR-57 northbound, Yorba Linda Boulevard to Lambert Road: Crews are conducting paving operations near Imperial Highway and will finish paving near Yorba Linda Boulevard by the end of January. The project is on schedule to open by the end of 2013.

Status: SR-57 northbound from Orangewood Avenue to Katella Avenue – PSR Underway

Contact: Charlie Larwood, Planning
(714) 560-5683

Summary: OCTA initiated a PSR to add capacity in the northbound direction of the SR-57 in the cities of Anaheim and Orange. This quarter, OCTA met with study stakeholders, initiated Purpose and Need Development, modeling efforts, and began development of alternatives. The study is anticipated to be complete in approximately 18 months, in early 2014.



State Route 91 (SR-91) Projects

PROJECT H

SR-91 Between SR-57 and I-5

Status: Construction is expected to start in late January or early February 2013

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

Summary: The project will add a new westbound general purpose lane through the cities of Anaheim and Fullerton. OCTA and Caltrans approved the final design and the project was advertised in October 2012 for construction. Bids were opened on November 29, 2012. Construction will begin in late January or early February 2013. OCTA and Caltrans will conduct pre-construction public outreach.

PROJECT I

SR-91 Between SR-57 and SR-55

Status: SR-91 Between SR-55 and Tustin Avenue Interchange — Final Design and Right-of-Way Activities in Progress

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

Summary: Caltrans is finalizing the design to improve traffic flow at the SR-55/SR-91 interchange. Caltrans right-of-way staff is proceeding with temporary construction easement acquisition efforts for 19 parcels. Both final design and right-of-way phases are expected to conclude in early 2013 with construction advertised and awarded in mid-2014.

Status: SR-91 Between SR-57 to SR-55 — PSR Underway

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

Summary: OCTA initiated a PSR to improve the freeway-to-freeway connectors between SR-91/SR-55 and SR-91/SR-57. This quarter, OCTA completed the administrative draft of the PSR. OCTA will be providing the draft PSR to Caltrans for their review and approval. The study is anticipated to be completed by mid-2013.



PROJECT J

SR-91, Between Interstate 5 (I-5) and Riverside County Line

Status: SR-91, Between State Route 241 (SR-241) and State Route 71 (SR-71) – **Project Complete**



Summary: This completed project added six miles of an additional EB lane to the SR-91. A key stretch of the SR-91 between the SR-241 and SR-71 in Riverside County. The project improves mobility and operations by reducing traffic weaving from traffic exiting at the SR-71 and Green River Road. Because this project was shovel-ready, OCTA was able to obtain American Recovery and Reinvestment Act (ARRA) funding for this M2 project – saving M2 revenues for future projects.

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

Status: SR-91, Between SR-55 and SR-241 – Construction Underway

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

Summary: The project will add a new westbound and eastbound general purpose lane through the cities of Anaheim Hills and Yorba Linda. Caltrans is overseeing construction which continued during the quarter. Construction progress is approximately 95% complete. During this quarter, construction crews substantially completed road and shoulder widening, as well as wrapped up major reconstruction and realignment operations on fifteen (15) on and off-ramps. With only minor construction work to complete, the project is expected to be complete in early 2013.

Status: SR-91, Between SR-241 and I-15 – Environmental Study Underway

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

Summary: OCTA continued working with the Riverside County Transportation Commission (RCTC) to extend the 91 Express Lanes eastward from its current terminus in the city of Anaheim to I-15 in Riverside County during the quarter. This project will also add one general purpose lane in each direction from the SR-241 to the I-15. With the project's draft environmental document in circulation, the environmental review process is expected to wrap-up in early 2013. RCTC issued a request for proposals to procure a design-build contractor and responses are expected by the end of January 2013.



The portion between the SR-241 and the Orange County/Riverside County line is also part of Project J, while the matching segment between the county line and the SR-71 is part of RCTC's Measure A. With RCTC's focus on extending the 91 Express Lanes, construction of the additional general purpose lane will take place post-2025. Accordingly, the matching general purpose lane improvements on the Orange County side are being scheduled to ensure coordinated delivery of the projects and to provide a continuous segment that stretches from the SR-241 to the SR-71. This action is consistent with the 2012 SR-91 Implementation Plan.

Interstate 405 (I-405) Projects

PROJECT K

I-405, Between SR-55 and I-605

Status: Draft Environmental Impact Statement/Draft Environmental Impact Report (EIS/EIR) Released

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

Summary: OCTA is preparing an environmental study to widen the I-405 through the cities of Costa Mesa, Fountain Valley, Garden Grove, Huntington Beach, Los Alamitos, Seal Beach, and Westminster. These improvements will add mainline capacity and improve the local interchanges along the corridor. The OCTA Board of Directors (Board) selected Alternative One as the Locally Preferred Alternative on October 22, 2012. The Preferred Alternative is scheduled to be selected by the Project Development Team in January 2013. The OCTA Board selected Parsons Transportation Group, Inc., to act as the Program Management Consultant on December 10, 2012. The final environmental document is expected to be complete in summer 2013.

PROJECT L

I-405 Between SR-55 and the El Toro "Y"

Status: PSR Underway

Contact: Charlie Larwood, Planning
(714) 560-5683

Summary: The I-405 (Project L) PSR will evaluate alternatives that would add general purpose lanes to increase capacity, relieve congestion, and enhance lane continuity through the corridor. The preliminary draft of the PSR document is complete and in review with the project study team. The draft study is expected to be complete early 2013.



Interstate 605 (I-605) Projects

PROJECT M

I-605 Interchange Improvements

Status: Preliminary Engineering Starting Soon

Contact: Charlie Larwood, Planning
(714) 560-5683

Summary: This project will improve freeway access and arterial connection to I-605 at Katella Avenue in the City of Los Alamitos and County of Orange. Planned improvements may include enhancements at the on/off ramps and operational improvements on Katella Avenue at the I-605 interchange. The Request for Proposals (RFP) was released in October 2012 and consultant approval is anticipated in March 2013. Preliminary engineering is expected to begin June 2013.

PROJECT N

Freeway Service Patrol

Summary: Freeway Service Patrol (FSP) funded by M2 began operation June 2012. During the quarter, the new midday service provided assistance to 320 motorists and new weekend service provided assistance to 400 motorists. The amendment to the agreement with the California Highway Patrol (CHP) to add a dedicated FSP public safety dispatcher was executed in September. The local CHP command is still awaiting authorization from Headquarters to add the new position.

Contact: Sue Zuhlke, Motorist Svcs.
(714) 560-5574



STREETS & ROADS



PROJECT O

Regional Capacity Program

Status: Regional Capacity Program – Call for Projects Underway

Contact: Roger Lopez, Planning
(714) 560-5438

Summary: The 2013 Regional Capacity Program call for projects continues to progress. On October 26, 2012, 17 local agencies submitted 31 applications requesting project funding. During the months of November and December, funding applications were reviewed against the Board-approved Comprehensive Transportation Funding Programs guidelines to determine the projects that will be recommended for funding. The final funding recommendations are expected to be approved by the Board in the second quarter of 2013.

Status: Raymond Grade Separation – Design 100% Complete

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

Summary: The project located at Raymond Avenue Railroad (RR) crossing will grade separate the local street from railroad tracks in the City of Fullerton by taking vehicular traffic under the railroad crossing. On August 13, the Board approved an amendment to the Cooperative Agreement with the City of Fullerton, making OCTA the lead agency for property acquisition and tenant relocation. This right-of-way lead agency change was made as a result of a request made by the City of Fullerton. The City has been finalizing the project plans, specifications, and estimate (PS&E) during the quarter. City will begin procurement for a construction manager in first quarter of 2013, and will release the advertisement for construction by fall of 2013. Construction is anticipated to begin by late 2013 and is expected to be completed by mid-2016.

Status: State College Grade Separation – Design Nearing Completion

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

Summary: The project located at State College Boulevard RR crossing will separate the local street from railroad tracks in the City of Fullerton by taking vehicular traffic under the railroad crossing. On August 13, the Board approved an amendment to the cooperative agreement with the City of Fullerton, making OCTA the lead agency for property acquisition and tenant relocation. This right-of-way lead agency change was made as a result of a request made by the City. Fullerton staff has been finalizing the project plans, specifications, and estimate (PS&E) during the

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Progress Report



quarter. The City will begin procurement for a construction manager in first quarter of 2013, and will release the advertisement for construction by fall of 2013. Construction is anticipated to begin by late 2013 and expected to be completed by mid-2016.

Status: Placentia Grade Separation – Construction Underway

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

Summary: The project will grade separate the local street from railroad tracks in the City of Placentia. OCTA is overseeing construction which continued during the quarter. Construction progress is approximately 38 percent complete, and the project is expected to be completed by summer of 2014.

Status: Kraemer Grade Separation – Construction Underway

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

Summary: The project will grade separate the local street from railroad tracks in the City of Placentia. OCTA is overseeing construction which continued during the quarter. Construction progress is approximately 38 percent complete and the project is expected to be completed by spring of 2014.

Status: Tustin / Rose Grade Separation – Advertised for Construction

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

Summary: The project located at Tustin Avenue/Rose Drive RR crossing will grade separate the local street from railroad tracks in the Cities of Placentia and Anaheim by building a bridge for vehicular traffic over the railroad crossing. OCTA released the advertisement for construction on October 3, 2012, and five bids were received on November 28, 2012. Construction is anticipated to begin by late spring 2013, and expected to be completed by early 2016.

Status: Lakeview Grade Separation – Design Nearing Completion

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

Summary: The project located at Lakeview Avenue RR crossing will grade separate the local street from railroad tracks in the Cities of Anaheim and Placentia. OCTA staff has been finalizing the project plans, specifications, and estimate during the quarter. OCTA will release the



advertisement for construction by spring 2013. Construction is anticipated to begin by fall 2013, and expected to be completed by mid-2016. In addition, OCTA selected a qualified firm for construction management services on November 9, 2012.

Status: Orangethorpe Grade Separation – Advertised for Construction **Contact:** Rose Casey, Capital Projects (714) 560-5729

Summary: The project located at Orangethorpe Avenue RR crossing will grade separate the local street from railroad tracks in the Cities of Placentia and Anaheim by building a bridge for vehicular traffic over the railroad tracks. OCTA released the advertisement for construction on September 12, 2012 and six bids were received on November 6, 2012. Construction is anticipated to begin by summer of 2013 and expected to be completed by mid-2016.

PROJECT P

M2 Regional Traffic Signal Synchronization Program (RTSSP)

Status: Construction Underway **Contact:** Ron Keith, Planning (714) 560-5990

Summary: OCTA awarded all of the projects applied for in fiscal year (FY) 2012–13 in April 2012. The local agencies and the County of Orange participated with 24 projects totaling \$9,696,236. These projects cover 141 miles with 533 intersections. All participants are implementing their respective projects, and results are expected starting in January 2013. OCTA was designated to act as lead agency for seven of these projects that began in July 2012, with results expected in January 2014. A new FY 2013-14 call for projects was received on October 26, 2012. Eighteen (18) applications are being reviewed and revised and will be presented to the Board for approval in early 2013. Fifteen million dollars is available for Regional Signal Synchronization projects for FY 2013-14.

Projects for FY 2011-12 are all underway, with either interagency agreements being finalized and/or projects under construction.

Projects Agency led projects are Valley View Street (Buena Park), Fairview Road (Costa Mesa), Bastanchury Road (Fullerton), Euclid Street (Fullerton), Jamboree Road (Irvine), Lambert Road (La Habra), Del Obispo (San Juan Capistrano), Avenida Pico (San Clemente), and El Camino Real (San Clemente). The cities listed in parentheses are the lead or administrative agency.



Projects underway and led by OCTA are Crown Valley Parkway, Marguerite Parkway, MacArthur Blvd./Talbert Ave., Goldenwest Street, Tustin Ave./Rose Dr., Warner Avenue, and Magnolia Street. All of these projects are well underway, with agency agreements in place and design nearly complete.

Projects Agency led for FY 2012-13 either are in the agreement finalization stage, under construction, or were to be released for construction in the last quarter of 2012. They are Knott Avenue (Buena Park), 7th Street (Costa Mesa), Baker/Placentia (Costa Mesa), Victoria Avenue (Costa Mesa), Brea Boulevard (Fullerton), Commonwealth Avenue (Fullerton), Lemon/Anaheim (Fullerton), Placentia Avenue (Fullerton), Culver Drive (Irvine), Jeffrey Road (Irvine), La Habra Boulevard (La Habra), Paseo de Valencia (Laguna Hills), Newport Coast Drive (Newport Beach), San Joaquin Hills Road (Newport Beach), Avenida Vista Hermosa (San Clemente), and Camino De Los Mares (San Clemente).

All interagency agreements have been finalized for all projects OCTA led projects in the last quarter of 2012. They are First/Bolsa, Ball Road, Edinger Avenue, Oso/Pacific Park, Los Alisos Boulevard, Santa Margarita Parkway, and Lake Forest Drive. These projects will begin construction in the first quarter of 2013.

PROJECT Q

Local Fair Share Program

Summary: All local agencies have been found eligible to receive M2 Local Fair Share funds. On a bi-monthly basis, 18 percent of net revenues are allocated to local agencies by formula. To date, approximately \$57.8 million in Local Fair Share payments have been provided to local agencies as of the end of the quarter.

Contact: Andy Oftelie, Finance
(714) 560-5649

See page 31 for funding allocation by local agency.



TRANSIT PROGRAMS

PROJECT R

High Frequency Metrolink Service



Status: Metrolink Grade Crossing Improvements – **Project Complete**

Contact: Dinah Minter, Rail
(714) 560-5740

Summary: Enhancement of the designated 52 Orange County at-grade rail-highway crossings was completed as part of the Metrolink Service Expansion Program (MSEP). Completion of the safety improvements provides 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, Tustin, Orange, Santa Ana, Irvine, and San Clemente have established quiet zones within their communities.

Status: MSEP – Service Ongoing

Contact: Dinah Minter, Rail
(714) 560-5740

Summary: In 2011, OCTA completed infrastructure improvements through the Metrolink Service Expansion Program to allow for the operation of up to 76 daily Metrolink trains in Orange County. Following the completion of those improvements, OCTA deployed a total of ten new Metrolink intra-county trains operating between Fullerton and Laguna Niguel/Mission Viejo, primarily during mid-day and evening hours. Despite the launch of the reduced price day pass and extensive marketing efforts, ridership on the intra-county MSEP trains remains lower than desired, though ridership is strong on nights when the trains serve sporting events at Angel Stadium and the Honda Center. OCTA is currently considering options to re-deploy a number of the trains in order to maximize ridership without significantly impacting operating costs, including providing new trips to from Orange County to Los Angeles and San Diego counties.

Status: Sand Canyon Grade Separation – Construction Underway

Contact: Dinah Minter, Rail
(714) 560-5740

Summary: The project located at Sand Canyon Avenue RR crossing will separate the local street from railroad tracks in the City of Irvine by building an underpass for vehicular traffic. OCTA is overseeing construction, which continued during the quarter. The main elements of work this quarter were the roadway and bridge excavation along with shoring for the proposed bridge. Construction is approximately 50 percent complete and the project is expected to be



completed by mid-2014.

PROJECT S

Transit Extensions to Metrolink

Summary: Metrolink Commuter Rail service provides a high-capacity system that links Orange County, with two-thirds of the county's population within a four-mile radius of a station. Project S establishes a competitive program for local jurisdictions to extend the benefits of rail service by improving transit connectivity to Metrolink stations.

Status: Anaheim Rapid Connection (ARC) Project – Alternatives Analysis (AA) completed; Anaheim City Council Adopts Streetcar as Locally Preferred Alternative

Contact: Kelly Hart, Rail
(714) 560-5725

Summary: The ARC project's Alternatives Analysis (AA) report is complete and was submitted to the Federal Transit Administration (FTA) in October 2012 for review. The AA report describes the project's purpose and need, the AA study process, and the evaluation of the three alternatives, enhanced bus, streetcar and elevated fixed-guideway, based upon conceptual-level engineering and related technical analysis. Based upon the results of the AA report and input from the community, the Anaheim City Council adopted the streetcar as the locally preferred alternative (LPA) on October 23, 2012. This alternative will be carried forward into the environmental clearance process which commences in January 2013.

Status: Draft AA/Environmental Impact Report/Environmental Assessment (EA) Completed

Contact: Kelly Hart, Rail
(714) 560-5725

Summary: The Santa Ana/Garden Grove Project Team completed the draft AA/EA/EIR which was submitted to FTA for review in December 2012. The combined document evaluates the various project alternatives that were studied and carried forward through the environmental review process. Upon approval from FTA, the draft AA/EA/EIR report will be released to the public for comments in Spring 2013.

Additionally, the Fixed-Guideway Ad Hoc Committee met in November to discuss the potential to connect the two fixed-guideway projects along Harbor Boulevard in Garden Grove. Project staff continues to evaluate this option and will present its initial findings to the Ad Hoc at its



next meeting in February.

Status: Bus and Station Van Extension Projects – Cooperative Agreements Fully Executed

Contact: Abbe McClenahan, Planning
(714) 560-5673

Summary: The Board approved a call for projects for Project S and it was issued on February 27, 2012. Four applications were received on April 26, 2012, and were evaluated using the Board-approved criteria. The applications were approved by the Technical Advisory Committee (TAC) on June 27, 2012, and by the Board on July 23, 2012. During the past quarter, staff has been working to execute all cooperative agreements. Services began in November 2012, with the last one expected to begin in February 2013.

PROJECT T

Convert Metrolink Stations to Regional Gateways that Connect Orange County with High-Speed Rail Systems

Summary: The City of Anaheim continues moving forward on the Anaheim Regional Transportation Intermodal Center (ARTIC). A pre-construction meeting was conducted by the City of Anaheim on October 4. The general contractor, Clark Construction, mobilized to the site and performed asbestos abatement work within the existing buildings in preparation of demolition work. Contractor prepared storm water pollution prevention plan and site safety plan. On October 29, the contractor began demolition of the existing structures on site.

Contact: James Kraemer, Rail
(714) 560-5866

Construction activities included: substantially completed first phase of all buildings and pads demolition; began work on South Douglass Avenue temporary electrical “shoe fly” power and data extensions; removal of asphalt pavement throughout the site; recycled concrete and asphalt paving materials; capped site utilities; site grading; excavation of deep dynamic compaction (DDC) moat; began DDC activity at building pad, and relocating 12KV electrical power. Construction is anticipated to be complete by early 2015.



PROJECT U

Expand Mobility Choices for Seniors and Persons with Disabilities

Status: Senior Mobility Program – Distributing Funds to City Agencies

Contact: Dana Wiemiller, ACCESS
(714) 560-5718

Summary: More than \$331,000 in M2 Project U funding was disbursed to 25 cities participating in the Senior Mobility Program (SMP) during the quarter. Collectively, the cities provided nearly 60,000 trips this quarter for seniors traveling to medical appointments, nutrition programs, shopping destinations, and senior and community center activities. In addition, nearly \$400,000 was disbursed to the County of Orange to support the Office on Aging Senior Non-Emergency Medical Transportation Program.

Status: Fare Stabilization Program – In Progress

Contact: Andy Oftelie, Finance
(714) 560-5649

Summary: To stabilize fares for seniors and persons with disabilities, 1% of net revenues are dedicated for this purpose. To date, \$3.2 million has been allocated to stabilize fares for seniors and persons with disabilities. The M2 Ordinance requires that funds be allocated “in an amount equal to the percentage of partial funding of fares for seniors and persons with disabilities as of the effective date of the Ordinance.” As projected revenues declined due to the recession, there was a concern that 1% of net revenues would not be sufficient to meet the Ordinance requirements. When the Board approved the Project U guidelines, the Board authorized that any revenues generated by the SMP not claimed by the cities could be used for the Fare Stabilization Program. Since there are nine local agencies that do not participate in the SMP, \$0.5 million is available to be transferred from the SMP to the Fare Stabilization Program.

In December 2011, staff provided the Board with a financial analysis that showed that the Fare Stabilization Program funding levels are sufficient until FY 2034-35. Staff will return to the Finance and Administration Committee in February 2013 with a financial update for the Fare Stabilization Program.



PROJECT V

Community Based Transit / Circulators

Status: Developing Program Guidelines

Contact: Abbe McClenahan, Planning
(714) 560-5673

Summary: A task force of TAC members was convened to discuss elements of the framework for development of the guidelines. The draft guidelines were presented to the TAC in October, approved by the Executive Committee on November 5, 2012, and the Board on November 26, 2012. The call for projects was issued December 4, 2012, with applications due on March 29, 2013.

PROJECT W

Safe Transit Stops

Summary: During the quarter, staff refined the draft Project W Guidelines and submitted them to members of the Service Review Committee for review and input in December 2012. A meeting with the M2 Program Management Office (PMO) and other division representatives will be scheduled in January 2013 to discuss project scoping issues prior to meeting with the Service Review Committee for final review.

Contact: Scott Holmes, Transit
(714) 560-5710



ENVIRONMENTAL

PROJECT X

Environmental Cleanup

Summary: The M2 Allocation Committee is charged with making recommendations to the Board on the allocation of funds for the Environmental Cleanup Program (Project X). These funds are allocated on a countywide competitive basis to assist jurisdictions in meeting the Clean Water Act standards for controlling transportation-related pollution. Project X is composed of a two-tiered funding process focusing on early priorities (Tier 1), and to prepare for more comprehensive capital investments (Tier 2).

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

The first Tier 2 call for projects was issued on June 4, 2012, and concluded on September 4, 2012. OCTA received 12 applications from ten cities. Staff is currently evaluating these projects and has engaged the Allocation Committee in the evaluation process. Board action in early 2013 is anticipated.

PART OF PROJECTS (A-M)

Freeway Mitigation Program

Summary: The Freeway Mitigation Program provides higher-value environmental benefits such as habitat protection, wildlife corridors, and resource preservation in exchange for streamlined project approvals and greater certainty in the delivery of the 13 M2 freeway projects (A-M).

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

Restoration Update

To date, the Board has approved 11 restoration projects for funding. The five round one projects are currently underway and Staff is engaged in the review process as well as facilitating with the implementation of these projects.

During the quarter, staff continued to work with the four second round project sponsors (six different projects), on the technical documents, and draft restoration plans. Upon completion of these technical documents and draft restoration plans, staff will coordinate with the Army Corps of Engineers, State Water Resources Control Board, Calif. Department of Fish & Game (soon to be Calif. Department of Fish and Wildlife) and the U.S. Fish and Wildlife



Service, to achieve consensus for each of the restoration projects. Once there is preliminary approval on the restoration plans from these agencies, staff will proceed to execute contracts with each of the project sponsors.

Acquisition Update

As of the quarter, OCTA has acquired approximately 950 acres of open space property in the Trabuco Canyon area and in Brea. From the original \$42 million allocated for the purchase of open space, approximately \$8.5 million (inclusive of the long-term management cost) remains for additional acquisitions, and the funds are expected to be allocated within the next several months. After updating appraisals of the remaining Group 1 (high biological value) properties, staff will engage the Environmental Oversight Committee in determining which properties should receive offers using the remaining funds. Staff is currently finalizing an offer for an additional property. If the transaction is successful, the purchase will be announced in the following quarter.



PROGRAM MGMT

PROGRAM MANAGEMENT OFFICE

Summary: The M2 PMO provides interdivisional coordination. A committee made up of executive directors and key staff from each of the divisions meets every two weeks to review key issues and activities within the Measure M Program.

Contact: Tami Warren, PMO
(714) 560-5590

In the second quarter, the focus of the PMO has been on several key items. These include:

M2020 Plan Development

With Board approval of the M2020 Plan and direction to amend the M2 Transportation Investment Plan to balance the freeway plan, staff presented the proposed amendment to the Taxpayers Oversight Committee (TOC) on October 9, 2012. The TOC approved the amendment unanimously and a public hearing was held and the amendment was approved by the Board on November 9, 2012. Based on the approved M2020 Plan, Finance and Administration prepared a Plan of Finance for M2020 and this was presented and approved by the Board on November 26, 2012. To ensure successful delivery of the M2020 Plan, an Organizational Readiness Study was initiated in November 2012. The consultant team is currently reviewing documents and interviewing staff. The study is planned to conclude in the summer and staff will present the findings to the Board.

2009-12 M2 Performance Assessment

CH2M HILL has been working internally and externally to gather information and review OCTA's performance with regard to M2 for the time period of July 1, 2009 through June 30, 2012. Initial findings were submitted to the PMO in November for review and request for additional information. The consultant attended the December 10, 2012, Taxpayers Oversight Audit Subcommittee to share their initial findings, and a draft report was submitted to the PMO on December 7, 2012. Staff reviewed the findings and provided additional insight which the consultant team is reviewing and conducting a few additional interviews to ensure accuracy and understanding. A final report is scheduled to be submitted in mid-January and presented to the Board in March 2013.



M2 Document Management

The M2 Document Center site is designed to provide a unified approach to saving Measure M project and program files. With staff training complete, this quarter the focus was to transfer all documents in the M drive (the previous system for saving Measure M documents) to the document center. This quarter, all of the 1,128 documents were moved and are now permanently stored with the appropriate identifying metadata in the document center.

M2 Administrative Cost Safeguards

Staff meets quarterly to review all labor costs to ensure proper cost allocation to both Measure M1 (M1) and M2. As a result of this review, the allocation methodology has been updated to more accurately reflect actual time spent on both M1 and M2 administrative activities. As M1 continues to wind down, staff will look at other refinements that should be incorporated into the cost allocation plan for FY 2012-13.

Key Upcoming Activities

During the next quarter, the PMO will present to the Board in February on the office's activities and give an overview of the M2020 Plan for the benefit of new Board Members. Staff also plans to present in March, the findings of the M2 Performance Assessment along with an action plan to respond to findings as needed.



FINANCE MATTERS

M2 FINANCING

Summary: Sales tax receipts are above the amount assumed for the current budget. Sales tax receipts from the State Board of Equalization (SBOE) for the period increased 6.7 percent from the same period last year, which is 0.4% higher than the budget assumption. It is estimated that given the final sales tax receipts for FY 2011-12, the year-to-date sales tax receipts for FY 2012-13, coupled with the long-term sales tax growth rate forecasts, that the revenue forecast for the life of the M2 Program will be approximately \$15.3 billion.

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

Measure M2

Progress Report



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Schedule 1

Measure M2
Schedule of Revenues, Expenditures and Changes in Fund Balance
as of December 31, 2012
(Unaudited)

<i>(\$ in thousands)</i>	Quarter Ended Dec 31, 2012	Year to Date Dec 31, 2012 <i>(A)</i>	Period from Inception to Dec 31, 2012 <i>(B)</i>
Revenues:			
Sales taxes	\$ 70,782	\$ 135,065	\$ 448,319
Other agencies' share of Measure M2 costs:			
Project related	25,786	32,636	91,600
Interest:			
Operating:			
Non-project related	413	950	1,434
Bond proceeds	(484)	3,282	12,627
Debt service	4	7	25
Commercial paper	-	-	393
Right-of-way leases	12	28	267
Total revenues	<u>96,513</u>	<u>171,968</u>	<u>554,665</u>
Expenditures:			
Supplies and services:			
State Board of Equalization (SBOE) fees	656	1,313	4,424
Professional services:			
Project related	7,345	11,073	139,976
Non-project related	775	919	6,660
Administration costs:			
Project related	1,305	2,501	15,224
Non-project related	1,533	3,175	21,623
Other:			
Project related	113	137	604
Non-project related	10	13	3,423
Payments to local agencies:			
Project related	12,444	28,306	165,417
Capital outlay:			
Project related	25,555	39,630	160,190
Non-project related	-	-	32
Debt service:			
Interest on long-term debt and commercial paper	35	11,263	38,460
Total expenditures	<u>49,771</u>	<u>98,330</u>	<u>556,033</u>
Excess (deficiency) of revenues over (under) expenditures	<u>46,742</u>	<u>73,638</u>	<u>(1,368)</u>
Other financing sources (uses):			
Transfers out:			
Project related	(462)	(910)	(3,971)
Transfers in:			
Project related	1	1	26,503
Bond proceeds	-	-	358,593
Total other financing sources (uses)	<u>(461)</u>	<u>(909)</u>	<u>381,125</u>
Excess (deficiency) of revenues over (under) expenditures and other sources (uses)	<u>\$ 46,281</u>	<u>\$ 72,729</u>	<u>\$ 379,757</u>

Measure M2

Progress Report



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Schedule 2

Measure M2
Schedule of Calculations of Net Tax Revenues and Net Bond Revenues (Debt Service)
as of December 31, 2012
(Unaudited)

<i>(\$ in thousands)</i>	Quarter Ended Dec 31, 2012 (actual)	Year Ended Dec 31, 2012 (actual) <i>(C.1)</i>	Period from Inception through Dec 31, 2012 (actual) <i>(D.1)</i>	Period from January 1, 2013 through March 31, 2041 (forecast) <i>(E.1)</i>	Total <i>(F.1)</i>
Tax revenues:					
Sales taxes	\$ 70,782	\$ 135,065	\$ 448,319	\$ 14,858,555	\$ 15,306,874
Operating interest	413	950	1,434	358,565	359,999
Total tax revenues	<u>71,195</u>	<u>136,015</u>	<u>449,753</u>	<u>15,217,121</u>	<u>15,666,874</u>
Administrative expenditures:					
SBOE fees	656	1,313	4,424	222,968	227,392
Professional services, non-project related	668	807	3,704	101,022	104,726
Administration costs, non-project related	1,533	3,175	21,623	141,899	163,522
Transfers out, non-project related	-	-	-	20,798	20,798
Other, non-project related	10	13	3,423	26,741	30,164
Capital outlay, non-project related	-	-	32	-	32
Environmental cleanup	585	728	2,711	304,342	307,053
Total expenditures	<u>3,452</u>	<u>6,036</u>	<u>35,917</u>	<u>817,771</u>	<u>853,688</u>
Net tax revenues	<u>\$ 67,743</u>	<u>\$ 129,979</u>	<u>\$ 413,836</u>	<u>\$ 14,399,350</u>	<u>\$ 14,813,186</u>
Bond revenues:					
Proceeds from issuance of bonds	\$ -	\$ -	\$ 358,593	\$ 1,500,000	\$ 1,858,593
Interest revenue from bond proceeds	(484)	3,282	12,627	32,800	45,427
Interest revenue from debt service funds	4	7	25	58,161	58,186
Interest revenue from commercial paper	-	-	393	-	393
Total bond revenues	<u>(480)</u>	<u>3,289</u>	<u>371,638</u>	<u>1,590,961</u>	<u>1,962,599</u>
Financing expenditures and uses:					
Professional services, non-project related	107	112	2,956	-	2,956
Bond debt principal	-	-	-	1,873,265	1,873,265
Bond debt and other interest expense	35	11,263	38,460	1,638,633	1,677,093
Total financing expenditures and uses	<u>142</u>	<u>11,375</u>	<u>41,416</u>	<u>3,511,898</u>	<u>3,553,314</u>
Net bond revenues (debt service)	<u>\$ (622)</u>	<u>\$ (8,086)</u>	<u>\$ 330,222</u>	<u>\$ (1,920,937)</u>	<u>\$ (1,590,715)</u>

Measure M2

Progress Report



Schedule 3

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Measure M2
Schedule of Revenues and Expenditures Summary
as of December 31, 2012
(Unaudited)

Project	Description	Net Tax Revenues Program to Date Actual	Total Net Tax Revenues	Project Budget	Estimate at Completion
(G)		(H)	(I)	(J)	(K)
<i>(\$ in thousands)</i>					
Freeways (43% of Net Tax Revenues)					
A	I-5 Santa Ana Freeway Interchange Improvements	\$ 16,312	\$ 583,864	\$ 583,040	\$ 583,040
B,C,D	I-5 Santa Ana/San Diego Freeway Improvements	41,132	1,472,330	1,283,085	1,283,085
E	SR-22 Garden Grove Freeway Access Improvements	4,165	149,072	149,071	149,071
F	SR-55 Costa Mesa Freeway Improvements	12,702	454,668	452,138	452,138
G	SR-57 Orange Freeway Improvements	8,978	321,373	299,955	299,955
H,I,J	SR-91 Riverside Freeway Improvements	31,537	1,128,844	1,118,805	1,118,805
K,L	I-405 San Diego Freeway Improvements	48,327	1,729,851	695,918	695,918
M	I-605 Freeway Access Improvements	694	24,845	24,845	24,845
N	All Freeway Service Patrol	5,206	186,339	186,339	186,339
	Freeway Mitigation	8,897	318,484	295,002	295,002
	Subtotal Projects	177,950	6,369,670	5,088,198	5,088,198
	Net (Bond Revenue)/Debt Service	-	-	1,281,472	1,281,472
	Total Freeways	\$ 177,950	\$ 6,369,670	\$ 6,369,670	\$ 6,369,670
	%				43.0%
Street and Roads Projects (32% of Net Tax Revenues)					
O	Regional Capacity Program	\$ 41,384	\$ 1,481,337	\$ 1,386,395	\$ 1,386,395
P	Regional Traffic Signal Synchronization Program	16,553	592,509	592,261	592,261
Q	Local Fair Share Program	74,490	2,666,374	2,666,374	2,666,374
	Subtotal Projects	132,427	4,740,220	4,645,030	4,645,030
	Net (Bond Revenue)/Debt Service	-	-	95,190	95,190
	Total Street and Roads Projects	\$ 132,427	\$ 4,740,220	\$ 4,740,220	\$ 4,740,220
	%				32.0%

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Measure M2

Progress Report



Measure M2 Schedule of Revenues and Expenditures Summary as of December 31, 2012 (Unaudited)

Variance Total Net Tax Revenues to Est at Completion	Variance Project Budget to Est at Completion	Expenditures Quarter Ended Dec 31, 2012	Reimbursements Quarter Ended Dec 31, 2012	Expenditures through Dec 31, 2012	Reimbursements through Dec 31, 2012	Net Project Cost	Percent of Budget Expended
(L)	(M)	(N)	(O)	(N)	(O)	(P)	(Q)
\$ 824	\$ -	\$ 74	\$ -	\$ 1,205	\$ -	\$ 1,205	0.2%
189,245	-	2,600	1,309	29,079	3,569	25,510	2.0%
1	-	-	-	4	-	4	0.0%
2,530	-	564	-	3,604	13	3,591	0.8%
21,418	-	1,499	521	30,912	5,414	25,498	8.5%
10,039	-	376	1	17,866	5,330	12,536	1.1%
1,033,933	-	718	-	16,202	613	15,589	2.2%
-	-	11	-	12	-	12	0.0%
-	-	4	-	17	-	17	0.0%
23,482	-	584	71	29,751	1,407	28,344	9.6%
1,281,472	-	6,430	1,902	128,652	16,346	112,306	
(1,281,472)	-	(147)	-	11,194	-	11,194	
\$ -	\$ -	\$ 6,283	\$ 1,902	\$ 139,846	\$ 16,346	\$ 123,500	31.4%
\$ 94,942	\$ -	\$ 28,672	\$ 18,622	\$ 165,978	\$ 42,210	\$ 123,768	8.9%
248	-	448	-	1,372	272	1,100	0.2%
-	-	7,195	-	58,592	-	58,592	2.2%
95,190	-	36,315	18,622	225,942	42,482	183,460	
(95,190)	-	1,284	-	12,048	-	12,048	
\$ -	\$ -	\$ 37,599	\$ 18,622	\$ 237,990	\$ 42,482	\$ 195,508	49.8%



Schedule 3

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Measure M2
Schedule of Revenues and Expenditures Summary
as of December 31, 2012
(Unaudited)

Project	Description	Net Tax Revenues Program to Date Actual	Total Net Tax Revenues	Project Budget	Estimate at Completion
(G)		(H)	(I)	(J)	(K)
(\$ in thousands)					
Transit Projects (25% of Net Tax Revenues)					
R	High Frequency Metrolink Service	\$ 37,047	\$ 1,326,099	\$ 1,267,276	\$ 1,267,276
S	Transit Extensions to Metrolink	36,532	1,307,661	1,220,556	1,220,556
T	Metrolink Gateways	8,278	296,316	228,191	228,191
U	Expand Mobility Choices for Seniors and Persons with Disabilities	12,414	444,343	444,343	444,343
V	Community Based Transit/Circulators	8,275	296,185	296,185	296,185
W	Safe Transit Stops	913	32,692	32,692	32,692
	Subtotal Projects	103,459	3,703,296	3,489,243	3,489,243
	Net (Bond Revenue)/Debt Service	-	-	214,053	214,053
	Total Transit Projects	\$ 103,459	\$ 3,703,296	\$ 3,703,296	\$ 3,703,296
	%				25.0%
Measure M2 Program		\$ 413,836	\$ 14,813,186	\$ 14,813,186	\$ 14,813,186

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Measure M2

Progress Report



Measure M2
Schedule of Revenues and Expenditures Summary
as of December 31, 2012
(Unaudited)

Variance Total Net Tax Revenues to Est at Completion	Variance Project Budget to Est at Completion	Expenditures Quarter Ended Dec 31, 2012	Reimbursements Quarter Ended Dec 31, 2012	Expenditures through Dec 31, 2012	Reimbursements through Dec 31, 2012	Net Project Cost	Percent of Budget Expended
(L)	(M)	(N)	(O)	(N)	(O)	(P)	(Q)
\$ 58,823	\$ -	\$ 2,647	\$ 5,275	\$ 117,928	\$ 59,226	\$ 58,702	4.6%
87,105	-	49	-	396	139	257	0.0%
68,125	-	-	-	5	-	5	0.0%
-	-	1,198	-	9,741	-	9,741	2.2%
-	-	-	-	2	-	2	0.0%
-	-	-	-	5	-	5	0.0%
214,053	-	3,894	5,275	128,077	59,365	68,712	
(214,053)	-	(515)	-	5,129	-	5,129	
\$ -	\$ -	\$ 3,379	\$ 5,275	\$ 133,206	\$ 59,365	\$ 73,841	18.8%
\$ -	\$ -	\$ 47,261	\$ 25,799	\$ 511,042	\$ 118,193	\$ 392,849	



Schedule 3

DRAFT 1/14/2013

Measure M2
Schedule of Revenues and Expenditures Summary
as of December 31, 2012
(Unaudited)

Project	Description	Revenues Program to Date Actual	Total Revenues	Project Budget	Estimate at Completion
(G)		(H.1)	(I.1)	(J)	(K)
	<i>(\$ in thousands)</i>				
	Environmental Cleanup (2% of Revenues)				
X	Clean Up Highway and Street Runoff that Pollutes Beaches	\$ 8,995	\$ 313,337	\$ 313,337	\$ 313,337
	Total Environmental Cleanup	\$ 8,995	\$ 313,337	\$ 313,337	\$ 313,337
	%				2.0%
Taxpayer Safeguards and Audits					
	Collect Sales Taxes (1.5% of Sales Taxes)	\$ 6,725	\$ 229,603	\$ 229,603	\$ 229,603
	%				1.5%
	Oversight and Annual Audits (1% of Revenues)	\$ 4,498	\$ 156,669	\$ 156,669	\$ 156,669
	%				1.0%

Continues on following page

Measure M2

Progress Report



Measure M2
Schedule of Revenues and Expenditures Summary
as of December 31, 2012
(Unaudited)

Variance Total Revenues to Est at Completion <i>(L)</i>	Variance Project Budget to Est at Completion <i>(M)</i>	Expenditures Quarter Ended Dec 31, 2012 <i>(N)</i>	Reimbursements Quarter Ended Dec 31, 2012 <i>(O)</i>	Expenditures through Dec 31, 2012 <i>(N)</i>	Reimbursements through Dec 31, 2012 <i>(O)</i>	Net Project Cost <i>(P)</i>	Percent of Budget Expended <i>(Q)</i>
\$ -	\$ -	\$ 585	\$ -	\$ 2,711	\$ 177	\$ 2,534	0.8%
\$ -	\$ -	\$ 585	\$ -	\$ 2,711	\$ 177	\$ 2,534 0.6%	
\$ -	\$ -	\$ 656	\$ -	\$ 4,424	\$ -	\$ 4,424 1.0%	1.9%
\$ -	\$ -	\$ 671	\$ -	\$ 9,773	\$ 5,184	\$ 4,589 1.0%	2.9%

Measure M2

Progress Report



LOCAL FAIR SHARE

Entity	FY 2012-13 Second Quarter M2 Funds	M2 Funds To Date
Aliso Viejo	\$89,296.33	\$729,672.65
Anaheim	\$605,414.00	\$5,966,153.43
Brea	\$128,029.50	\$1,052,000.51
Buena Park	\$209,173.93	\$1,702,191.01
Costa Mesa	\$318,856.76	\$2,645,532.15
County of Orange	\$392,467.97	\$3,289,836.44
Cypress	\$124,108.97	\$1,024,128.35
Dana Point	\$73,152.46	\$598,632.64
Fountain Valley	\$143,755.32	\$1,174,740.46
Fullerton	\$295,727.37	\$2,415,521.39
Garden Grove	\$340,784.82	\$2,775,337.79
Huntington Beach	\$434,431.51	\$3,546,775.74
Irvine	\$579,222.13	\$4,706,144.57
La Habra	\$57,084.34	\$468,396.82
La Palma	\$77,271.74	\$640,784.54
Laguna Beach	\$153,255.43	\$1,263,160.72
Laguna Hills	\$29,696.39	\$244,162.24
Laguna Niguel	\$119,392.65	\$982,286.56
Laguna Woods	\$178,207.19	\$1,453,805.65
Lake Forest	\$44,351.98	\$320,653.38
Los Alamitos	\$29,625.22	\$240,527.98
Mission Viejo	\$212,935.33	\$1,755,751.84
Newport Beach	\$244,241.42	\$2,011,028.87
Orange	\$373,507.13	\$3,026,833.40
Placentia	\$73,965.36	\$603,951.82

Measure M2

Progress Report



Entity	FY 2012-13 First Quarter M2 Funds	M2 Funds To Date
Rancho Santa Margarita	\$96,842.22	\$789,273.36
San Clemente	\$126,544.82	\$1,036,230.39
San Juan Capistrano	\$84,225.32	\$690,701.73
Santa Ana	\$628,863.28	\$5,173,542.56
Seal Beach	\$59,409.50	\$480,015.15
Stanton	\$67,788.09	\$553,878.21
Tustin	\$198,706.71	\$1,615,662.61
Villa Park	\$11,806.09	\$96,823.05
Westminster	\$192,470.42	\$1,590,411.68
Yorba Linda	\$135,638.33	\$1,099,593.97
Total M2 Funds	\$6,930,250.01	\$57,764,143.66

Measure M2

Progress Report



CAPITAL PROGRAM

Capital Projects	Cost Budget/ Forecast	Schedule Plan/Forecast			
	(millions)	Begin Environmental	Complete Environmental	Complete Design	Complete Construction
Freeway Projects:					
I-5, Pico to Vista Hermosa	\$113.0	Jun-09	Dec-11	Oct-13	Feb-18
Project C	\$113.0	Jun-09	Oct-11	Oct-13	Aug-17
I-5, Vista Hermosa to Pacific Coast Highway	\$75.6	Jun-09	Dec-11	Feb-13	Jan-16
Project C	\$75.6	Jun-09	Oct-11	Feb-13	Jan-16
I-5, Pacific Coast Highway to San Juan Creek Rd	\$70.7	Jun-09	Dec-11	Jan-13	Nov-15
Project C	\$66.4	Jun-09	Oct-11	Jan-13	Nov-15
I-5, I-5/Ortega Interchange	\$90.9	Sep-05	Jun-09	Nov-11	Sep-15
Project D	\$81.3	Sep-05	Jun-09	Dec-11	Sep-15
I-5, I-5/Ortega Interchange (Landscape)	N/A	N/A	N/A	N/A	N/A
Project D	N/A	N/A	N/A	Dec-14	Aug-16
I-5, SR-73 to El Toro Road	TBD	Sep-11	Jun-14	TBD	TBD
Project C & D	\$534.6	Oct-11	Jun-14	Aug-17	Jun-22
I-5, I-5/El Toro Road Interchange	TBD	TBD	TBD	TBD	TBD
Project D	TBD	Jan-14	Dec-16	TBD	TBD
I-5, I-405 to SR-55	TBD	TBD	TBD	TBD	TBD
Project B	TBD	Sep-13	May-16	TBD	TBD
I-5, SR-55 to SR-57	TBD	Jul-11	Jun-13	TBD	TBD
Project A	\$46.4	Jun-11	Dec-13	Sep-15	May-18
SR-55, I-405 to I-5	TBD	Feb-11	Nov-13	TBD	TBD
Project F	\$274.6	May-11	Mar-14	Feb-17	Dec-20
SR-55, I-5 to SR-91 (Draft)	TBD	TBD	TBD	TBD	TBD
Project F	TBD	Jun-14	Nov-16	TBD	TBD
SR-57 Northbound (NB), Orangewood to Katella (Draft)	TBD	TBD	TBD	TBD	TBD
Project G	TBD	Aug-15	Jul-17	TBD	TBD
SR-57 (NB), Katella to Lincoln	\$78.7	Apr-08	Jul-09	Nov-10	Sep-14
Project G	\$37.8	Apr-08	Nov-09	Dec-10	Sep-14

Grey = Milestone achieved

Green = Forecast milestone meets or exceeds plan

Yellow = Forecast milestone is one to three months later than plan

Red = Forecast milestone is over three months later than plan

Measure M2

Progress Report



CAPITAL PROGRAM

Capital Projects	Cost Budget/ Forecast	Schedule Plan/Forecast			
	(millions)	Begin Environmental	Complete Environmental	Complete Design	Complete Construction
Freeway Projects:					
SR-57 (NB), Katella to Lincoln (Landscape) Project G	N/A N/A	N/A N/A	N/A N/A	N/A Jul-10	N/A Aug-15
SR-57 (NB), Orangethorpe to Yorba Linda Project G	\$80.2 \$57.6	Aug-05 Aug-05	Dec-07 Dec-07	Dec-09 Jul-09	Mar-14 Mar-14
SR-57 (NB), Yorba Linda to Lambert Project G	\$79.3 \$56.5	Aug-05 Aug-05	Dec-07 Dec-07	Dec-09 Jul-09	Jul-14 Dec-13
SR-57 (NB), Orangethorpe to Lambert (Landscape) Project G	N/A N/A	N/A N/A	N/A N/A	N/A Jun-13	N/A Jul-15
SR-57 (NB), Lambert to Tonner Canyon (Draft) Project G	TBD TBD	TBD May-16	TBD Apr-19	TBD TBD	TBD TBD
SR-91 Westbound (WB), I-5 to SR-57 Project H	\$78.1 \$69.1	Jul-07 Jul-07	Apr-10 Jun-10	Feb-12 Apr-12	Nov-15 Jan-16
SR-91, SR-57 to SR-55 Project I	TBD TBD	TBD Nov-13	TBD Jul-16	TBD TBD	TBD TBD
SR-91 (WB), Tustin Interchange to SR-55 Project I	\$49.9 \$49.9	Jul-08 Jul-08	Jul-11 May-11	Mar-13 Feb-13	May-15 Apr-15
SR-91, SR-55 to SR-241 Project J	\$128.4 \$82.3	Jul-07 Jul-07	Jul-09 Apr-09	Jan-11 Aug-10	Dec-12 Feb-13
SR-91, SR-55 to SR-241 (Landscape) Project J	N/A N/A	N/A N/A	N/A N/A	N/A Jan-13	N/A Sep-14
SR-91 Eastbound, SR-241 to SR-71 Project J	\$104.5 \$57.8	Mar-05 Mar-05	Dec-07 Dec-07	Dec-08 Dec-08	Nov-10 Jan-11
I-405, I-5 to SR-55 (Draft) Project L	TBD TBD	TBD Sep-14	TBD Apr-17	TBD TBD	TBD TBD
I-405, SR-55 to I-605 (Design-Build) Project K	TBD \$1,298.9	Mar-09 Mar-09	Mar-13 Nov-13	TBD Aug-14	TBD Aug-19
I-605, I-605/Katella Interchange (Draft) Project M	TBD TBD	TBD Feb-16	TBD Jan-18	TBD TBD	TBD TBD

Measure M2

Progress Report



CAPITAL PROGRAM

Capital Projects	Cost Budget/ Forecast	Schedule Plan/Forecast			
	(millions)	Begin Environmental	Complete Environmental	Complete Design	Complete Construction
Grade Separation Projects:					
Sand Canyon Grade Separation	\$55.6	N/A	Sep-03	Jul-10	May-14
Project R	\$55.2	N/A	Sep-03	Jul-10	Aug-14
Raymond Grade Separation	\$77.2	Feb-09	Nov-09	Aug-12	Mar-16
Project O	\$78.2	Feb-09	Nov-09	Dec-12	Aug-16
State College Grade Separation	\$73.6	Dec-08	Jan-11	Aug-12	Mar-16
Project O	\$74.6	Dec-08	Apr-11	Feb-13	Jul-16
Placentia Grade Separation	\$78.2	Jan-01	May-01	Mar-10	Nov-14
Project O	\$67.3	Jan-01	May-01	Jun-10	Nov-14
Kraemer Grade Separation	\$70.4	Jan-01	Sep-09	Jul-10	Oct-14
Project O	\$67.8	Jan-01	Sep-09	Jul-10	Oct-14
Orangethorpe Grade Separation	\$117.4	Jan-01	Sep-09	Dec-11	Mar-16
Project O	\$104.7	Jan-01	Sep-09	Oct-11	Jul-16
Tustin/Rose Grade Separation	\$103.0	Jan-01	Sep-09	Dec-11	Mar-16
Project O	\$91.3	Jan-01	Sep-09	Jul-11	Mar-16
Lakeview Grade Separation	\$70.2	Jan-01	Sep-09	Oct-11	Sep-15
Project O	\$95.5	Jan-01	Sep-09	Jan-13	Jan-16
Rail and Station Projects:					
Rail-Highway Grade Crossing Safety Enhancement	\$94.4	Jan-08	Oct-08	Sep-08	Dec-11
Project R	\$94.4	Jan-08	Oct-08	Sep-08	Dec-11
San Clemente Beach Trail Safety Enhancements	\$6.0	Sep-10	Jul-11	Apr-12	Jun-13
Project R	\$6.0	Sep-10	Jul-11	Jun-12	Dec-13
Metrolink Service Expansion Program	\$134.0	May-07	Apr-08	Mar-09	Jun-12
	\$134.0	May-07	Apr-08	Mar-09	Sep-12

Measure M2

Progress Report



CAPITAL PROGRAM

Capital Projects	Cost Budget/ Forecast	Schedule Plan/Forecast			
	(millions)	Begin Environmental	Complete Environmental	Complete Design	Complete Construction
Rail and Station Projects:					
Anaheim Rapid Connection	TBD	Jan-09	Oct-14	TBD	TBD
Project S	TBD	Jan-09	Nov-14	May-14	Aug-18
Santa Ana/Garden Grove Fixed Guideway	TBD	Aug-09	Mar-12	TBD	TBD
Project S	\$252.0	Aug-09	Apr-13	Nov-15	Jul-18
Anaheim Regional Transportation Intermodal Center	\$227.4	Apr-09	Feb-11	Feb-12	Nov-14
Project R & T	\$227.4	Apr-09	Feb-12	May-12	Nov-14

Measure M2

Progress Report



Orange County



