









Keeping Orange County Moving Today and Tomorrow

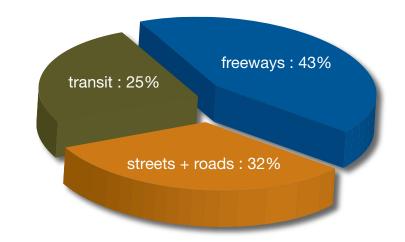


Voters Get Things Started

When an increase in volume slowed traffic throughout the County in the late 1980s, Orange County voters took matters into their own hands. In 1990, they approved Measure M, a 20-year program for local transportation improvements funded by a half-cent sales tax. Measure M was a contract with the voters, promising to deliver a number of transportation improvements. Specific safeguards were put in place to review and certify that funds are spent according to the voter-approved plan. Voters entrusted the newly created Orange County Transportation Authority (OCTA) to administer Measure M funds.

Specific Projects and Percentages

Measure M was designed to fund transportation improvement projects in three major areas – freeways, streets and roads, and transit. Freeways receive 43 percent of funds, streets and roads receive 32 percent, and the remaining 25 percent of funds go toward transit improvements.



Freeways First

Improving traffic flow on Orange County's freeways was the first order of business and freeway widening projects formed the cornerstone of Measure M. The Orange Freeway (SR-57) was Measure M's first project in 1991. The freeway was expanded from six to eight lanes and was completed in 1992, one year ahead of schedule and \$16 million under budget. The El Toro Y, Orange County's notorious bottleneck where Interstates 405 and 5 meet, was Measure M's next challenge. This project was completed in 1997, expanding the I-5/I-405 Interchange to 26 lanes at its widest point. Next, the Costa Mesa Freeway (SR-55) grew from 8 to 10 lanes, the Santa Ana Freeway (I-5) expanded from 6 to 10 lanes north of the SR-22 and from 8 to 10 lanes south of the El Toro Y, and the Riverside Freeway (SR-91) widened from 6 to 8 lanes.

Streets and Roads

Measure M set aside funds to help cities maintain streets, fix potholes and coordinate traffic signals. Each year, Orange County's 34 cities each receive these funds based on population, street miles and sales tax. Measure M helps make major streets more efficient by turning them into "Smart Streets," with more lanes, dedicated turn lanes and coordinated signals. Beach Boulevard was the county's first Smart Street, completed in 1999. Other Smart Street projects were planned for Katella Avenue, Imperial Highway (SR-90), and along Edinger Avenue, Irvine Center Drive, Moulton Parkway and Street of the Golden Lantern.

Transit Expanded

Measure M introduced Metrolink commuter rail service to Orange County in 1994. Today, Orange County has three rail lines, eleven stations and ridership surpassing 3.8 million per year. With each passenger, Metrolink is helping take vehicles off Orange County streets and freeways every day. Measure M helped bring weekend Metrolink service to Orange County and build an 11th Metrolink station in Buena Park. To help with freeway transitions for carpoolers and buses, Measure M added carpool lane connector ramps at the SR-91/SR-57 and I-405/SR-55.



Promises Kept

For the last 16 years, Measure M has kept its promises to you by improving Orange County's freeways, streets and roads and transit network. In 2007, \$250 million in Measure M funds was distributed for improvements to Orange County's transportation system. Continuous access carpool lanes opened on the improved Garden Grove Freeway (SR-22) to keep traffic moving. On the Santa Ana Freeway, the bottleneck through Buena Park is being eliminated as the I-5 Gateway Project continues. Throughout the county, local streets were improved and potholes filled to smooth your drive. A new Metrolink station opened in Buena Park, and Measure M helped provide expanded Metrolink weekday and weekend train service. Measure M also provided discounted bus fares for seniors and persons with disabilities.

The original Measure M transportation improvement program ends in 2011. All of the major projects promised to voters are underway or complete. Thanks to your support during 2007 and for the remaining years of Measure M, OCTA will keep fulfilling the promises of Measure M with safer, faster and more efficient transportation solutions for Orange County.





16 Years of Promises Kept and Milestones Met



Orange Freeway (SR-57) widening begins from Los Angeles County line to the I-5/SR-22/SR-57 Interchange.

Local cities receive \$46 million for streets and roads.

Groundbreaking for the first "Smart Street," Beach Boulevard.

Nearly \$1.8 million awarded for bikeways projects.

1992

Orange Freeway (SR-57) widening completed one year early and \$16 million under budget.

Construction begins on Riverside Freeway (SR-91) Widening Project.



El Toro Y construction begins at the I-5/I-405 Interchange.

\$4.95 million approved for signal improvement projects.

Initial segment of Beach Boulevard "Smart Street" completed.

Orange County Metrolink commuter rail service begins on the Orange County

Construction starts on San Diego Freeway (I-5) South Project.

Three segments of Beach Boulevard "Smart Street" Project completed.



Construction begins on Costa Mesa Freeway (SR-55) Project.

Orange County's second Metrolink line debuts, the Inland Empire-Orange County Line.

San Clemente Metrolink station opens. \$3.5 million provided for traffic signal improvements countywide.

1996

Six miles of new carpool lanes open on Santa Ana Freeway (I-5) South.

Rebuilding begins to widen Santa Ana Freeway (Ĭ-5) through Anaheim and Buena Park

Anaheim Canyon Metrolink station opens on Inland Empire-Orange County

> Orange County Metrolink Line transports one-millionth passenger.

El Toro Y Project complete at the I-5/ I-405 Interchange. Construction begins on SR-91/SR-57

Interchange. Six separate improvement projects

"Smart Street."

underway on I-5 North. Construction begins on Moulton Parkway

Construction begins on 10th I-5 North

50-space park-and-ride facility approved for Mission Viejo.

Construction complete on the first of four SR-91 projects.

I-405/SR-55 Interchange Improvement Project begins.

Beach Boulevard "Smart Street" completed.

\$11.6 million granted to 59 signal improvement projects countywide.

More than \$60 million allocated for nearly 200 streets and roads projects.

2000



SR-91 Improvement Project complete from SR-57 to Los Angeles County line.

Construction begins on Tustin Metrolink

Imperial Highway "Smart Street" Project continues.

\$12 million granted to 63 signal improvement projects countywide.

More than \$19.5 million awarded to 22 projects under Intersection Improvement Program.

2001

I-5 North Improvement Project complete.

Metrolink service expands on Inland Empire-Orange County Line.

212 street and road projects in 29 cities and County of Orange approved.

Citizens Oversight Committee approves amendment to Measure M Expenditure Plan to include SR-22 freeway.

2002

SR-55 Freeway Improvement Project complete.

Metrolink 91 Line between Riverside and Los Angeles via Fullerton launched.

Tustin and Laguna Niguel/Mission Viejo Metrolink stations open.

2002

I-405/SR-55 Transitway Project progresses

More than \$19.7 million distributed to Orange County cities for regional street and road improvements.

\$40.3 million distributed to cities for local street and road projects.

Design work continues on I-5 Far North Improvement Project (renamed I-5 Gateway Project).

Preliminary engineering moved forward on SR-22 Improvement Project.

Bus fares continue to be subsidized for seniors and persons with disabilities.

2004



Construction begins on SR-22 Improvement Project.

10th Anniversary of Metrolink commuter rail service in Orange County.

I-5 Gateway Project overall design nears Carpool lanes open on I-405/SR-55

Metrolink service expands by leasing rail

cars to meet growing demand.

2005

Construction continues on "The New

I-405/SR-55 Interchange complete

Major Metrolink service expansion approved.

Groundbreaking for Buena Park Metrolink station.

Renewed Measure M Transportation Investment Plan approved by voters.

Completion of SR-22 Project.

Construction begins on Buena Park Metrolink station.

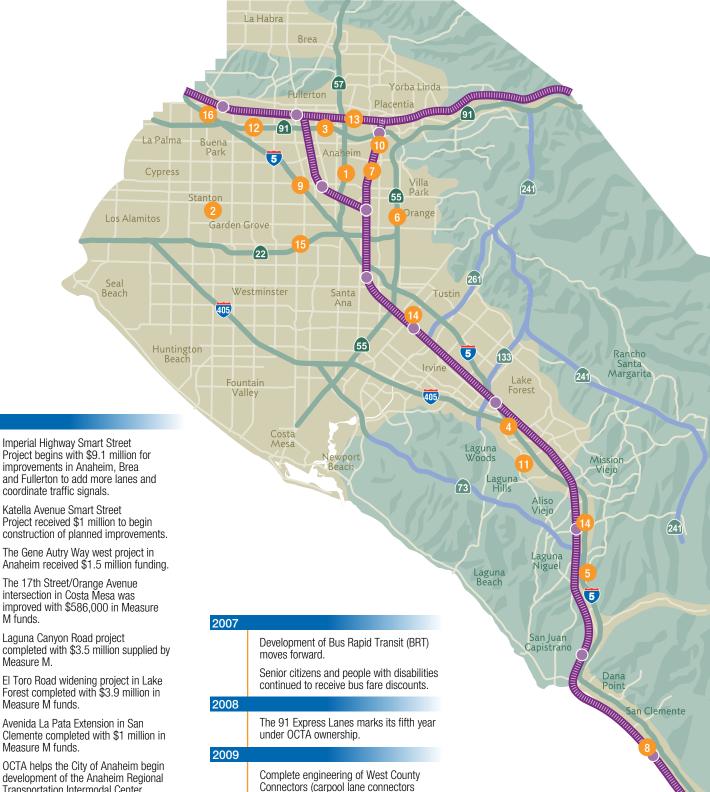
Metrolink Weekends service debuts on Orange County and Inland Empire-Orange County lines.

I-5 Gateway Project construction starts to add lanes in both directions on the I-5 through Buena Park.

2007

Early Action Plan for Renewed Measure M projects developed.

Western Avenue Bridge rebuilt and reopened as part of the I-5 Gateway Project.



Laguna Canyon Road project completed with \$3.5 million supplied by Measure M.

Forest completed with \$3.9 million in Measure M funds.

M funds.

Avenida La Pata Extension in San Clemente completed with \$1 million in Measure M funds.

OCTA helps the City of Anaheim begin development of the Anaheim Regional Transportation Intermodal Center (ARTIC), a world-class transportation gateway.

Orange County's three Metrolink lines reach a combined ridership of more than 3.8 million.

Buena Park Metrolink station opens.

Metrolink Weekends completes one full year of service.

Pedestrian overcrossing completed at the Depot at Santa Ana for increased safety of passengers going to and coming from trains.

New Vanpool Program launched for commuters traveling from neighboring counties to work sites in Orange County.

2010

Completion of I-5 Gateway Project.

between the SR-22 and I-405, and

Begin construction of new Fullerton

parking structure to support expanded

Freeway

Metrolink

Toll

between the I-405 and I-605).

30-minute Metrolink service.

Metrolink service expands to every 30 minutes between Fullerton and Laguna Niquel/Mission Vieio.

2011

Completion of Smart Street projects

Original Measure M Program ends March 31.

Fulfilling New Promises



On November 7, 2006, Orange County voters approved by nearly 70 percent the continuation of Measure M for another 30 years to 2041. The Renewed Measure M Plan will ensure that transportation improvements will continue for many years to come.

Looking to the Future

The current Measure M Plan ends March 31, 2011. By 2030, Orange County's population will increase 24 percent to 3.6 million. Employment will increase 27 percent, and with it, traffic on our roads and freeways will be up 39 percent. For these reasons, and based on the successful improvements of the original Measure M, Orange County voters approved Renewed Measure M to keep transportation improvements coming for another 30 years until 2041.

Early Action Plan in Place

To get things started, OCTA developed an Early Action Plan for Renewed Measure M. Under the plan, the following major freeway projects will be under way by 2012 to keep traffic flowing on these vital routes:

- Project D Santa Ana Freeway (I-5) at Ortega Interchange. The City of San Juan Capistrano is advancing the environmental document and project report for this project.
- Project G SR-57 Northbound (NB) Orangethorpe to Lambert. A request for proposals was issued for the final design of this segment. The final design was split into two projects and two consultants were selected to start design.
- Project G SR-57 NB Katella to Lincoln. A request for proposals was issued and a consultant was selected for the preparation of the environmental document and project report for this project.
- Project H Westbound SR-91 from I-5 to SR-57. A request for proposals was issued and a consultant was selected for the preparation of the environmental document and project report for this project.
- Project J SR-91 from SR-55 to Foothill/Eastern Toll Road (SR-241) and eastbound from SR-241 to Corona Freeway (SR-71). The environmental document is under way for the new eastbound lane east of SR-241.
- Project K San Diego Freeway (I-405) from I-605 to SR-55. The Project Study Report is under way and the Environmental Analysis will be initiated in 2008.

In addition to the above projects, the following conceptual engineering freeway projects will be implemented subsequent to the 2007-2012 Early Action Plan:

Project A – I-5 from SR-57 to SR-55
Project B – I-5 from SR-55 to the El Toro Y
Project C – I-5 from the El Toro Y to SR-73
Project D – Improvement of South Orange County freeway interchanges

Project E – SR-22 access improvements

Project F – SR-55 from SR-22 to I-405

Project G – SR-57 northbound from Lambert to the county line

Project I – SR-91 from SR-57 to SR-55

Project L - I-405 from SR-55 to I-5

Project M – I-605 access improvements

Continuing Improvement for Streets and Roads

Renewed Measure M includes funds for Orange County's more than 7,200 miles of aging streets and roads. Thirtytwo percent of net revenues will be used to maintain streets, fix potholes, improve intersections and widen city streets and county roads. OCTA is working with local agencies on a regional traffic signal synchronization program to help reduce stop-and-go patterns and improve traffic flow on major arterial streets. To show the effectiveness of synchronizing traffic signals, in 2007 OCTA completed a signal synchronization demonstration project along Euclid Street in the cities of La Habra, Fullerton, Anaheim, Garden Grove, Santa Ana and Fountain Valley.

Expanding Transit Services

Orange County's transit system also will get a boost from Renewed Measure M. With Orange County Metrolink ridership increasing 8.3 percent to 3.8 million during the past year, OCTA moved forward with an approved Metrolink five-year expansion plan. One of the plan's major goals is to have trains running every 30 minutes in both directions between Laguna Niguel/Mission Viejo and Fullerton. Existing rail stations will be developed into regional transportation hubs. Renewed Measure M also will help fund local transit connections to these hubs.

Cleaning Up the Environment

Renewed Measure M will help mitigate the environmental impacts of freeway improvements and encourage habitat protection, wildlife corridors and resource preservation. Renewed Measure M also contains a water quality and environmental cleanup program. Two percent of gross revenues will be set aside to protect Orange County beaches from pollution that washes off our roads and freeways. This environmental cleanup program will help improve existing pollution reduction efforts by cities and the county to keep our roadways and beaches clean.

Moving Forward into the Future

Just as the original Measure M continues to keep traffic moving on our freeways, provide funds to maintain local streets, and give commuters a travel choice with Metrolink rail service, Renewed Measure M will bring improvements to Orange County freeways, streets and roads, and our transit system. Renewed Measure M also contains provisions for environmental cleanup that will improve the quality of life in Orange County.

As part of the plan of finance approved by the OCTA Board of Directors in 2007, OCTA has obtained financing for Early Action Plan projects through a Tax-Exempt Commercial Paper program, which is secured by Renewed Measure M sales tax revenues. This program will provide OCTA with as much as \$400 million for highway project development, design, right of way, and construction. Approximately \$211.1 million will be used for freeway improvements and \$71.1 million will be used for transit projects.

With the Early Action Plan and plan of finance in place, the critical improvements promised by Renewed Measure M can begin now.





Starting Future Improvements Today

Orange County voters approve the continuation of Measure M from 2011 until 2041.

2007

OCTA develops Early Action Plan for Renewed Measure M to get five major freeway projects underway by 2012.

Crossings Improvements and Quiet Zones Program (Project R)

OCTA received \$387 million in Measure M funding for state highway projects.



OCTA obtains financing for Early Action Plan projects through a Tax-Exempt Commercial Paper program, which is secured by Renewed Measure M sales tax revenues. The program will provide \$400 million for highway project development, design, right of way, and construction.



Construction starts on Project J, SR-91 eastbound, SR-241 to SR-71.

2010

Construction begins on Project G, SR-57 northbound

Regional Capacity Program (Project 0) begins allocation of funding to build nearly 1,000 miles of new street lanes.

Regional Traffic Signal Synchronization Program (Project P) gets underway to synchronize more than 2,000 intersections around the County.

Project R, Grade Separations Program, begins to improve grade crossings, upgrade stations and add parking capacity.



Project S, Transit Extensions to Metrolink. begins.

Project T begins to convert Metrolink stations to regional gateways with connections to future high-speed rail systems.

Project W, Safe Transit Stops, gets underway to provide 100 of the busiest transit stops with improved shelters, lighting and bus and train timetables.

Environmental Mitigation Program begins.

Project X Water Quality Program starts to clean up highway and street runoff and help local agencies meet Clean Water Act standards.

2011

Construction gets underway on Project J, SR-91 from SR-55 to SR-241.

- Project J, SR-91 eastbound from SR-241 to SR-71,
- Construction starts on Project G, SR-57 northbound from
- Construction begins on Project D, I-5/Ortega Interchange.



_ocal Fair Share Program (Project Q) begins providing funding to help cities and the County repair local streets.

Project U starts to expand mobility services for seniors and persons with disabilities.

Project V begins to help local jurisdictions develop local bus transit services in areas not adequately served by regional transit.

Construction underway on Project H, SR-91 westbound from I-5 to SR-57.





2007 Measure M Distribution

Expenditures in fiscal year 2006-2007 ended June 30, 2007*

Santa Ana Freeway (I-5) between San Diego Freeway (I-405) and San Gabriel Freeway (I-605)	\$26,004,000
I-5 between the I-5/I-405 Interchange and San Clemente	\$1,606,000
I-5/I-405 Interchange	-
Costa Mesa Freeway (SR-55) between I-5 and Riverside Freeway (SR-91)	\$145,000
Orange Freeway (SR-57) between I-5 and Lambert Rd.	\$5,000
SR-91 between Riverside County line and Los Angeles County line	\$2,000

\$56,709,000

\$84,471,000

\$33,279,000

Total Freeway Projects:	\$99,003,000
Net (Bond Revenue) Debt Service**	\$14,532,000

Garden Grove Freeway (SR-22) between SR-55 and

Regional Streets and Roads (11%)

Valley View St.

Subtotal:

Smart Streets	\$9,736,000
Regionally Significant Interchanges	\$9,355,000
Intersection Improvement Program	\$6,911,000
Traffic Signal Coordination	\$6,709,000
Transportation Systems and Transportation Demand Management	\$455,000
Subtotal:	\$33,166,000
Net (Bond Revenue) Debt Service	\$113,000

Local Streets and Roads (21%)

Total Regional Streets and Roads Projects:

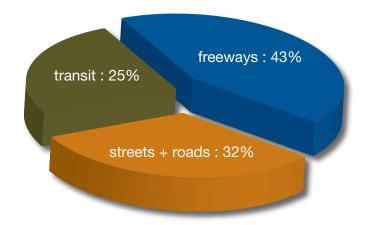
Master Plan of Arterial Highway Improvements	\$14,228,000
Streets and Roads Maintenance and Improvements† (for individual city breakdowns, see other side)	\$41,126,000
Growth Management Area Improvements	\$9,969,000
Subtotal:	\$65,323,000
Net (Bond Revenue) Debt Service**	-

\$65.323.000 **Total Local Streets and Roads Projects:**

Transit (25%)	
Pacific Electric Right of Way	\$118,000
Commuter Rail	\$28,993,000
High-Technology Advanced Rail Transit	\$18,450,000
Elderly and Handicapped Fare Stabilization	\$1,000,000
Transitways	\$1,099,000
Subtotal:	\$49,660,000
Net (Bond Revenue) Debt Service**	\$2,625,000
Total Transit Projects:	\$52,285,000
Total Measure M Expenditures*:	\$249,890,000

Net Measure M expenditures from inception to June 30, 2007 total \$2.9 billion.*

†Does not include administrative costs.



COC Transitions to TOC

The original Measure M Ordinance required a nine-member Citizens Oversight Committee (COC) to monitor OCTA's use of Measure M funds. The COC also ensured that all revenue collected from Measure M was spent on voterapproved transportation improvement projects. The COC began meeting in January 1991 and met through June 2007. The COC has found OCTA in compliance with the requirements of Measure M every year since its inception in 1990.

The Renewed Measure M Ordinance No. 3 called for the COC to be transformed into the Taxpayers Oversight Committee (TOC). In August 2007, the TOC assumed the role of the COC and has essentially the same makeup and basic responsibilities, except with two additional members.

Current TOC members as of January 1, 2008:

David Sundstrom	County Auditor-Controller, Chair
Narinder Mahal	District 1
Charles Smith	District 1
Brook Corbin	District 2
Gilbert Ishizu	District 2
Merlin Henry	District 3
Greg Moore	District 3
Frederick von Coelin	District 4
Rose Coffin	District 4
Richard Gann	District 5
James Kelly	District 5

Local Support for Street and Road Maintenance and Improvement

Fiscal year 2006-2007 ended June 30, 2007

Aliso Viejo	\$ 479,922.8
Anaheim	4,474,361.4
Brea	712,271.2
Buena Park	1,070,207.63
Costa Mesa	1,884,000.6
Cypress	720,389.8
Dana Point	436,346.1
Fountain Valley	834,107.0
Fullerton	1,688,169.9
Garden Grove	1,960,089.5
Huntington Beach	2,502,465.7
Irvine	3,142,392.1
Laguna Beach	342,939.4
Laguna Hills	487,683.9
Laguna Niguel	903,004.2
Laguna Woods	185,837.6
La Habra	697,086.4
Lake Forest	1,034,059.7
La Palma	246,980.4
Los Alamitos	173,796.7
Mission Viejo	1,281,511.3
Newport Beach	1,361,086.8
Orange	2,128,349.1
Placentia	625,942.0
Rancho Santa Margarita	569,450.2
San Clemente	727,857.2
San Juan Capistrano	522,646.2
Santa Ana	3,836,828.7
Seal Beach	317,945.6
Stanton	400,458.7
Tustin	1,075,806.2
Villa Park	70,380.4
Westminster	1,172,559.9
Yorba Linda	764,564.4
County Unincorporated	2,294,738.6
Total	\$41,126,238.8

2008 Orange County Transportation Authority Board of

Chris Norby	Chairman
Peter Buffa	Vice Chairman
Jerry Amante	Director
Patricia Bates	Director
Art Brown	Director
Bill Campbell	Director
Carolyn V. Cavecche	Director
Richard Dixon	Director
Paul G. Glaab	Director
Cathy Green	Director
Allan Mansoor	Director
John Moorlach	Director
Janet Nguyen	Director
Curt Pringle	Director
Miguel Pulido	Director
Mark Rosen	Director
Gregory T. Winterbottom	Director
Cindy Quon	Governor's Ex-Officio Member

Executive Office

Arthur T. Leahy Chief Executive Officer

Local Support for Street and Road Maintenance and Improvement

Inception to June 30, 2007

Aliso Viejo	\$2,553,069.52
Anaheim	49,773,124.4 ⁻
Brea	8,110,627.16
Buena Park	12,113,948.34
Costa Mesa	21,458,804.59
Cypress	7,968,235.12
Dana Point	5,095,109.85
Fountain Valley	9,820,840.36
Fullerton	19,579,835.18
Garden Grove	22,270,759.06
Huntington Beach	29,243,043.42
Irvine	31,359,628.55
Laguna Beach	3,808,126.20
Laguna Hills	5,358,267.35
Laguna Niguel	9,621,406.48
Laguna Woods	1,287,562.63
La Habra	7,589,600.25
Lake Forest	9,810,644.64
La Palma	2,530,786.49
Los Alamitos	2,150,964.34
Mission Viejo	14,104,031.5 ⁻
Newport Beach	13,855,163.12
Orange	23,535,553.68
Placentia	7,044,503.65
Rancho Santa Margarita	3,382,530.9
San Clemente	7,051,702.9
San Juan Capistrano	5,588,332.86
Santa Ana	44,759,155.54
Seal Beach	3,577,514.77
Stanton	4,474,398.68
Tustin	12,267,462.7
Villa Park	819,223.69
Westminster	13,421,517.62
Yorba Linda	8,396,212.57
County Unincorporated	29,503,973.04
TOTAL	\$ 453,285,661.33

714-560-OCTA (6282) www.octa.net

^{*}Expenditures less reimbursement

^{**}A portion of the Measure M Program was financed by bonds to advance freeway projects and take advantage of lower right-of-way and construction costs in the early 1990s.