

JOINT MEETING OF THE BOARD OF DIRECTORS FOR THE
METROPOLITAN TRANSIT SYSTEM (MTS),
SAN DIEGO TRANSIT CORPORATION (SDTC), AND
SAN DIEGO TROLLEY, INC. (SDTI)

December 11, 2008

MTS
1255 Imperial Avenue, Suite 1000, San Diego

MINUTES

1. Roll Call

Chairman Mathis called the Board meeting to order at 9:04 a.m. A roll call sheet listing Board member attendance is attached.

2. Approval of Minutes

Mr. Ewin moved to approve the minutes of the November 13, 2008, MTS Board of Directors meeting. Mr. Clabby seconded the motion, and the vote was 9 to 0 in favor with Mr. Ovrom abstaining.

3. Public Comments

Mr. Jim Hervey, U.S. Navy: Mr. Hervey read a letter of appreciation from Rear Admiral Len Hering addressed to Mr. Paul Jablonski, MTS CEO, expressing his appreciation for MTS's support and dedication in providing Navy and Marine Corps personnel and their families trolley transportation to the Veteran's Day Parade. He also recognized Mr. Rob Schupp, Director of Marketing & Communications, and Joe Martinez, Revenue Supervisor, for developing a plan for transporting over 200 sailors from Pacific Fleet Station to the Santa Fe Depot in time for the parade. He also thanked MTS for providing 200 Day Passes so sailors could return to the base after the parade.

Mr. Jablonski reported that he had met recently with Rear Admiral Hering to discuss his aggressive plan to convert 100,000 trips per day by military personnel to public transportation. He reported that Rear Admiral Hering is also engaged at SANDAG on this same issue. He sent his regards and thanks for the letter to Rear Admiral Hering.

4. MTS: Proposed Amendments to Board Policy No. 22 (Rules of Procedure for the Metropolitan Transit System)

Chairman Mathis advised Board members that they had a list before them of all current committee assignments for Board members. He added that the Ad Hoc Nominating Committee will be meeting in January to develop the slate of nominations for 2009 committee appointments. He asked that Board members indicate to Ms. Gail Williams, Clerk of the Board, any interest they have in serving on committees.

Chairman Mathis then referred to Paragraph 22.7.1 of Policy No. 22, which is being amended to permit former Board members to serve on certain MTS committees. He requested the Board's support of this amendment. Mr. Ewin stated that MTS General Counsel should advise the Ad Hoc Nominating Committee regarding which committees former Board member cannot serve on and specifically mentioned the Executive Committee. Chairman Mathis pointed out that page 2

of the agenda item specifically indicates which committees former Board members can serve on and pointed out that only sitting Board members can serve on the Executive Committee. Mr. Jablonski indicated that Ms. Tiffany Lorenzen, General Counsel, will be present at the Ad Hoc Nominating Committee meeting to provide advice on this matter. In response to a question from Mr. Ewin, Chairman Mathis stated that the nominating slate will be ready for presentation to the Executive Committee at its January 8, 2009, meeting.

Action Taken

Mr. Cunningham moved to approve the proposed revisions to Board Policy No. 22 – Rules of Procedure for the Metropolitan Transit System (Attachment A of the agenda item) at the request of the Chairman. Mr. Ovrom seconded the motion, and the vote was 10 to 0 in favor with Mr. Rindone abstaining.

CONSENT ITEMS:

Chairman Mathis stated that Consent Agenda No. 9, Bus Operator Uniforms Contract Awards, was being pulled due to a protest on that item.

6. MTS: Federal Transit Administration (FTA) 5311 Program of Projects (OPS 950.7)

Recommend that the Board of Directors approve Resolution 08-25 (Attachment A of the agenda item) authorizing the use of \$242,804 of FTA Section 5311 funds for operating assistance in nonurbanized areas.

7. MTS: Audit Report – The Transit Store (LEG 492)

Recommend that the Board of Directors receive a report for information.

8. MTS: Audit Report – Procurement Process (LEG 492)

Recommend that the Board of Directors receive a report on the procurement process.

9. MTS: Bus Operator Uniforms – Contract Award (OPS 960.6)

Recommend that the Board of Directors authorize the CEO to execute MTS Doc. No. B0509.0-09 (in substantially the same format as Attachment A of the agenda item) with Kingsbury Uniforms, Inc. for bus operator uniforms for up to a five-year period.

10. MTS: Weed Abatement Services – Contract Award (OPS 970.6)

Recommend that the Board of Directors authorize the CEO to execute MTS Doc. No. PWL107.0-09 (in substantially the same format as Attachment A of the agenda item) with DeAngelo Brothers, Inc. for weed abatement services for a five-year period.

Action on Recommended Consent Items

Mr. Rindone moved to approve Consent Agenda Item Nos. 6, 7, 8, and 10. Mr. McLean seconded the motion, and the vote was 11 to 0 in favor.

Mr. Ewin stated that his approval of Consent Agenda Item Nos. 7 and 8 (Audit Reports on the Transit Store and Procurement, respectively) was conditional because he felt that additional

discussion with General Counsel is needed regarding the independence of the internal auditor and the relationship of that function to the Audit Oversight Committee. Mr. Jablonski stated that if management disagrees with the internal auditor's recommendation, that matter would be brought to the Audit Oversight Committee. He stated that this issue will be put on the agenda for the next Audit Oversight Committee meeting.

In response to a question from Mr. Faulconer, Mr. Jablonski stated that the internal auditor has a dual reporting relationship with the CEO and the General Counsel. He stated that the Audit Oversight Committee has made it clear that they are available to address any issues the auditor wants to bring directly to them. He stated that the internal audit's purpose is to look at procedures and processes to ensure that MTS is doing things the best way it can. He stated that there is a significant amount of management discussion about how to correct any issues raised by the internal auditor. Mr. Faulconer agreed with Mr. Ewin's earlier statements regarding the relationship between the Committee and the internal auditor and pointed out that the internal auditor also reviews internal controls.

CLOSED SESSION:

24. There were no Closed Session items.

NOTICED PUBLIC HEARINGS

25. There were no noticed public hearings.

DISCUSSION ITEMS:

30. MTS: Uniform Report of DBE Awards or Commitments and Payments (LEG 430)

This report was deferred due to the absence of General Counsel. Chairman Mathis pointed out that this is not a time-sensitive matter.

Action Taken

No action was taken on this item.

31. MTS: FY 2008 Final Budget Comparison (FIN 310.2)

Mr. Tom Lynch, Controller, pointed out that bound copies of the Comprehensive Annual Financial Report (CAFR) had been placed at each member's place. He reported that there were no substantive changes made to the report since the last presentation of the report to the Board. Mr. Lynch reviewed the final year-end budget comparison and reported that MTS is able to commit \$481,000 from FY 2008 operations to the Contingency Reserve. Mr. Lynch advised the Board that Page A-10 of the agenda item provides information on the balances in other MTS reserve accounts.

Mr. Jablonski stated that the CAFR is a major effort and pointed out that the narrative provides good background information on the organization. He also pointed out that last year MTS ended the year in a better position than anticipated (under budget) as a result of 23 revenue-generating and expense-reduction initiatives. He was not optimistic that Fiscal Year 2009 would end the same way. He reported that the State of California has issued a letter stating that no further State Transit Assistance (STA) payments will be made for the remainder of the year. He added that MTS did receive the first-quarter payment. He stated that the funds that will not be

received total \$9 million. He stated that further reductions in STA funds are being discussed by the state legislature and added that the Governor wants to eliminate this funding altogether for next year (a total of \$14 million). He stated that this will have a \$3 million impact on the next three months of operations, and MTS may have to remove funds from its Contingency Reserve account as a result. He further advised the Board that if the state legislature decreases STA by one-half, which has been considered, MTS should be able to manage that shortfall this year. He reminded the Board that decreases in sales tax revenues are affecting Transportation Development Act (TDA) and TransNet revenues as well. Chairman Mathis pointed out that increased ridership as a result of high fuel prices has helped MTS but indicated that the increase in ridership may not continue now that fuel prices are going down.

In response to a question from Mr. Cunningham, Mr. Jablonski reported that STA funding is for operations. He added that state funding, with the exception of State Transportation Improvement Program (STIP) funding, is very flexible in terms of how it can be spent. He added that the State has also taken Spillover funds from transit for the last three or four years, which totaled about \$50 million. He stated that Spillover funds have been used by MTS in the past primarily for capital purposes because of the unreliability of the funding. He stated that the loss of this funding has little short-term impact but does have a long-term impact as infrastructure deteriorates.

Mr. Cunningham stated that this was one of the best CAFRs he had ever seen and expressed his compliments to staff.

Action Taken

Mr. Ewin moved to approve applying \$481,000 to the MTS Contingency Reserve. Mr. Ovrom seconded the motion, and the vote was 11 to 0 in favor.

REPORT ITEMS:

45. MTS: Annual Service Performance Monitoring Report (SRTP 830)

Ms. Sharon Cooney, Director of Government Affairs and Community Relations, and Interim Director of Planning and Scheduling, advised the Board that this report is presented annually for the fiscal year as outlined in Board Policy No. 42.

Mr. Devin Braun, Senior Transportation Planner, reported that this is the first annual report to reflect a full year of service provided under the Comprehensive Operational Analysis (COA). He reviewed the evaluation criteria as well as productivity and quality statistics including Total Passengers, Average Weekday Passengers, Passengers per Revenue Hour, Passengers per Service Hour, On-Time Performance, Accidents (Preventable and Nonpreventable), and Complaints. He then reviewed statistics for sustainability and efficiency, including In-Service Miles, Peak-Vehicle Requirement, Farebox Recovery Ratio, and Subsidy per Passenger. Mr. Braun reported that the COA has improved productivity, sustainability, and efficiency, while lowering subsidy per passenger and raising farebox recovery ratio.

Ms. Cooney reported that after the implementation of the Day Pass, anomalies were discovered in the program that tracks trolley fare statistics. She reported that SANDAG is using a statistician to validate the numbers and develop a better system. She stated that FY 2009 statistics will be reevaluated.

Mr. Jablonski stated that the COA has had a very positive impact on the system and has put MTS in a position to put resources where they generate the most increased ridership. He stated that because of that, MTS has been able to absorb recent ridership increases without increasing costs. Mr. Rindone stated that the COA was very in depth and thorough. He stated that it was difficult to make some of the decisions necessary to realign service and that it is very heartening to see the good results. He stated that Sacramento should not be cutting transit-related funding at a time when there is a golden opportunity to get more people to use it.

In response to a question from Mr. Young about raising revenues, Mr. Jablonski reported that another fare increase (\$4 increase in the monthly pass) will be implemented in January, and a flat fare for trolley service will be implemented in September. He stated that the Budget Development Committee will be working with staff to identify further ways to increase revenues and decrease expenses. In response to another question from Mr. Young, Mr. Jablonski reported that Planning Department staff members constantly evaluate service and that the statistics included in this report are used as part of that evaluation process. He added that the Planning Department is evaluating what service adjustments should be implemented in the spring.

In response to a question from Mr. McClellan about rural service, Chairman Mathis explained that this is lifeline service, and what remains of that service is substantially less than what was operating before the COA. Mr. Jablonski stated that the cost of this service prior to the COA was \$1.8 million, and, after the COA, the cost is \$.5 million. He added that the cost for this service is primarily covered by a federal grant, and the actual cost to MTS is very minor. He added that some of the service, being provided by minibuses, now operates with a \$10 fare.

In response to a question from Mr. Ewin, Mr. Jablonski stated that MTS does not have any residual requirements as a result of taking over this service from County Transit when it divested. Ms. Cooney stated that MTS had certain requirements until 2007 only. In response to a question from Mr. McClellan, Chairman Mathis stated that riders were surveyed to determine how the service should be provided. Mr. McClellan stated that maybe the fare should be increased again for this service.

Action Taken

Mr. Rindone moved to receive a report for information. Mr. McClellan seconded the motion, and the vote was 11 to 0 in favor.

46. MTS: Compass Card Update (CIP 11457)

Mr. Jablonski advised the Board that only 50 percent of the equipment necessary for the implementation of the Compass Card has been installed and even less of the equipment has been activated. He reported that SANDAG hopes to complete the installation of equipment by the end of December. He stated that once the equipment has been installed and activated, it will have to be tested. He stated that only about 85 percent of the tests completed on the installed equipment have been successful. He added that he hoped that, by end of January, testing would show that the equipment is reliable. He added that at its meeting on December 4, the MTS Executive Committee recommended a delay in implementation of the Compass Card until March 1, 2009, which was affirmed by the SANDAG Transportation Committee the next day.

Mr. Jablonski advised the Board that he had some concerns about the impact of rolling passes on revenues. He also stated that it would be extraordinary to have all existing pass holders

change from a calendar-based monthly pass to a rolling 30-day pass. He added that MTS sells about 70,000 passes per month and felt that it might be difficult for pass holders to adjust to rolling passes, which will have expiration dates that change based on the first day the pass is used. He stated that he advocated for offering both calendar-based and rolling passes for that reason and so customers could choose which pass they wanted to purchase. He stated that he also advocated for introducing the different products (14- and 30-day rolling passes as well as stored value passes) in phases so that customers could adapt to the new products gradually. In response to a question from Mr. McClellan, he reported that pass holders can sign up for automatic renewals of their passes. Mr. Clabby, who chairs the Accessible Services Advisory Committee, reported that many of their members are participating in the test group and have reported that they encountered a number of technical problems.

Action Taken

Mr. Clabby moved to receive a status report on development and implementation of the Compass Card fare system. Mr. Ovrom seconded the motion, and the vote was 8 to 0 in favor.

47. MTS: Sorrento Valley Coaster Connection (CIP 10465)

Ms. Cooney discussed the current structure of the Sorrento Valley Coaster Connection service, displayed a route map, and reviewed the history of funding for this service. She also reported on how the implementation of a \$1 fare caused ridership on this route to decrease by one third. Mr. Jablonski reported that this decline in ridership was expected given the \$180 monthly fare on the Coaster, the addition of the \$1 fare, and the decline in fuel prices. Ms. Cooney reported that MTS would need \$435,000 in order to continue providing this service. Ms. Cooney reviewed efforts that were made to gain private-public partnerships to support this service and reported that some employers have started their own shuttles between the Coaster station and their offices. She added that QualComm has stated that, if MTS discontinues this service, they will probably extend their on-campus shuttle to the Coaster station. Ms. Cooney pointed out that the current funding for this service has probably already been expended. She also reported that a letter has been sent to SANDAG requesting that they concur with MTS's plan to hold a public hearing in January for the discontinuation of the Sorrento Valley Coaster Connection.

Ms. Cooney advised the Board that SANDAG staff indicated initially that they concurred with MTS's conclusion regarding the discontinuation of this service and that early indications from North County Transit were also favorable. She stated that North County Transit has since objected, and SANDAG has now suggested that MTS cut service elsewhere to fund the Sorrento Valley service or identify other options for its continuation. Mr. Jablonski reported that SANDAG considers this to be a regional service, and changes need to be affirmed by the SANDAG Transportation Committee. He stated that North County Transit's Acting Executive Director Ray Patchett has asked MTS to delay discontinuation of this service until other options can be studied. Mr. Jablonski stated that MTS should proceed with its public hearing in January and that staff would have adequate time to study alternatives in the interim. He reported that Reed Vickerman of Amylin Pharmaceuticals, who has been organizing the meetings with Sorrento Valley employers, has asked him to make one more presentation to all the employers. Chairman Mathis felt that Sorrento Valley employers would implement service for their employees if MTS discontinued the existing service. He stated that he would be unhappy if SANDAG finds that MTS should cut service elsewhere to fund the Coaster Connection.

Mr. Ewin stated that when the Air Pollution Control District funding for this service ran out, it was decided that the service would be continued temporarily and suggested that MTS proceed with the public hearing. Mr. Ovrom stated that since employers are starting to provide their own

shuttles for employees, this is a case of diminishing return. Mr. Jablonski stated that MTS should encourage employers to pursue this option because MTS does not have the funding to provide service in all cases and locations. He pointed out that QualComm employees constitute a larger percentage of the ridership on the Coaster Connection and reminded Board members that QualComm already operates a shuttle for employees traveling on their grounds. Mr. Ewin requested that this item be discussed at the next Executive Committee meeting.

Action Taken

Mr. Clabby moved to receive a report on the Sorrento Valley Coaster Connection. Mr. McClellan seconded the motion, and the vote was 10 to 0 in favor.

48. SDTI: Padres Baseball 2008 Year-End Summary (OPS 970.12)

Mr. Tom Doogan, Special Events/Operations Coordinator, provided an overview of service provided to Padres baseball games during 2008. He reviewed attendance and ridership statistics, Padres service history, gate percentage by month and day, the methodology used to determine cost recovery, and the results of the cost recovery study for 2008. He reported that MTS realized net operating revenue of \$4,729 per game. He explained for Mr. Young that it is easier to dissect the service with a smaller sample rather than for the entire season, which consists of over 80 games. He summarized stating that while attendance at the games and ridership went down, ridership as a percentage of the gate was up for the second consecutive year. He stated that operating efficiencies offset decreased revenues and resulted in an increase in net operating revenue per game.

In response to a question from Mr. Jones, Mr. Doogan responded that trolley service is at about 80 percent of capacity on average. Mr. Jablonski stated that the trolley could carry 50 percent of the gate if MTS ran enough trolley cars. Mr. Jones suggested that the Family Weekend promotion be expanded to weekday games to make it cheaper for families to go to the games and to increase ridership. He pointed out that for most families it is cheaper to pay for parking. Mr. Doogan confirmed for Mr. Young that MTS did receive full cost recovery for the additional security provided for service to Padres games. Mr. Jablonski stated that economies have been experienced by having crowd-control personnel rather than more highly paid security personnel perform certain functions. Mr. Jablonski informed Mr. Young that the Padres do not subsidize this service – that the revenue for this service exceeds the cost of providing it.

Action Taken

Mr. Young moved to receive a report for information. Mr. Rindone seconded the motion, and the vote was 10 to 0 in favor.

49. MTS: Padres Ticket Programs (MKPC 620.8)

Mr. Schupp reviewed the current programs MTS has entered into with the Padres to encourage ridership on the trolley by both fans and Padres employees, including Transit Tuesdays, which provides MTS riders with a \$6 discount on Padres tickets. He reviewed statistics for the sale of Transit Tuesday tickets. He also reviewed a Season Ticket Program that is being implemented that would give season ticket holders an opportunity to buy Season Transit Tickets.

Mr. Schupp explained to Mr. Cunningham that there would be no type of preferential treatment offered to Season Transit Ticket holders. Mr. Jablonski explained that there are between 25

