



1255 Imperial Avenue, Suite 1000  
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## Agenda

### JOINT MEETING OF THE EXECUTIVE COMMITTEE

for the  
Metropolitan Transit System  
San Diego Transit Corporation, and  
San Diego Trolley, Inc.

March 17, 2011

Executive Conference Room  
9:00 a.m.

		Action Recommended
A.	ROLL CALL	
B.	APPROVAL OF MINUTES - January 13, 2011	Approve
C.	COMMITTEE DISCUSSION ITEMS	
1.	<u>MTS: Trolley Rehabilitation Project Update (John Haggerty of SANDAG)</u> Action would receive a report for information and provide comments.	Receive
2.	<u>MTS: South Bay Maintenance Facility Update (Elliot Hurwitz)</u> Action would receive a report for information and provide comments.	Receive
3.	MTS: CLOSED SESSION - CONFERENCE WITH REAL PROPERTY NEGOTIATORS Pursuant to California Government Code Section 54956.8; <u>Properties:</u> Gaslamp Square Park, San Diego, California (Assessor Parcel No. 535- 550-10); <u>Agency Negotiators:</u> Paul Jablonski, Chief Executive Officer (CEO); Karen Landers, General Counsel; Tim Allison, Manager of Real Estate Assets; Sharon Cooney, Chief of Staff; <u>Negotiating Parties:</u> Centre City Development Corporation (CCDC); <u>Under Negotiation:</u> Price and Terms of Payment	Possible Action
4.	MTS: CLOSED SESSION - PUBLIC EMPLOYEE PERFORMANCE EVALUATION <u>CHIEF EXECUTIVE OFFICER</u> Pursuant to California Government Code Section 54957 (Jeff Stumbo)	Possible Action

Please turn off cell phones  
during the meeting



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|----|--|--------------------|
| D. | REVIEW OF DRAFT MARCH 24, 2011, JOINT BOARD AGENDA   |                    |
| E. | <u>REVIEW OF SANDAG TRANSPORTATION COMMITTEE AGENDA</u><br>Review of SANDAG Transportation Committee Agenda and discussion regarding any items pertaining to MTS, San Diego Transit Corporation, or San Diego Trolley, Inc. Relevant excerpts will be provided during the meeting. | Possible<br>Action |
| F. | COMMITTEE MEMBER COMMUNICATIONS AND OTHER BUSINESS   |                    |
| G. | PUBLIC COMMENTS  |                    |
| H. | NEXT MEETING DATE: April 7, 2011   |                    |
| I. | ADJOURNMENT  |                    |

JOINT MEETING OF THE EXECUTIVE COMMITTEE FOR THE  
METROPOLITAN TRANSIT SYSTEM (MTS),  
SAN DIEGO TRANSIT CORPORATION (SDTC), AND  
SAN DIEGO TROLLEY, INC. (SDTI)  
1255 Imperial Avenue, Suite 1000  
San Diego, CA 92101

January 13, 2011

DRAFT MINUTES

A. ROLL CALL

Chairman Mathis called the Executive Committee meeting to order at 9:01 a.m. A roll call sheet listing Executive Committee member attendance is attached.

Chairman Mathis gave an overview of the Executive Committee member changes and welcomed Al Ovrom, City of Coronado, Council President Tony Young representing the City of San Diego, and John Minto of Santee to the Executive Committee.

B. APPROVAL OF MINUTES

Mr. Young moved for approval of the minutes of the November 4, 2010, MTS Executive Committee meeting. Mr. Minto seconded the motion, and the vote was 5 to 0 in favor.

C. COMMITTEE DISCUSSION ITEMS

1. MTS: Appointment of San Diego Association of Governments Transportation Committee Representative and Alternate

Sharon Cooney, Chief of Staff, outlined the parameters of Policy No. 22 that pertain to the Executive Committee's appointments to the San Diego Association of Governments (SANDAG) Transportation Committee.

Action Taken

Chairman Mathis requested nominations from the floor for the Executive Committee representative on the SANDAG Transportation Committee. Mr. Roberts moved to nominate Chairman Mathis. The vote was 4 to 0 in favor, with Chairman Mathis abstaining.

Chairman Mathis requested nominations from the floor for the Alternate Executive Committee representative on the SANDAG Transportation Committee. Mr. Roberts moved to nominate Mr. Ovrom. The vote was 4 to 0 in favor, with Mr. Ovrom abstaining.

2. MTS: Trolley Rehabilitation Project Update

John Haggerty of SANDAG gave the Executive Committee a presentation on the trolley rehabilitation activities and retrofitting of the trolley system for low-floor vehicle operation. He first discussed the Blue and Orange Lines improvement corridor progress update that he provided to the Independent Taxpayer Oversight Committee (ITOC) yesterday. He then

talked about planned corridor improvements as well as additional corridor improvements that need to be performed. Mr. Haggerty briefly explained the proposed funding and the next steps for recommending a budget increase and funding revisions.

Ms. Lightner asked if the money from the state was guaranteed. Mr. Jablonski stated that the funds are part of the bond packages that were passed, such as Proposition 1B and 30% of funds (close to \$50 million) is in hand already. Mr. Haggerty stated that the money has been committed and the program is multifaceted so if funding is not given on time, it will slow the schedule. Ms. Cooney stated that the Federal Transit Administration has allowed for a Letter of No Prejudice, which means that the state has agreed to backfill any up-front funding with TransNet money when the funds become available.

Mr. Mathis wanted to know if the low-floor vehicle operation schedule will be adhered to considering the major track upgrades that still need to be performed. Mr. Jablonski responded that the schedule is not "out of whack" as of yet.

Mr. Roberts questioned if the additional TransNet funds would affect other projects funded by TransNet money. Mr. Haggerty responded that preliminary forecasting does not show other projects being negatively impacted, but that until the fall budget review is conducted, it is not known for sure.

Mr. Haggerty provided the Committee with a presentation regarding low-floor station concepts for the downtown stations. He explained the station rehabilitation features for the America Plaza, Civic Center, and Fifth Avenue stations. He then wanted feedback from the Committee regarding renderings of Shelter Concept A for the downtown stations, specifically their preference for 35-foot-long steel columns or concrete columns. Feedback from the Committee indicated preference for the 35-foot-long concrete columns. Mr. Haggerty then briefly explained the conceptual paving features for City College, Park & Market, and the 12<sup>th</sup> & Imperial Transit Center station upgrades.

### Action Taken

Ms. Lightner moved to receive a report for information and provide comments. Mr. Roberts seconded the motion, and the vote was 5 to 0 in favor.

### 3. MTS: Salary Range Adjustments

Mr. Jablonski explained that salary range adjustments were presented to the Board in the Fall and direction was given to provide the Board with additional information. He explained that salary ranges for management employees have not been analyzed since January 2005 when the Board unified the previously separate salary ranges for MTS, San Diego Transit Corporation (SDTC), and San Diego Trolley, Inc. (SDTI).

Jeff Stumbo, Director of Human Resources, stated that many organizational changes have occurred at MTS, and positions and responsibilities have been restructured, titles and reporting relationships have been modified, and over 20% of management positions have been frozen or eliminated. He explained the goals of the salary range recommendations, provided a brief history of MTS salary ranges, outlined the compensation policy, and talked about costly turnover issues. He then discussed the results from the salary survey that was

conducted with comparable transit agencies, such as Seattle, Charlotte, North County Transit District (NCTD), Dallas, and Los Angeles.

Mr. Stumbo explained the fiscal impact of the salary range adjustments if approved and restated that the recommendation to the Board will be to approve the range changes and the movement of certain positions within the ranges.

Ms. Lightner stated that she has not had a chance to review the materials and does not want to approve or disapprove the item. She asked how many employees will receive a new salary range.

Mr. Ovrom commented upon the presentation and made suggestions to clarify certain points.

Mr. Jablonski mentioned that it is difficult to conduct business in 2010 and 2011 when the salary structure in place is over six years old and was created when the organization looked very different. He explained that the organization is trying to bring the salary structure in line with the current market wages. He further explained that the organization is remiss in not making any changes to the salary ranges during the past six years and proposed that this analysis needs to be done annually in conjunction with budget development.

Ms. Lightner would like staff to add the proposed new grade range next to their current range and to illustrate if a position has been eliminated or newly created.

Mr. Minto stated that many positions in the MTS organization involve public safety and that maintaining an experienced staff is crucial. He also stated that it is important to create an organization that is loyal to its employees so that employees will have loyalty towards the organization in return.

#### Action Taken

Mr. Minto moved to forward a recommendation to the Board of Directors to approve the proposed modifications to MTS salary ranges and positions within the MTS salary ranges with comments provided to staff. Mr. Ovrom seconded the motion, the vote was 4 to 0 in favor, and Ms. Lightner recused.

#### 4. MTS: Interstate 15 Mid-City BRT Stations

Dennis Desmond, Senior Transportation Planner, provided the Executive Committee with an update on the Interstate 15 (I-15) Mid-City bus rapid transit (BRT) corridor. He explained that the I-15 BRT corridor between Escondido and downtown San Diego will include two stations on I-15 in the Mid-City area, at University Avenue and El Cajon Boulevard. He provided a brief background of the project and talked about the three remaining design alternatives that have been narrowed down. Mr. Desmond stated that Alternative 1 has median stations with center platforms, and buses crossover at each end of Mid-City corridor in bus-only lanes, Alternative 2 has median stations with side platforms, and buses would stay on right side in bus-only lanes, and Alternative 4 has ramp stations constructed on freeway on-ramps, and buses would run in mixed-flow or on shoulders. He stated that Alternative 3 was eliminated as a viable option. Mr. Desmond then talked about the costs

and issues associated with each alternative and the next steps for the project, including a public hearing on January 26, 2011.

Mr. Roberts wanted to know if there is one alternative that would be preferable for future rail. Mr. Desmond stated that the 2050 Regional Transportation Plan does have rail in this corridor, and this is something that will need to be looked at further; however, Alternative 2 would be the most likely alternative for adding a rail line.

#### Action Taken

Mr. Roberts moved to receive an update on the status of planning for the Mid-City stations on the Interstate 15 (I-15) bus rapid transit (BRT) corridor. Mr. Ovrom seconded the motion, and the vote was 5 to 0 in favor.

#### 5. MTS: Master Concessionaire Services Contract Update

Wayne Terry, Chief Operating Officer of Rail, gave the Executive Committee an update on the Master Concessionaire Services contract. He mentioned that the old agreement provided MTS with a 25% rent split, the new contract will provide MTS with a rent split of 50% for the first five years, 57% years six and seven and 62% years eight and nine. He stated that income from the rent split was about \$3,000 per month and is now up to \$13,500 per month, and future income could be much greater taking advantage of some upcoming opportunities.

Mr. Terry showed a picture of an improved kiosk at the Fashion Valley station, a rendering of a future A-Mart at the San Ysidro Transit Center, and a photograph of an existing Cricket kiosk at the San Ysidro Transit Center and the El Cajon Transit Center. He also provided the Committee with renderings of additional proposed Cricket kiosk locations at Santee Town Center, Old Town Transit Center, and the 12<sup>th</sup> & Imperial Transit Center. Mr. Terry explained that Cricket has identified five locations on the system which they are interested in pursuing now, and ten locations systemwide. Mr. Jablonski stated that the highest volume Cricket store in the city is the one located at the San Ysidro Transit Center. Mr. Roberts wanted to know their revenue. Mr. Terry stated the annual revenue is \$22,000 for the high-volume locations and \$17,000 for the lower-volume locations.

Mr. Minto wanted to know if the agreement was already worked out with the Santee Town Center. Mr. Terry explained that the kiosk is located on MTS property, but that the shopping center would be made aware.

Mr. Roberts wanted to know the length of the agreement with Cricket. Mr. Terry responded that our agreement is through 2015 but that the contract included a termination clause. Mr. Roberts mentioned that the Cricket kiosk does not enrich the travel experience, and he is concerned with having a kiosk at the Old Town Transit Center because of the amount of patrons who use that station. Mr. Jablonski stated that the Cricket location will be on hold until more experience is gained and directed the General Counsel to confirm that the contracts include a termination for convenience clause in the event that any of the locations become a problem. Mr. Mathis also directed staff to take a look at the trash on trolley cars culminating from the stores.

Action Taken

Mr. Ovrom moved to receive a report for information. Mr. Minto seconded the motion, and the vote was 5 to 0 in favor.

6. MTS: 2011 State and Federal Legislative Programs

Sharon Cooney, Chief of Staff, waived the reading of a report on 2010 legislative activities and presented a report to the Executive Committee on the 2011 federal legislative program. Ms. Cooney explained the 2011 federal legislative priorities and mentioned that there have not been any changes since last year. She explained that the priority for 2011 is the reauthorization of the Surface Transportation Act scheduled to end on March 4, 2011. She stated that the earliest the Act would be approved is September 2011, and the concern is funding with a new fiscal conservatism in the House as there is not a lot of interest in spending money on this Act.

Ms. Cooney then discussed federal funding priorities including the Mid-Coast trolley extension, bus replacement vehicles and bus maintenance facilities, and Blue Line station improvements. She also discussed state legislative priorities and the goal to oppose loss of funding.

Mr. Ovrom wanted to know if there was anything in the Governor's budget that would either support or oppose transit funding. Ms. Cooney stated that she has done a thorough review of the budget, and she has not seen strong support for either side but the good news was that the Governor did not take away transit funding in the first draft.

Action Taken

Ms. Lightner moved to: (1) receive a report on 2010 legislative and intergovernmental activities; and (2) review staff recommendations for state and federal legislative programs and forward a recommendation to the Board of Directors for approval. Mr. Minto seconded the motion, and the vote was 5 to 0 in favor.

**The Executive Committee convened to Closed Session at 11:36 a.m.**

7. **MTS: CLOSED SESSION – PUBLIC EMPLOYEE PERFORMANCE EVALUATION CHIEF EXECUTIVE OFFICER Pursuant to California Government Code Section 54957**

**The Executive Committee reconvened to Open Session at 11:59 a.m.**

Oral Report of Final Actions Taken in Closed Session

Karen Landers, MTS General Counsel, reported the following: the Executive Committee received a report from Mr. Stumbo and direction was given to staff.

8. **MTS: CLOSED SESSION – CONFERENCE WITH REAL PROPERTY NEGOTIATORS Pursuant to California Government Code Section 54956.8;**  
Properties: 7490 and 7550 Copley Park Place, San Diego, California (Assessor Parcel Nos. 356-410-08 and 356-410-09);

Agency Negotiators: Karen Landers, General Counsel; Tim Allison, Manager of Real Estate Assets;

Negotiating Parties: RV Investment CA, LLC, RV Investment CA, LLC II;

Under Negotiation: Price and Terms of Payment

**Agenda Item C-8 was removed from the Agenda prior to the meeting.**

D. REVIEW OF DRAFT JANUARY 20, 2011, JOINT BOARD AGENDA

Recommended Consent Items

6. MTS: Federal Transit Administration 5311 Program of Projects

Action would adopt Resolution No. 11-1 authorizing the use of \$235,296 of Federal Transit Administration (FTA) Section 5311 funds for operating assistance in nonurbanized areas.

7. MTS: Fiscal Year 2011 Revised Transportation Development Act Article 4.0 Claim

Action would adopt Resolution No. 11-2 approving the revised fiscal year (FY) 2011 Transportation Development Act (TDA) Article 4.0 claim.

8. MTS: Investment Report - November 2010

Action would receive a report for information.

9. MTS: New Flyer Buses - Contract Amendment

Action would authorize the Chief Executive Officer (CEO) to execute MTS Doc. No. G1101.7-07 with New Flyer of America, Inc. to purchase 26 40-foot, low-floor, compressed natural gas (CNG) transit buses.

10. MTS: Security Fiber-Optic Cable Project MOU and Miscellaneous Fund Transfers

Action would: (1) approve MTS Doc. No. G1367.0-11, which is a Memorandum of Understanding (MOU) with the San Diego Association of Governments (SANDAG) to design, manage, and build a fiberoptic infrastructure project on San Diego Trolley, Inc.'s (SDTI's) Green and Orange Lines; (2) forward a request to SANDAG to transfer funds from the Substation Standardization Project (Capital Improvement Project [CIP] 1142100) to the Broadway Wye Project (CIP 1142800); and (3) forward a request to SANDAG to create a new capital project (CIP 1144500 Grantville Feeder Replacement) to replace feeder cables at the Grantville Substation and transfer funds from the Substation Standardization Project (CIP 1142100) to this new project.

11. MTS: Uniform Service - Contract Award

Action would authorize the CEO to execute MTS Doc. No. G1322.0-10 for a five-year contract with Prudential Overall Supply for uniform services.

Recommended Consent Items



There was no additional discussion of the recommended Consent Items.

E. REVIEW OF SANDAG TRANSPORTATION COMMITTEE AGENDA

There was no SANDAG Transportation Committee agenda discussion.

F. COMMITTEE MEMBER COMMUNICATIONS AND OTHER BUSINESS

There were no Committee Member communications.

G. PUBLIC COMMENTS

There were no public comments.

H. NEXT MEETING DATE

The next Executive Committee meeting is scheduled for February 10, 2011, at 9:00 a.m. in the Executive Committee Conference Room.

I. ADJOURNMENT

Chairman Mathis adjourned the meeting at 12:01 p.m.

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Chairman

Attachment: A. Roll Call Sheet

**EXECUTIVE COMMITTEE  
METROPOLITAN TRANSIT SYSTEM**

ROLL CALL

MEETING OF (DATE) 1-13-11

CALL TO ORDER (TIME) 9:01 AM

RECESS \_\_\_\_\_

RECONVENE \_\_\_\_\_

CLOSED SESSION 11:36 AM

RECONVENE \_\_\_\_\_

ADJOURN 12:01 PM

BOARD MEMBER (Alternate)	PRESENT (TIME ARRIVED)	ABSENT (TIME LEFT)
YOUNG <input checked="" type="checkbox"/> (Lightner) <input checked="" type="checkbox"/>		Young left at 9:17 AM Lightner left at 11:35 AM
MATHIS <input checked="" type="checkbox"/>		
OVROM <input checked="" type="checkbox"/> (Janney) <input type="checkbox"/>		
ROBERTS <input checked="" type="checkbox"/> (Cox) <input type="checkbox"/>		
MINTO <input checked="" type="checkbox"/> (Cunningham) <input type="checkbox"/>		
Transportation Committee Representative (Mathis)		

SIGNED BY OFFICE OF THE CLERK OF THE BOARD:

Valerie Vizkelety

CONFIRMED BY OFFICE OF THE GENERAL COUNSEL:

Kevin Gans



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## Agenda

Item No. C1

JOINT MEETING OF THE EXECUTIVE COMMITTEE  
for the  
Metropolitan Transit System,  
San Diego Transit Corporation, and  
San Diego Trolley, Inc.

OPS 970.2

March 17, 2011

### SUBJECT:

MTS: TROLLEY REHABILITATION PROJECT UPDATE (JOHN HAGGERTY OF SANDAG)

### RECOMMENDATION:


That the Executive Committee receive a report for information and provide comments.

#### Budget Impact

None.

### DISCUSSION:

Activities to rehabilitate and retrofit the trolley system for low-floor-car operations are underway. Design of the stations is progressing, and Blue Line catenary replacement work commenced on October 29, 2010. A Request for Proposals was issued for work on the Green Line Station retrofits, and signal and track work between 12<sup>th</sup> and Imperial and San Ysidro began in January 2011. MTS and San Diego Association of Governments staffs will provide the Executive Committee with an update on the project.



Paul C. Jablonski  
Chief Executive Officer

Key Staff Contact: Wayne Terry, 619.595.4906, [wayne.terry@sdmts.com](mailto:wayne.terry@sdmts.com)

MARCH17-11.C1.TROLLEY REHAB.TERRY





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## Agenda

Item No. C2

JOINT MEETING OF THE EXECUTIVE COMMITTEE  
for the  
Metropolitan Transit System,  
San Diego Transit Corporation, and  
San Diego Trolley, Inc.

CIP 10485

March 17, 2011

### SUBJECT:

MTS: SOUTH BAY MAINTENANCE FACILITY UPDATE (ELLIOT HURWITZ)

### RECOMMENDATION:

That the Executive Committee receive a report for information and provide comments.

#### Budget Impact

None.

### DISCUSSION:

Site-development activities and compressed natural gas (CNG) fuel station construction upgrades have been actively in progress at the South Bay Maintenance Facility (SBMF) in Chula Vista since October 2010. The site development has focused on the 3650 Main Street parcel where five storage buildings have been removed, site grading has begun, and utility infrastructure is being installed. Trillium has installed the new CNG compressors and dispensers, and the equipment is in final stages of assembly.

MTS has been working closely with the San Diego Association of Governments staff to develop a consultant task order to begin a design-build scoping process for new maintenance and operations facilities at SBFM. An additional \$30 million in TransNet Early Action funds has been committed to the SBFM expansion project allowing the expansion project to begin the design-build scoping process.



MTS staff will provide the Executive Committee with an update on the current construction projects and the upcoming design-build process for new facilities.



Paul C. Jablonski  
Chief Executive Officer

Key Staff Contact: Elliot Hurwitz, 619.595.7031, [Elliot.Hurwitz@sdmts.com](mailto:Elliot.Hurwitz@sdmts.com)

MARCH17-11.C2.SBMF UPDATE.EHURWITZ



1255 Imperial Avenue, Suite 1000  
San Diego, CA 92101-7490  
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DRAFT

## Agenda

### **\*\*JOINT MEETING AND FINANCE WORKSHOP\*\***

of the

BOARD OF DIRECTORS

for the

Metropolitan Transit System, San Diego Transit Corporation, and San Diego Trolley, Inc.

March 24, 2011

►► 9:00 a.m. ◀◀

Board Meeting Room, 10th Floor, 1255 Imperial Avenue, Suite 1000, San Diego

This information will be made available in alternative formats upon request. To request an agenda in an alternative format, please call the Clerk of the Board at least five working days prior to the meeting to ensure availability. Assistive Listening Devices (ALDs) are available from the Clerk of the Board/Assistant Clerk of the Board prior to the meeting and are to be returned at the end of the meeting.

#### **FINANCE WORKSHOP - 9:00 a.m.**

ACTION  
RECOMMENDED

1. Roll Call

2. a. MTS: FY 2011 Midyear Adjustment and FY 2012 Preliminary Projections  
(Mike Thompson)

Approve

Action would: (1) approve the combined MTS FY 2011 midyear budget adjustment; and (2) receive a report regarding preliminary projections for FY 2012 and provide guidance on budgetary closure.

b. MTS: Fiscal Year 2012 Capital Improvement Program (CIP) (Mike Thompson)

Approve

Action would: (1) approve the fiscal year 2012 Capital Improvement Program (CIP) with the estimated federal and nonfederal funding levels. As the federal appropriation figures are finalized and/or other project funding sources become available, allow the Chief Executive Officer (CEO) to identify and adjust projects for the adjusted funding levels; (2) recommend that the San Diego Association of Governments (SANDAG) Board of Directors approve the submittal of Federal Sections 5307 and 5309 applications for the MTS fiscal year 2012 CIP; (3) approve the transfer of \$199,312 from previous CIP projects to the fiscal year 2012 CIP; and (4) recommend that the SANDAG Board of Directors approve the amendment of the Regional Transportation Improvement Program (RTIP) in accordance with the fiscal year 2012 CIP recommendations.

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Metropolitan Transit System (MTS) is a California public agency comprised of San Diego Transit Corp., San Diego Trolley, Inc., San Diego and Arizona Eastern Railway Company (nonprofit public benefit corporations), and San Diego Vintage Trolley, Inc., a 501(c)(3) nonprofit corporation, in cooperation with Chula Vista Transit. MTS is the taxicab administrator for seven cities. MTS member agencies include the cities of Chula Vista, Coronado, El Cajon, Imperial Beach, La Mesa, Lemon Grove, National City, Poway, San Diego, Santee, and the County of San Diego.



## MTS FINANCE WORKSHOP - CONTINUED

3. Public Comments - Limited to five speakers with three minutes per speaker. Others will be heard after Board Discussion items. If you have a report to present, please give your copies to the Clerk of the Board.
4. a. Next Meeting Date  
The next MTS Finance Workshop is scheduled on April 28, 2011, at 9:00 a.m.
- b. Adjournment

## BOARD MEETING - Meeting will begin when the Finance Workshop ends.

5. a. Roll Call
- b. Approval of Minutes - February 17, 2011 Approve
- c. Public Comments - Limited to five speakers with three minutes per speaker. Others will be heard after Board Discussion items. If you have a report to present, please furnish a copy to the Clerk of the Board.

## CONSENT ITEMS

6. MTS: Increased Authorization for Legal Services Approve/  
Ratify  
Action would authorize the CEO to execute MTS Doc. No. G1078.6-07 with Ryan, Mercaldo & Worthington, LLP for legal services and ratify prior amendments entered into under the CEO's authority.
7. MTS: Investment Report - January 2011 Receive  
Action would receive a report for information.
8. MTS: Property Insurance Renewal Approve  
Action would authorize the CEO to renew the property insurance coverage for MTS, San Diego Transit Corporation (SDTC), and San Diego Trolley, Inc. (SDTI) with the California State Association of Counties (CSAC) Property Insurance Program, effective March 31, 2011, through March 31, 2012, with a basic coverage deductible of \$25,000, \$100,000 for collision on buses and light rail vehicles, and \$1,500,000 on roads, bridges, and tunnels.
9. MTS: Contract Assignments for On-Call Construction Management Services Approve  
Action would authorize the CEO to execute assignments of contracts from the San Diego Association of Governments (SANDAG) for on-call construction management services with AECOM/LAN, PGH Wong Engineering, Inc., and CALTROP.

## CLOSED SESSION

24. a. MTS: CLOSED SESSION - PUBLIC EMPLOYEE PERFORMANCE EVALUATION CHIEF EXECUTIVE OFFICER Pursuant to California Government Code Section 54957 (Jeff Stumbo) Possible  
Action

## Oral Report of Final Actions Taken in Closed Session

## NOTICED PUBLIC HEARINGS

25. None.

## DISCUSSION ITEMS

30. None.

## REPORT ITEMS

- |   |             |
|---|-------------|
| 45. <u>MTS: Year-End Security Report (January through December 2010) (Bill Burke)</u><br>Action would receive a report for information.   | Receive     |
| 46. <u>MTS: Trolley Rehabilitation Project Update (John Haggerty)</u><br>Action would receive a report for information and provide comments.  | Receive     |
| 60. <u>Chairman's Report</u>  | Information |
| 61. <u>Audit Oversight Committee Chairman's Report</u>  | Information |
| 62. <u>Chief Executive Officer's Report</u>   | Information |
| 63. <u>Board Member Communications</u>  |             |
| 64. <u>Additional Public Comments Not on the Agenda</u><br>If the limit of 5 speakers is exceeded under No. 3 (Public Comments) on this agenda, additional speakers will be taken at this time. If you have a report to present, please furnish a copy to the Clerk of the Board. Subjects of previous hearings or agenda items may not again be addressed under Public Comments. |             |
| 65. <u>Next Meeting Date:</u> April 14, 2011  |             |
| 66. <u>Adjournment</u>  |             |





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## Agenda

Item No. 6

JOINT MEETING OF THE BOARD OF DIRECTORS  
for the  
Metropolitan Transit System,  
San Diego Transit Corporation, and  
San Diego Trolley, Inc.

LEG 491 (PC 50633)

March 24, 2011

**Draft for  
Executive Committee  
Review Date: 3/17/11**

### SUBJECT:

MTS: INCREASED AUTHORIZATION FOR LEGAL SERVICES

### RECOMMENDATION:

That the Board of Directors authorize the Chief Executive Officer (CEO) to execute MTS Doc. No. G1078.6-07 (in substantially the same form as Attachment A) with Ryan, Mercado & Worthington, LLP for legal services and ratify prior amendments entered into under the CEO's authority.

#### Budget Impact

Not to exceed \$45,000 for Ryan, Mercado & Worthington, LLP. The budget for this action would be covered in FY 11 and FY 12.

### DISCUSSION:

On January 18, 2007, the Board approved a list of qualified attorneys for general liability and workers' compensation for use by MTS, San Diego Trolley, Inc. (SDTI), and San Diego Transit Corporation (SDTC) (hereinafter referred to as the Agencies) staffs on an as-needed basis. Thereafter, MTS began to contract with approved attorneys for various amounts depending upon current and anticipated needs.

Pursuant to Board Policy No. 52 (Procurement of Goods and Services), the CEO may enter into contracts with service providers for up to \$100,000. The Board must approve all agreements in excess of \$100,000. All attorneys listed have multiple cases that are scheduled to proceed to trial, and the total cost of their legal services will exceed the CEO's authority.



Ryan, Mercaldo & Worthington, LLP are currently under contract with the Agencies for \$195,000. Attorneys Norm Ryan and Tim White have successfully defended the Agencies in a number of tort liability matters. Pending future invoices for two open matters along with past billings are anticipated to exceed the current contract authority.

The CEO has approved contracts up to the \$100,000 authority level. Staff is requesting Board approval of MTS Doc. No. G1078.6-07 with Ryan, Mercaldo & Worthington, LLP, for legal services and ratification of prior contracts/amendments entered into under the CEO's authority.



Paul C. Jablonski  
Chief Executive Officer

Key Staff Contact: James Dow, 619.557.4562, [jim.dow@sdmts.com](mailto:jim.dow@sdmts.com)

MARCH24-11.6.LEGAL SVCS.RYAN MERCALDO WORTHINGTON.JDOW

Attachment: A. MTS Doc. No. G1078.6-07

DRAFT

March 24, 2011

MTS Doc. No. G1078.6-07  
LEG 491 (PC 50633)

Mr. Norman A. Ryan  
Ryan, Mercaldo & Worthington, LLP  
3636 Nobel Drive, Suite 200  
San Diego, CA 92122-1063

Dear Mr. Ryan:

Subject: AMENDMENT NO. 6 TO MTS DOC. NO. G1078.0-07: LEGAL SERVICES – GENERAL  
LIABILITY

This letter will serve as Amendment No. 6 to MTS Doc. No. G1078.0-07. This contract amendment authorizes additional costs not to exceed \$45,000 for professional services. The total value of this contract, including this amendment, is \$240,000. Additional authorization is contingent upon MTS approval.

If you agree with the above, please sign below, and return the document marked "Original" to the Contracts Specialist at MTS. The other copy is for your records.

Sincerely,

Accepted:

Paul C. Jablonski  
Chief Executive Officer

\_\_\_\_\_  
Norman A. Ryan  
Ryan, Mercaldo & Worthington, LLP

Date: \_\_\_\_\_

MARCH24-11.6.AttA.G1078.6-07.  
RYAN MERCALDO & WORTHINGTON.JDOW



1255 Imperial Avenue, Suite 1000  
San Diego, CA 92101-7490  
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## Agenda

Item No. 7

JOINT MEETING OF THE BOARD OF DIRECTORS  
for the  
Metropolitan Transit System,  
San Diego Transit Corporation, and  
San Diego Trolley, Inc.

**Draft for  
Executive Committee  
Review Date: 3/17/11**

March 24, 2011

### SUBJECT:

MTS: INVESTMENT REPORT – JANUARY 2011

### RECOMMENDATION:

That the Board of Directors receive a report for information.

#### Budget Impact

None.

### DISCUSSION:

Attachment A comprises a report of MTS investments as of January 2011. The combined total of all investments has decreased by \$9.5 million in the current month largely due to scheduled payments totaling \$8.4 million for the acquisition of capital assets and normal variations in the timing of cash receipts and payments for normal operating expenses.

The first column provides details about investments restricted for capital improvement projects and debt service—the majority of which are related to the 1995 lease and leaseback transactions. The funds restricted for debt service are structured investments with fixed returns that will not vary with market fluctuations if held to maturity. These investments are held in trust and will not be liquidated in advance of the scheduled maturities. The second column, unrestricted investments, reports the working capital for MTS operations allowing for employee payroll and vendors' goods and services.

A handwritten signature in black ink, appearing to read 'Paul C. Jablonski', is written over a horizontal line.

Paul C. Jablonski  
Chief Executive Officer

Key Staff Contact: Linda Musengo, 619.557.4531, [Linda.Musengo@sdmts.com](mailto:Linda.Musengo@sdmts.com)

MARCH24-11.7.INVESTMT RPT JAN 2011.LMUSENGO

Attachment: A. Investment Report for January 2011

1255 Imperial Avenue, Suite 1000, San Diego, CA 92101-7490 • (619) 231-1466 • [www.sdmts.com](http://www.sdmts.com)

Metropolitan Transit System (MTS) is a California public agency comprised of San Diego Transit Corp., San Diego Trolley, Inc., San Diego and Arizona Eastern Railway Company (nonprofit public benefit corporations), and San Diego Vintage Trolley, Inc., a 501(c)(3) nonprofit corporation, in cooperation with Chula Vista Transit. MTS is the taxicab administrator for seven cities. MTS member agencies include the cities of Chula Vista, Coronado, El Cajon, Imperial Beach, La Mesa, Lemon Grove, National City, Poway, San Diego, Santee, and the County of San Diego.



**San Diego Metropolitan Transit System  
Investment Report  
January 31, 2011**

	<u>Restricted</u>	<u>Unrestricted</u>	<u>Total</u>	<b>Average rate of return</b>
Cash and Cash Equivalents				
Bank of America - concentration sweep account	\$ 5,291,772	\$ 10,286,906	\$ 15,578,678	0.00%
Total Cash and Cash Equivalents	<u>5,291,772</u>	<u>10,286,906</u>	<u>15,578,678</u>	
Cash - Restricted for Capital Support				
US Bank - retention trust account	2,785,610		2,785,610	N/A *
Local Agency Investment Fund (LAIF) Proposition 1B TSGP grant funds	4,658,049		4,658,049	0.54%
Total Cash - Restricted for Capital Support	<u>7,443,659</u>	<u>-</u>	<u>7,443,659</u>	
Investments - Working Capital				
Local Agency Investment Fund (LAIF) San Diego County Investment Pool		3,430,930 20,645,548	3,430,930 20,645,548	0.54%
Total Investments - Working Capital	<u>-</u>	<u>24,076,478</u>	<u>24,076,478</u>	
Investments - Restricted for Debt Service				
US Bank - Treasury Strips - market value (Par value \$39,474,000)	36,609,791	-	36,609,791	
Rabobank - Payment Undertaking Agreement	83,556,240	-	83,556,240	7.69%
Total Investments Restricted for Debt Service	<u>120,166,030</u>	<u>-</u>	<u>120,166,030</u>	
Total cash and investments	<u><u>\$ 132,901,462</u></u>	<u><u>\$ 34,363,384</u></u>	<u><u>\$ 167,264,846</u></u>	

N/A\* - Per trust agreements, interest earned on retention account is allocated to trust beneficiary (contractor)



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## Agenda

Item No. 8

### JOINT MEETING OF THE BOARD OF DIRECTORS

LEG 491

for the  
Metropolitan Transit System,  
San Diego Transit Corporation, and  
San Diego Trolley, Inc.

March 24, 2011

**Draft for  
Executive Committee  
Review Date: 3/17/11**

#### SUBJECT:

MTS: PROPERTY INSURANCE RENEWAL

#### RECOMMENDATION:

That the Board of Directors authorize the Chief Executive Officer (CEO) to renew the property insurance coverage for MTS, San Diego Transit Corporation (SDTC), and San Diego Trolley, Inc. (SDTI) with the California State Association of Counties (CSAC) Property Insurance Program, effective March 31, 2011, through March 31, 2012, with a basic coverage deductible of \$25,000, \$100,000 for collision on buses and light rail vehicles, and \$1,500,000 on roads, bridges, and tunnels.

#### Budget Impact

The preliminary renewal premium is approximately \$944,678, which is about one and one half percent below last year's preliminary premium of \$959,174. The premium is anticipated to be charged against the budgets of MTS (\$3,091), SDTC (\$192,022), and SDTI (\$749,565). No additional budget adjustment is proposed at this time. Fiscal year 2012 budgets are being developed, and funds will be designated and included within them.

PROPERTY PREMIUM ESTIMATED FISCAL YEAR SPLIT			
Policy Period: 03/31/11 - 03/31/12			
Agency	FY 11	FY 12	Total Premium
MTS	\$773	\$2,318	\$3,091
SDTC	\$48,006	\$144,017	\$192,022
SDTI	\$187,391	\$562,174	\$749,565
TOTAL	\$236,170	\$708,509	\$944,678



## DISCUSSION:

MTS's property insurance policy expires on March 31, 2011, and covers the real and personal property of MTS, SDTC, and SDTI. The policy is obtained through California State Association of Counties (CSAC), a joint purchase group of all but a handful of California counties created for the purpose of obtaining insurance at a reduced cost. SDTC has been insured through this group since 1993. Effective November 1, 1997, all MTS entities became insured with CSAC.

The CSAC Property Program is a complex layering of multiple insurance carriers, including both domestic and European insurers. Some of the CSAC members, including both the City and County of San Diego, have purchased earthquake insurance in the past. MTS and its entities have elected not to purchase this optional coverage.

The entire CSAC Program consists of 52 of the 58 California counties, along with 29 other public entities, which gives it tremendous purchasing power with premiums. The CSAC Annual Financial Report ending June 30, 2010, indicated total property premiums of over \$40 million, which allows CSAC to take advantage of significant leverage in the marketplace.

Special form perils coverage provides risk protection, most perils, and causes of loss unless specifically excluded by the policy. Some excluded perils excluded in MTS's policy are earthquake, wear and tear, pollution, war risk, fraud (by an employee), nuclear radiation, and loss to trees, money, or watercraft. These exclusions do not include all of the perils or properties specifically excluded but give an idea of the kind of losses that would not be covered.

MTS's current policy carries a blanket limit of \$602.5 million, which applies to perils for any one occurrence (some sublimits are applicable to specific types of losses). MTS has a \$25,000 self-insured retention per occurrence, \$100,000 for collision on buses and light rail vehicles, \$250,000 for comprehensive coverage on buses, and \$1,500,000 on roads, bridges, and tunnels. In general, loss valuation is on a replacement-cost basis.

The premium is preliminarily estimated to be decreasing one and one half percent from the previous year. The policy includes terrorism coverage for all CSAC members. In general, the premium rate charged per unit value remains very competitive within the insurance marketplace.

  
Paul C. Jablonski  
Chief Executive Officer

Key Staff Contact: James Dow, 619.557.4562, [jim.dow@sdmts.com](mailto:jim.dow@sdmts.com)

MARCH24-11.8.PROPERTY INS RENEWAL.JDOW

Attachment: A. Preliminary Premium Allocation for MTS, SDTC, & SDTI

## \*\*\*\*\*PRELIMINARY PREMIUM ALLOCATION\*\*\*\*\*

**CSAC EXCESS INSURANCE AUTHORITY  
PROPERTY PROGRAM**

**POLICY TERM: March 31, 2011 to March 31, 2012**

**SAN DIEGO METROPOLITAN TRANSIT SYSTEM - METROPOLITAN TRANSIT DEVELOPMENT  
BOARD**

**DATE: March 4, 2011**

REASON FOR REVISION OF PREMIUM ALLOCATION: 2011/2012 UPDATED RENEWAL ESTIMATE

2011/2012 TOTAL ESTIMATED ANNUAL PREMIUM: \$3,091

2010/2011 TOTAL ANNUAL PREMIUM: \$2,958

INCREASE (DECREASE) IN ANNUAL PREMIUM: \$133

2011/2012 TOTAL REPORTED INSURABLE VALUES: \$10,376,408

2010/2011 TOTAL REPORTED INSURABLE VALUES: \$9,511,780

PERCENTAGE INCREASE (DECREASE) IN TOTAL  
INSURED VALUES: 9.09%

**- CALCULATIONS -**

COVERAGE DESCRIPTION	DECLARED VALUES	RATE (\$/100)	ANNUAL PREMIUM
All Risk incl. Flood and Deductible Pool Contribution	\$10,085,938	0.0188	\$1,895
Terrorism, Excess Boiler and Machinery, Brush Fire and Cyber Liability (Miscellaneous Other Coverages)			\$527
<b>OPTIONAL COVERAGES:</b>			
A. Earthquake per schedule including Rooftop (if applicable)	\$0	0.0000	\$0
B. Licensed Vehicles	\$290,470	0.2100	\$610
Buses (Part of Coverage B. Licensed Vehicles)	\$0	0.1600	\$0
C. Mobile Equipment (Non-highway licensed)	\$0	0.1500	\$0
D. Fine Arts (scheduled)	\$0	0.0188	\$0
E. Green Building Coverage	N/A	N/A	\$0
Total Estimated Annual Premium			\$3,032
Estimated Taxes and Fees			\$14
EIA Administration Fee			\$50
Pre-Paid Balance Adjustment			\$17
No Claims Bonus (2009/10)			-\$ 23
<b>ESTIMATED COLLECTIBLE PREMIUM</b>			<b>\$3,091</b>



## \*\*\*\*\*PRELIMINARY PREMIUM ALLOCATION\*\*\*\*\*

**CSAC EXCESS INSURANCE AUTHORITY  
PROPERTY PROGRAM**

**POLICY TERM: March 31, 2011 to March 31, 2012**

**SAN DIEGO METROPOLITAN TRANSIT SYSTEM - SAN DIEGO TRANSIT CORPORATION**

**DATE: March 4, 2011**

REASON FOR REVISION OF PREMIUM ALLOCATION: 2011/2012 UPDATED RENEWAL ESTIMATE

2011/2012 TOTAL ESTIMATED ANNUAL PREMIUM:	\$192,022
2010/2011 TOTAL ANNUAL PREMIUM:	\$176,532
INCREASE (DECREASE) IN ANNUAL PREMIUM:	\$15,491
2011/2012 TOTAL REPORTED INSURABLE VALUES:	\$142,397,618
2010/2011 TOTAL REPORTED INSURABLE VALUES:	\$146,730,234
PERCENTAGE INCREASE (DECREASE) IN TOTAL INSURED VALUES:	-2.95%

**- CALCULATIONS -**

COVERAGE DESCRIPTION	DECLARED VALUES	RATE (\$/100)	ANNUAL PREMIUM
All Risk incl. Flood and Deductible Pool Contribution	\$44,422,549	0.0544	\$24,153
Terrorism, Excess Boiler and Machinery, Brush Fire and Cyber Liability (Miscellaneous Other Coverages)			\$6,797
<b>OPTIONAL COVERAGES:</b>			
A. Earthquake per schedule including Rooftop (if applicable)	\$0	0.0000	\$0
B. Licensed Vehicles	\$1,053,803	0.2100	\$2,213
Buses (Part of Coverage B. Licensed Vehicles)	\$96,921,266	0.1600	\$155,074
C. Mobile Equipment (Non-highway licensed)	\$0	0.1500	\$0
D. Fine Arts (scheduled)	\$0	0.0544	\$0
E. Green Building Coverage	N/A	N/A	\$0
Total Estimated Annual Premium			\$188,237
Estimated Taxes and Fees			\$1,044
EIA Administration Fee			\$3,106
Pre-Paid Balance Adjustment			\$1,082
No Claims Bonus (2009/10)			-\$1,446
<b>ESTIMATED COLLECTIBLE PREMIUM</b>			\$192,022

## \*\*\*\*\*PRELIMINARY PREMIUM ALLOCATION\*\*\*\*\*

**CSAC EXCESS INSURANCE AUTHORITY  
PROPERTY PROGRAM**

**POLICY TERM: March 31, 2011 to March 31, 2012**

**SAN DIEGO METROPOLITAN TRANSIT SYSTEM - SAN DIEGO TROLLEY, INC.**

**DATE: March 4, 2011**

REASON FOR REVISION OF PREMIUM ALLOCATION: 2011/2012 UPDATED RENEWAL ESTIMATE

2011/2012 TOTAL ESTIMATED ANNUAL PREMIUM:	\$749,565
2010/2011 TOTAL ANNUAL PREMIUM:	\$779,685
INCREASE (DECREASE) IN ANNUAL PREMIUM:	-\$30,119
2011/2012 TOTAL REPORTED INSURABLE VALUES:	\$1,007,535,158
2010/2011 TOTAL REPORTED INSURABLE VALUES:	\$1,004,547,796
PERCENTAGE INCREASE (DECREASE) IN TOTAL INSURED VALUES:	0.30%

- CALCULATIONS -			
COVERAGE DESCRIPTION	DECLARED VALUES	RATE (\$/100)	ANNUAL PREMIUM
All Risk incl. Flood and Deductible Pool Contribution	\$638,244,533	0.0142	\$90,526
Terrorism, Excess Boiler and Machinery, Brush Fire and Cyber Liability (Miscellaneous Other Coverages)			\$52,563
<b>OPTIONAL COVERAGES:</b>			
A. Earthquake per schedule including Rooftop (if applicable)	\$0	0.0000	\$0
B. Licensed Vehicles	\$2,164,417	0.2100	\$4,545
Buses (Part of Coverage B. Licensed Vehicles)	\$366,126,208	0.1600	\$585,802
C. Mobile Equipment (Non-highway licensed)	\$1,000,000	0.1500	\$1,500
D. Fine Arts (scheduled)	\$0	0.0142	\$0
E. Green Building Coverage	N/A	N/A	\$0
Total Estimated Annual Premium			\$734,937
Estimated Taxes and Fees			\$3,926
EIA Administration Fee			\$12,125
Pre-Paid Balance Adjustment			\$4,222
No Claims Bonus (2009/10)			-\$5,645
<b>ESTIMATED COLLECTIBLE PREMIUM</b>			<b>\$749,565</b>



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## Agenda

Item No. 9

JOINT MEETING OF THE BOARD OF DIRECTORS  
for the  
Metropolitan Transit System,  
San Diego Transit Corporation, and  
San Diego Trolley, Inc.

**Draft for  
Executive Committee  
Review Date: 3/17/11**

March 24, 2011

### SUBJECT:

MTS: CONTRACT ASSIGNMENTS FOR ON-CALL CONSTRUCTION MANAGEMENT SERVICES

### RECOMMENDATION:

That the Board of Directors authorize the Chief Executive Officer (CEO) to execute assignments of contracts (in substantially the same format as Attachment A) from the San Diego Association of Governments (SANDAG) for on-call construction management services with AECOM/LAN, PGH Wong Engineering, Inc., and CALTROP.

#### Budget Impact

Funding for these contract services is approved by the MTS Board on an annual basis within MTS, San Diego Transit Corporation, and San Diego Trolley, Inc. (hereinafter "the Agencies") operating budgets. The total authorization would be \$1,500,000.

### DISCUSSION:

SANDAG has entered into agreements with engineering firms to provide on-call services to support the capital program and to support MTS and other agencies as needed. The solicitation used by SANDAG for these services included language permitting assignment of a portion of the contracts to MTS.

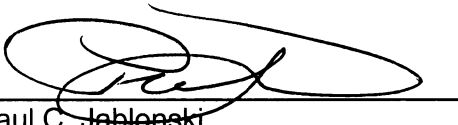
Previous MTS contracts for these types of services have expired or are near expiration with the intent to use the assignment provisions from the SANDAG solicitation process. The assignment of the on-call contracts would supply MTS with construction management services for various efforts to support the MTS capital program and other noncapital needs.



The contracts proposed to be assigned are listed in the following table:

<b>SANDAG CONTRACT NO.</b>	<b>CONSULTANTS</b>	<b>ASSIGNED VALUE</b>	<b>CONTRACT EXPIRATION</b>
5001070	CALTROP	\$500,000	May 31, 2016
5001071	AECOM / LAN	\$500,000	May 31, 2016
5001072	PGH Wong Engineering, Inc.	\$500,000	May 31, 2016

Attachment A is a draft of the proposed Assignment of Contract agreement for the CALTROP contract. The other contracts would be in substantially the same format.



Paul C. Jablonski  
Chief Executive Officer

Key Staff Contact: Tim Allison, 619.595.4903, [tim.allison@sdmts.com](mailto:tim.allison@sdmts.com)

MARCH24-11.9.ON-CALL CM SVCS.TALLISON

Attachment: A. Proposed Assignment of Contract Agreement

**PROJECT NUMBER:** Various

**PARTIAL ASSIGNMENT# 1 OF CONTRACT FOR  
SAN DIEGO ASSOCIATION OF GOVERNMENTS  
Construction Management On-Call Services  
(CALTROP)  
CONTRACT # 5001070**

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THIS PARTIAL ASSIGNMENT 1 AND ASSUMPTION OF CONTRACT FOR Construction Management On-Call Services herein after "Assignment," is made and entered into, between the San Diego Association of Governments (SANDAG), a public agency (hereinafter "Assignor"), Metropolitan Transit System (MTS), a public agency (hereinafter "Assignee"), and CALTROP (Contractor).

WHEREAS, Assignor entered into Construction Management On-Call Services contract with Contractor on June 1, 2009, SANDAG contract # 5001070;

WHEREAS, when Assignor procured the Construction Management On-Call Services that are the subject of this Assignment, the solicitation included language permitting assignment to Assignee of a portion of Contract # 5001070;

NOW THEREFORE, the parties agree as follows.

1. Assignor hereby assigns, transfers, and sets over unto Assignee a \$ 500,000 portion of Assignor's interest in its contract for Construction Management On-Call Services, Contract # 5001070, a copy of which is incorporated herein by reference.
2. Assignee hereby: (i) accepts the partial assignment of Assignor's interest in the Construction Management On-Call Services contract; (ii) assumes the relevant portion of Assignor's obligations under the Contract and (iii) agrees to fully and faithfully perform each and every term and condition of Assignor under the Construction Management On-Call Services Contract Number 5001070 or task or work orders issued by Assignee.
3. Assignor confirms that it procured Contract # 5001070 in compliance with its competitive procurement policies and applicable Federal Transit Administration procurement laws. Assignor makes no warranty, representation, guarantee, covenant, or averment of any nature whatsoever concerning SANDAG Contract # 5001070.
4. Should any suit be commenced to enforce, protect, or establish any right or remedy of any of the terms and conditions of this Assignment, the prevailing party shall be entitled to have and recover from the losing party reasonable attorney fees and costs of suit.
5. All task or work orders issued by Assignee shall be labeled with a letter or other distinct numbering designation that clearly distinguishes the documents from Task Orders issued by Assignor to Contractor.

6. This Assignment may be executed and delivered by facsimile signature and a facsimile signature shall be treated as an original. This Assignment may be executed in counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same Assignment.

THE EFFECTIVE DATE OF THIS ASSIGNMENT IS on or after \_\_\_\_\_ February 2011.

IN WITNESS WHEREOF, Assignor, Assignee, and Contractor have caused this Assignment to be executed and delivered as of the date of the Contractors signature.

Assignor:

San Diego Association of Governments

Assignee:

Metropolitan Transit System

---

**JIM LINTHICUM** **Date**  
**Director of Mobility Management**  
**and Project Implementation**

---

**PAUL JABLONSKI** **Date**  
**Chief Executive Officer**

Approved as to form:

Approved as to form:

---

**Office of the General Counsel** **Date**

---

**Office of the General Counsel** **Date**

Contractor hereby consents to the assignment from SANDAG to MTS and releases SANDAG from any and all liability associated with performing any work for MTS as a result of this Assignment. Consent granted on this \_\_\_\_\_ of \_\_\_\_\_ 2011.

CALTROP

---

**Print Name/Title and Date/Sign** **Date**