



1255 Imperial Avenue, Suite 1000
 San Diego, CA 92101-7490
 619.231.1466 FAX 619.234.3407

Agenda

MEETING OF THE METROPOLITAN TRANSIT SYSTEM BOARD OF DIRECTORS

September 15, 2011
 9:00 a.m.

James R. Mills Building
 Board Meeting Room, 10th Floor
 1255 Imperial Avenue, 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.

ACTION RECOMMENDED

1. Roll Call
2. Approval of Minutes - August 18, 2011
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.

Approve

Please **SILENCE** electronics
 during the meeting

1255 Imperial Avenue, Suite 1000, San Diego, CA 92101-7490 • (619) 231-1466 • 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.



CONSENT ITEMS

- | | | |
|-----|---|---------|
| 6. | <u>Proposed 2011/2012 Internal Audit Plan</u>
Action would approve the proposed 2011/2012 Internal Audit Plan. | Approve |
| 7. | <u>Compass Card Back-Office Implementation and Commissions on Fare Media</u>
Action would approve MTS Doc. No. G1248.2-09 for an interim agreement between the San Diego Association of Governments (SANDAG), North County Transit District (NCTD), and MTS for shared responsibilities regarding Compass Card back-office implementation and commissions on fare media. | Approve |
| 8. | <u>Handheld Readers and Software Development Services</u>
Action would authorize the Chief Executive Officer (CEO) to execute MTS Doc. No. G1406.0-12 with General Information Systems Limited (GIS) for handheld reader units (HHUs) and charging-station software development services. | Approve |
| 9. | <u>Investment Report - July 2011</u>
Action would receive a report for information. | Receive |
| 10. | <u>E-Procurement Services - Contract Amendment</u>
Action would authorize the CEO to: (1) execute MTS Doc. No. G1305.2-10 with Planet Bids, Inc. for e-procurement services; and (2) exercise option years 1 through 3 at his discretion. | Approve |
| 11. | <u>Bus Stop Maintenance - Contract Amendment</u>
Action would authorize the CEO to execute MTS Doc. No. B0453.2-06 with Veolia Transportation to provide additional transit center power-washing services effective October 1, 2011. | Approve |
| 12. | <u>Janitorial Services for MTS Buildings and LRV Fleet</u>
Action would authorize the CEO to execute MTS Doc. No. G1387.0-11 with NMS Management, Inc. for janitorial services at MTS buildings and for the light rail vehicle (LRV) fleet. | Approve |

CLOSED SESSION

- | | | |
|-----|---|-----------------|
| 24. | a. CLOSED SESSION - CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION PURSUANT TO CALIFORNIA GOVERNMENT CODE SECTION 54956.9(a): <u>The United States of America v. 1.31 Acres of Land</u> (Case No. 11cv0949 JLS [POR]); and <u>The United States of America v. 0.537 Acres of Land</u> (Case No. 11cv0952 L [BGS]) | Possible Action |
| | b. CLOSED SESSION - CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION Pursuant to California Government Code section 54956.9(b)(3)(C): <u>Noa Jackson v. MTS</u> (Claim No. TS23022)
- and -
CLOSED SESSION - CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION Pursuant to California Government Code section 54956.9(a): <u>Jonathan Stacy v. MTS, et al.</u> (San Diego Superior Court Case No. 37-2011-00085444-CU-PA-CTL) | Possible Action |

c. CLOSED SESSION - CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION Pursuant to California Government Code Section 54956.9(a): Anna Krokee Representative for Decedent Tsilia Shuvaks v. MTS, et al. (San Diego Superior Court Case No. 37-2009-00082277-CU-PA-CTL)

Possible
Action

Oral Report of Final Actions Taken in Closed Session

NOTICED PUBLIC HEARINGS

25. None.

DISCUSSION ITEMS

- | | | |
|-----|--|---------|
| 30. | <u>Taxicab Advisory Committee Member Elections (Sharon Cooney)</u>
Action would approve: (1) changes to Taxicab Advisory Committee (TAC) membership guidelines; and (2) an interim balloted election of two taxicab drivers to fill the vacant seats on the TAC for the remaining two years in the 2011-2013 Committee term with a full balloted election for five driver representatives and five owner representatives to be conducted by January 2014. | Approve |
| 31. | <u>Fare-Collection Software Upgrades - Sole-Source Contract Award (Sharon Cooney and Marianne Lawrence)</u>
Action would authorize the CEO to execute MTS Doc. No. G1408.0-12 with Cubic Transportation Systems, Inc. for fare-collection software upgrades to the trolley ticket vending machines (TVMs) and bus fareboxes. | Approve |

REPORT ITEMS

- | | | |
|-----|--|---------|
| 45. | <u>SDTC Pension Investment Status Report (Cliff Telfer)</u>
Action would receive a report on San Diego Transit Corporation's (SDTC's) pension investment status for information only. | Receive |
| 46. | <u>Trolley Rehabilitation Project Update (Wayne Terry and John Haggerty of SANDAG)</u>
Action would receive a report for information and provide comments. | Receive |
| 47. | <u>2011 Comic-Con Post Event Summary (Tom Doogan and Brian Riley)</u>
Action would receive a report for information. | Receive |
| 48. | <u>Operations Budget Status Report for June 2011 (Mike Thompson)</u>
Action would receive an MTS operations budget status report for June 2011. | 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>
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> October 13, 2011 | |
| 66. | <u>Adjournment</u> | |

JOINT MEETING OF THE BOARD OF DIRECTORS 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

August 18, 2011

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. Young moved to approve the minutes of the July 14, 2011, MTS Board of Directors meeting. Mr. Castaneda seconded the motion, and the vote was 12 to 0 in favor.

3. Public Comments

John Wood – Mr. Wood requested staff coordinate trolley and bus arrival and departure times at the Lemon Grove Depot.

Mikail Hussein – Mr. Hussein of the United Taxi Workers of San Diego (UTWSD) stated that a huge victory for equal driver representation and for drivers' rights was achieved. He wanted to call attention to the unjust retaliation that drivers are facing since speaking out for equal representation. He stated that three UTWSD taxi drivers had been fired by a cab owner on the Taxicab Advisory Committee (TAC). Mr. Hussein stated that many qualified drivers want to become more politically involved in the industry but not at the expense of their livelihood.

Alor Calderon – Mr. Calderon, a Project Director with the Employee Rights Center, explained that insurance covers the passenger of the vehicle but not the taxi driver in the event of an accident. He also explained that upon reviewing leases, the leaseholder often requires the driver to pay up to \$3,000 in damages to the leaseholder. He is requesting that the Board look into Ordinance No. 11 and make it clear who carries the cost of medical coverage.

Sarah Saez – Ms. Saez works with the UTWSD and is currently working on solutions for ending retaliation. She feels that language should be written into the lease that ensures drivers cannot be retaliated against for speaking out at meetings. She also feels that changes regarding the process to get a lease deposit back be allowed to happen at small claims court instead of expensive arbitration, and that vehicle inspections are tracked by receipt. Ms. Saez asked for the Board support and cooperation to change the taxi industry.

Margo Tanguay – Ms. Tanguay wanted to clarify that she has been a driver representative on the TAC since 2001, not 1994. She said that everyone is receiving extra tickets and facing retaliation. She explained that consistent signage at major intersections, such as 5th Avenue at the Gaslamp and Old Town, need to be addressed for consistency.

CONSENT ITEMS:

6. Pay Phone Services Contract - Exercise Contract Option Year Two

Action would: (1) ratify MTS Doc. No. L5678.1-08 with Western Communication Systems, Inc. for continued pay phone services; and (2) authorize the Chief Executive Officer (CEO) to execute MTS Doc. No. L5678.2-08 with Western Communication Systems, Inc. to exercise option year two for pay phone services.

7. San Diego and Arizona Eastern (SD&AE) Railway Company Quarterly Reports and Ratification of Actions Taken by the SD&AE Board of Directors at its meeting on July 19, 2011

Action would: (1) receive the San Diego and Imperial Valley Railroad (SD&IV), Pacific Southwest Railway Museum Association (Museum), and Carrizo Gorge Railway, Inc. (Carrizo) quarterly reports; (2) ratify actions taken by the San Diego and Arizona Eastern (SD&AE) Railway Company Board of Directors at its meeting on July 19, 2011; and (3) approve a recommendation by the SD&AE Board of Directors to elect Randy L. Perry as Chairperson to replace the position vacated by Don Seil.

8. Unallocated Transportation Development Act Funds for Transit-Related Projects

Action would approve the use of \$33,452 in unallocated Transportation Development Act (TDA) funds currently held by the County of San Diego for transit-related expenses for the City of La Mesa.

9. Transit System Safety, Security, Disaster Response Account (TSSSDRA) Grant Program

Action would approve Resolution No. 11-13 authorizing the CEO or designated representative to take any actions necessary to obtain funds provided by the California TSSSDRA Grant Program.

10. Investment Report - June 2011

Action would receive a report for information.

11. Drug and Alcohol Policy for all MTS Employees

Action would adopt Resolution No. 11-14, which would implement MTS's consolidated and updated Drug and Alcohol Policy in order to comply with current Federal Transit Administration (FTA) regulations.

12. Class B Paratransit Buses - Contract Award

Action would authorize the CEO to execute MTS Doc. No. B0565.0-12 with Creative Bus Sales to purchase 30 Class B Cutaway buses manufactured by Starcraft Bus with an option to purchase up to 5 additional Class B Cutaway buses for paratransit services.

13. SANDAG Fund Transfer Recommendation

Action would forward a request to the San Diego Association of Governments (SANDAG) to transfer funds from the Grantville Feeder Replacement Project (Capital Improvement Project [CIP] 1130200) to the Substation Standardization Program (CIP 1142100).

14. Job Order Contracts - Trolley Operations

Action would authorize the CEO to execute two Job Order Contracts (JOCs): (1) MTS Doc. No. PWL134.0-12 with Herzog Contracting Corporation; and (2) MTS Doc. No. PWL135.0-12 with ABC Construction Company, Inc. These two JOCs would piggyback on the San Diego Association of Governments' (SANDAG's) JOC contract to give MTS the ability to get any necessary work completed on the trolley operating system.

15. Greyhound Terminal Relocation

Action would adopt Resolution No. 11-15 approving the Greyhound Terminal Relocation Project and making related findings under the California Environmental Quality Act (CEQA).

Mr. Gloria wanted to know if this terminal relocation has undergone a public review. A Greyhound representative responded that a public review has been scheduled and will take place within the next couple of weeks as part of the Centre City Development Corporation (CCDC) conditional use permit process.

Action on Recommended Consent Items

Mr. Cunningham moved to approve Consent Agenda Item Nos. 6, 7, 8, 9, 10, 11, 12, 13, 14, and 15. The vote was 15 to 0 in favor.

DISCUSSION ITEMS:

30. SDTC Retirement Plans Actuarial Valuation as of July 1, 2010 *(Taken Out of Order)*

Cliff Telfer, Chief Financial Officer, introduced Bob McCrory of EFI Actuaries, who gave the Board a report on the San Diego Transit Corporation (SDTC) retirement plan analysis. Mr. McCrory talked about the actuarial valuation review before assumption changes are made as well as results from an experience study. He gave recommendations and showed the value of impact on plan costs. He stated that the largest impact on plan cost is due to actual participation in the program, which has decreased, causing liabilities to be spread over a narrower payroll base with more volatility in the market. He also stated that mortality rates among operators has decreased, meaning drivers are living longer after retirement, causing an increase in plan cost.

Mr. McCrory presented a graph of simulated returns and stated that the 50/50 line opportunity for achieving the expected rate of return of 6.75% is a data line worth paying attention to. He then talked about the actuarial valuation after assumption changes and discussed the cost in dollars. He talked briefly about the history of the plan cost, the history of the funded ratio, and the history of active membership.

Mr. McCrory presented the Board with a graph of the pension obligation bond projected plan cost, which does not include the cost of the pension obligation bond itself. He explained that the bond was not the “good deal” originally anticipated because the debt was issued at a higher rate of return than was earned on the bond proceeds. On the other hand, the bond did keep costs from going up.

Action Taken

Mr. Castaneda moved to receive the San Diego Transit Corporation's (SDTC's) actuarial valuation as of July 1, 2010, and adopt a pension contribution rate of 28.105% for SDTC's retirement pension plans in FY 12. Mr. Minto seconded the motion, and the vote was 14 to 0 with Mr. Young absent for the vote.

CLOSED SESSION:

The Board convened to Closed Session at 9:44 a.m.

24. a. CLOSED SESSION - CONFERENCE WITH LABOR NEGOTIATORS
Pursuant to California Government Code section 54957.6
Agency-Designated Representative - Jeff Stumbo;
Employee Organization - Amalgamated Transit Union, Local 1309 (ATU)

The Board reconvened to Open Session at 10:29 a.m.

Oral Report of Final Actions Taken in Closed Session

Karen Landers reported the following:

- a. The Board received a report and gave direction to staff.

DISCUSSION ITEMS:

31. IEM Bid Protest Appeal Hearing (MTS IFB No. L1016.0-11 - Furnish and Installation of a Light Rail Vehicle Wheel-Scanning Measurement System)

Paul Jablonski, Chief Executive Officer, explained that the Board was going to hear a bid protest by International Electronic Machine (IEM) Corporation for the invitation of bids to procure a Light Rail Vehicle Wheel-Scanning Measuring System. He explained that a total of two bids were received – one was from KLD Labs, Inc. for \$493,305.38, and the other one was from IEM for \$501,253.95. He stated that KLD was determined to be the lowest responsive and responsible bidder.

Robert Cogan, Principal Attorney representing IEM, explained that IEM feels the KLD bid was nonresponsive and should be thrown out. The bid is alleged to be nonresponsive because when KLD submitted its bid, it included a “Statement of Eligibility” form for itself as the prime contractor, and KLD did not submit the same form signed by each of its subcontractors at the time of the bid; only after KLD was identified as the lowest responsive bidder by MTS did KLD submit the subcontractor certifications forms. Mr. Cogan stated that IEM would like MTS to reissue the bid.

Ms. Landers explained to the Board that the MTS bid documents do not require contractor/subcontractor eligibility forms at the time of the bid and that Federal Transit Administration (FTA) guidelines state that failure to submit the form at the time of the bid is not a basis to find the bid nonresponsive.

Action Taken

Mr. Roberts moved to deny a protest filed by International Electronic Machines (IEM) Corporation in response to MTS's Standard Invitation for Bids (IFB) for a Light Rail Vehicle (LRV) Wheel-Scanning Measurement System and to adopt the findings in Attachment B. Mr. Young seconded the motion, and the vote was 15 to 0 in favor.

32. Light Rail Vehicle Wheel-Scanning Measurement System - Contract Award

A motion was made to execute the contract without a staff presentation.

Action Taken

Mr. Ewin moved to authorize the CEO to execute MTS Doc. No. L1016.0-11 with KLD Labs, Inc. for the procurement of goods, services, and parts necessary for a light rail vehicle (LRV) wheel-scanning measurement system. Mr. Van Deventer seconded the motion, and the vote was 15 to 0 in favor.

NOTICED PUBLIC HEARINGS:

25. None.

REPORT ITEMS:

45. 2011 Comic-Con Post Event Summary

Trailed to the next Board meeting on September 15, 2011.

60. Chairman's Report

Chairman Mathis stated that he accompanied Mr. Jablonski to San Francisco to meet with the FTA Regional Administrator to discuss the Mid-Coast project.

61. Audit Oversight Committee Chairman's Report

Mr. Ewin explained that the Audit Oversight Committee met recently and received an internal audit plan, which will be presented to the Board at a later date.

62. Chief Executive Officer's Report

Mr. Jablonski stated that he recently had a visit to San Francisco with Gary Gallegos of SANDAG to meet with the FTA Regional Administrator to talk about the Mid-Coast project. He also met with the Western CEO's in Portland to talk about transit issues, and on Tuesday went to Haywood, CA to look at the Gilig bus manufacturing plant.

63. Board Member Communications

Mr. Van Deventer explained that this was his last Board meeting and that Mona Rios will be replacing him as the National City representative. Chairman Mathis thanked him for his service and commitment over the years.

64. Additional Public Comments on Items Not on the Agenda

There were no additional public comments.

65. Next Meeting Date

The next regularly scheduled Board meeting is Thursday, September 15, 2011.

66. Adjournment

Chairman Mathis adjourned the meeting at 10:54 a.m.



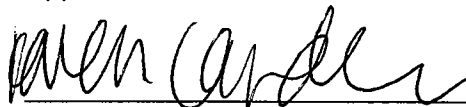
Chairperson
San Diego Metropolitan Transit System

Filed by:



Office of the Clerk of the Board
San Diego Metropolitan Transit System

Approved as to form:



Office of the General Counsel
San Diego Metropolitan Transit System

Attachment: Roll Call Sheet

METROPOLITAN TRANSIT SYSTEM
BOARD OF DIRECTORS
ROLL CALL

MEETING OF (DATE): August 18, 2011

CALL TO ORDER (TIME): 9:04 AM

RECESS: _____

RECONVENE: _____

CLOSED SESSION: 9:44 AM

RECONVENE: 10:29 AM

PUBLIC HEARING: _____

RECONVENE: _____

ORDINANCES ADOPTED: _____

ADJOURN: 10:54 AM

BOARD MEMBER	(Alternate)	PRESENT (TIME ARRIVED)	ABSENT (TIME LEFT)
CASTANEDA	☒ (Rindone) ☐		
CUNNINGHAM	☒ (Mullin) ☐		
EWIN	☒ (Sterling) ☐		
EMERALD	☒ (Faulconer) ☐	9:06 AM	
ENGLAND	☒ (Gastil) ☐		
GLORIA	☒ (Faulconer) ☐		
JANNEY	☒ (Bragg) ☐		
LIGHTNER	☒ (Faulconer) ☐	9:07 AM	
MATHIS	☒ (Vacant) ☐		
MCCLELLAN	☒ (Hanson-Cox) ☐		
MINTO	☒ (McNelis) ☐	9:12 AM	
OVROM	☒ (Denny) ☐		
ROBERTS	☒ (Cox) ☐		
VAN DEVENTER	☒ (Zarate) ☐		
YOUNG	☒ (Faulconer) ☐		

SIGNED BY THE OFFICE OF THE CLERK OF THE BOARD: Valerie Vizkelety

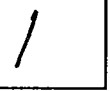
CONFIRMED BY OFFICE OF THE GENERAL COUNSEL: Karen Cardo



AGENDA ITEM NO. 3

**REQUEST TO SPEAK FORM**

ORDER REQUEST RECEIVED



**PLEASE SUBMIT THIS COMPLETED FORM (AND YOUR WRITTEN STATEMENT)
TO THE CLERK OF THE BOARD PRIOR TO DISCUSSION OF YOUR ITEM**

1. INSTRUCTIONS

This Request to Speak form must be filled out and submitted in advance of the discussion of your item to the Clerk of the Board (please attach any written statement to this form). Communications on hearings and agenda items are generally limited to three minutes per person unless the Board authorizes additional time; however, the Chairperson may limit comment to one or two minutes each if there are multiple requests to speak on a particular item. General public comments on items not on the agenda are limited to three minutes. Please be brief and to the point. No yielding of time is allowed. Subjects of previous hearings or agenda items may not again be addressed under General Public Comments.

(PLEASE PRINT)

DATE	9-15-2011		
Name	Joe Gotcher		
Address	10393 SAN DIEGO MISSION RD. SUITE 205		
Telephone	1-619-563-1309		
Organization Represented	ATU Local 1309		
Subject of Your Remarks	INTRODUCTION to the Board		
Regarding Agenda Item No.			
Your Comments Present a Position of:	☒	SUPPORT	☐ OPPOSITION

2. TESTIMONY AT NOTICED PUBLIC HEARINGS

At Public Hearings of the Board, persons wishing to speak shall be permitted to address the Board on any issue relevant to the subject of the Hearing.

3. DISCUSSION OF AGENDA ITEMS

The Chairman may permit any member of the public to address the Board on any issue relevant to a particular agenda item.

4. GENERAL PUBLIC COMMENTS ON MATTERS NOT ON THE AGENDA

Public comment on matters not on the agenda will be limited to five speakers with three minutes each, under the Public Comment Agenda Item. Additional speakers will be heard at the end of the Board's Agenda.

NOTE: Subjects of previous hearings or agenda items may not again be addressed under General Public Comments.



AGENDA ITEM NO.

3

REQUEST TO SPEAK FORM

ORDER REQUEST RECEIVED

2

PLEASE SUBMIT THIS COMPLETED FORM (AND YOUR WRITTEN STATEMENT)
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1. INSTRUCTIONS

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(PLEASE PRINT)

DATE	SEPT 15, 2011		
Name	JOHN L. WOOD		
Address			
Telephone			
Organization Represented			
Subject of Your Remarks			
Regarding Agenda Item No.	3 PUBLIC COMMENT		
Your Comments Present a Position of:	☐	☒ SUPPORT	☐ OPPOSITION

2. TESTIMONY AT NOTICED PUBLIC HEARINGS

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AGENDA ITEM NO.

3

REQUEST TO SPEAK FORM

ORDER REQUEST RECEIVED

3

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(PLEASE PRINT)

DATE	9/15/2011		
Name	Lorena Gonzalez		
Address	3521 Buena Vista St SDCA		
Telephone	Ø		
Organization Represented	(UTWSD)		
Subject of Your Remarks	Public Comment		
Regarding Agenda Item No.	3		
Your Comments Present a Position of:	☐	SUPPORT	☐ OPPOSITION

2. TESTIMONY AT NOTICED PUBLIC HEARINGS

At Public Hearings of the Board, persons wishing to speak shall be permitted to address the Board on any issue relevant to the subject of the Hearing.

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AGENDA ITEM NO.

3

REQUEST TO SPEAK FORM

ORDER REQUEST RECEIVED

4

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(PLEASE PRINT)

DATE	9/15/11		
Name	BIN YAM SEIFU		
Address	4473 MARLBOROUGH AVE #6 SD CA 92116		
Telephone	(619) 243-9021		
Organization Represented	UTW SD		
Subject of Your Remarks	PUBLIC COMMENT		
Regarding Agenda Item No.	3		
Your Comments Present a Position of:	☒	SUPPORT	☐ OPPOSITION

2. TESTIMONY AT NOTICED PUBLIC HEARINGS

At Public Hearings of the Board, persons wishing to speak shall be permitted to address the Board on any issue relevant to the subject of the Hearing.

3. DISCUSSION OF AGENDA ITEMS

The Chairman may permit any member of the public to address the Board on any issue relevant to a particular agenda item.

4. GENERAL PUBLIC COMMENTS ON MATTERS NOT ON THE AGENDA

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San Diego, CA 92101-7490
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Agenda Item No. 6

MEETING OF THE METROPOLITAN TRANSIT SYSTEM BOARD OF DIRECTORS

September 15, 2011

SUBJECT:

PROPOSED 2011/2012 INTERNAL AUDIT PLAN

RECOMMENDATION:

That the Board of Directors approve the proposed 2011/2012 Internal Audit Plan (Attachment A).

Budget Impact

None.

Audit Oversight Committee Recommendation

At its meeting on August 11, 2011, the Audit Oversight Committee recommended forwarding this item to the Board of Directors for approval.

DISCUSSION:

The MTS Internal Auditor has proposed a 2011/2012 work plan consisting of 9 internal audits, 3 consulting engagements, 320 hours of audit administration, and 270 hours for management-requested projects. The operations, business unit, type of audit, risk profile, and estimated time to complete are all shown within the audit plan.



Paul C. Jablonski
Chief Executive Officer

Key Staff Contact: Daniel Madzellan, 619.595.4920, daniel.madzellan@sdmts.com

SEPT15-11.6.PROPOSED AUDIT PLAN FY 12.DMADZELAN

Attachment: A. Proposed 2011/2012 Internal Audit Plan

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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.



Operation	Primary Business Unit	Audit Type	Risk Impact Profile	Risk Likelihood Profile	Estimated Hours
<u>Significant Changes in Operations/Change in Control Ownership</u>					
1) Payroll	HR/Finance	Financial, Operational	High	Possible	160.0
2) The Transit Store	Finance	Financial, Operational	Medium	Possible	120.0
3) Customer Service Operations	SDTC	Operational	Medium	Possible	80.0
<u>Previous Audit Follow-up Review</u>					
4) Compass Cards Risks Assessment - Control Evaluation	Finance/SANDAG	Operational	High	Possible	120.0
<u>Management Recommended (Assurance Reviews)</u>					
5) Procurement - Primary focus on FTA Compliance	Finance	Assurance/Compliance	High	Unlikely	160.0
6) CPUC Triennial Review (SDTI Safety)	SDTI/Security	Assurance/Compliance	High	Unlikely	120.0
<u>Farebox Controls - Revenues</u>					
7) Revenue Management	SDTI	Financial, Operational	High	Possible	120.0
8) Revenue Management	SDTC	Financial, Operational	High	Possible	80.0
<u>IT General Controls</u>					
9) System Access/Security Controls	IT (Finance)	IT, Operational	High	Possible	80.0
<u>Continuous Auditing/Consulting</u>					
Warranty - LRV Maintenance Operations	SDTI	Operational	High	Near Certainty	80.0
Storeroom Ops - Trolley	Finance	Operational	High	Probable	80.0
Fraud Hotline - Governance	HR/Legal	Operational	Medium	Possible	24.0
Total Estimated Hours - Scheduled Audits					1,224.0
Hours - Audit Administration					320.0
Unscheduled Projects/Management Requests					270.0
TOTAL AUDIT HOURS					1,814.0
<u>Other Audits (No Mgmt Requests and Time Available)</u>					
Workers' Compensation - Third-Party Contract Administration	Finance	Compliance, Financial	High	Possible	120.0
Ghost Rider Program (Process Change)	Plan/GA/Taxicab	Operational	Medium	Possible	80.0
AP - Duplicate Payment Analytical Review	Finance	Operational	Medium	Possible	80.0



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Agenda Item No. 7

MEETING OF THE METROPOLITAN TRANSIT SYSTEM BOARD OF DIRECTORS

September 15, 2011

SUBJECT:

COMPASS CARD BACK-OFFICE IMPLEMENTATION AND COMMISSIONS ON FARE MEDIA

RECOMMENDATION:

That the Board of Directors approve MTS Doc. No. G1248.2-09 (Attachment A) for an interim agreement between the San Diego Association of Governments (SANDAG), North County Transit District (NCTD), and MTS for shared responsibilities regarding Compass Card back-office implementation and commissions on fare media.

Budget Impact

MTS's share of the FY 12 expense would be \$1,372,079; NCTD's share would be \$457,360.

DISCUSSION:

The Compass Card Program (under SANDAG's Capital Improvement Program [CIP] 1145700) is a fare-collection system that was implemented for the San Diego region's fixed-route bus and rail operations.

SANDAG, NCTD, and MTS entered into an interim agreement on June 23, 2009, for shared responsibilities of funding and operating the Compass Card Program. Amendment No. 1 was executed to extend the interim agreement to June 30, 2011.

The proposed Amendment No. 2 would supersede the terms or conditions that are in conflict in Amendment No. 1 and serve as an interim agreement until a long-term solution regarding the funding and operations of the Compass Card Program is determined by SANDAG, NCTD, and MTS. Amendment No. 2 would terminate on



June 30, 2012, or when the long-term Memorandum of Understanding (MOU) is executed—whichever occurred first.

Therefore, staff is requesting Board of Directors approval of MTS Doc. No. G1248.2-09 (Attachment A) for an interim agreement between the San Diego Association of Governments (SANDAG), North County Transit District (NCTD), and MTS for shared responsibilities regarding Compass Card back-office implementation and commissions on fare media.



Paul C. Jablonski
Chief Executive Officer

Key Staff Contact: Karen Landers, 619.557.4512, Karen.Landers@sdmts.com

SEPT15-11.7.COMPASS CARD BACK OFFICE FARE MEDIA.KLANDERS

Attachment: A. MTS Doc. No. G1248.2-09

AMENDMENT 2 TO INTERIM AGREEMENT
BETWEEN THE SAN DIEGO ASSOCIATION OF GOVERNMENTS, THE
METROPOLITAN TRANSIT SYSTEM, AND THE NORTH COUNTY TRANSIT DISTRICT
REGARDING COMPASS CARD BACK OFFICE IMPLEMENTATION AND COMMISSIONS
ON FARE MEDIA (SANDAG Contract No. 5001230)

This Amendment 2 to Interim Agreement (Amendment 2) concerns the funding and operation of the Compass Card program and is intended to serve as an amendment to an interim form of agreement until a long-term solution is determined by the parties. The parties hereby agree to the following:

1. The parties will discuss the potential of entering into a Memorandum of Understanding (MOU) between the San Diego Association of Governments (SANDAG), the Metropolitan Transit System (MTS), and the North County Transit District (NCTD) concerning funding of the Compass Card program expenses. The Interim Agreement between the parties went into effect on June 23, 2009. Amendment 1 to the Interim Agreement was executed in 2010 to extend the Interim Agreement to June 30, 2011, and the disposition of the Compass Card back office program is still under discussion by the parties. Therefore, the parties have agreed to execute this Amendment 2 to the Interim Agreement to modify and extend the term of the Interim Agreement.
2. The parties intend for this Amendment 2 to supersede the terms of the Interim Agreement and Amendment 1 to the extent the terms or conditions are in conflict. In all other respects the Interim Agreement and Amendment 1 shall remain binding on the parties.
3. The following language shall be added to Section 4 of the Interim Agreement : The agreed Compass Program expenses for Fiscal Year 2012 (FY 12) are budgeted at \$1,829,439 for baseline operations. Based on the cost allocation formula in Section 3 of the Interim Agreement, MTS's share of the FY 12 expenses is \$1,372,079 and NCTD's share is \$457,360. SANDAG, MTS, and NCTD agree to review and establish metrics for the appropriate distribution of costs and potential revenues earned through the program.
4. The following language shall be added to Section 7 of the Interim Agreement: For FY 12, SANDAG shall deduct MTS' annual Transportation Development Act (TDA) contribution for the Pass Sales program, which is based on the FY 12 TDA claim amount approved by the SANDAG Board of Directors, from the amount owed by MTS. The MTS FY 12 TDA amount owed is \$643,698. SANDAG will divide the balance of \$728,381 ($\$1,372,079 - \$643,698 = \$728,381$), into twelve (12) equal monthly payments and deduct the amounts owed from the monthly distribution of MTS's revenue share of regional pass sales.
5. The following language shall be added to Section 11 of the Interim Agreement: Should SANDAG estimate actual costs to exceed the budgeted amounts for Fiscal Year 2012 during the course of the relevant fiscal year, the parties shall work together to mitigate the impacts or adjust the budget and billings/payments accordingly.

This Amendment 2, the Interim Agreement and Amendment 1 thereto shall terminate on June 30, 2012, or when the long-term MOU referenced herein is executed, whichever occurs first.

This document may be executed in any number of identical counterparts, each of which shall be deemed to be an original, and all of which together shall be deemed to be one and the same instrument when each party has signed one such counterpart. The Parties further agree that a facsimile copy of the executed counterparts shall have the same force and effect as an original.

IN WITNESS WHEREOF, the Parties have caused this MOU to be executed and delivered as of the last date of the Parties signature.

METROPOLITAN
TRANSIT SYSTEM

SAN DIEGO ASSOCIATION
OF GOVERNMENTS

Paul Jablonski
Chief Executive Officer

Gary Gallegos
Executive Director

APPROVED AS TO FORM:

MTS Office of General Counsel

SANDAG Office of General Counsel

ORTH COUNTY TRANSIT DISTRICT

Richard Hannasch
Chief Financial and Administrative Officer

APPROVED AS TO FORM

Paula de Sousa, General Counsel
Best Best & Kreiger

Matthew O. Tucker
Executive Director



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Agenda Item No. 8

MEETING OF THE METROPOLITAN TRANSIT SYSTEM BOARD OF DIRECTORS

September 15, 2011

SUBJECT:

HANDHELD READERS AND SOFTWARE DEVELOPMENT SERVICES

RECOMMENDATION:

That the Board of Directors authorize the Chief Executive Officer (CEO) to execute MTS Doc. No. G1406.0-12 (in substantially the same format as Attachment A) with General Information Systems Limited (GIS) for handheld reader units (HHUs) and charging-station software development services.

Budget Impact

The total cost would not exceed \$164,667.21 and would include HHUs, charging-station software development services, freight, and taxes. The expenditure would be funded by CIP 11200-0200.

DISCUSSION:

Background

MTS is seeking to replace existing HHUs currently being used by MTS Code Enforcement Officers as a Compass Card inspection device during field inspections. The current device provides MTS with the ability to inspect Compass Card holders to validate the presence of a current monthly, 30-Day, or other pass product. The current HHUs were delivered to MTS in 2008. Since 2008, MTS has experienced an alarming failure rate of nearly 75% in any given week. In early 2010, MTS began working with the San Diego Association of Governments (SANDAG) and Cubic to find a suitable replacement for the existing HHU fleet. Currently, Cubic does not offer an HHU that meets MTS's needs and, subsequently, MTS and SANDAG have researched an alternative solution from another vendor.

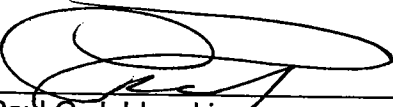


Metropolitan Transit System (MTS) is a California public agency and is comprised of San Diego Transit Corporation and San Diego Trolley, Inc. nonprofit public benefit corporations, in cooperation with Chula Vista Transit and National City Transit. MTS is the taxicab administrator for eight cities and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

After an exhaustive search for suitable manufacturers as well as consulting with peer agencies, the team discovered that any HHU manufacturer would have to have the ability to interface with Cubic's propriety software. To date, the only manufacturer identified is General Information Systems (GIS) located in the United Kingdom.

Any HHU product must work as an integral component of MTS's overall Compass Card system and must be able to be adapted to existing and future business rules for the operation of the system. Currently, GIS is the only manufacturer that is capable of working with MTS's Compass Card system and adapting to business rules until such time as Cubic shares its intellectual property to a wider audience.

MTS must have a functioning fleet of HHUs that is reliable in order to continue to use the Compass Card system and ensure the integrity of revenue collection. Therefore, MTS staff recommends that the Board authorize the CEO to execute MTS Doc. No. G1406.0-12 (in substantially the same format as Attachment A) with GIS for HHUs and charging-station software development services. Pricing has been determined to be fair and reasonable. A cost analysis is attached (Attachment B).



Paul C. Jablonski
Chief Executive Officer

Key Staff Contact: Marco Yniguez, 619.557.4576, marco.yniguez@sdmts.com

SEPT15-11.8.HANDHELD READERS & SOFTWARE DEV.MYNIGUEZ

Attachments: A. Draft MTS Doc. No. G1406.0-12
B. Price Analysis

STANDARD SERVICES AGREEMENT

G1406.0-12
 CONTRACT NUMBER
 CIP 11200-0200
 FILE NUMBER(S)

THIS AGREEMENT is entered into this ____ day of _____ 2012 in the State of California, by and between San Diego Metropolitan Transit System, a California public agency, and the following contractor, hereinafter referred to as "Contractor":

Name: General Information System Limited Address: Unit 2 The Woodlands

Form of Business: Corporation Barton Rd. Haslingfield, Cambridge

Cambridgeshire. CB23 ILW. UK
 (Corporation, partnership, sole proprietor, etc.)

Telephone: +44(0)1223 873333

Authorized person to sign contracts: Ron van Der Hoorn President
 Name Title

The attached Standard Conditions are part of this agreement. The Contractor agrees to furnish to MTS services and materials, as follows:

Provide handheld reader units (HHRs), multi-charging stations, software development integration testing, and commission as stipulated in the scope of work and in accordance with the Standard Services Agreement, the Standard Conditions Services, Federal Requirements, MTS Safety Department SOP (SAF 016-03), and General Information Systems Limited's (GIS's) Quotation dated August 16, 2011, attached hereto.

This contract is effective October 1, 2011. The total contract expenditure shall not exceed \$164,667.21. The price includes all materials, labor, freight, and sales tax. Payment terms shall be net 30 days from invoice approval date.

SAN DIEGO METROPOLITAN TRANSIT SYSTEM**CONTRACTOR AUTHORIZATION**

By: _____
 Chief Executive Officer

Approved as to form:

By: _____
 Office of General Counsel

Firm: _____

By: _____

Signature

Title: _____

AMOUNT ENCUMBERED	BUDGET ITEM	FISCAL YEAR
\$164,667.21	CIP 11200-0200	2012

By: _____
 Chief Financial Officer (____ total pages, each bearing contract number)



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Att. B, AI 8, 9/15/11

PRICE ANALYSIS

G1406.0-12

General Information System Handheld Units (HHU)

Initial Pricing	\$235,233.00
*Negotiated Price	\$164,667.21
In-House Engineers Estimate	\$209,035.00

*The negotiated price of \$164,667.21 represents saving of \$82,409.60



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Agenda Item No. 9

MEETING OF THE METROPOLITAN TRANSIT SYSTEM BOARD OF DIRECTORS

September 15, 2011

SUBJECT:

INVESTMENT REPORT – JULY 2011

RECOMMENDATION:

That the Board of Directors receive a report for information.

Budget Impact

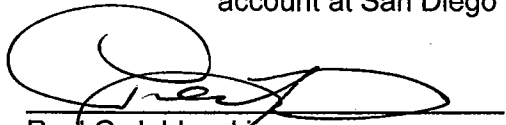
None.

DISCUSSION:

Attachment A comprises a report of MTS investments as of July 2011. The combined total of all investments has decreased by \$6.6 million in the current month largely due to delays in the receipt of Federal Transit Administration subsidy funds and \$1.9 million in disbursements for acquisition of capital assets.

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.

During July, \$2 million was transferred from the temporary investment account at Local Agency Investment Fund and \$5 million was transferred from the temporary investment account at San Diego County Investment Pool to fund operating expenses.



Paul C. Jablonski
Chief Executive Officer

Key Staff Contact: Tom Lynch, 619.557.4538, tom.lynch@sdmts.com

Attachment: A. Investment Report for March 2011

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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.



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

	<u>Restricted</u>	<u>Unrestricted</u>	<u>Total</u>	Average rate of return
Cash and Cash Equivalents				
Bank of America - concentration sweep account	<u>\$ 5,270,552</u>	<u>\$ 6,410,846</u>	<u>\$ 11,681,398</u>	0.00%
Total Cash and Cash Equivalents	<u>5,270,552</u>	<u>6,410,846</u>	<u>11,681,398</u>	
Cash - Restricted for Capital Support				
US Bank - retention trust account	2,121,651	-	2,121,651	N/A *
Local Agency Investment Fund (LAIF) Proposition 1B TSGP grant funds	<u>5,552,773</u>	<u>-</u>	<u>5,552,773</u>	0.38%
Total Cash - Restricted for Capital Support	<u>7,674,424</u>	<u>-</u>	<u>7,674,424</u>	
Investments - Working Capital				
Local Agency Investment Fund (LAIF) San Diego County Investment Pool	<u>-</u>	<u>1,440,665</u>	<u>1,440,665</u>	0.38%
Total Investments - Working Capital	<u>-</u>	<u>7,127,005</u>	<u>7,127,005</u>	
Investments - Restricted for Debt Service				
US Bank - Treasury Strips - market value (Par value \$39,474,000)	38,003,163	-	38,003,163	
Rabobank - Payment Undertaking Agreement	<u>82,053,636</u>	<u>-</u>	<u>82,053,636</u>	7.69%
Total Investments Restricted for Debt Service	<u>120,056,799</u>	<u>-</u>	<u>120,056,799</u>	
Total cash and investments	<u>\$ 133,001,774</u>	<u>\$ 13,537,851</u>	<u>\$ 146,539,625</u>	

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



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Agenda Item No. 10

MEETING OF THE METROPOLITAN TRANSIT SYSTEM BOARD OF DIRECTORS

September 15, 2011

SUBJECT:

E-PROCUREMENT SERVICES – CONTRACT AMENDMENT

RECOMMENDATION:

That the Board of Directors authorize the Chief Executive Officer (CEO) to:

1. execute MTS Doc. No. G1305.2-10 (in substantially the same format as Attachment A) with Planet Bids, Inc. for e-procurement services; and
2. exercise option years 1 through 3 at his discretion.

Budget Impact

The cost of \$13,000 for the two additional users for years 2 through 5 would be funded under Information Technology's (IT's) operating budget (661-53910).

The option year costs (if exercised at the CEO's discretion) would be increased by \$3,600 for option year 1 and by \$3,750 for option years 2 and 3.

The new contract amount would be increased from \$99,770 to \$112,770 for the five-year base period and from \$67,750 to \$78,850 for the three 1-year options. The new total contract amount would be \$191,620 (\$112,770 + \$78,850) for all eight years.

DISCUSSION:

Background

On October 19, 2009, MTS conducted a best-value procurement to select a contractor to provide vendor/contractor data management system and web-based electronic procurement for proposal and bid (e-procurement) services.



A contract award was made to Planet Bids, Inc. for e-procurement services (8 users), including a contract management module (unlimited users) in the amount of \$99,770.

On November 5, 2010, MTS went live and successfully implemented the BidsOnLine (BOL), which is a fully automated, web-based vendor and bid-management system. Planet Bids continues to proficiently perform all of the services within the scope of the agreement.

Some of the key features and benefits of BOL include:

- the ability to post solicitations online;
- electronic bidding;
- vendor self-registration;
- vendor profiles and automatic e-mail notifications for selected bid opportunities based on products or service categories; and
- downloading bids.

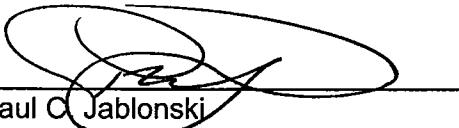
The MTS Procurement Department is anticipating an increase in staff and requires up to two additional users for the BOL system. The cost for additional licensing fees would total \$13,000, which would increase the total contract amount from \$99,770 to \$112,770.

The option year costs (if exercised at the CEO's discretion) would be increased by \$3,600 (option year 1) and \$3,750 (option years 2 and 3).

The new contract amount would be increased from \$99,770 to \$112,770 for the five-year base period and from \$67,750 to \$78,850 for the three 1-year options. The new total contract amount would be \$191,620 (\$112,770 + \$78,850) for all eight years.

Therefore, staff is requesting that the Board authorize the CEO to:

1. execute MTS Doc. No. G1305.2-10 (in substantially the same format as Attachment A) with Planet Bids, Inc. for e-procurement services; and
2. exercise option years 1 through 3 at his discretion.



Paul C. Jablonski
Chief Executive Officer

Key Staff Contact: Stevan White, 619.238.0100, Ext. 6412, stevan.white@sdmts.com

SEPT15-11.10.E-PROCUREMENT SVCS.CAQUINO

Attachment: A. MTS Doc. No. G1305.2-10

September 15, 2011

MTS Doc. No. G1305.2-10
50661-53910

Mr. Alan Zavian
CEO/President
Planet Bids, Inc.
20929 Ventura Blvd., Suite 210
Woodland Hills, CA 91364

Dear Mr. Zavian:

Subject: AMENDMENT NO. 2 TO MTS DOC. NO. G1305.0-10; E-PROCUREMENT SERVICES

This shall serve as Amendment No. 2 to our agreement for the E-Procurement Services as further described below.

STATEMENT OF WORK

Pursuant to the RFQ specifications and MTS Doc. No. G1305.0-10, the San Diego Metropolitan Transit System (MTS) shall add two (2) additional users, which shall increase the original total number of users for the BidsOnLine (BOL) web-based procurement system from eight (8) to ten (10).

Planet Bids, Inc. agrees to add the two (2) additional users for the remainder of the contract term per the agreed "additional user licensing fee" rates below. MTS shall be billed for the following years in accordance with the terms and conditions based on the number of users at that time as stated on MTS Doc. No. G1305.0-10:

		<u>Cost per User</u>	<u>Qty. (Additional User)</u>	<u>Extended Cost</u>
2010/11	Year One (1)	\$0 (\$1,575 – Waived)	1	No cost
2011/12	Year Two (2):	\$1,575	2	\$ 3,150
2012/13	Year Three (3):	\$1,575	2	\$ 3,150
2013/14	Year Four (4):	\$1,650	2	\$ 3,300
2014/14	Year Five (5):	\$1,700	2	\$ 3,400
				Total: \$13,000
11/5/15-11/4/16	Option Year 1	\$1,800	2	\$ 3,600
11/5/16-11/4/17	Option Year 2	\$1,875	2	\$ 3,750
11/5/17-11/4/18	Option Year 3	\$1,875	2	\$ 3,750
				Total: \$11,100

The new contract amount will be increased from \$99,770 to \$112,770 for the five-year base period and from \$67,750 to \$78,850 for the three 1-year options. The new total contract amount is \$191,620 (\$112,770 + \$78,850) for all eight years.

SCHEDULE

The five-year contract base period shall be effective from November 5, 2010, through November 4, 2015. The option for up to three 1-year renewal periods shall be effective November 5, 2015, through November 4, 2018, exercisable at MTS's sole discretion.

Mr. Alan Zavian
September 15, 2011
Page 2 of 2

PAYMENT

The additional licensing fee for years 2 through 5 shall not exceed \$13,000 without prior written approval from MTS. The total value of this contract, including this amendment, shall be \$112,770 for the five years (\$99,770 + \$13,000). All previous conditions remain in effect. If you agree with the above, please sign and return the copy marked "original" to the Contracts Specialist at MTS. The remaining copy is for your records.

Sincerely,

Agreed:

Paul C. Jablonski
Chief Executive Officer

Alan Zavian
Planet Bids, Inc.

SEPT15-11.10.Atta.PLANET BIDS G1305.2-10.CAQUINCO

Date: _____

Enclosures: Revised Contract Pricing Sheet (Amendment No. 2)
Procurement Contact Information – Revised Module Users

CONTRACT PRICING SHEET
(PER PLANET BIDS "REVISED" COST PROPOSAL)
E-Procurement Services
MTS DOC. NO. G1305.0-10

PLANET BIDS													
#	DESCRIPTION	"REVISED" COST PER YEAR (INCLUDING ADDITIONAL LICENSING FEES / MODULES)											
		11/5/10 - 11/4/11 (Year 1)	11/5/11 - 11/4/12 (Year 2)	11/5/12 - 11/4/13 (Year 3)	11/5/13 - 11/4/14 (Year 4)	11/5/14 - 11/4/15 (Year 5)	TOTAL (5 Yrs)	11/5/15 - 11/4/16 (Option Yr. I)	11/5/16 - 11/4/17 (Option Yr. II)	11/5/17 - 11/4/18 (Option Yr. III)	TOTAL (3 Option Yrs)	GRAND TOTAL COST (8 Yrs)	
1	One-time Set-up fee: Detailed design, system implementation, project management, on-site training, and launch - ("REVISED")	\$ 6,500.00					\$ 6,500.00				\$ -	\$ 6,500.00	
2	BOL Licensing fee for 8 users - ("REVISED"):	\$ 12,400.00	\$ 12,400.00	\$ 13,020.00	\$ 13,400.00	\$ 14,050.00	\$ 65,270.00	\$ 16,500.00	\$ 16,500.00	\$ 17,000.00	\$ 50,000.00	\$ 115,270.00	
3	Contract management Module without Compliance Reporting (unlimited users) - ("REVISED"):	\$ 5,500.00	\$ 5,500.00	\$ 5,500.00	\$ 5,750.00	\$ 5,750.00	\$ 28,000.00	\$ 5,750.00	\$ 6,000.00	\$ 6,000.00	\$ 17,750.00	\$ 45,750.00	
(**)	One-time Set-up fee: Contract Management Module w/o Compliance Reporting - ("REVISED"): **\$1,575 fee WAIVED	\$ -					\$ -				\$ -	\$ -	
	TOTAL PER YEAR (Hs 1-4)	\$ 24,400.00	\$ 17,900.00	\$ 18,520.00	\$ 19,150.00	\$ 19,800.00	\$ 99,770.00	\$ 22,250.00	\$ 22,500.00	\$ 23,000.00	\$ 67,750.00	\$ 167,520.00	

Additional Licensing fee per user (BOL):	\$1,575.00 *	\$ 1,575.00	\$ 1,575.00	\$ 1,650.00	\$ 1,700.00	\$ 1,700.00	\$ 6,500.00	\$ 1,800.00	\$ 1,875.00	\$ 1,875.00	\$ 5,550.00	\$ 12,050.00
Additional Number of Users:	1	2	2	2	2	2	N/A	2	2	2	N/A	
Subtotal:	\$ -	\$ 3,150.00	\$ 3,150.00	\$ 3,300.00	\$ 3,400.00	\$ 3,400.00	\$ 13,000.00	\$ 3,600.00	\$ 3,750.00	\$ 3,750.00	\$ 11,100.00	\$ 24,100.00
"REVISED" TOTAL (PER YEAR):	\$ 24,400.00	\$ 21,050.00	\$ 21,670.00	\$ 22,450.00	\$ 23,200.00	\$ 23,200.00	\$112,770.00	\$ 25,850.00	\$ 26,250.00	\$ 26,750.00	\$ 78,850.00	\$191,620.00

ORIGINAL CONTRACT AMOUNT: \$ 99,770.00 (Based on 8 users)
 "REVISED" TOTAL CONTRACT AMOUNT: \$ 191,620.00 5 Yrs.
 Revised Grand Total Contract Amount \$ 191,620.00 8 Yrs. (including Options)

* Fee is waived per Amendment No. 1
 * Two additional users at the above rates per Amendment No. 2 - total of 10 users

All BOL Modules are offered as an Application Service Provider (ASP) which are web-based, hosted, and maintained by Planet Bids.

STANDARD SCHEDULE FEES		Cost/Hr (\$)
1	Consulting Fees (Includes Project Definition, Project Planning, Project Management, Product Research, Streamlining and Production)	\$ 125.00
2	Custom Application Programming	\$ 115.00
3	Database Design/Integration	\$ 115.00
4	Additional Training Fees Up to 8 Users (max. 4 hrs.)	(per day) \$ 1,875.00
5	Content Management	\$ 65.00
6	Graphic Design	\$ 65.00
7	Data Conversion and Loading Services	\$ 65.00



1255 Imperial Avenue, Suite 1000
San Diego, CA 92101-7490
(619) 231-1466 • FAX (619) 234-3407

Agenda Item No. 11

MEETING OF THE METROPOLITAN TRANSIT SYSTEM BOARD OF DIRECTORS

September 15, 2011

SUBJECT:

BUS STOP MAINTENANCE – CONTRACT AMENDMENT

RECOMMENDATION:

That the Board of Directors authorize the Chief Executive Officer (CEO) to execute MTS Doc. No. B0453.2-06 (in substantially the same form as Attachment A) with Veolia Transportation to provide additional transit center power-washing services effective October 1, 2011.

Budget Impact

The total costs for transit center power-washing services would not exceed the following amounts:

\$ 92,100.32	Base Year 5	FY 12
\$104,709.70	Option Year 1	FY 13
\$107,849.25	Option Year 2	FY 14
\$111,085.10	Option Year 3	FY 15

The total amount of the MTS Doc. No. B0453.2-06 (including the three option years) would not exceed \$415,744.37.

DISCUSSION:

MTS contracts with vendors for scheduled power-washing maintenance services to clean bus parking (bus pads) and surrounding areas. Transit centers are power washed based on passenger activity and/or the need to be cleaned. Power washing is intended to remove grease, oils, gum, bird droppings, and other items to maintain a clean and sanitary appearance for customers. A self-contained steam cleaner and an environmental recovery water system are required to comply with city and state regulations for discharge and reclamation of contaminated water. These services are currently performed by Aztec Janitorial—the contract expires on September 30, 2011.

MTS recommends that effective October 1, 2011, these services be added to the existing Veolia contract.



Currently, Veolia Transportation's (Veolia's) contract for fixed-route bus services (through June 30, 2015, including available option years) includes provisions to provide various cleaning services at MTS transit centers. These services include graffiti removal, signage cleaning and/or replacement, curb painting, and other miscellaneous site cleaning as needed. The addition of the above-mentioned power-washing services to Veolia's existing scope of work would be beneficial for the following reasons:

1. Economies of Scale

- Reduction in contract management hours by MTS Contract Services Department staff.
- Veolia maintenance personnel already perform similar services at the transit centers.

2. Service Performance Cost Savings to MTS

Anticipated Contract Period	Est. Annual Savings vs. current contract	Percentage Savings
10-1-11 – 6-30-12	\$27,725	23.14%
7-1-12 – 6-30-13	\$18,710	15.16%
7-1-13 – 6-30-14	\$19,273	15.16%
7-1-14 – 6-30-15	\$19,851	15.16%
Total Estimated Savings	\$85,559	

3. MTS Ownership of all Necessary Power-Washing Equipment

- The costs for Veolia's service would include approximately \$19,000 for the necessary equipment. All of this equipment would be maintained by Veolia as part of the contract and would be the property of MTS after June 2015.

As stated in MTS's Best Practices Procurement Manual, Section 9.2 *Changes*, this addition of work would allow MTS to " ... *order additional work which is 'within the general scope of the contract, and thereby avoid having to procure this work as a 'new procurement' with all of the time and expense associated with another solicitation.*"

Therefore, MTS staff recommends that the Board approve MTS Doc. No. B0453.2-06 with Veolia in the amount of \$92,100.32 for the purchase of power-washing equipment and performance of power-washing services and grant the CEO the authority to exercise the three option years (in the amounts of \$104,709.70, \$107,849.25, and \$111,085.10, respectively).



Paul C. Jablonski
Chief Executive Officer

Key Staff Contact: Mike Daney, 619.595.7035, mike.daney@sdmts.com

Attachments: A. Draft MTS Doc. No. B0453.2-06
B. Veolia Proposal Dated 8/29/11
C. Fair and Reasonable Cost Justification Memo Dated 8/30/11

DRAFT

MTS Doc. No. B0453.2-06

September 15, 2011

Mr. Duane Eskierka
Regional Vice President
Veolia Transportation
3650A Main Street
Chula Vista, CA 91911

Dear Mr. Eskierka:

Subject: AMENDMENT NO. 2 TO THE METROPOLITAN TRANSIT SYSTEM (MTS)
DOC.NO. B0453.0-06; MTS FIXED-ROUTE BUS SERVICE – BUS STOP
MAINTENANCE SPECIFICATIONS

This document shall serve as Amendment No. 2 to the MTS Fixed-Route Bus Service Contract. The changes on the following pages will apply. In the event there is a conflict of language between the contract and amendment item, the amendment item will prevail. All other terms and conditions of the contract remain unchanged. The amended agreement is described below.

CHANGES TO ATTACHMENT #5 – BUS STOP MAINTENANCE SPECIFICATION - SECTION OF CONTRACT B0453.0-06

Introduction. Paragraph 1.

Contract Language:

Contractor is responsible for bus stop maintenance for all Metropolitan Transit System (MTS) bus stops in the region at the direction of MTS staff.

Contractor shall employ two (2) bus stop maintenance technicians to conduct the work. MTS shall supply fully equipped sign capable trucks.

Amended Language:

Contractor is responsible for bus stop and transit center maintenance for all Metropolitan Transit System (MTS) bus stops in the region at the direction of MTS staff.

Contractor shall employ three (3) bus stop and transit center maintenance technicians to conduct the work. MTS shall supply fully equipped sign and steam/pressure and washing-capable trucks.

Section 1 - Work Orders:

Contract Language:

1. Work Orders

Amended Language:

1. Bus Stop Work Orders

Section 2 – Work Order Response Time:

Contract Language:

MTS to provide Contractor, on a routine basis, written work orders directing Contractor's work activity. Responsible staff members from each organization will meet at least weekly, at a minimum, to exchange work orders and reconcile work to be performed and completed. Contractor to be available at all times for conducting emergency work orders (to be completed within 24 hours of receipt). The process for conveying these work orders to Contractor shall be by fax, electronic mail, or delivered in person.

Amended Language:

Contractor shall complete all work in a timely manner. From the time of work order assignment, installations or clean up shall be completed within seven (7) calendar days. Mechanical repair work shall be completed within three calendar days, unless deemed emergency work, which shall be completed within 24 hours. Curb painting and miscellaneous (non-scheduled) bus stop pressure washing shall be completed within 14 calendar days. All mechanical repair work shall be completed during normal working hours, Monday through Friday. However, on occasion it may be necessary for bus stop mechanical repair and/or maintenance work to be conducted on Saturday and Sunday. Contractor is to adjust hours to accommodate work when necessary. Transit center maintenance and steam/pressure washing shall be completed between the hours of 12:00 a.m. and 5:00 a.m. per the agreed upon work schedule set by MTS.

Section 3 –Training:

Contract Language:

MTS to provide to Contractor staff bus stop maintenance training on an as-needed basis. Training will entail safety requirements, quality control, and installation procedures.

Amended Language:

MTS is to provide Contractor staff bus stop maintenance training on an as-needed basis. Training will entail safety requirements, regulatory requirements, quality control, and installation procedures. Contractor is responsible for ensuring that contract staff using steam and pressure washing equipment are familiar with and abide by all regulatory laws.

Section 4 – Installation:

Contract Language:

4. Installations

Amended Language:

4. Bus Stop Installations

Section 5 – Repairs:

Contract Language:

5. Repairs

Amended Language:

5. Bus Stop Repairs

Section 6. – Improvements:

Contract Language:

6. Improvements

Amended Language:

6. Bus Stop Improvements

Section 7. – Removals:

Contract Language:

7. Removals

Amended Language:

7. Bus Stop Removals

Section 8. – (Added Section per Contract Amendment):

Contract Language:

None

Amended Language:

8. Transit Center Maintenance

Contractor will perform the duties of steam cleaning/pressure washing various MTS Transit Centers and miscellaneous independent stop locations.

Routine maintenance consists of steam cleaning/pressure washing and scrubbing with hot water, at a minimum temperature of 180 degrees and no less than 3,000 pounds per square inch (psi),

designated bus parking areas (concrete bus pads) and access areas for each for each bus stop in all transit centers (see locations in attachment A). Each cleaning should consist of the following:

- Stains are to be pretreated with biodegradable chemicals to remove all motor oil, chewing gum, food, and debris.
- The area will be hot pressure-washed and scrubbed with the appropriate equipment, and all water should be contained to prevent excess runoff.
- A filtration/vacuum system is used to collect and separate solids and all water.
- The wastewater shall be contained in a holding tank for removal.
- All wastewater shall be removed and transported from the premises to be disposed of elsewhere in accordance with the provisions of the State of California Water Resource Control Board.

Routine and frequency of transit center steam cleaning and pressure washing service shall vary depending upon the site (attachment X). Cleaning is to be conducted between the hours of 12:00 a.m. and 5:00 a.m. 5 days per week as schedule between MTS and Veolia. Veolia and MTS shall agree upon the date of the month each site will be cleaned. A schedule for each site must be established and agreed upon by MTS in writing. Any changes to the schedule must be approved by MTS in writing.

Section 8. – Contractor Supplied Materials

Contract Language:

- Graffiti removers, cleaners, and solvents
- Concrete material
- Fill dirt and/or patching material

Amended Language:

9. Contractor-Supplied Materials
- Graffiti removers, cleaners, and solvents
 - Concrete material
 - Fill dirt and/or patching material
 - Pressure washing equipment, supplies and materials
 - Waste water collection equipment, supplies and materials

Sections 9, 10 and 11 will be re-numbered to the following:

Section 9-Supplied Materials > Section 10-MTS-Supplied Materials

Section 10-Quality Control of Work > Section 11-Quality Control of Work

Section 11-Miscellaneous > Section 12-Miscellaneous

SERVICE OVERSIGHT AND STAFFING

The two new Service Work B employees will report to the on-duty South Bay Division Forman. The Forman will be responsible for ensuring that Service Work B employees are arriving on-time and complete all specified work as details as agreed upon with MTS Contract Management Staff. The on-duty Forman will be the point of contact for any problems or situations that may arise in the event that Service Work B's are not fulfilling their obligation or are not complying with Federal, State or Local laws. The Forman will be accessible during all hours for which Service Work B's are in the field.

BILLING RATES

Service Worker B:

The following hourly rates will apply to Service Worker B for steam cleaning, pressure washing and cleaning bus stops, bus stop areas, passenger platforms and bus bays.

Service Worker B Billing Rate

Agreement Year	Operating Cost per Bus Stop Maint. Rev. Hour
10/1/2011 through 6/30/2012	\$ 21.888
7/1/2012 through 6/30/2013	\$ 22.544
7/1/2013 through 6/30/2014	\$ 23.220
7/1/2014 through 6/30/2015	\$ 23.917

Veolia will be paid for Service Worker B service hours specifically requested and required to complete the details outlined in the attached SOW and not to exceed the billable hours below.

(Service Worker B Estimated Hours)

Agreement Year	Total Hours
10/1/2011 through 6/30/2012	3120
*7/1/2011 through 6/30/2013	4160
*7/1/2013 through 6/30/2014	4160
*7/1/2013 through 6/30/2015	4160
Total:	15,600

Estimated hours are based on two (2) full-time service workers

* Original Veolia Contract Option Terms

Staff Equipment and Uniforms

To perform steam cleaning and pressure washing duties, Service Work B employees will require specialized work equipment and uniforms. The use of this equipment and uniforms will be billed to MTS based on an hourly rate per the number of hours worked by Service Work B(s) and consistent with the outlined number of hours detailed above (Service Worker B Estimated Hours). The fee for equipment and uniforms will be billed to MTS at the following rates:

Equipment and Uniforms	Cost Per Hour/ Per Worker B
10/1/2011 through 6/30/2012	\$ 0.230
7/1/2012 through 6/30/2013	\$ 0.237
7/1/2013 through 6/30/2014	\$ 0.244
7/1/2014 through 6/30/2015	\$ 0.251

Cleaning Supplies and Equipment Maintenance

Cleaning supplies and equipment maintenance will be billed to MTS based on the hourly rate of time spent cleaning and will not exceed the number of hours spelled out below. Veolia will assume all responsibility for the equipment, including following all manufactures schedule maintenance specifications as outlined in corresponding owner's manuals. Replacement parts, scheduled maintenance or equipment rental fees in the event that the equipment fails will be the sole responsibility of Veolia.

Cleaning Supplies and Equipment Maint.

Agreement Year	Total Hours
10/1/2011 through 6/30/2012	1040
7/1/2011 through 6/30/2013	2080
7/1/2013 through 6/30/2014	2080
7/1/2013 through 6/30/2015	2080
Total:	7,280

Estimated hours are based on hours of operation

The hourly rate for cleaning supplies and equipment maintenance is as follows.

Cleaning Supplies	Cost Per Operating Hour
10/1/2011 through 6/30/2012	\$ 2.8800
7/1/2011 through 6/30/2013	\$ 2.9664
7/1/2013 through 6/30/2014	\$ 3.0554
7/1/2013 through 6/30/2015	\$ 3.1471

Equipment Maintenance and Part Replacement Fees	Cost Per Operating Hour
10/1/2011 through 6/30/2012	\$ 1.7600
7/1/2011 through 6/30/2013	\$ 1.8128
7/1/2013 through 6/30/2014	\$ 1.8672
7/1/2013 through 6/30/2015	\$ 1.9232

EQUIPMENT PURCHASE

Veolia will purchase all required steam cleaning, pressure washing, water collection equipment and the trailer required to provide the services outline in the scope of work. The purchase of this equipment, with MTS's approval will be billed directly to MTS as one time pass through expense, not to exceed \$18,266.56 (inclusive of 7.75% sales tax). Details and the cost estimate of this equipment are provided in Attachment B.

Veolia understands that all equipment will remain in good working condition. Veolia will follow the manufacturer's routine maintenance suggestions and part replacement schedule. All costs associated with maintenance and part replacement will be the sole responsibility of Veolia and are included in the rates outlined above under Equipment Maintenance and Part Replacement Fees. No additional cost will be applied to MTS for the upkeep of this equipment. If it is determined at a later date that additional equipment is needed to improve station and bus stop cleaning efforts, Veolia must obtain formal written authorization from MTS.

Service Worker	Equip. & Uniforms	Annual Hours	Subtotal	Power Wash Equipment	Cleaning Supplies	Maint. & Parts	Annual Hours	Subtotal	Grand Total	Fiscal Year
\$21.8880	\$0.2300	3120	\$69,008.16	\$18,266.56	\$2.8800	\$1.7600	1040	\$4,825.60	\$92,100.32	FY12
\$22.5440	\$0.2370	4160	\$94,768.96		\$2.9664	\$1.8128	2080	\$9,940.74	\$104,709.70	FY13
\$23.2200	\$0.2440	4160	\$97,610.24		\$3.0554	\$1.8672	2080	\$10,239.01	\$107,849.25	FY14
\$23.9170	\$0.2510	4160	\$100,538.88		\$3.1471	\$1.9232	2080	\$10,546.22	\$111,085.10	FY15
Grand Total									\$415,744.37	

FUEL BILLING

Veolia will bill MTS for all fuel consumed and purchased for the use of steam cleaning, pressure washing, and generator devices to provide services outline in the SOW. Veolia will keep and will provide MTS on a monthly basis supporting documentation of fuel use and purchases. MTS is not responsible for fuel consumed by the vehicle transporting steam cleaning or power washing equipment or any other equipment. Vehicle fuel will be the responsibility of Veolia.

PERMITS/LICENSES/VEHICLE REGISTRATION

- California EPA Identification Number – Veolia currently holds a California EPA Identification Number and is required to maintain it through the life of the contract.
- Storm Water - Veolia will comply with all Storm Water Rules and Regulations. It is Veolia's understanding that SDTI currently has an all-encompassing Storm Water permit to conduct steam cleaning and pressure washing at all MTS transit centers, including all transit centers within the attached SOW. Veolia will partner with SDTI to ensure that service workers and management staff are aware of all binding laws related to Storm Water.
- The trailer purchased to carry steam cleaning and pressure washing equipment will need to be registered with the California Department of Motor Vehicles. It is undecided at this time if the plate needs to be California Exempt or not. If the plate needs to be California Exempt, it will require a title transfer of the trailer to MTS. MTS and Veolia will discuss these options and agree to the terms at a later date.
- Veolia is assuming that all waste water collected during the cleaning of transit centers (bus stops and bus bays), will be discharged at the South Bay Maintenance facility in the existing water clarifier. Veolia will follow up to make sure this is in accordance with current regulatory laws. Should this not be acceptable, Veolia will notify MTS in writing and work with MTS to ensure compliance with waste water discharge.

EMERGENCY SERVICES

MTS, at its discretion, may notify Veolia of the need to respond to flooding conditions at Fashion Valley Transit Center. Contractor is required to remove mud and debris, pressure wash, and scrub all bus parking areas, including passenger loading areas, within three (3) hours, or MTS may engage another service provider for such purposes at Veolia's expense.

TERM

Veolia will assume steam cleaning and pressure washing responsibilities effective October 1, 2011 and continue through June 30, 2013 as part of the base period of the contract, or upon termination of the Veolia Contract. The option years of the contract remain unchanged.

Letter Mr. Duane Eskierka
September 15, 2011
Page 9 of 9

As a result of this Amendment, the total contract price has increased by \$92,100.32 from \$234,551,353.00 to \$234,643,453.32 (not including options).

Should option years be exercised, this Amendment will increase the options years as follows:

Option Year one will increase by \$104,709.70

Option Year two will increase by \$107,849.25

Option Year three will increase by \$111,085.10

All other terms and conditions remain unchanged. Please sign and return all copies to the Contracts Specialist at MTS and a fully executed copy will be returned to you after final signature.

Sincerely,

Agreed:

Paul C. Jablonski
Chief Executive Officer

Duane Eskierka
Veolia Transportation, Inc.

Date: _____

Veolia Transportation
3650 A. Main Street
Chula Vista, CA 91911
Tel: 619-427-5660
Fax: 619-427-6437



August 29, 2011

Mr. Mike Daney, Senior Transit Operations Specialist
Metropolitan Transit System
100 16th Street
San Diego,, CA 92112

Subject: Veolia Service Worker B – Steam Cleaning and Pressure Washing Proposal

Dear Mr. Daney

This letter acts as an official proposal from Veolia Transportation Inc., to the Metropolitan Transit System (MTS), to add the responsibility of steam cleaning and pressure washing to the existing bus stop service worker's scope of work per Contract No. B0453.2-06, Attachment # 5 – Bus Stop Maintenance Specification. As part of this proposal, Veolia will add two addition bus stop service workers (Referenced as Service Worker B from here now on). In addition, Veolia will purchase and maintain necessary steam cleaning and pressure washing equipment. The details of this proposal are outlined below.

SCOPE OF WORK

Veolia will be responsible for steam cleaning and pressure washing all designated bus transit centers (bus bays and passenger platforms) on an agreed upon routine basis as outlined in the attached scope of work (Attachment A).

Veolia will not steam clean or pressure wash designated San Diego Trolley Inc. (SDTI) facilities or passenger platforms, which are currently the responsibility of SDTI maintenance division. All designated work will be completed in a timely manner while abiding by all federal, state and local laws. Knowledge of these laws is the sole responsibility of Veolia Transportation. All and any fines, penalties resulting from a lack of compliance with these laws, will be the sole responsibility of Veolia. In addition to this, any and all missed work will be rescheduled and communicated with MTS's contract management staff within 24hrs of the missed work assignment.

SERVICE OVERSIGHT AND STAFFING

The two new Service Work B employees will report to the on-duty South Bay Division Forman/Supervisor. The Forman will be responsible for ensuring that Service Work B employees are arriving on-time and complete all work as detailed in the SOW as agreed upon with MTS Contract Management Staff. The on-duty Forman will be the point of contact for any problems or situations that may arise in the event that Service Work Bs are not fulfilling their obligation or are not complying with Federal, State or Local laws. The Forman will be accessible during all hours for which Service Work Bs are in the field.

BILLING RATES

Service Worker B:

The following hourly rates will apply to Service Worker B for time spent steam cleaning, pressure washing and cleaning bus stops, bus stop areas, passenger platforms and bus bays.

Service Worker B Billing Rate

Agreement Year	Operating Cost per Bus Stop Maint. Rev. Hour
10/1/2011 through 6/30/2012	\$ 21.888
7/1/2012 through 6/30/2013	\$ 22.544
7/1/2013 through 6/30/2014	\$ 23.220
7/1/2014 through 6/30/2015	\$ 23.917

Veolia will be paid for Service Worker B service hours specifically requested and required to complete the details outlined in the attached SOW and not to exceed the billable hours below.

(Service Worker B Estimated Hours)

Agreement Year	Total Hours
10/1/2011 through 6/30/2012	3120
*7/1/2011 through 6/30/2013	4160
*7/1/2013 through 6/30/2014	4160
*7/1/2013 through 6/30/2015	4160
Total:	15,600

Estimated hours are based on two (2) full-time service workers

* Original Veolia Contract Option Terms

Staff Equipment and Uniforms

To perform steam cleaning and pressure washing duties, Service Work B employees will require specialized work equipment and uniforms. The use of this equipment and uniforms will be billed to MTS based on an hourly rate per the number of hours worked by Service Work B(s) and consistent with the outlined number of hour detailed above (Service Worker B Estimated Hours). The fee for equipment and uniforms will be billed to MTS at following rates:

Equipment and Uniforms	Cost Per Hour/ Per Worker B
10/1/2011 through 6/30/2012	\$ 0.230
7/1/2012 through 6/30/2013	\$ 0.237
7/1/2013 through 6/30/2014	\$ 0.244
7/1/2014 through 6/30/2015	\$ 0.251

Cleaning Supplies and Equipment Maintenance

Cleaning supplies and equipment maintenance will be billed to MTS based on the hourly rate of time spent cleaning and will not exceed the number of hours spelled out below. Veolia will assume all responsibility for the equipment, including following all manufactures schedule maintenance specifications as outlined in corresponding owner's manuals. Replacement parts, scheduled maintenance or equipment rental fees in the event that the equipment fails will be Veolia's financial obligation.

Cleaning Supplies and Equipment Maint.

Agreement Year	Total Hours
10/1/2011 through 6/30/2012	1040
7/1/2011 through 6/30/2013	2080
7/1/2013 through 6/30/2014	2080
7/1/2013 through 6/30/2015	2080
Total:	7,280

Estimated hours are based on hours of operation

The hourly rate for cleaning supplies and equipment maintenance is as follows.

Cleaning Supplies	Cost Per Hour/ Per Worker B
10/1/2011 through 6/30/2012	\$ 2.8800
7/1/2011 through 6/30/2013	\$ 2.9664
7/1/2013 through 6/30/2014	\$ 3.0554
7/1/2013 through 6/30/2015	\$ 3.1471

Equipment Maintenance and Part Replacement Fees	Cost Per Hour/ Per Operating Hour
10/1/2011 through 6/30/2012	\$ 1.7600
7/1/2011 through 6/30/2013	\$ 1.8128
7/1/2013 through 6/30/2014	\$ 1.8672
7/1/2013 through 6/30/2015	\$ 1.9232

EQUIPMENT PURCHASE

Veolia will purchase steam cleaning, pressure washing, water collection equipment and tow-trailer required to provide the services outline in the scope of work. The purchase of this equipment, with MTS's approval will be billed directly to MTS as one time pass through expense not to exceed a one-time expense of \$25,000.00.

Details and the cost estimate of this equipment is provided in Attachment B.

Veolia understands that all equipment will remain in good working condition. Veolia will follow the manufacturer's routine maintenance suggestions and part replacement schedule. All cost associated with maintenance and part replacement will the sole responsibility of Veolia and paid through by the rates outline above under Equipment Maintenance and Part Replacement Fees. No additional cost will be applied to MTS

for the upkeep of this equipment. If it is determined at a later date that additional equipment is needed to improve station and bus stop cleaning efforts, Veolia must obtain formal written authorization from MTS.

FUEL BILLING

Veolia will bill MTS for all fuel consumed and purchased for the use of steam cleaning, pressure washing, and generator devices to provide services outline in the SOW. Veolia will keep and will provide MTS on a monthly basis supporting documentation of fuel use and purchases. MTS is not responsible for fuel consumed by the vehicle transporting steam cleaning or power washing equipment or any other equipment. Vehicle fuel will be the responsibility of Veolia.

PERMITS/LICENSES/VEHICLE REGISTRATION

- California EPA Identification Number – Veolia currently holds a California EPA Identification Number.
- Storm Water - Veolia will comply with all Storm Water Rules and Regulations. It is Veolia's understanding that SDTI currently has an all-encompassing Storm Water permit to conduct steam cleaning and pressure washing at all MTS transit centers, including all transit centers within the attached SOW. Veolia will partner with SDTI to ensure that service workers and management staff are aware of all binding laws related to Storm Water.
- The trailer purchased to carry steam cleaning and pressure washing equipment will need to be registered with the department of motor vehicles. It is undecided at this time if the plate needs to be California Exempt or not. If the plate needs to be California Exempt, it will require a title transfer of the trailer to MTS. MTS and Veolia will discuss these options and agree to the terms at a later date.
- Veolia is assuming that all waste water collected during the cleaning of transit centers (bus stops and bus bays), will be discharged at the South Bay Maintenance facility in the existing water clarifier. Veolia will follow up to make sure this is in accordance with current regulatory laws. Should this not be acceptable, Veolia will work with MTS to ensure compliance with waste water discharge.

Sincerely,


Jeanne Snyder,
General Manager
Veolia Transportation Service Inc.

Power Washing Locations

BUS PARKING AREAS

Att. B, AI 11, 9/15/11

Semiannually:

1. San Diego/47th Street Transit Center bus bay areas – attachment A
2. Lemon Grove/Massachusetts Avenue Transit Center bus bay areas – attachment B
3. La Mesa/Spring Street Transit Center bus bay areas – attachment C
4. San Diego/College Grove Center –attachment D
5. San Diego/70th Street Trolley Station bus bay areas – attachment E
6. San Diego/Grantville Trolley Station bus bay areas – attachment F

Quarterly:

Bimonthly:

7. National City/8th Street Transit Center bus bay areas – attachment G
8. National City/24th Street Transit Center bus bay areas – attachment H
9. Chula Vista/Palomar Street Transit Center bus bay areas – attachment I
10. Santee/Santee Town Center Transit Center bus bay areas – attachment J
11. San Diego/SDSU Transit Center (Bus Plaza) bus bay areas – attachment K

Monthly:

12. San Diego (Nestor)/Palm Avenue Transit Center bus bay areas – attachment L
13. Chula Vista/E Street Transit Center bus bay areas – attachment M
14. Chula Vista/H Street Transit Center bus bay areas – attachment N
15. El Cajon/El Cajon Transit Center bus bay areas – attachment O
16. San Diego/12th and Imperial Transit Center – attachment P
17. San Diego/Kearny Mesa Transit Center bus bay areas – attachment Q

Biweekly:

18. Fashion Valley Transit Center bus bay areas (plus platforms) – attachment R
19. Old Town Transit Center bus bay areas (plus platforms) – attachment S
20. Iris Avenue Trolley Station bus bay areas (plus platforms) – attachment T
21. Euclid Avenue Trolley Station bus bay areas (plus platforms) – attachment U

Weekly:

22. San Ysidro Transit Center (plus platforms) – attachment V

Power Washing Locations

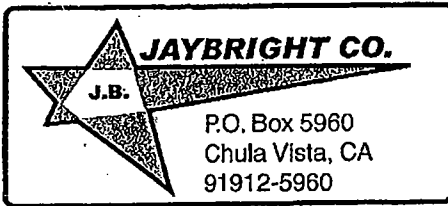
PASSENGER PLATFORM AREAS

Biweekly:

18. Fashion Valley Transit Center bus bay areas (plus platforms) – attachment R
19. Old Town Transit Center bus bay areas (plus platforms) – attachment S
20. Iris Avenue Trolley Station bus bay areas (plus platforms) – attachment T
21. Euclid Avenue Trolley Station bus bay areas (plus platforms) – attachment U

Weekly:

22. San Ysidro Transit Center (plus platforms) – attachment V



Since 1976

Service
Equipment
Protection

Water Conservation

Partners with Jordan Recycling
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Att. B, AI 11, 9/15/11

Invoice

DATE	INVOICE#
------	----------

8/25/2011

201013041

BILL TO:

VEOLIA TRANSPORTATION
CC#327
3650 A MAIN STREET
CHULA VISTA, CA 91911

SHIP TO:

VEOLIA TRANSPORTATION
3650 A MAIN STREET
CHULA VISTA, CA 91911

P.O NUMBER	TERMS	F/M	SVS DATE	ROUTE	W.O.#	EPA ID #
V17268	Net 30	KS		San Diego		CAL000163156

QUANTITY	ITEM CODE	DESCRIPTION	PRICE EACH	AMOUNT
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VEOLIA TRANSPORTATION SPECIAL PROJECT

1	VEOLIACV/...	STEAM CLNR 4000 PSI @ 5.5 GPM	5,329.00	5,329.00
1	VEOLIACV/...	STEAM HOSE 3/8 X 150 FT	522.50	522.50
1	VEOLIACV/...	INDUSTRIAL RED FEED HOSE 3/4 X 150 FT	261.29	261.29
1	VEOLIACV/...	HIGH PRESSURE WATER GUN WITH 3 FT LANCE AND TIPS	129.00	129.00
1	VEOLIACV/...	LIGHT SYSTEM FOR NIGHT WORK	186.12	186.12
1	VEOLIACV/...	ENVIRONMENTAL DRAIN COVER MAT	522.30	522.30
3	VEOLIACV/...	DYKE AND BEAM SYSTEM	428.67	1,286.01
1	VEOLIACV/...	VAC AND PUMP SYSTEM	2,575.12	2,575.12
1	VEOLIACV/...	VAC HOSE 75 FT	165.00	165.00
1	VEOLIACV/...	TANDOM AXLE TRAILER WITH TAIL GATE	2,150.15	2,150.15
10	VEOLIACV/...	SAND BAGS	3.75	37.50
10	VEOLIACV/...	ORANGE SAFETY CONES 3 FT HIGH	19.58	195.80
2	VEOLIACV/...	RECOVERY TANKS	374.98	749.96
2	VEOLIACV/...	DOUBLE HOSE REELS (SINGLE FRAME)	697.59	1,395.18
1	LABOR	LABOR FOR ASSYEMBLY AND INSTALLATION @ \$65.00 PER HR	1,560.00	1,560.00
		FREIGHT CHARGES INCLUDED		0.00

SUBTOTAL 17,065.02
TAXABLE SUBTOTAL 15,505.02

TAX TAX 7.75% 1,201.63 1,201.63

THANK YOU FOR USING JAYBRIGHT SERVICES

TOTAL

\$18,266.56

B-7

ATTACHMENT B

TO: Procurement File

From: Sean Reed

Date: August 30, 2011

Subject: Fair and Reasonable Cost Justification – Amendment Recommendation, Fixed Route Bus Services – Attachment #5 (Bus Stop Maintenance Specifications); MTS Doc. No. B0453.2-06

Upon the basis of findings and determinations pursuant to United States Code Title 49, the Federal Transit Administration (FTA) Circular 4220.1F, the Best Practices Procurement Manual (BPPM) and the terms and conditions set forth in MTS Doc. No. B0453.0-06; MTS Staff hereby recommends a contract amendment to Veolia Transportation (Veolia) in the amount of \$92,100.32 for the one-time purchase of power washing equipment and monthly performance of power washing services from October 1, 2011 through June 30, 2012, with options for three additional years at a price of \$104,709.70, \$107,849.25, and \$111,085.10 respectively.

The following rationale was used to develop the award recommendation.

PROCUREMENT BACKGROUND

Fixed Route Bus Services – Attachment #5 (Bus Stop Maintenance Specifications); MTS Doc. No. B0453.0-06.

As part of the various activities to maintain MTS bus stops that include MTS transit centers, MTS contracts for scheduled power washing services to clean bus parking areas (bus pads), and surrounding areas that are the maintenance responsibility of MTS. Transit centers are power washed on a frequency based on their passenger activity and/or need to be cleaned. Power washing is intended to remove grease, oils, gum, bird droppings, and other items to maintain a clean and sanitary appearance for customers. Equipment required to perform these services must include a self-contained steam cleaning and environmental recovery water system as performing these services must comply with City and State regulations concerning the discharge and reclaiming of contaminated water. These services are currently performed by Aztec Janitorial, with a contract expiration date of September 30, 2011.

Currently, Veolia Transportation's (Veolia) contract for fixed route bus services (through June 30, 2015 including available option years) includes provisions to provide various cleaning services at MTS transit centers such as graffiti removal, signage cleaning and/or replacement, curb painting, and other miscellaneous site cleaning related services as needed. It is requested that the Board approve the addition of these power washing services to Veolia's existing scope of work for the following reasons:

- Economies of Scale
 - o Reduction of time in contract management by MTS Contract Services Dept.
 - o Veolia maintenance personnel already perform similar services at the Transit Centers
- Service performance cost savings to MTS

Anticipated Contract Period	Est. Annual Savings vs. current contract	Percentage Savings
10-1-11 – 6-30-12	\$27,725	23.14%
7-1-12 – 6-30-13	\$18,710	15.16%
7-1-13 – 6-30-14	\$19,273	15.16%
7-1-14 – 6-30-15	\$19,851	15.16%
Total Est. Savings	\$85,559	

- MTS Ownership of all necessary power-washing equipment
 - o Cost of services with Veolia includes approximately \$19,000.00 of all the necessary equipment to perform these services. All of this equipment will be maintained by Veolia as part of the contract and will be the property of MTS after June 2015

As stated in the Best Practices Procurement Manual, 9.2 Changes, of Chapter 9 , this addition of work will allow MTS to "...order additional work which is 'within the general scope of the contract, and thereby avoid having to procure this work as a 'new procurement' with all of the time and expense associated with another solicitation."

Recommendation

MTS staff has determined that First Transit, Inc. submitted a proposed approach that represents the most advantageous methods and best value of fulfilling MTS's needs as required in the RFP. Based on the Independent Cost Estimate, and current costs for the existing service, the total price (including all options) of \$415,744.37 is determined to be fair and reasonable and in the best interest of MTS.

It is recommended to approve an award of \$92,100.32 for year 5 of the base contract with options for \$104,709.70, \$107,849.25, and \$111,085.10 respectively.

Sean J. Reed

Contract Officer



1255 Imperial Avenue, Suite 1000
San Diego, CA 92101-7490
619.231.1466 FAX 619.234.3407

Agenda

Item No. 12

MEETING OF THE METROPOLITAN TRANSIT SYSTEM BOARD OF DIRECTORS

September 15, 2011

SUBJECT:

JANITORIAL SERVICES FOR MTS BUILDINGS AND LRV FLEET

RECOMMENDATION:

That the Board of Directors authorize the Chief Executive Officer (CEO) to execute MTS Doc. No. G1387.0-11 (in substantially the same format as Attachment A) with NMS Management, Inc. for janitorial services at MTS buildings and for the light rail vehicle (LRV) fleet.

Budget Impact

Award of MTS Doc. No. G1387.0-11 would include a three-year base contract for janitorial services and LRV fleet-cleaning services totaling \$3,520,497.92 and 2 one-year options totaling \$2,377,994.36. The total cost for this contract including options is estimated at \$5,898,492.28. Funding for the five-year janitorial services and LRV fleet-cleaning would be allocated under operational cost elements 331-53640 and 332-53640 for SDTC and 35053720 and 35253615 for SDTI. The projected annual costs are as follows:

Contract Dates	SDTI (350-53720/ 352-53615)	SDTC (331-53640/ 332-53640)	
10-1-11 – 9-30-12	\$1,004,210.60	\$161,517.84	
10-1-12 – 9-30-13	\$1,014,252.06	\$163,132.68	
10-1-13 – 9-30-14	\$1,014,252.06	\$163,132.68	
<i>Total Base Period</i>	<i>\$3,032,714.72</i>	<i>\$487,783.20</i>	<i>\$3,520,497.92</i>
10-1-14 – 9-30-15	\$1,024,233.10	\$164,764.08	
10-1-15 – 9-30-16	\$1,024,233.10	\$164,764.08	
<i>Total Option Period</i>	<i>\$2,048,466.20</i>	<i>\$329,528.16</i>	<i>\$2,377,994.36</i>
GRAND TOTAL	\$5,081,180.92	\$817,311.36	\$5,898,492.28



Metropolitan Transit System (MTS) is comprised of the Metropolitan Transit Development Board (MTDB) a California public agency, San Diego Transit Corp., and San Diego Trolley, Inc., in cooperation with Chula Vista Transit and National City Transit. MTS is Taxicab Administrator for eight cities. MTDB is owner of the San Diego and Arizona Eastern Railway Company. MTDB Member Agencies include: City of Chula Vista, City of Coronado, City of El Cajon, City of Imperial Beach, City of La Mesa, City of Lemon Grove, City of National City, City of Poway, City of San Diego, City of Santee, and the County of San Diego.

BACKGROUND OF SERVICE:

The following buildings and LRVs would be serviced by the janitorial services contract:

San Diego Transit Corporation (SDTC)

- Imperial Avenue Division (IAD)
- Kearny Mesa Division (KMD)

San Diego Trolley Inc. (SDTI)

- Buildings A, B, C, and Trolley Yard Tower
- Entire LRV Fleet (including PCC cars)
- Old Town Trolley Station (LRVs only)
- 12th and Imperial Station (LRVs only)

Janitorial services are provided seven days per week, every calendar day, with many areas receiving multiple cleanings per day. LRV fleet cleaning includes an average of 60 LRVs cleaned each day and an average of 110 LRVs cleaned each night. The Old Town and 12th and Imperial Stations would each have one individual during peak-afternoon hours for simple cleanings (such as trash removal and liquid spill cleanup) as vehicles wait for extended periods (minutes) in between schedules.

DISCUSSION:

In accordance with MTS Policy No. 52 (Procurement of Goods and Services), Federal Transit Administration (FTA) Circular 4220.1F, and the Best Practices Procurement Manual (BPPM), MTS advertised a Request for Proposals (RFP), MTS Doc. No. G1387.0-11 for Janitorial Services for MTS Buildings and LRV Fleet in April 2011 as well as posted the solicitation on the new Procurement Web site. The RFP included the following evaluation criteria:

1. Pass/fail criteria to include providing janitorial services the past 5 years, ability to meet insurance requirements, 2 years' experience within last 5 years successfully providing janitorial services during the day and night for a company operating 24 hours per day, 7 days per week, and the ability to provide audited financial information if necessary.
2. Qualifications of the firm
3. Cost and price
4. Project/work plan
5. Other relevant matters
6. Additional Items specific to SDTI
7. Additional Items specific to SDTC

MTS developed an evaluation scale system for rating contractor proposals against the evaluation factors identified above. For technical and cost proposals, the appropriate evaluation rating would be assigned to each evaluation factor, consistent with the narrative evaluation of strengths, weaknesses, and risks.

BRIEF PROCUREMENT SUMMARY:

MTS received proposals from the following seven firms:

1. Aztec Janitorial
2. ISS Facility Services
3. Jani-King of California, Inc.
4. NMS Management, Inc.
5. Prizm Janitorial
6. T&T Janitorial
7. The Business Cleaning Company

Proposals were reviewed for compliance to the RFP and to determine if the proposals were responsive. All seven proposals received were determined to be responsive. Of the seven proposals, Jani-King, Prizm, and The Business Cleaning Company were determined to be outside of the competitive range of the procurement.

The remaining four firms were invited to meet with the Evaluation Panel in order to discuss their proposals in greater detail, provide clarification, and obtain feedback from the Evaluation Panel regarding any calculation errors, duplication of costs, and areas for potential improvement and/or cost savings. After the initial interviews and review of supplemental information provided, T&T Janitorial was determined to be outside of the competitive range.

Based on the information described above, the Evaluation Panel concluded that negotiations with all three firms were appropriate. Each firm was invited to and participated in a negotiation meeting with the Evaluation Panel. At the conclusion of each negotiation, firms were invited to present Best and Final Offers (BAFOs).

	Proposer	SDTI	SDTC	TOTAL
Revised	NMS	\$5,178,578	\$817,311	\$5,995,889
	ISS	\$5,484,579	\$659,953	\$6,144,532
	Aztec	\$5,907,589	\$903,120	\$6,810,709
	Proposer	SDTI	SDTC	TOTAL
BAFOs	NMS	\$5,081,181	\$817,311	\$5,898,492
	ISS	\$5,429,221	\$948,700	\$6,377,921
	Aztec	\$6,460,583	\$903,120	\$7,363,703

RECOMMENDATION:

Based on the evaluations of each firm's technical proposal, discussions, negotiations, and evaluation of price, MTS staff has determined that NMS Management, Inc.'s proposed pricing is fair and reasonable, and its proposal represents the most

advantageous method and best overall value of fulfilling MTS's service requirements as outlined in the RFP. NMS Management, Inc. is a certified Disadvantaged Business Enterprise (DBE) firm.

Therefore, MTS staff recommends authorizing the CEO to execute MTS Doc. No. G1387.0-11 (in substantially the same format as Attachment A) with NMS Management, Inc. for janitorial services for MTS buildings and LRV fleet for a period of 3 years with 2 one-year options.



Paul C. Jablonski
Chief Executive Officer

Key Staff Contacts: Lee Summerlott, (619) 594-4904, lee.summerlott@sdmts.com
Frank Doucette, (619) 238-0100 ext. 6494, frank.doucette@sdmts.com

SEPT15-11.12.JANITORIAL SVCS NMS MGMT.SREED

Attachments: A. Draft Contract with NMS Management, Inc. (MTS Doc. No. G1387.0-11)
B. BAFO Pricing, NMS Management, Inc.

STANDARD SERVICES AGREEMENT

G1387.0-11
 CONTRACT NUMBER
 OPS 960 & 970
 FILE NUMBER(S)

THIS AGREEMENT is entered into this _____ day of _____ 2011, in the state of California by and between San Diego Metropolitan Transit System ("MTS"), a California public agency, and the following contractor, hereinafter referred to as "Contractor":

Name: NMS Management, Inc. Address: 155 West 35th St., Suite D
 Form of Business: Corporation National City, CA. 91950
 (Corporation, partnership, sole proprietor, etc.)
 Telephone: 619-425-0440

Authorized person to sign contracts: David Guaderrama President / CEO
 Name Title

The attached Standard Conditions are part of this agreement. The Contractor agrees to furnish to MTS services and materials, as follows:

Provide janitorial services for MTS buildings and light rail fleet as specified in MTS's Request for Proposals (RFP) Scope of Work and Attachments, MTS Doc. No. G1387.0-11, including Addenda, Responses to Approved Equals/Clarifications; and in accordance with the Standard Services Agreement, Standard Conditions Services, Federal Requirements, MTS Safety Department's SOP (SAF-16), and NMS Janitorial Services Best and Final Offer (BAFO) Dated June 15, 2011 (hereinafter "Contract Documents"). If there are any inconsistencies between the Contract Documents, the following order of precedence will govern the interpretation of this contract. Provided, however that RFP shall not modify or remove a requirement imposed by state or federal law without express separate written approval by MTS.

1. Standard Services Agreement, including the Standard Conditions Services, and Federal Requirements.
2. Janitorial Services for MTS Buildings and Light Rail Vehicle Fleet Request for Proposal Scope of Work and Attachments, Addendum, Responses to Approved Equals/Clarifications, MTS Safety Department SOP (SAF-16), and Contractor's BAFO Dated June 15, 2011.

The term of the base contract shall be from October 1, 2011 – September 30, 2014.

The total cost of this contract shall not exceed \$3,520,497.92 for the three-year base period and \$2,377,994.36 for the two one-year options if exercised by MTS via written contract amendment.

SAN DIEGO METROPOLITAN TRANSIT SYSTEM		CONTRACTOR AUTHORIZATION
By: _____ Chief Executive Officer		Firm: _____
Approved as to form:		By: _____ Signature
By: _____ Office of General Counsel		Title: _____
AMOUNT ENCUMBERED	BUDGET ITEM	FISCAL YEAR
\$3,032,714.72	350-53720 & 352-53615	2012 - 2015
\$487,783.20	331-53640 & 332-53640	2012 - 2015

By: _____ Date
 Chief Financial Officer

CALIFORNIA UNIFIED CERTIFICATION PROGRAM DISADVANTAGED BUSINESS ENTERPRISE CERTIFICATE

NMS MANAGEMENT INC

155 W. 35TH STREET, SUITE D
NATIONAL CITY, CA 91950

Owner: DAVID GUADERRAMA

Business Structure: CORPORATION

This certificate acknowledges that said firm is approved by the California Unified Certification Program (CUCP) as a Disadvantaged Business Enterprise (DBE) as defined by the U.S. Department of Transportation (DOT) CFR 49 Part 26, as may be amended, for the following NAICS codes:

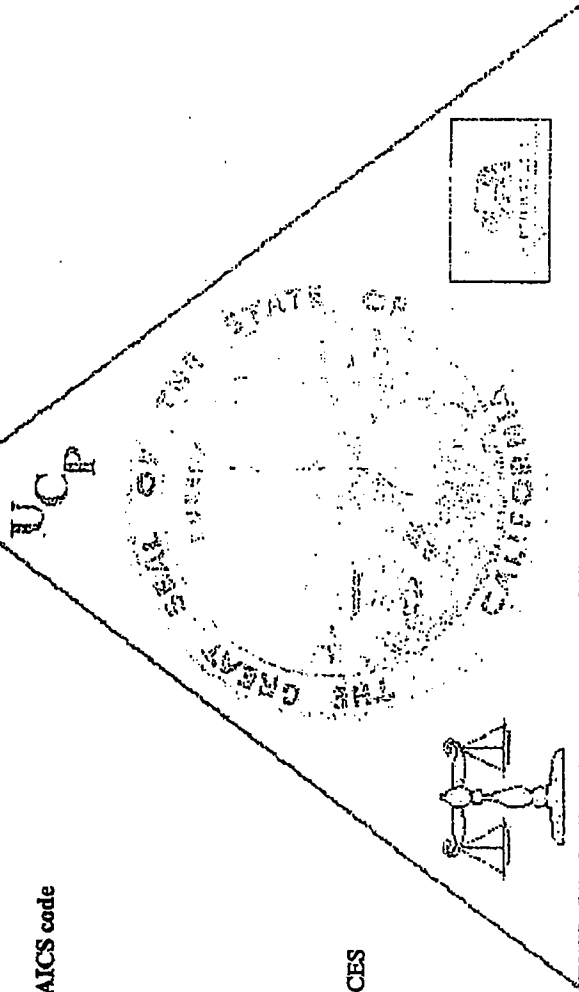
NAICS Code(s) * Indicates primary NAICS code

* 561720 Janitorial Services

Work Category Code(s)

17341 JANITORIAL SERVICES

Licenses



UNIFIED CERTIFICATION PROGRAM

CERTIFYING AGENCY:

DEPARTMENT OF TRANSPORTATION
1823 14TH STREET
SACRAMENTO, CA 95811 0000
(916) 324-1700

UCP Firm Number: 39730

James D. Davis
CUCP OFFICER

August 19, 2011

It is CUCP's policy and objective to promote and maintain a level playing field for DBEs in California on Federal-aid contracts. We ensure nondiscrimination in the award and administration of U.S. DOT assisted contracts based on the requirements of 49 CFR Parts 21 and 26.

MTS Janitorial Services

DOC. NO. G1387.0-11

"Best and Final Offer"

August 23, 2011.

PROPOSING CONTRACTOR'S COMPANY NAME & ADDRESS

NMS Management, Inc.
155 West 35th Street Suite D
National City, CA 91950

CONTRACTING CONTRACTOR'S CONTACT PERSON

David S. Guderrama

PROPOSING CONTRACTORS CONTACT INFORMATION

(619)425-0440	Office Phone
(619)743-1219	Cell Phone
nmsmanagement@msn.com	Email

GRAND TOTAL PROPOSAL COSTS

GRAND TOTAL LRV & TROLLEY BUILDINGS				Year 1	Year 2	Year 3		
ANNUAL Cleaning Costs Including Supplies - LRV and Trolley Bldgs. A, B, C, and Yard Tower				\$1,004,210.60	\$1,014,252.06	\$1,014,252.06	Option Year 1	Option Year 2
Total Years 1 - 3				\$3,032,714.72			Total Option Years	\$2,048,466.20
ANNUAL Cleaning Costs Including Supplies - KMD				\$58,982.76	\$59,572.20	\$59,572.20	\$60,168.00	\$60,168.00
Total Years 1 - 3				\$178,127.16			Total Option Years	\$120,336.00
GRAND TOTAL IAD Buildings				Year1	Year2	Year3	Option Year1	Option Year2
ANNUAL Cleaning Costs Including Supplies - IAD				\$102,535.08	\$103,560.48	\$103,560.48	\$104,596.08	\$104,596.08
Total Years 1 - 3				\$309,656.04			Total Option Years	\$209,192.16
GRAND TOTAL PROPOSAL - ALL SERVICES				Year 1	Year 2	Year 3	Option Year 1	Option Year 2
Total Years 1 - 3				\$3,520,497.92			Total Option Years	\$2,377,994.36



DESCRIPTION	BASE TERM			OPTIONAL YEARS 1 & 2	
	DAILY Cost Year 1	DAILY Cost Year 2	DAILY Cost Year 3	DAILY Cost Option Year 1	DAILY Cost Option Year 2
LIGHT RAIL VEHICLE (LRV) CLEANING					
Day Time Cleaning Tasks					
Interior Cleaning	\$499.80	\$504.80	\$504.80	\$509.80	\$509.80
Night Time Cleaning Tasks					
Interior Cleaning	\$1,078.00	\$1,088.78	\$1,088.78	\$1,099.56	\$1,099.56
Car End Cleaning	\$431.20	\$435.51	\$435.51	\$439.82	\$439.82
Carbon Cleaning	\$58.80	\$59.39	\$59.39	\$59.98	\$59.98
Operator's Cab Detailing	\$19.60	\$19.80	\$19.80	\$19.80	\$19.80
Rubber Flooring & Steps ScrubMax	\$82.32	\$83.14	\$83.14	\$83.97	\$83.97
Daily Terminal Tasks					
12th and Imperial Station	\$98.00	\$98.98	\$98.98	\$99.96	\$99.96
Old Town Station	\$98.00	\$98.98	\$98.98	\$99.96	\$99.96
TOTAL LRV DAILY Cleaning Costs	\$2,365.72	\$2,389.38	\$2,389.38	\$2,412.85	\$2,412.85
SUBTOTAL ANNUAL (DAILY Cleaning Costs * 365 DAYS)	\$863,487.80	\$872,123.70	\$872,123.70	\$880,690.25	\$880,690.25
DESCRIPTION	Other Costs Year 1	Other Costs Year 2	Other Costs Year 3	Other Costs Option Year 1	Other Costs Option Year 2
MONTHLY Cleaning Tasks					
SUBTOTAL ANNUAL (MONTHLY Cleaning Costs * 12 Months)	\$1,788.50	\$1,806.39	\$1,806.39	\$1,824.27	\$1,824.27
	\$21,462.00	\$21,676.68	\$21,676.68	\$21,891.24	\$21,891.24
QUARTERLY Cleaning Tasks					
SUBTOTAL ANNUAL (QUARTERLY Cleaning Costs * 4 Quarters)	\$5,385.50	\$5,419.16	\$5,419.16	\$5,472.81	\$5,472.81
	\$21,462.00	\$21,676.64	\$21,676.64	\$21,891.24	\$21,891.24
BI-ANNUAL (Every 2 Years) Tasks					
SUBTOTAL ANNUAL (BI-ANNUAL Cleaning Costs * .5 YEARS)	\$4,233.60	\$4,275.94	\$4,275.94	\$4,318.27	\$4,318.27
	\$4,233.60	\$4,275.94	\$4,275.94	\$4,318.27	\$4,318.27
MONTHLY LRV Cleaning Supplies (Inclusive of Tax)	\$2,450.00	\$2,474.50	\$2,474.50	\$2,499.00	\$2,499.00

SUBTOTAL ANNUAL (MONTHLY Cleaning Supplies * 12 Months)	\$29,400.00	\$29,694.00	\$29,694.00
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9/15/11

DESCRIPTION	BASE TERM		
	DAILY Cost Year 1	DAILY Cost Year 2	DAILY Cost Year 3

TROLLEY BUILDINGS - JANITORIAL SERVICES (DAILY COSTS)

Trolley Building A	\$43.37	\$43.80	\$43.80
Trolley Building B	\$23.50	\$23.74	\$23.74
Trolley Building C	\$49.24	\$49.73	\$49.73
Trolley Yard Tower	\$10.37	\$10.47	\$10.47

Janitorial DAILY Cleaning Costs	\$126.48	\$127.74	\$127.74
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Janitorial Cleaning Costs * 365 DAYS	\$46,165.20	\$46,625.10	\$46,625.10
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MONTHLY Trolley Building Cleaning Supplies (Inclusive of Tax)	\$1,500.00	\$1,515.00	\$1,515.00
SUBTOTAL ANNUAL (MONTHLY Cleaning Supplies * 12 Months)	\$18,000.00	\$18,180.00	\$18,180.00

GRAND TOTAL - ANNUAL LRV CLEANING AND BUILDING JANITORIAL SERVICES INCLUDING SUPPLIES	\$1,004,210.60	\$1,014,252.06	\$1,014,252.06
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\$29,988.00	\$29,988.00
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OPTIONAL YEARS 1 & 2	
DAILY Cost Option Year 1	DAILY Cost Option Year 2

\$44.24	\$44.24
\$23.97	\$23.97
\$50.23	\$50.23
\$10.58	\$10.58

\$129.02	\$129.02
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\$47,092.30	\$47,092.30
-------------	-------------

\$1,530.15	\$1,530.15
\$18,361.80	\$18,361.80

\$1,024,233.10	\$1,024,233.10
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Description	BASE TERM			OPTIONAL YEARS 1 & 2	
	MONTHLY Cost Year 1	MONTHLY Cost Year 2	MONTHLY Cost Year 3	MONTHLY Cost Option Year 1	MONTHLY Cost Option Year 2
IMPERIAL AVENUE DIVISION (IAD) CLEANING					
Labor	\$7,544.59	\$7,620.04	\$7,620.04	\$7,696.24	\$7,696.24
Cleaning Supplies (Inclusive of Sales Tax)	\$1,000.00	\$1,010.00	\$1,010.00	\$1,020.10	\$1,020.10
SUBTOTAL - MONTHLY IAD COSTS	\$8,544.59	\$8,630.04	\$8,630.04	\$8,716.34	\$8,716.34
KEARNY MESA DIVISION (KMD) CLEANING					
Labor	\$4,115.23	\$4,156.35	\$4,156.35	\$4,197.92	\$4,197.92
Cleaning Supplies (Inclusive of Sales Tax)	\$800.00	\$808.00	\$808.00	\$816.08	\$816.08
SUBTOTAL - MONTHLY KMD COSTS	\$4,915.23	\$4,964.35	\$4,964.35	\$5,014.00	\$5,014.00
GRAND TOTAL MONTHLY COSTS IAD and KMD	\$13,459.82	\$13,594.39	\$13,594.39	\$13,730.34	\$13,730.34
GRAND TOTAL ANNUAL COSTS IAD AND KMD	\$161,517.84	\$163,132.68	\$163,132.68	\$164,764.08	\$164,764.08



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***REVISED** **Agenda Item No. 30**

MEETING OF THE METROPOLITAN TRANSIT SYSTEM BOARD OF DIRECTORS

September 15, 2011

SUBJECT:

TAXICAB ADVISORY COMMITTEE MEMBER ELECTIONS (SHARON COONEY)

RECOMMENDATION:

That the Board of Directors approve:

1. changes to Taxicab Advisory Committee (TAC) membership guidelines (Attachment A); and
2. an interim balloted election of two taxicab drivers to fill the vacant seats on the TAC for the remaining two years in the 2011-2013 Committee term with a full balloted election for five driver representatives and five owner representatives to be conducted by January 2014.

Budget Impact

The estimated cost of \$2,000 for the interim election would be covered under existing FY 2012 Taxicab Administration budget. This cost does not include staff time. Cost for staff time is estimated at \$12,000.

DISCUSSION:

On July 14, 2011, the Board of Directors authorized changes to the composition of the TAC to include an equal number of taxicab drivers and taxicab owners without increasing the number of members on the committee. The driver representatives must be drivers in good standing for three years, and the owner representatives also must be in good standing. Pursuant to this motion, staff has prepared draft amendments to the TAC Guidelines for Board review and approval (Attachment A).



The Board asked staff to return with a recommendation for how the elections would be accomplished. In order to minimize the cost to permit holders for these elections, MTS staff brought a recommendation to the TAC on September 7 that proposed an election for all TAC seats prior to January 1, 2012. This would have reset the composition of the TAC based on Board direction as quickly as possible and would have eliminated the expense of annual elections. Upon consideration of this recommendation, the TAC instead forwarded a recommendation to the Board that an election be held to fill the two vacant seats (one vacated by the Regional Chamber of Commerce, the other by an owner of 4 or more taxicabs) with two driver representatives to serve the remaining two-year term and a full election of the TAC based on equal driver and owner representation to be held in 2013 and every three years thereafter.

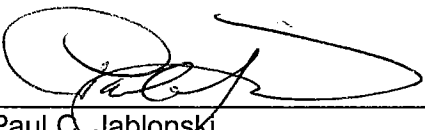
In the interim, the TAC recommendation would result in the following membership composition:

- 1 representative of the MTS Board of Directors
- 6 organization representatives (San Diego Convention & Visitors Bureau, San Diego County Regional Airport Authority, San Diego Convention Center, Travelers Aid Society of San Diego, and two members from the hotel industry)
- 7 taxicab owners (one of which is currently also a driver); and
- 3 drivers

The total membership would remain at 17, and no seated member would lose his or her position.

Today's action would approve the proposed changes to the TAC Guidelines that include the revised membership that would be implemented beginning with the 2014-2016 term and adopt the TAC's recommendation for interim changes to membership for the 2011-2013 term.

The TAC also reviewed staff's proposed process and time line for the election and requested that staff make adjustments wherever possible to provide drivers more time for nominations. Attachment B reflects changes designed to address this concern.



Paul C. Jablonski
Chief Executive Officer

Key Staff Contact: Sharon Cooney, 619.557.4513, sharon.cooney@sdmts.com

SEPT15-11.30.TAXICAB COMMITTEE.SCOONEY

Attachments: A. Draft Taxicab Advisory Committee Guidelines
B. TAC Election Process and Time Line



1255 Imperial Avenue, Suite 1000
San Diego, CA 92101-7490
(619) 231-1466 • FAX (619) 234-3407

DRAFT
METROPOLITAN TRANSIT SYSTEM
TAXICAB ADVISORY COMMITTEE GUIDELINES

1 PURPOSE

The Taxicab Advisory Committee's purpose is to:

- 1.1 Provide feedback on taxicab matters destined for Board action;
- 1.2 Review summaries of administrative hearing officer decisions concerning taxicab owner and driver penalties;
- 1.3 Discuss ~~Resolve~~ taxicab owners'/drivers' written grievances;
- 1.4 Review summaries of complaints concerning taxicab service;
- 1.5 Review vehicle inspection criteria, process, results, and rankings;
- 1.6 Review the Chief Executive Officer's Annual Fee Schedule; and
- 1.7 Comment on MTS's work program concerning taxicab matters.

2. MEMBERSHIP

Seventeen members are appointed as follows:

- 2.1 One representative of the MTS Board of Directors appointed on an annual basis, who will be designated by the MTS Board of Directors to serve as Chairman of the Taxicab Advisory Committee.
- 2.2 One member appointed by the San Diego Convention and Visitor's Bureau, the ~~San Diego Chamber of Commerce~~, the San Diego County Regional Airport Authority, San Diego Convention Center, San Diego Travelers Aid Society, and two members from the Hotel Industry, each serving a three-year term.



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

- 2.3 Five ~~Eight~~ taxicab owners with at least three years' experience and in good standing, each serving a three-year term, elected by taxicab owners, divided as follows:
- a. Two ~~Three~~ seats are designated for representation of owners of one to three taxicabs;
- and,
- b. Three ~~Five~~ seats are designated for representation of owners of four or more taxicabs.
- 2.4 Five ~~One~~ taxicab driver serving a three-year term, taxicab lease drivers in possession of a San Diego Sheriff's Department-issued Taxicab Driver Identification Card valid in the MTS areas of jurisdiction, being in good standing, and currently serving as a driver for at least three years leading up to the election. The election shall comply with the following guidelines:
- a. Lease driver representatives shall be elected by licensed drivers operating in MTS areas of jurisdiction.
 - b. Beginning with the 2013/2014 election, lease driver representative elections shall take place every three years at the same time as the owner representative elections.
 - c. Both owners and lease driver representatives shall meet the eligibility requirements at all times while serving on the Taxicab Advisory Committee.
- 2.5 A taxicab owner member unable to attend a meeting may appoint an alternate from the same or similarly sized company to attend in his or her absence.
- 2.6 A taxicab driver unable to attend a meeting may appoint a driver with a similar experience level (within 2 years), not less than three years, to attend in his, or her, absence.
- 2.76 The Taxicab Advisory Committee shall make an interim appointment if a member's seat becomes vacant within the three-year term.
- 2.87 The Vice Chairman will be the representative for the San Diego Convention & Visitors Bureau.

3 MEETINGS

- 3.1 Taxicab Advisory Committee meetings are subject to the provisions of the Ralph M. Brown Act, California Government Code, Section 54950, et. seq.
- 3.2 Taxicab Advisory Committee meetings will be held quarterly at the offices of MTS.
- 3.3 The agenda for each meeting will be posted in the MTS lobby.
- 3.4 The agenda, backup materials, and minutes of the previous meeting will be sent to each member ten calendar days in advance of the meetings.

3.5 The Chairman may call special meetings, as necessary.

3.6 Fifty-one percent attendance is a quorum to hold a meeting.

4 VOTING

4.1 Each member of the Taxicab Advisory Committee has an equal vote.

4.2 Fifty-one percent of the votes of those in attendance will approve an item.

4.3 A roster of the Taxicab Advisory Committee members who voted will be provided to the MTS Board of Directors, along with the item, for MTS Board action on an agenda item.

5 APPROVAL

5.1 These Guidelines were revised by the MTS Board of Directors on September 15, 2011.~~MTS Taxicab Advisory Committee on March 28, 2007.~~

5.2 The MTS CEO shall have the authority to implement additional procedures to carry out elections and maintain regular and orderly meetings of the Taxicab Advisory Committee.

SEPT15-11.30.AttA.TAXICAB COMMITTEE.SCOONEY

TAXICAB ADVISORY COMMITTEE

2011 LEASE DRIVER ELECTION TIME LINE

Friday, September 23, 2011

Memos mailed or delivered to all MTS permit holders, radio service organizations, S.D. Sheriff's Licensing Division, airport, and driver safety training class advising election process along with:

- Revised Taxicab Advisory Committee Guidelines.
- Listing of current Taxicab Advisory Committee members and alternates.
- Taxicab driver election nomination requirements.

Tuesday, October 18 through Thursday, October 20, 2011, 9 a.m. to 4 p.m.

Lease driver self-nominations at 1501 National Avenue.

- Nominations filled out in person at the above location.

Tuesday, October 25, 2011

Validate driver nominee eligibility at Sheriff's Licensing Division.

Friday, November 4, 2011

- Driver list of those on the ballot mailed to all radio service organizations, airport, S.D. Sheriff's Licensing Division, and driver safety training class, along with voting requirements. Handouts to airport and staff to pass out to drivers.

Tuesday, November 15 through Thursday, November 17, 2011, beginning 9:00 a.m. to 4:00 p.m.

Driver voting at 1501 National Avenue.

Friday, November 18 through Tuesday, November 29, 2011

Votes counted. Validation of vote count by Validation Subcommittee. Members selected at October 2011 Taxicab Advisory Committee meeting. Election results transmitted to Committee members.

Thursday, December 8, 2011

Agenda item to MTS Board of Directors recommending appointment of new driver representative members to the Taxicab Advisory Committee.

Wednesday, December 14, 2011

New members notified by mail.

First Taxicab Advisory Committee Meeting 2012

New members introduced to Taxicab Advisory Committee.



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***REVISED**

Agenda Item No. 30

MEETING OF THE METROPOLITAN TRANSIT SYSTEM
BOARD OF DIRECTORS

September 15, 2011

SUBJECT:

TAXICAB ADVISORY COMMITTEE MEMBER ELECTIONS (SHARON COONEY)

RECOMMENDATION:

That the Board of Directors approve:

1. changes to Taxicab Advisory Committee (TAC) membership guidelines (Attachment A); and
2. an interim balloted election of two taxicab drivers to fill the vacant seats on the TAC for the remaining two years in the 2011-2013 Committee term with a full balloted election for five driver representatives and five owner representatives to be conducted by January 2014.

Budget Impact

The estimated cost of \$2,000 for the interim election would be covered under existing FY 2012 Taxicab Administration budget. This cost does not include staff time. Cost for staff time is estimated at \$12,000.

DISCUSSION:

On July 14, 2011, the Board of Directors authorized changes to the composition of the TAC to include an equal number of taxicab drivers and taxicab owners without increasing the number of members on the committee. The driver representatives must be drivers in good standing for three years, and the owner representatives also must be in good standing. Pursuant to this motion, staff has prepared draft amendments to the TAC Guidelines for Board review and approval (Attachment A).





AGENDA ITEM NO.

30

REQUEST TO SPEAK FORM

ORDER REQUEST RECEIVED

/

PLEASE SUBMIT THIS COMPLETED FORM (AND YOUR WRITTEN STATEMENT)
TO THE CLERK OF THE BOARD PRIOR TO DISCUSSION OF YOUR ITEM

1. INSTRUCTIONS

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(PLEASE PRINT)

DATE	9/15/2011
Name	Mikhail Hussein
Address	7364 ELCASTON BLVD #108 Sandburg 922115
Telephone	619-713-5404
Organization Represented	UTWSD
Subject of Your Remarks	Taxicab Advisory Committee Member Election
Regarding Agenda Item No.	30
Your Comments Present a Position of:	☐ SUPPORT ☐ OPPOSITION

2. TESTIMONY AT NOTICED PUBLIC HEARINGS

At Public Hearings of the Board, persons wishing to speak shall be permitted to address the Board on any issue relevant to the subject of the Hearing.

3. DISCUSSION OF AGENDA ITEMS

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(PLEASE PRINT)

DATE	9/15/11		
Name	Emily Howe (Emily Howe)		
Address	6304 Friars Rd, SD 92108		
Telephone	(619) 713-5404 619-713-5404		
Organization Represented	UTASD / Employee Rts Center		
Subject of Your Remarks	Taxi Driver Electing (TAC)		
Regarding Agenda Item No.	30		
Your Comments Present a Position of:	☐	SUPPORT	☐ OPPOSITION

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AGENDA ITEM NO.

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(PLEASE PRINT)

DATE	9/15/11		
Name	Sarah Saez		
Address			
Telephone	(714) 392-0377		
Organization Represented	United Taxi Workers		
Subject of Your Remarks	Taxi Elections (TAC)		
Regarding Agenda Item No.	30		
Your Comments Present a Position of:	☐	SUPPORT	☐ OPPOSITION

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REQUEST TO SPEAK FORM

ORDER REQUEST RECEIVED

4

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(PLEASE PRINT)

DATE	Sep. 15 - 2011		
Name	Peter Zschiesche		
Address	4265 Fairmont Ave, Sk 210		
Telephone	619-252-8506		
Organization Represented	Employee Rights Center		
Subject of Your Remarks	Taxi Advisory Committee member elections		
Regarding Agenda Item No.	30		
Your Comments Present a Position of:	☐	SUPPORT	☐ OPPOSITION

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(PLEASE PRINT)

DATE	9/15		
Name	KAMRAN HAMIDI		
Address	P.O. Box 26221 SD, CA		
Telephone			
Organization Represented			
Subject of Your Remarks	SHERIFF Ex OFFICIO APPOINTMENT		
Regarding Agenda Item No.			
Your Comments Present a Position of:	☐	SUPPORT	☐ OPPOSITION

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(PLEASE PRINT)

DATE	9-15-11
Name	MARGO TANGLAY
Address	229 16th STREET # 116 S.A. CA 95101
Telephone	619 231-1144 #671
Organization Represented	Driver Rep [Lease Driver] MTS TAC
Subject of Your Remarks	① support ADDING DRIVERS - 2 NOW ② support #30
Regarding Agenda Item No.	30
Your Comments Present a Position of:	☒ SUPPORT ☐ OPPOSITION

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Agenda Item No. 31

MEETING OF THE METROPOLITAN TRANSIT SYSTEM BOARD OF DIRECTORS

September 15, 2011

SUBJECT:

FARE-COLLECTION SOFTWARE UPGRADES – SOLE-SOURCE CONTRACT AWARD
(SHARON COONEY AND MARIANNE LAWRENCE)

RECOMMENDATION:

That the Board of Directors authorize the Chief Executive Officer (CEO) to execute MTS Doc. No. G1408.0-12 (in substantially the same format as Attachment A) with Cubic Transportation Systems, Inc. for fare-collection software upgrades to the trolley ticket vending machines (TVMs) and bus fareboxes.

Budget Impact

The total for fare-collection software upgrades to the trolley TVMs and bus fareboxes would be \$634,775 funded by MTS Capital Improvement Project (CIP) 11320 (Compass Card Software) with an additional \$304,837 to be transferred from CIP 11200 (Miscellaneous).

DISCUSSION:

The Compass Card Program has delivered a smart card transit payment system to the San Diego region. The Compass Card is a contactless smart card that stores patrons' monthly or 30-day pass and is read on validators at MTS Trolley stations and onboard MTS's fleet of buses. MTS has been using the Compass Card since 2009 for monthly and 30-day passes and has successfully converted approximately 70,000 pass holders from a paper-based system to a smart card.

MTS now is focusing on Day Pass users and desires to convert the approximate 500,000 monthly users to the Compass Card. Earlier this year, MTS and the San Diego Association of Governments (SANDAG) launched a pilot program at the San Ysidro Transit Center where the agencies offered only Compass Cards for patrons who purchase day passes. The pilot has been a success and has given both agencies "lessons learned" for moving from a pilot program to full system-wide deployment. The first lesson learned is in how patrons purchase Compass Cards at TVMs. During the



pilot, MTS has staffed the San Ysidro Transit Center with ambassadors who assisted patrons in the purchase and reload of day passes on Compass Cards. For this program to be a success throughout the system, TVMs will need to be updated to make the purchase and reload of Compass Cards for day passes more intuitive and user-friendly in order to reduce the need for ongoing customer education.

In addition to a solution for rail patrons, MTS and SANDAG need to develop a comparable Compass Card solution for bus patrons. Currently, bus patrons purchase a paper day pass that is issued from the farebox. The current system does not have the capability to load or reload Compass Cards. The buses currently only validate a pass on Compass Cards and will need to have software updated to support the new desired functionality.

MTS and SANDAG have been working with the Cubic Transportation Systems, Inc. (the system developer) to scope and plan for the necessary updates to support the conversion of day pass users to Compass Card. The two agencies have been working with Cubic since February 2011 on scope, schedule, and cost and have come to a common understanding of what is necessary to support the next phase in the program.

The project consists of two proposals for software modifications. The first proposal will update the TVMs to streamline the purchase and reload of day passes on Compass Cards. The second proposal will update the bus farebox system to allow for the same functionality onboard MTS's fleet of buses. Both efforts will take approximately six months from contract to delivery. During that development period, MTS will develop the necessary customer education program to successfully move this effort from a pilot program to full operation.

Therefore, staff recommends that the Board authorize the CEO to execute MTS Doc. No. G1408.0-12 (in substantially the same format as Attachment A) with Cubic Transportation Systems, Inc. for fare-collection software upgrades to the trolley ticket vending machines (TVM) and bus fareboxes.



Paul C. Jablonski
Chief Executive Officer

Key Staff Contact: Sharon Cooney, 619.557.4513, Sharon.Cooney@sdmts.com

SEPT15-11.31.TVM UPGRADES.MLAWRENCE

Attachment: A. Draft MTS Doc. No. G1408.0-12

DRAFT

STANDARD SERVICES AGREEMENT

G1408.0-12

 CONTRACT NUMBER
 CIP 11320

 FILE NUMBER(S)

THIS AGREEMENT is entered into this _____ day of _____ 2011, in the State of California by and between San Diego Metropolitan Transit System ("MTS"), a California public agency, and the following contractor, hereinafter referred to as "Contractor":

Name: Cubic Transportation Systems, Inc. Address: 5650 Kearney Mesa Road
 Form of Business: Corporation San Diego, CA 92111
 (Corporation, partnership, sole proprietor, etc.)
 Telephone: 858.268.3100

Authorized person to sign contracts: Mike Margo Contract Manager
 Name Title

The attached Standard Conditions are part of this agreement. The Contractor agrees to furnish to MTS services and materials, as follows:

Provide fare collection software modifications and upgrades to the trolley ticket machines (TVMs) and bus fareboxes as described in Cubic Transportation, Inc.'s revised proposals. Compensation for these services will be per the negotiated sums of \$316,825 for the Driver Control Unit (DCU) bus farebox modifications and \$317,950 for the TVM modifications for a total project cost of \$634,775.

The term of the contract will be for a one-year period from October 1, 2011, through September 30, 2012. Tasks will be completed in accordance with the schedule agreed upon by MTS and the contractor.

SAN DIEGO METROPOLITAN TRANSIT SYSTEM		CONTRACTOR AUTHORIZATION
By: _____ Chief Executive Officer		Firm: _____
Approved as to form:		By: _____ Signature
By: _____ Office of General Counsel		Title: _____
AMOUNT ENCUMBERED	BUDGET ITEM	FISCAL YEAR
\$634,775		2012

By: _____
Chief Financial Officer Date

(___ total pages, each bearing contract number)



AGENDA ITEM NO.

31

REQUEST TO SPEAK FORM

ORDER REQUEST RECEIVED

1

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(PLEASE PRINT)

DATE	2011-09-15		
Name	(Clive Richard) →	Clive Richard	
Address	5153 La Brea St, San Diego		
Telephone	619.867.7045		
Organization Represented			
Subject of Your Remarks			
Regarding Agenda Item No.			
Your Comments Present a Position of:	☐	SUPPORT	☐ OPPOSITION

2. TESTIMONY AT NOTICED PUBLIC HEARINGS

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31

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(PLEASE PRINT)

DATE	9.15.10
Name	MARGO TANGUAY
Address	229 16th #116 SE Sa 9210
Telephone	619 231-1144
Organization Represented	Self
Subject of Your Remarks	DAY PASS CARD
Regarding Agenda Item No.	
Your Comments Present a Position of:	☒ SUPPORT ☐ OPPOSITION

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Agenda Item No. 45

MEETING OF THE METROPOLITAN TRANSIT SYSTEM BOARD OF DIRECTORS

September 15, 2011

SUBJECT:

SDTC PENSION INVESTMENT STATUS REPORT (CLIFF TELFER)

RECOMMENDATION:

That the Board of Directors receive a report on San Diego Transit Corporation's (SDTC's) pension investment status for information only.

Budget Impact

None at this time.

DISCUSSION:

Attachment A is a copy of RV Kuhn's pension investment performance analysis for the San Diego Transit Corporation's (SDTC's) Employee Retirement Plans as of June 30, 2011. As of that date, the Plan's assets had a market value of \$151,135,482. During fiscal year 2011, the Plan's assets increased by approximately \$9.3 million after a net payout of benefits and expenses of \$7.5 million. The Plan's 14 managers achieved a combined investment return of 22.13% for the year. This positive performance outperformed SDTC's Policy Index by .51% and placed its Plan in the 34th percentile of all public plans with less than \$500 million in assets. The Plan's return since inception (October 1, 1982) is 10.10%. As of June 30, 2011, equity and Real Estate Investment Trust (REIT) investments comprised 53.8% of the portfolio, fixed income and cash investments comprised 29.4%, and alternative investments comprised 16.8%. The pension plan's investment advisor, Bruno Grimaldi, will be attending the meeting to discuss the capital market's performance in general and SDTC's pension plan performance specifically. Mr. Grimaldi will be focused on the Plan's returns since year-end and plans to have the preliminary investment return date through the end of August. This report is being provided to the Board as an informational item only.

Paul C. Jablonski
Chief Executive Officer

Key Staff Contact: Cliff Telfer, 619.557.4532, cliff.telfer@sdmts.com

Attachment: A. SDTC Pension Plan Investment Review (**Board Only Due to Volume**)





DECLINED TO
SPEAK

AGENDA ITEM NO.

45

REQUEST TO SPEAK FORM

ORDER REQUEST RECEIVED

1

PLEASE SUBMIT THIS COMPLETED FORM (AND YOUR WRITTEN STATEMENT)
TO THE CLERK OF THE BOARD PRIOR TO DISCUSSION OF YOUR ITEM

1. INSTRUCTIONS

This Request to Speak form must be filled out and submitted in advance of the discussion of your item to the Clerk of the Board (please attach any written statement to this form). Communications on hearings and agenda items are generally limited to three minutes per person unless the Board authorizes additional time; however, the Chairperson may limit comment to one or two minutes each if there are multiple requests to speak on a particular item. General public comments on items not on the agenda are limited to three minutes. Please be brief and to the point. No yielding of time is allowed. Subjects of previous hearings or agenda items may not again be addressed under General Public Comments.

(PLEASE PRINT)

DATE	9/15/2011		
Name	JOE GOTCHER		
Address	10393 SAN DIEGO MISSION RD. Suite 205 SAN DIEGO, CA. 92108		
Telephone	1-619-563-1309		
Organization Represented	ATU Local 1309		
Subject of Your Remarks	Pension calculations		
Regarding Agenda Item No.	45		
Your Comments Present a Position of:	☐	SUPPORT	☒ OPPOSITION

2. TESTIMONY AT NOTICED PUBLIC HEARINGS

At Public Hearings of the Board, persons wishing to speak shall be permitted to address the Board on any issue relevant to the subject of the Hearing.

3. DISCUSSION OF AGENDA ITEMS

The Chairman may permit any member of the public to address the Board on any issue relevant to a particular agenda item.

4. GENERAL PUBLIC COMMENTS ON MATTERS NOT ON THE AGENDA

Public comment on matters not on the agenda will be limited to five speakers with three minutes each, under the Public Comment Agenda Item. Additional speakers will be heard at the end of the Board's Agenda.

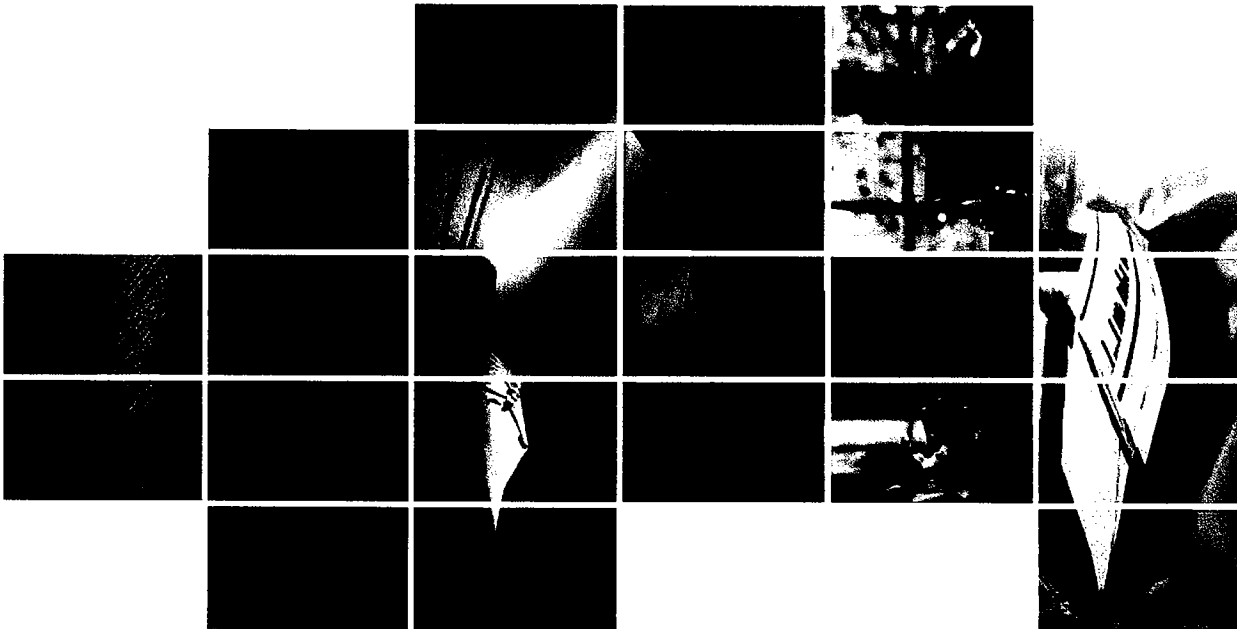
NOTE: Subjects of previous hearings or agenda items may not again be addressed under General Public Comments.

**San Diego Transit Corporation
Employees Retirement Plan**
Investment Performance Analysis

Quarter Ended
June 30, 2011

Prepared By
Ian Bray

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New York, New York 10117
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San Diego Transit Corporation Employees Retirement Plan
Executive Summary
As of June 30, 2011

The San Diego Transit Corporation Employees Retirement Plan had a total market value of \$151,135,482 on June 30, 2011, a decrease of approximately \$0.14 million from March 31, 2011.

As of June 30, 2011, equity and REIT investments comprised 53.80% of the portfolio (slightly under the 54.0% equity target), fixed income and cash investments comprised 29.41% (slightly under the target of 30.0%), and alternative investments comprised 16.78% of the portfolio (slightly over the target of 16.0%).

For the quarter ending June 30, 2011, the San Diego Transit Total Fund returned 1.23%, and outperformed the Policy Index by 2 basis points. This return ranked in the 33rd percentile in the All Public Plans (less than \$500 million) Plan Sponsor universe for the quarter. The Plan also outperformed its peer group median over a longer term period of 10 years, ranking in the 46th percentile.

During the second quarter, the Westwood Large Cap Value Portfolio outperformed the Russell 1000 Value Index (0.18% vs. -0.50%), and ranked in the 39th percentile in the IM U.S. Large Cap Value Equity (SA+CF) universe. The Portfolio invests in about 50 high quality companies that appear undervalued relative to their forecasted growth rate based on proprietary research. The Portfolio remains fully invested (95-100%) at all times.

The Rainier Large Cap Equity Portfolio returned -0.99% during the second quarter of 2011, underperforming the Russell 1000 Growth Index by 175 basis points. The Portfolio ranked in the 82nd percentile in the IM U.S. Large Cap Growth Equity (SA+CF) universe. Rainier Investment management seeks to maximize long-term capital appreciation. The investment philosophy utilizes a GARP approach to purchase companies with superior earnings and attractive valuations.

For the quarter ending June 30, 2011, Westwood SMID Cap Equity returned 0.13% versus -1.47% for the Russell 2500 Value Index. Westwood ranked in the 27th percentile in the IM U.S. SMID Cap Value Equity (SA+CF) universe. The Portfolio invests in value securities ranging from \$100 million to \$10 billion with a selection of approximately 46-60 securities. The Fund seeks sector diversity as well as a below market risk profile.

During the second quarter of 2011, the Boston Company SMID Cap Growth Portfolio returned 1.89%, outperforming the Russell 2500 Growth Index by 151 basis points. The Portfolio ranked in the 26th percentile in the IM U.S. SMID Cap Growth Equity (SA+CF) universe. The Boston Company management is focused on fundamental analysis, using earnings as the key barometer for stock appreciation. The Fund seeks to remain fully invested in all market cycles with a range of 90-150 holdings.

The Artio International Equity II Group Trust returned 0.27% during the second quarter, underperforming the MSCI ACW Ex US Index (Gross) by 34 basis points. Artio ranked in the 67th percentile in the IM International Equity (SA+CF) universe. The Trust seeks long-term capital appreciation by investing in equity securities issued in developed and emerging markets.

TT International Investment Trust Active International Equity outperformed the MSCI EAFE Index (Gross) (2.78% vs. 1.83%), and ranked in the 20th percentile for the quarter against the IM International Equity (SA+CF) universe. The actively managed fund's returns are driven by a combination of currency management, a top-down, and a bottom up approach to international equity. TT International focuses on mid to large cap equity holdings in Europe, Australasia, and the Far East. The Fund protects capital through currency management and will hedge up to 100% of the portfolio.

The JPMorgan Core Bond Trust returned 2.17% for the quarter, underperforming the Barclays Capital U.S. Aggregate Bond Index return by 12 basis points. The Trust ranked in the 63rd percentile in the IM U.S. Broad Market Core Fixed Income (SA+CF) universe. The Trust invests mainly in investment grade bonds and debt securities. These include U.S. government obligations and mortgage-backed securities.

The PIMCO Total Return Fund returned 1.86% for the quarter and underperformed the Barclays Capital U.S. Aggregate Bond Index by 43 basis points on a relative basis. The Fund ranked in the 55th percentile in the IM U.S. Broad Market Core Fixed Income (MF) universe for the quarter. The Fund uses a core bond portfolio strategy that seeks

Note: Performance versus SA+CF or plan sponsor peer groups is shown gross of fees, while performance versus MF peer groups is shown net of fees.

San Diego Transit Corporation Employees Retirement Plan
Executive Summary
As of June 30, 2011

maximum current income and price appreciation consistent with the preservation of capital and prudent risk taking. All sectors of the bond markets are utilized to add value while maintaining an overall risk level similar to the benchmark.

The Vanguard Inflation-Protected Securities Fund returned 3.43% for the quarter, underperforming the Barclays Capital U.S. Treasury: US TIPS Index by 23 basis points. This performance ranked in the 24th percentile of the IM U.S. TIPS (MF) universe. The Fund seeks to provide investors inflation protection and income consistent with investment in inflation-indexed securities.

The Loomis Sayles World Bond Trust returned 3.79% during the second quarter and outperformed the Citigroup World Government Bond Index, which returned 3.33%. The Trust ranked in the 9th percentile in the IM Global Fixed Income (SA+CF) universe for the quarter. The objective of the Trust is to seek a high total investment return through a combination of high current income and capital appreciation.

The Wellington Diversified Inflation Hedges Portfolio (Gross) returned -3.22% for the quarter. The Portfolio underperformed the CPI + 5% custom benchmark and the Wellington Diversified Inflation Hedges Composite Index, which returned 2.25% and -2.50%, respectively. The Portfolio seeks to provide real return performance which is measured against the Consumer Price Index plus 5%.

The PIMCO All Asset Fund (Net) returned 1.58% for the quarter, underperforming the CPI + 5% custom benchmark by 67 basis points. The Fund also underperformed the All Asset Composite Index, which posted a return of 1.87%. The Fund invests in a combination of other PIMCO products to preserve capital while maximizing the real return for the underlying assets and providing a diversified inflation hedge for the Portfolio.

The Cohen & Steers Institutional Realty Fund posted a return of 3.79% for the quarter, underperforming the Wilshire US REIT Index return of 3.88%. The Fund ranked in the 40th percentile in the IM Real Estate Sector (MF) universe. The Fund seeks maximum total return through both the current income and capital appreciation by investing in real estate securities, primarily real estate investment trusts (REITs).

The PAAMCO Pacific Hedged Strategies Portfolio (Net) returned -0.35% for the quarter and underperformed its custom benchmark (3 Month LIBOR + 5%) by 165 basis points. The Portfolio seeks to match or outperform its return objective of 500 to 600 basis points above LIBOR by investing in a diversified portfolio of hedge funds and strategies with the goal of preserving capital and adding appreciable value (alpha).

Note: Performance versus SA+CF or plan sponsor peer groups is shown gross of fees, while performance versus MF peer groups is shown net of fees.

Capital Markets Review As of June 30, 2011

Second Quarter Economic Environment

Economic sentiment fluctuated during the second quarter as optimism concerning a global economic recovery faltered. Speculation over the extent of an economic soft patch following the recent disaster in Japan and the increase in oil prices intermixed with headlines highlighting a flare-up in Greece's sovereign debt crisis. Possible U.S. default also made headlines as the current level of public debt neared the federally-mandated debt ceiling. The Fed reported that although the quantitative easing program has concluded, it intends to maintain low interest rates for an extended period of time. Emerging markets, plagued by inflationary concerns, finished the second quarter down 1.0% as represented by the MSCI Emerging Markets Index. The People's Bank of China continued its previous six-month trend, tightening monetary policy by raising loan and deposit rates as well as increasing the reserve-requirement ratio.

The BEA's final first quarter 2011 estimate for U.S. GDP increased by 0.1% to 1.9% annualized growth – the second quarter estimate, though higher on a relative basis, remains depressed at 2.3%. The ISM Manufacturing Index ended June at 55.3, indicating expansion, but is lower than the 61.2 seen at the end of the first quarter. Despite some overarching signs of stabilization, new and existing home sales remained near historic lows. Total nonfarm employment was flat for the final two months of the quarter following the first four months of the year, which averaged 215,000 new jobs created per month. The unemployment rate rose to 9.2% at the end of June. The ICE U.S. Dollar Index fell 2.3% for the quarter with the dollar falling 2.4% and 3.1% to the euro and yen, respectively. Commodities experienced significant volatility during the second quarter – corn lost 13% after reaching a record high in early June and oil prices fell 11% to \$95 per barrel, after breaking the \$100 barrier during the first quarter.

Domestic Equities

- Despite a strong rally during the last four business days of the quarter, returns were mixed with both the S&P 500 and the R 1000 just breaking even and returning 0.1% for the quarter.
- Large-cap stocks outperformed their small-cap counterparts with large-cap growth stocks, represented by the R 1000 Growth, leading the quarter at 0.8%.
- Defensive sectors, such as health care, consumer staples, and utilities, outperformed their cyclical counterparts.
- Valuations remained relatively steady as one-year trailing P/E ratios for the S&P 500 and R 2000 were 13.3 and 23.1, respectively, compared to 13.7 and 22.6 at the end of the first quarter.
- Net stock outflows persisted for six consecutive weeks, the longest successive period since October 2002.
- In part due to economic concerns, M&A deal volume fell by 11% during the second quarter.

International Equities

- In developed markets, large-caps outperformed small-caps with growth stocks, represented by the MSCI EAFE Growth, as the highest performer for the quarter with a 2.3% return.
- Partly due to ongoing sovereign debt concerns, only a handful of European stock indices finished the second quarter in positive territory.
- The run-up in commodity prices led to inflationary concerns in numerous emerging markets – notably China, India, and Brazil.

Fixed Income

- A "risk-off" sentiment pushed investors back into fixed income investments which performed well, despite increased interest rate volatility at the end of June.
- Fear of default in certain euro countries accelerated, led by Greece, whose 2-year government bond yield increased from 15.8% to 26.7% over the quarter.

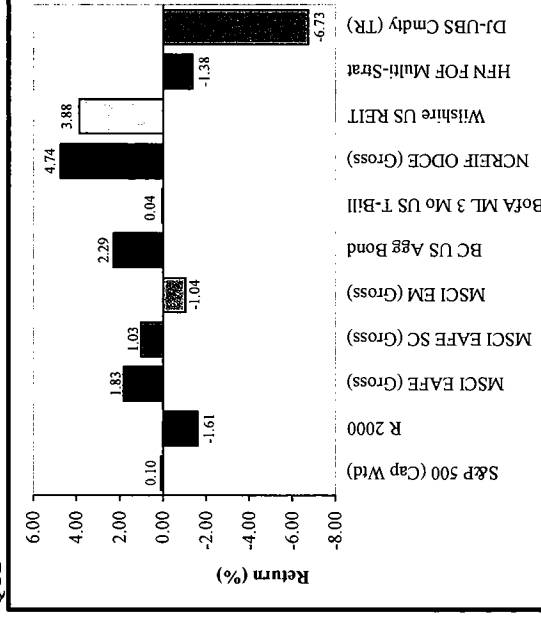
Trailing-Period Performance

	Mth End Apr-2011	Mth End May-2011	MTD	QTD	CYTD	1 Year	2 Years	3 Years	5 Years	10 Years
S&P 500 (Cap Wtd)	2.96	-1.13	-1.67	0.10	6.02	30.69	22.29	3.34	2.94	2.72
R 2000	2.64	-1.88	-2.31	-1.61	6.21	37.41	29.20	7.77	4.09	6.31
MSCI EAFE (Gross)	6.08	-2.81	-1.23	1.83	5.35	30.93	18.01	-1.30	1.96	6.12
MSCI EAFE SC (Gross)	5.32	-2.47	-1.64	1.03	4.09	36.85	24.13	3.61	2.68	10.51
MSCI EM (Gross)	3.12	-2.58	-1.50	-1.04	1.03	28.17	25.80	4.53	11.75	16.54
BC US Agg Bond	1.27	1.31	-0.29	2.29	2.72	3.90	6.66	6.46	6.52	5.74
BoFA ML 3 Mo US T-Bill	0.02	0.01	0.01	0.04	0.09	0.16	0.16	0.42	2.00	2.13
NCREIF ODCE (Gross)	N/A	N/A	N/A	4.74	8.94	20.61	6.49	-7.64	0.03	5.65
Wishfire US REIT	5.83	1.56	-3.35	3.88	10.88	35.57	45.18	4.88	1.77	10.59
HFN FOF Multi-Strat	1.13	-1.17	-1.33	-1.38	-0.69	5.66	4.64	-2.56	1.03	3.96
DJ-UBS Cmty (TR)	3.46	-5.06	-5.04	-6.73	-2.58	25.91	13.74	-11.87	-0.05	6.62

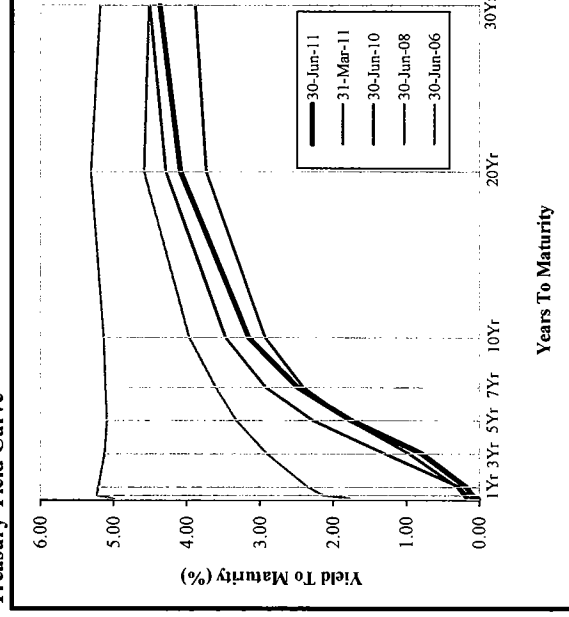
Performance is annualized for periods greater than one year.

Data courtesy of Bloomberg Professional Service and U.S. Department of the Treasury. Trailing-period performance may differ slightly due to rounding by the provider.

QTD

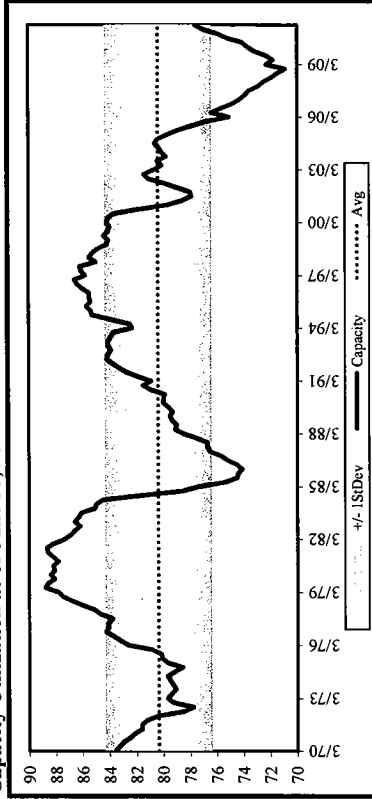


Treasury Yield Curve

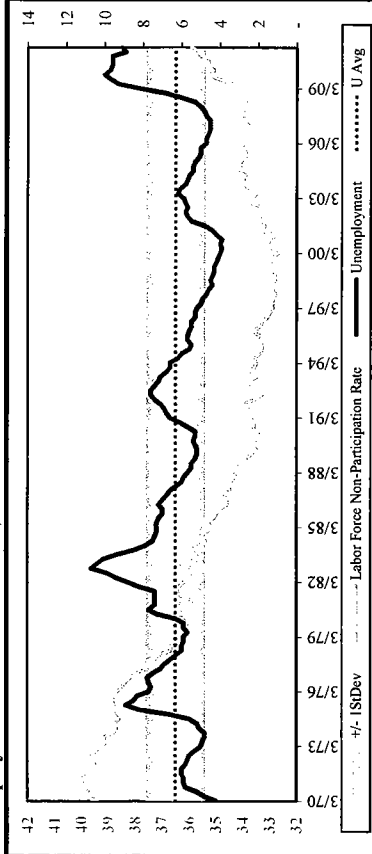


Economic Measures¹ As of June 30, 2011

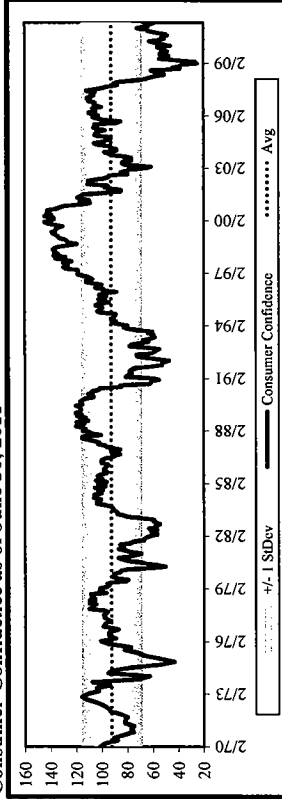
Capacity Utilization as of June 30, 2011



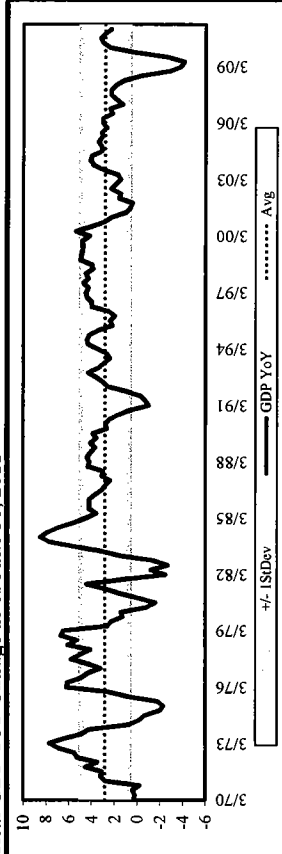
Unemployment Rate as of June 30, 2011



Consumer Confidence as of June 30, 2011

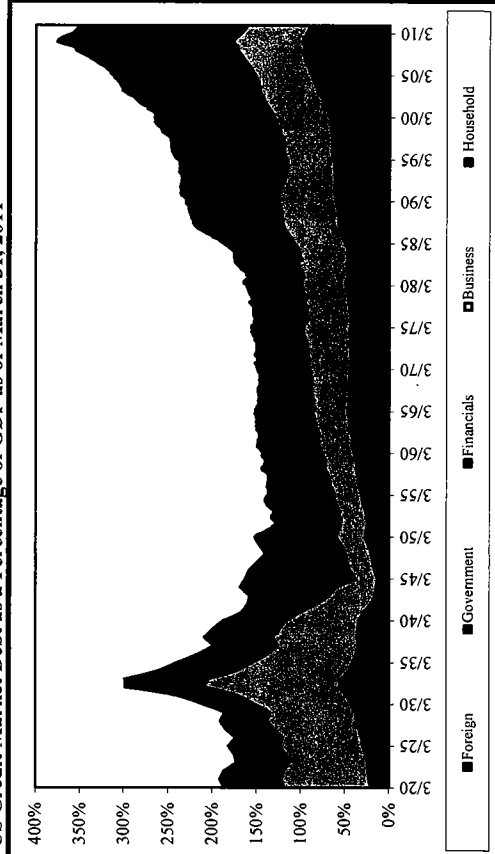


Real GDP YoY Change as of June 30, 2011



	6/30/2011	3/31/2011	20 Year	40 Year
Capacity Utilization	76.70	77.00	79.50	80.40
Unemployment Rate	9.20%	8.80%	5.90%	6.40%
Shiller 20 City YoY - Housing	N/A	-3.77%	N/A	N/A
PMI - Manufacturing	55.30	61.20	52.10	52.40
Baltic Dry Index - Shipping	1,530	1,773	2,433	2,127
Real GDP YoY	N/A	2.30%	2.60%	2.90%
Consumer Confidence (Conf. Bd.)	58.50	63.80	93.19	92.76
Breakeven Inflation - 10 Year	2.38	2.49	N/A	N/A
CPI YoY (Headline) ⁴	3.60%	2.70%	2.60%	4.40%
CPI YoY (Core) ⁴	1.60%	1.20%	2.40%	4.30%
PPI YoY	7.00%	5.80%	2.20%	4.00%
M2 YoY	6.00%	4.90%	5.30%	6.90%
Personal Savings	N/A	4.90%	4.30%	6.60%
Disposable Personal Income	N/A	0.40%	0.40%	0.60%
Prsnl Consumption Expenditures	N/A	1.90%	2.10%	3.90%
US Dollar Total Weighted Index	70.74	73.49	88.56	96.21
WTI Crude Oil per Barrel	\$95	\$107	\$39	\$35
Gold Spot per Oz ²	\$1,500	\$1,432	\$273	\$315

US Credit Market Debt as a Percentage of GDP as of March 31, 2011²



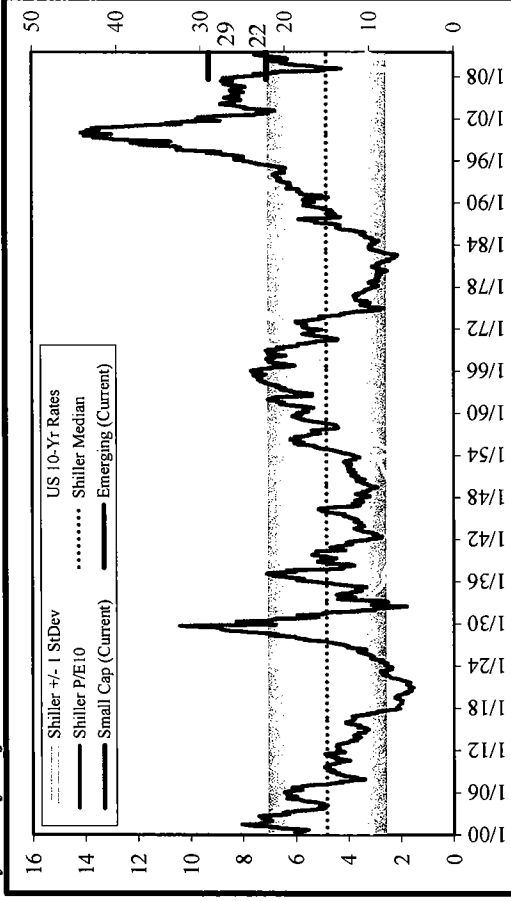
¹ All data courtesy of Bloomberg Professional Service, except as noted below.

² Data prior to 1952 is from "The Statistical History of the United States, From Colonial Times to the Present", by Ben Wattenberg, Morgan Stanley Research.

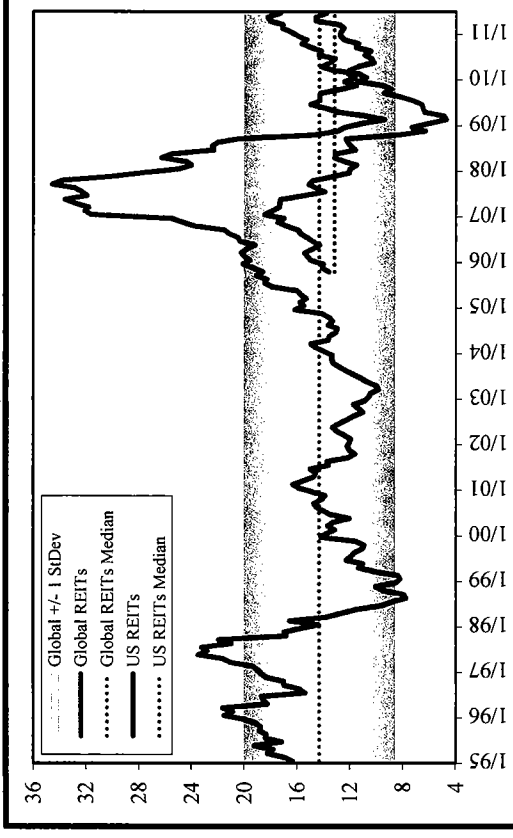
³ "N/A" is shown for data that is not yet available. ⁴ CPI figures are cyclically adjusted. ⁵ 20- and 40-year average Gold spot prices are adjusted for inflation.

Valuation Metrics ¹ As of June 30, 2011

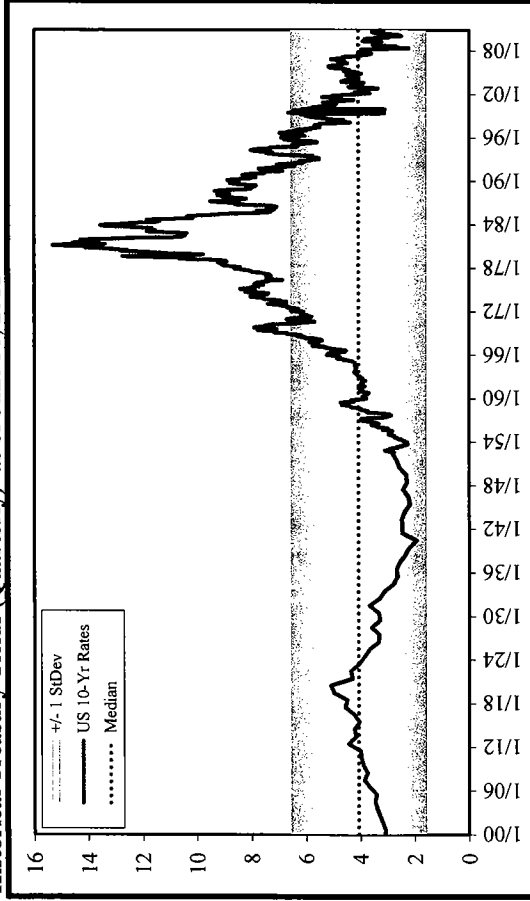
Cyclically Adjusted P/E Ratios² as of June 30, 2011



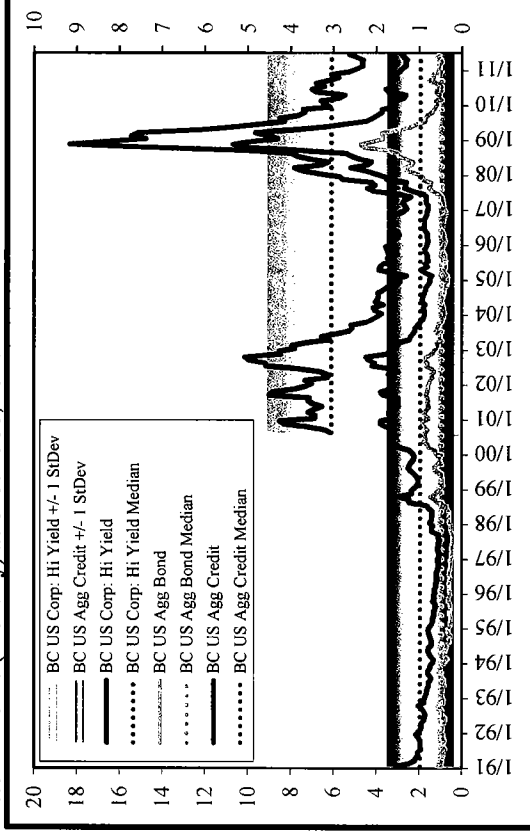
REITs Price to Cash Flows as of June 30, 2011



Historical Treasury Yields (Quarterly)² as of June 30, 2011



Historical OAS (Monthly) as of June 30, 2011



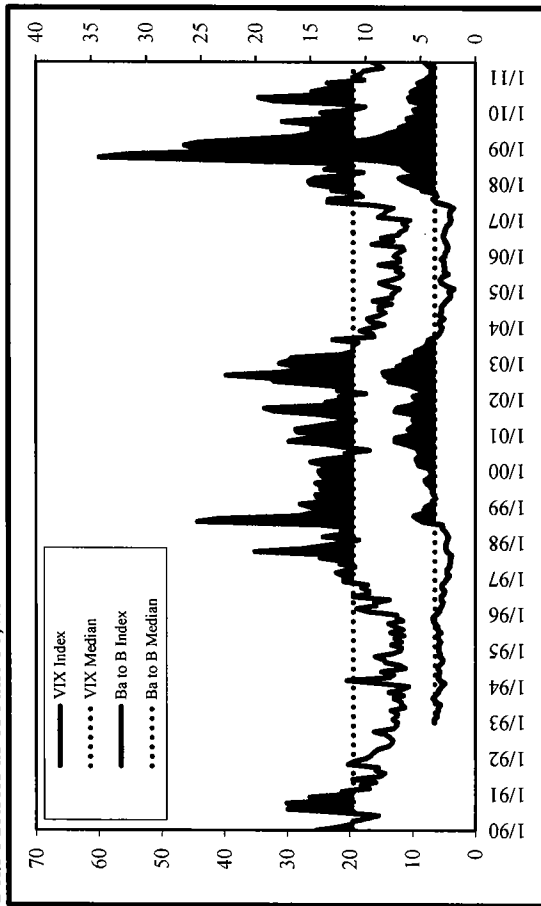
¹ All data courtesy of Bloomberg Professional Service.

² Source: Bloomberg and Robert J. Shiller, Irrational Exuberance, Second Edition. P/E for the S&P 500 is based on 10-year trailing real earnings. Small Cap is represented by the S&P 600 Small Cap Index, and Emerging is represented by the MSCI Emerging Markets Index. Due to limited history, only the current 10-year P/E is shown for Small Cap and Emerging.

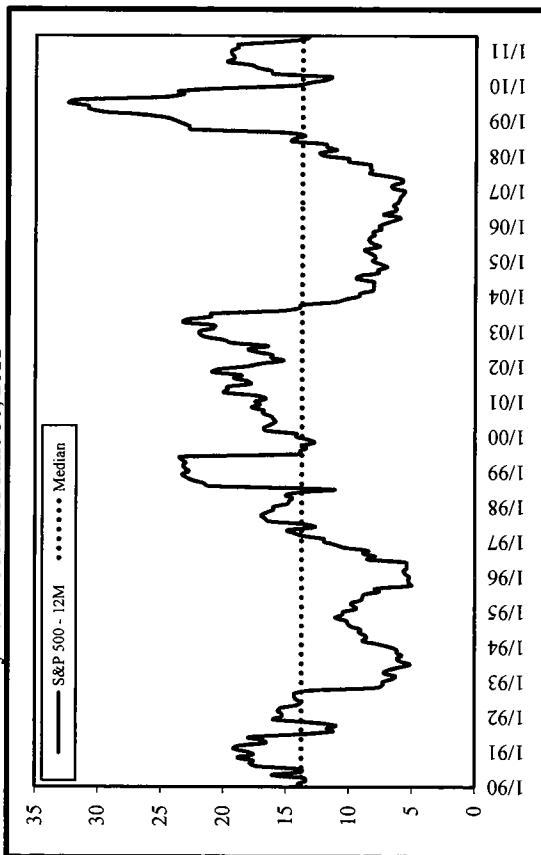
³ US REITs is represented by the MSCI US REITs Index and Global REITs is represented by the MSCI World Real Estate Index.

Risk Metrics ¹ As of June 30, 2011

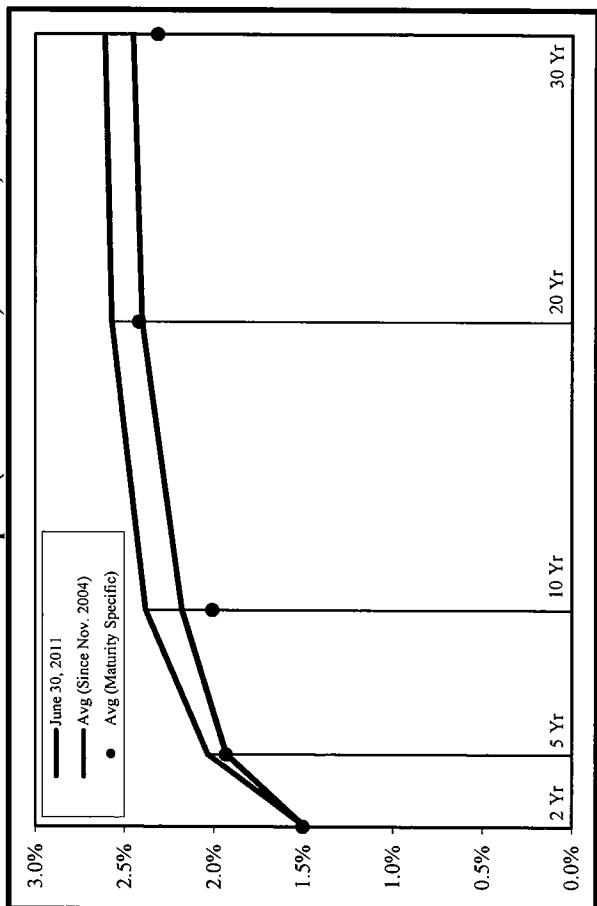
Fear Metrics as of June 30, 2011



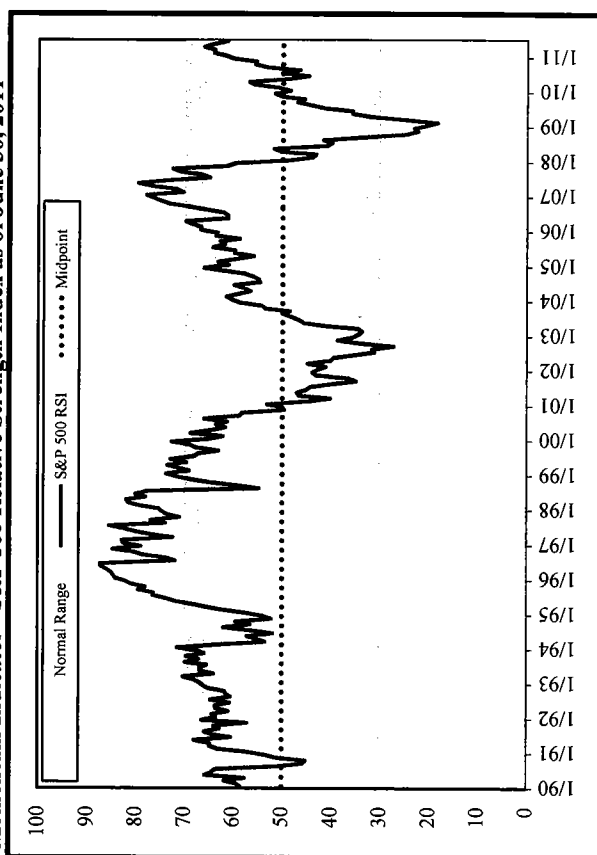
Historical Volatility - S&P 500 as of June 30, 2011



Breakeven Inflation - Common Inception (November 2004)² vs. June 30, 2011



Momentum Indicator - S&P 500 Relative Strength Index as of June 30, 2011



¹ All data courtesy of Bloomberg Professional Service.

² Common inception of November 2004 is based on historical data availability. Specific inception dates are as follows: 2- and 20-year (2004), 5-year (2002), 10- and 30-year (1998).

Annual Asset Class Performance
As of June 30, 2011

	1997	1998	1999	2000	2001	2002	2003	2004	2005	2006	2007	2008	2009	2010	YTD
			66.42%	31.84%	15.57%	25.91%			34.54%	5.97%	39.78%	8.41%	79.02%	33.61%	108.9%
		20.34%	27.31%	11.47%		16.56%	56.28%			32.59%	16.23%		58.21%		8.94%
		16.42%	24.69%	16.16%	7.89%	17.81%		25.95%	21.39%	26.86%	15.97%				
	17.65%		24.35%	14.28%	7.28%		39.17%	20.70%	21.36%		11.63%	-2.35%	32.46%	19.20%	
	15.11%			13.15%	6.61%	5.54%	36.13%		14.02%		11.63%	-10.01%	36.17%	16.84%	5.81%
	13.52%			12.40%	5.64%		28.97%	13.06%	15.82%	16.32%	9.91%	-20.47%		16.36%	5.35%
	12.76%	3.94%			5.28%	3.12%		11.13%	6.75%			-26.16%		15.12%	4.97%
		3.75%	13.17%				23.93%		5.33%	11.85%	6.61%		18.91%		
		1.87%			-1.41%		11.93%	9.15%		9.85%		-35.65%	11.41%		
	20.59%		2.40%	-5.86%	-2.37%	-6.00%	9.28%	8.36%					9.72%	8.21%	
	3.69%		2.39%				8.39%	8.46%			1.87%				1.03%
	-11.60%	-25.33%				-15.66%		6.79%	2.84%			-31.16%		6.31%	
	N/A			-15.96%	19.21%				2.74%					4.77%	-0.69%
	N/A	N/A		-30.61%	-21.21%					0.41%		-53.18%	-20.76%		3.37%

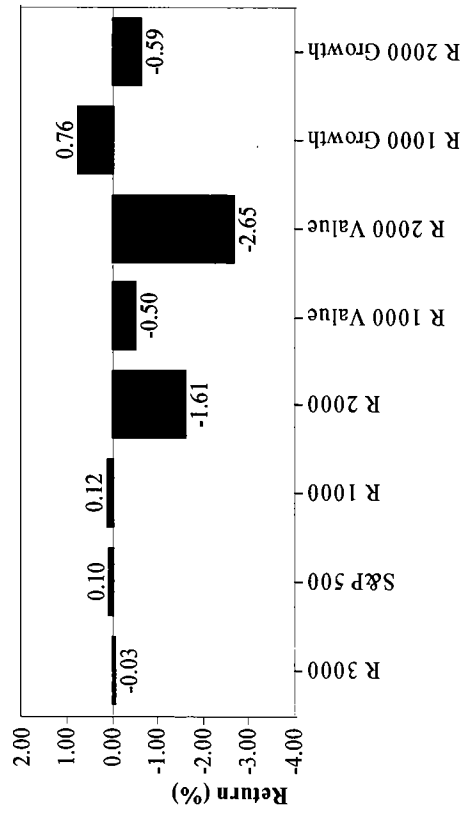
Best

Worst

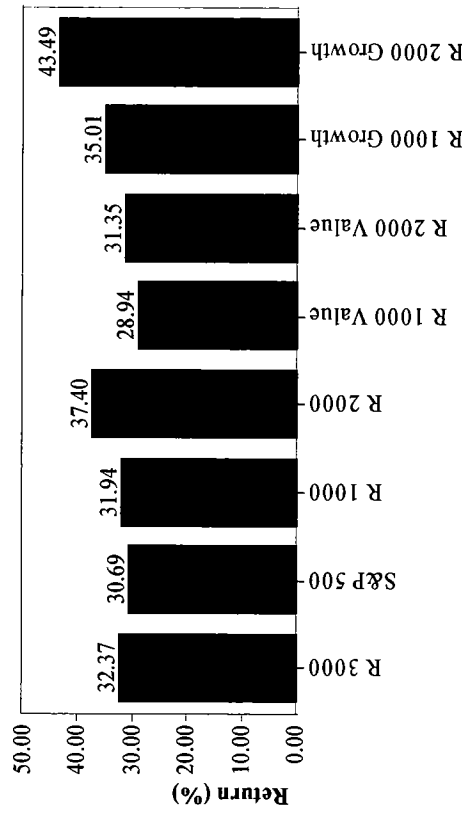
MSCI EAFE (Gross) - Int'l Dev	MSCI EM (Gross) - Int'l Eng Mkts	BC US Corp: Hi Yield - FI	BC US Trsy: US TIPS - FI	NGREIT ODGI (Gross) - Real Estate	HFN FOF Multi-Str at (Net) - ARS	DJUS3S Cred: US (Gross) Government Bonds
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Domestic Equity Market Performance and Risk As of June 30, 2011

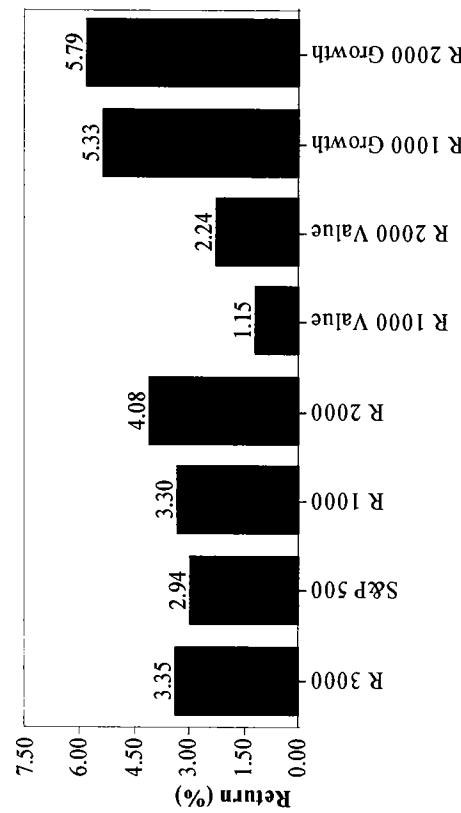
QTD



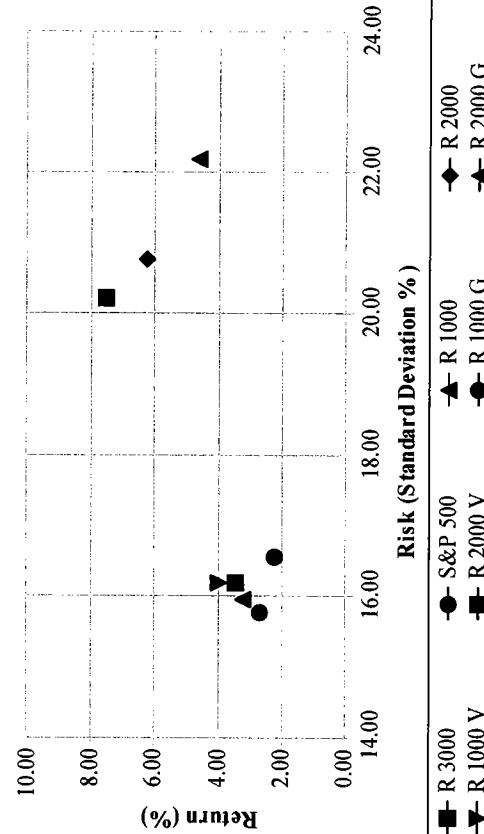
1 Year



5 Years



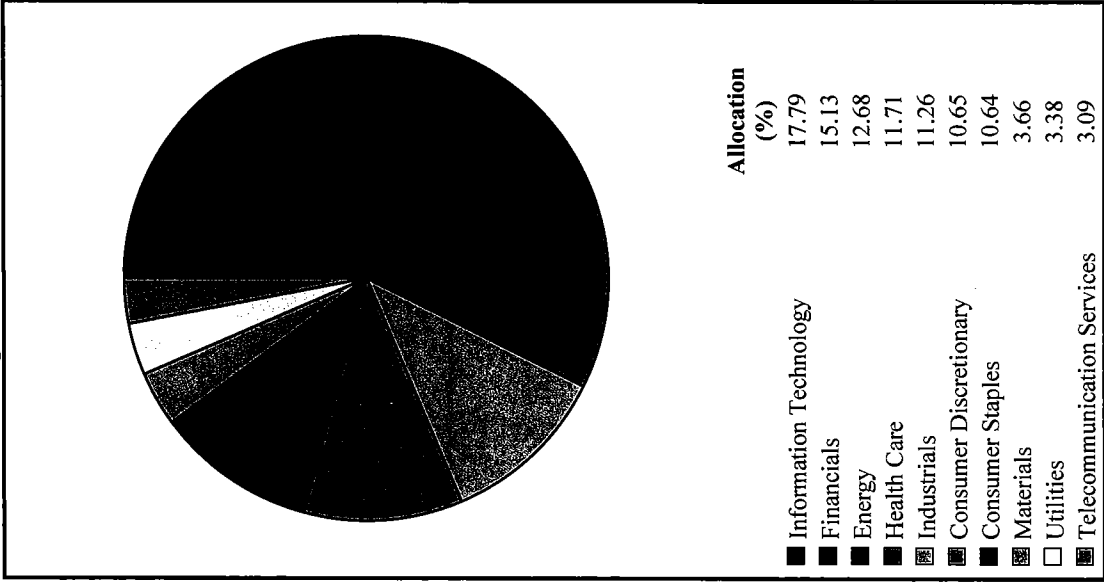
Risk and Return - 10 Years



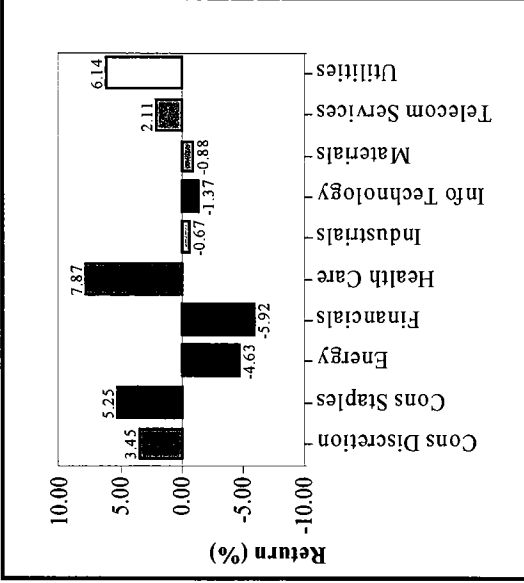
Performance is annualized for periods greater than one year. Calculation is based on monthly periodicity.

Domestic Equity Sector Weights and Returns As of June 30, 2011

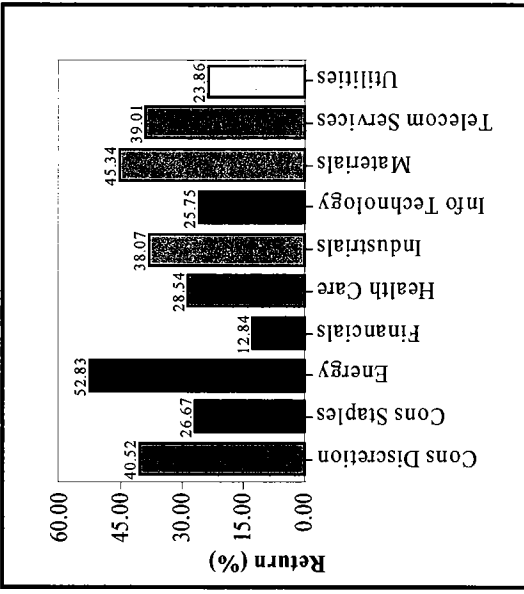
S&P 500 Sector Weights



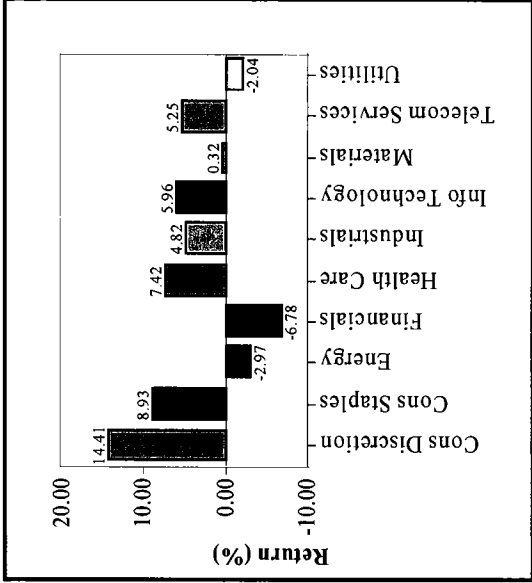
S&P 500 Sector Returns - QTD



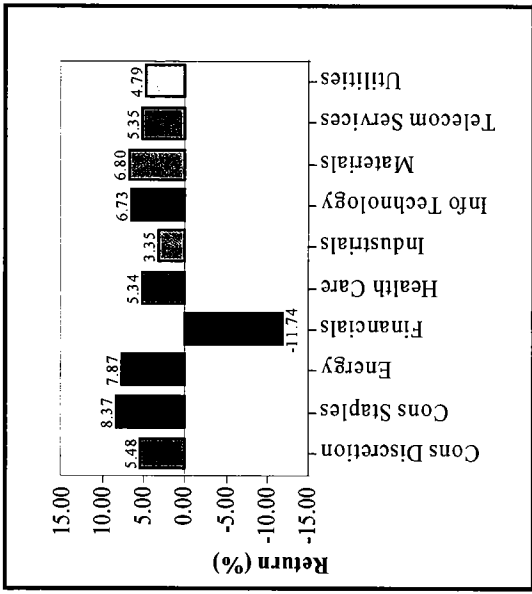
S&P 500 Sector Returns - 1 Year



S&P 500 Sector Returns - 3 Years



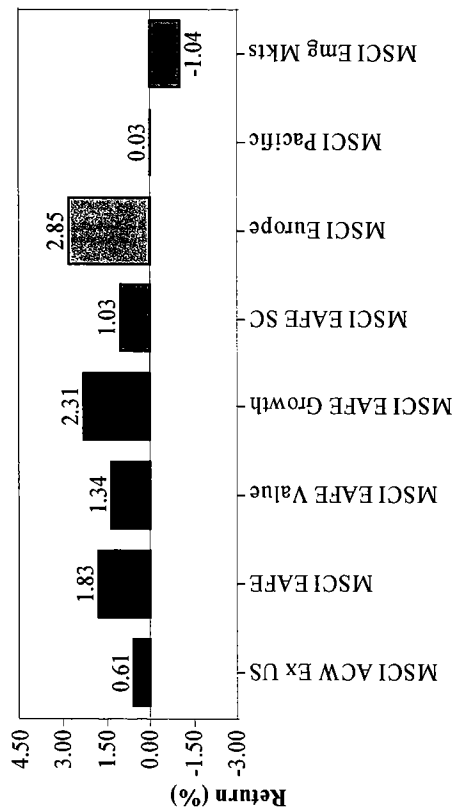
S&P 500 Sector Returns - 5 Years



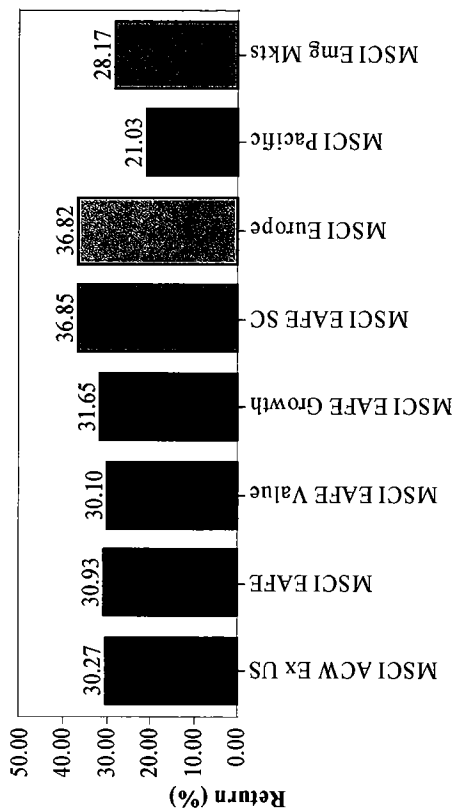
Allocations shown may not sum up to 100% exactly due to rounding. Performance is annualized for periods greater than one year. Returns provided by MPI Stylus, allocations provided by Standard & Poor's.

International Equity Market Performance and Risk As of June 30, 2011

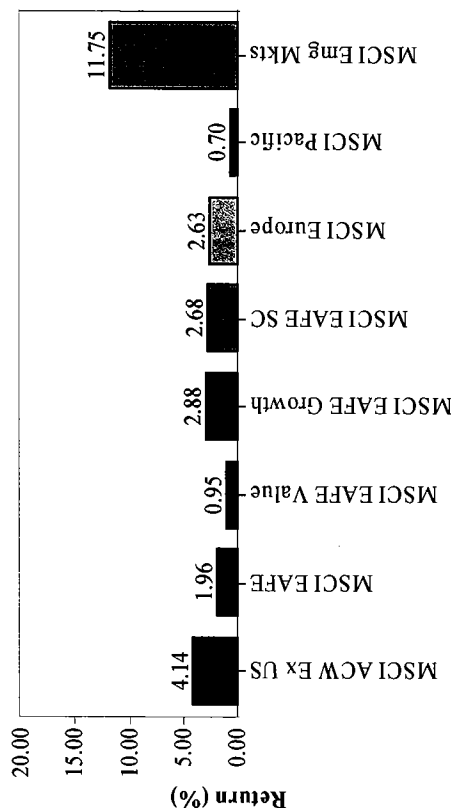
QTD



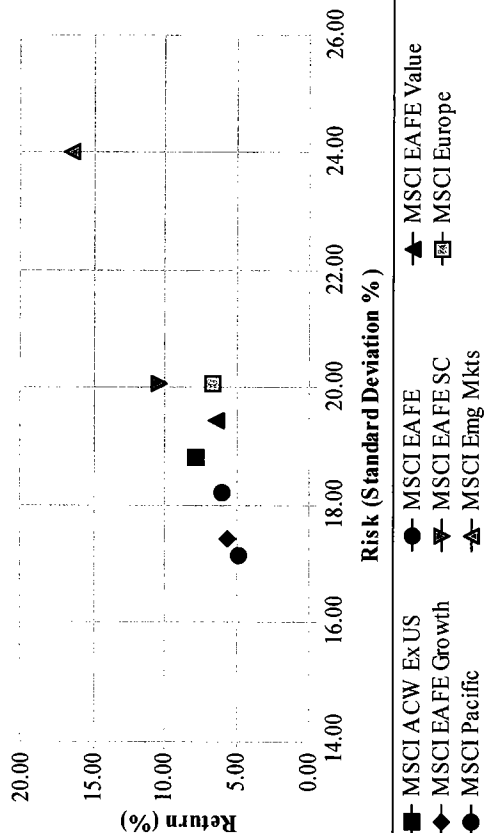
1 Year



5 Years



Risk and Return - 10 Years



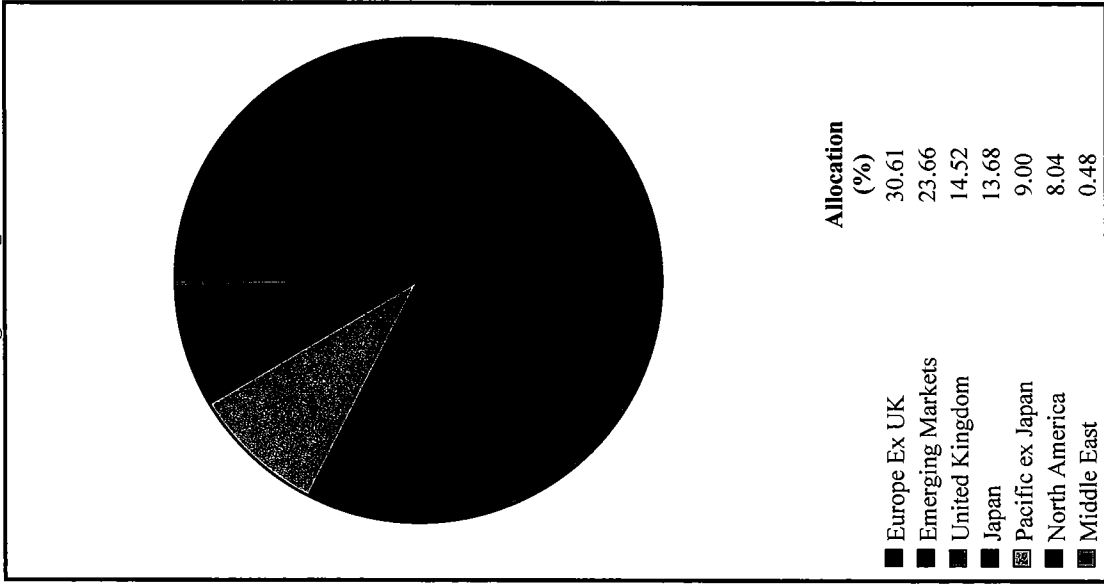
Performance is annualized for periods greater than one year. Calculation is based on monthly periodicity. All returns are shown gross of foreign taxes on dividends.

RVKuhns

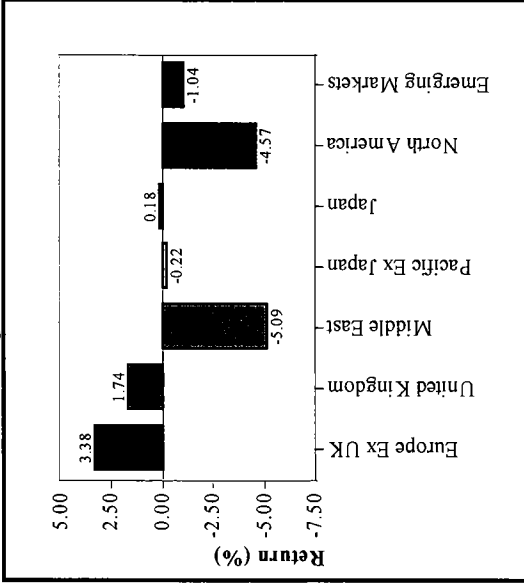
► ► ► & ASSOCIATES, INC.

International Equity Region Weights and Returns As of June 30, 2011

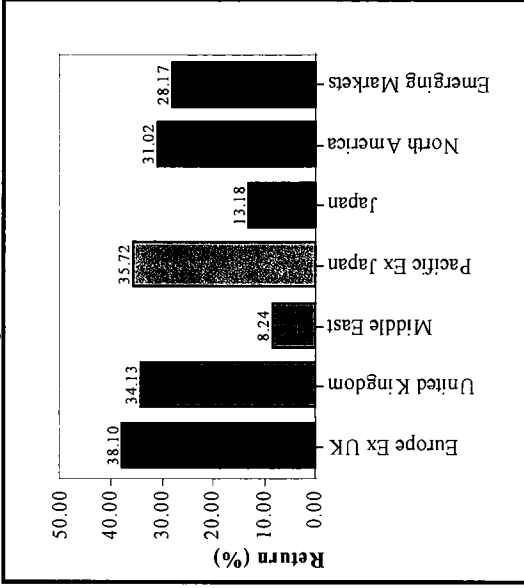
MSCI ACW Ex US Region Weights



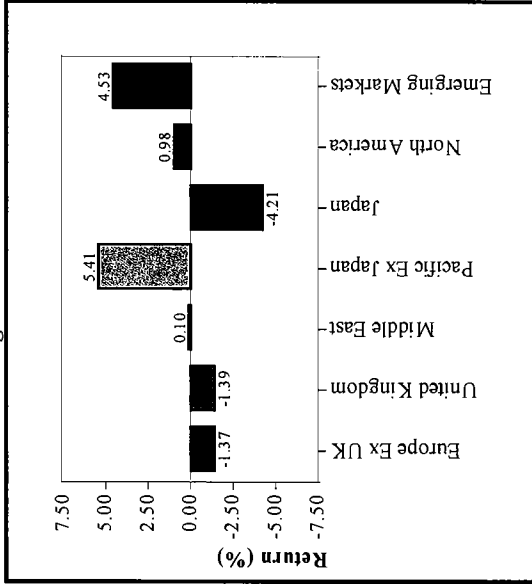
MSCI ACW Ex US Region Returns - QTD



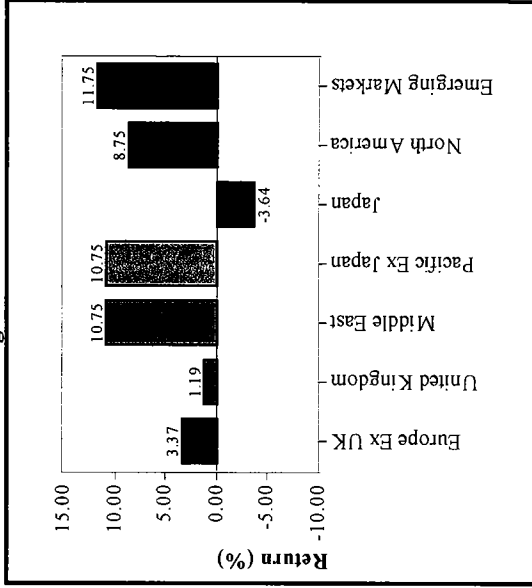
MSCI ACW Ex US Region Returns - 1 Year



MSCI ACW Ex US Region Returns - 3 Years



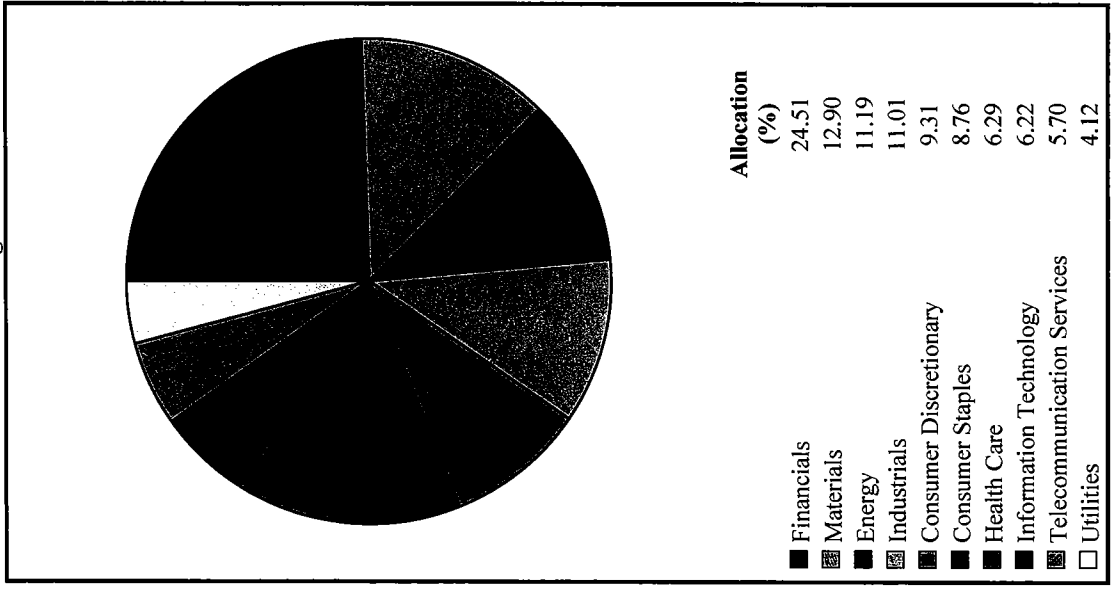
MSCI ACW Ex US Region Returns - 5 Years



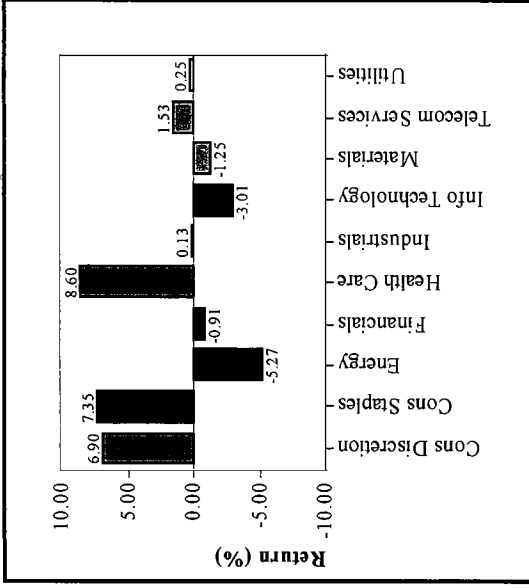
Allocations shown may not sum up to 100% exactly due to rounding. Performance is annualized for periods greater than one year. Returns and allocations provided by MSCI Barra. All returns are shown gross of foreign taxes on dividends.

International Equity Sector Weights and Returns As of June 30, 2011

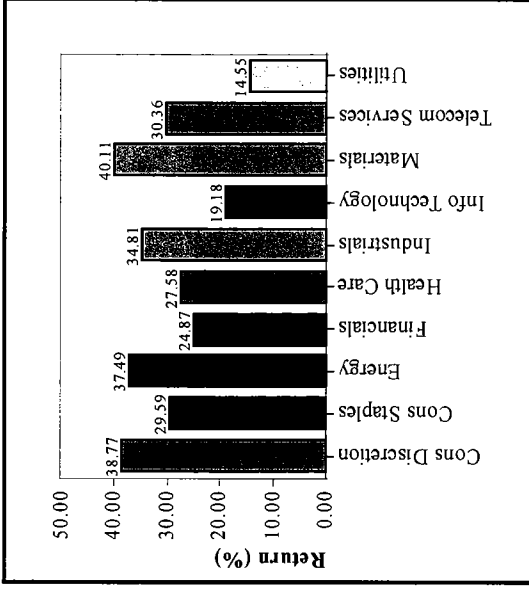
MSCI ACW Ex US Sector Weights



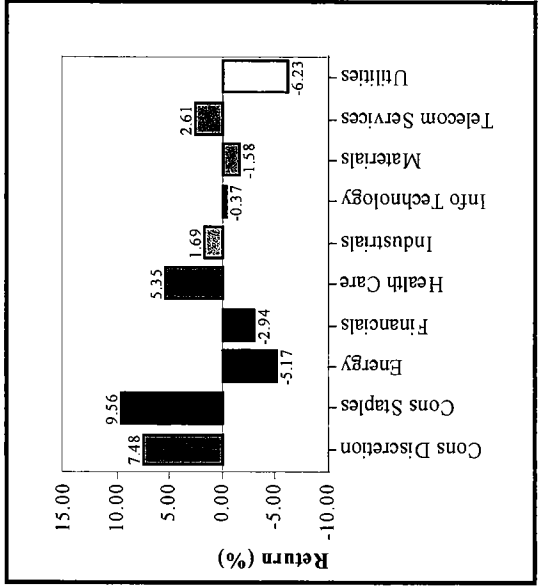
MSCI ACW Ex US Sector Returns - QTD



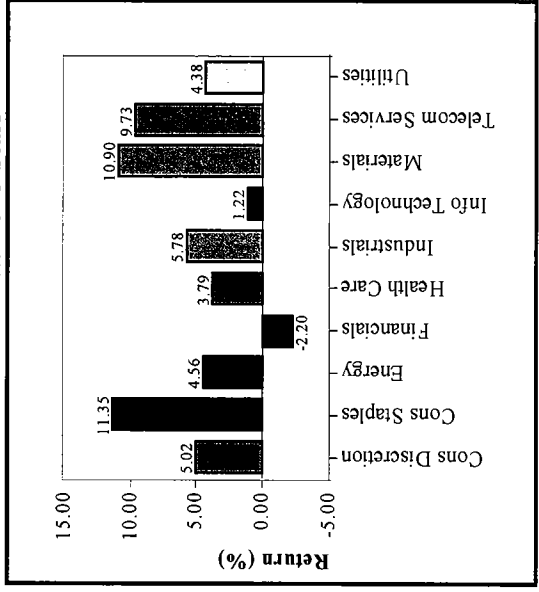
MSCI ACW Ex US Sector Returns - 1 Year



MSCI ACW Ex US Sector Returns - 3 Years

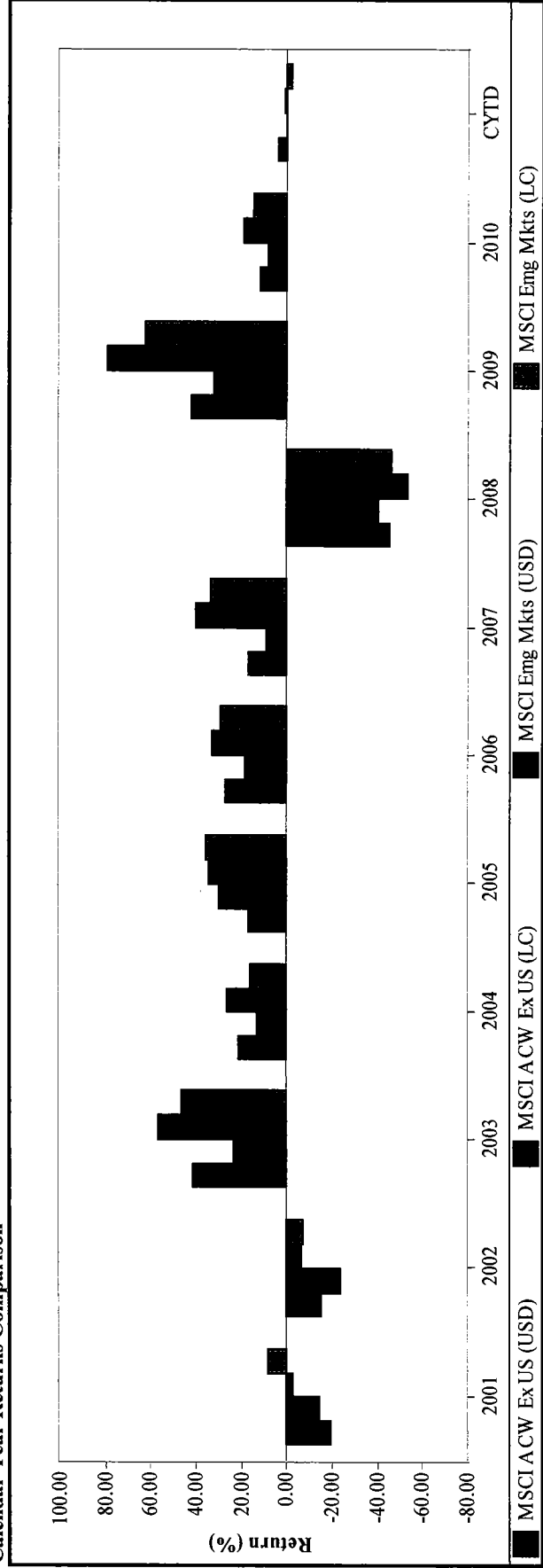
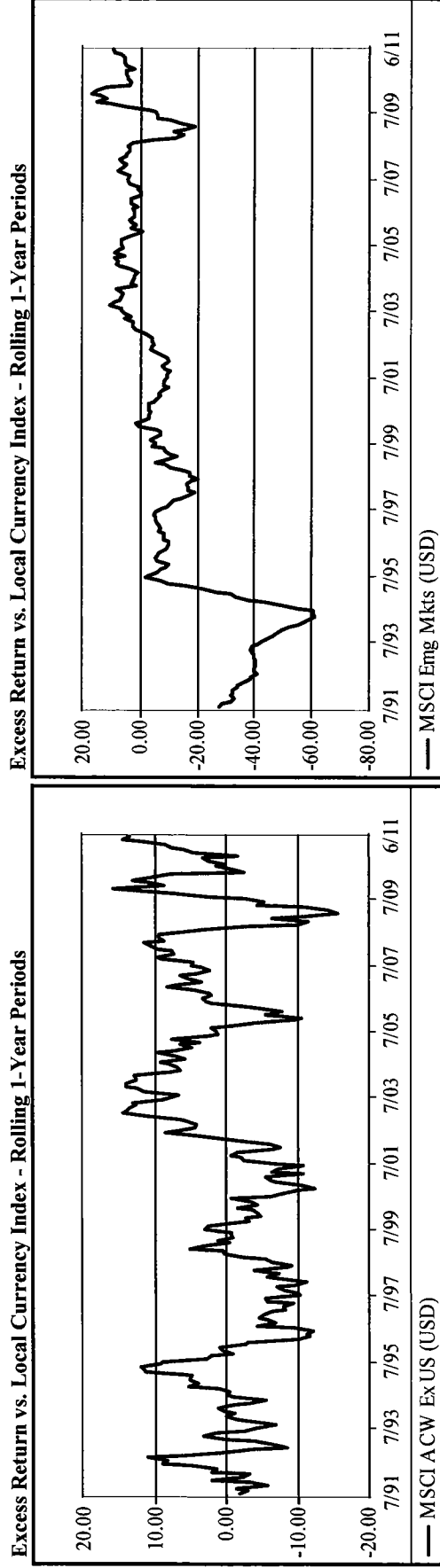


MSCI ACW Ex US Sector Returns - 5 Years



Allocations shown may not sum up to 100% exactly due to rounding. Performance is annualized for periods greater than one year. Returns and allocations provided by MSCI Barra. All returns are shown gross of foreign taxes on dividends.

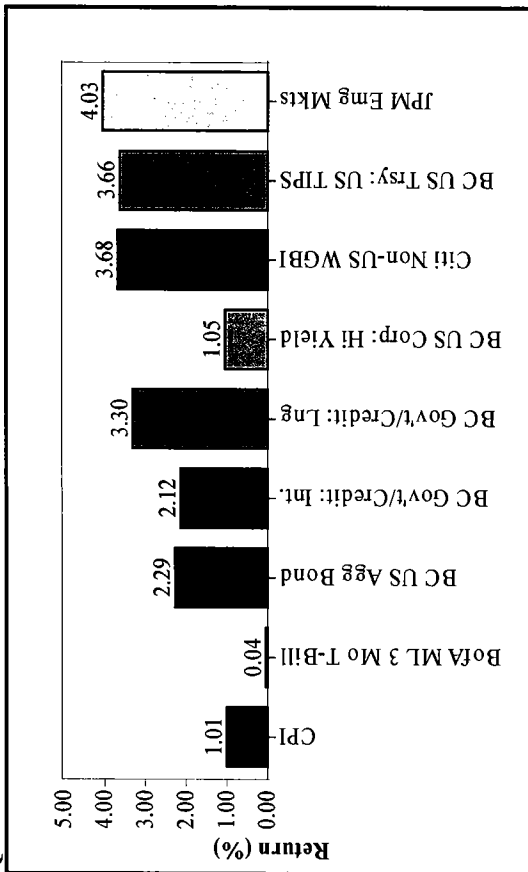
Effect of Currency on International Equity Performance As of June 30, 2011



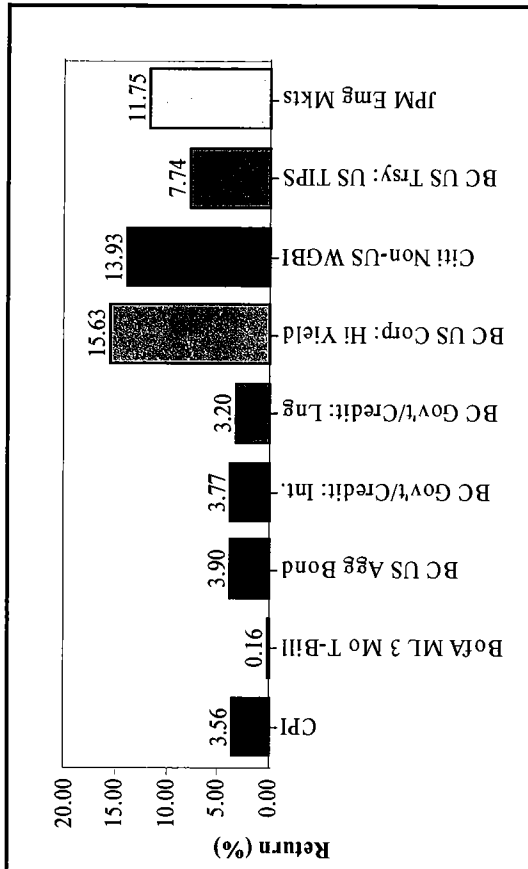
Performance is annualized for periods greater than one year. Calculation is based on monthly periodicity. All returns are shown gross of foreign taxes on dividends.

Fixed Income Market Performance and Risk As of June 30, 2011

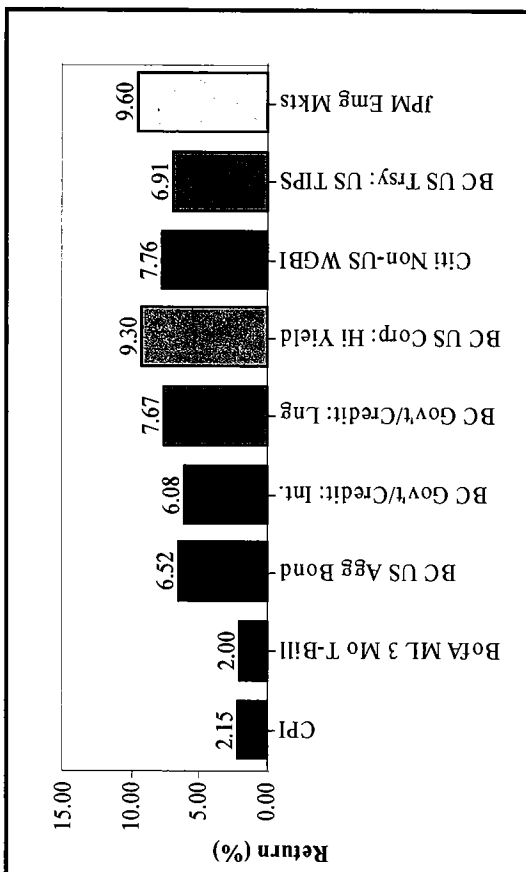
QTD



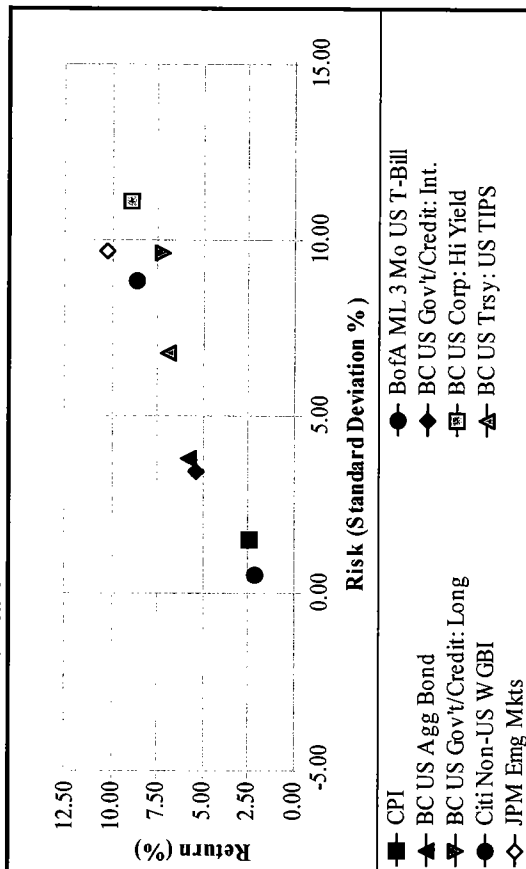
1 Year



5 Years



Risk and Return - 10 Years



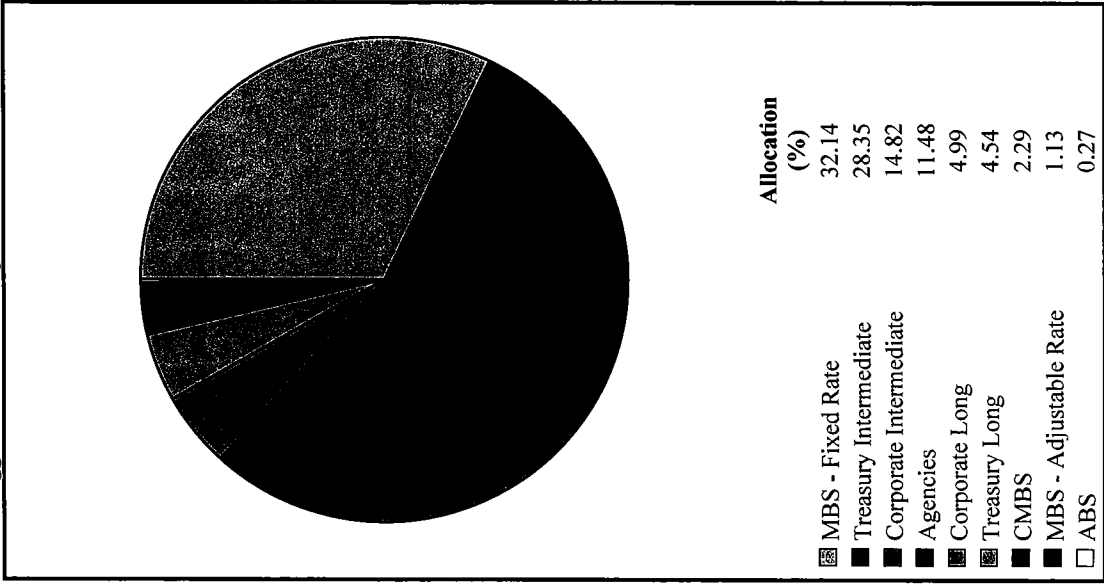
Performance is annualized for periods greater than one year. Calculation is based on monthly periodicity.

RVKuhns

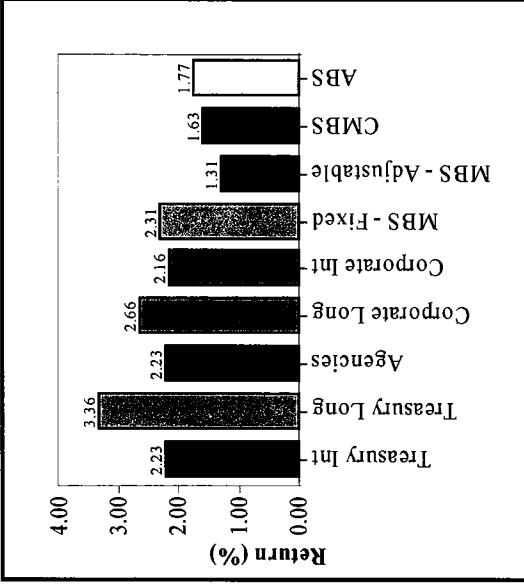
► ► ► & ASSOCIATES, INC.

Domestic Fixed Income Sector Weights and Returns
As of June 30, 2011

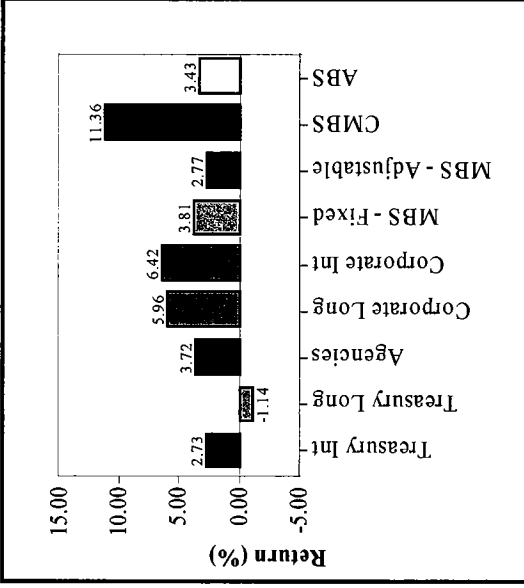
BC US Agg Bond Sector Weights



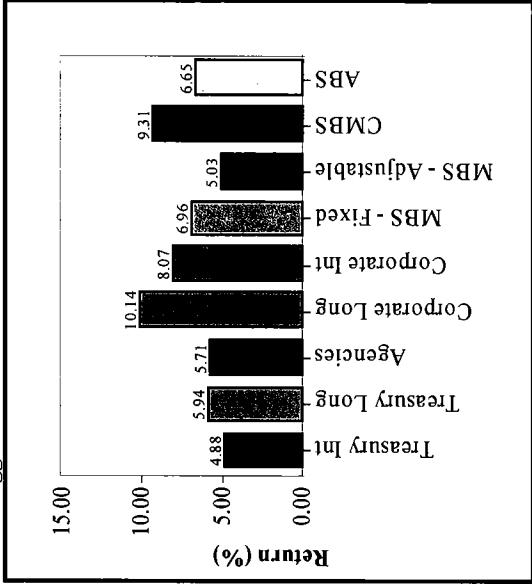
BC US Agg Bond Sector Returns - QTD



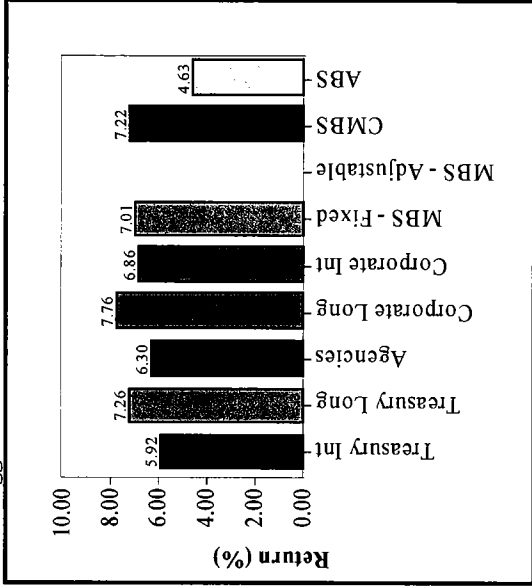
BC US Agg Bond Sector Returns - 1 Year



BC US Agg Bond Sector Returns - 3 Years



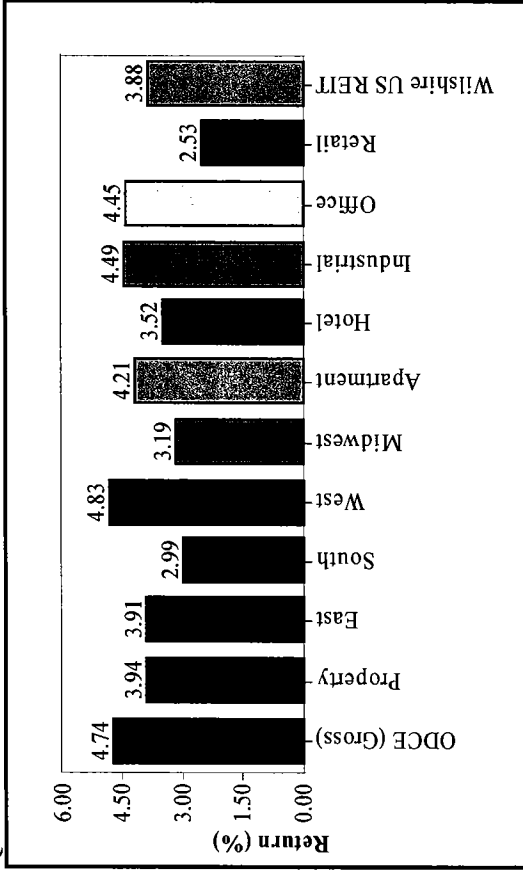
BC US Agg Bond Sector Returns - 5 Years



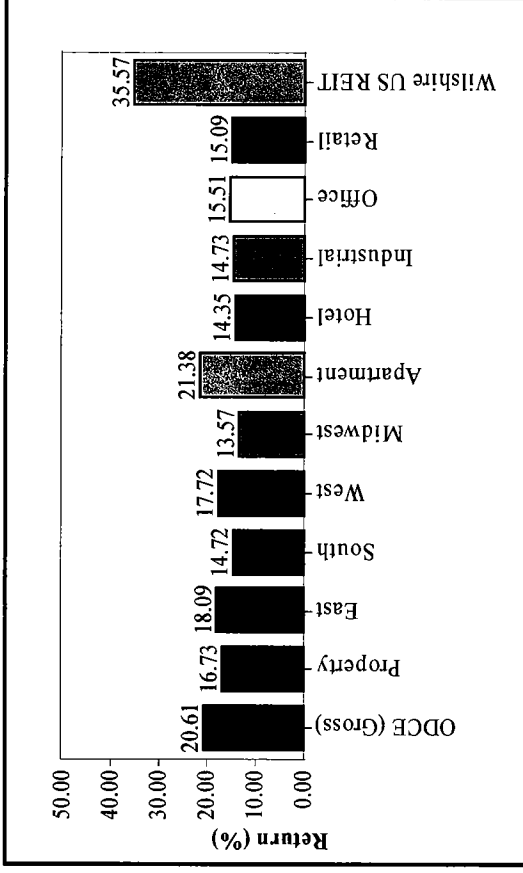
Allocations shown may not sum up to 100% exactly due to rounding. Performance is annualized for periods greater than one year. Returns and allocations provided by Barclays Capital Indices.

Real Estate Market Performance and Risk As of June 30, 2011

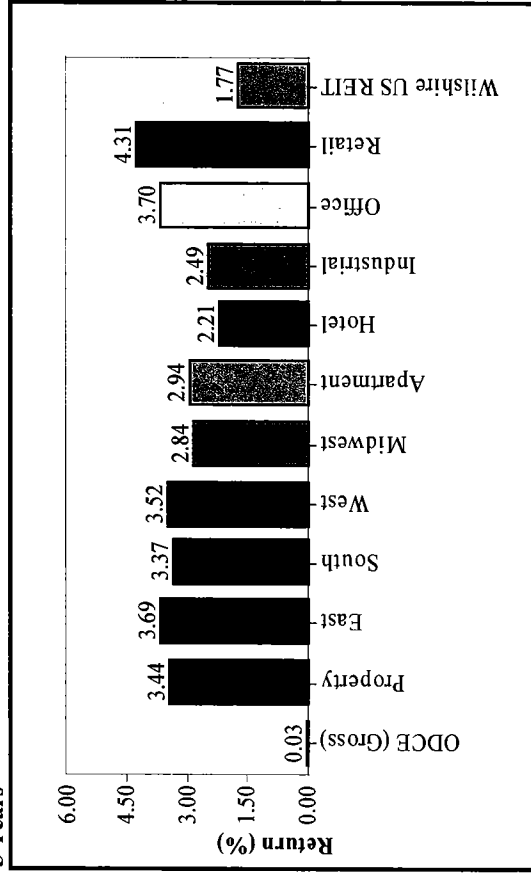
QTD



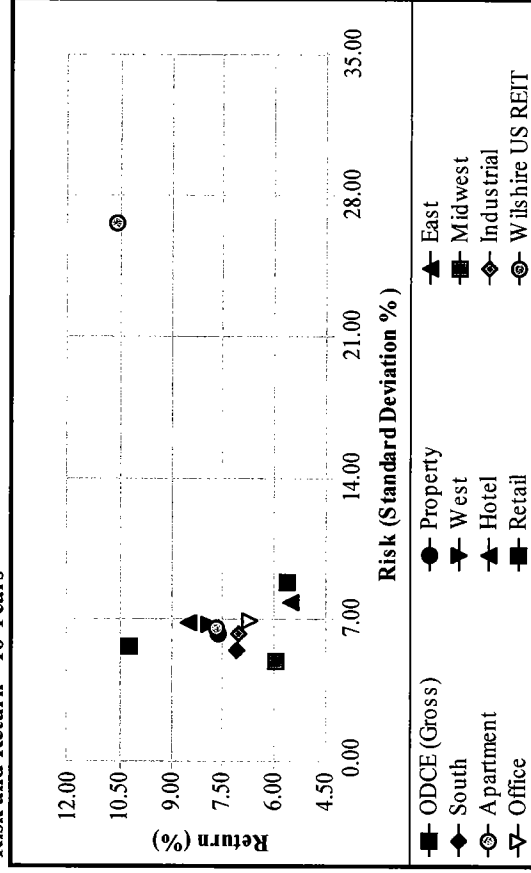
1 Year



5 Years



Risk and Return - 10 Years



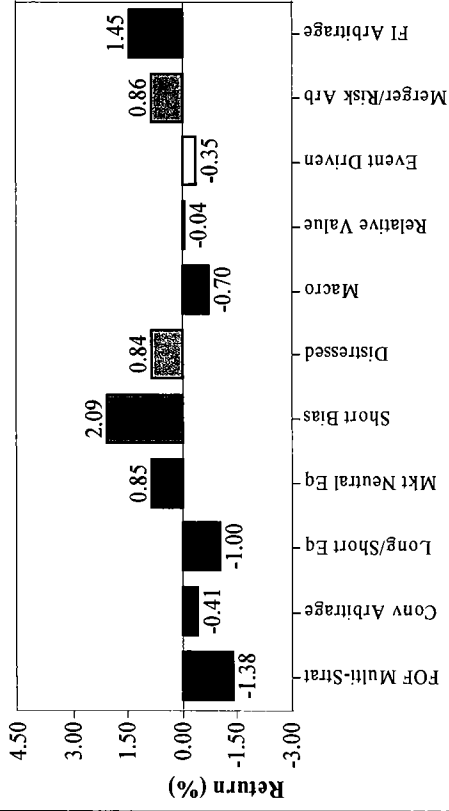
Performance is annualized for periods greater than one year. Calculation is based on quarterly periodicity.
All data shown represent NCREIF indices unless otherwise noted. Region and sector data represent the Property Index.

RVKuhns

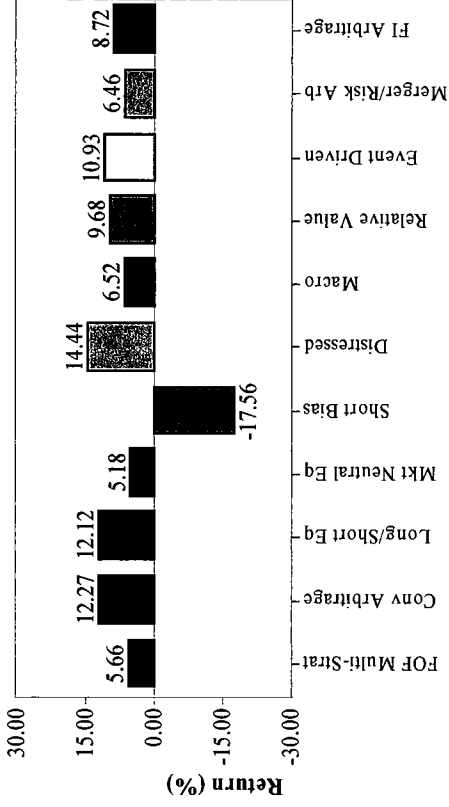
► ► ► & ASSOCIATES, INC.

Hedge Fund Market Performance and Risk As of June 30, 2011

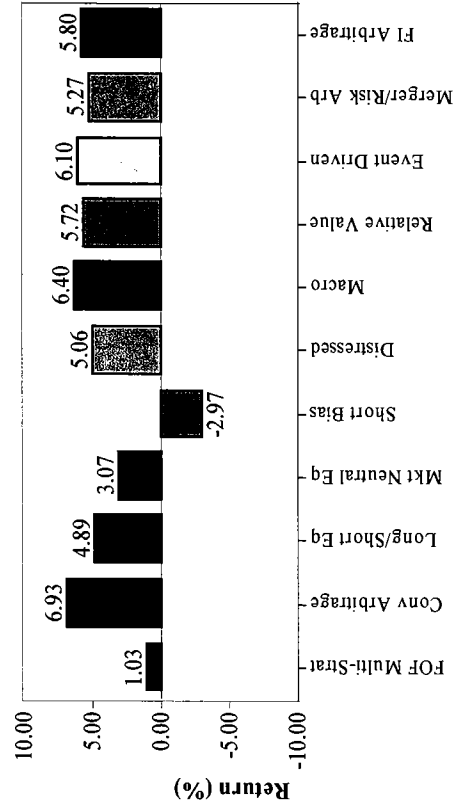
QTD



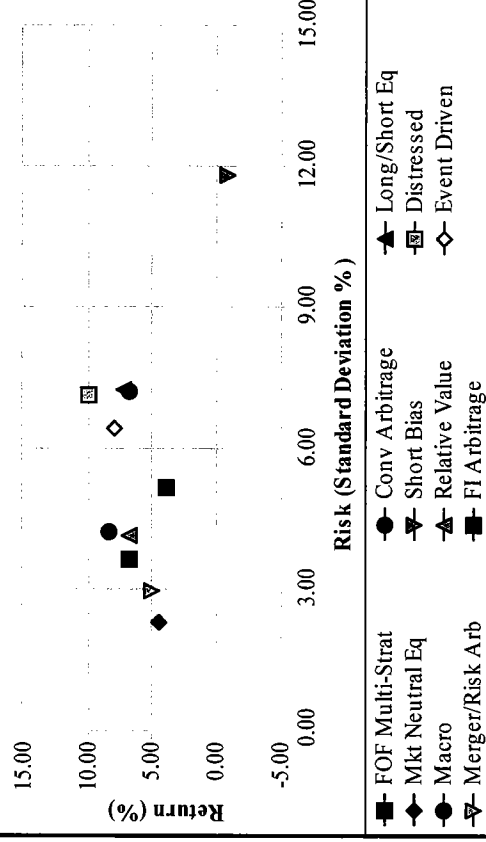
1 Year



5 Years



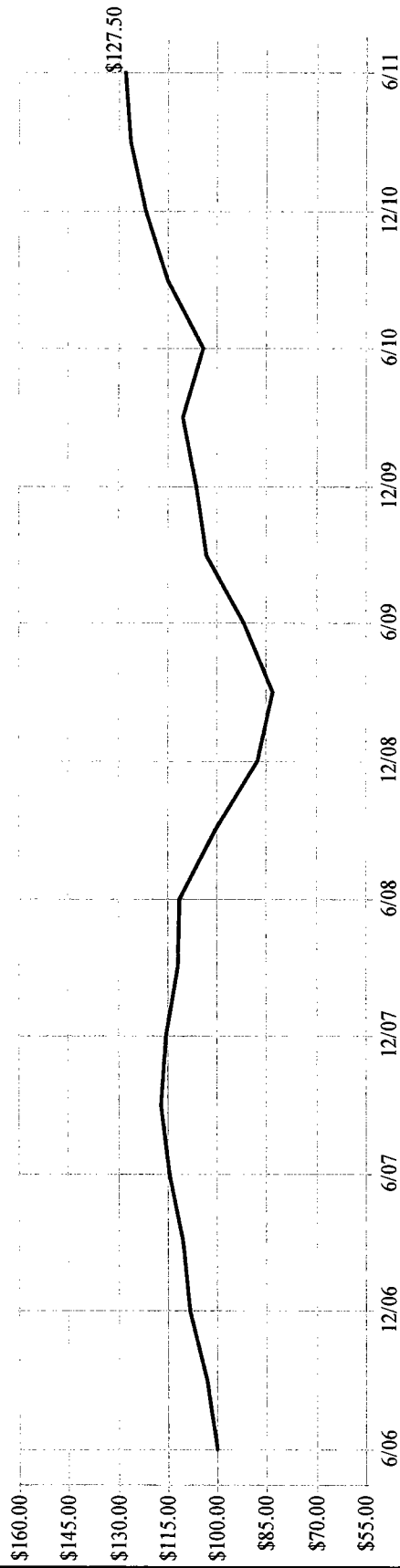
Risk and Return - 10 Years



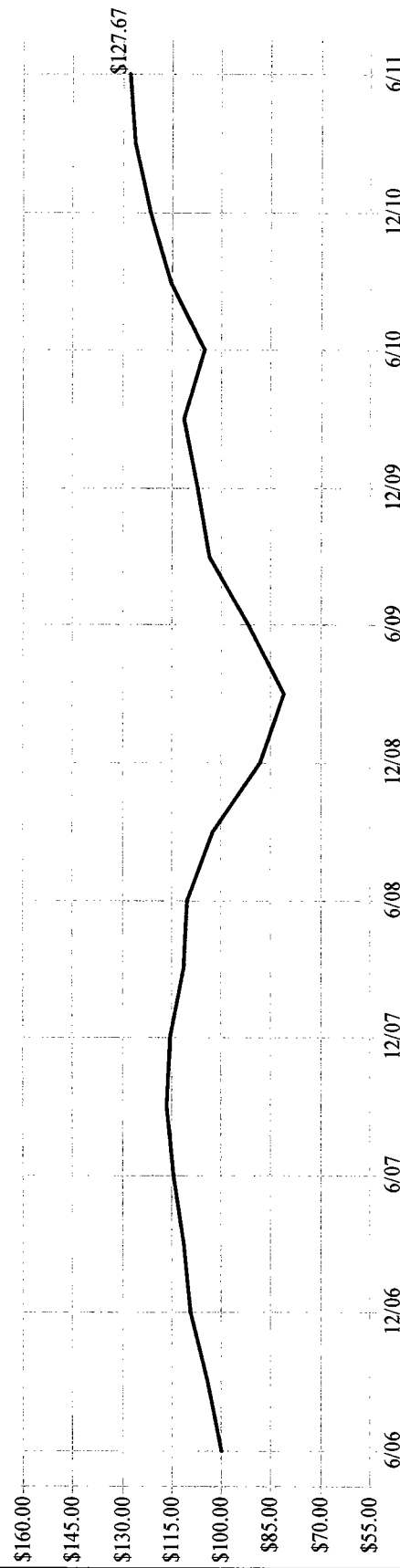
Performance is annualized for periods greater than one year. Calculation is based on monthly periodicity. All data shown represent HFN indices, net of fees. Values are preliminary and subject to change.

San Diego Transit Corporation Employees Retirement Plan
Growth of \$100
San Diego Transit Total Fund
5 Years Ending June 30, 2011

San Diego Transit Total Fund



Policy Index



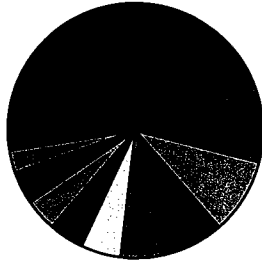
Policy Index

Performance shown is gross of fees. Calculation is based on quarterly periodicity.

San Diego Transit Corporation Employees Retirement Plan
AA by Mgr, AA vs. Target, and Schedule of Investable Assets
As of June 30, 2011

Asset Allocation by Manager

June 30, 2011 : \$151,135,482

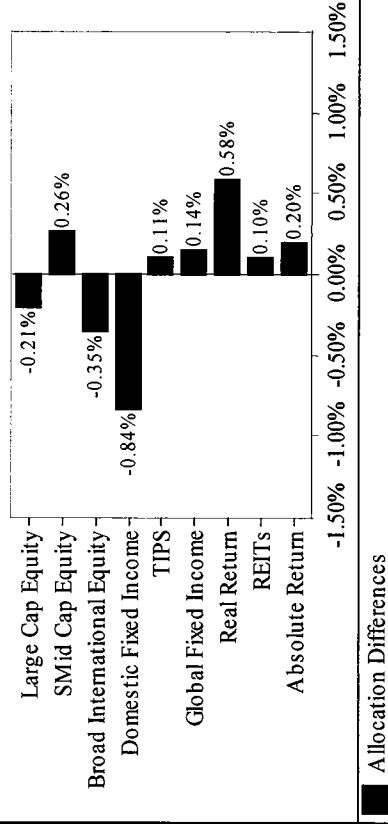


	Market Value (\$)	Allocation (%)
■ TT Int'l Inv Tr Active Int'l Eq (CF)	18,915,295	12.52
■ Arrio Int'l Equity II Group Trust (CF)	18,337,987	12.13
■ Westwood Large Cap Value (CF)	15,003,808	9.93
■ Rainier Large Cap Equity (SA)	14,905,995	9.86
■ JPMorgan Core Bond Trust (CF)	14,475,134	9.58
■ PIMCO:Tot Rtn;Inst (PTTRX)	14,400,560	9.53
■ PIMCO:All Asset;Inst (PAAIX)	12,438,779	8.23
■ Loomis Sayles World Bond Trust (CF)	7,774,344	5.14
□ Vanguard Infl-Prot;Adm (VAIPX)	7,719,624	5.11
■ Wellington DIH Portfolio (CF)	6,574,664	4.35
■ PAAMCO Pacific Hedged Strat (CF)	6,347,862	4.20
■ Cohen & Steers Inst Rlty (CSRIX)	6,200,722	4.10
■ Westwood SMidCap Equity (CF)	4,202,343	2.78
■ The Boston Co. SMid Cap Grth (CF)	3,752,251	2.48
□ Disbursement Account	86,116	0.06

Asset Allocation vs. Target Allocation

	Market Value (\$)	Allocation (%)	Target (%)
Large Cap Equity	29,909,804	19.79	20.00
SMid Cap Equity	7,954,593	5.26	5.00
Broad International Equity	37,253,282	24.65	25.00
Domestic Fixed Income	28,961,809	19.16	20.00
TIPS	7,719,624	5.11	5.00
Global Fixed Income	7,774,344	5.14	5.00
Real Return	19,013,442	12.58	12.00
REITs	6,200,722	4.10	4.00
Absolute Return	6,347,862	4.20	4.00
Total Fund	151,135,482	100.00	100.00

Asset Allocation vs. Target Allocation Differences



Schedule of Investable Assets

Periods	Beginning Market Value (\$)	Net Cash Flow (\$)	Gain/Loss (\$)	Ending Market Value (\$)	%Return	Unit Value
CYTD	147,898,056	-3,725,649	6,963,075	151,135,482	4.72	104.72

Performance shown is gross of fees. Allocations shown may not sum up to 100% exactly due to rounding.

San Diego Transit Corporation Employees Retirement Plan
Schedule of Investable Assets
San Diego Transit Total Fund
10 Years Ending June 30, 2011

Period Ending	Beginning Market Value (\$)	Net Cash Flow (\$)	Gain/Loss (\$)	Ending Market Value (\$)	%Return	Unit Value
Sep-01	71,460,272	-823,697	-5,508,259	65,128,316	-7.79	92.21
Dec-01	65,128,316	601,279	2,613,899	68,343,494	7.16	98.82
Mar-02	68,343,494	-17,509	856,376	69,182,361	1.95	100.75
Jun-02	69,182,361	-1,485,144	-4,317,874	63,379,343	-6.30	94.40
Sep-02	63,379,343	-62,783	-6,894,336	56,422,224	-10.89	84.12
Dec-02	56,422,224	-931,783	2,314,306	57,804,747	4.94	88.28
Mar-03	57,804,747	-136,902	-1,152,421	56,515,424	-1.98	86.53
Jun-03	56,515,424	-2,139,277	6,508,167	60,884,314	11.37	96.37
Sep-03	60,884,314	-195,295	1,971,438	62,660,457	3.24	99.50
Dec-03	62,660,457	-189,903	5,601,518	68,072,072	8.95	108.40
Mar-04	68,072,072	-98,195	1,505,800	69,479,677	2.21	110.80
Jun-04	69,479,677	-136,123	589,649	69,933,203	0.85	111.74
Sep-04	69,933,203	-133,826	-622,742	69,176,635	-0.89	110.75
Dec-04	69,176,635	74,698,772	8,814,778	152,690,186	7.81	119.39
Mar-05	152,690,186	-3,449,347	-3,441,126	145,799,713	-2.09	116.90
Jun-05	145,799,713	-289,860	4,993,549	150,503,402	3.43	120.91
Sep-05	150,503,402	-236,880	5,372,913	155,639,435	3.57	125.23
Dec-05	155,639,435	-336,445	3,114,567	158,417,557	2.01	127.74
Mar-06	158,417,557	-4,611,370	6,124,214	159,930,401	3.96	132.79
Jun-06	159,930,401	-3,400,919	-2,212,359	154,317,124	-1.42	130.91
Sep-06	154,317,124	-1,797,194	5,106,618	157,626,548	3.34	135.28
Dec-06	157,626,548	-48,741	7,614,415	165,192,222	4.83	141.81
Mar-07	165,192,222	-1,698,690	3,362,066	166,855,598	2.05	144.72
Jun-07	166,855,598	-2,766,935	5,929,124	170,017,788	3.55	149.86
Sep-07	170,017,788	-274,708	3,777,477	173,520,558	2.23	153.20
Dec-07	173,520,558	-390,659	-2,056,030	171,073,868	-1.19	151.38
Mar-08	171,073,868	-1,881,998	-5,976,479	163,215,391	-3.50	146.09
Jun-08	163,215,391	-4,706,455	-373,336	158,135,601	-0.29	145.67
Sep-08	158,135,601	-212,898	-15,202,756	142,719,946	-9.62	131.65
Dec-08	142,719,946	-4,322,517	-18,143,166	120,254,263	-12.75	114.87
Mar-09	120,254,263	-1,919,040	-6,398,906	111,936,317	-5.39	108.67
Jun-09	111,936,317	-2,532,970	12,088,880	121,492,227	10.81	120.41
Sep-09	121,492,227	-1,495,428	14,649,794	134,646,592	12.10	134.99

The last row shown in bold at the end of the table contains aggregate values pertaining to the period specified in the header. Performance shown is gross of fees. Calculation is based on quarterly periodicity.

San Diego Transit Corporation Employees Retirement Plan
Schedule of Investable Assets
San Diego Transit Total Fund
10 Years Ending June 30, 2011

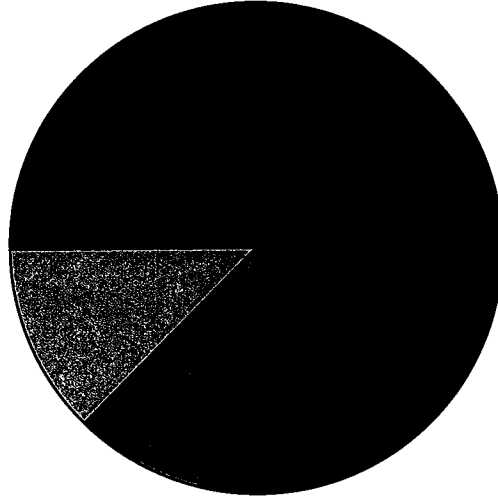
Period Ending	Beginning Market Value (\$)	Net Cash Flow (\$)	Gain/Loss (\$)	Ending Market Value (\$)	%Return	Unit Value
Dec-09	134,646,592	-1,908,941	4,286,346	137,023,997	3.20	139.31
Mar-10	137,023,997	-306,583	5,163,223	141,880,637	3.78	144.57
Jun-10	141,880,637	-3,808,615	-7,569,323	130,502,699	-5.47	136.67
Sep-10	130,502,699	-2,173,976	12,814,622	141,143,344	10.04	150.39
Dec-10	141,143,344	-1,629,802	8,384,513	147,898,056	5.98	159.38
Mar-11	147,898,056	-1,692,714	5,066,002	151,271,344	3.44	164.87
Jun-11	151,271,344	-2,032,934	1,897,072	151,135,482	1.23	166.91
	71,460,272	19,022,995	60,652,215	151,135,482	5.26	166.91

The last row shown in bold at the end of the table contains aggregate values pertaining to the period specified in the header. Performance shown is gross of fees. Calculation is based on quarterly periodicity.

San Diego Transit Corporation Employees Retirement Plan
Asset Allocation by Segment
San Diego Transit Total Fund

Asset Allocation by Segment

March 31, 2011 : \$151,271,344

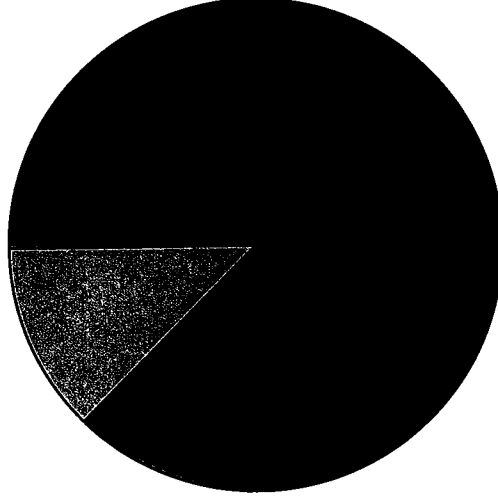


Segments	Market Value (\$)	Allocation (%)
Domestic Equity	39,177,928	25.90
International Equity	36,807,866	24.33
Domestic Fixed Income	35,763,791	23.64
International Fixed Income	7,500,171	4.96
Real Estate	6,372,721	4.21
Alternative Investment	6,370,299	4.21
Real Return	19,049,664	12.59
Cash Equivalent	228,905	0.15

Allocations shown may not sum up to 100% exactly due to rounding.

Asset Allocation by Segment

June 30, 2011 : \$151,135,482



Segments	Market Value (\$)	Allocation (%)
Domestic Equity	37,701,571	24.95
International Equity	37,248,114	24.65
Domestic Fixed Income	36,580,142	24.20
International Fixed Income	7,774,344	5.14
Real Estate	6,200,542	4.10
Alternative Investment	6,347,862	4.20
Real Return	19,009,187	12.58
Cash Equivalent	273,720	0.18

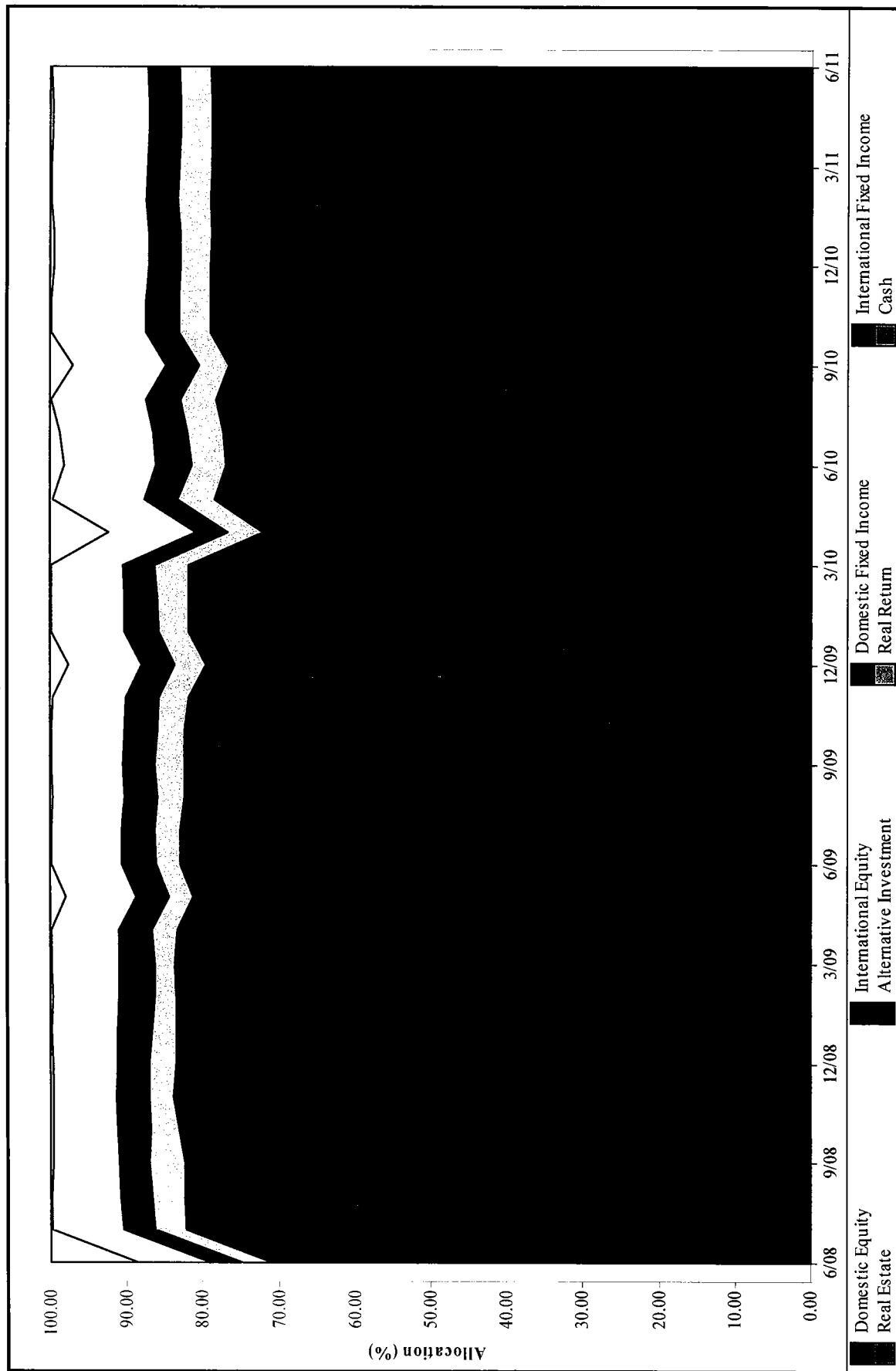
San Diego Transit Corporation Employees Retirement Plan
Asset Allocation
(000 Dollars)

As of June 30, 2011

	Domestic Equity		International Equity		Domestic Fixed Income		International Fixed Income		Real Estate		Alternative Investment		Real Return		Cash Equivalent		Total Fund	
	(\$)	(%)	(\$)	(%)	(\$)	(%)	(\$)	(%)	(\$)	(%)	(\$)	(%)	(\$)	(%)	(\$)	(%)	(\$)	(%)
Composite - Large Cap Equity																		
Westwood Large Cap Value (CF)	14,999	99.97	-	-	-	-	-	-	-	-	-	-	-	-	5	0.03	15,004	9.93
Rainier Large Cap Equity (SA)	14,751	98.96	-	-	-	-	-	-	-	-	-	-	-	-	155	1.04	14,906	9.86
Total	29,750	99.47	-	-	-	-	-	-	-	-	-	-	-	-	159	0.53	29,910	19.79
Composite - SMid Cap Equity																		
Westwood SMidCap Equity (CF)	4,199	99.92	-	-	-	-	-	-	-	-	-	-	-	-	3	0.08	4,202	2.78
The Boston Co. SMid Cap Grh (CF)	3,752	100.00	-	-	-	-	-	-	-	-	-	-	-	-	-	-	3,752	2.48
Total	7,951	99.96	-	-	-	-	-	-	-	-	-	-	-	-	3	0.04	7,955	5.26
Composite - Global/Int'l Equity																		
Artio Int'l Equity II Group Trust (CF)	-	-	18,338	100.00	-	-	-	-	-	-	-	-	-	-	-	-	18,338	12.13
ITT Int'l Inv Tr Active Int'l Eq (CF)	-	-	18,910	99.97	-	-	-	-	-	-	-	-	-	-	5	0.03	18,915	12.52
Total	-	-	37,248	99.99	-	-	-	-	-	-	-	-	-	-	5	0.01	37,253	24.65
TOTAL EQUITY	37,702	50.19	37,248	49.59	-	-	-	-	-	-	-	-	-	-	168	0.22	75,118	49.70
Composite - Domestic Fixed Income																		
JPMorgan Core Bond Trust (CF)	-	-	-	-	14,475	100.00	-	-	-	-	-	-	-	-	-	-	14,475	9.58
PIMCO Tot Rtn Inst (PTTRX)	-	-	-	-	14,385	99.89	-	-	-	-	-	-	-	-	15	0.11	14,401	9.53
Disbursement Account	-	-	-	-	-	-	-	-	-	-	-	-	-	-	86	100.00	86	0.06
Total	-	-	-	-	28,861	99.65	-	-	-	-	-	-	-	-	101	0.35	28,962	19.16
Composite - TIPS																		
Vanguard Int'l-Prot:Adm (VAIPX)	-	-	-	-	7,720	100.00	-	-	-	-	-	-	-	-	-	-	7,720	5.11
Total	-	-	-	-	7,720	100.00	-	-	-	-	-	-	-	-	-	-	7,720	5.11
Composite - Global Fixed Income																		
Loomis Sayles World Bond Trust (CF)	-	-	-	-	-	-	7,774	100.00	-	-	-	-	-	-	-	-	7,774	5.14
Total	-	-	-	-	-	-	7,774	100.00	-	-	-	-	-	-	-	-	7,774	5.14
TOTAL FIXED INCOME	-	-	-	-	36,580	82.28	7,774	17.49	-	-	-	-	-	-	101	0.23	44,456	29.41
Composite - Real Return																		
Wellington DIH Portfolio (CF)	-	-	-	-	-	-	-	-	-	-	-	-	6,575	100.00	-	-	6,575	4.35
PIMCO All Asset Inst (PAAIX)	-	-	-	-	-	-	-	-	-	-	-	-	12,435	99.97	4	0.03	12,439	8.23
Total	-	-	-	-	-	-	-	-	-	-	-	-	19,009	99.98	4	0.02	19,013	12.58
Composite - REITs																		
Colten & Steers Inst Rty (CSRIX)	-	-	-	-	-	-	-	-	6,201	100.00	-	-	-	-	-	-	6,201	4.10
Total	-	-	-	-	-	-	-	-	6,201	100.00	-	-	-	-	-	-	6,201	4.10
Composite - Absolute Return																		
PAA/MCO Pacific Hedged Strat (CF)	-	-	-	-	-	-	-	-	-	-	6,348	100.00	-	-	-	-	6,348	4.20
Total	-	-	-	-	-	-	-	-	-	-	6,348	100.00	-	-	-	-	6,348	4.20
TOTAL ALTERNATIVES	-	-	-	-	-	-	-	-	6,201	19.65	6,348	20.11	19,009	60.23	4	0.01	31,562	20.88
SAN DIEGO TRANSIT TOTAL FUND	37,702	24.95	37,248	24.65	36,580	24.20	7,774	5.14	6,201	4.10	6,348	4.20	19,009	12.58	274	0.18	151,135	100.00

Allocations shown may not sum up to 100% exactly due to rounding.

San Diego Transit Corporation Employees Retirement Plan
 Historical Asset Allocation by Segment
 San Diego Transit Total Fund
 3 Years Ending June 30, 2011



San Diego Transit Corporation Employees Retirement Plan
Comparative Performance
As of June 30, 2011

	QTD	CVTD	1 Year	3 Years	5 Years	7 Years	10 Years	2010	2009	2008	Since Inception	Inception Date
San Diego Transit Total Fund (Gross)	1.23	4.72	22.13	4.64	4.98	5.90	5.26	14.41	21.28	-24.12	10.10	10/01/1982
Policy Index	1.21	4.79	21.62	4.99	5.01	5.98	5.38	13.82	21.26	-23.43	10.24	
Difference	0.02	-0.07	0.51	-0.35	-0.03	-0.08	-0.12	0.59	0.02	-0.69	-0.14	
All Public Plans < \$500 Million (Custom Peer Group) Median	1.05	4.92	21.08	4.95	4.93	5.74	5.20	12.52	19.14	-22.88	N/A	
Percentile Rank	33	61	34	59	49	43	46	19	36	62	N/A	
Westwood Large Cap Value (CF)	0.18	6.52	31.50	0.49	3.26	7.04	5.26	13.50	13.86	-31.92	10.82	07/01/1986
R 1000 Value Index	-0.50	5.92	28.94	2.28	1.15	4.42	3.98	15.51	19.69	-36.85	9.85	
Difference	0.68	0.60	2.56	-1.79	2.11	2.62	1.28	-2.01	-5.83	4.93	0.97	
IM U.S. Large Cap Value Equity (SA+CF)	-0.26	6.17	30.02	3.84	2.97	5.57	5.12	14.41	25.70	-35.62	10.56	
Percentile Rank	39	43	33	89	44	24	46	68	96	19	38	
Rainier Large Cap Equity (SA)	-0.99	5.15	34.22	-0.31	N/A	N/A	N/A	16.89	25.14	-40.86	-1.09	09/01/2007
R 1000 Growth Index	0.76	6.83	35.01	5.02	5.33	4.91	2.24	16.71	37.22	-38.44	2.25	
Difference	-1.75	-1.68	-0.79	-5.33	N/A	N/A	N/A	0.18	-12.08	-2.42	-3.34	
IM U.S. Large Cap Growth Equity (SA+CF)	0.58	6.40	33.34	4.27	4.96	5.56	3.65	16.01	34.21	-38.55	1.92	
Percentile Rank	82	68	43	90	N/A	N/A	N/A	44	83	71	91	
Westwood SMIDCap Equity (CF)	0.13	8.58	41.56	12.24	N/A	N/A	N/A	28.63	35.63	N/A	12.24	07/01/2008
R 2500 Value Index	-1.47	6.10	34.54	7.87	3.54	6.68	8.36	24.82	27.68	-31.99	7.87	
Difference	1.60	2.48	7.02	4.37	N/A	N/A	N/A	3.81	7.95	N/A	4.37	
IM U.S. SMID Cap Value Equity (SA+CF)	-0.81	7.05	36.33	9.26	6.22	8.90	9.57	25.11	35.79	-35.98	9.26	
Percentile Rank	27	29	16	22	N/A	N/A	N/A	20	52	N/A	22	
The Boston Co. SMID Cap Grth (CF)	1.89	12.24	42.72	N/A	N/A	N/A	N/A	23.38	N/A	N/A	32.73	04/01/2009
R 2500 Growth Index	0.38	10.25	44.70	8.51	6.67	7.88	5.52	28.86	41.65	-41.50	40.24	
Difference	1.51	1.99	-1.98	N/A	N/A	N/A	N/A	-5.48	N/A	N/A	-7.51	
IM U.S. SMID Cap Growth Equity (SA+CF)	0.90	10.77	45.70	8.52	7.04	8.46	6.35	28.86	38.66	-41.63	38.82	
Percentile Rank	26	29	70	N/A	N/A	N/A	N/A	86	N/A	N/A	93	
Artio Int'l Equity II Group Trust (CF)	0.27	2.54	26.38	N/A	N/A	N/A	N/A	9.29	N/A	N/A	8.64	10/01/2009
MSCI ACW Ex US Index (Gross)	0.61	4.11	30.27	0.11	4.14	9.09	7.92	11.60	42.14	-45.24	11.29	
Difference	-0.34	-1.57	-3.89	N/A	N/A	N/A	N/A	-2.31	N/A	N/A	-2.65	
IM International Equity (SA+CF)	1.20	4.20	31.34	1.21	4.50	9.39	9.09	14.99	38.61	-44.89	13.24	
Percentile Rank	67	64	79	N/A	N/A	N/A	N/A	77	N/A	N/A	83	

Performance versus SA+CF or plan sponsor peer groups is shown gross of fees, while performance versus MF peer groups is shown net of fees.
RVK endorses GIPS and calculates performance for composites and investment managers using different methodologies. For additional information, please see the Glossary.

San Diego Transit Corporation Employees Retirement Plan
Comparative Performance
As of June 30, 2011

	QTID	CYTD	1 Year	3 Years	5 Years	7 Years	10 Years	2010	2009	2008	Since Inception	Inception Date
TT Int'l Inv Tr Active Int'l Eq (CF)	2.78	3.70	32.58	-3.73	N/A	N/A	N/A	13.18	31.59	-47.90	-7.20	11/01/2007
MSCI EAFE Index (Gross)	1.83	5.35	30.93	-1.30	1.96	6.92	6.12	8.21	32.46	-43.06	-5.49	
Difference	0.95	-1.65	1.65	-2.43	N/A	N/A	N/A	4.97	-0.87	-4.84	-1.71	
IM International Equity (SA+CF)	1.20	4.20	31.34	1.21	4.50	9.39	9.09	14.99	38.61	-44.89	-3.48	
Percentile Rank	20	55	41	90	N/A	N/A	N/A	59	70	66	88	
JPMorgan Core Bond Trust (CF)	2.17	3.11	6.30	8.85	8.12	6.74	N/A	9.92	11.93	3.27	5.97	06/01/2003
BC US Agg Bond Index	2.29	2.72	3.90	6.46	6.52	5.48	5.74	6.54	5.93	5.24	4.75	
Difference	-0.12	0.39	2.40	2.39	1.60	1.26	N/A	3.38	6.00	-1.97	1.22	
IM U.S. Broad Market Core Fixed Income (SA+CF)	2.24	2.90	4.65	7.30	6.95	5.90	6.10	7.28	9.82	2.88	5.13	
Percentile Rank	63	34	12	7	5	5	N/A	9	31	48	4	
PIMCO:Tot Rtn;Inst (PTTRX)	1.86	2.98	5.94	9.49	8.89	7.21	N/A	8.89	13.87	4.80	6.29	06/01/2003
BC US Agg Bond Index	2.29	2.72	3.90	6.46	6.52	5.48	5.74	6.54	5.93	5.24	4.75	
Difference	-0.43	0.26	2.04	3.03	2.37	1.73	N/A	2.35	7.94	-0.44	1.54	
IM U.S. Broad Market Core Fixed Income (MF)	1.92	2.84	5.09	6.94	6.31	5.20	5.39	7.53	13.10	-3.44	4.49	
Percentile Rank	55	40	29	7	2	3	N/A	25	45	13	4	
Vanguard Int'l-Profit;Adm (VAIPX)	3.43	5.33	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	7.38	08/01/2010
BC US Trsy: US TIPS Index	3.66	5.81	7.74	5.28	6.91	5.98	6.95	6.31	11.41	-2.35	7.58	
Difference	-0.23	-0.48	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	-0.20	
IM U.S. TIPS (MF)	3.20	5.14	6.89	4.61	6.14	5.44	6.58	5.82	10.29	-2.37	6.84	
Percentile Rank	24	31	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	25	
Loomis Sayles World Bond Trust (CF)	3.79	5.41	15.02	8.07	8.31	7.53	10.13	9.02	16.87	-3.53	8.51	06/01/1998
Citi Wrld Gov't Bond Index	3.33	4.01	10.53	5.80	7.34	6.24	7.93	5.17	2.56	10.87	6.34	
Difference	0.46	1.40	4.49	2.27	0.97	1.29	2.20	3.85	14.31	-14.40	2.17	
IM Global Fixed Income (SA+CF)	2.76	4.53	11.56	7.29	7.55	6.79	8.34	7.68	12.66	0.75	6.99	
Percentile Rank	9	21	18	38	29	32	18	36	39	62	26	
Wellington DIH Portfolio (CF)	-3.22	2.95	34.02	-5.12	N/A	N/A	N/A	18.43	43.89	N/A	-4.67	06/01/2008
Consumer Price Index + 5%	2.25	5.53	8.74	6.09	7.26	7.64	7.52	6.57	7.86	5.10	6.41	
Difference	-5.47	-2.58	25.28	-11.21	N/A	N/A	N/A	11.86	36.03	N/A	-11.08	
Wellington DIH Portfolio (CF)	-3.22	2.95	34.02	-5.12	N/A	N/A	N/A	18.43	43.89	N/A	-4.67	06/01/2008
Wellington Dv'd Infl Hedge Comp Index	-2.50	3.66	32.12	-1.37	7.34	N/A	N/A	16.26	29.98	-31.82	-0.89	
Difference	-0.72	-0.71	1.90	-3.75	N/A	N/A	N/A	2.17	13.91	N/A	-3.78	

Performance versus SA+CF or plan sponsor peer groups is shown gross of fees, while performance versus MF peer groups is shown net of fees.
 RVK endorses GIPS and calculates performance for composites and investment managers using different methodologies. For additional information, please see the Glossary.

San Diego Transit Corporation Employees Retirement Plan
Comparative Performance
As of June 30, 2011

	QTD	CYTD	1 Year	3 Years	5 Years	7 Years	10 Years	2008	Since Inception	Inception Date
PIMCO:All Asset;Inst (PAAIX)	1.58	4.91	13.50	7.50	N/A	N/A	N/A	N/A	6.78	06/01/2008
Consumer Price Index + 5%	2.25	5.53	8.74	6.09	7.26	7.64	7.52	5.10	6.41	
Difference	-0.67	-0.62	4.76	1.41	N/A	N/A	N/A	N/A	0.37	
PIMCO:All Asset;Inst (PAAIX)	1.58	4.91	13.50	7.50	N/A	N/A	N/A	N/A	6.78	06/01/2008
All Asset Composite Index	1.87	4.43	15.19	5.25	6.11	6.81	7.17	11.68	4.46	
Difference	-0.29	0.48	-1.69	2.25	N/A	N/A	N/A	N/A	2.32	
Cohen & Steers Inst Rlty (CSRIX)	3.79	10.93	35.38	8.04	3.68	N/A	N/A	32.73	8.69	04/01/2005
Wilshire US REIT Index	3.88	10.88	35.57	4.88	1.77	8.64	10.59	28.60	-39.20	7.09
Difference	-0.09	0.05	-0.19	3.16	1.91	N/A	N/A	4.13	4.78	1.60
IM Real Estate Sector (MF)	3.63	10.19	33.36	5.08	2.04	8.42	10.13	29.14	-38.85	6.80
Percentile Rank	40	24	18	11	11	N/A	N/A	18	10	9
PAAMCO Pacific Hedged Strat (CF)	-0.35	1.61	7.31	-0.74	N/A	N/A	N/A	18.64	2.06	06/01/2007
3 Month LIBOR Index + 5%	1.30	2.62	5.34	5.94	7.56	7.91	7.55	5.79	8.22	6.88
Difference	-1.65	-1.01	1.97	-6.68	N/A	N/A	N/A	12.85	-30.15	-4.82
PAAMCO Pacific Hedged Strat (CF)	-0.35	1.61	7.31	-0.74	N/A	N/A	N/A	18.64	2.06	06/01/2007
HFRI FOF Cnsvt Index	-0.78	0.30	5.21	-2.13	0.81	2.53	3.32	9.65	-19.86	-1.50
Difference	0.43	1.31	2.10	1.39	N/A	N/A	N/A	8.99	-2.07	3.56

Loomis Sayles World Bond Trust consists of Loomis Sayles Global Bond Fund (LGSBX) thru Jun-2008 and Loomis Sayles World Bond Trust (CF) thereafter.

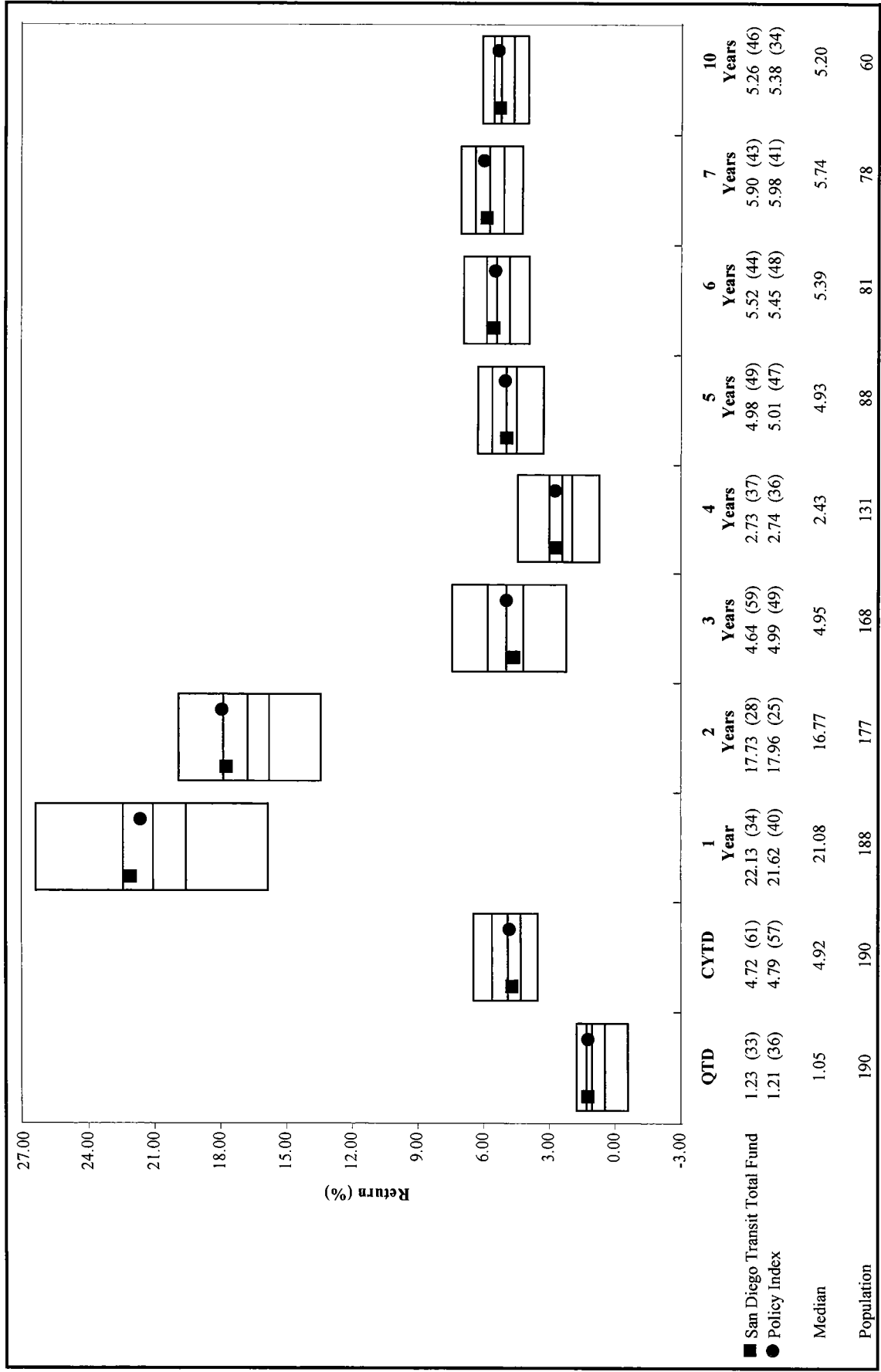
Performance shown for Wellington DIH Portfolio (CF) is gross of fees.

Performance shown for PIMCO:All Asset;Inst (PAAIX) and PAAMCO Pacific Hedged Strat (CF) is net of fees.

Effective June 30, 2011 manager peer groups will include the abbreviation "IM" at the beginning of each name. "IM" is the acronym for Investment Metrics, the provider of peer group data used in ranking investment manager and asset class performance.

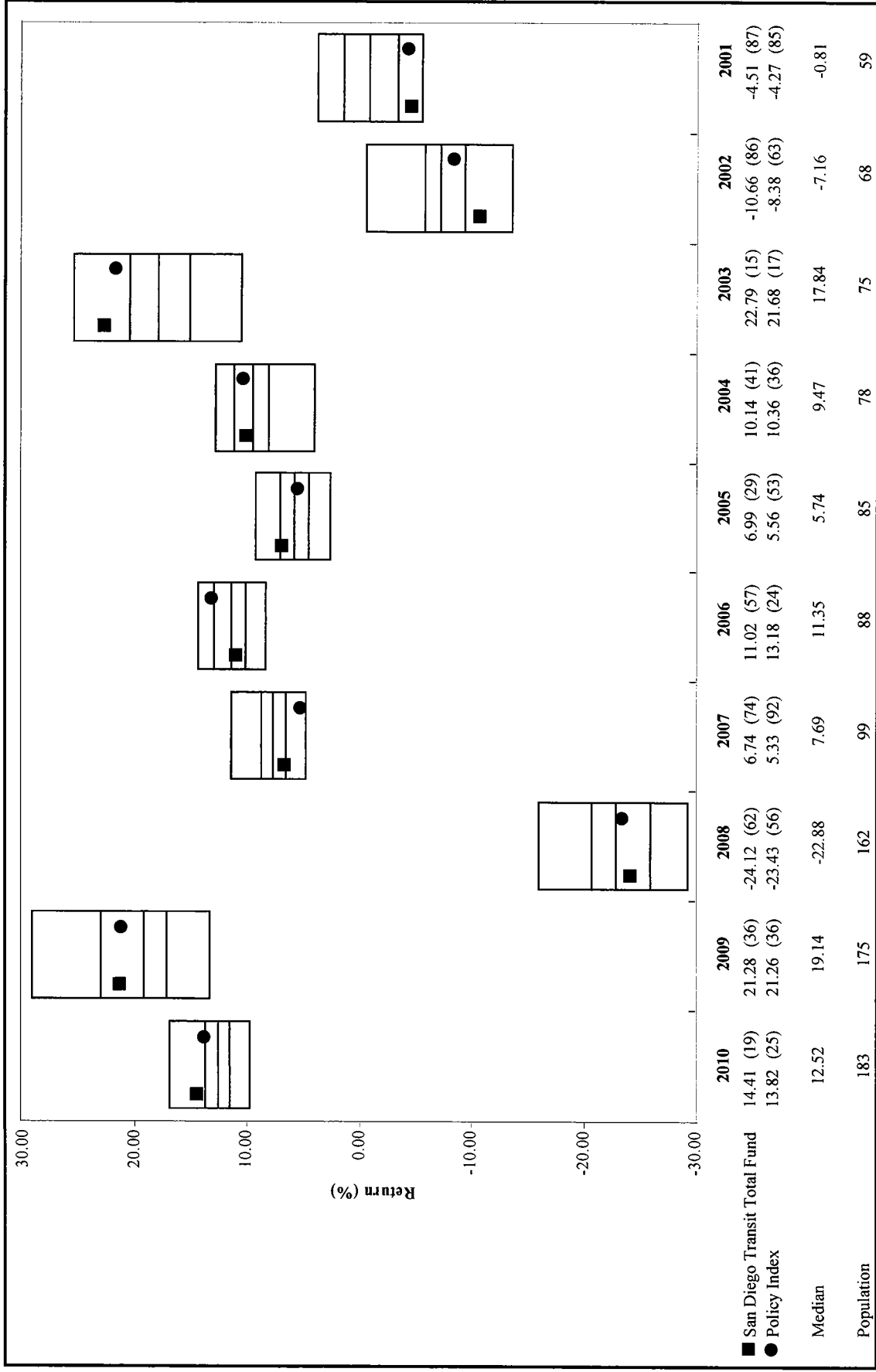
Performance versus SA+CF or plan sponsor peer groups is shown gross of fees, while performance versus MF peer groups is shown net of fees. RVK endorses GIPS and calculates performance for composites and investment managers using different methodologies. For additional information, please see the Glossary.

San Diego Transit Corporation Employees Retirement Plan
Plan Sponsor Peer Group Analysis
All Public Plans < \$500 Million (Custom Peer Group)
As of June 30, 2011



Performance shown is gross of fees. Parentheses contain percentile ranks.

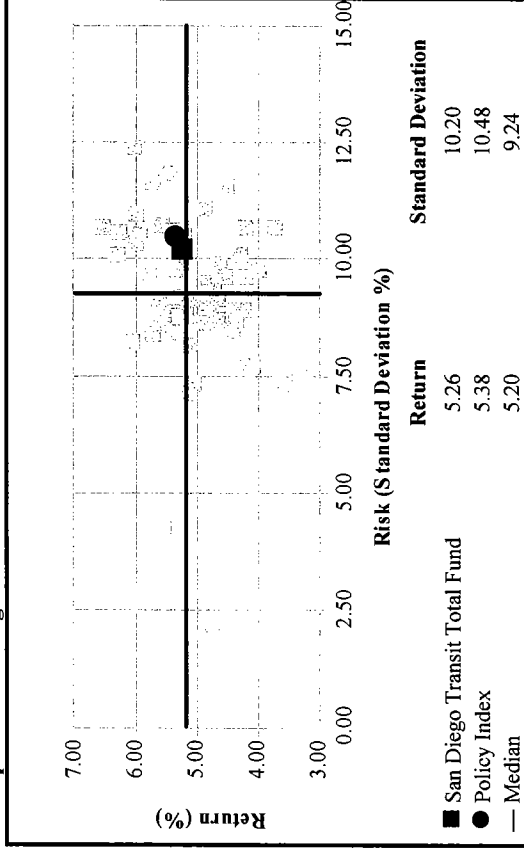
**San Diego Transit Corporation Employees Retirement Plan
Plan Sponsor Peer Group Analysis
All Public Plans < \$500 Million (Custom Peer Group)
Calendar Year Periods**



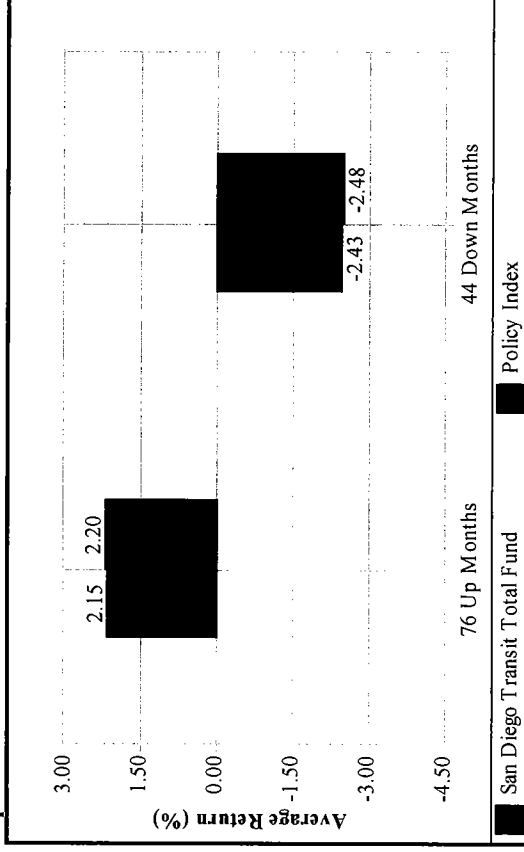
Performance shown is gross of fees. Parentheses contain percentile ranks.

San Diego Transit Corporation Employees Retirement Plan
San Diego Transit Total Fund vs. All Public Plans < \$500 Million (Custom Peer Group)
 As of June 30, 2011

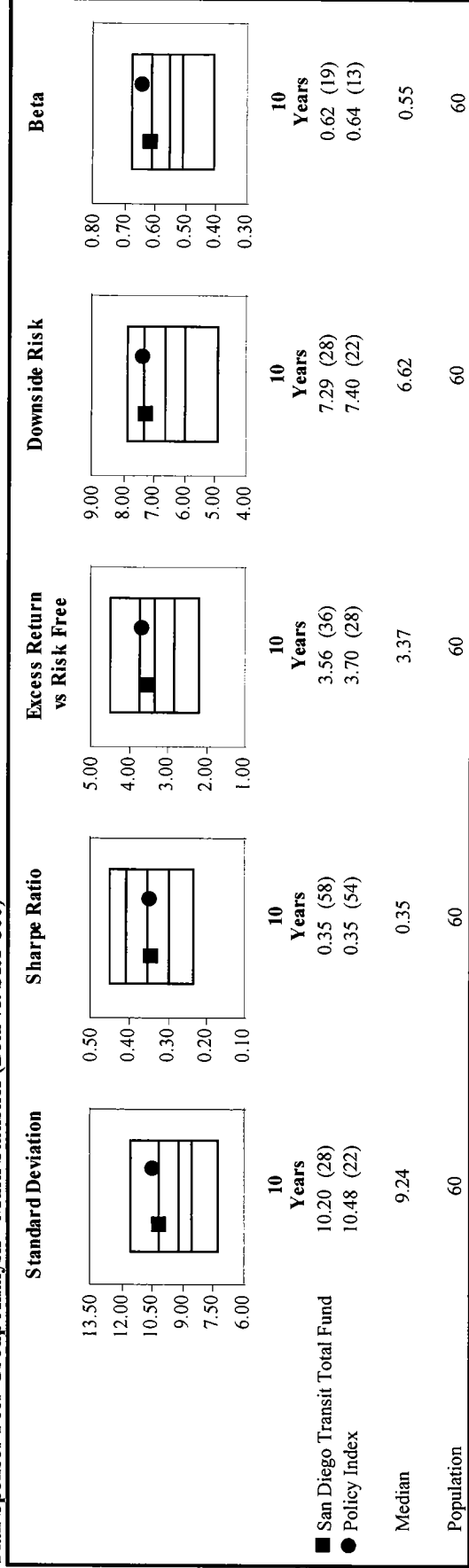
Plan Sponsor Scattergram - 10 Years



Up/Down Markets - 10 Years



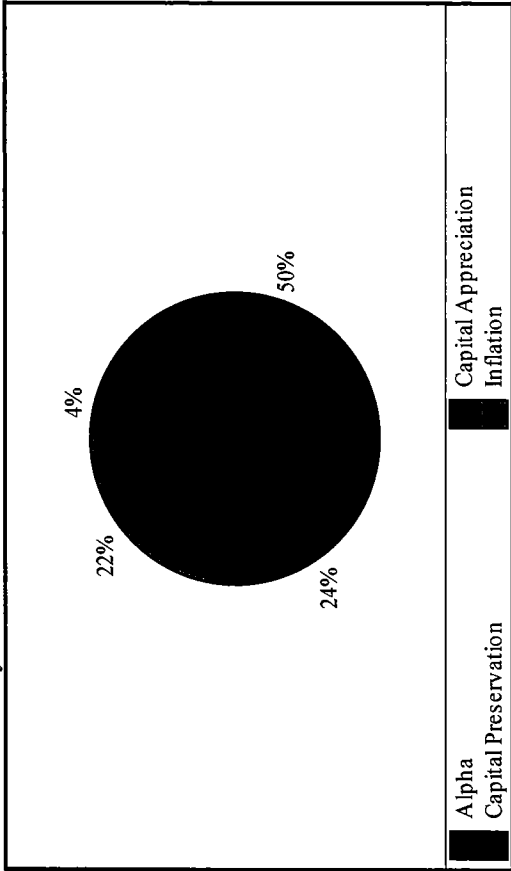
Plan Sponsor Peer Group Analysis - Multi Statistics (Beta vs. S&P 500)



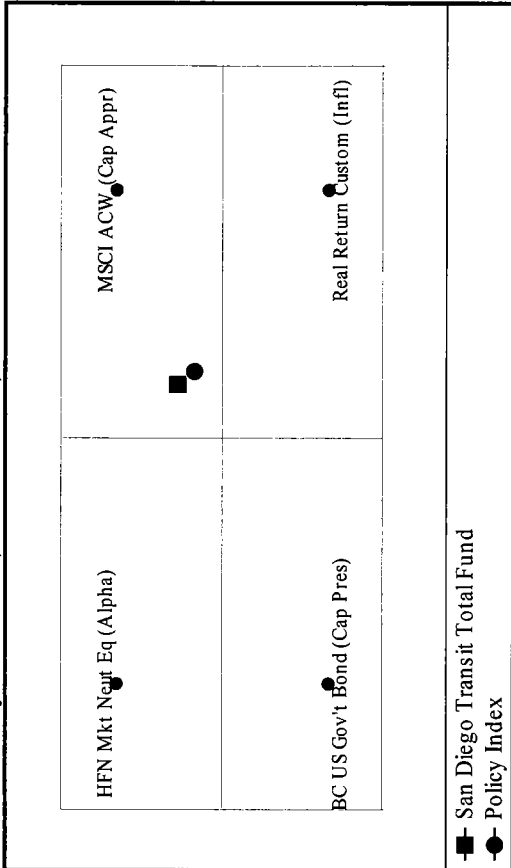
Performance shown is gross of fees. Calculation is based on monthly periodicity. Parentheses contain percentile ranks.

San Diego Transit Corporation Employees Retirement Plan
San Diego Transit Total Fund Thematic and Liquidity Analysis
As of June 30, 2011

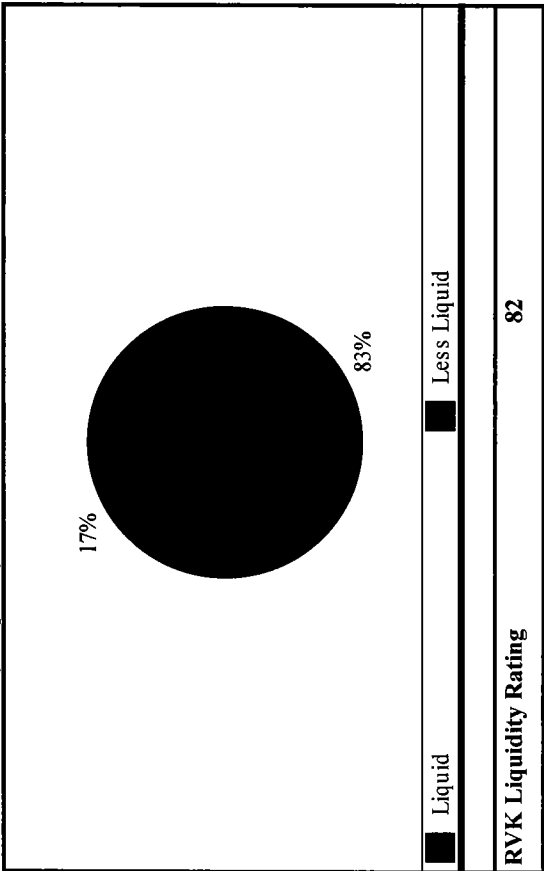
Asset Allocation by Theme



Thematic Analysis - March 1, 1997 to June 30, 2011



Asset Allocation by Liquidity



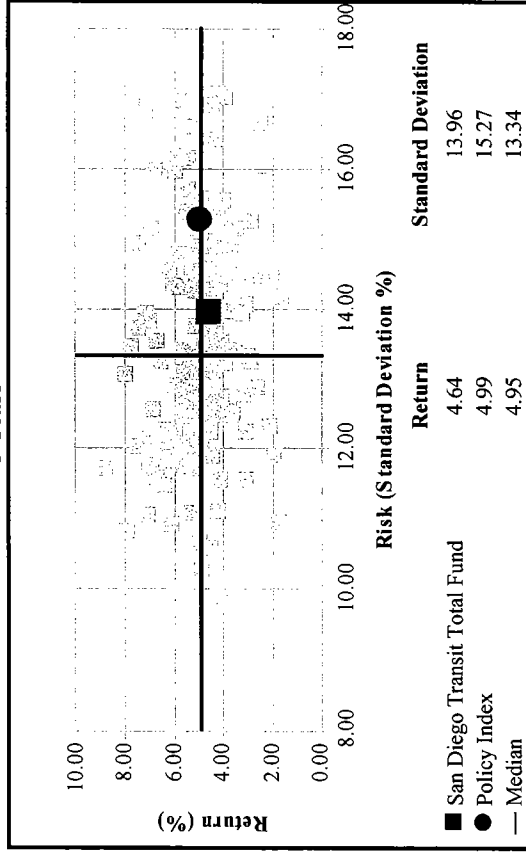
Correlation Matrix - 10 Years

	A	B	C	D
A	1.00			
B	0.40	1.00		
C	-0.10	-0.28	1.00	
D	0.52	0.76	0.02	1.00
A	= HFN Mkt Neut Eq Index (Alpha)			
B	= MSCI ACW Index (Capital Appreciation)			
C	= BC US Gov't Bond Index (Capital Preservation)			
D	= Real Return Custom Index (Inflation)			

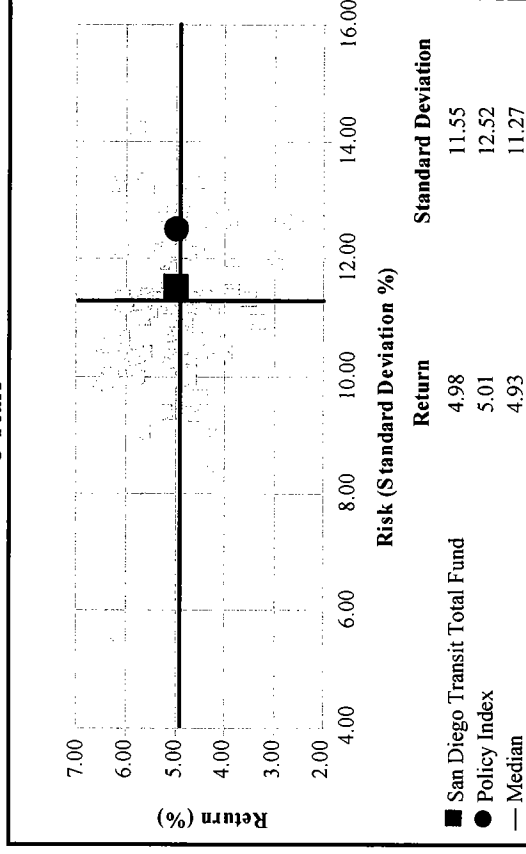
Asset Allocation by Theme is based on dedicated manager allocations; as such, thematic allocations are approximations. The RVK Liquidity Rating is calculated using beginning of month investment weights applied to each corresponding asset class liquidity rating. Please see the Glossary for additional information regarding liquidity, thematic and custom index descriptions.

San Diego Transit Corporation Employees Retirement Plan
Plan Sponsor Scattergrams
All Public Plans < \$500 Million (Custom Peer Group)
As of June 30, 2011

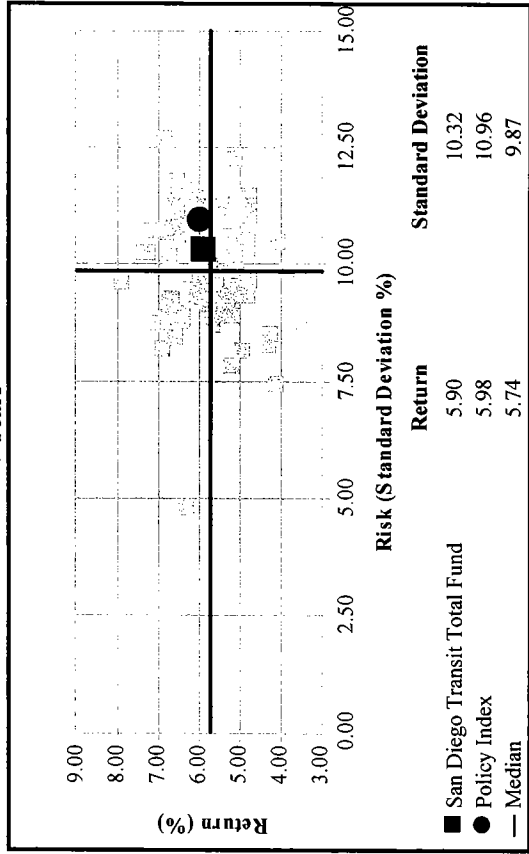
3 Years



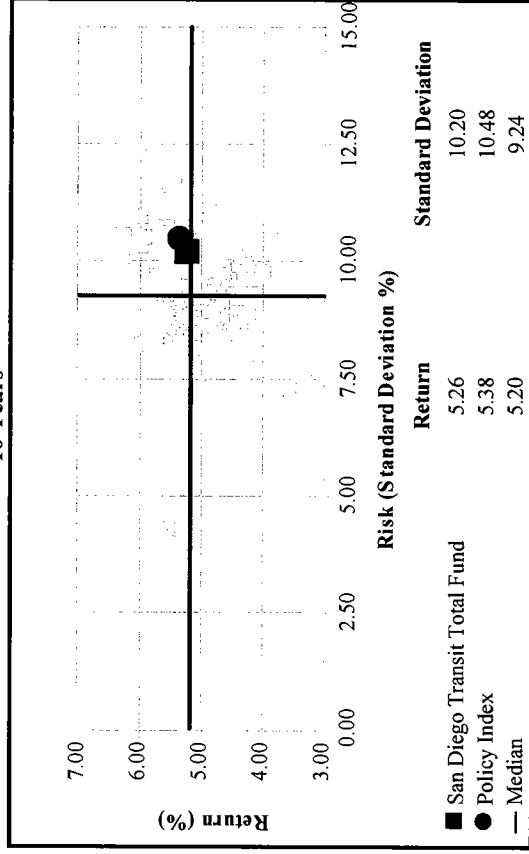
5 Years



7 Years



10 Years

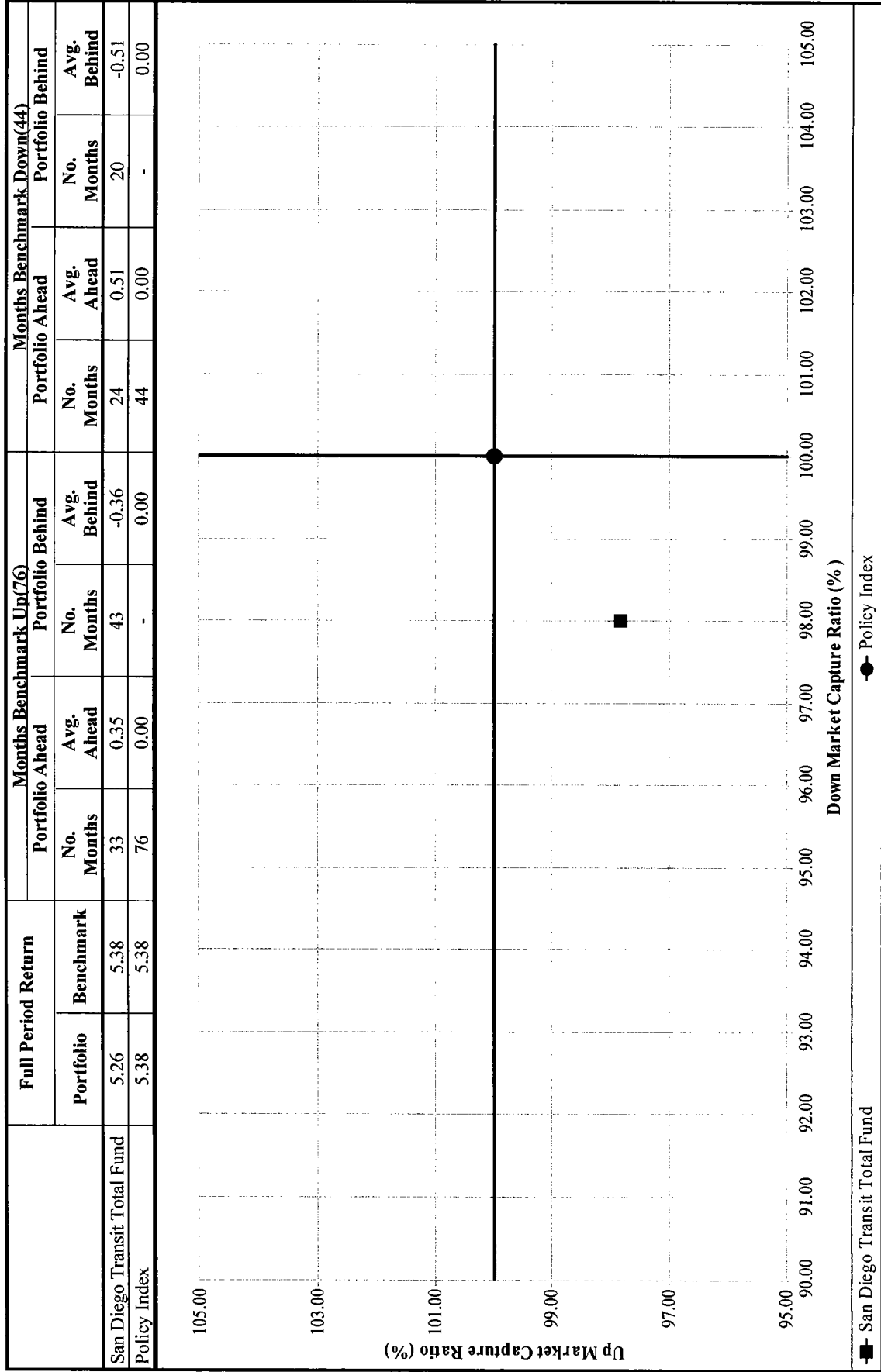


Performance shown is gross of fees. Calculation is based on monthly periodicity.

RVKuhns

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San Diego Transit Corporation Employees Retirement Plan
Up/Down Markets
Versus Policy Index
10 Years Ending June 30, 2011



Performance shown is gross of fees. Calculation is based on monthly periodicity.

San Diego Transit Corporation Employees Retirement Plan
Schedule of Investable Assets
Westwood Large Cap Value (CF)
10 Years Ending June 30, 2011

Period Ending	Beginning Market Value (\$)	Net Cash Flow (\$)	Gain/Loss (\$)	Ending Market Value (\$)	%Return	Unit Value
Sep-01	27,270,659	-656,726	-3,882,789	22,731,144	-14.58	85.42
Dec-01	22,731,144	-15,744,180	2,057,009	9,043,972	11.95	95.63
Mar-02	9,043,972	-17,267	233,981	9,260,686	2.59	98.11
Jun-02	9,260,686	-17,836	-602,379	8,640,471	-6.52	91.72
Sep-02	8,640,471	-16,629	-1,521,430	7,102,411	-17.64	75.54
Dec-02	7,102,411	-13,738	470,370	7,559,044	6.63	80.55
Mar-03	7,559,044	-14,642	-380,571	7,163,831	-5.04	76.49
Jun-03	7,163,831	-13,902	976,704	8,126,633	13.65	86.93
Sep-03	8,126,633	-15,707	99,864	8,210,790	1.23	88.00
Dec-03	8,210,790	-15,864	1,080,500	9,275,426	13.18	99.59
Mar-04	9,275,426	-17,860	123,880	9,381,447	1.34	100.92
Jun-04	9,381,447	-18,059	257,163	9,620,551	2.75	103.70
Sep-04	9,620,551	-102,085	152,527	9,670,994	1.61	105.36
Dec-04	9,670,994	11,205,242	1,557,604	22,433,840	7.85	113.64
Mar-05	22,433,840	-3,950,953	561,154	19,044,041	2.77	116.78
Jun-05	19,044,041	-31,745	558,953	19,571,249	2.94	120.22
Sep-05	19,571,249	-35,444	1,415,697	20,951,502	7.24	128.92
Dec-05	20,951,502	-62,577	424,582	21,313,507	2.04	131.55
Mar-06	21,313,507	-1,349,358	1,362,097	21,326,246	6.70	140.37
Jun-06	21,326,246	-809,042	284,586	20,801,789	1.31	142.21
Sep-06	20,801,789	-1,244,365	796,445	20,353,869	4.06	147.99
Dec-06	20,353,869	-29,635	1,314,634	21,638,869	6.47	157.56
Mar-07	21,638,869	-38,566	535,866	22,136,169	2.48	161.46
Jun-07	22,136,169	-5,514,311	1,683,501	18,305,359	7.31	173.27
Sep-07	18,305,359	-27,760	535,685	18,813,285	2.93	178.35
Dec-07	18,813,285	-22,776	-18,960	18,771,549	-0.11	178.16
Mar-08	18,771,549	-33,854	-1,323,008	17,414,687	-7.05	165.60
Jun-08	17,414,687	-531,090	-91,696	16,791,901	-0.64	164.54
Sep-08	16,791,901	-30,081	-1,345,478	15,416,342	-8.02	151.34
Dec-08	15,416,342	-28,795	-3,058,706	12,328,841	-19.85	121.29
Mar-09	12,328,841	-23,442	-1,774,423	10,530,976	-14.40	103.82
Jun-09	10,530,976	-19,934	1,316,829	11,827,871	12.52	116.82
Sep-09	11,827,871	-22,569	1,408,606	13,213,908	11.92	130.74

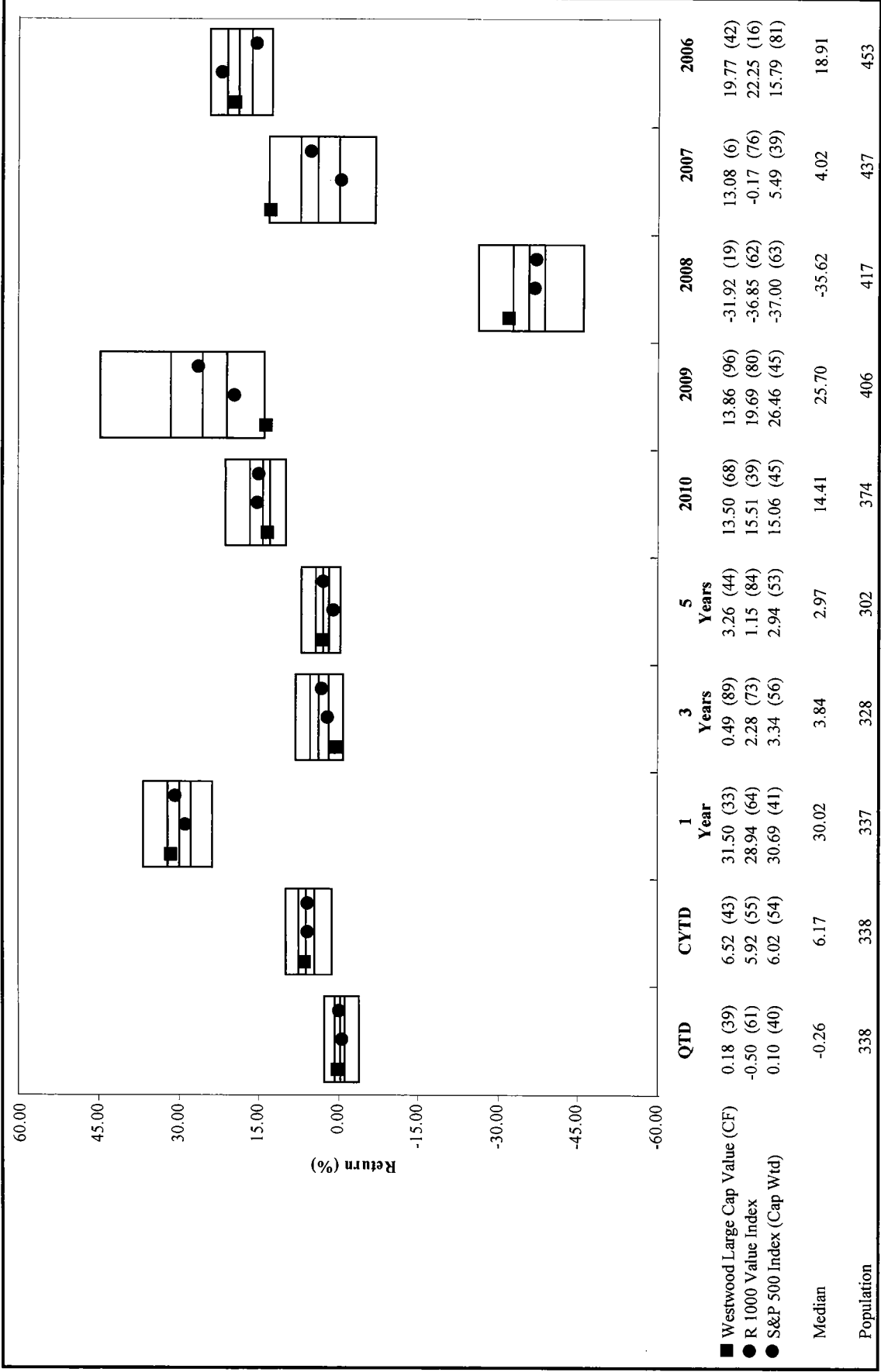
The last row shown in bold at the end of the table contains aggregate values pertaining to the period specified in the header. Performance shown is gross of fees. Calculation is based on quarterly periodicity.

San Diego Transit Corporation Employees Retirement Plan
Schedule of Investable Assets
Westwood Large Cap Value (CF)
10 Years Ending June 30, 2011

Period Ending	Beginning Market Value (\$)	Net Cash Flow (\$)	Gain/Loss (\$)	Ending Market Value (\$)	%Return	Unit Value
Dec-09	13,213,908	-24,995	741,572	13,930,485	5.63	138.10
Mar-10	13,930,485	-26,243	890,816	14,795,059	6.41	146.96
Jun-10	14,795,059	-27,752	-2,007,762	12,759,545	-13.60	126.98
Sep-10	12,759,545	-24,196	1,474,878	14,210,227	11.57	141.66
Dec-10	14,210,227	-426,724	1,510,901	15,294,404	10.65	156.75
Mar-11	15,294,404	-928,581	929,982	15,295,805	6.33	166.68
Jun-11	15,295,805	-327,515	35,518	15,003,808	0.18	166.97
	27,270,659	-21,051,553	8,784,703	15,003,808	5.26	166.97

The last row shown in bold at the end of the table contains aggregate values pertaining to the period specified in the header. Performance shown is gross of fees. Calculation is based on quarterly periodicity.

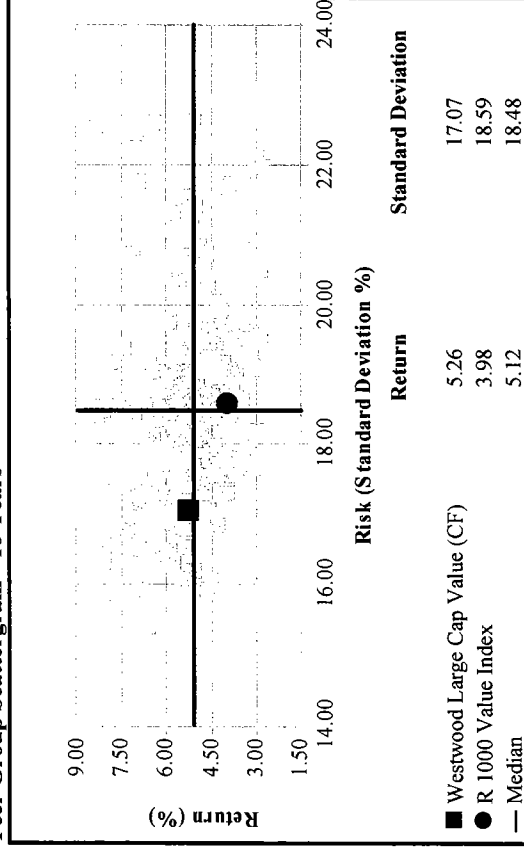
San Diego Transit Corporation Employees Retirement Plan
Peer Group Analysis
IM U.S. Large Cap Value Equity (SA+CF)
As of June 30, 2011



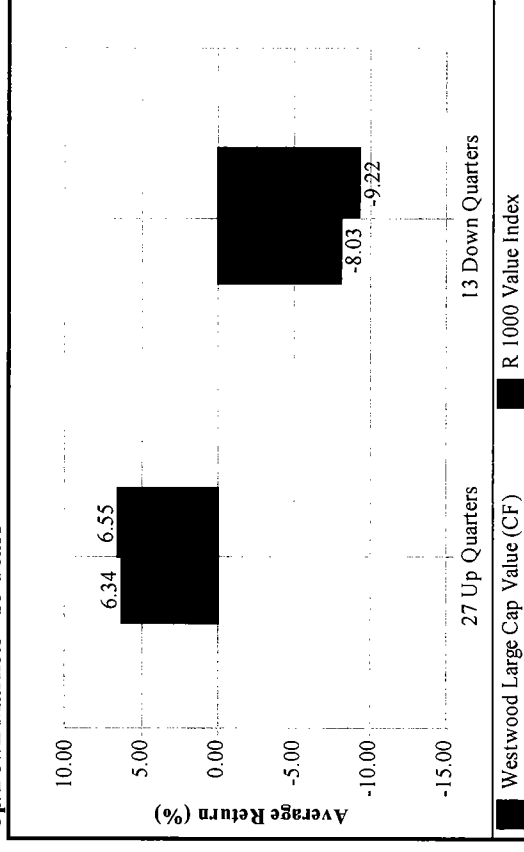
Performance shown is gross of fees. Parentheses contain percentile ranks.

San Diego Transit Corporation Employees Retirement Plan
Westwood Large Cap Value (CF) vs. IM U.S. Large Cap Value Equity (SA+CF)
 As of June 30, 2011

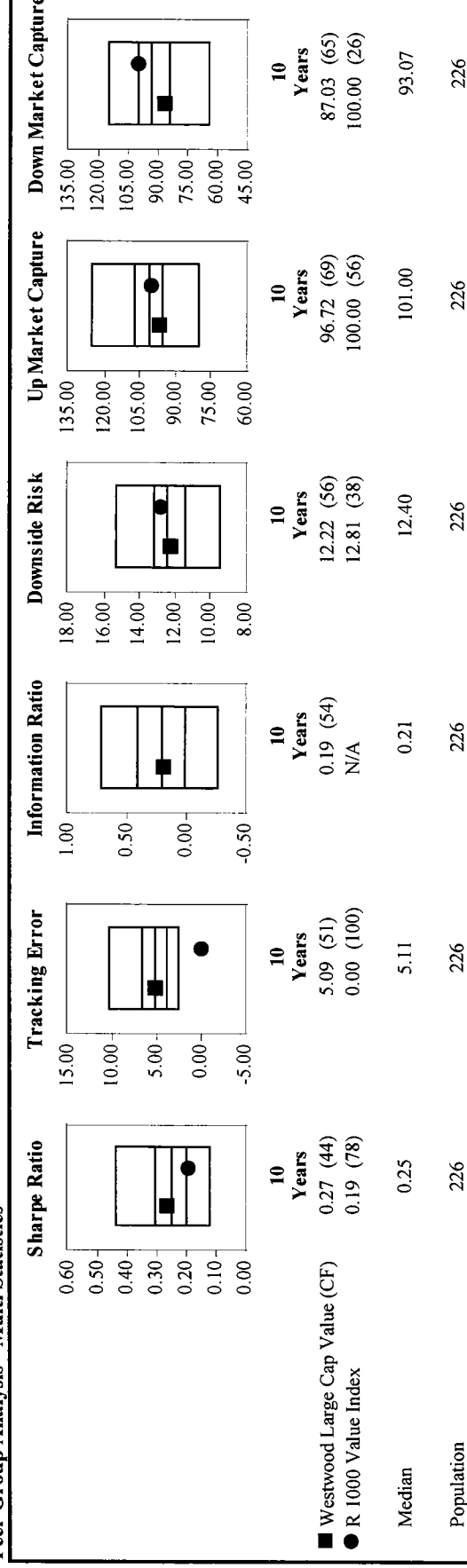
Peer Group Scattergram - 10 Years



Up/Down Markets - 10 Years

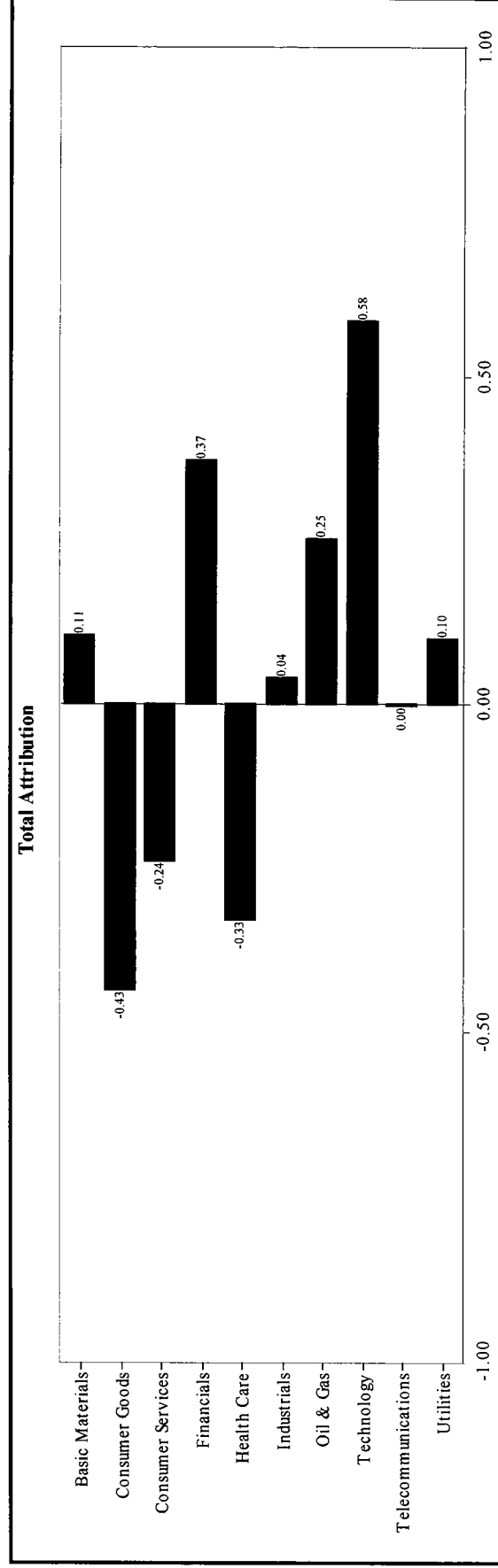
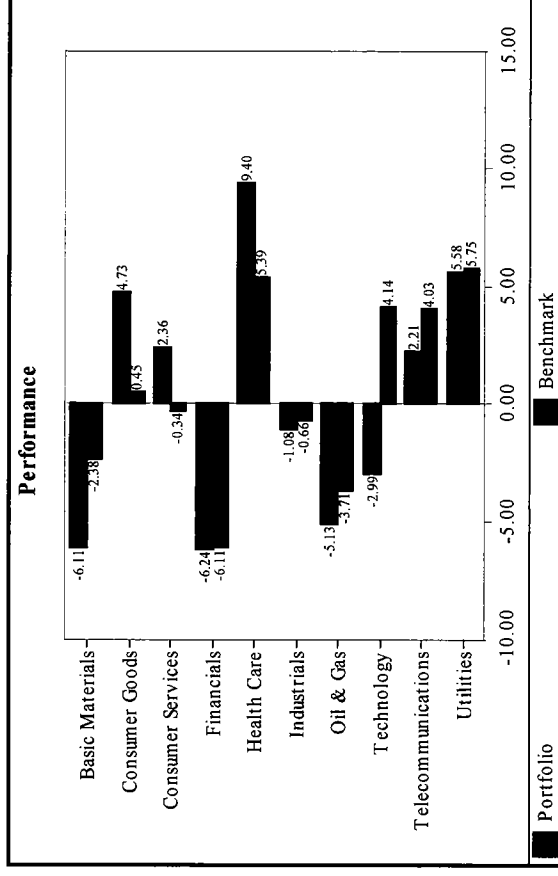
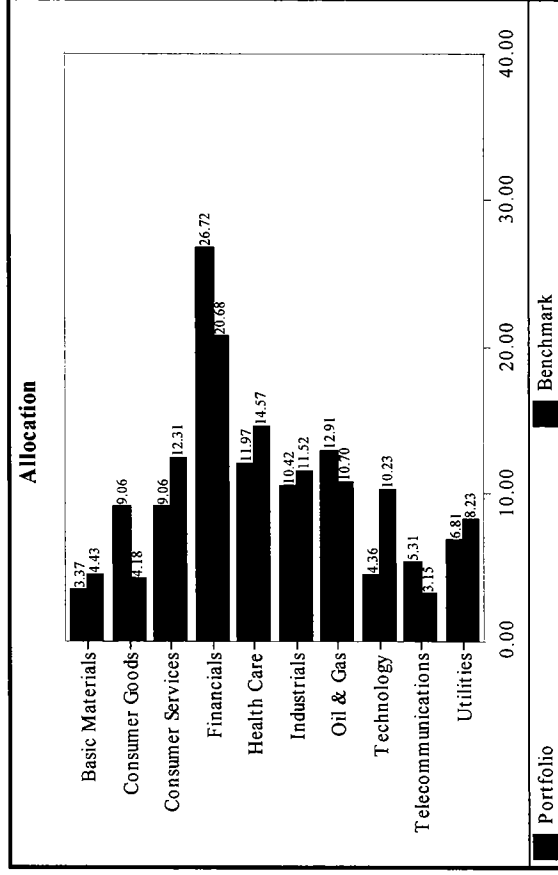


Peer Group Analysis - Multi Statistics



Performance shown is gross of fees. Calculation is based on quarterly periodicity. Parentheses contain percentile ranks.

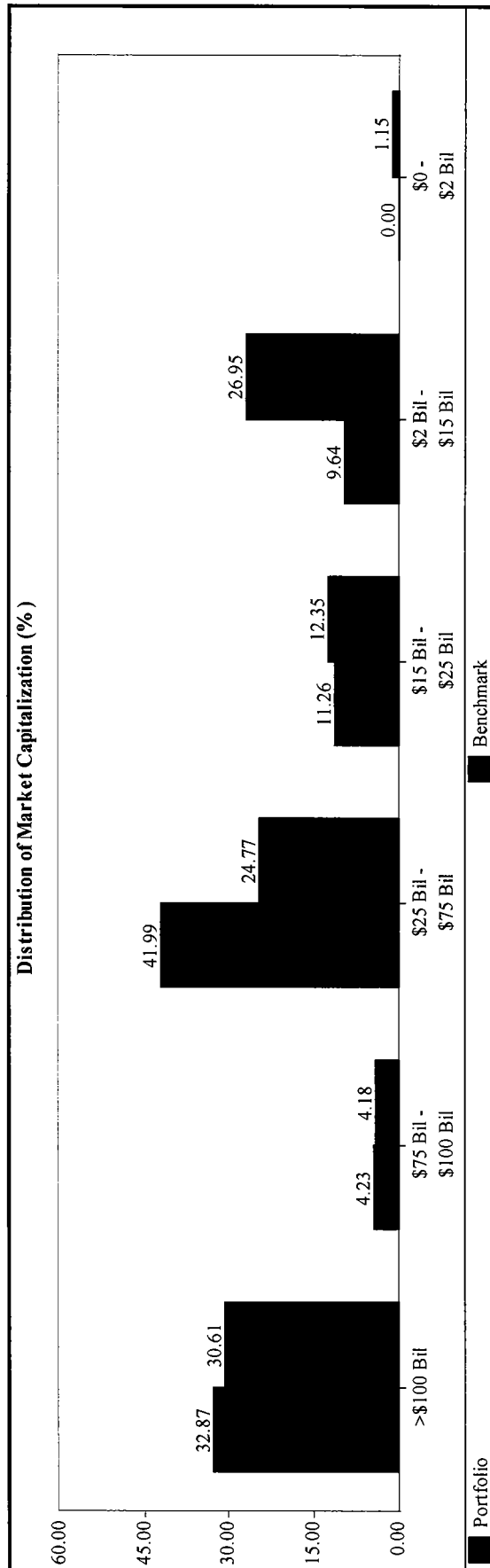
San Diego Transit Corporation Employees Retirement Plan
Westwood Large Cap Value (CF) vs. R 1000 Value Index
Buy and Hold Sector Attribution Graph
1 Quarter Ending June 30, 2011



San Diego Transit Corporation Employees Retirement Plan
Westwood Large Cap Value (CF) vs. R 1000 Value Index
Portfolio Characteristics
As of June 30, 2011

Top Ten Equity Holdings		Portfolio Weight (%)	Benchmark Weight (%)	Active Weight (%)	Quarterly Return (%)
AT&T INC.		3.28	2.67	0.60	4.03
METLIFE, INC.		3.21	0.52	2.69	-1.92
WELLS FARGO & COMPANY		3.17	1.84	1.32	-11.14
PFIZER INC.		3.16	2.34	0.83	2.37
JOHNSON & JOHNSON		3.14	2.09	1.06	13.22
JPMORGAN CHASE & CO.		3.03	2.34	0.70	-10.71
MICROSOFT CORPORATION		2.30	0.00	2.30	3.06
ANADARKO PETROLEUM		2.29	0.47	1.82	-6.19
DELL INC.		2.27	0.10	2.17	14.89
ITT INDUSTRIES, INC.		2.26	0.16	2.10	-1.44
% of Portfolio		28.11	12.53		

Portfolio Characteristics		Portfolio	Benchmark
Wtd. Avg. Mkt. Cap (\$M)		82,660	68,977
Median Mkt. Cap. (\$M)		44,348	4,881
Price/Earnings ratio		13.12	13.01
Price/Book ratio		2.17	1.78
5 Yr. EPS Growth Rate (%)		6.39	3.44
Current Yield (%)		2.54	2.72
Beta (5 yrs, monthly periodicity)		0.85	1.00
Number of Stocks		52	656



San Diego Transit Corporation Employees Retirement Plan
Schedule of Investable Assets
Rainier Large Cap Equity (SA)
Since Inception Ending June 30, 2011

Period Ending	Beginning Market Value (\$)	Net Cash Flow (\$)	Gain/Loss (\$)	Ending Market Value (\$)	%Return	Unit Value
Sep-07	18,655,179	-	1,078,220	19,733,399	5.78	105.78
Dec-07	19,733,399	-356,609	-69,478	19,307,312	-0.37	105.39
Mar-08	19,307,312	-874,390	-1,742,879	16,690,042	-9.03	95.88
Jun-08	16,690,042	-29,608	158,544	16,818,978	0.94	96.78
Sep-08	16,818,978	-27,125	-2,583,599	14,208,254	-15.38	81.89
Dec-08	14,208,254	-23,257	-3,393,684	10,791,314	-23.89	62.33
Mar-09	10,791,314	-19,848	-837,133	9,934,333	-7.75	57.50
Jun-09	9,934,333	-14,753	1,259,197	11,178,777	12.67	64.79
Sep-09	11,178,777	-20,168	1,681,870	12,840,479	15.05	74.54
Dec-09	12,840,479	-22,484	595,507	13,413,502	4.65	78.00
Mar-10	13,413,502	-23,206	680,795	14,071,091	5.08	81.97
Jun-10	14,071,091	-51	-1,807,646	12,263,394	-12.85	71.44
Sep-10	12,263,394	-45,032	1,681,828	13,900,189	13.75	81.25
Dec-10	13,900,189	-23,819	1,696,364	15,572,733	12.22	91.18
Mar-11	15,572,733	-825,927	924,732	15,671,538	6.21	96.84
Jun-11	15,671,538	-625,558	-139,984	14,905,995	-0.99	95.88
	18,655,179	-2,931,836	-817,347	14,905,995	-1.09	95.88

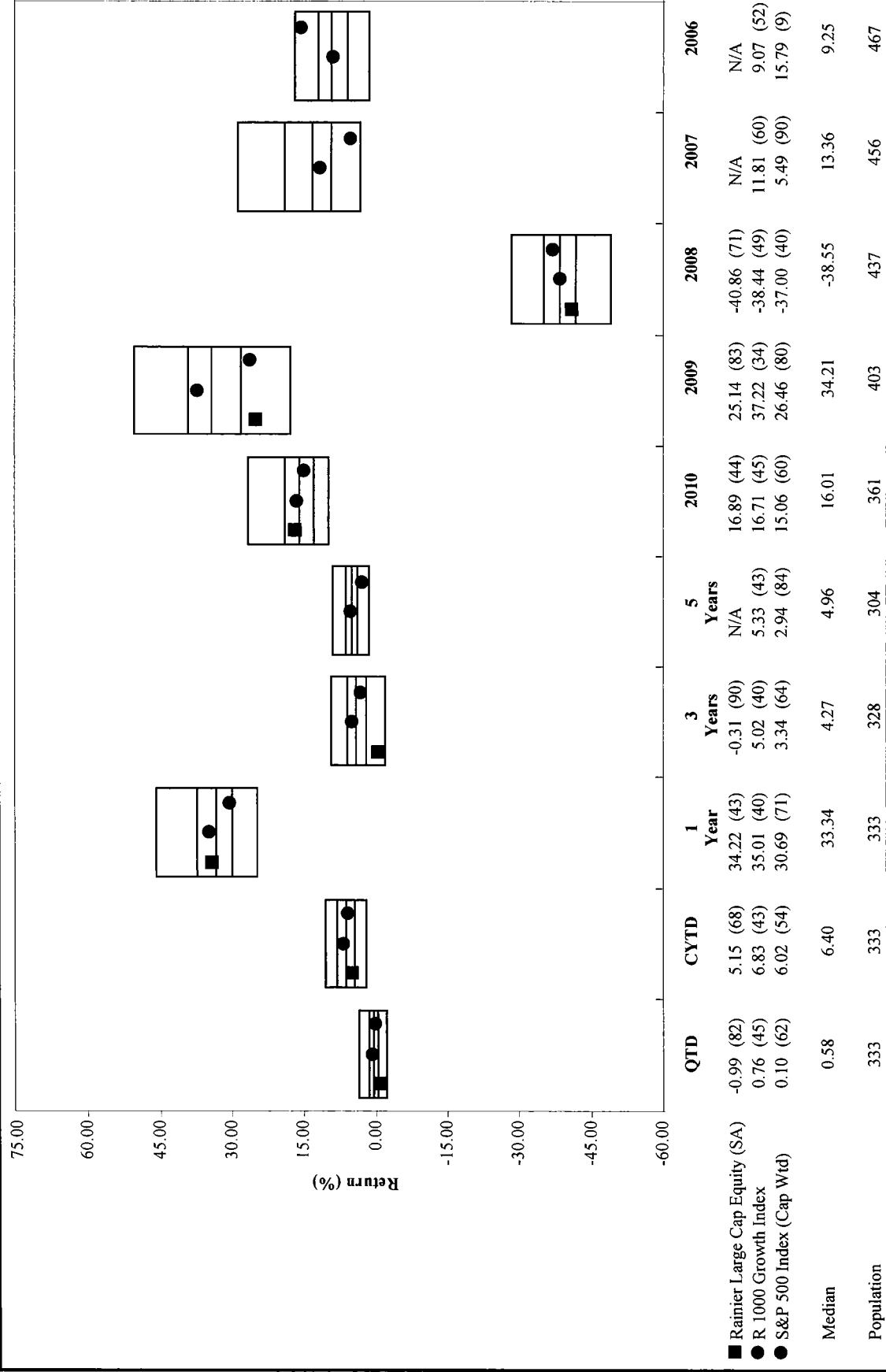
The last row shown in bold at the end of the table contains aggregate values pertaining to the period specified in the header. Performance shown is gross of fees. Calculation is based on quarterly periodicity.

San Diego Transit Corporation Employees Retirement Plan

Peer Group Analysis

IM U.S. Large Cap Growth Equity (SA+CF)

As of June 30, 2011



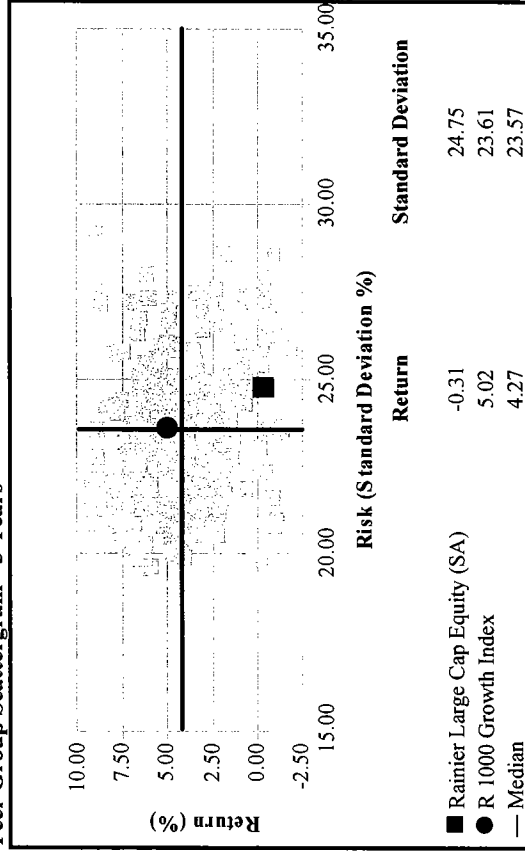
Performance shown is gross of fees. Parentheses contain percentile ranks.

RVKuhns

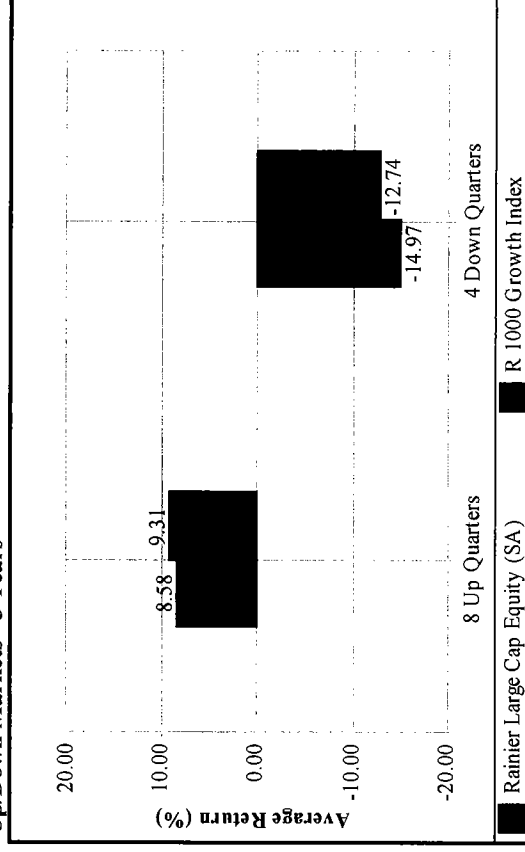
▶ ▶ ▶ & ASSOCIATES, INC.

San Diego Transit Corporation Employees Retirement Plan
Rainier Large Cap Equity (SA) vs. IM U.S. Large Cap Growth Equity (SA+CF)
 As of June 30, 2011

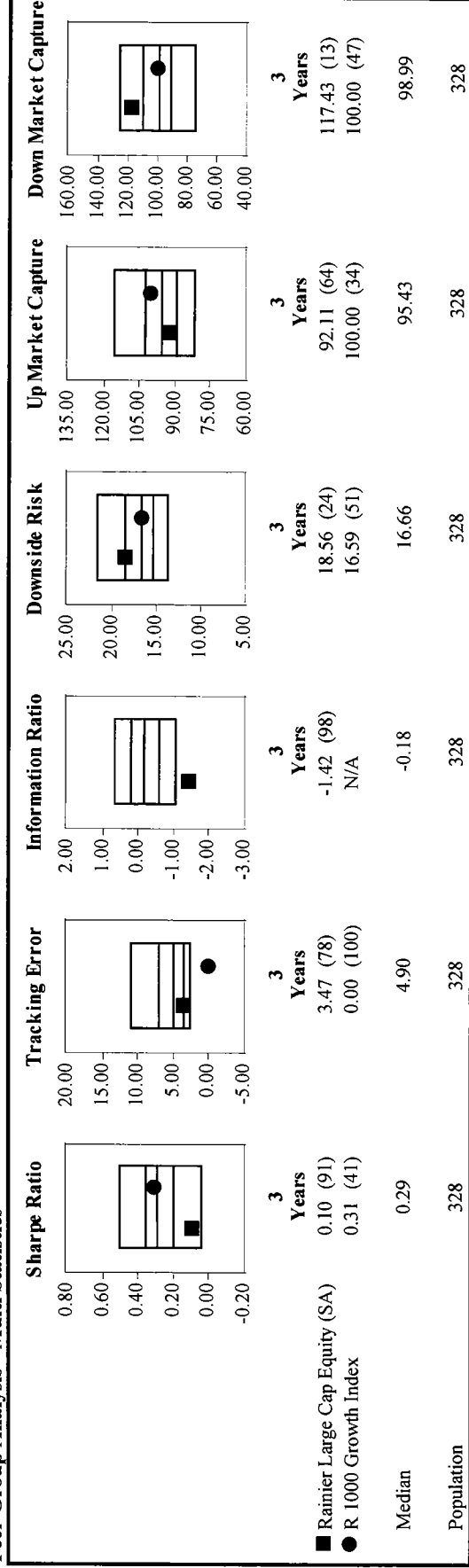
Peer Group Scattergram - 3 Years



Up/Down Markets - 3 Years

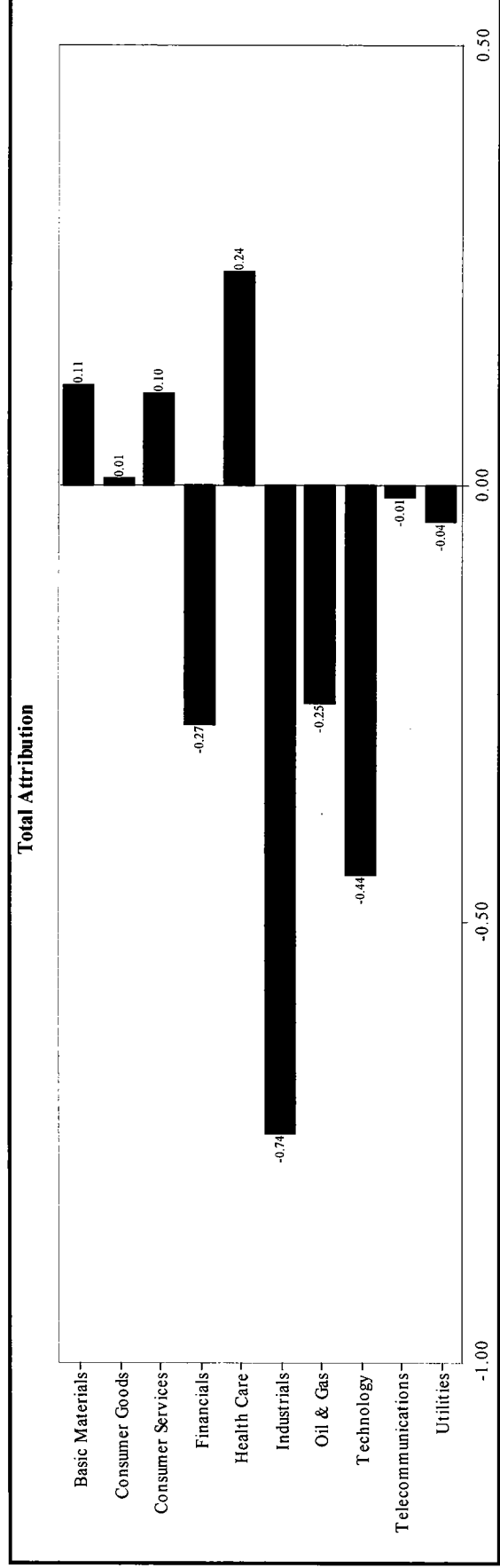
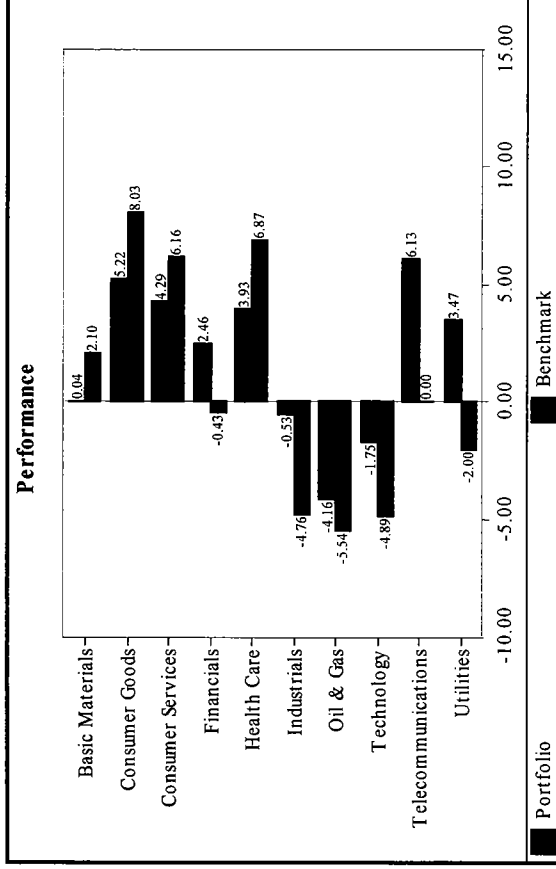
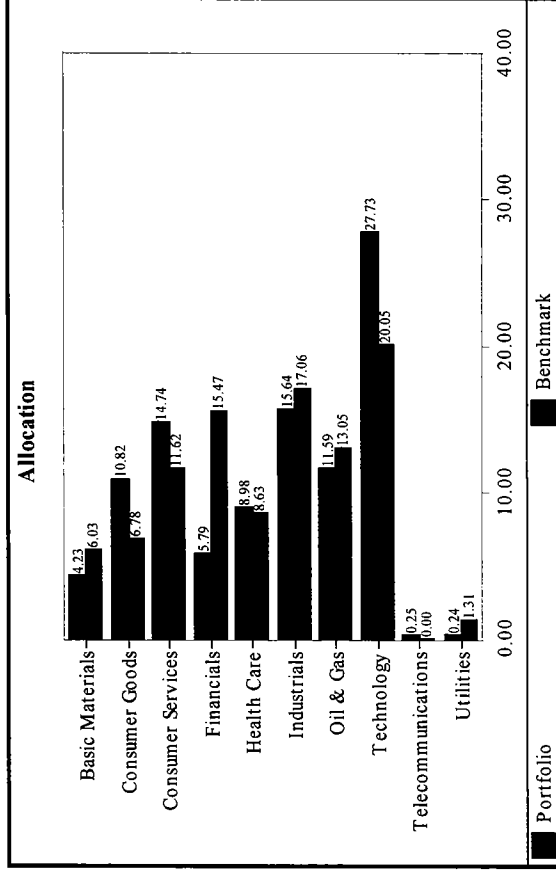


Peer Group Analysis - Multi Statistics



Performance shown is gross of fees. Calculation is based on quarterly periodicity. Parentheses contain percentile ranks.

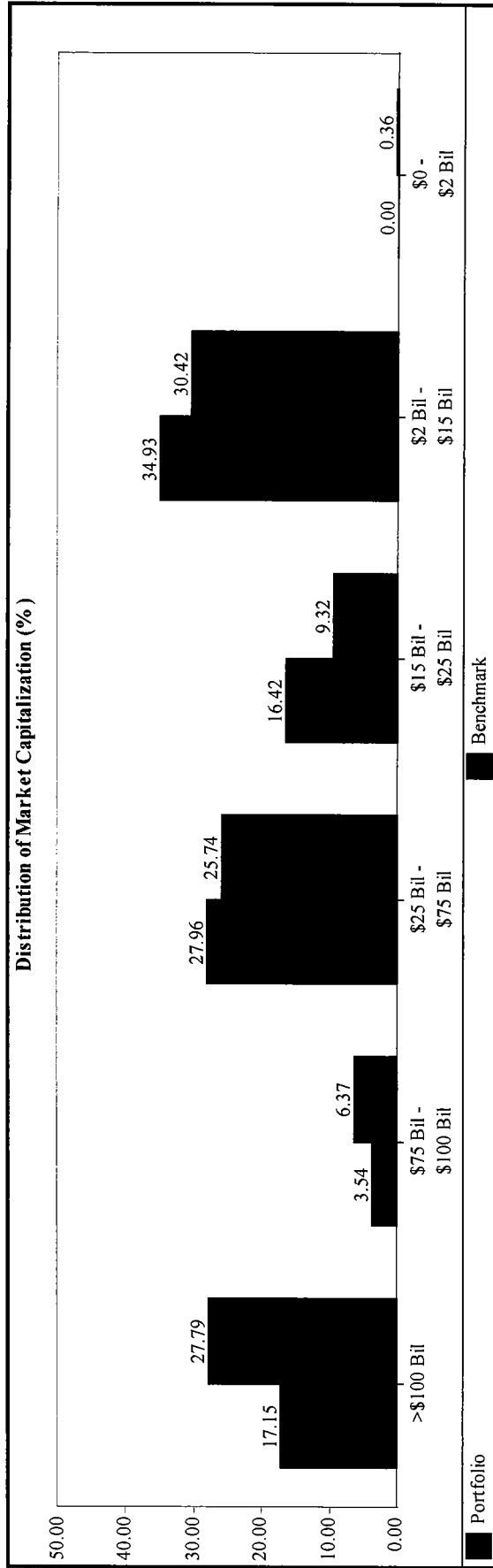
San Diego Transit Corporation Employees Retirement Plan
Rainier Large Cap Equity (SA) vs. R 1000 Growth Index
Buy and Hold Sector Attribution Graph
1 Quarter Ending June 30, 2011



**San Diego Transit Corporation Employees Retirement Plan
Rainier Large Cap Equity (SA) vs. R 1000 Growth Index
Portfolio Characteristics
As of June 30, 2011**

Top Ten Equity Holdings	Portfolio		Benchmark	Active Weight (%)	Quarterly Return (%)
	Weight (%)	Weight (%)			
APPLE COMPUTER, INC.	4.13	4.55	-0.42	-3.68	
CHEVRONTEXACO CORPORATION	3.79	0.17	3.62	-3.61	
CSX CORPORATION	2.64	0.42	2.22	0.53	
JPMORGAN CHASE & CO.	2.47	0.00	2.47	-10.71	
AMERIPRISE FINANCIAL, INC.	2.01	0.00	2.01	-5.21	
BAKER HUGHES INCORPORATED	1.99	0.18	1.80	-0.98	
ORACLE CORPORATION	1.97	1.85	0.12	-1.40	
AMERICAN EXPRESS COMPANY	1.88	0.48	1.40	15.20	
SCHLUMBERGER LIMITED	1.87	1.72	0.16	-7.09	
EMC CORPORATION	1.84	0.83	1.01	3.73	
% of Portfolio	24.59	10.20			

Portfolio Characteristics			Portfolio	Benchmark
Wtd. Avg. Mkt. Cap (\$M)			53,974	80,534
Median Mkt. Cap. (\$M)			17,814	6,309
Price/Earnings ratio			17.42	17.45
Price/Book ratio			3.20	3.98
5 Yr. EPS Growth Rate (%)			13.32	15.08
Current Yield (%)			1.42	2.09
Beta (3 yrs, monthly periodicity)			1.01	1.00
Number of Stocks			84	591

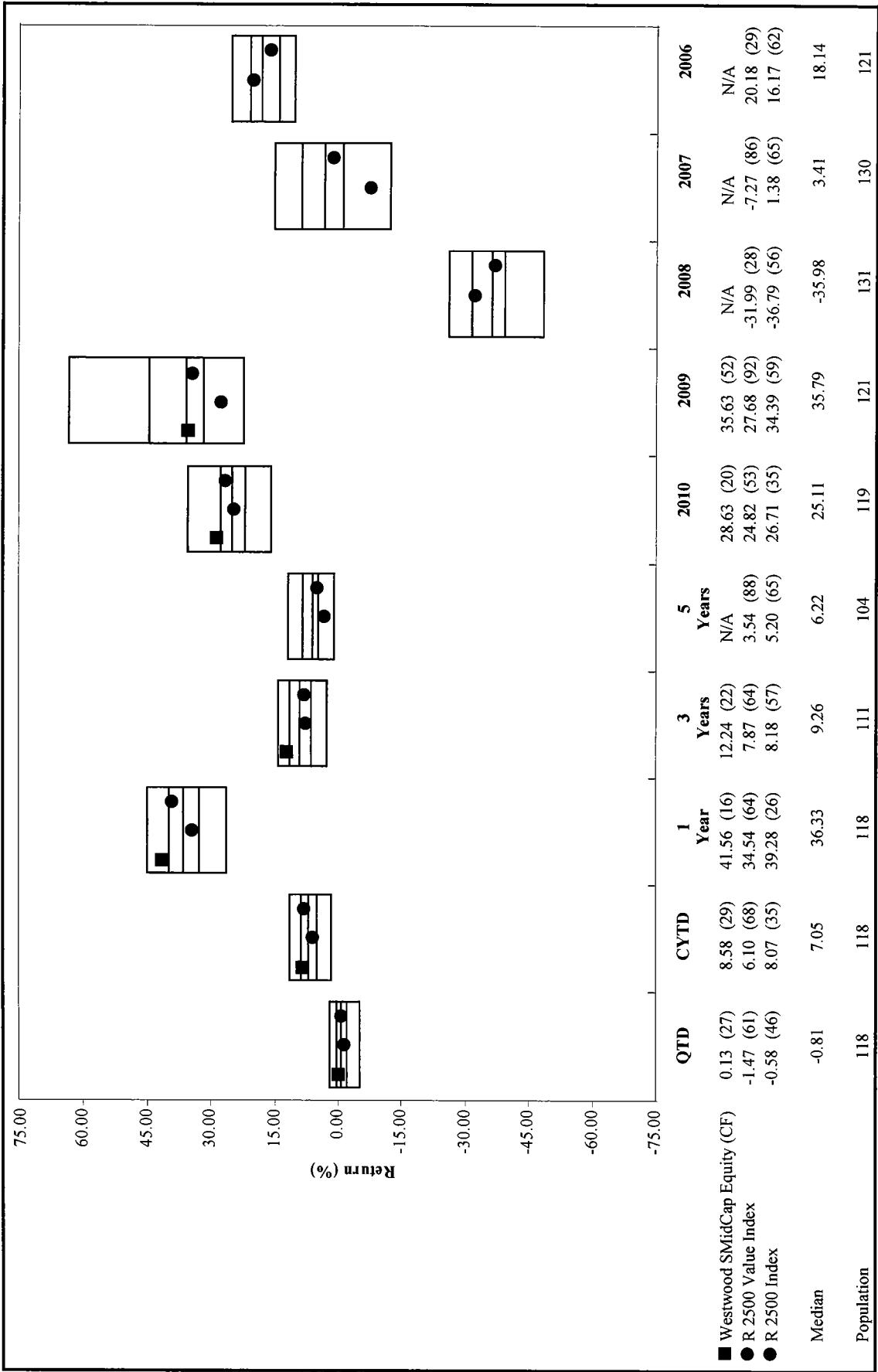


San Diego Transit Corporation Employees Retirement Plan
Schedule of Investable Assets
Westwood SMidCap Equity (CF)
Since Inception Ending June 30, 2011

Period Ending	Beginning Market Value (\$)	Net Cash Flow (\$)	Gain/Loss (\$)	Ending Market Value (\$)	%Return	Unit Value
Sep-08	9,301,536	648	-730,275	8,571,908	-7.69	92.31
Dec-08	8,571,908	-36,428	-1,639,123	6,896,358	-19.14	74.64
Mar-09	6,896,358	-14,653	-522,246	6,359,458	-7.58	68.99
Jun-09	6,359,458	-13,511	1,104,986	7,450,934	17.39	80.98
Sep-09	7,450,934	-15,830	1,262,837	8,697,940	16.96	94.72
Dec-09	8,697,940	-3,018,478	596,792	6,276,254	6.88	101.24
Mar-10	6,276,254	-13,263	465,125	6,728,116	7.43	108.76
Jun-10	6,728,116	-3,314,294	-193,696	3,220,125	-8.16	99.88
Sep-10	3,220,125	-2,075	405,815	3,623,866	12.61	112.47
Dec-10	3,623,866	-307,683	570,147	3,886,330	15.78	130.22
Mar-11	3,886,330	-8,241	327,396	4,205,485	8.44	141.20
Jun-11	4,205,485	-9,053	5,911	4,202,343	0.13	141.39
	9,301,536	-6,752,862	1,653,669	4,202,343	12.24	141.39

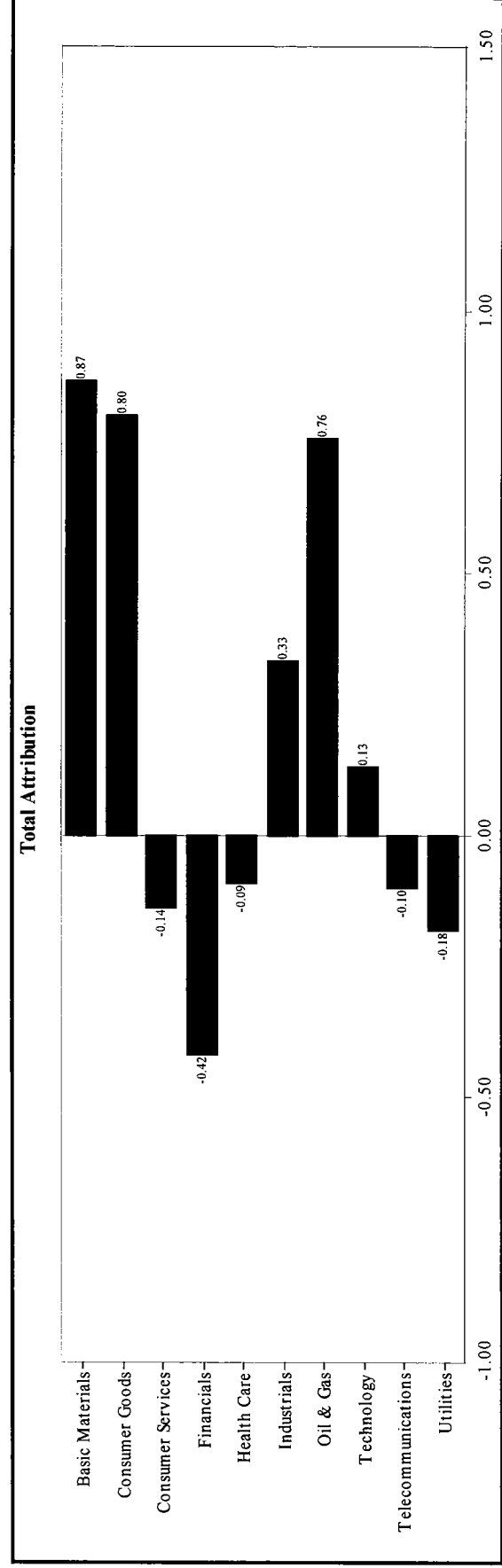
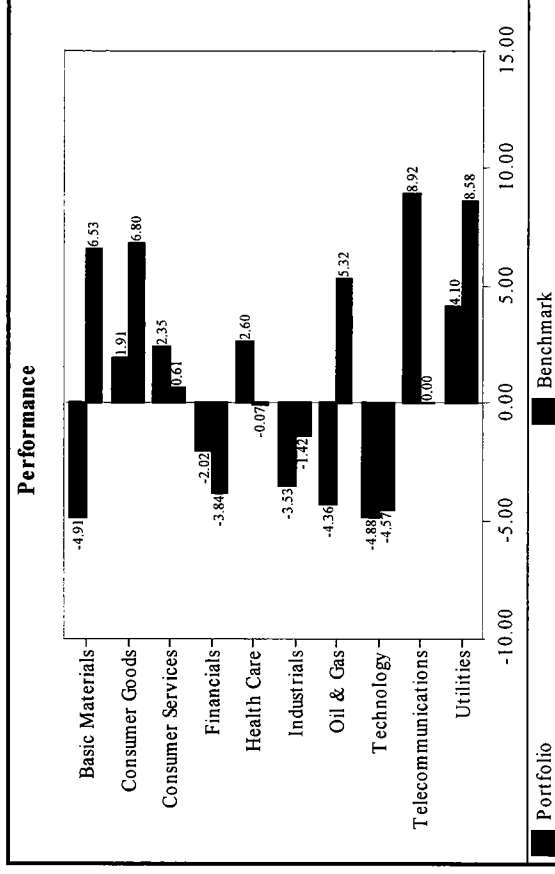
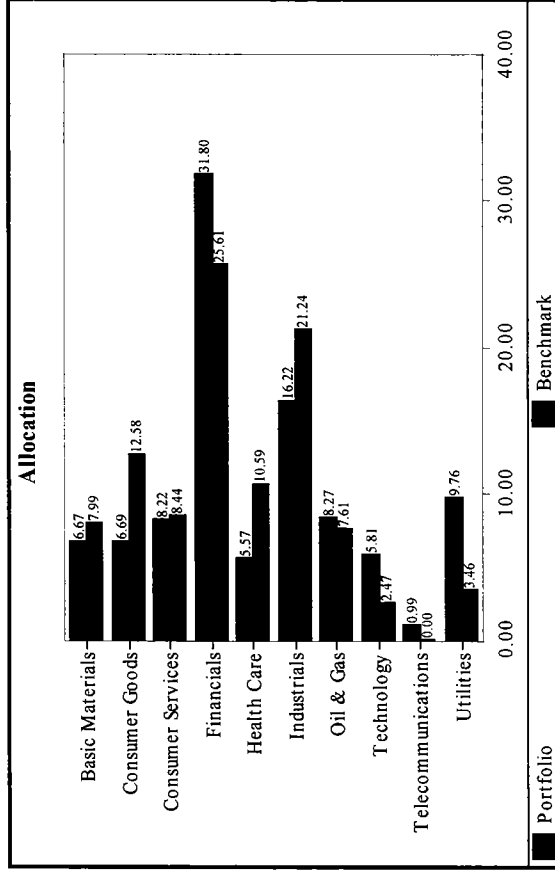
The last row shown in bold at the end of the table contains aggregate values pertaining to the period specified in the header. Performance shown is gross of fees. Calculation is based on quarterly periodicity.

San Diego Transit Corporation Employees Retirement Plan
IM U.S. SMID Cap Value Equity (SA+CF)
Peer Group Analysis
As of June 30, 2011



Performance shown is gross of fees. Parentheses contain percentile ranks.

San Diego Transit Corporation Employees Retirement Plan
Westwood SMidCap Equity (CF) vs. R 2500 Value Index
Buy and Hold Sector Attribution Graph
1 Quarter Ending June 30, 2011

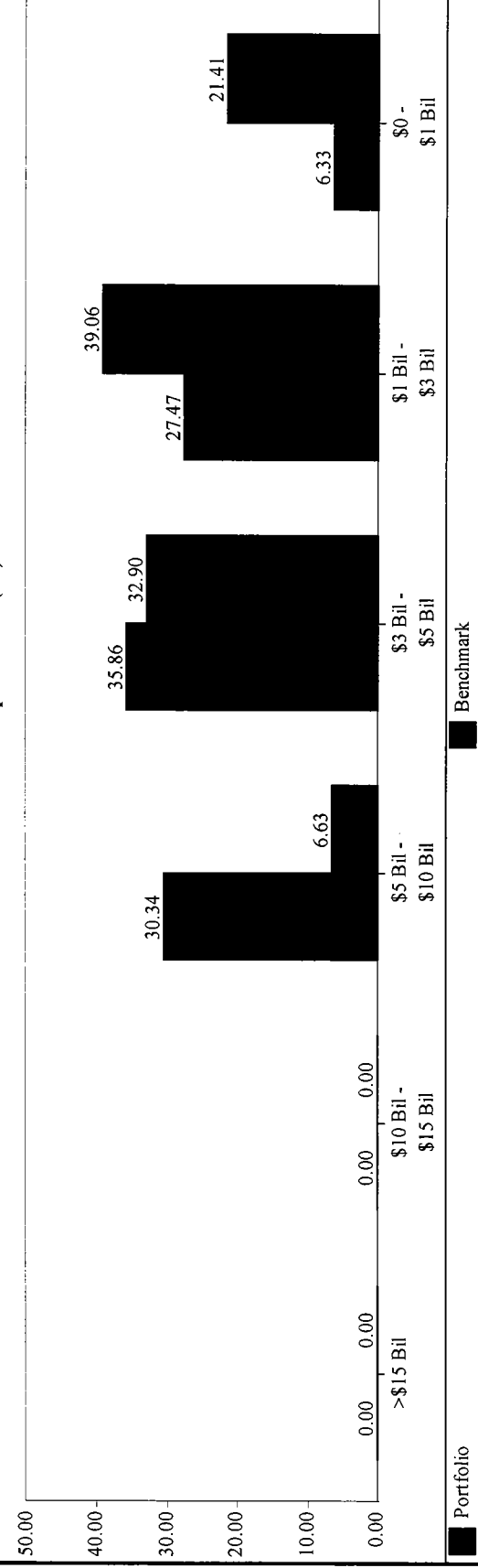


San Diego Transit Corporation Employees Retirement Plan
Westwood SMidCap Equity (CF) vs. R 2500 Value Index
Portfolio Characteristics
As of June 30, 2011

Top Ten Equity Holdings	Portfolio Weight (%)	Benchmark Weight (%)	Active Weight (%)	Quarterly Return (%)
WESTERN DIGITAL CORPORATION	2.68	0.00	2.68	-2.44
GLOBAL PAYMENTS INC.	2.54	0.00	2.54	4.29
FOSTER WHEELER AG	2.53	0.00	2.53	-19.25
VISTEON CORPORATION	2.53	0.22	2.31	9.47
CAREFUSION CORPORATION	2.50	0.00	2.50	-3.65
EAST WEST BANCORP	2.46	0.20	2.26	-7.97
PLAINS EXPLOR & PROD	2.40	0.36	2.04	5.22
SIGNET JEWELERS LIMITED	2.38	0.28	2.10	1.72
LEAR CORPORATION	2.35	0.38	1.97	9.69
BORGWARNER INC.	2.35	0.00	2.35	1.38
% of Portfolio	24.72	1.44		

Portfolio Characteristics	Portfolio	Benchmark
Wtd. Avg. Mkt. Cap (\$M)	4,055	2,565
Median Mkt. Cap. (\$M)	3,590	626
Price/Earnings ratio	15.25	14.21
Price/Book ratio	2.18	1.61
5 Yr. EPS Growth Rate (%)	9.87	4.57
Current Yield (%)	2.15	3.09
Beta (3 yrs, monthly periodicity)	0.79	1.00
Number of Stocks	63	1709

Distribution of Market Capitalization (%)

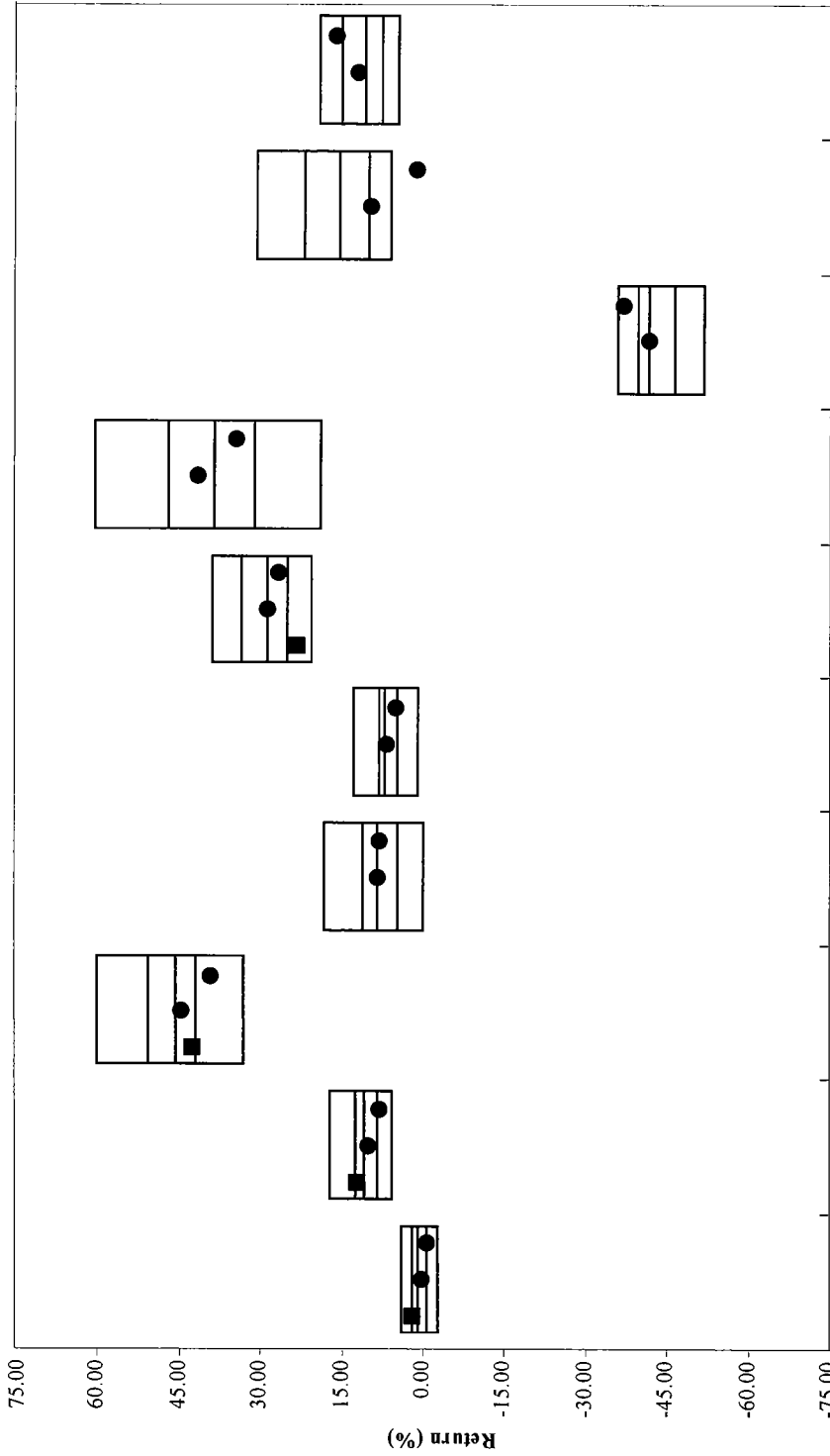


San Diego Transit Corporation Employees Retirement Plan
Schedule of Investable Assets
The Boston Co. SMid Cap Grth (CF)
Since Inception Ending June 30, 2011

Period Ending	Beginning Market Value (\$)	Net Cash Flow (\$)	Gain/Loss (\$)	Ending Market Value (\$)	%Return	Unit Value
Jun-09	7,209,915	-1,079	923,186	8,132,022	12.80	112.80
Sep-09	8,132,022	-16,038	1,341,356	9,457,341	16.50	131.42
Dec-09	9,457,341	-3,021,279	379,312	6,815,374	3.90	136.55
Mar-10	6,815,374	-21,938	505,664	7,299,101	7.43	146.69
Jun-10	7,299,101	-3,816,423	-146,299	3,336,378	-9.68	132.49
Sep-10	3,336,378	-10,326	372,435	3,698,488	11.19	147.32
Dec-10	3,698,488	-8,322	530,343	4,220,509	14.36	168.47
Mar-11	4,220,509	-418,632	388,026	4,189,903	10.16	185.59
Jun-11	4,189,903	-518,269	80,617	3,752,251	1.89	189.09
	7,209,915	-7,832,305	4,374,640	3,752,251	32.73	189.09

The last row shown in bold at the end of the table contains aggregate values pertaining to the period specified in the header. Performance shown is gross of fees. Calculation is based on quarterly periodicity.

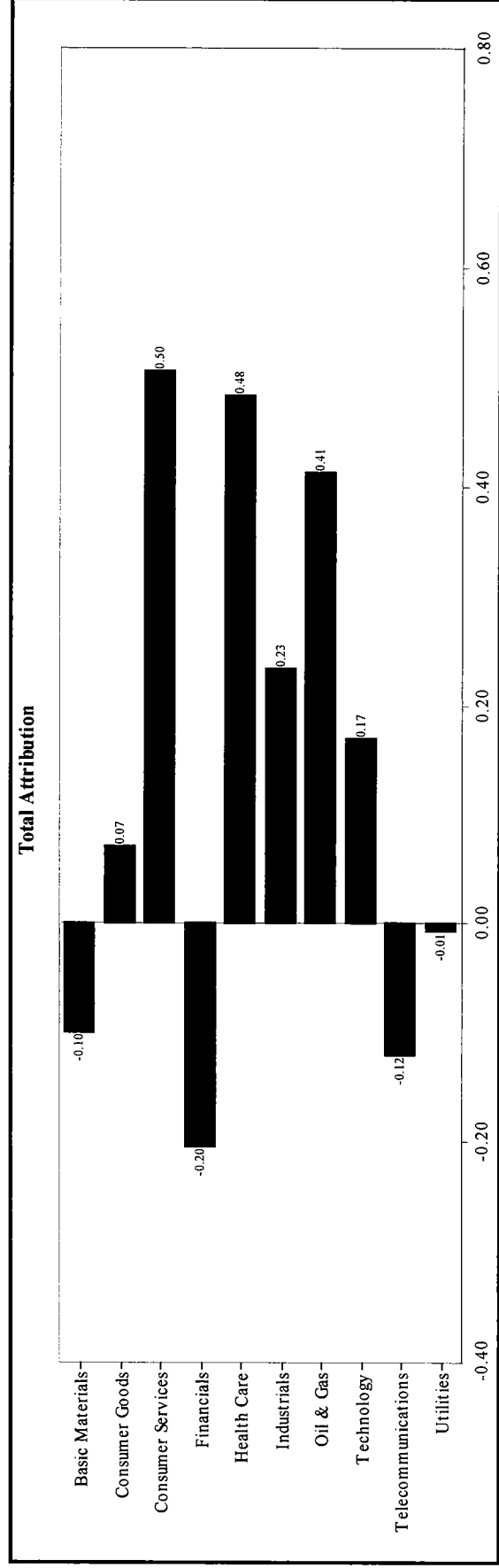
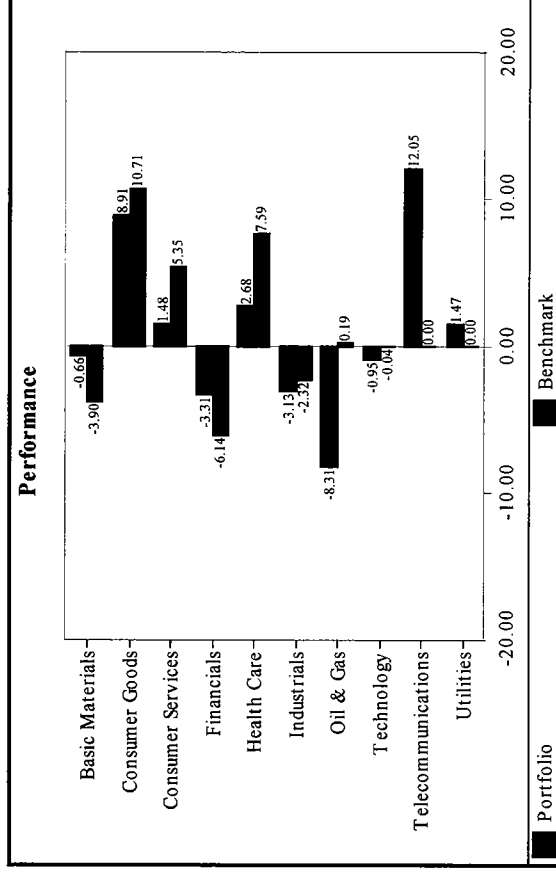
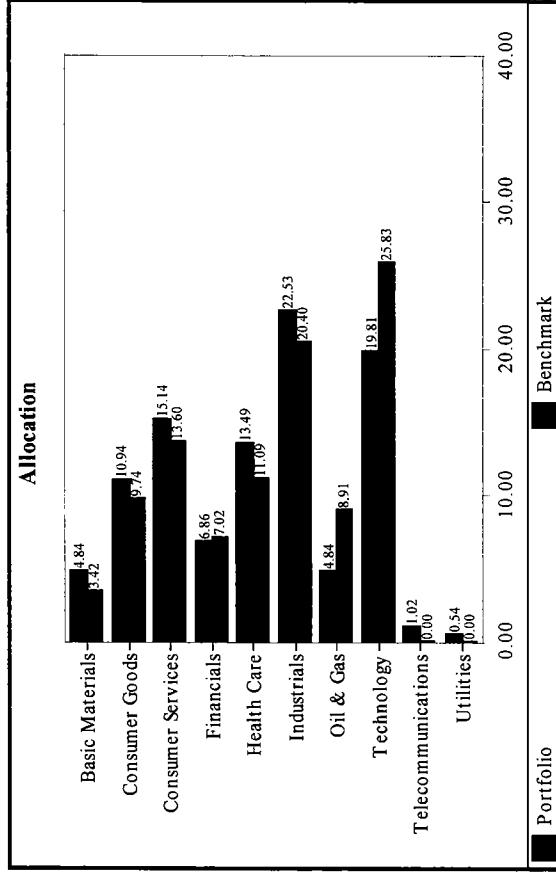
San Diego Transit Corporation Employees Retirement Plan
IM U.S. SMID Cap Growth Equity (SA+CF)
Peer Group Analysis
As of June 30, 2011



	QTID	CYTD	1 Year	3 Years	5 Years	2006	2007	2008	2009	2010
■ The Boston Co. SMid Cap Grth (CF)	1.89 (26)	12.24 (29)	42.72 (70)	N/A	N/A	N/A	N/A	N/A	N/A	N/A
● R 2500 Growth Index	0.38 (63)	10.25 (55)	44.70 (57)	8.51 (51)	28.86 (50)	-41.50 (47)	9.69 (78)	12.26 (39)	34.39 (65)	28.86 (50)
● R 2500 Index	-0.58 (76)	8.07 (81)	39.28 (87)	8.18 (53)	5.20 (72)	-36.79 (9)	1.38 (99)	16.17 (17)	38.66	26.71 (65)
Median	0.90	10.77	45.70	8.52	7.04	-41.63	15.43	10.95	38.66	28.86
Population	70	70	68	66	54	87	86	88	81	75

Performance shown is gross of fees. Parentheses contain percentile ranks.

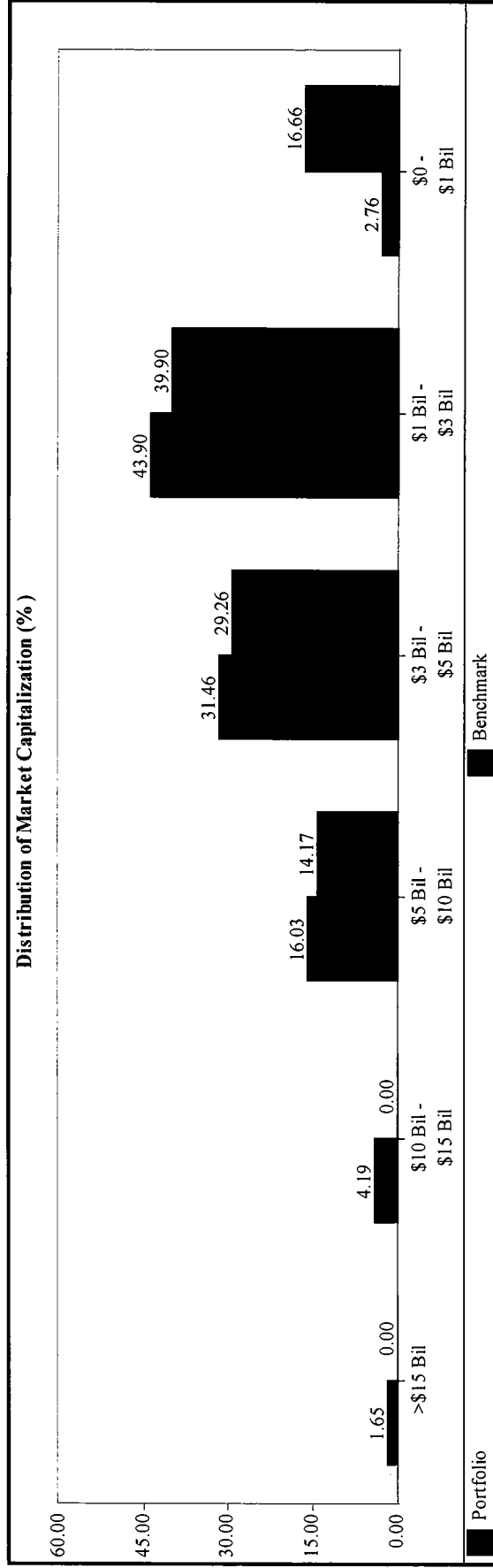
San Diego Transit Corporation Employees Retirement Plan
The Boston Co. SMid Cap Grth (CF) vs. R 2500 Growth Index
Buy and Hold Sector Attribution Graph
1 Quarter Ending June 30, 2011



San Diego Transit Corporation Employees Retirement Plan
The Boston Co. SMid Cap Grth (CF) vs. R 2500 Growth Index
Portfolio Characteristics
As of June 30, 2011

Top Ten Equity Holdings		Portfolio Weight (%)	Benchmark Weight (%)	Active Weight (%)	Quarterly Return (%)
ALLIANCE DATA SYSTEM EQUINIX, INC.		2.23	0.35	1.88	9.52
IAC/INTERACTIVECORP		2.02	0.35	1.67	10.89
CORPORATE EXEC BOARD		1.81	0.00	1.81	23.50
COOPER COMPANIES INC		1.77	0.11	1.66	8.50
NUVASIVE, INC.		1.69	0.07	1.62	14.10
VERISK ANALYTICS		1.59	0.10	1.50	29.86
GREEN MOUNTAIN		1.58	0.00	1.58	5.68
WILLIAMS-SONOMA, INC.		1.51	0.00	1.51	38.15
BE AEROSPACE INCORPORATED		1.50	0.15	1.35	-9.55
		1.45	0.27	1.18	14.86
% of Portfolio		17.15	1.40		

Portfolio Characteristics		Portfolio	Benchmark
Wtd. Avg. Mkt. Cap (\$M)		3,917	2,891
Median Mkt. Cap. (\$M)		2,687	821
Price/Earnings ratio		21.69	22.34
Price/Book ratio		2.94	3.61
5 Yr. EPS Growth Rate (%)		14.25	13.33
Current Yield (%)		0.99	1.67
Beta		-	1.00
Number of Stocks		102	1438



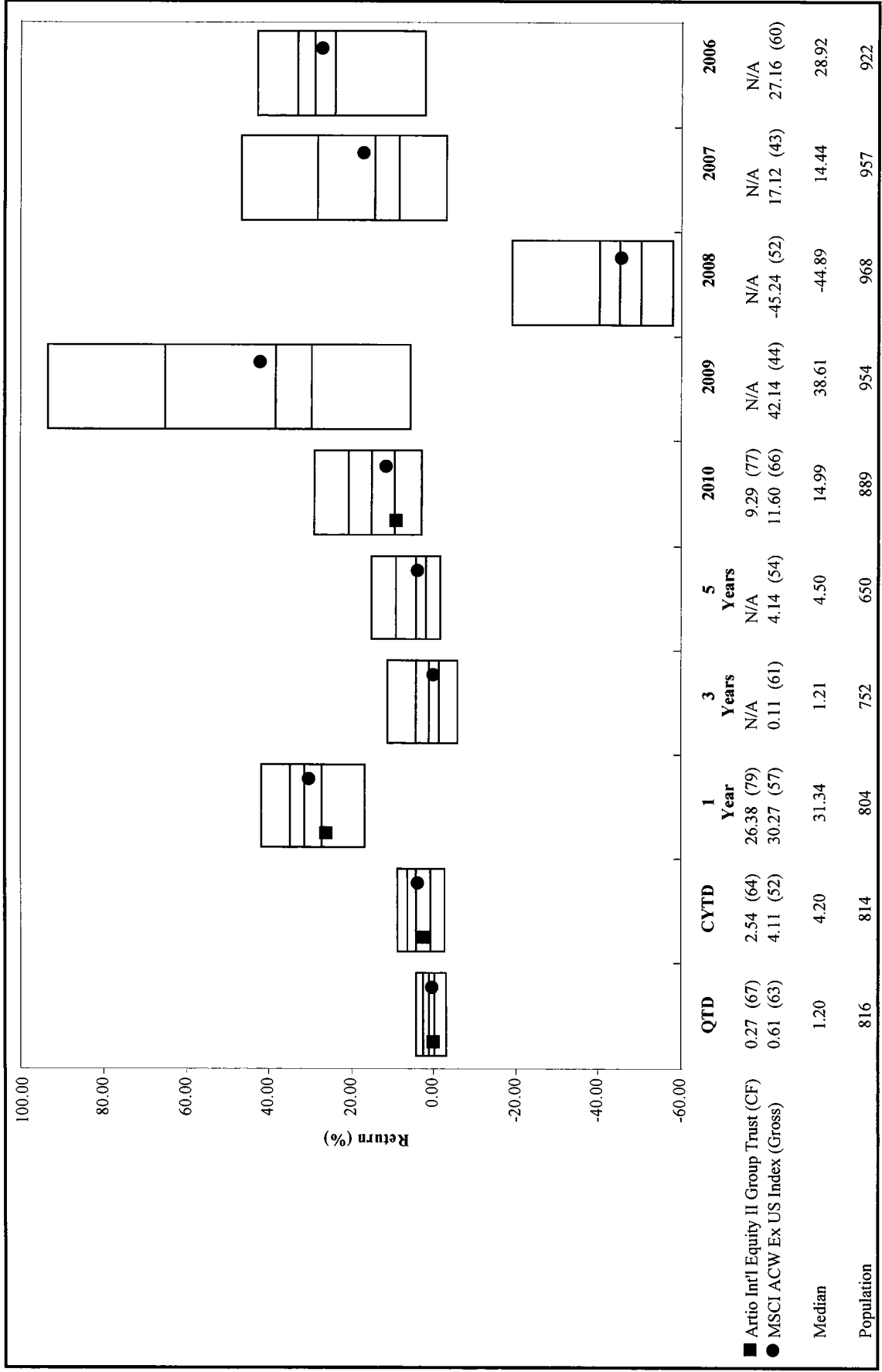
Beta calculation requires three years of monthly performance history.

San Diego Transit Corporation Employees Retirement Plan
Schedule of Investable Assets
Artio Int'l Equity II Group Trust (CF)
Since Inception Ending June 30, 2011

Period Ending	Beginning Market Value (\$)	Net Cash Flow (\$)	Gain/Loss (\$)	Ending Market Value (\$)	%Return	Unit Value
Dec-09	8,581,861	2,981,845	256,681	11,820,387	3.16	103.16
Mar-10	11,820,387	-50,409	77,749	11,847,727	0.68	103.86
Jun-10	11,847,727	3,571,023	-1,802,864	13,615,887	-11.93	91.47
Sep-10	13,615,887	2,348,509	2,140,096	18,104,492	15.69	105.83
Dec-10	18,104,492	-451,575	1,174,293	18,827,210	6.53	112.74
Mar-11	18,827,210	-865,524	402,221	18,363,907	2.26	115.29
Jun-11	18,363,907	-77,784	51,863	18,337,987	0.27	115.60
	8,581,861	7,456,085	2,300,040	18,337,987	8.64	115.60

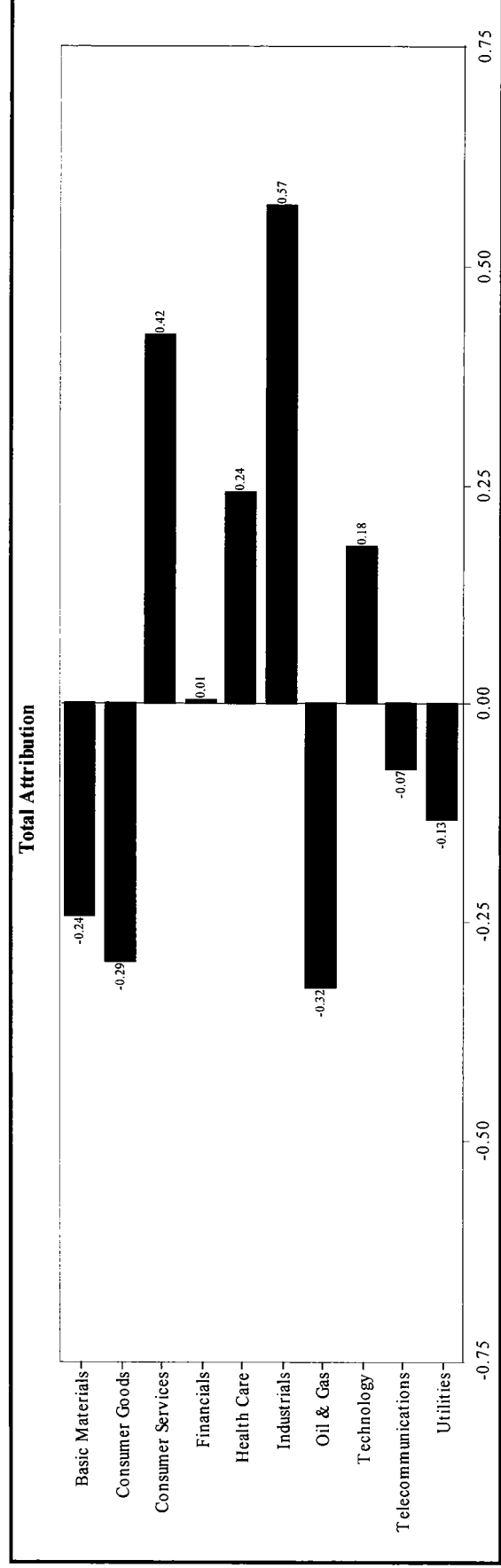
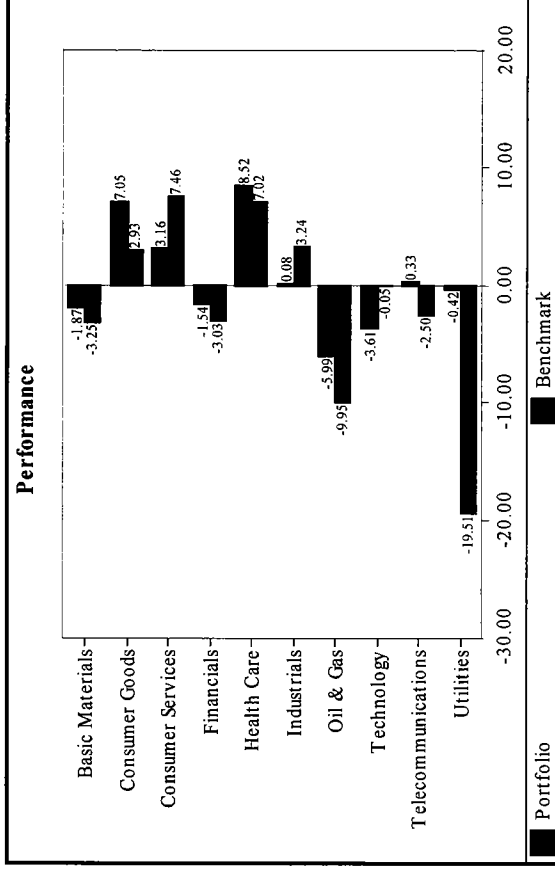
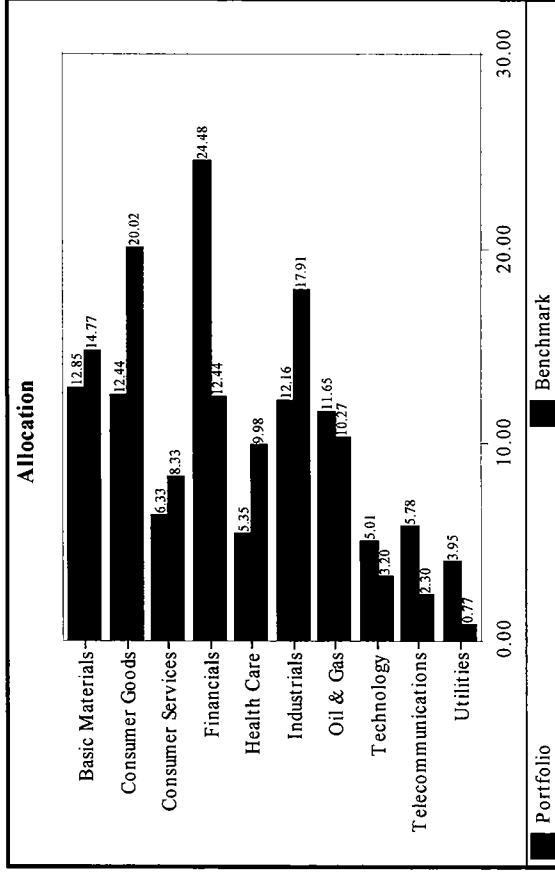
The last row shown in bold at the end of the table contains aggregate values pertaining to the period specified in the header. Performance shown is gross of fees. Calculation is based on quarterly periodicity.

San Diego Transit Corporation Employees Retirement Plan
Peer Group Analysis
IM International Equity (SA+CF)
As of June 30, 2011

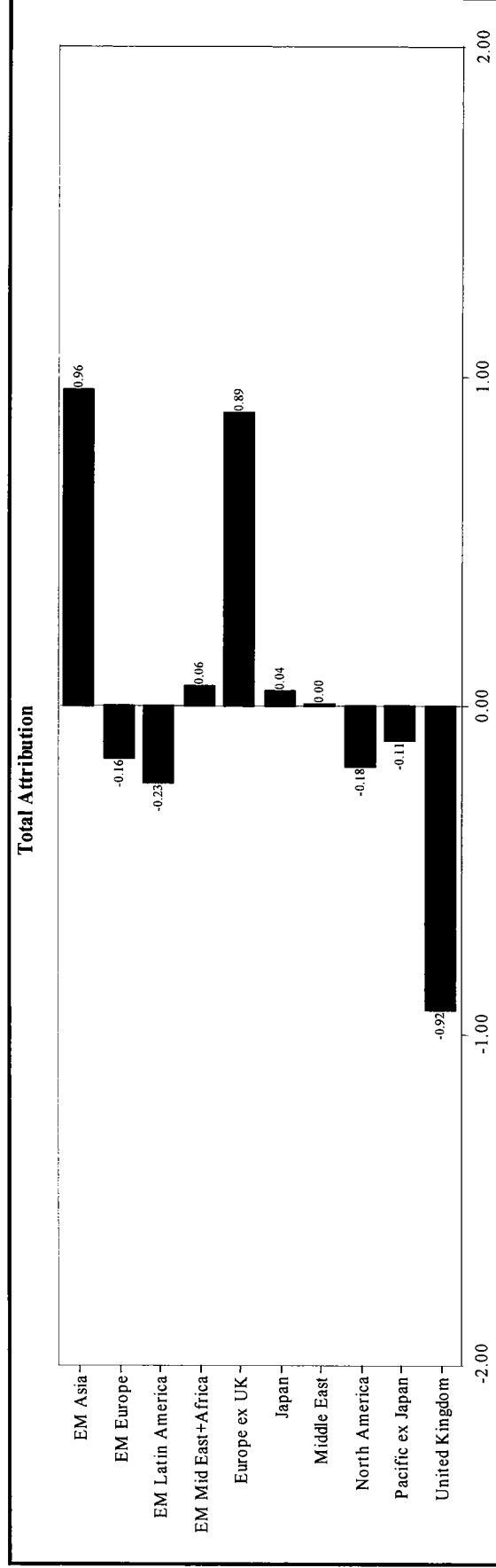
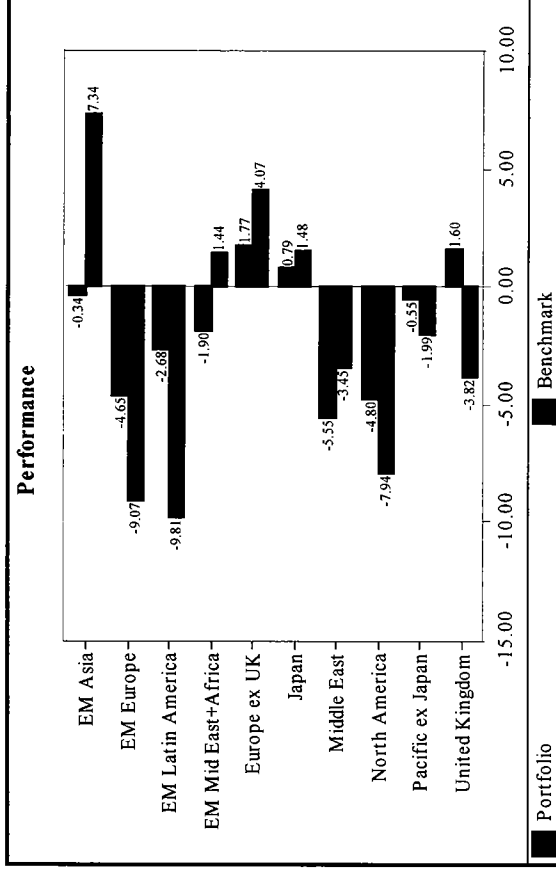
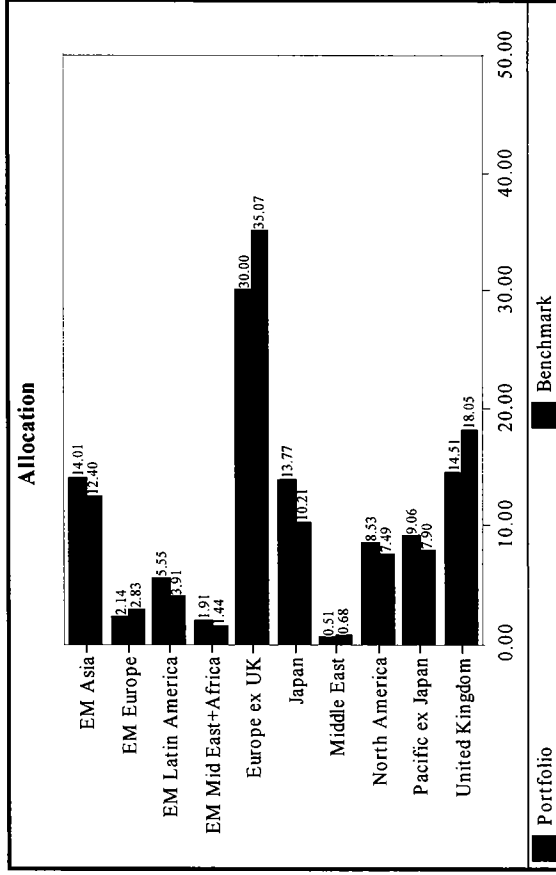


Performance shown is gross of fees. Parentheses contain percentile ranks.

San Diego Transit Corporation Employees Retirement Plan
Artio Int'l Equity II Group Trust (CF) vs. MSCI ACW Ex US Index (Gross)
Buy and Hold Sector Attribution Graph
1 Quarter Ending June 30, 2011



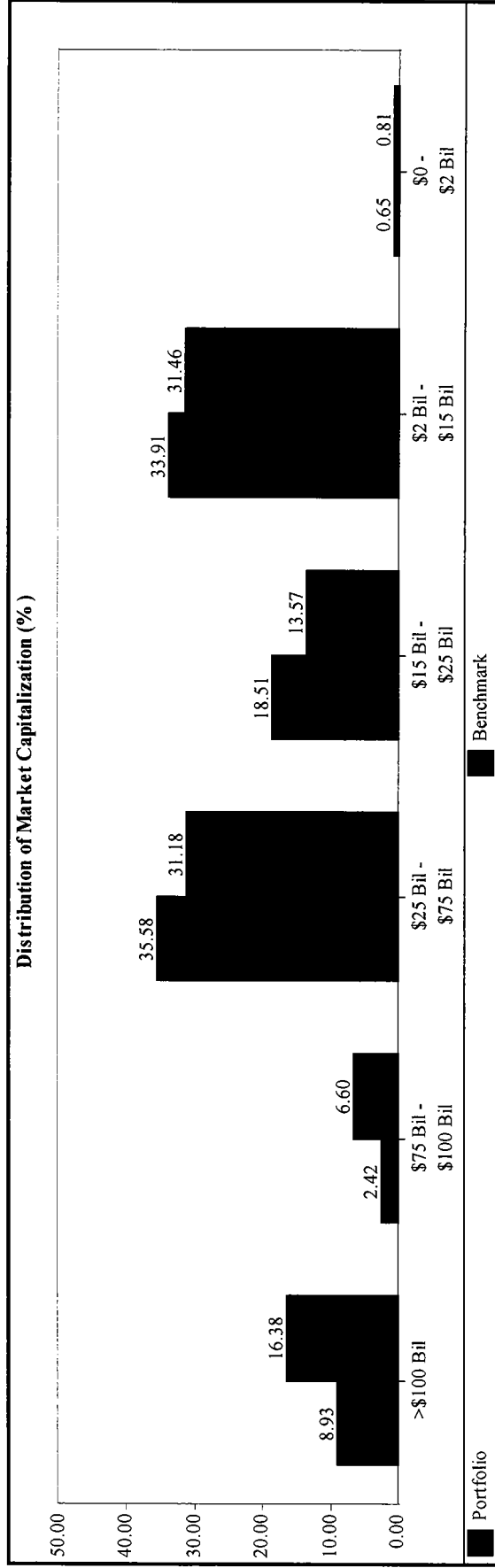
San Diego Transit Corporation Employees Retirement Plan
Artio Int'l Equity II Group Trust (CF) vs. MSCI ACW Ex US Index (Gross)
Buy and Hold Region Attribution Graph
1 Quarter Ending June 30, 2011



San Diego Transit Corporation Employees Retirement Plan
Artio Int'l Equity II Group Trust (CF) vs. MSCI ACW Ex US Index (Gross)
Portfolio Characteristics
As of June 30, 2011

Top Ten Equity Holdings			Portfolio		Benchmark		Active		Quarterly	
	Weight (%)	Weight (%)	Weight (%)	Weight (%)			Weight (%)	Weight (%)	Return (%)	Return (%)
BHP BILLITON PLC	2.37	0.51	1.85	-0.17						
HANG LUNG PROPERTIES LIMITED	2.35	0.06	2.29	-6.36						
FRAPORT AG	2.34	0.02	2.32	9.88						
BG GROUP PLC	2.12	0.46	1.66	-8.69						
RIO TINTO PLC	2.06	0.62	1.44	2.71						
POTASH CORP OF SASK	1.88	0.29	1.59	-2.86						
BAIDU.COM, INC. - ADR	1.76	0.00	1.76	1.68						
SUNCOR ENERGY INCORPORATED	1.72	0.37	1.35	-12.18						
ROYAL DUTCH SHELL PLC	1.71	0.72	0.99	-0.80						
XSTRATA PLC	1.67	0.27	1.40	-5.72						
% of Portfolio	19.98	3.32								

Portfolio Characteristics			Portfolio		Benchmark	
Wtd. Avg. Mkt. Cap (\$M)	37,094	50,728				
Median Mkt. Cap. (\$M)	15,548	6,518				
Price/Earnings ratio	15.92	11.96				
Price/Book ratio	2.41	1.98				
5 Yr. EPS Growth Rate (%)	15.33	7.60				
Current Yield (%)	2.09	3.30				
Beta (5 yrs, monthly periodicity)	0.91	1.00				
Number of Stocks	154	1869				

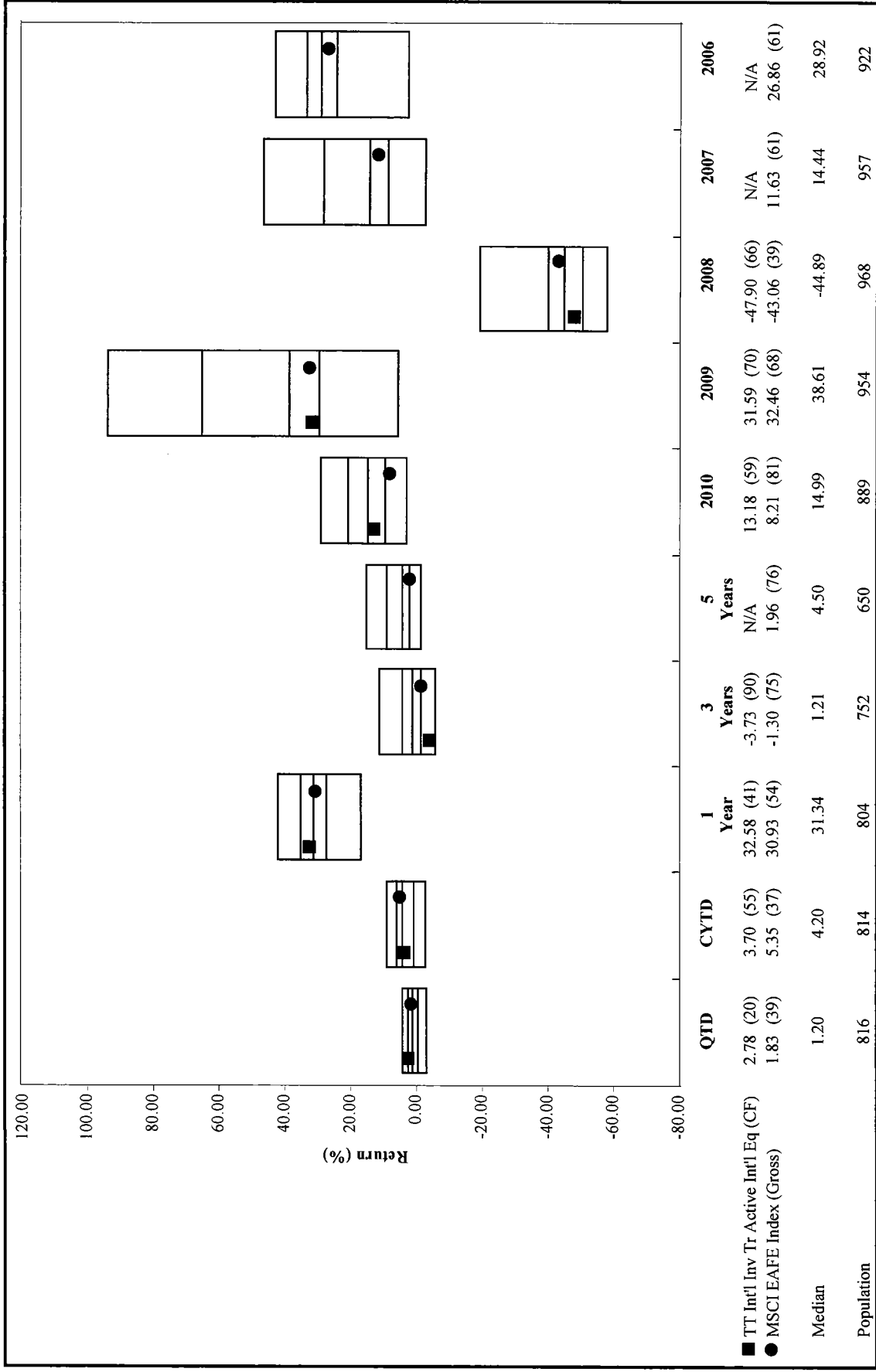


San Diego Transit Corporation Employees Retirement Plan
Schedule of Investable Assets
TT Int'l Inv Tr Active Int'l Eq (CF)
Since Inception Ending June 30, 2011

Period Ending	Beginning Market Value (\$)	Net Cash Flow (\$)	Gain/Loss (\$)	Ending Market Value (\$)	%Return	Unit Value
Dec-07	13,463,169	-21,125	-738,617	12,703,427	0.00	100.00
Mar-08	12,703,427	-29,908	-1,086,293	11,587,226	-8.55	91.45
Jun-08	11,587,226	-30,163	-159,294	11,397,769	-1.39	90.18
Sep-08	11,397,769	-27,443	-2,793,044	8,577,282	-24.54	68.05
Dec-08	8,577,282	-17,874	-2,011,052	6,548,356	-23.44	52.10
Mar-09	6,548,356	-14,915	-764,673	5,768,768	-11.67	46.02
Jun-09	5,768,768	-16,015	1,245,514	6,998,267	21.60	55.95
Sep-09	6,998,267	-19,064	1,571,279	8,550,482	22.47	68.52
Dec-09	8,550,482	2,978,936	3,493	11,532,911	0.04	68.56
Mar-10	11,532,911	-27,841	409,896	11,914,966	3.57	71.00
Jun-10	11,914,966	3,465,971	-2,221,327	13,159,611	-14.52	60.69
Sep-10	13,159,611	2,665,345	2,370,543	18,195,499	18.03	71.63
Dec-10	18,195,499	-46,171	1,512,013	19,661,340	8.32	77.59
Mar-11	19,661,340	-1,385,426	173,046	18,448,960	0.89	78.28
Jun-11	18,448,960	-47,565	513,900	18,915,295	2.78	80.46
	13,463,169	7,426,742	-1,974,615	18,915,295	-5.63	80.46

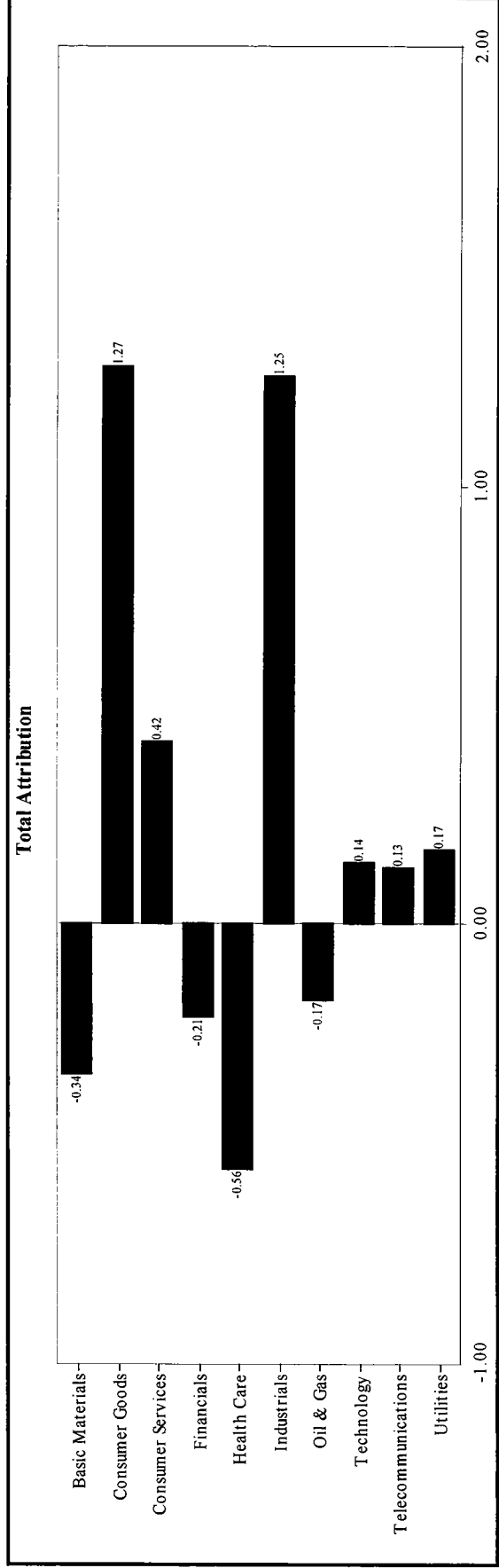
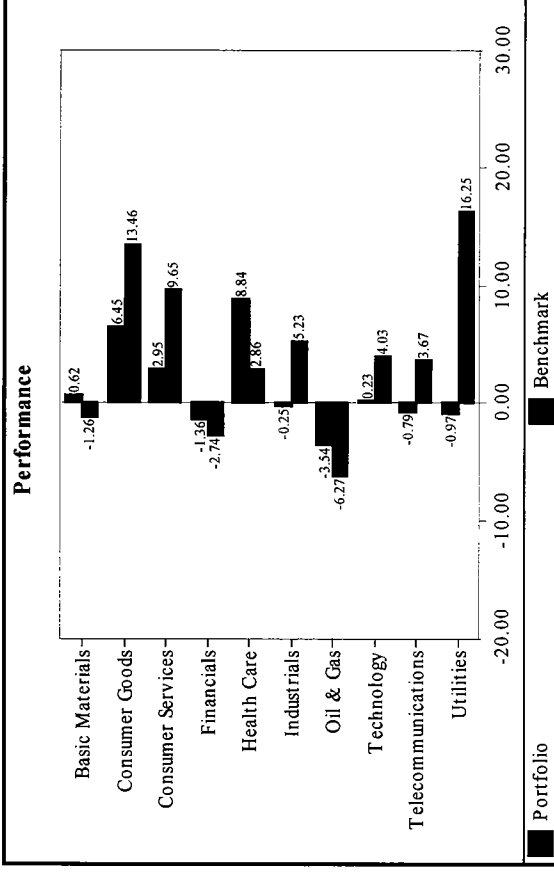
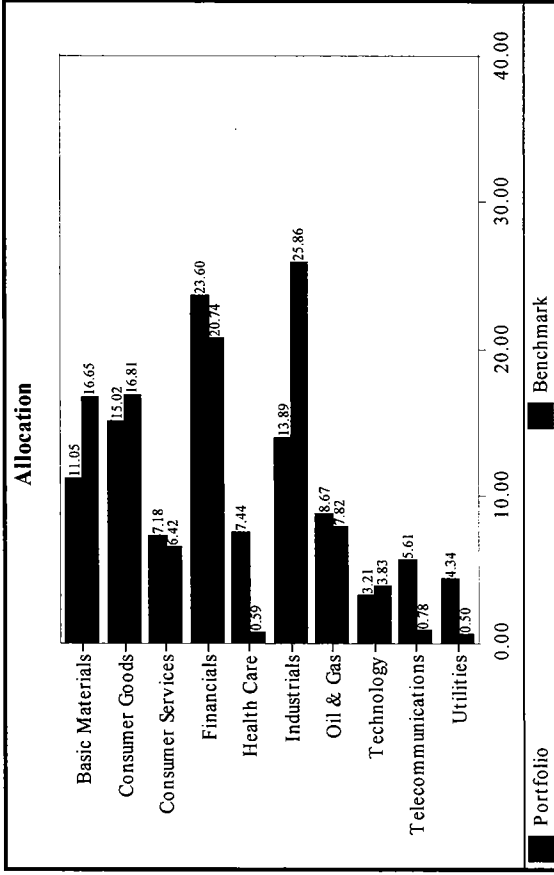
The last row shown in bold at the end of the table contains aggregate values pertaining to the period specified in the header. Performance shown is gross of fees. Calculation is based on quarterly periodicity.

San Diego Transit Corporation Employees Retirement Plan
IM International Equity (SA+CF)
Peer Group Analysis
As of June 30, 2011

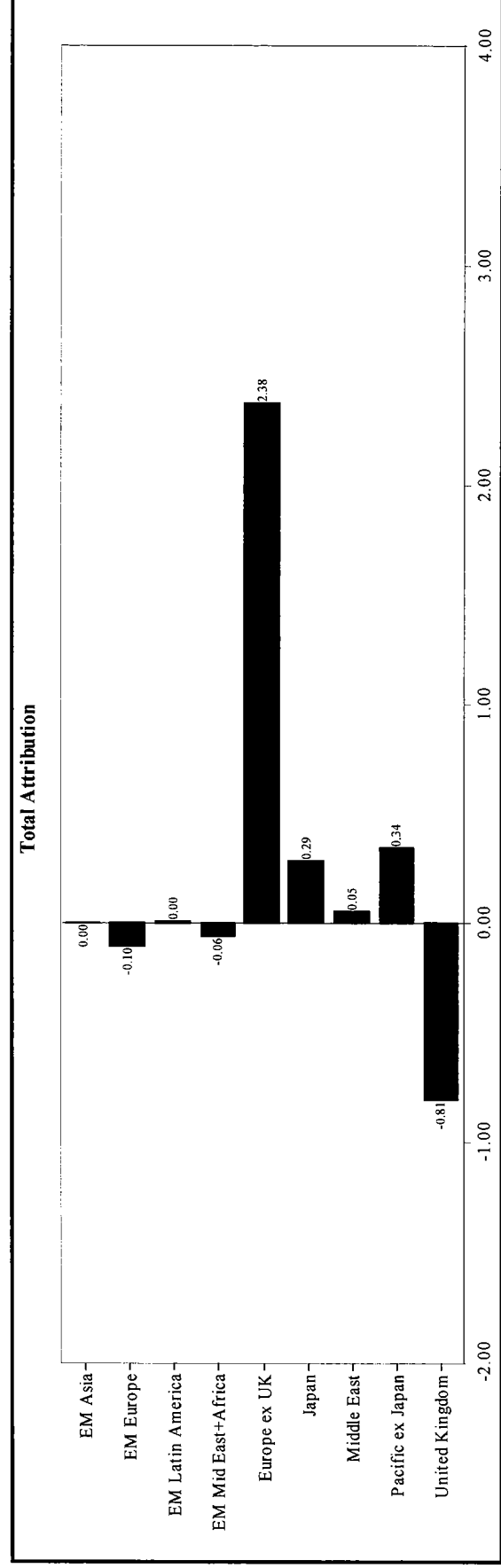
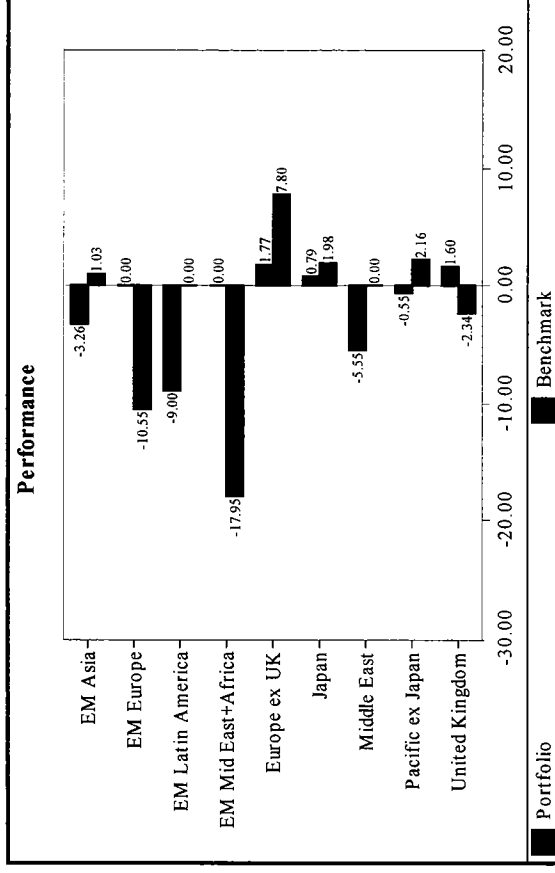
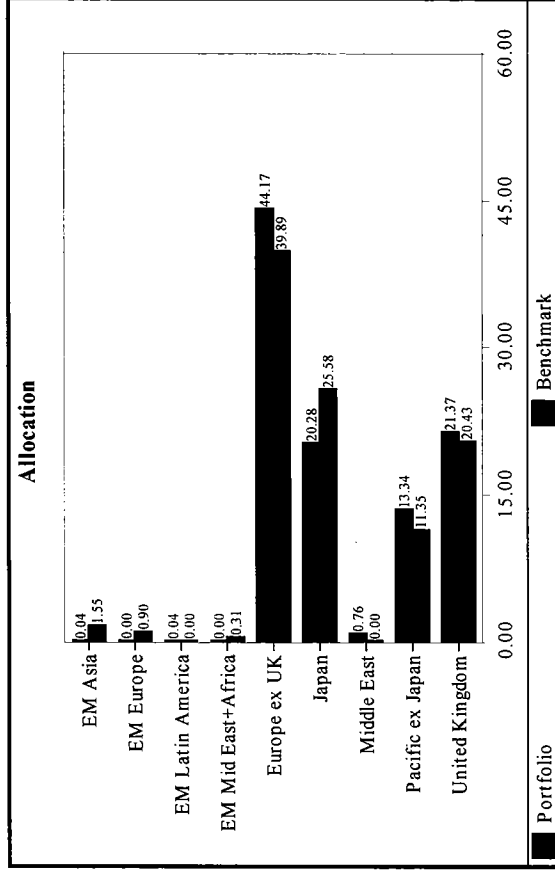


Performance shown is gross of fees. Parentheses contain percentile ranks.

San Diego Transit Corporation Employees Retirement Plan
TT Int'l Inv Tr Active Int'l Eq (CF) vs. MSCI EAFE Index (Gross)
Buy and Hold Sector Attribution Graph
1 Quarter Ending June 30, 2011



San Diego Transit Corporation Employees Retirement Plan
 TT Int'l Inv Tr Active Int'l Eq (CF) vs. MSCI EAFE Index (Gross)
 Buy and Hold Region Attribution Graph
 1 Quarter Ending June 30, 2011

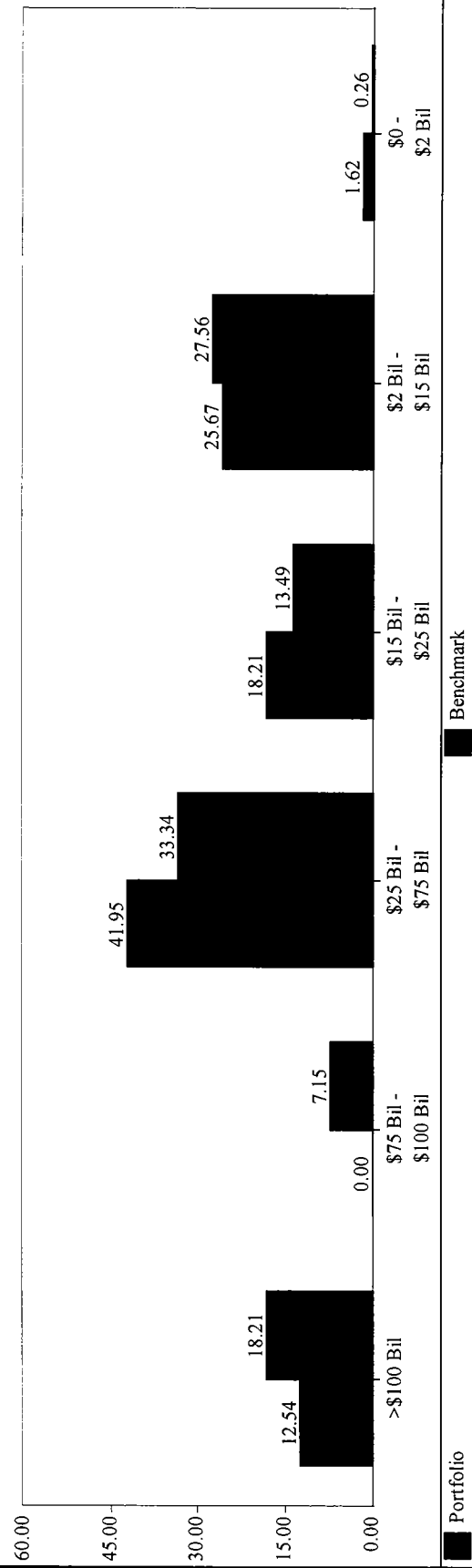


San Diego Transit Corporation Employees Retirement Plan
TT Int'l Inv Tr Active Int'l Eq (CF) vs. MSCI EAFE Index (Gross)
Portfolio Characteristics
As of June 30, 2011

Top Ten Equity Holdings	Portfolio Weight (%)	Benchmark Weight (%)	Active Weight (%)	Quarterly Return (%)
BAYER AG	4.17	0.58	3.59	3.97
DR. ING. H.C.F. PORSCHE AG	3.68	0.11	3.58	22.40
BP PLC	2.92	1.21	1.71	2.11
XSTRATA PLC	2.92	0.40	2.52	-5.72
CONTINENTAL AG	2.74	0.07	2.67	16.60
ROLLS-ROYCE GROUP PLC	2.66	0.17	2.49	4.37
VOLKSWAGEN AG	2.64	0.26	2.38	27.45
IAG SA	2.43	0.03	2.39	12.01
ROCHE HOLDING AG	2.43	1.03	1.40	17.33
EUROTUNNEL SA	2.36	0.05	2.31	5.24
% of Portfolio	28.95		3.91	

Portfolio Characteristics	Portfolio	Benchmark
Wtd. Avg. Mkt. Cap (\$M)	42,399	54,776
Median Mkt. Cap. (\$M)	20,023	7,186
Price/Earnings ratio	11.42	11.73
Price/Book ratio	1.68	1.89
5 Yr. EPS Growth Rate (%)	3.77	4.18
Current Yield (%)	2.53	3.56
Beta (3 yrs, monthly periodicity)	1.05	1.00
Number of Stocks	98	944

Distribution of Market Capitalization (%)

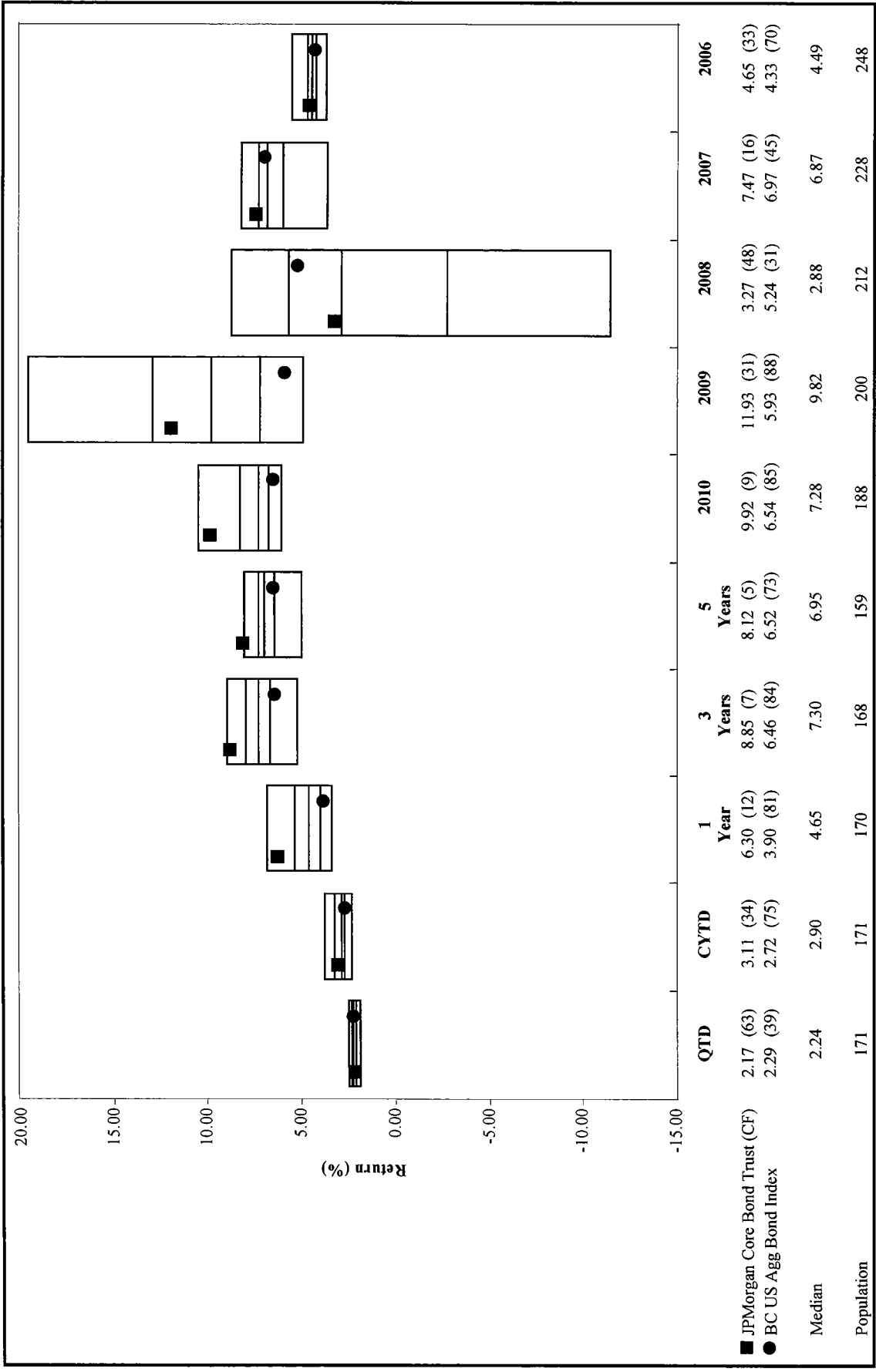


San Diego Transit Corporation Employees Retirement Plan
Schedule of Investable Assets
JPMorgan Core Bond Trust (CF)
7 Years Ending June 30, 2011

Period Ending	Beginning Market Value (\$)	Net Cash Flow (\$)	Gain/Loss (\$)	Ending Market Value (\$)	% Return	Unit Value
Sep-04	9,298,189	-	284,699	9,582,888	3.06	103.06
Dec-04	9,582,888	13,095,000	61,521	22,739,409	0.96	104.05
Mar-05	22,739,409	2,480,105	-192,757	25,026,757	-0.35	103.69
Jun-05	25,026,757	-	998,097	26,024,854	3.26	107.06
Sep-05	26,024,854	-	-267,838	25,757,016	-0.55	106.48
Dec-05	25,757,016	-9,664	156,489	25,903,841	0.61	107.12
Mar-06	25,903,841	-19,546	-119,765	25,764,530	-0.46	106.63
Jun-06	25,764,530	-16,050	41,077	25,789,557	0.16	106.80
Sep-06	25,789,557	-29,261	968,952	26,729,248	3.76	110.81
Dec-06	26,729,248	-20,210	311,627	27,020,664	1.17	112.10
Mar-07	27,020,664	74,928	485,285	27,580,878	1.80	114.12
Jun-07	27,580,878	-4,670,812	-103,941	22,806,124	-0.39	113.68
Sep-07	22,806,124	-26,885	705,127	23,484,366	3.09	117.19
Dec-07	23,484,366	-26,563	658,009	24,115,813	2.80	120.48
Mar-08	24,115,813	-2,033,463	550,423	22,632,773	2.28	123.23
Jun-08	22,632,773	-25,961	-154,875	22,451,937	-0.68	122.38
Sep-08	22,451,937	-16,811	-350,459	22,084,667	-1.56	120.47
Dec-08	22,084,667	-1,774,099	646,312	20,956,880	3.28	124.42
Mar-09	20,956,880	-949,723	498,794	20,505,951	2.48	127.51
Jun-09	20,505,951	-1,164,016	637,865	19,979,801	3.18	131.56
Sep-09	19,979,801	-722,660	935,801	20,192,941	4.74	137.79
Dec-09	20,192,941	-15,292	215,554	20,393,203	1.07	139.26
Mar-10	20,393,203	-23,223	567,218	20,937,197	2.78	143.14
Jun-10	20,937,197	-2,861,527	693,513	18,769,183	3.73	148.48
Sep-10	18,769,183	-5,221,867	597,391	14,144,708	3.50	153.67
Dec-10	14,144,708	-17,805	-55,254	14,071,649	-0.39	153.07
Mar-11	14,071,649	-22,483	128,625	14,177,792	0.91	154.47
Jun-11	14,177,792	-10,752	308,094	14,475,134	2.17	157.83
	9,298,189	-4,028,638	9,205,583	14,475,134	6.74	157.83

The last row shown in bold at the end of the table contains aggregate values pertaining to the period specified in the header. Performance shown is gross of fees. Calculation is based on quarterly periodicity.

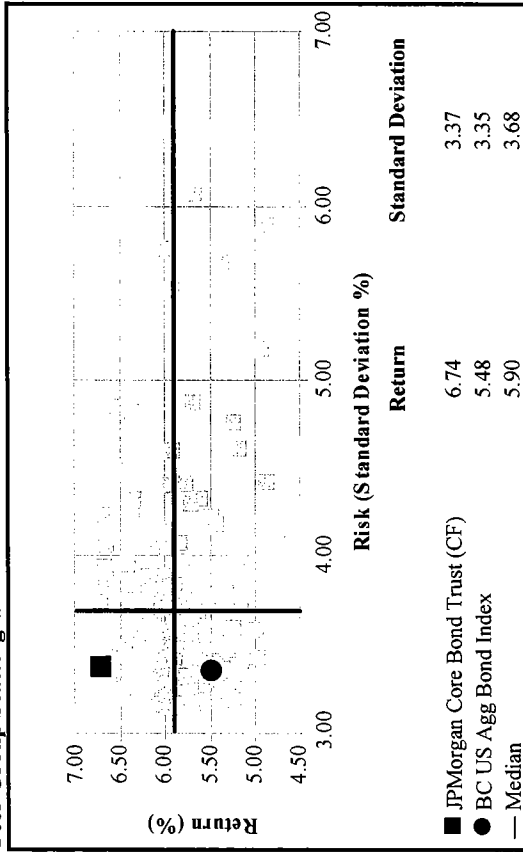
San Diego Transit Corporation Employees Retirement Plan
Peer Group Analysis
IM U.S. Broad Market Core Fixed Income (SA+CF)
As of June 30, 2011



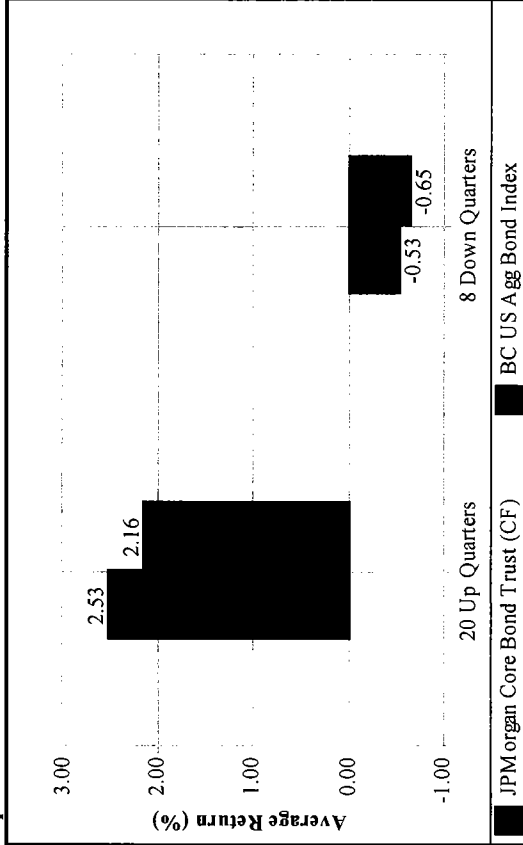
Performance shown is gross of fees. Parentheses contain percentile ranks.

San Diego Transit Corporation Employees Retirement Plan
JPMorgan Core Bond Trust (CF) vs. IM U.S. Broad Market Core Fixed Income (SA+CF)
As of June 30, 2011

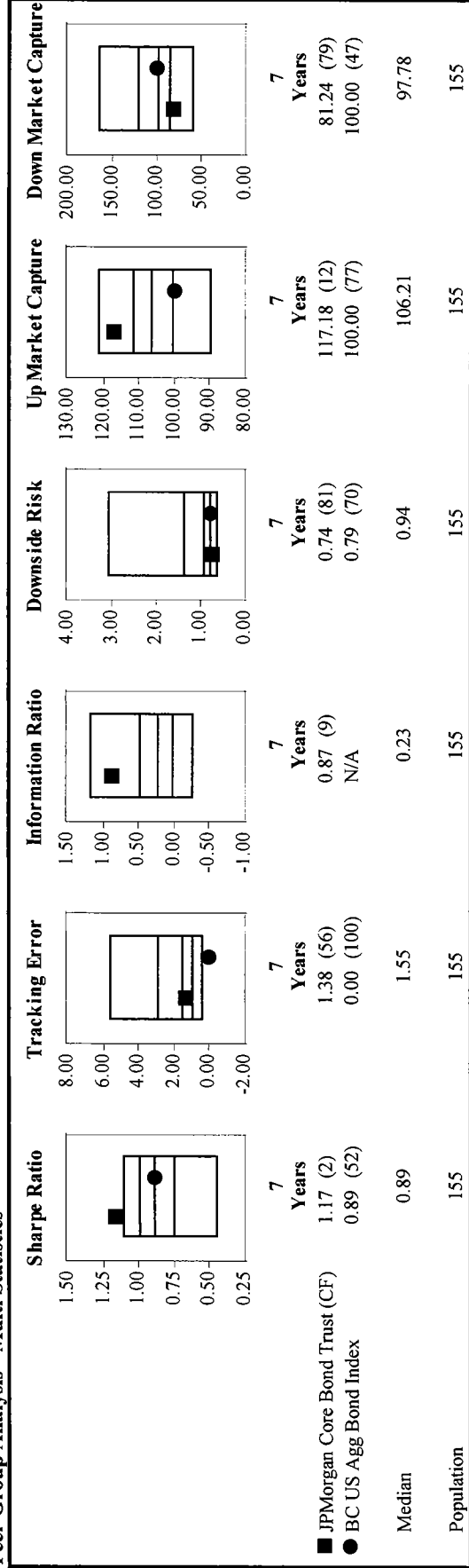
Peer Group Scattergram - 7 Years



Up/Down Markets - 7 Years



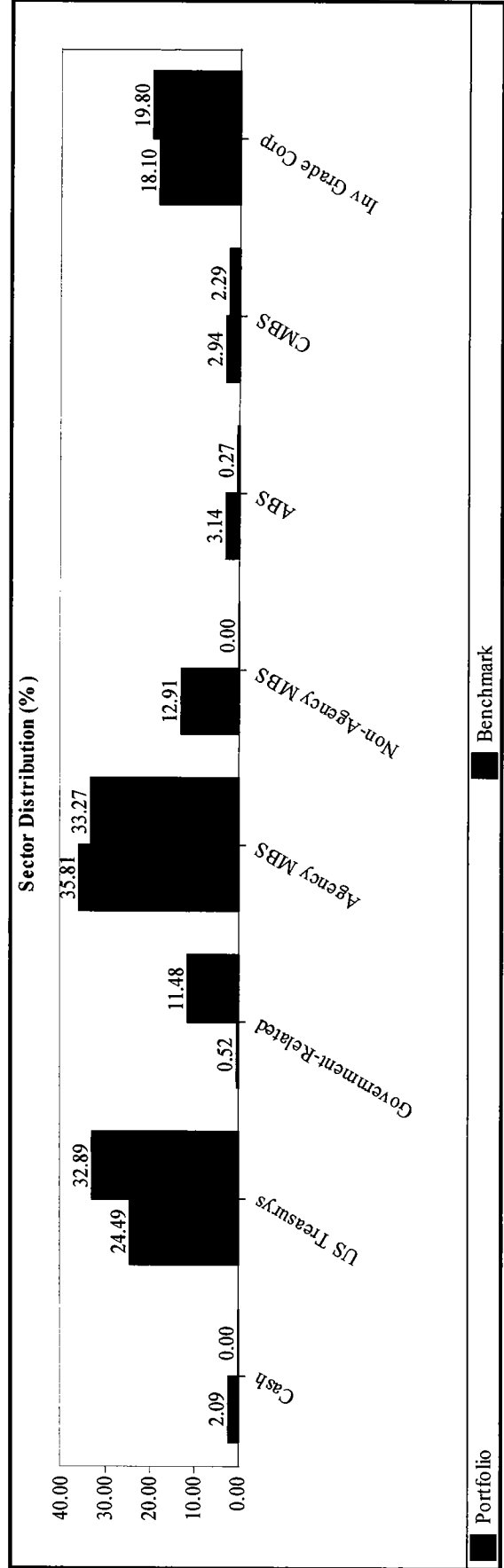
Peer Group Analysis - Multi Statistics



Performance shown is gross of fees. Calculation is based on quarterly periodicity. Parentheses contain percentile ranks.

**San Diego Transit Corporation Employees Retirement Plan
JPMorgan Core Bond Trust (CF) vs. BC US Agg Bond Index
Portfolio Characteristics
As of June 30, 2011**

	Portfolio	Benchmark
Portfolio Characteristics		
Effective Duration	4.53	5.19
Modified Duration	4.39	5.10
Convexity	-0.75	-0.01
Yield To Worst	2.74%	2.83%
Avg. Maturity	5.61	7.40
Avg. Quality	AA1/AA2	AA1/AA2
Coupon Rate	4.28%	4.19%
Current Yield	4.76%	-

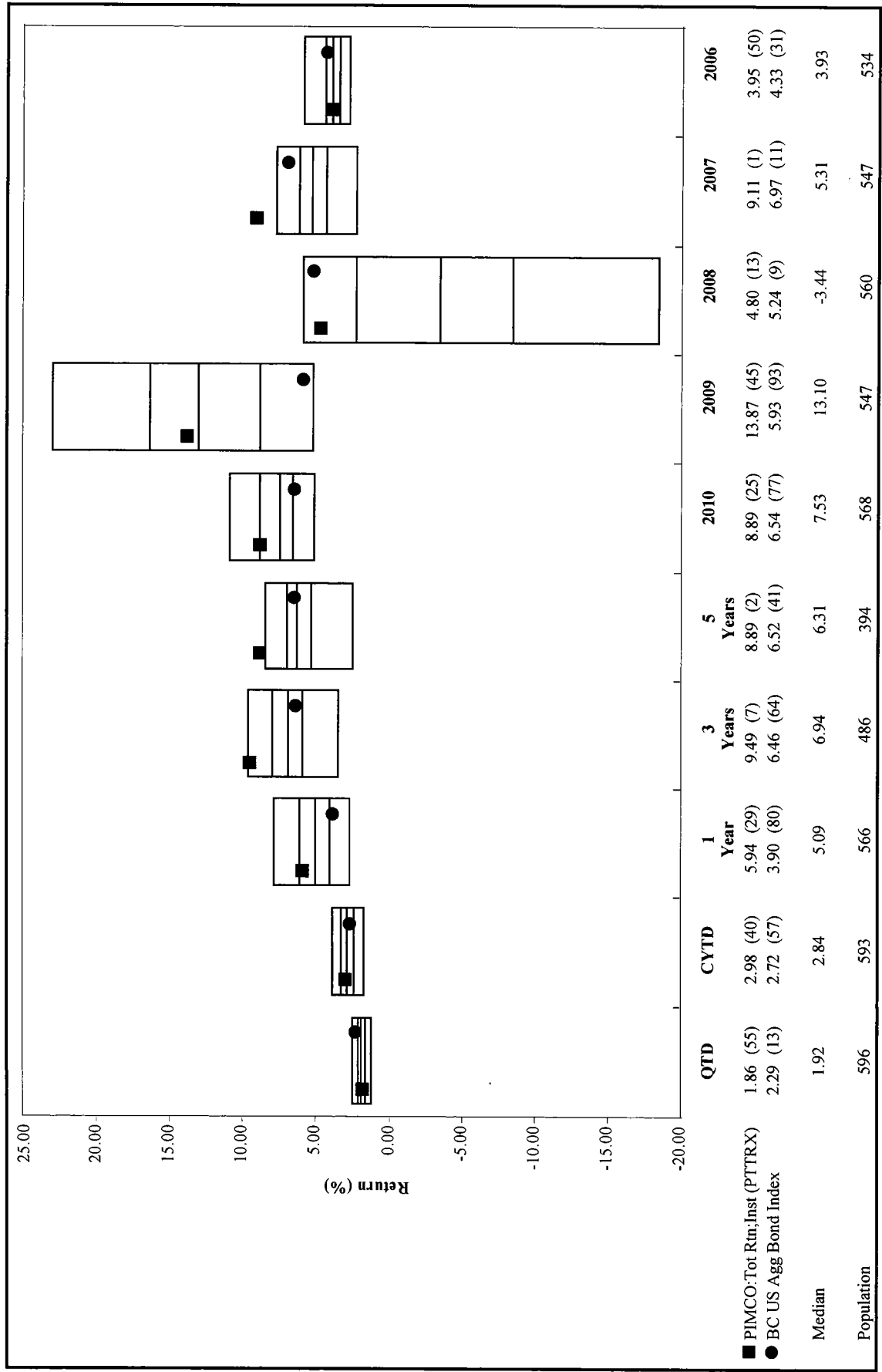


San Diego Transit Corporation Employees Retirement Plan
Schedule of Investable Assets
PIMCO: Tot Rtn; Inst (PTTRX)
7 Years Ending June 30, 2011

Period Ending	Beginning Market Value (\$)	Net Cash Flow (\$)	Gain/Loss (\$)	Ending Market Value (\$)	%Return	Unit Value
Sep-04	9,345,264	-	296,237	9,641,501	3.17	103.17
Dec-04	9,641,501	13,095,000	-774,772	21,961,729	1.38	104.59
Mar-05	21,961,729	2,025,318	-110,482	23,876,566	-0.47	104.10
Jun-05	23,876,566	-	745,738	24,622,304	3.12	107.35
Sep-05	24,622,304	-	-128,316	24,493,988	-0.52	106.79
Dec-05	24,493,988	-	104,348	24,598,336	0.43	107.25
Mar-06	24,598,336	1,420,355	-148,770	25,869,921	-0.56	106.65
Jun-06	25,869,921	-	-76,038	25,793,883	-0.29	106.33
Sep-06	25,793,883	-	1,005,398	26,799,281	3.90	110.48
Dec-06	26,799,281	-	243,008	27,042,289	0.91	111.48
Mar-07	27,042,289	107,376	471,736	27,621,401	1.74	113.42
Jun-07	27,621,401	-4,670,800	-345,247	22,605,354	-1.33	111.92
Sep-07	22,605,354	-	1,036,531	23,641,884	4.59	117.05
Dec-07	23,641,884	-	927,028	24,568,912	3.92	121.64
Mar-08	24,568,912	-2,559,346	807,560	22,817,126	3.29	125.64
Jun-08	22,817,126	-	-298,657	22,518,469	-1.31	123.99
Sep-08	22,518,469	-	-466,753	22,051,717	-2.07	121.42
Dec-08	22,051,717	-1,750,000	1,000,487	21,302,204	4.98	127.47
Mar-09	21,302,204	-926,589	320,037	20,695,652	1.55	129.45
Jun-09	20,695,652	-1,148,790	963,615	20,510,477	4.71	135.55
Sep-09	20,510,477	-700,000	1,218,453	21,028,930	6.03	143.73
Dec-09	21,028,930	-	208,721	21,237,651	0.99	145.15
Mar-10	21,237,651	-	630,439	21,868,090	2.97	149.46
Jun-10	21,868,090	-5,447,881	546,260	16,966,470	2.80	153.65
Sep-10	16,966,470	-3,500,000	646,621	14,113,091	3.82	159.52
Dec-10	14,113,091	-	-129,856	13,983,235	-0.92	158.05
Mar-11	13,983,235	-	154,349	14,137,584	1.10	159.80
Jun-11	14,137,584	-	262,975	14,400,560	1.86	162.77
	9,345,264	-4,055,356	9,110,652	14,400,560	7.21	162.77

The last row shown in bold at the end of the table contains aggregate values pertaining to the period specified in the header. Performance shown is net of fees. Calculation is based on quarterly periodicity.

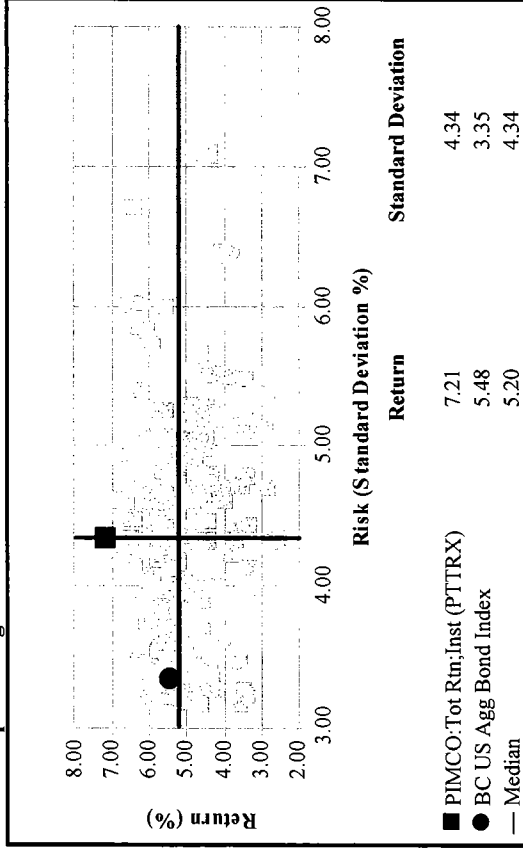
San Diego Transit Corporation Employees Retirement Plan
Peer Group Analysis
IM U.S. Broad Market Core Fixed Income (MF)
As of June 30, 2011



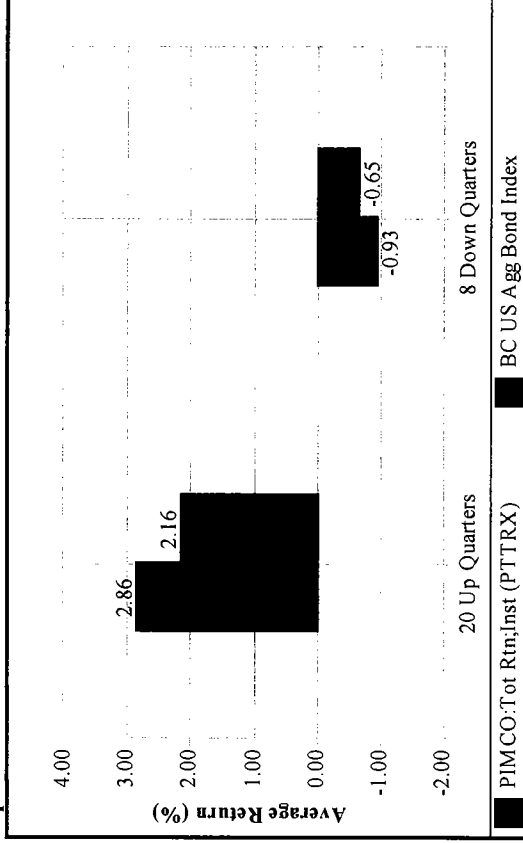
Performance shown is net of fees. Parentheses contain percentile ranks.

San Diego Transit Corporation Employees Retirement Plan
PIMCO:Tot Rtn;Inst (PTTRX) vs. IM U.S. Broad Market Core Fixed Income (MF)
As of June 30, 2011

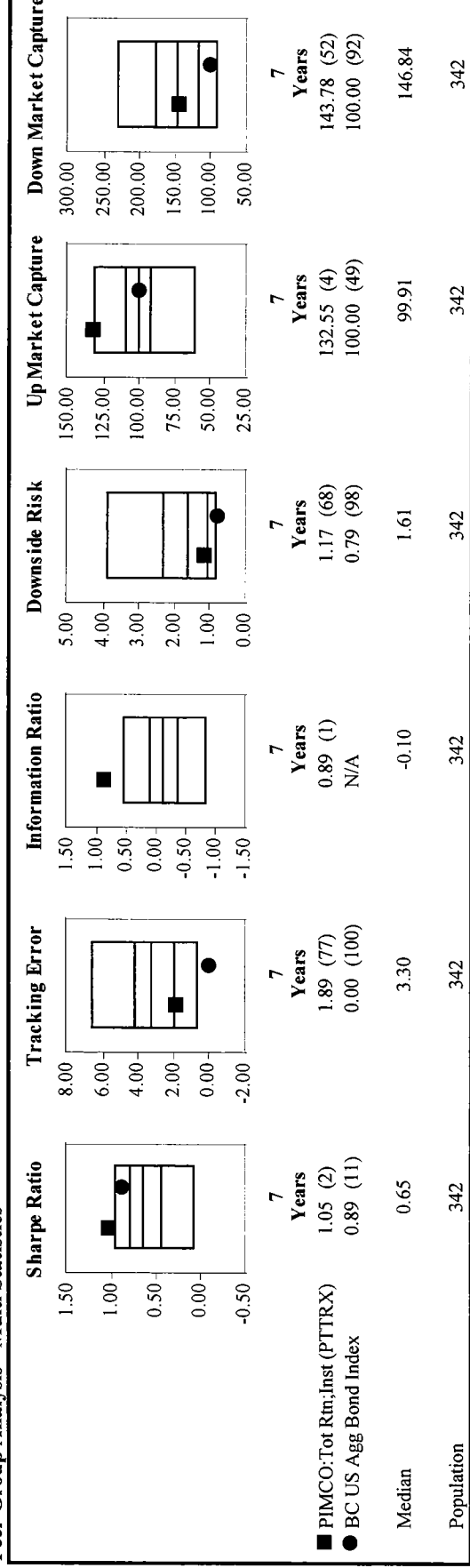
Peer Group Scattergram - 7 Years



Up/Down Markets - 7 Years



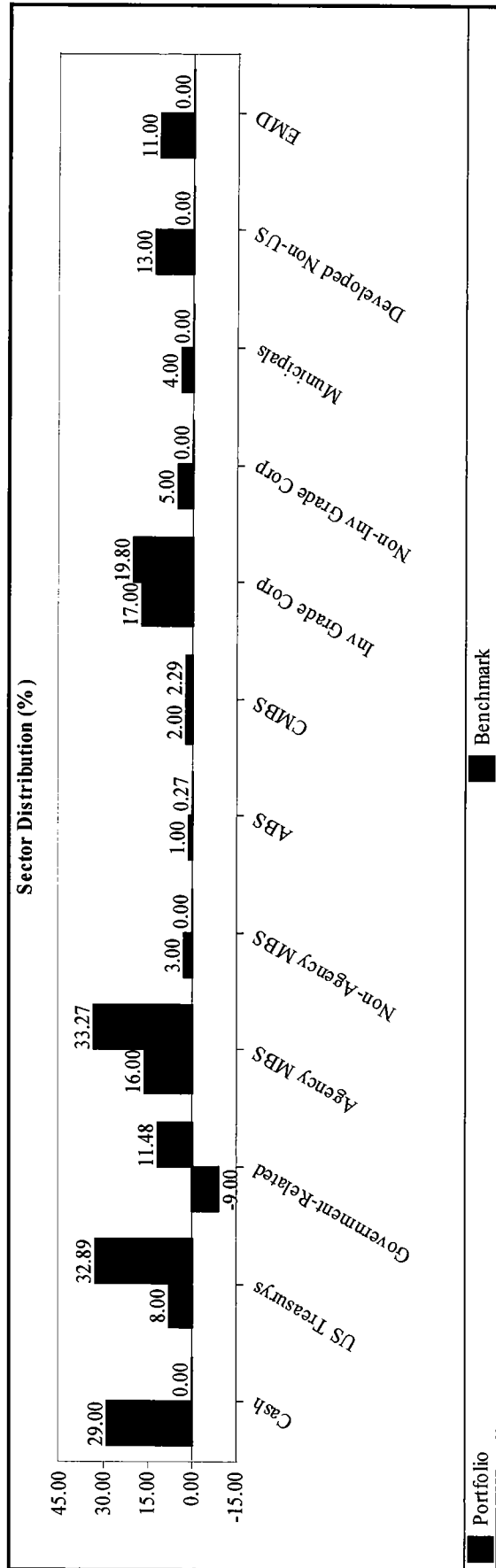
Peer Group Analysis - Multi Statistics



Performance shown is net of fees. Calculation is based on quarterly periodicity. Parentheses contain percentile ranks.

San Diego Transit Corporation Employees Retirement Plan
PIMCO:Tot Rtn;Inst (PTTRX) vs. BC US Agg Bond Index
Portfolio Characteristics
As of June 30, 2011

Portfolio Characteristics	Portfolio	Benchmark
Effective Duration	4.37	5.19
Spread Duration	4.38	5.09
Avg. Maturity	6.07	7.40
Avg. Quality	A+	AA1/AA2
Yield To Maturity	2.52%	2.84%
Coupon Rate	3.82%	4.19%
Current Yield	3.32%	-
Holdings Count	6,939	-



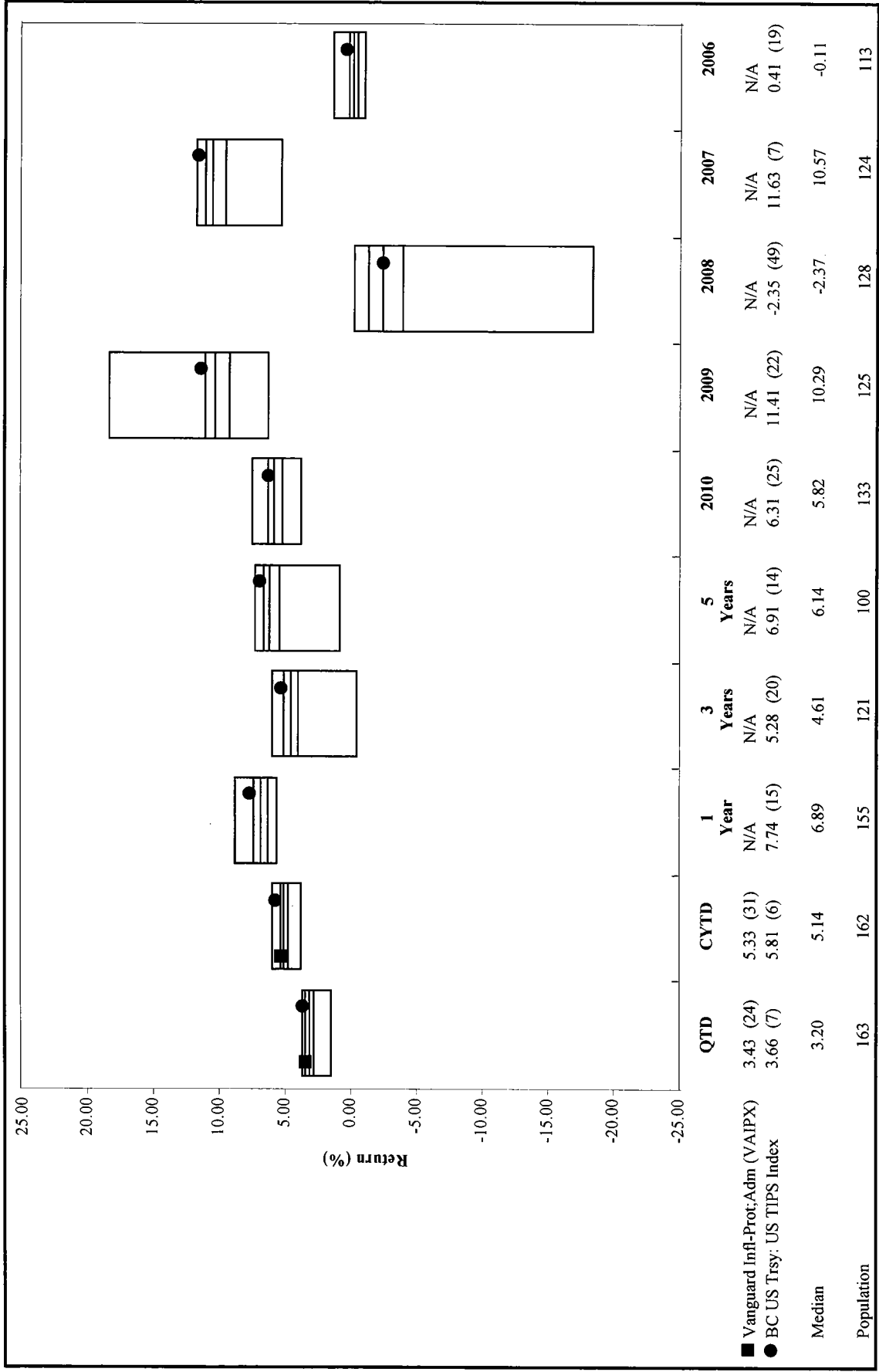
Negative sector allocation reflects manager's use of derivatives. Cash equivalents are defined as any security with duration under one year.

San Diego Transit Corporation Employees Retirement Plan
Schedule of Investable Assets
Vanguard Intl-Pro;Adm (VAIPX)
Since Inception Ending June 30, 2011

Period Ending	Beginning Market Value (\$)	Net Cash Flow (\$)	Gain/Loss (\$)	Ending Market Value (\$)	%Return	Unit Value
Sep-10	1,606,943	1,700,000	38,437	3,345,380	2.68	102.68
Dec-10	3,345,380	1,150,000	-18,251	4,477,129	-0.71	101.95
Mar-11	4,477,129	2,850,000	136,461	7,463,589	1.84	103.82
Jun-11	7,463,589	-	256,034	7,719,624	3.43	107.38
	1,606,943	5,700,000	412,681	7,719,624	7.38	107.38

The last row shown in bold at the end of the table contains aggregate values pertaining to the period specified in the header. Performance shown is net of fees. Calculation is based on quarterly periodicity.

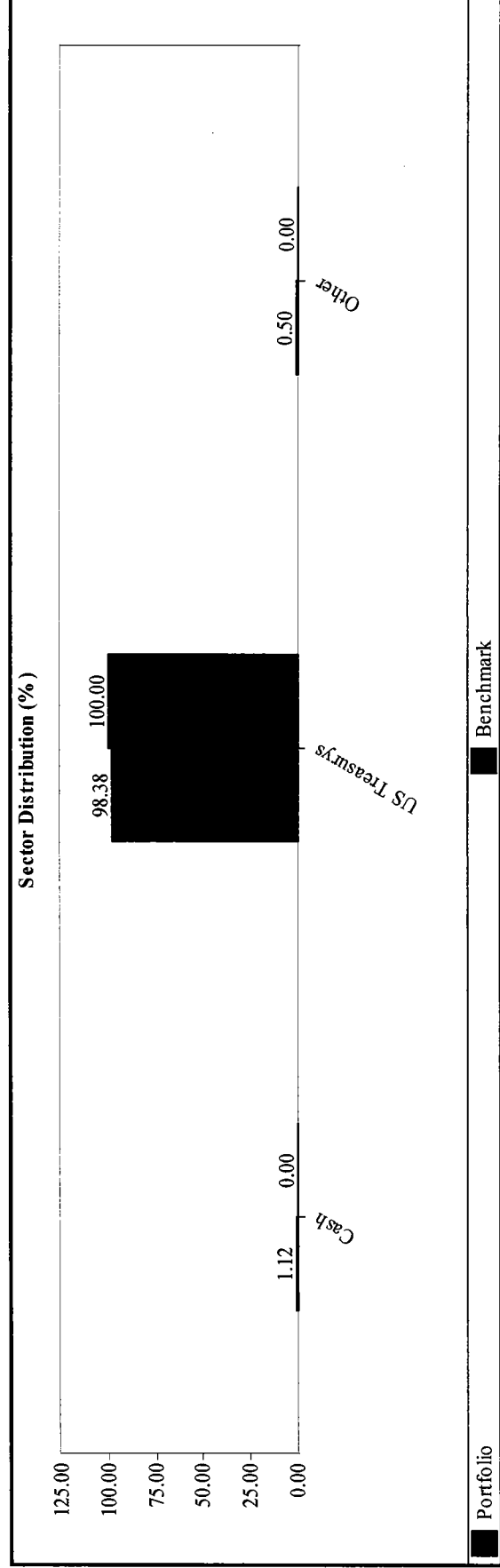
San Diego Transit Corporation Employees Retirement Plan
IM U.S. TIPS (MF)
Peer Group Analysis
As of June 30, 2011



Performance shown is net of fees. Parentheses contain percentile ranks.

San Diego Transit Corporation Employees Retirement Plan
Vanguard Infl-Prot;Adm (VAIPX) vs. BC US Trsy: US TIPS Index
Portfolio Characteristics
As of June 30, 2011

	Portfolio	Benchmark
Portfolio Characteristics		
Effective Duration	8.13	4.69
Avg. Maturity	9.00	9.05
Avg. Quality	-	AAA
Yield To Maturity	2.66%	2.66%
Coupon Rate	1.87%	1.94%
Current Yield	0.08%	-



San Diego Transit Corporation Employees Retirement Plan
Schedule of Investable Assets
Loomis Sayles World Bond Trust (CF)
10 Years Ending June 30, 2011

Period Ending	Beginning Market Value (\$)	Net Cash Flow (\$)	Gain/Loss (\$)	Ending Market Value (\$)	%Return	Unit Value
Sep-01	3,210,365	-6,615	158,314	3,362,064	4.93	104.93
Dec-01	3,362,064	-6,799	76,581	3,431,846	2.28	107.32
Mar-02	3,431,846	-6,850	25,056	3,450,053	0.73	108.11
Jun-02	3,450,053	-7,125	325,687	3,768,615	9.45	118.32
Sep-02	3,768,615	-7,531	86,415	3,847,498	2.30	121.04
Dec-02	3,847,498	-7,752	289,600	4,129,347	7.54	130.16
Mar-03	4,129,347	-8,459	217,520	4,338,408	5.26	137.00
Jun-03	4,338,408	-9,014	346,125	4,675,519	7.98	147.93
Sep-03	4,675,519	-9,094	82,242	4,748,666	1.77	150.55
Dec-03	4,748,666	-9,523	270,384	5,009,527	5.70	159.13
Mar-04	5,009,527	-10,074	115,946	5,115,399	2.32	162.82
Jun-04	5,115,399	-109,925	-157,267	4,848,207	-3.07	157.82
Sep-04	4,848,207	-9,796	213,945	5,052,357	4.42	164.79
Dec-04	5,052,357	3,725,568	511,113	9,289,037	6.96	176.26
Mar-05	9,289,037	-2,018,452	-167,481	7,103,104	-2.11	172.54
Jun-05	7,103,104	-14,248	-26,341	7,062,515	-0.37	171.90
Sep-05	7,062,515	-14,161	-21,914	7,026,440	-0.31	171.36
Dec-05	7,026,440	-13,887	-57,606	6,954,946	-0.82	169.96
Mar-06	6,954,946	-14,056	75,816	7,016,707	1.09	171.81
Jun-06	7,016,707	-13,382	170,129	7,173,454	2.42	175.98
Sep-06	7,173,454	-13,605	170,355	7,330,204	2.38	180.16
Dec-06	7,330,204	-13,901	211,693	7,527,996	2.89	185.36
Mar-07	7,527,996	-13,939	121,477	7,635,534	1.62	188.36
Jun-07	7,635,534	-14,165	-34,675	7,586,694	-0.46	187.50
Sep-07	7,586,694	-14,208	395,578	7,968,063	5.22	197.28
Dec-07	7,968,063	-14,941	210,111	8,163,234	2.64	202.49
Mar-08	8,163,234	-14,943	366,125	8,514,416	4.49	211.57
Jun-08	8,514,416	-14,401	-132,244	8,367,771	-1.76	207.85
Sep-08	8,367,771	-5,981	-639,778	7,722,012	-7.65	191.94
Dec-08	7,722,012	-610,612	91,510	7,202,911	1.77	195.34
Mar-09	7,202,911	-9,904	-278,012	6,914,995	-3.86	187.80
Jun-09	6,914,995	-9,508	757,665	7,663,152	10.97	208.39
Sep-09	7,663,152	-10,537	734,120	8,386,735	9.59	228.37

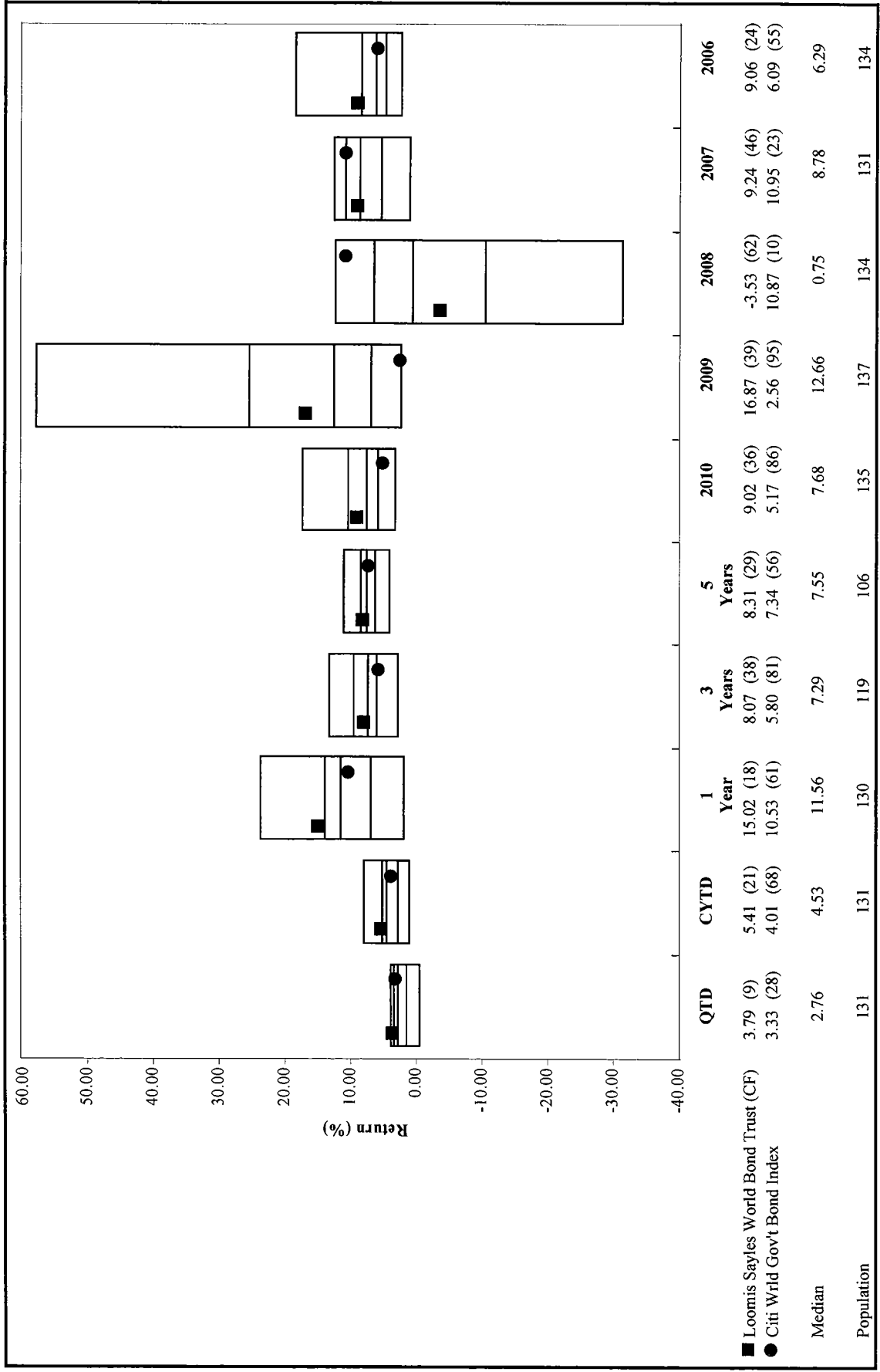
The last row shown in bold at the end of the table contains aggregate values pertaining to the period specified in the header. Performance shown is gross of fees. Calculation is based on quarterly periodicity.

San Diego Transit Corporation Employees Retirement Plan
Schedule of Investable Assets
Loomis Sayles World Bond Trust (CF)
10 Years Ending June 30, 2011

Period Ending	Beginning Market Value (\$)	Net Cash Flow (\$)	Gain/Loss (\$)	Ending Market Value (\$)	% Return	Unit Value
Dec-09	8,386,735	-1,611,532	45,133	6,820,337	-0.04	228.28
Mar-10	6,820,337	-9,378	-17	6,810,942	0.00	228.28
Jun-10	6,810,942	-9,365	-6,257	6,795,320	-0.09	228.08
Sep-10	6,795,320	-9,344	667,992	7,453,968	9.84	250.51
Dec-10	7,453,968	-10,249	-48,378	7,395,341	-0.65	248.88
Mar-11	7,395,341	-10,169	114,998	7,500,171	1.56	252.76
Jun-11	7,500,171	-10,313	284,486	7,774,344	3.79	262.34
	3,210,365	-1,002,166	5,566,145	7,774,344	10.13	262.34

The last row shown in bold at the end of the table contains aggregate values pertaining to the period specified in the header. Performance shown is gross of fees. Calculation is based on quarterly periodicity.

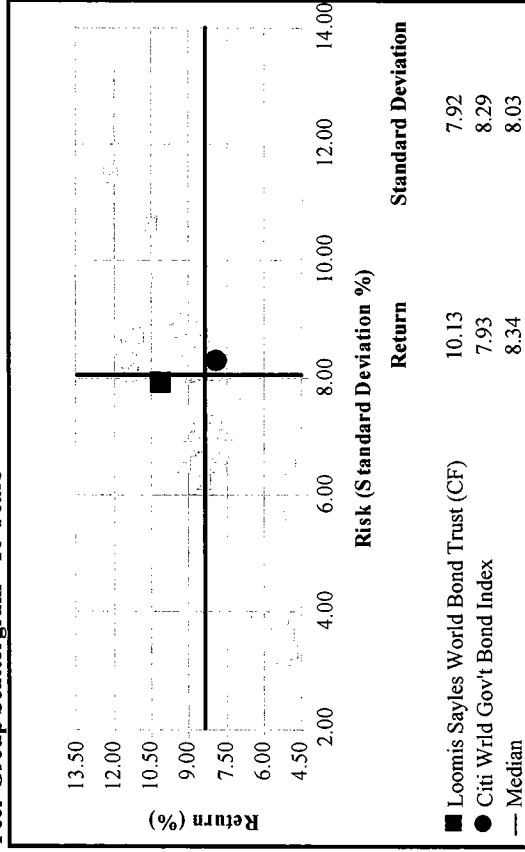
San Diego Transit Corporation Employees Retirement Plan
Peer Group Analysis
IM Global Fixed Income (SA+CF)
As of June 30, 2011



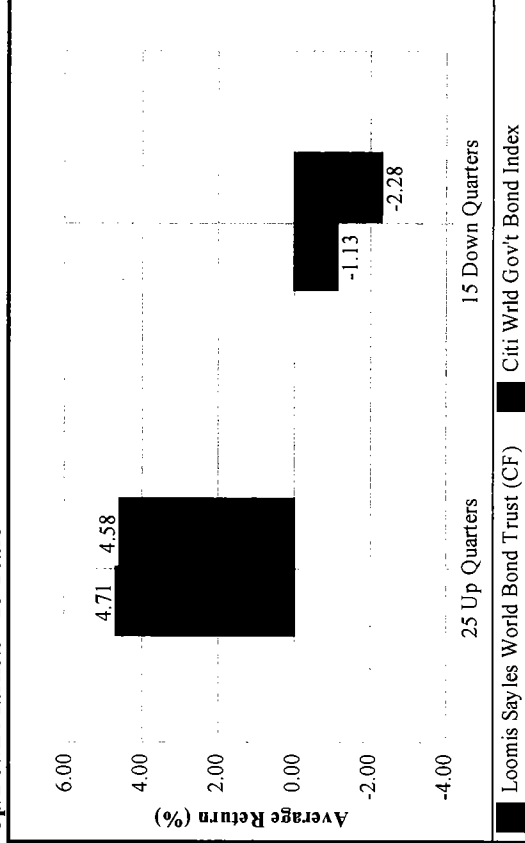
Performance shown is gross of fees. Parentheses contain percentile ranks.

San Diego Transit Corporation Employees Retirement Plan
Loomis Sayles World Bond Trust (CF) vs. IM Global Fixed Income (SA+CF)
As of June 30, 2011

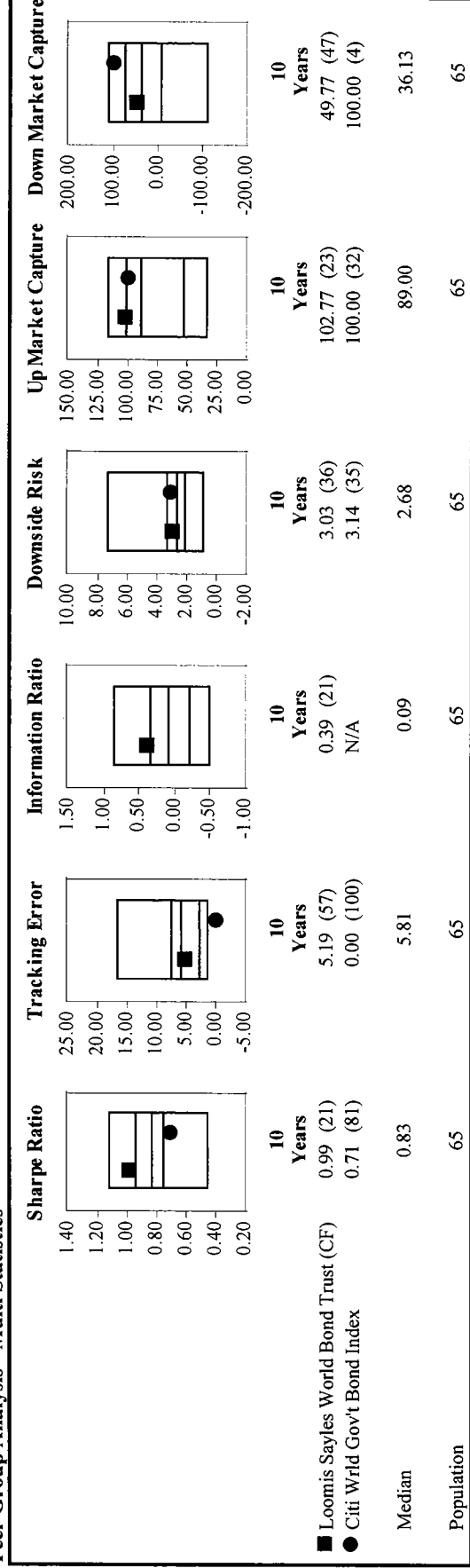
Peer Group Scattergram - 10 Years



Up/Down Markets - 10 Years



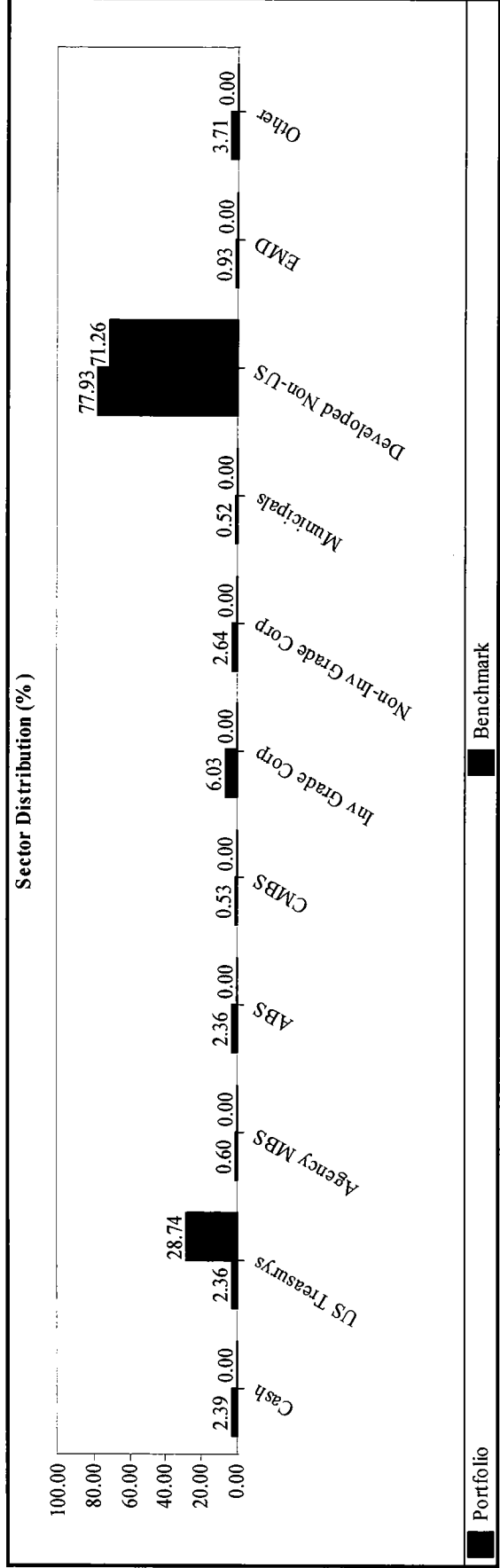
Peer Group Analysis - Multi Statistics



Performance shown is gross of fees. Calculation is based on quarterly periodicity. Parentheses contain percentile ranks.

San Diego Transit Corporation Employees Retirement Plan
Loomis Sayles World Bond Trust (CF) vs. Citi Wld Gov't Bond Index
Portfolio Characteristics
As of June 30, 2011

Portfolio Characteristics	Portfolio	Benchmark
Effective Duration	5.74	6.51
Modified Duration	5.63	6.36
Spread Duration	3.23	-
Convexity	0.58	-
Avg. Maturity	7.55	-
Avg. Quality	Aa3	AA+
Yield To Maturity	3.03%	2.14%
Coupon Rate	3.60%	2.94%
Current Yield	3.28%	-



Allocation to "Other" consists of 0.46% Convertible Bonds and 3.25% Loomis Sayles Senior Loan Fund.

San Diego Transit Corporation Employees Retirement Plan
Comparative Performance
Real Return Comparison
As of June 30, 2011

	QTD	CYTD	1 Year	3 Years	5 Years	7 Years	10 Years	2008	Since Inception	Inception Date
Wellington DIH Portfolio (CF)	-3.24	2.94	34.00	-5.13	6.19	N/A	N/A	-44.92	10.77	01/01/2005
Wellington Dvfd Infl Hedge Comp Index	-2.50	3.66	32.12	-1.37	7.34	N/A	N/A	-31.82	10.59	
Difference	-0.74	-0.72	1.88	-3.76	-1.15	N/A	N/A	-13.10	0.18	
PIMCO:All Asset;Inst (PAAIX)	1.58	4.91	13.50	7.51	7.41	7.47	N/A	-15.48	9.21	08/01/2002
All Asset Composite Index	1.87	4.43	15.19	5.25	6.11	6.81	7.17	-13.89	8.01	
Difference	-0.29	0.48	-1.69	2.26	1.30	0.66	N/A	-1.59	1.20	
Fidelity Strat RI Rtn (FSRRX)	-0.38	3.16	16.85	2.67	4.30	N/A	N/A	-23.35	4.05	10/01/2005
Fidelity Strat Real Return Comp Index	0.12	3.48	16.22	2.66	4.91	N/A	N/A	-23.88	4.54	
Difference	-0.50	-0.32	0.63	0.01	-0.61	N/A	N/A	0.53	-0.49	
Dreyfus Global Alpha;I (AVGRX)	1.91	4.61	23.59	2.64	2.19	N/A	N/A	-33.76	2.20	06/01/2006
60% MSCI World/40% Citi WGBI	1.62	4.80	22.35	3.11	4.73	6.07	5.94	-22.98	4.56	
Difference	0.29	-0.19	1.24	-0.47	-2.54	N/A	N/A	-10.78	-2.36	
UBS Dynamic Alpha;Y (BNAYX)	-2.56	-2.25	3.90	0.76	0.25	N/A	N/A	-21.48	1.92	02/01/2005
60% MSCI World/40% Citi WGBI	1.62	4.80	22.35	3.11	4.73	6.07	5.94	-22.98	5.18	
Difference	-4.18	-7.05	-18.45	-2.35	-4.48	N/A	N/A	1.50	-3.26	
SSgA Real Asset Strategy (SA)	-1.22	6.39	29.34	-2.30	3.84	N/A	N/A	-33.03	6.49	04/01/2005
SSgA Real Asset Blend Index	-1.23	6.36	29.39	-2.96	3.32	N/A	N/A	-33.88	6.11	
Difference	0.01	0.03	-0.05	0.66	0.52	N/A	N/A	0.85	0.38	

The Wellington Dvfd Infl Hedge Comp Index return is received directly from Wellington and currently consists of 25% MSCI World Energy Index>\$3B, 10% MSCI World Metals & Mining Index>\$3B, 10% Agr. Forest & Livestk Index, 3% HSBC Climate Change Index, 3.5% MSCI ACW Gold & Precious Metals Investable Market Index, 1.5% GSCI Precious Metals Total Return Index, 25% Eq Sector-Wld S&P GS Commodity Index, 20% Barclays TIPS 1-10 Yr Index, and 2% Barclays Emerging Markets Tradable Government Inflation-Linked Bond Index.

The All Asset Composite Index is an equal-weighted hybrid of the 14 benchmarks for each of the core funds held by PIMCO:All Asset;Inst (PAAIX). R. V. Kuhns & Associates, Inc. began calculating the benchmark in January 2007. Prior performance was calculated by PIMCO.

The Fidelity Strat Real Return Comp Index currently consists of 30% BC US Trsy: US TIPS Index, 25% DJ-UBS Cmdty Index (TR), 25% S&P/LSTA Leveraged Loan Index, 12% DJ US Select RE Index, and 8% BofA ML RE Corp Bond Index.

The SSgA Real Asset Blend Index currently consists of 30% DJ US Select RE/IT Index, 25% S&P GS Commodity Index, 25% MSCI Custom World Natural Resources Index (Net), and 20% BC US Trsy: US TIPS Index.

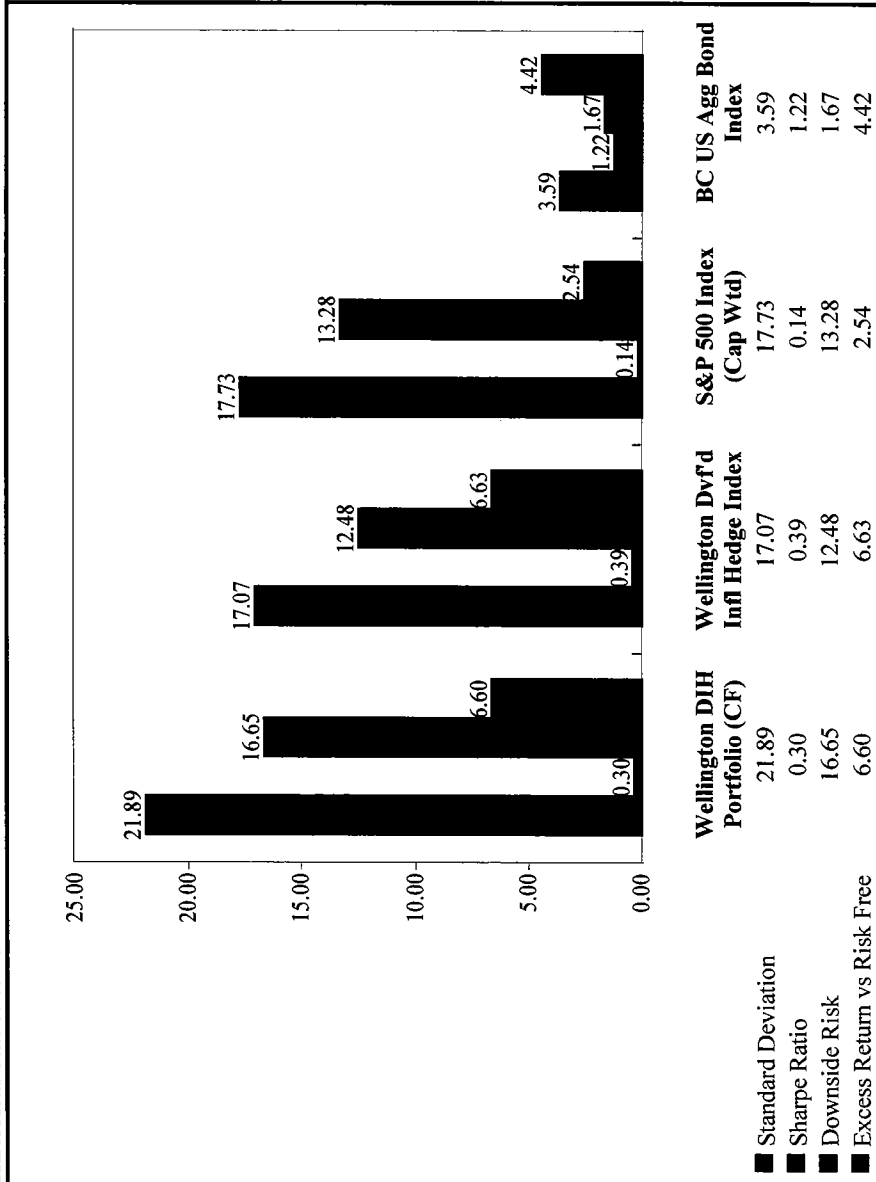
Performance shown is net of fees except for Wellington DIH Portfolio (CF) and SSgA Real Asset Strategy (SA), which are shown gross of fees. Performance shown is product-specific.

San Diego Transit Corporation Employees Retirement Plan
Wellington DIH Portfolio (CF)
As of June 30, 2011

Comparative Performance

	QTD	CYTD	1 Year	3 Years	5 Years	2010	2009	2008	2007	Since Inception	Inception Date
Wellington DIH Portfolio (CF)	-3.24	2.94	34.00	-5.13	6.19	18.44	43.92	-44.92	31.46	10.77	01/01/2005
Wellington Dvfd Infl Hedge Index	-2.50	3.66	32.12	-1.37	7.34	16.26	29.98	-31.82	26.75	10.59	
Difference	-0.74	-0.72	1.88	-3.76	-1.15	2.18	13.94	-13.10	4.71	0.18	

Historical Statistics - 5 Years



Historical Statistics - 5 Years

	Actual Correlation
Wellington Dvfd Infl Hedge Index	0.98
Consumer Price Index + 5%	0.30
S&P 500 Index (Cap Wtd)	0.77
R 2000 Index	0.69
MSCI EAFE Index (Gross)	0.84
MSCI Emg Mkts Index (Gross)	0.89
BC US Agg Bond Index	0.16
BC US Trsy: US TIPS Index	0.43
Wilshire US REIT Index	0.56
HFN FOF Multi-Strat Index (Net)	0.89
DJ-UBS Cmnty Index (TR)	0.89
BofA ML 3 Mo US T-Bill Index	-0.08

Performance shown is gross of fees and is product-specific. Calculation is based on monthly periodicity. Since Inception date refers to the actual fund inception date.

San Diego Transit Corporation Employees Retirement Plan

Wellington DIH (CF)

Historical Asset Allocation

5 Years Ending June 30, 2011



1. Equity Securities - Natural Resources
 4. Floating Rate Bonds
 7. Equity - Non Real Asset
 2. Commodity Contracts/Index
 5. REITs
 8. Other (Includes Cash)
 3. Fixed Income - Inflation Linked Securities
 6. Fixed Income - Nominal/Other

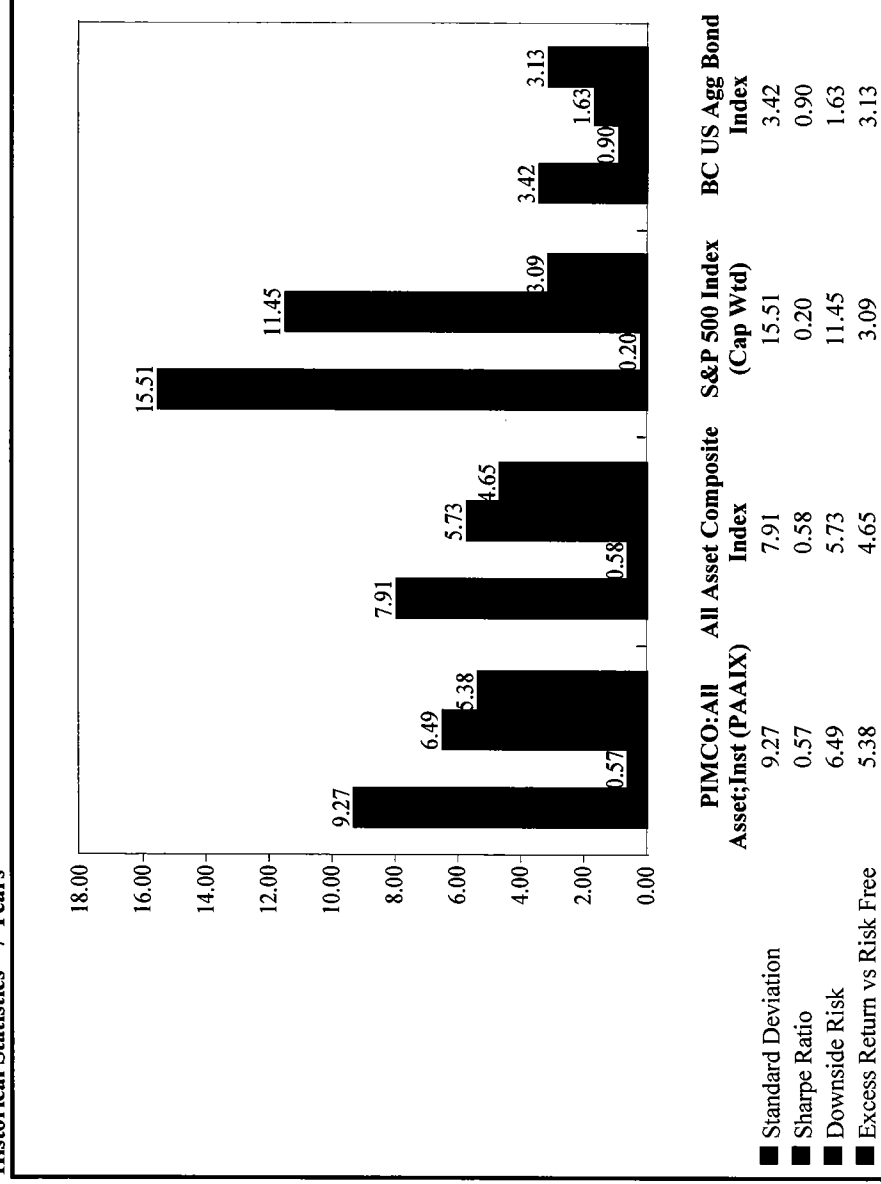
Primary Real Return strategies and asset classes are represented by the colored shades and are denoted by categories 1 through 5.

San Diego Transit Corporation Employees Retirement Plan
PIMCO:All Asset;Inst (PAAIX)
As of June 30, 2011

Comparative Performance

	QTD	CYTD	1 Year	3 Years	5 Years	7 Years	2010	2009	2008	2007	Since Inception	Inception Date
PIMCO:All Asset;Inst (PAAIX)	1.58	4.91	13.50	7.51	7.41	7.47	13.68	22.99	-15.48	8.68	9.21	08/01/2002
All Asset Composite Index	1.87	4.43	15.19	5.25	6.11	6.81	11.68	16.69	-13.89	6.87	8.01	
Difference	-0.29	0.48	-1.69	2.26	1.30	0.66	2.00	6.30	-1.59	1.81	1.20	

Historical Statistics - 7 Years

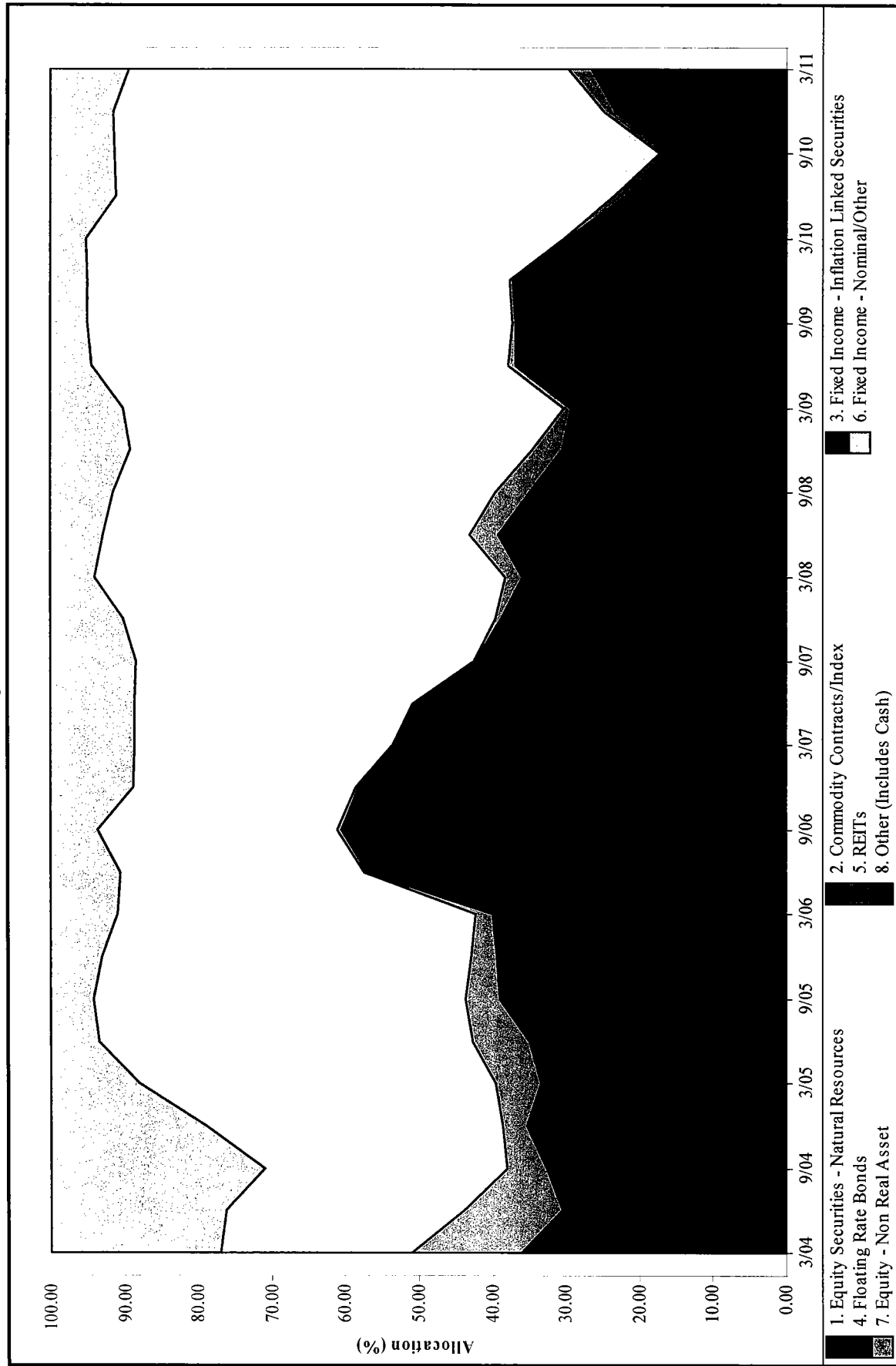


Historical Statistics - 7 Years

	Actual Correlation
All Asset Composite Index	0.95
Consumer Price Index + 5%	0.10
S&P 500 Index (Cap Wtd)	0.73
R 2000 Index	0.65
MSCI EAFE Index (Gross)	0.78
MSCI Emg Mkts Index (Gross)	0.75
BC US Agg Bond Index	0.58
BC US Trsy: US TIPS Index	0.71
Wilshire US REIT Index	0.69
HFN FOF Multi-Strat Index (Net)	0.59
DJ-UBS Cmdty Index (TR)	0.56
BofA ML 3 Mo US T-Bill Index	-0.13

Performance shown is net of fees and is product-specific. Calculation is based on monthly periodicity. Since Inception date refers to the actual fund inception date.

San Diego Transit Corporation Employees Retirement Plan
PIMCO:All Asset;Inst (PAAIX)
Historical Asset Allocation
7 Years Ending March 31, 2011



San Diego Transit Corporation Employees Retirement Plan
Schedule of Investable Assets
Cohen & Steers Inst Rlty (CSRIX)
5 Years Ending June 30, 2011

Period Ending	Beginning Market Value (\$)	Net Cash Flow (\$)	Gain/Loss (\$)	Ending Market Value (\$)	%Return	Unit Value
Sep-06	8,403,586	-350,000	763,265	8,816,851	9.09	109.09
Dec-06	8,816,851	-	863,508	9,680,358	9.79	119.77
Mar-07	9,680,358	-1,246,000	231,641	8,665,999	2.25	122.47
Jun-07	8,665,999	-445,000	-737,418	7,483,581	-8.96	111.50
Sep-07	7,483,581	-	179,506	7,663,087	2.40	114.17
Dec-07	7,663,087	-	-1,139,017	6,524,070	-14.86	97.20
Mar-08	6,524,070	-	209,345	6,733,415	3.21	100.32
Jun-08	6,733,415	-	-359,054	6,374,361	-5.33	94.97
Sep-08	6,374,361	-	274,629	6,648,990	4.31	99.06
Dec-08	6,648,990	-	-2,370,464	4,278,526	-35.65	63.75
Mar-09	4,278,526	-	-1,314,457	2,964,069	-30.72	44.16
Jun-09	2,964,069	-	875,226	3,839,295	29.53	57.20
Sep-09	3,839,295	-	1,376,370	5,215,664	35.85	77.71
Dec-09	5,215,664	-	463,105	5,678,769	8.88	84.61
Mar-10	5,678,769	-	551,491	6,230,260	9.71	92.83
Jun-10	6,230,260	-	-291,760	5,938,500	-4.68	88.48
Sep-10	5,938,500	-1,100,000	757,464	5,595,964	12.64	99.67
Dec-10	5,595,964	-100,000	466,527	5,962,492	8.34	107.98
Mar-11	5,962,492	-	410,409	6,372,901	6.88	115.41
Jun-11	6,372,901	-400,000	227,821	6,200,722	3.79	119.78
	8,403,586	-3,641,000	1,438,136	6,200,722	3.68	119.78

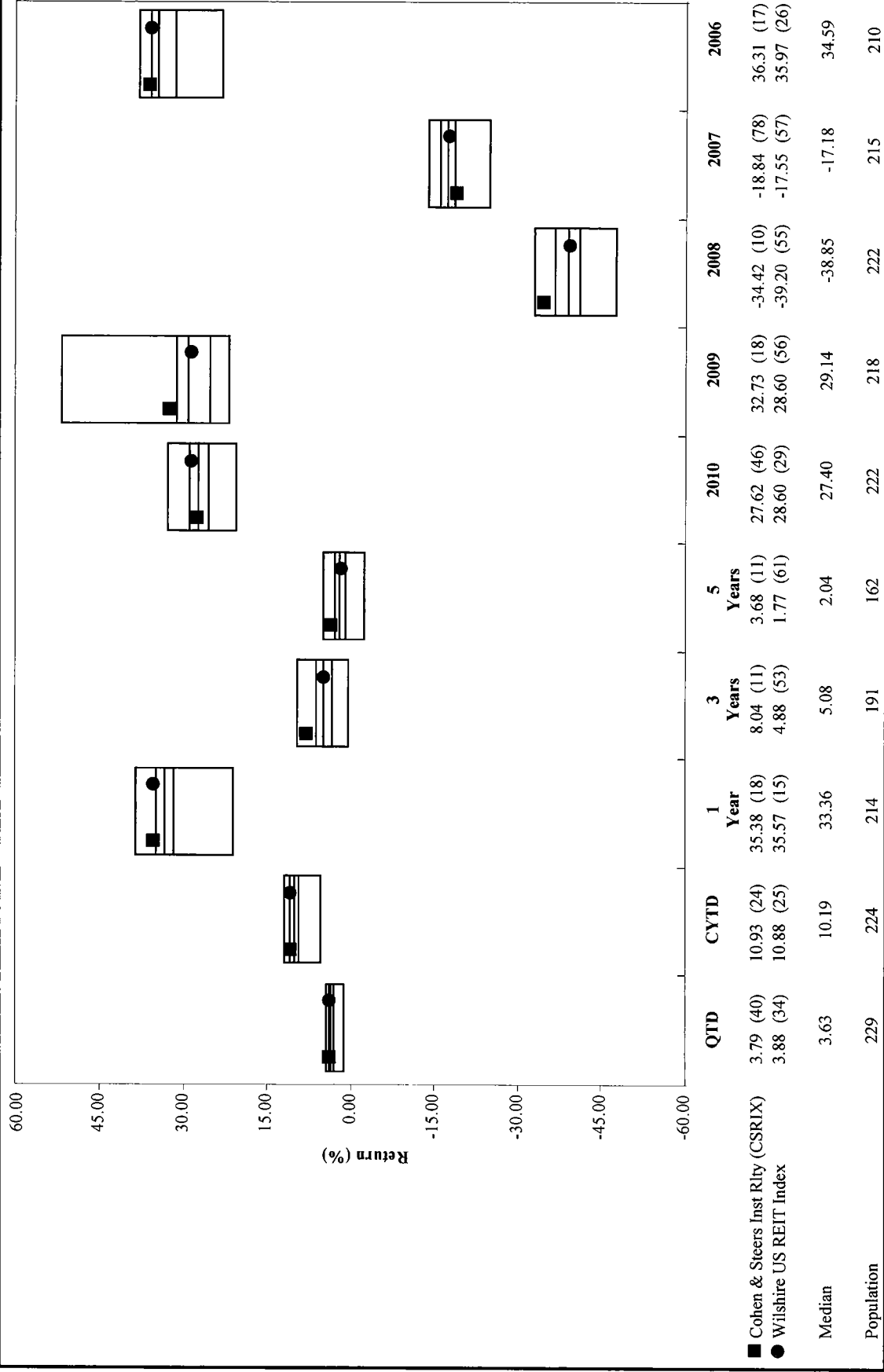
The last row shown in bold at the end of the table contains aggregate values pertaining to the period specified in the header. Performance shown is net of fees. Calculation is based on quarterly periodicity.

San Diego Transit Corporation Employees Retirement Plan

Peer Group Analysis

IM Real Estate Sector (MF)

As of June 30, 2011



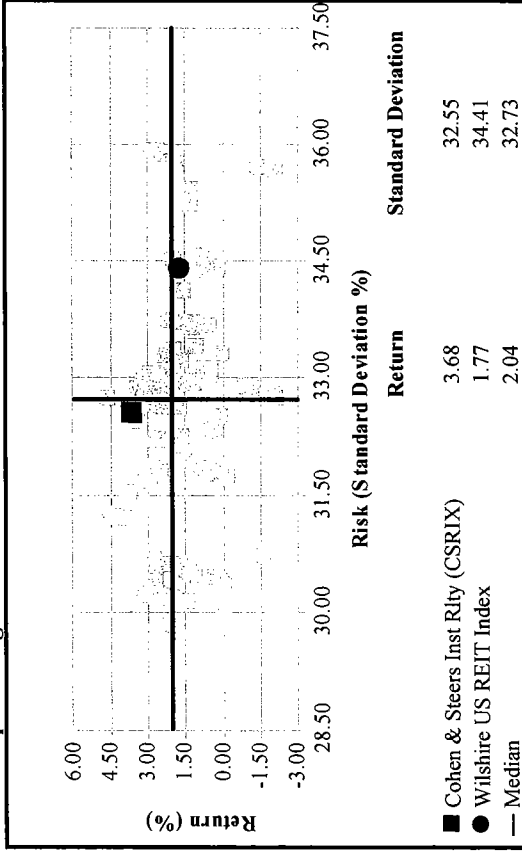
Performance shown is net of fees. Parentheses contain percentile ranks.

RVKuhns

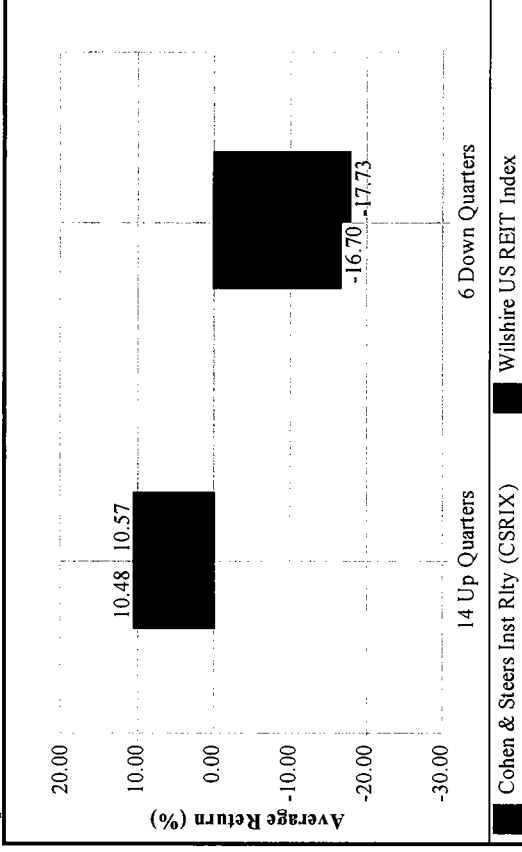
▶ ▶ ▶ & ASSOCIATES, INC.

San Diego Transit Corporation Employees Retirement Plan
Cohen & Steers Inst Rlty (CSRIX) vs. IM Real Estate Sector (MF)
 As of June 30, 2011

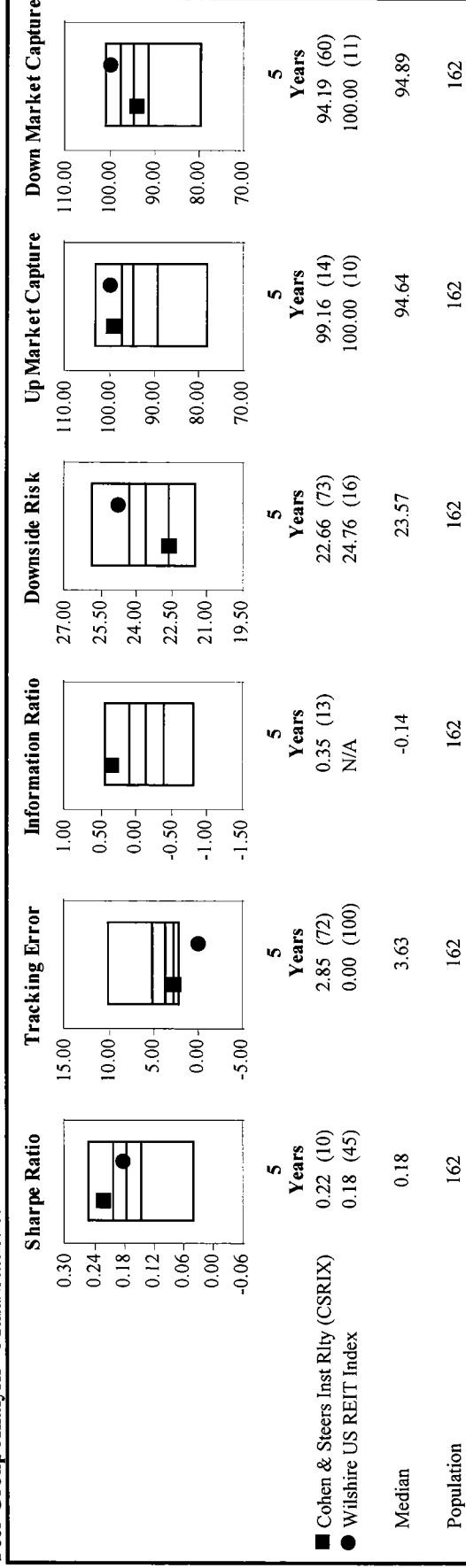
Peer Group Scattergram - 5 Years



Up/Down Markets - 5 Years

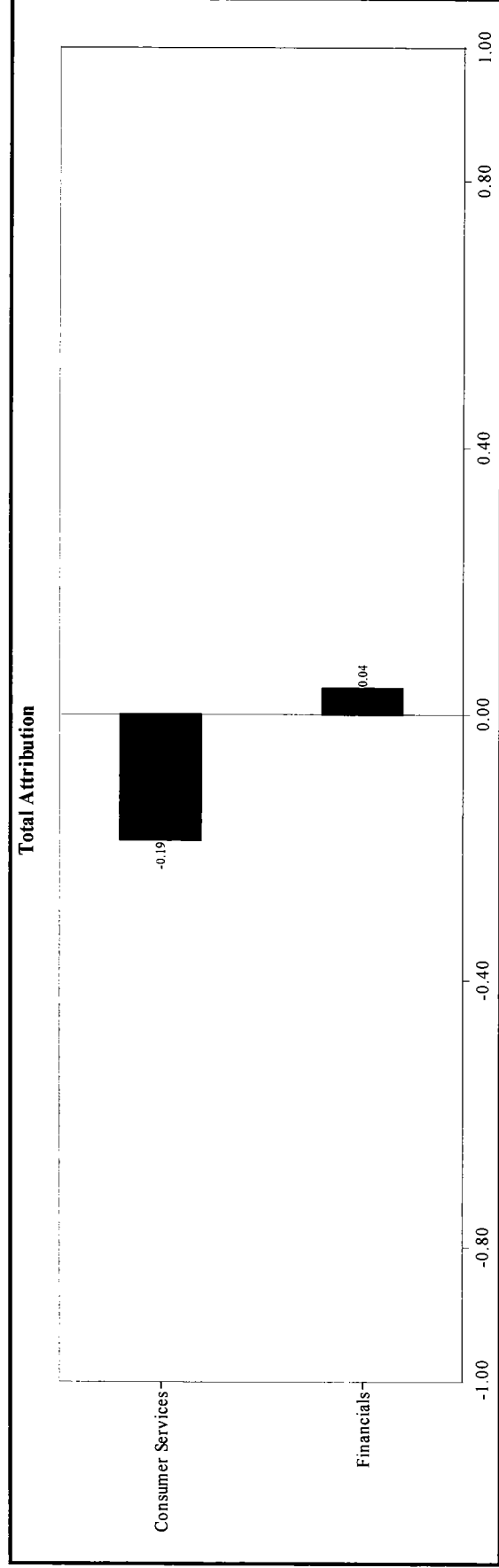
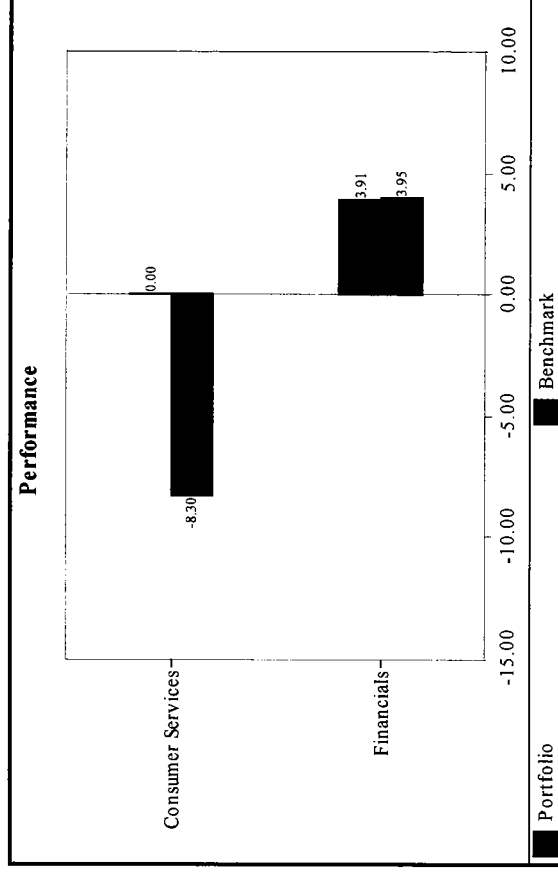
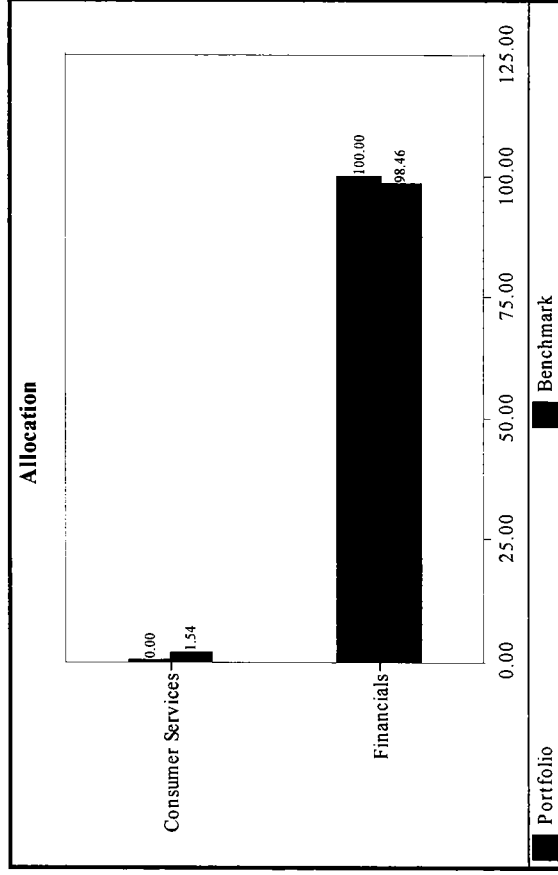


Peer Group Analysis - Multi Statistics



Performance shown is net of fees. Calculation is based on quarterly periodicity. Parentheses contain percentile ranks.

San Diego Transit Corporation Employees Retirement Plan
Cohen & Steers Inst Rlty (CSRIX) vs. Wilshire US REIT Index
Buy and Hold Sector Attribution Graph
1 Quarter Ending June 30, 2011

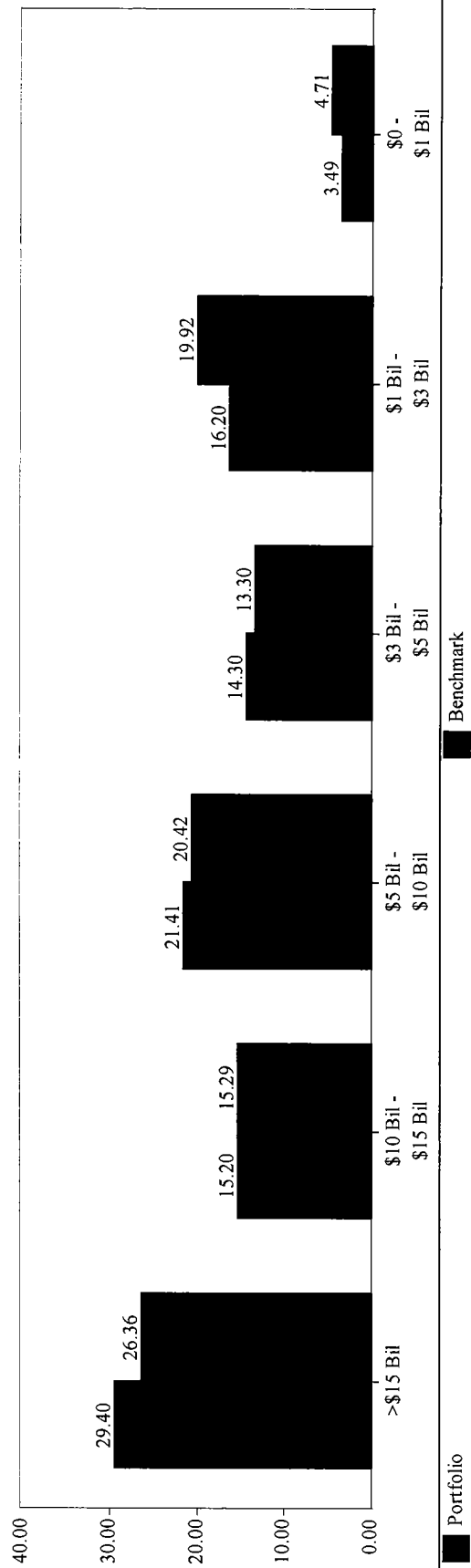


San Diego Transit Corporation Employees Retirement Plan
Cohen & Steers Inst Rlty (CSRIX) vs. Wilshire US REIT Index
Portfolio Characteristics
As of June 30, 2011

Top Ten Equity Holdings	Portfolio Weight (%)	Benchmark Weight (%)	Active Weight (%)	Quarterly Return (%)
SIMON PROPERTY GROUP, INC.	10.42	9.80	0.62	9.20
VORNADO REALTY TRUST	6.65	4.94	1.71	7.24
EQUITY RESIDENTIAL	6.10	5.08	1.02	6.96
AMB PROPERTY CORPORATION	5.58	0.00	5.58	0.39
BOSTON PROPERTIES, INC.	4.53	4.44	0.08	12.45
HOST MARriott CORPORATION	4.33	3.34	0.99	-3.58
GENERAL GROWTH PROP	3.33	1.90	1.43	8.46
DEVELOPERS	3.22	0.90	2.33	1.00
MACERICH COMPANY (THE)	3.22	2.01	1.21	9.01
UDR, INC.	3.07	1.34	1.73	1.46
% of Portfolio	50.45		33.75	

Portfolio Characteristics	Portfolio	Benchmark
Wtd. Avg. Mkt. Cap (\$M)	10,910	10,503
Median Mkt. Cap. (\$M)	3,180	1,957
Price/Earnings ratio	37.83	47.24
Price/Book ratio	2.36	2.32
5 Yr. EPS Growth Rate (%)	6.06	1.18
Current Yield (%)	3.04	3.50
Beta (5 yrs, monthly periodicity)	0.94	1.00
Number of Stocks	57	95

Distribution of Market Capitalization (%)

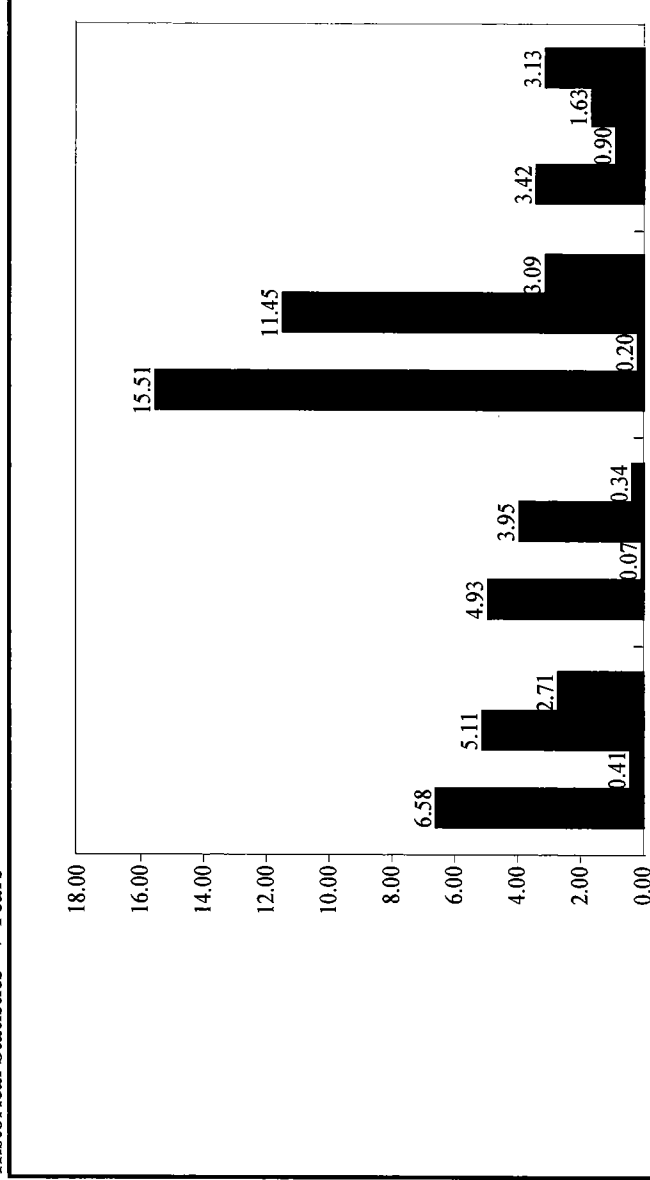


San Diego Transit Corporation Employees Retirement Plan
PAAAMCO Pacific Hedged Strat (CF)
As of June 30, 2011

Comparative Performance

	QTD	CYTD	1 Year	3 Years	5 Years	7 Years	2010	2009	2008	2007	Since Inception	Inception Date
PAAAMCO Pacific Hedged Strat (CF)	-0.34	1.64	7.31	-0.71	4.11	4.87	6.10	18.64	-21.94	16.63	4.95	08/01/2004
HFRI FOF Cnsvt Index	-0.78	0.30	5.21	-2.13	0.81	2.53	5.07	9.65	-19.86	7.68	2.57	
Difference	0.44	1.34	2.10	1.42	3.30	2.34	1.03	8.99	-2.08	8.95	2.38	

Historical Statistics - 7 Years



Historical Statistics - 7 Years

	Actual Correlation
HFRI FOF Cnsvt Index	0.94
3 Month LIBOR Index + 5%	-0.01
S&P 500 Index (Cap Wtd)	0.57
R 2000 Index	0.51
MSCI EAFE Index (Gross)	0.65
MSCI Emg Mkts Index (Gross)	0.72
BC US Agg Bond Index	0.02
BC US Trsy: US TIPS Index	0.30
Wilshire US REIT Index	0.33
DJ-UBS Cmnty Index (TR)	0.64
BofA ML 3 Mo US T-Bill Index	-0.02
Consumer Price Index	0.33

Performance shown is net of fees and is product-specific. Calculation is based on monthly periodicity. Since Inception date refers to the actual fund inception date.

**San Diego Transit Corporation Employees Retirement Plan
Addendum
As of June 30, 2011**

Performance Related Comments

- Performance versus SA+CF or plan sponsor peer groups is shown gross of fees, while performance versus MF peer groups is shown net of fees.
- Performance for Loomis Sayles World Bond Trust consists of Loomis Sayles Global Bond Fund (LSGBX) thru June-2008 and Loomis Sayles World Bond Trust (CF) thereafter.
- RVK endorses GIPS and calculates performance for composites and investment managers using different methodologies. For additional information, please see the Glossary.
- Effective June 30, 2011 manager peer groups will include the abbreviation "IM" at the beginning of each name. "IM" is the acronym for Investment Metrics, the provider of peer group data used in ranking investment manager and asset class performance.

Manager Transition Comments

- Vanguard Infl-Prot;Adm (VAIPX) was funded in July-2010.
- Brandes Global Equity (SA) was sold at the end of Dec-2005 to transition into the Brandes Global Equity commingled fund (CF) equivalent. Historical data prior to Jan-2006 for Brandes Global Equity (CF) is from the separate account (SA) vehicle.
- Kayne Anderson (SA) was liquidated in Mar-2006. The proceeds were used to purchase GMO US SMid Value Fund (GMSUX).
- UBS Dynamic Alpha Fund (BNAYX) and PAAMCO Pacific Hedged Strategies Portfolio (CF) were both funded in May-2007.
- TCW Large Cap Growth (SA) was liquidated in Aug-2007. The proceeds were used to fund Rainier Large Cap Equity (SA).
- Nicholas-Applegate Global Select Fund (NACHX) was liquidated in Oct-2007. The proceeds were used to fund TT Int'l Investment Trust Active Int'l Equity (CF).
- UBS Dynamic Alpha Fund (BNAYX) was liquidated in May-2008. The proceeds were used to purchase PIMCO:All Asset;Inst (PAAIX) and Wellington Diversified Inflation Hedges (CF).
- Loomis Sayles Global Bond Fund (LSGBX) was sold at the end of Jun-2008 to transition into the Loomis Sayles World Bond Trust commingled fund (CF) equivalent. Historical data prior to Jul-2008 for the Loomis Sayles World Bond Trust (CF) is from the mutual fund vehicle (LSGBX).
- GMO US SMid Value Fund (GMSUX) was liquidated in Jun-2008. The proceeds were used to fund Westwood SMidCap Equity (CF).
- Vanguard Explorer;Adm (VEXRX) was liquidated in Mar-2009. The proceeds were used to fund The Boston Co. SMid Cap Growth (CF).
- Brandes Global Equity (CF) was liquidated in Sept-2009. The proceeds were used to fund Artio Int'l Equity II Group Trust (CF).

Miscellaneous Comments

The PIMCO All Asset Fund currently consists of the following underlying strategies which have been classified by RVK into eight broad categories:

- *Equity Securities - Natural Resources:* None
- *Commodity Contracts/Index:* Commodity Real Return Strategy Fund, CommoditiesPLUS Strategy Fund
- *Fixed Income - Inflation Linked Securities:* Real Return Fund, Real Return Asset Fund
- *Floating Rate Bonds:* Floating Income Fund
- *REITs:* Real Estate Real Return Strategy Fund
- *Fixed Income - Nominal/Other:* Low Duration Fund, Short Term Fund, Investment Grade Corporate Bond Fund, Long Duration Total Return Fund, Long Term Credit Fund, Long Term US Government Fund, Total Return Fund, Convertible Fund, Developing Local Markets, Diversified Income Fund, Emerging Local Bond Fund, Emerging Markets Bond Fund, Foreign Bond Fund (Unhedged), Fundamental Advantage Total Return Strategy Fund, Global Advantage Strategy Fund, High Yield Fund, High Yield Spectrum Fund, Income Fund, Unconstrained Bond Fund
- *Equity - Non Real Asset:* EM Fundamental IndexPlus TR Fund, Fundamental IndexPlus, Fundamental IndexPlus TR, Int'l StocksPlus TR Fund (US Dollar Hedged), Int'l StocksPlus TR Fund (Unhedged), Small Cap StocksPlus TR Fund, StocksPlus Total Return Fund, Eqs Pathfinder Fund, Eqs Emerging Markets Fund
- *Other (Includes Cash):* None

San Diego Transit Corporation Employees Retirement Plan
Addendum
As of June 30, 2011

Investment Manager Fee Schedule

Manager Name	Product Type	Ticker/CUSIP	Annual Expense Ratio
1. Artio International Equity II Group Trust	Commingled Fund	04315AIE1	0.85% (a)
2. Cohen & Steers Institutional Realty Shares	Mutual Fund	CSRIX	0.75%
3. JPMorgan Core Bond Trust	Commingled Fund	62826M921	0.30%
4. Loomis Sayles World Bond Trust	Commingled Fund	5434LSWB3	0.55% (b)
5. PAAMCO Pacific Hedged Strategies	Limited Partnership	69347PHS3	1.00% (c)
6. PIMCO All Asset Fund - Institutional Class	Mutual Fund	PAAIX	0.87%
7. PIMCO Total Return Fund - Institutional Class	Mutual Fund	PTTRX	0.46%
8. Rainier Large Cap Equity Portfolio	Separate Account	N/A	0.75% (d)
9. The Boston Company Small/Mid Cap Growth Equity	Commingled Fund	585BCP993	0.90% (e)
10. TT Int'l Investment Trust Active Int'l Equity	Commingled Fund	707TTI995	1.00%
11. Vanguard Inflation-Protected Securities- Admiral Shares	Mutual Fund	VAIPX	0.11%
12. Wellington Diversified Inflation Hedges Portfolio	Commingled Fund	959WTC996	0.90%
13. Westwood Trust Large Cap Equity - EB Fund	Commingled Fund	9617WTLCS	0.77% (f)
14. Westwood Trust SMidCap Equity - EB Fund	Commingled Fund	999PCF994	0.85% (g)

(a) The annual expense ratio for the **Artio International Equity II Group Trust** is based on the portfolio's average assets during the quarter using the following fee schedule:

- 0.85% on the first \$20 million; 0.65% on the next \$20 million; 0.55% on the next \$60 million; and 0.45% thereafter.

(b) The annual expense ratio for the **Loomis Sayles World Bond Trust** is based on the portfolio's assets at the end of the quarter using the following fee schedule:

- 0.55% on the first \$10 million; 0.35% on the next \$65 million; and 0.25% thereafter

(c) **PAAMCO Pacific Hedged Strategies** has a fee structure of 1.00% management fee plus an incentive fee of 5.0% of appreciation, taken quarterly, and subject to a loss carry forward (high-water mark).

(d) The annual expense ratio for the **Rainier Large Cap Equity Portfolio** is based on the fund's assets at the end of the quarter using the following fee schedule:

- 0.75% on the first \$10 million; and 0.50% thereafter

(e) The annual expense ratio for **The Boston Company Small/Mid Cap Growth Equity** is based on the fund's assets at the end of the quarter using the following fee schedule:

- 0.90% on the first \$25 million; and 0.75% thereafter

(f) The annual expense ratio for the **Westwood Trust Large Cap Equity - EB Fund** is based on the fund's assets at the end of the quarter using the following fee schedule:

- 0.80% on the first \$5 million; 0.75% on the next \$5 million; 0.70% on the next \$5 million; 0.65% on the next \$5 million; and 0.60% thereafter

(g) The annual expense ratio for the **Westwood Trust SMidCap Equity - EB Fund** is based on the fund's assets at the end of the quarter using the following fee schedule:

- 0.85% on the first \$10 million; and 0.80% thereafter

San Diego Transit Corporation Employees Retirement Plan
Addendum
As of June 30, 2011

Policy Index - The static custom index for the San Diego Transit Total Fund is calculated monthly and consists of:

- From July-2010 through present: **20%** S&P 500 Index, **5%** Russell 2500 Index, **12.5%** MSCI ACW Ex US Index (Gross), **12.5%** MSCI EAFE Index (Gross), **20%** BC US Agg Bond Index, **5%** BC US Trsy: US TIPS Index, **5%** Citi Wrld Gov't Bond Index, **4%** Wilshire US REIT Index, **6%** All Asset Composite Index, **6%** Wellington Dvfd Infl Hedge Comp Index, & **4%** HFRI FOF Cnsvt Index.
- From Oct-2009 through June-2010: **20%** S&P 500 Index, **15%** Russell 2500 Index, **7.5%** MSCI ACW Ex US Index (Gross), **7.5%** MSCI EAFE Index (Gross), **27.5%** BC US Agg Bond Index, **5%** Citi Wrld Gov't Bond Index, **5%** Wilshire US REIT Index, **4.5%** All Asset Composite Index, **4.5%** Wellington Dvfd Infl Hedge Comp Index, & **3.5%** HFRI FOF Cnsvt Index.
- From Jun-2008 through Sept-2009: **20%** S&P 500 Index, **15%** Russell 2500 Index, **7.5%** MSCI World Index (Gross), **7.5%** MSCI EAFE Index (Gross), **27.5%** BC US Agg Bond Index, **5%** Citi Wrld Gov't Bond Index, **5%** Wilshire US REIT Index, **4.5%** All Asset Composite Index, **4.5%** Wellington Dvfd Infl Hedge Comp Index, & **3.5%** HFRI FOF Cnsvt Index.
- From Nov-2007 through May-2008: **20%** S&P 500 Index, **15%** Russell 2500 Index, **7.5%** MSCI World Index (Gross), **7.5%** MSCI EAFE Index (Gross), **27.5%** BC US Agg Bond Index, **5%** Citi Wrld Gov't Bond Index, **5%** Wilshire US REIT Index, **9%** Consumer Price Index + 5%, & **3.5%** HFRI FOF Cnsvt Index.
- From June-2007 through Oct-2007: **20%** S&P 500 Index, **15%** Russell 2500 Index, **15%** MSCI World Index (Gross), **27.5%** BC US Agg Bond Index, **5%** Citi Wrld Gov't Bond Index, **5%** Wilshire US REIT Index, **9%** Consumer Price Index + 5%, & **3.5%** HFRI FOF Cnsvt Index.
- From Apr-2006 through May-2007: **25%** S&P 500 Index, **15%** MSCI World Index (Gross), **35%** BC US Agg Bond Index, **5%** Citi Wrld Gov't Bond Index, & **5%** Wilshire US REIT Index.
- From Apr-2005 through Mar-2006: **25%** S&P 500 Index, **7.5%** Russell 2500 Index, **15%** MSCI World Index (Gross), **35%** BC US Agg Bond Index, **5%** Citi Wrld Gov't Bond Index, & **5%** Wilshire US REIT Index.
- From Jan-2002 through Mar-2005: **25.2%** S&P 500 Index, **4.2%** Russell 2500 Index, **26.4%** MSCI World Index (Gross), **35%** BC US Agg Bond Index, & **5%** Citi Wrld Gov't Bond Index.
- From Oct-1998 through Dec-2001: **35%** S&P 500 Index, **10%** Russell 2000 Index, **15%** MSCI EAFE Index (Net), **35%** BC US Agg Bond Index, & **5%** Citi Wrld Gov't Bond Index.
- From Oct-1996 through Sep-1998: **27%** S&P 500 Index, **10%** Russell 2000 Index, **10%** MSCI EAFE Index (Net), **13%** MSCI World Index (Net), **36%** BC US Agg Bond Index, & **4%** Citi Wrld Gov't Bond Index.
- From Jan-1994 through Sep-1996: **37%** S&P 500 Index, **10%** MSCI EAFE Index (Net), **13%** MSCI World Index (Net), **36%** BC US Agg Bond Index, & **4%** Citi Wrld Gov't Bond Index.
- From Jan-1989 through Dec-1993: **50%** S&P 500 Index, **10%** MSCI EAFE Index (Net), & **40%** BC US Agg Bond Index.
- From Jul-1982 through Dec-1988: **60%** S&P 500 Index & **40%** BC US Agg Bond Index.

Glossary

Alpha - A measure of the difference between a portfolio's actual returns and its expected performance, given its level of risk as measured by beta. It is a measure of the portfolio's historical performance not explained by movements of the market or a portfolio's non-systematic return.

Alpha Ratio - A measure of a portfolio's non-systematic return per unit of downside risk. It is measured by dividing the alpha of a portfolio by the downside risk. The non-systematic return is a measure of a portfolio's historical performance not explained by movements of the market.

Average Quality - Bond quality ratings are reported using the investment managers' and the index providers' preferred rating agency. There are two primary rating agencies in the U.S. *Moody's* assigns ratings on a system that employs up to four symbols (consisting of letters and numbers) such as, Aaa, Aa2, etc., with Aaa being the highest or safest rating. *Standard & Poor's (S&P)* employs a system that uses + and - along with letters such as AAA, AA+, etc. The two rating agencies' systems are summarized below:

<u>S&P</u>	<u>Moody's</u>	<u>Explanation</u>
Higher Credit Quality - Investment Grade		
AAA	Aaa	Prime/Highest credit quality
AA+	Aa1	High credit quality
AA	Aa2	
AA-	Aa3	
A+	A1	Upper-medium credit quality
A	A2	
A-	A3	
BBB+	Baa1	Lower-medium credit quality
BBB	Baa2	
BBB-	Baa3	
Lower Credit Quality - Below Investment Grade		
BB+	Ba1	Speculative/Low credit quality
BB	Ba2	
BB-	Ba3	
B+	B1	Highly speculative
B	B2	
B-	B3	
CCC+	Caa1	Substantial credit/default risk
CCC	Caa2	Extremely speculative
CCC-	Caa3	
CC	Ca	Vulnerable to default
C	Ca	
D	C	In default

Beta - A measure of the sensitivity of a portfolio to the movements in the market. It is a measure of a portfolio's non-diversifiable or systematic risk.

Glossary

Buy and Hold Attribution - At the beginning of the time period under analysis, the manager and benchmark portfolios are broken down into segments (i.e., styles, sectors, countries, and regions) based on the desired type of attribution. The formula assumes zero turn-over to the manager and benchmark portfolios throughout the period and calculates the segment returns ("buy and hold returns") to arrive at performance attribution. Due to portfolio turnover, buy and hold attribution may not accurately represent quarterly performance relative to the benchmark. Buy and hold attribution may also understate emerging markets and small cap exposure due to limited pricing availability from Worldscope. Country, region, sector, and style allocations are as of the date one quarter prior to the reporting date, and the returns shown are for those segments throughout the quarter reported. Due to disclosure guidelines set by each investment manager, equity characteristics shown are as of the most recent date available. The following is the methodology for segment classification:

Sector - Attribution is calculated using the Industry Classification Benchmark (ICB), which is a detailed and comprehensive structure for sector and industry analysis. Stocks are classified by their primary sector, as defined by Worldscope data.

Country/Region - Attribution is calculated using the Morgan Stanley Capital International (MSCI) region standards. Stocks are classified by their domicile country/region, as defined by Worldscope data.

Style - Stocks are classified into the following style boxes: large/mid/small vs. growth/neutral/value. Stocks are classified along large/mid/small categories at the time of the Russell index rebalancing, using the index market cap boundaries as cutoff points. Stocks are classified along growth/neutral/value categories at the time of the Russell index rebalancing, using the price/book ratio as supplied by Worldscope. Stocks in the Russell 3000 Index portfolio are sorted by price/book ratio; names with the highest price/book ratio that make up 1/3 of the total market capitalization are assigned to the growth category, names that make up the subsequent 1/3 of the total market capitalization are assigned to the neutral category, while the balance of the names are assigned to the value category.

Portfolio Characteristics and Buy and Hold Attribution reports utilize product-specific data for all mutual funds and commingled funds.

Capital Markets Review -

Baltic Dry Index - Measures the demand for shipping capacity versus the supply of dry bulk carriers. As the supply of cargo ships is inelastic, the Baltic Dry Index provides an assessment of the price of moving major raw materials by sea.

Breakeven Inflation - Measures the expected inflation rate at each stated maturity by taking the difference between the real yield of the inflation-linked maturity curve and the yield of the closest nominal Treasury maturity.

Capacity Utilization - Measures the extent to which a country efficiently utilizes installed productive capacity. It measures the difference between the output that is produced using the installed equipment versus the output that *could* be produced using the installed equipment.

Consumer Confidence - Measures domestic consumer confidence as defined by the degree of optimism on the state of the economy that consumers express through saving and spending.

Consumer Price Index (CPI) - Measures the change in the price level of consumer goods and services.

Disposable Producer Price Index (PPI) - Measures the average change in selling prices received by US producers for their output.

M2 - Measures the amount of money in circulation and is often used as an indicator for forecasting inflation.

Option-Adjusted Spread - Measures the flat spread of an index or bond to the Treasury yield curve after removing the effect of any embedded options.

Personal Consumption Expenditures - Measures the average increase in prices for all domestic personal consumption.

Personal Income - The difference between total personal income and personal income tax payments.

Personal Savings - Percentage of personal saving within the US as a percentage of disposable personal income.

Purchasing Managers Index - Measures economic activity by surveying purchasing managers on a monthly basis as to whether business conditions have improved, worsened, or stayed the same.

Relative Strength Index (RSI) - Measures the current and historical strength or weakness of a stock market based on the closing prices of the most recent 14-day period. RSI is classified as a momentum oscillator and measures the velocity and magnitude of directional price movements. RSI levels at or above 70 may indicate that a market is "overbought" while RSI levels below 30 may indicate that a market is "oversold."

Shiller 20 City YoY - Measures the monthly change in housing prices for 20 major metropolitan areas within the United States.

Glossary

US Dollar Total Weighted Index - Measures the value of the US Dollar relative to a basket of other world currencies. It is calculated as the weighted geometric mean of the dollar's value versus the EUR, GBP, CAD, SEK, CHF, and JPY.

VIX - Measures the implied volatility of S&P 500 Index options by looking at the market's expectation of the S&P 500 Index volatility over the next 30 day period. Commonly referred to as the "fear index" or the "fear gauge."

Consistency - The percentage of quarters that a product achieved a rate of return higher than that of its benchmark. The higher the consistency figure, the more value a manager has contributed to the product's performance.

Convexity - A measure of the shape of the curve that describes the relationship between bond prices and bond yields.

Coupon Rate - The percentage rate of interest paid on a bond or fixed income security; it is typically paid twice per year.

Current Yield - The annual income of a security divided by the security's current price.

Down Market Capture - Down market by definition is negative benchmark return and down market capture represents the ratio in % terms of the average portfolios return over the benchmark during the down market period. The lower the value of the down market capture the better the product's performance.

Downside Risk - A measure similar to standard deviation, but focuses only on the negative movements of the return series. It is calculated by taking the standard deviation of the negative quarterly set of returns. The higher the factor, the riskier the product.

Earnings Per Share - It is backward looking, calculated using the one year current EPS divided by the one year EPS five years ago.

Effective Duration - The weighted average duration of all the bonds in a given portfolio, weighted by their dollar values.

Excess Return vs. Market - Average of the monthly arithmetic difference between the manager's return and the benchmark return over a specified time period, shown on an annualized basis.

Excess Return vs. Risk Free - Average of the monthly arithmetic difference between the manager's return and the risk-free return (i.e., BofA ML 3 Mo US T-Bill Index unless specified otherwise) over a specified time period, shown on an annualized basis.

Excess Risk - A measure of the standard deviation of a portfolio's performance relative to the risk free return.

Expense Ratios - Morningstar is the source for mutual fund expense ratios.

Gain/Loss - The net increase or decrease in the market value of a portfolio excluding its Net Cash Flow for a given period.

Indices - All indices and related information are considered intellectual property and are licensed by each index provider. The indices may not be copied, used or distributed without the index provider's prior written approval. Index providers make no warranties and bear no liability with respect to the indices, any related data, their quality, accuracy, suitability and/or completeness.

Information Ratio - Measured by dividing the active rate of return by the tracking error. The higher the information ratio, the more value-added contribution by the manager.

Glossary

Liability Driven Investing (LDI) - A method to optimally structure asset investments relative to liabilities. The change in liabilities is estimated by the Ryan Labs Generic PPA Index of appropriate duration for that Plan. This benchmark is based on generic data and is therefore an approximation. RVK is not an actuarial firm, and does not have actuarial expertise.

Estimated Funded Status - The estimated ratio of a Plan's assets relative to its future liabilities. This is calculated by dividing the Plan's asset market value by the estimated present value of its liabilities. The higher the estimated funded status, the better the Plan's ability to cover its projected benefit obligations. An estimated funded status of 100% indicates a Plan that is fully funded.

Estimated PV of Liabilities - An estimate of a Plan's future liabilities in present value terms. The beginning of the period liability is provided by the Plan's actuary. The period-end present value liability estimate provided in this report is derived by applying the estimated percentage change generated using the Ryan Labs Generic PPA Index with duration similar to that reported on the most recent actuarial valuation report.

Duration of Liabilities - The sensitivity of the value of a Plan's liabilities to changes in interest rates, as calculated by the Plan's actuary.

Duration of Assets - The dollar-weighted average duration of all the individual Plan assets.

Estimated Plan Hedge Ratio - The estimate of how well a Plan's investment portfolio is hedged against changes in interest rates - a primary driver of funded status movements. This is calculated by dividing the dollar-weighted values of both the Plan asset duration by the liability duration and multiplying by the estimated funded status. An estimated plan hedge ratio of zero indicates that the Plan's liabilities have not been hedged, whereas a value of one indicates fully hedged.

Modified Duration - The approximate percentage change in a bond's price for a 100 basis point change in yield.

Net Cash Flow - The sum, in dollars, of a portfolio's contributions and withdrawals. This includes all management fees and expenses only when performance shown is gross of fees.

Peer Groups -

Plan Sponsor Peer Groups - RVK utilizes the Mellon Analytical Solutions Trust Universe along with the Investment Metrics Plan Sponsor Universe. The combined Mellon Analytical Solutions Trust Universe and Investment Metrics Plan Sponsor Universe is used for comparison of total fund composite results and utilizes actual client returns compiled from consultant and custodial data. The Plan Sponsor Peer Group database includes performance and other quantitative data for over 1,273 plans which include corporate, endowment, foundation, public, and Taft Hartley plans, across 6 standard peer groups. Plan Sponsor Peer Groups are gross of fees.

Separate Account (SA) and Commingled Fund (CF) Peer Groups - RVK utilizes the Investment Metrics Separate Account and Commingled Fund Manager Peer Groups for peer comparison and rankings. The Separate Account and Commingled Fund Peer Group database includes performance and other quantitative data for over 1,009 investment management firms, 4,999 investment products, across 148 standard peer groups. Separate Account and Commingled Fund Peer Groups are gross of fees.

Mutual Fund (MF) Peer Groups - RVK utilizes the Lipper Mutual Fund Manager Peer Groups for peer comparison and rankings. The Lipper Manager Peer Group database includes performance and other quantitative data for over 636 investment management firms, 23,637 investment products, across 127 standard peer groups. Mutual Fund Peer Groups are net of fees.

Percentile Rankings - Percentile rank compares an individual fund's performance with those of other funds within a defined peer group of managers possessing a similar investment style. Percentile rank identifies the percentage of a fund's peer group that has a higher return (or other comparative measurement) than the fund being ranked. Conversely, 100 minus the individual fund's ranking will identify the percentage of funds within the peer group that have a lower return than the fund being ranked.

1 - Highest Statistical Value
100 - Lowest Statistical Value

Glossary

Example: American Funds AMCP; R-4 (RAFEX) is ranked in the 4th percentile within the US Equity Large-Cap Growth Funds (MF) Peer Group for the Sharpe Ratio. Within the US Equity Large-Cap Growth Funds peer group, 4% of the other funds performed better than American Funds AMCP; R-4 (RAFEX), while 96% of the funds performed worse.

Performance Methodology - RVK endorses the Global Investment Performance Standards (GIPS) and calculates performance for investment managers and composites using different methodologies. Investment manager performance is calculated by revaluing the portfolio on the date of all large external cash flows while composite performance is calculated using the Modified Dietz calculation methodology. According to the CFA Institute, "Only investment management firms that actually manage assets can claim compliance with the Standards. Plan Sponsors and consultants cannot make a claim of compliance unless they actually manage assets for which they are making a claim of compliance. They can claim to endorse the Standards and/or require that their investment managers comply with the Standards."

Investment Managers - Performance is calculated for interim periods between all large external cash flows for a given month and geometrically linked to calculate period returns. An external cash flow is defined as cash, securities, or assets that enter or exit a portfolio. RVK defines a "large cash flow" as a net aggregate cash flow of $\geq 10\%$ of the beginning-period portfolio market value or any cash flow that causes RVK calculated performance to deviate from manager/custodian reported performance in excess of 5 basis points for a given month.

Composites - The Modified Dietz methodology is utilized to calculate asset class, sub-asset class, and total fund composite performance. The Modified Dietz method calculates a time-weighted total rate of return that considers the timing of external cash flows; however, it does not utilize interim period performance to mitigate the impact of significant cash in- and outflows to the composite.

RVK calculates performance beginning with the first full month following inception. Since inception performance may vary from manager reported performance due to RVK using the first full month of returns as the inception date. Performance for both managers and composites is annualized for periods greater than one year.

Portfolio Characteristics - Due to disclosure guidelines set by each investment manager, portfolio characteristics shown are as of the most recent date available.

Region Attribution - Calculated using the Morgan Stanley Capital International (MSCI) region standards.

Return - Compounded rate of return for the period.

%Return - The time-weighted rate of return of a portfolio for a given period.

R-Squared - The percentage of a portfolio's performance explained by the behavior of the appropriate benchmark. High R-Squared means a higher correlation of the portfolio's performance to the appropriate benchmark.

Risk Free Benchmark - BofA ML 3 Mo US T-Bill Index unless specified otherwise.

Glossary

RVK Liquidity Rating - A qualitative method for determining the relative amount of liquidity in a portfolio. The characteristics considered when determining relative liquidity include trading volume, gates for redemption, leverage, nature of transactions, and pricing mechanisms. The RVK Liquidity Rating is calculated using beginning of month investment weights applied to each corresponding asset class liquidity rating.

Asset Class RVK Liquidity Rating

Liquid Investments

T-Bills and Treasurys	100
Cash Equivalents	98
TIPS	95
US Large Cap Equity	95
Stable Value	91
Non-US Large Cap Equity	90
US Small Cap Equity	85
REITS	85
Non-US Small Cap Equity	85
Non-US Emerging Markets Equity	85
Core Fixed Income	85
Core Plus Fixed Income	80

Less Liquid Investments

Fixed Income Plus Sector	50
Diversified Real Return	50
Absolute Return Strategies	35

Not Liquid Investments

Core Real Estate	25
Core Plus Real Estate	15
Plus Only Real Estate	5
Private Equity Funds of Funds	5

Sector Attribution - Calculated using the Industry Classification Benchmark (ICB).

Sharpe Ratio - Represents the excess rate of return over the risk-free return (i.e., BofA ML 3 Mo US T-Bill Index unless specified otherwise), divided by the standard deviation of the excess return. The result is the absolute rate of return per unit of risk. The higher the value, the better the product's historical risk-adjusted performance.

Simple Alpha - The difference between the manager's return and the benchmark's return.

Spread Duration - A measure of the price sensitivity of a bond to a 100 basis-point movement of the bond's spread relative to Treasurys.

Standard Deviation - A statistical measure of the range of a portfolio's performance. The variability of a return around its average return over a specified time period.

Glossary

Time Period Abbreviations - QTD - Quarter-to-Date. **CYTD** - Calendar Year-to-Date. **FYTD** - Fiscal Year-to-Date.

Thematic Classification - Represents dedicated manager allocations; as such, thematic allocations are approximations. RVK categorizes the following asset classes as Alpha, Capital Appreciation, Capital Preservation, and Inflation:

<u>Alpha</u>	<u>Capital Appreciation</u>	<u>Capital Preservation</u>	<u>Inflation</u>
Absolute Return Strategies	Public Equity	Core Fixed Income	TIPS
Currency Overlay	Private Equity	CMBS Fixed Income	Core Real Estate
	Preferred Securities	Asset Backed Fixed Income	Real Return
	High Yield	Domestic Core Plus Fixed Income	Inflation Hedges
	Convertible Fixed Income	Mortgage Backed Fixed Income	REITS
	TALF Funds	International Developed Fixed Income	Commodities
	Distressed Debt	Cash Equivalents	
	Emerging Market Fixed Income	Stable Value	
	Value Added Real Estate		
	Opportunistic Real Estate		

Total Fund Attribution - A method for identifying the sources of a total fund's over- or underperformance relative to its benchmark. The calculation identifies the contributions of positive or negative total fund excess return caused by allocation differences relative to the total fund's custom benchmark, and performance differences of the investment managers relative to the benchmark components that represent them.

Total Fund Performance -

Total Fund - The percentage return of the total fund for the specified time period.

Total Fund Benchmark - The percentage return of the total fund benchmark for the specified time period; calculated using the target asset allocation and the corresponding benchmark returns.

Total Value Added - The percentage of over- or underperformance of the total fund as compared to the total fund benchmark.

Total Value Added -

Asset Allocation - Shows how the variance of the total fund's actual allocation from its target allocation added to or subtracted from fund performance.

Manager Value Added - The portion of the total value added attributable to the outperformance or underperformance of the fund's investment managers, relative to the individual benchmarks that represent them in the total fund benchmark.

Market Timing/Other - The contribution of other residual factors, including estimation error and transaction timing.

Total Fund Beta - Total Fund Beta is calculated using the S&P 500 as the benchmark. It represents a measure of the sensitivity of the total fund to movements in the S&P 500 and is a measure of the Total Fund's non-diversifiable or systematic risk.

Tracking Error - A measure of the standard deviation of a portfolio's performance relative to the performance of an appropriate market benchmark.

Treynor Ratio - Similar to Sharpe ratio, but focuses on beta rather than excess risk (standard deviation). Treynor ratio represents the excess rate of return over the risk-free rate (i.e., BofA ML 3 Mo US T-Bill Index unless specified otherwise) divided by the beta. The result is the absolute rate of return per unit of risk. The higher the value, the better the product's historical risk-adjusted performance.

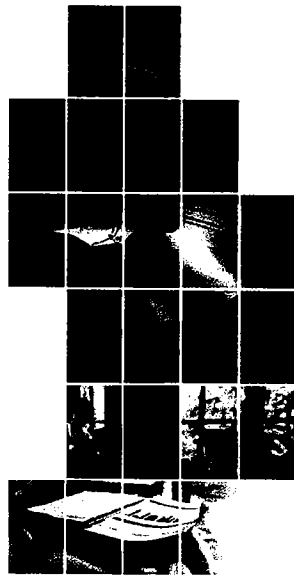
Unit Value - The dollar value of a portfolio, assuming an initial nominal investment of \$100, growing at the compounded rate of %Return for a given period.

Glossary

Up Market Capture - Up market by definition is positive benchmark return and up market capture represents the ratio in % terms of the average portfolios return over the benchmark during the up market period. The higher the value of the up market capture the better the product's performance.

Yield to Maturity - The rate of return achieved on a bond or other fixed income security assuming the security is bought and held to maturity and that the coupon interest paid over the life of the bond will be reinvested at the same rate of return.

Yield to Worst - The bond yield calculated by using the worst possible yield taking into consideration all call, put, and optional sink dates.



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San Diego Transit Corporation Employees Retirement Plan Investment Performance Analysis

Month Ended
August 31, 2011

Prepared By
Ian Bray

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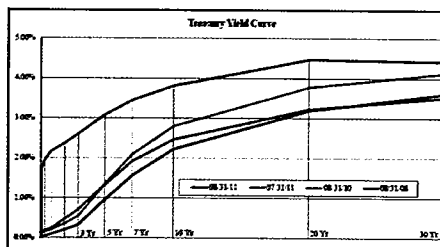
Capital Markets Review As of August 31, 2011

General Market Commentary

- Volatility continued to rule equity markets around the world as S&P downgraded US debt and Spain and Italy saw their interest rates spike until the European Central Bank stepped in and purchased Spanish and Italian bonds.
- A flight to safety pushed 10-Year US Treasury and German Bond yields to record lows and the price of gold to an all time seasonal high.
- Equity markets posted negative returns in August as the S&P 500 (Cap Wtd) Index returned -5.43% and the MSCI EAFE (Gross) Index returned -9.02%. Emerging markets returned -8.90% as measured by the MSCI EM (Gross) Index.
- The Barclays Capital US Aggregate Bond Index returned 1.40% in August, outperforming the BC US Treasury return of 0.42%, as measured by the BC US Treasury Intermediate Term Index. International fixed income markets returned 2.47%, as measured by the Cit Non-US World Government Bond Index.
- Public and common, as measured by the Wilshire US REIT Index, returned -5.64% in August and -0.42% over the 3-year period.
- The Venture Economics All Private Equity Index returned 16.99% for the trailing one-year period and 8.66% for the trailing 3-year period ending December 2010.
- The return for absolute return strategies, as measured by the HFN FOF Multi-Start Index, is currently unavailable.
- Crude oil's price fell by -7.20% during the month and has decreased by -2.81% year to date.

Market Indicators	08/31/11	07/31/11	12/31/10	30 Yr	60 Yr
Return Funds Rate	0.25%	0.25%	0.25%	3.67%	4.13%
Short-term Inflation - 1 Year	1.10%	0.95%	1.48%	1.10%	1.10%
Short-term Inflation - 5 Year	1.67%	2.05%	1.75%	1.65%	1.65%
Short-term Inflation - 10 Year	2.07%	2.44%	1.78%	2.00%	2.00%
Short-term Inflation - 30 Year	2.40%	2.77%	2.40%	2.30%	2.30%
BC US Agg Bond Index - Yield	2.39%	2.61%	2.97%	5.72%	1.10%
BC US Agg Bond Index - QAS	0.86%	0.60%	0.56%	0.72%	1.80%
BC US Agg Credit Index - QAS	1.88%	1.41%	1.40%	1.57%	2.00%
BC US Corp HY Index - QAS	7.08%	5.86%	5.60%	6.17%	3.33%
Capacity Utilization	N/A	N/A	75.50%	76.80%	79.50%
Unemployment Rate	9.10%	9.10%	9.40%	5.90%	6.30%
PMI - Manufacturing	50.60%	50.90%	58.50%	51.70%	52.30%
Retail Day Index - Shipping	1.619	1.264	1.519	1.608	1.674
Consumer Conf (Confidence)	44.30	56.30	60.40	98.30	96.60
CPI YoY (Headline)	N/A	N/A	3.60%	1.50%	2.60%
CPI YoY (Core)	N/A	N/A	1.80%	0.80%	2.30%
PPI YoY	N/A	N/A	7.30%	3.80%	2.10%
M2 YoY	N/A	N/A	8.20%	3.30%	3.90%
US Dollar Total Weighted Index	68.85	68.30	74.13	69.00	66.54
WTI Crude Oil per Barrel	\$99	\$98	\$99	\$80	\$83
Gold Spot per Oz	\$1,213	\$1,214	\$1,419	\$254	\$310

All data courtesy of Bloomberg Professional Services. Performance is annualized for periods greater than one year.
30- and 60-year average Gold spot prices are adjusted for inflation. CPI figures are seasonally adjusted.
M2 YoY performance is reported quarterly. M2TD and QTD returns are shown as % A* on an annualized basis.



Treasury Yield Curve	08/31/11	07/31/11	06/31/10	08/31/08
1 Month	0.08%	0.08%	0.13%	1.75%
3 Month	0.06%	0.11%	0.19%	1.84%
6 Month	0.08%	0.08%	0.22%	2.17%
1 Year	0.12%	0.54%	0.70%	2.77%
2 Year	0.60%	1.30%	1.29%	2.66%
3 Year	1.50%	2.00%	1.97%	3.09%
5 Year	2.22%	2.88%	2.62%	3.47%
7 Year	3.19%	3.77%	3.23%	4.09%
10 Year	3.80%	4.25%	3.23%	4.63%

Market Performance	MTD	QTD	CYTD	1 Yr	3 Yr	5 Yr	10 Yr
S&P 500 (Cap Wtd)	-3.41	-7.30	-1.77	18.30	0.54	0.78	2.70
RUS 2000	-8.70	-12.00	-6.54	22.19	0.83	1.53	5.85
MSCI EAFE (Gross)	-9.02	-10.63	-5.66	18.30	-2.50	-1.01	3.48
MSCI EAFE SC (Gross)	-8.11	-9.16	-3.45	17.83	1.25	0.72	5.79
MSCI EM (Gross)	-8.90	-9.24	-4.31	9.00	3.56	8.22	16.28
BC US Agg Bond	1.40	1.07	5.83	4.62	7.23	6.56	5.71
Real Mkt. TM US YTD	0.02	0.00	0.30	0.15	0.32	1.85	2.00
NAREF GDCE (Gross)	N/A	N/A	8.94	20.61	-7.64	0.03	3.65
Indirect US REIT	-1.64	-3.39	-6.45	20.80	1.72	-0.42	0.99
HFN FOF Multi-Start	N/A	N/A	N/A	N/A	N/A	N/A	N/A
DAVEY Equity CDO	1.00	1.00	1.54	25.83	-4.50	0.84	6.90

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San Diego Transit Corporation Employees Retirement Plan
AA by Mgr, AA vs. Target, AA by Theme, and Schedule of Investable Assets
As of August 31, 2011

Asset Allocation by Manager

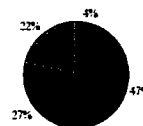
August 31, 2011 : \$141,442,801



	Market Value (\$)	Allocation (%)
Westwood All Cap Value (CF)	17,140,842	12.12
Arrio Int'l Equity II Group Trust (CF)	16,338,604	11.55
TT Int'l Inv Tr Active Int'l Eq (CF)	16,073,227	11.36
JPMorgan Core Bond Trust (CF)	14,873,679	10.52
PIMCO-Tot Ret Inst (PITKX)	14,498,290	10.25
Rainier Large Cap Equity (SA)	13,614,317	9.63
PIMCO-All Ast Affichd (PAUDX)	11,463,849	8.10
Vanguard Int'l-Por.Adm (VAIPX)	8,991,688	5.72
Loomis Sayles World Bond Trust (CF)	8,010,113	5.66
Wellington DDI Portfolio (CF)	6,458,059	4.57
PAMCO Pacific Hedged Stoa (CF)	6,111,085	4.32
Cohen & Steers Inst Eqty (CSRXD)	5,283,514	3.74
The Boston Co. SMid Cap Grds (CF)	3,348,758	2.37
Disbursement Account	142,557	0.10
Westwood SMidCap Equity (CF)	4,217	-

Asset Allocation vs. Target Allocation

	Market Value (\$)	Allocation (%)	Target (%)
Broad Domestic Equity	34,108,134	24.11	22.50
Broad International Equity	32,411,832	22.92	22.50
Domestic Fixed Income	29,514,527	20.87	20.00
Global Fixed Income	8,010,113	5.66	5.00
Real Return	31,287,110	22.12	20.00
Absolute Return	6,111,085	4.32	10.00
Total Fund	141,442,801	100.00	100.00

Asset Allocation by Theme


Alpha	27%
Capital Preservation	47%
Capital Appreciation Inflation	22%

Schedule of Investable Assets

Periods	Beginning Market Value (\$)	Net Cash Flow (\$)	Gain/Loss (\$)	Ending Market Value (\$)	%Return	Unit Value
CYTD	147,898,056	-5,405,666	-1,049,649	141,442,801	-0.89	99.11

Performance shown is gross of fees. Performance and market values are preliminary and subject to change. Allocations shown may not sum up to 100% exactly due to rounding. Report reflects new targets effective August 2011. Ennaming balance in Westwood SMid Cap Equity will be transferred into Westwood All Cap during September 2011.

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San Diego Transit Corporation Employees Retirement Plan
Comparative Performance
As of August 31, 2011

	1 Year	3 Years	5 Years	7 Years	10 Years	2010	2009	2008	2007	2006	Since Inception	Inception Date
San Diego Transit Total Fund	11.34	3.34	3.52	5.64	4.88	14.41	21.28	-24.12	6.74	11.02	9.83	10/01/1992
Policy Index	12.67	3.79	3.67	5.54	5.25	13.82	21.26	-23.43	5.33	13.18	10.04	
Difference	-1.53	-0.55	-0.15	-0.10	-0.37	0.59	0.02	-0.69	1.41	-2.16	-0.21	
Composite - Domestic Equity	18.34	-8.90	8.86	N/A	N/A	18.09	22.95	-36.15	7.86	8.31	2.21	03/01/2005
R 3000 Index	19.30	0.84	1.14	4.13	3.36	16.93	28.34	-37.31	5.14	15.72	2.75	
Difference	-0.96	-1.74	-0.28	N/A	N/A	1.16	-5.39	1.12	2.52	-7.41	-0.54	
Composite - International Equity	6.77	-5.21	-3.42	N/A	N/A	11.18	29.73	-46.21	8.65	24.65	8.63	03/01/2005
MSCI ACW Ex US Index (Gross)	10.80	-0.52	1.24	7.83	7.33	11.60	42.14	-45.24	17.12	27.16	5.06	
Difference	-4.03	-4.69	-4.66	N/A	N/A	-0.42	-12.41	-0.97	-8.47	-3.11	-4.46	
Composite - Fixed Income	7.69	18.25	8.09	N/A	N/A	8.64	13.74	3.19	8.64	5.07	7.66	03/01/2005
BC US Agg Bond Index	4.62	7.23	6.56	5.51	5.71	6.54	5.93	5.24	6.97	4.33	5.74	
Difference	2.43	3.02	2.13	N/A	N/A	3.10	7.81	-2.14	1.67	0.74	1.72	
Composite - Real Return	14.16	4.11	N/A	N/A	N/A	15.81	31.59	-50.24	N/A	N/A	1.66	03/01/2007
Actual Allocation Index - Real Return	13.75	3.41	N/A	N/A	N/A	12.93	21.82	N/A	N/A	N/A	N/A	
Difference	0.41	0.70	N/A	N/A	N/A	2.88	9.77	N/A	N/A	N/A	N/A	
Composite - Absolute Return	7.86	-8.50	N/A	N/A	N/A	6.13	18.64	-31.83	N/A	N/A	1.85	03/01/2007
REFR FOF Convrt Index	2.25	-1.95	0.25	2.22	3.06	5.07	9.65	-19.86	7.68	9.21	-1.54	
Difference	0.61	1.45	N/A	N/A	N/A	1.06	8.99	-2.07	N/A	N/A	2.59	

Actual Allocation Index - Real Return - The actual index is calculated monthly using beginning of month investment weights applied to each corresponding primary benchmark return.

Performance is preliminary and subject to change. Performance shown is gross of fees. Performance is annualized for periods greater than one year. RVK endorses GIPS and calculates performance for comparative and investment managers using different methodologies.

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 >>> ASSOCIATES, INC.

**San Diego Transit Corporation Employees Retirement Plan
Comparative Performance
As of August 31, 2011**

	MTD	CYTD	1 Year	3 Years	5 Years	10 Years	2010	2009	2008	2007	Since Inception	Inception Date
San Diego Transit Total Fund	-5.17	-0.89	13.14	3.24	3.52	4.88	14.41	21.28	24.12	6.74	9.83	10/01/1992
Policy Index	-3.74	0.84	12.67	3.79	3.67	5.25	13.82	21.26	23.43	5.33	10.04	
Difference	-1.43	-1.73	-1.53	-0.55	-0.15	-0.37	0.59	0.02	-0.69	1.41	-0.21	
Westwood - Composite	-7.80	-4.03	16.73	0.24	2.89	3.77	16.78	21.66	31.62	13.88	18.72	07/01/1994
R 3000 Value Index	-6.45	-4.36	14.55	-1.38	-1.54	3.64	16.23	19.76	36.25	-1.01	9.34	
Difference	-1.35	0.31	2.18	1.62	4.43	2.13	0.55	1.90	4.63	14.09	1.38	
Windsor Large Cap Equity (SA)	-6.62	-3.79	15.38	-2.16	N/A	N/A	16.89	25.14	38.86	N/A	-3.22	09/01/2007
R 1000 Growth Index	-5.28	0.18	23.96	3.08	3.75	2.71	16.71	37.22	38.44	11.81	0.53	
Difference	-1.14	-3.97	-4.58	-5.24	N/A	N/A	0.18	-12.08	-2.42	N/A	-3.75	
The Boston Co. SMid Cap Grth (CF)	-8.53	8.53	26.97	N/A	N/A	N/A	23.38	N/A	N/A	N/A	24.36	04/01/2009
R 2500 Growth Index	-8.19	-2.70	27.81	3.63	4.58	5.74	28.86	41.65	-41.50	9.69	30.10	
Difference	-0.34	3.03	-0.84	N/A	N/A	N/A	-5.48	N/A	N/A	N/A	-5.84	
Aetna Int'l Equity II Grwth Trust (CF)	-9.39	-8.27	7.57	N/A	N/A	N/A	8.29	N/A	N/A	N/A	1.77	10/01/2009
MSCI ACWI Ex US Index (Gross)	-8.55	-6.06	10.80	-0.52	1.24	7.33	11.60	42.14	-45.24	17.12	4.51	
Difference	-0.84	-2.21	-3.23	N/A	N/A	N/A	-3.31	N/A	N/A	N/A	-2.74	
FTI Int'l Buy Br Active Int'l Eq (CF)	-13.80	-11.72	4.07	-4.38	N/A	N/A	13.18	-31.59	-47.98	N/A	-10.73	11/01/2007
MSCI EAFE Index (Gross)	-9.02	-5.66	10.50	-2.50	-1.01	5.41	8.21	32.46	-43.06	11.63	-7.94	
Difference	-4.78	-6.06	-4.43	-3.88	N/A	N/A	4.97	-0.87	-4.84	N/A	-2.79	
JPMorgan Core Bond Trust (CF)	1.10	6.00	6.34	9.89	8.10	N/A	9.92	11.83	3.27	7.47	6.38	04/01/2003
BC US Agg Bond Index	1.46	5.88	4.62	7.23	6.56	5.71	6.54	5.93	5.24	6.97	5.03	
Difference	-0.36	0.12	1.72	2.66	1.54	N/A	3.38	6.00	-1.97	0.50	1.17	
PAMCO Tot Ret Inst (FTIRX)	-6.53	4.00	4.81	9.83	8.86	N/A	9.39	14.39	5.25	9.58	6.71	06/01/2003
BC US Agg Bond Index	1.46	5.88	4.62	7.23	6.56	5.71	6.54	5.93	5.24	6.97	5.03	
Difference	-1.99	-1.88	-0.61	2.60	2.30	N/A	2.85	8.46	0.01	2.61	1.68	

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Performance is preliminary and subject to change. Performance shown is gross of fees with the exception of PAMCO, which is shown net of fees. Performance is annualized for periods greater than one year. RVK endorses GIPS and calculates performance for composites and investment managers using different methodologies.

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**San Diego Transit Corporation Employees Retirement Plan
Comparative Performance
As of August 31, 2011**

	MTD	CYTD	1 Year	3 Years	5 Years	10 Years	2010	2009	2008	2007	Since Inception	Inception Date
Loomis Sayles World Bond Trust (CF)	0.53	8.61	11.43	10.03	8.47	9.72	9.82	16.87	-5.53	9.24	8.64	06/01/1998
Citi World Gov't Bond Index	2.07	8.60	9.23	7.99	7.90	7.73	5.17	2.56	10.87	10.95	6.61	
Difference	-1.54	0.01	2.40	2.04	0.57	1.99	3.85	14.31	-14.40	-1.71	2.03	
Wellington DRH Portfolio (CF)	-3.70	3.35	24.09	-6.79	N/A	N/A	18.43	-43.89	N/A	N/A	-4.90	06/01/2008
Wellington Divd Infl Hedge Comp Index	-2.66	2.76	23.68	2.13	6.84	N/A	16.26	29.98	-31.82	26.75	-1.11	
Difference	-0.54	-1.41	0.41	-2.92	N/A	N/A	2.17	13.91	N/A	N/A	-3.79	
PAMCO-AR Asst Act Inst (PAUXX)	-1.00	3.65	10.06	8.48	N/A	N/A	14.66	24.83	N/A	N/A	7.38	06/01/2008
All Asset Composite Index	-0.84	5.28	11.56	5.89	5.56	7.15	11.66	16.69	-13.89	6.87	4.49	
Difference	-0.24	0.37	-1.50	2.59	N/A	N/A	2.98	7.34	N/A	N/A	2.89	
Vanguard Int'l Prot-Adm (VAIPX)	0.89	10.49	10.60	N/A	N/A	N/A	N/A	N/A	N/A	N/A	11.66	08/01/2010
BC US Trsy: US TIPS Index	0.82	10.83	10.80	6.81	7.19	7.26	6.31	11.41	-2.35	11.63	11.67	
Difference	0.07	-0.36	-0.20	N/A	N/A	N/A	N/A	N/A	N/A	N/A	-0.01	
Cohen & Steers Inst Rty (CSRDX)	-4.87	5.09	10.09	4.82	1.87	N/A	28.57	33.72	-33.98	-18.21	8.27	04/01/2005
Wilshire US REIT Index	-5.64	6.45	20.05	1.72	-0.42	9.93	28.60	28.60	-39.20	-17.55	6.23	
Difference	-1.33	-1.36	-0.96	3.20	2.29	N/A	-0.03	5.11	5.30	-0.66	2.04	
PAMCO Pacific Hedged Strat (CF)	-3.19	-2.18	2.86	-0.50	N/A	N/A	6.13	18.64	-21.83	N/A	1.97	06/01/2007
HFRI FOF Convrt Index	-2.49	-1.76	2.25	-1.95	0.26	3.06	5.07	9.65	-19.86	7.68	-1.92	
Difference	-0.70	-0.42	0.61	1.45	N/A	N/A	1.06	8.99	-2.07	N/A	2.99	

Loomis Sayles World Bond Trust consists of Loomis Sayles Global Bond Fund (LSGBX) through Aug-2008 and Loomis Sayles World Bond Trust (CF) thereafter.

Performance for Westwood - Composite is calculated monthly using beginning of month investment weights applied to each corresponding return and column of:

- Starting August 1, 2011 Westwood All Cap Value (CF)
- From July 1, 2008 through July 31, 2011: Westwood Large Cap Value (CF) and Westwood SMid Cap Equity (CF)
- From July 1, 1998 through June 30, 2008: Westwood Large Cap Value (CF)

Manager inception dates shown represent the first full month following initial funding.

6

Performance is preliminary and subject to change. Performance shown is gross of fees with the exception of PAMCO, which is shown net of fees. Performance is annualized for periods greater than one year. RVK endorses GIPS and calculates performance for composites and investment managers using different methodologies.

RVKuhns
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Agenda Item No. 46

MEETING OF THE METROPOLITAN TRANSIT SYSTEM BOARD OF DIRECTORS

September 15, 2011

SUBJECT:

TROLLEY REHABILITATION PROJECT UPDATE (WAYNE TERRY AND JOHN
HAGGERTY OF SANDAG)

RECOMMENDATION:

That the Board of Directors 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 has been completed. Green Line Station retrofits have begun, and signal and track work is underway. New low-floor vehicles have begun to arrive from the manufacturer. MTS and San Diego Association of Governments (SANDAG) staffs will provide the Board of Directors with an update on the project.

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: Wayne Terry, 619.595.4906, wayne.terry@sdmts.com

SEPT15-11.46.TROLLEY REHAB.TERRY

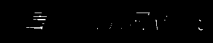


9/15/11

MTS Board

Blue and Orange Line Improvement Corridor

Update
September 15, 2011

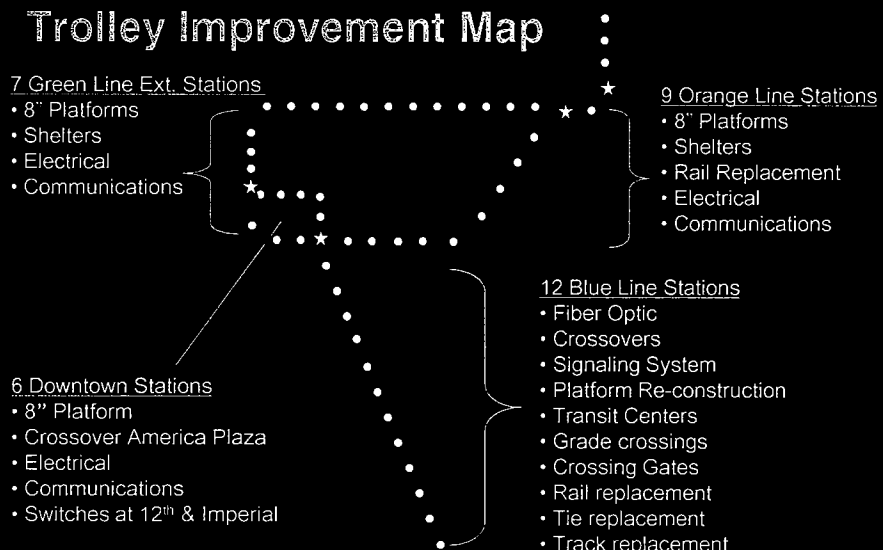
 *Blue & Orange Line Improvement*

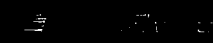
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MTS Board

Trolley Improvement Map



- 7 Green Line Ext. Stations
 - 8" Platforms
 - Shelters
 - Electrical
 - Communications
- 9 Orange Line Stations
 - 8" Platforms
 - Shelters
 - Rail Replacement
 - Electrical
 - Communications
- 12 Blue Line Stations
 - Fiber Optic
 - Crossovers
 - Signaling System
 - Platform Re-construction
 - Transit Centers
 - Grade crossings
 - Crossing Gates
 - Rail replacement
 - Tie replacement
 - Track replacement
- 6 Downtown Stations
 - 8" Platform
 - Crossover America Plaza
 - Electrical
 - Communications
 - Switches at 12th & Imperial

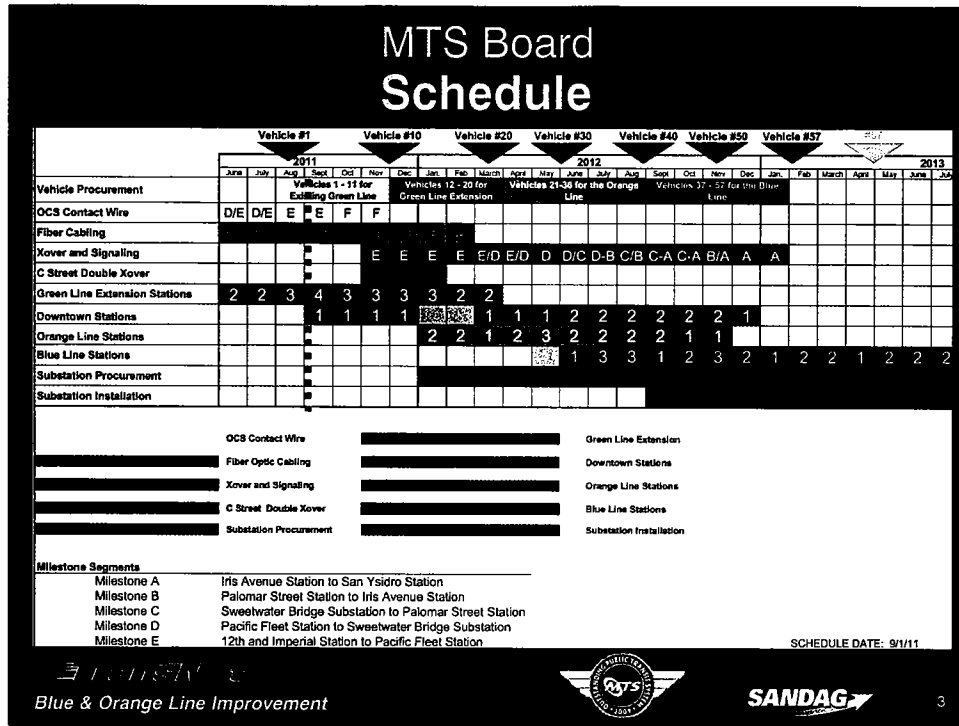
 *Blue & Orange Line Improvement*

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9/15/11



3

MTS Board Budget - Expended Status

Description	\$ in millions			
	FY2012	Committed as of 8/30/11	Expended as of 8/30/11	Expended (percent of FY2012 Budget)
Program & Construction Management	23.0	14.2	6.4	28%
Blue Line Crossovers & Signaling	43.0	35.0	7.2	17%
Blue Line Station Improvements	64.9	5.7	4.5	7%
Blue Line Infrastructure	40.0	2.2	0.5	1%
Slope Repair / Substation Roof Repair	1.0	0.3	0.5	<1%
Green Line Extension, Downtown & Orange Line Station Improvements	43.3	21.8	6.5	15%
Low Floor Vehicles	240.0	230.7	45.7	19%
TOTAL	455.2	309.9	70.8	16%

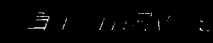
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9/15/11

**MTS Board
Project Status**

Design 2009 – 2012

– Downtown Stations	100%
– Blue Line Stations	100%
– 32 nd & Euclid Station Track	100%
– Substation Procurement	100%
– Substation Installation	15%
– Rail Rehabilitation	Pending
▪ 90 lb Rail Replacement	
▪ Tie Replacement	
▪ Track Replacement	

 5  **SANDAG**

Blue & Orange Line Improvement

(5)

**MTS Board
Project Status**

• **Construction 2010 – 2014**

– Blue Line Contact Wire	95% HMS (local)
– Fiber Optic	75% Select Electric (local)
– Crossovers & Signals	10% JV HMS/WCG (local)
– Green Line Extension Stations	10% Wier (local)
– C Street Crossover	10% HMS (local)
– Orange Line Stations	0% JV HMS/WCG (local)

  **SANDAG**

Blue & Orange Line Improvement

(6)

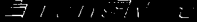
9/15/11

MTS Board

Stringing Contact Wire



Trenching Fiber Optic Cable

 Blue & Orange Line Improvement

  7

7

MTS Board

Contact Wire Completion

- Accomplishments
 - Placed over 32 miles of contact wire
 - 27 weekend closures
 - Completed 10 weeks ahead of schedule
 - Under budget
 - No significant issues
- Team
 - MTS
 - SANDAG
 - HMS Construction

 Blue & Orange Line Improvement

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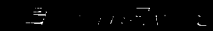
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MTS Board
Imperial Terminal Station




Washington Street Station


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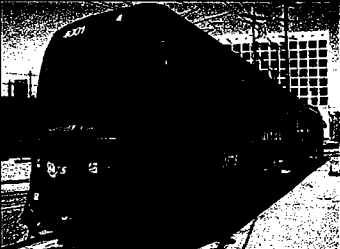


Blue & Orange Line Improvement

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MTS Board
Project Status

- **Vehicles 2009 – 2013**
 - Production Status: 13%
 - Delivered: 4
 - In Production at the Plant: 7





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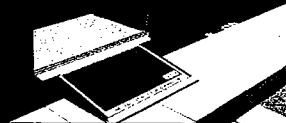


Blue & Orange Line Improvement

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9/15/11

MTS Board Corridor Improvements



Low Floor Implementation

- New Low Floor Vehicles - 57
- Reconstruct Platforms
- Rehab Track in Stations
- Upgrade Signal System
- Operational Improvements



Rehabilitation

- Rail Replacement
- Tie Renewal
- Track Reconstruction
- Crossing & Gate Repairs
- Substation Repairs

Blue & Orange Line Improvement

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SANDAG

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MTS Board Corridor Improvements Proposed



Low Floor Implementation

- New Shelters & Pavers
- Complete Signal Replacement
- C Street Double Crossover
- 17 New Substations
- Variable Message Signs
- Systems Upgrades



Rehabilitation

- Transit Center Upgrades
- Switch Replacements
- Track Rehab - Orange Line
- New Crossing Gates & Ped Improvements

Blue & Orange Line Improvement



SANDAG

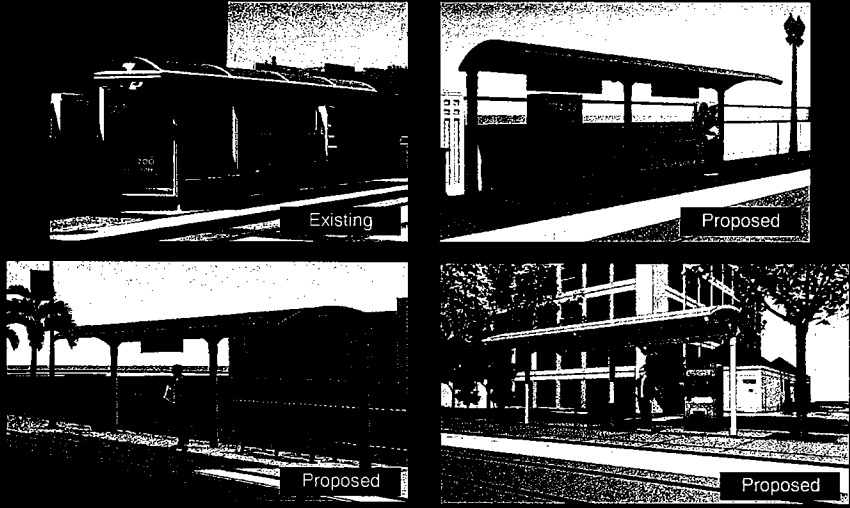
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9/15/11

MTS Board

Shelter Examples



Existing Proposed Proposed Proposed

Blue & Orange Line Improvement



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MTS Board

Shelter Examples



Existing Proposed Proposed Proposed

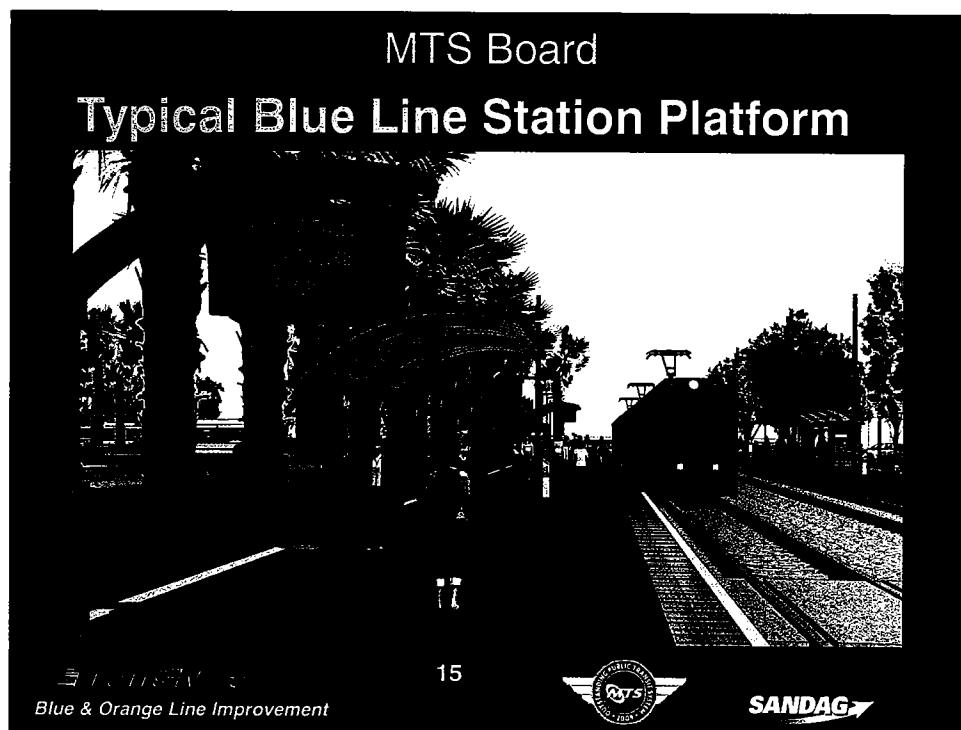
Blue & Orange Line Improvement



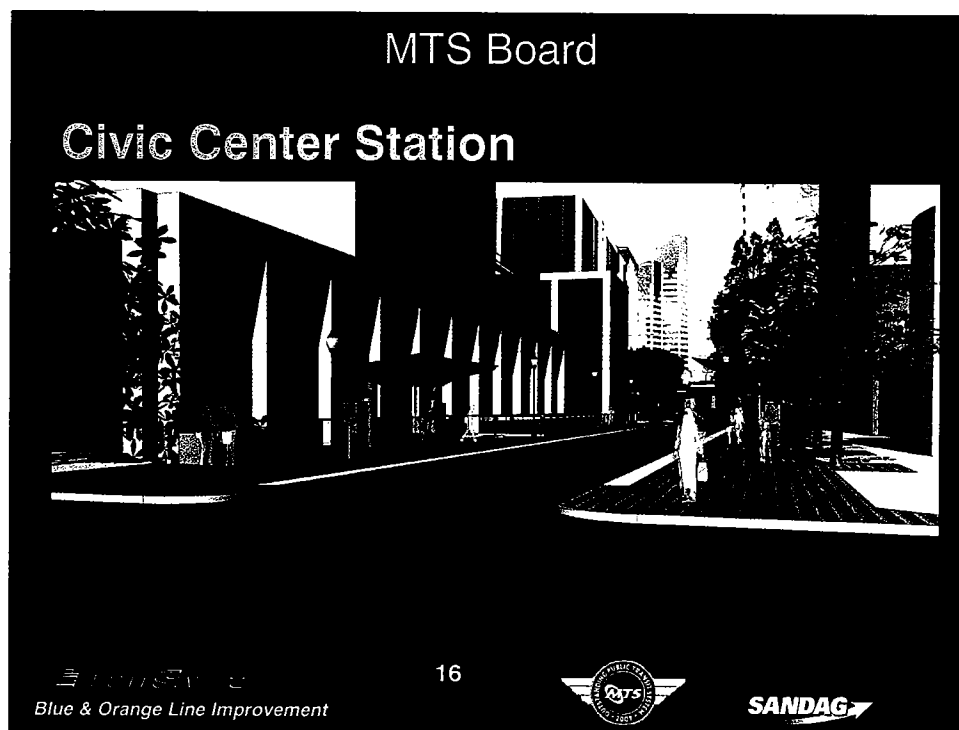
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9/15/11



15



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9/15/11

MTS Board

Plan of Finance / Budget Status

- **Budget**
 - Current Approved Budget: \$455.2 million
 - Estimate at Complete: \$552 million, \$96.8 increase
 - Range of Increase \$93 to \$98 million
 - Evaluate and Recommend w/ Plan of Finance
- **Key Dates**
 - SANDAG ITOC – Sept 14
 - MTS Board – Sept 15
 - SANDAG Transportation Committee – Oct 7
 - Plan of Finance Actions – November

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MTS Board

Budget Change Estimate

Description	\$ in millions		
	FY2012	Projected	Change
Project & Construction Management	23.0	33.3	10.3
Blue Line Station Improvements	64.9	79.8	14.9
Downtown, Green Extension & Orange Line Station Improvements	43.3	63.1	19.8
Low Floor Vehicles	240.0	240.2	0.2
Traction Power & Rail Infrastructure	40.0	89.0	49.0
Blue Line Crossovers & Signaling	43.0	41.6	-1.4
Slope Repair / Substation Roofs	1.0	5.0	4.0
TOTAL	455.2	552.0	96.8

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9/15/11

Budget Change Elements

Description	S in millions		
	FY2012	Projected	Change
Construction Management •Increases proportional to Construction	23.0	33.3	10.3
Blue Line Station Improvements •Shelters and site furnishings (12 Stations) •Transit center improvements (6 locations) •Track replacement through station •Electrical and communications •VMS - CCTV	64.9	80.0	14.9
Blue Line Rail Infrastructure •Substation procurement - installation (17 locations) •Catenary Pole Replacement •Additional 90 lb rail replacement	40.0	89.0	49.0
Blue Line Crossovers & Signaling	43.0	41.6	-1.4
Slope Repair - Substation Roofs •Under estimated repair costs	1.0	5.0	4.0
Downtown, Green & Orange Line Station Improvements •Shelters and site furnishings (22 Stations) •Electrical and communications •Variable message signs •Catenary pole relocation (Orange Line) •Double Crossover - replace switches (Downtown)	43.3	63.1	19.8
Low Floor Vehicles •Retrofit of SD100	240.0	240.2	0.2
TOTAL	455.2	552.0	96.8

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MTS Board

Funding Resources

Coordination & Cooperation SANDAG & MTS

- *TransNet*
- Proposition 1B
- Proposition 1A
- Federal Stimulus
- Federal Formula

Next Steps

Plan of Finance - Analysis & Action

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Agenda Item No. 47

MEETING OF THE METROPOLITAN TRANSIT SYSTEM BOARD OF DIRECTORS

September 15, 2011

SUBJECT:

2011 COMIC-CON POST EVENT SUMMARY (TOM DOOGAN AND BRIAN RILEY)

RECOMMENDATION:

That the Board of Directors receive a report for information.

Budget Impact

None.

DISCUSSION:

The annual Comic-Con event was held from July 20, 2011, through July 24, 2011, at the San Diego Convention Center. MTS once again played a significant role in the success of this event as thousands chose public transit as their means to get to the venue each day. MTS also used the opportunity to join in the festivities, which included installing special station decorations and signage.

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: Tom Doogan, 619.595.4984, tom.doogan@sdmts.com

SEPT15-11.45.COMIC-CON.TDOOGAN



Metropolitan Transit System 2011 Comic Con Recap

Board of Directors Meeting
September 15, 2011



1



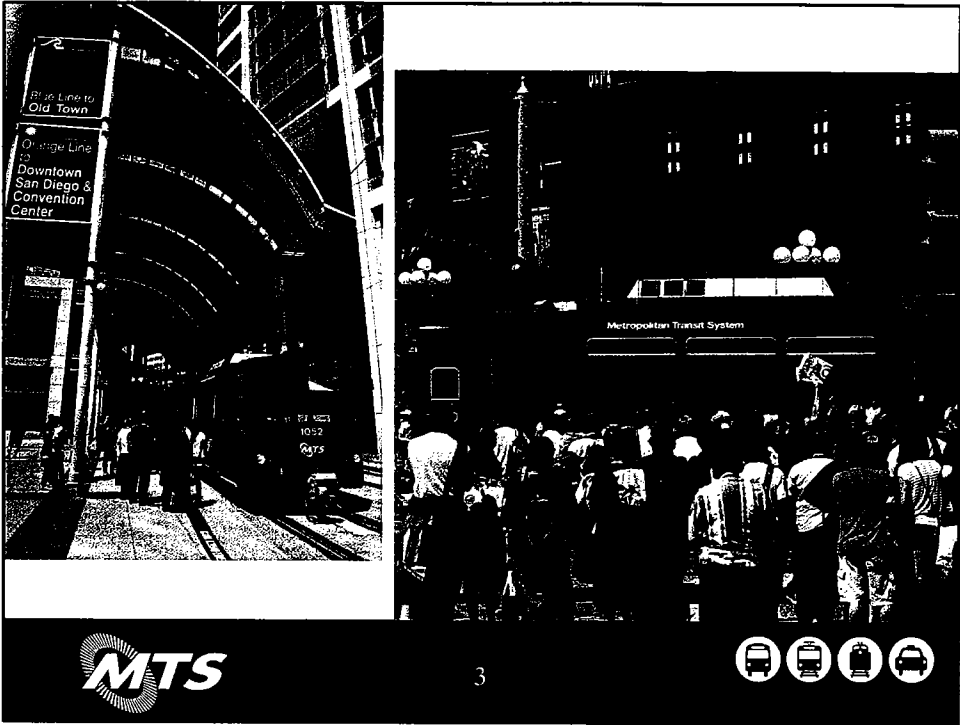
Event Overview

- Wednesday, July 20 - Preview Night, Estimated attendance: 15,000
- Thursday through Sunday: Daily attendance 60 - 75,000
- After hours events held each night through Saturday
- Heaviest ridership from Mission Valley / Old Town
- 'Red Line' service operated each day
- Red Line did not operate during the evening commute on weekdays



2



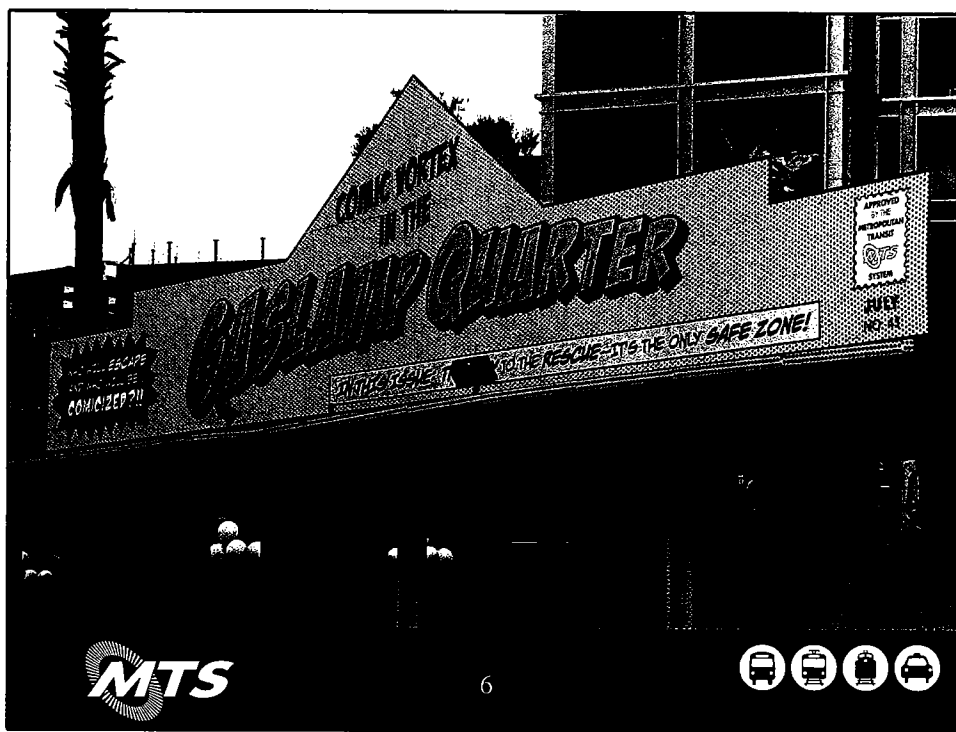


Gaslamp Quarter Station

Facilities personnel, under the direction of the MTS Marketing Dept. transformed the Gaslamp Quarter station into a 2-dimensional Comic Book vortex.

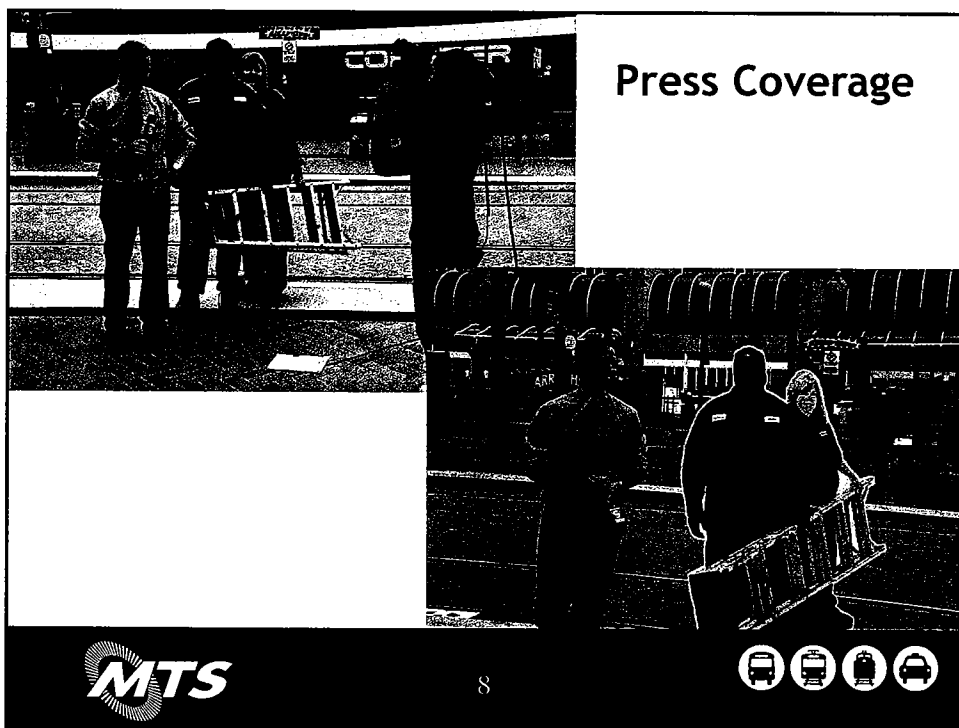
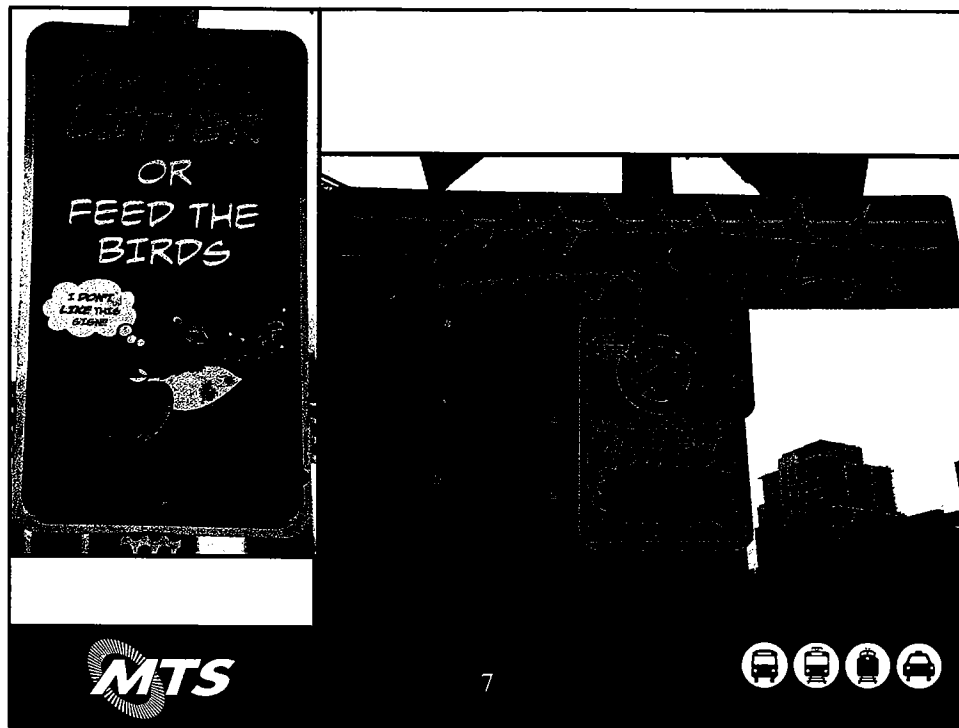


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Interactive Features



9

Interactive Features (cont.)





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LRV Wraps



Four LRVs wrapped with Comic Con related promotions

MTS

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Operational Priority: Safety



MTS

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The Passengers



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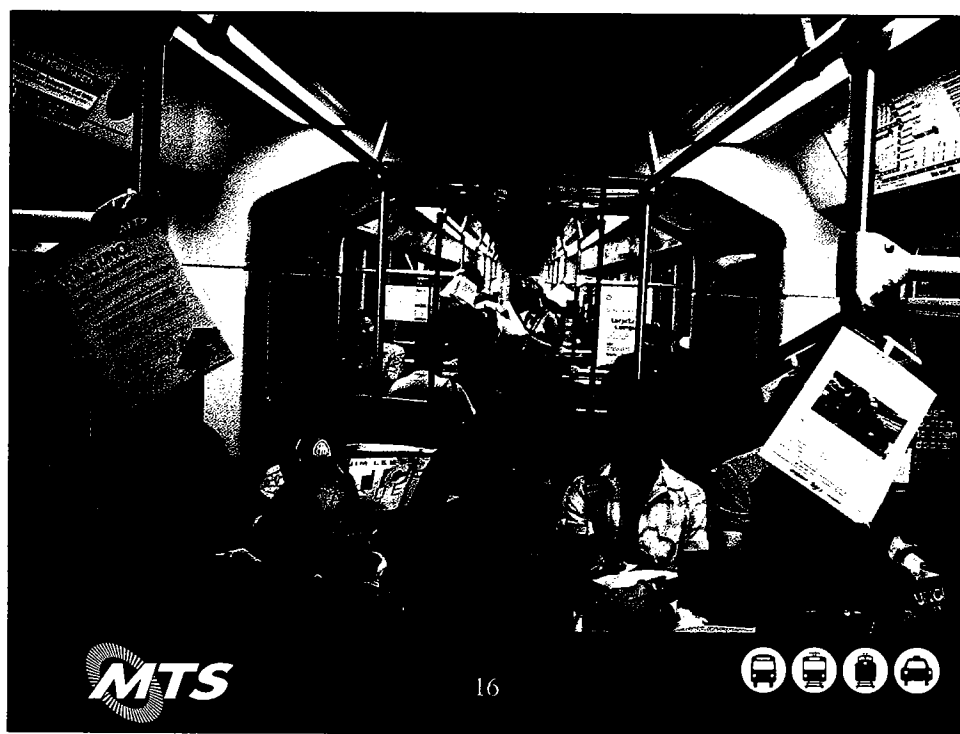
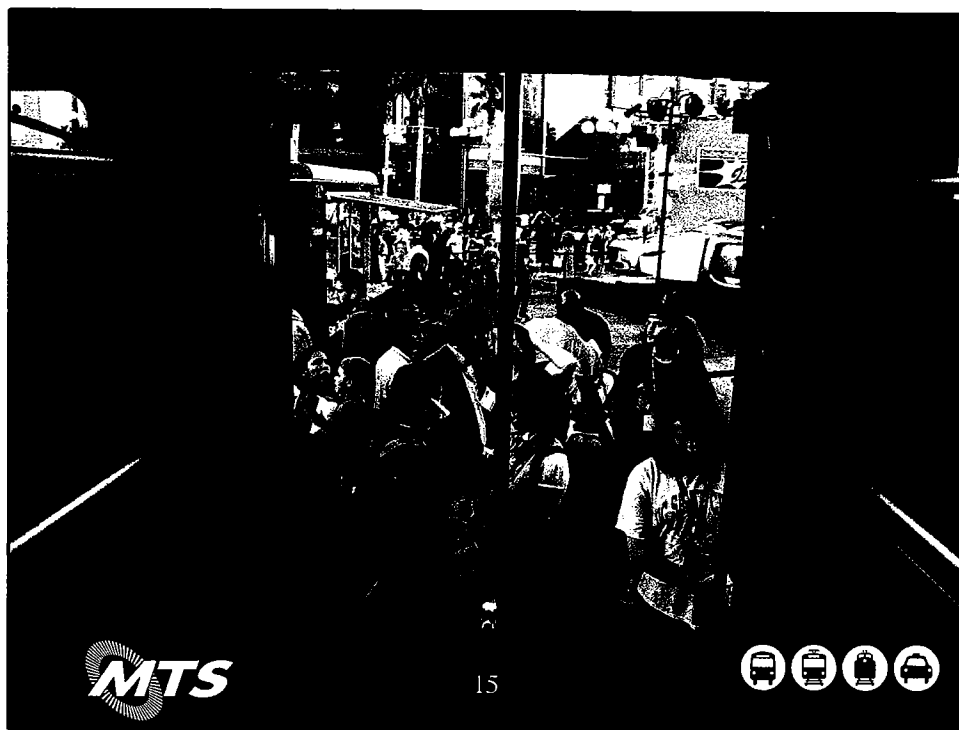


From Superheroes to
Supervillains...
...and mild-mannered
citizens of all types.



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Pass/Ticket Sales Summary

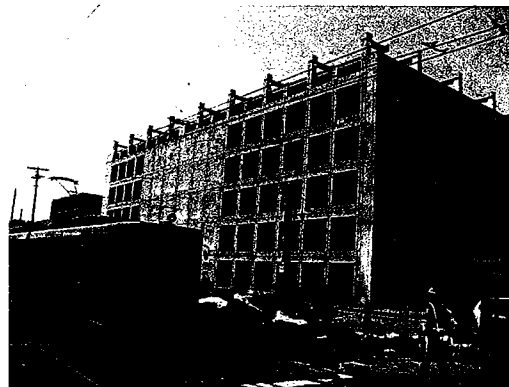
Denomination	Units	Revenue
One Way Tickets =	15,707	\$35,468
1-Day Passes =	35,976	\$179,880
2-Day Passes =	1,494	\$13,446
3-Day Passes =	1,992	\$23,904
4-Day Passes =	6,174	\$92,610
Units Sold	61,343	\$345,308
Est. Trips	185,989	



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Construction - 12th & Imperial Bayside Platform



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Temporary Platform - 12th & Imperial Bayside



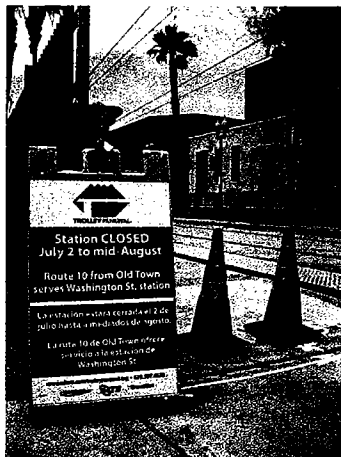
- Temporary platform opened during Comic Con
- 8' wide concrete platform
- Allowed room for Orange Line and Red Line trains at the same time
- This was important due to single track terminal configuration



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Construction - Washington Street



20



Lessons Learned - LRT

- Event continues to grow in scope as more off site and after hours activities are included
- Limitations on fleet availability during the weekday evening commute hours create an inconvenience for riders traveling back to Mission Valley
- Many riders opted to wait until Red Line service was scheduled to be reestablished after 5:30pm
- This created a backlog of passengers exceeding the capacity of the first few trains



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Lessons Learned - LRT (cont.)

- The number of mobility impaired riders exceeded the capacity of the current high floor fleet at times
- Some riders using wheelchairs had to wait through multiple Red Line departures as a result of this capacity issue
- **The Good News** – The current platform upgrade project, additional low floor cars, and the subsequent extension of the Green Line will provide relief during the PM commute and for our mobility impaired customers



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Agenda Item No. 48

MEETING OF THE METROPOLITAN TRANSIT SYSTEM BOARD OF DIRECTORS

September 15, 2011

SUBJECT:

OPERATIONS BUDGET STATUS REPORT FOR JUNE 2011 (MIKE THOMPSON)

RECOMMENDATION:

That the Board of Directors receive an MTS operations budget status report for June 2011.

Budget Impact

None at this time.

DISCUSSION:

This report summarizes MTS's preliminary operating results for June 2011 compared to the fiscal year 2011 amended budget (pending the completion of the fiscal year-end audit). Attachment A-1 combines the operations, administration, and other activities results for June 2011. Attachment A-2 details the June 2011 combined operations results, and Attachments A-3 to A-8 present budget comparisons for each MTS operation. Attachment A-9 details budget comparisons for MTS Administration, and A-10 provides June 2011 results for MTS's other activities (Taxicab/San Diego and Arizona Eastern Railway Company).

MTS NET-OPERATING SUBSIDY RESULTS

As indicated within Attachment A-1, the fiscal year end of June 2011 MTS net-operating subsidy favorable variance totaled \$930,000 (0.7%). Operations produced a \$644,000 (0.5%) favorable variance, and the administrative/other activities areas were favorable by \$286,000.



MTS COMBINED RESULTS

Revenues

The fiscal year combined revenues through June 2011 were \$93,125,000, compared to the fiscal year budget of \$92,183,000, which represents a \$942,000 (1.0%) positive variance.

Expenses

The fiscal year combined expenses through June 2011 were \$220,571,000, compared to the fiscal year budget of \$220,559,000, which results in a \$12,000 (-0.0%) unfavorable variance.

Personnel Costs. The fiscal year personnel related costs totaled \$113,909,000, compared to the fiscal year budgetary figure of \$114,658,000, which results in a favorable variance of \$749,000 (0.7%).

Outside Services and Purchased Transportation. Total outside services for the fiscal year totaled \$69,794,000, compared to a budget of \$70,372,000, which results in a favorable variance of \$578,000 (0.8%).

Materials and Supplies. Total fiscal year materials and supplies expenses totaled \$7,433,000, compared to a budgetary figure of \$7,008,000, which results in an unfavorable expense variance of \$425,000 (-6.1%).

Energy. Total fiscal year energy costs were \$22,789,000, compared to the budget of \$21,989,000, which results in an unfavorable variance of \$800,000 (-3.6%). The fiscal year diesel prices averaged \$2.90 per gallon compared to the midyear adjusted budgetary rate of \$2.60 per gallon. The fiscal year CNG prices averaged \$0.926 per therm compared to the midyear adjusted budgetary rate of \$0.941 per therm.

Risk Management. Total fiscal year expenses for risk management were \$4,134,000, compared to the fiscal year budget \$4,063,000, which results in an unfavorable variance totaling \$71,000 (-1.8%).

General and Administrative. The fiscal year general and administrative costs, including vehicle and facilities leases, were \$42,000 (-1.7%) unfavorable to budget totaling \$2,512,000 through June 2011 compared to a fiscal year budget of \$2,469,000.

MTS NONOPERATING REVENUES RESULTS

Subsidy Revenues

For FY 2011, subsidy revenue was unfavorable budget by \$660,000 (details below):

- Medi-Cal revenues were unfavorable to budget by \$603,000. Relating to FY 2011, Medi-Cal revenues were unfavorable by \$136,000, and an additional unfavorable variance of \$467,000 was recognized relating to prior fiscal years. Upon the completion of the audit of past Medi-Cal billing practices, revenues

from prior fiscal years were overstated.

- Transportation Development Act (TDA) revenues were favorable by \$54,000. Sales tax projections for the fiscal year were adjusted up to 6% growth at midyear. The actual change was 7.5% year over year. No additional revenues were distributed for the current year as the San Diego Association of Governments (SANDAG) utilized the surplus to replenish the reserves held at the county level.
- TransNet revenues were favorable by \$378,000 primarily due higher sales tax receipts. The year-over-year change was 8% versus the revised budget of 6%.
- Federal revenues were unfavorable by \$170,000.
- Compressed natural gas credit revenues were unfavorable by \$236,000.

Debt Service

For FY 2011, debt service was favorable to budget by \$162,000. This positive variance was due to lower-than-expected interest costs for the Dexia variable pension obligation bonds debt for transit services.

THE FISCAL YEAR SUMMARY

The June 2011 year-end net-operating subsidy totaled a favorable variance of \$930,000 (0.7%). These factors include favorable variances in passenger revenue, personnel costs, and outside services partially offset by unfavorable variances within energy, materials and supplies, and risk management expenses.

The nonoperating net subsidy for FY 2011 was unfavorable to budget by \$498,000, which was primarily due to subsidy revenue variances with Medi-Cal revenues.

In total, FY 2011 revenue exceeded expenses by \$432,000.



Paul C. Jablonski
Chief Executive Officer

Key Staff Contact: Mike Thompson, 619.557.4557, mike.thompson@sdmts.com

SEPT15-11.48.OPS BUDGET STATUS JUNE.MTHOMPSON

Attachment: A. Comparison to Budget

SAN DIEGO METROPOLITAN TRANSIT SYSTEM

**MTS
CONSOLIDATED**

Att. A, AI 48, 9/15/11

**COMPARISON TO BUDGET - FISCAL YEAR 2011
JUNE 30, 2011
(in \$000's)**

	YEAR TO DATE			
	ACTUAL	BUDGET	VARIANCE	% VARIANCE
Passenger Revenue	\$ 87,597	\$ 86,731	\$ 866	1.0%
Other Revenue	5,528	5,452	75	1.4%
Total Operating Revenue	\$ 93,125	\$ 92,183	\$ 942	1.0%
Personnel costs	\$ 113,909	\$ 114,658	\$ 749	0.7%
Outside services	69,794	70,372	578	0.8%
Transit operations funding	-	-	-	-
Materials and supplies	7,433	7,008	(425)	-6.1%
Energy	22,789	21,989	(800)	-3.6%
Risk management	4,134	4,063	(71)	-1.8%
General & administrative	1,694	1,564	(131)	-8.3%
Vehicle/facility leases	818	906	88	9.7%
Amortization of net pension asset	-	-	-	-
Administrative Allocation	0	0	(0)	-62982326312.4%
Depreciation	-	-	-	-
Total Operating Expenses	\$ 220,571	\$ 220,559	\$ (12)	0.0%
Operating income (loss)	\$ (127,446)	\$ (128,376)	\$ 930	0.7%
Total public support and nonoperating revenues	127,878	128,376	(498)	-0.4%
Income (loss) before capital contributions	\$ 432	\$ 0	\$ 432	-141807611.6%

SAN DIEGO METROPOLITAN TRANSIT SYSTEM

OPERATIONS

Att. A, AI 48, 9/15/11

CONSOLIDATED OPERATIONS

COMPARISON TO BUDGET - FISCAL YEAR 2011

JUNE 30, 2011

(in \$000's)

	YEAR TO DATE			
	ACTUAL	BUDGET	VARIANCE	% VARIANCE
Passenger Revenue	\$ 87,597	\$ 86,731	\$ 866	1.0%
Other Revenue	671	689	(18)	-2.6%
Total Operating Revenue	\$ 88,268	\$ 87,420	\$ 849	1.0%
Personnel costs	\$ 99,739	\$ 100,367	\$ 628	0.6%
Outside services	60,906	61,356	450	0.7%
Transit operations funding	-	-	-	-
Materials and supplies	7,416	6,986	(431)	-6.2%
Energy	22,127	21,309	(818)	-3.8%
Risk management	3,565	3,534	(31)	-0.9%
General & administrative	352	260	(93)	-35.7%
Vehicle/facility leases	654	743	89	12.0%
Amortization of net pension asset	-	-	-	-
Administrative Allocation	21,940	21,940	(0)	0.0%
Depreciation	-	-	-	-
Total Operating Expenses	\$ 216,699	\$ 216,494	\$ (205)	-0.1%
Operating income (loss)	\$ (128,430)	\$ (129,074)	\$ 644	0.5%
Total public support and nonoperating revenues	128,610	129,074	(464)	-0.4%
Income (loss) before capital contributions	\$ 180	\$ 0	\$ 180	-179392809.3%

SAN DIEGO METROPOLITAN TRANSIT SYSTEM
OPERATIONS
TRANSIT SERVICES (SAN DIEGO TRANSIT CORPORATION)
COMPARISON TO BUDGET - FISCAL YEAR 2011
JUNE 30, 2011
(in \$000's)

Att. A, AI 48, 9/15/11

	YEAR TO DATE			
	ACTUAL	BUDGET	VARIANCE	% VARIANCE
Passenger Revenue	\$ 26,056	\$ 25,852	\$ 204	0.8%
Other Revenue	152	60	92	152.6%
Total Operating Revenue	\$ 26,207	\$ 25,912	\$ 296	1.1%
Personnel costs	\$ 69,094	\$ 69,297	\$ 204	0.3%
Outside services	1,978	1,889	(88)	-4.7%
Transit operations funding	-	-	-	-
Materials and supplies	4,408	4,031	(377)	-9.4%
Energy	5,731	5,632	(98)	-1.7%
Risk management	2,051	1,670	(381)	-22.8%
General & administrative	158	120	(38)	-32.0%
Vehicle/facility leases	230	236	6	2.5%
Amortization of net pension asset	-	-	-	-
Administrative Allocation	7,995	7,995	-	0.0%
Depreciation	-	-	-	-
Total Operating Expenses	\$ 91,644	\$ 90,870	\$ (774)	-0.9%
Operating income (loss)	\$ (65,437)	\$ (64,959)	\$ (478)	-0.7%
Total public support and nonoperating revenues	62,356	64,959	(2,603)	-4.0%
Income (loss) before capital contributions	\$ (3,081)	\$ 0	\$ (3,081)	1500695095.2%

SAN DIEGO METROPOLITAN TRANSIT SYSTEM
OPERATIONS
RAIL OPERATIONS (SAN DIEGO TROLLEY, INCORPORATED)
COMPARISON TO BUDGET - FISCAL YEAR 2011
JUNE 30, 2011
(in \$000's)

Att. A, AI 48, 9/15/11

	YEAR TO DATE			
	ACTUAL	BUDGET	VARIANCE	% VARIANCE
Passenger Revenue	\$ 34,672	\$ 35,057	\$ (385)	-1.1%
Other Revenue	520	629	(109)	-17.4%
Total Operating Revenue	\$ 35,192	\$ 35,686	\$ (494)	-1.4%
Personnel costs	\$ 29,525	\$ 29,922	\$ 396	1.3%
Outside services	3,585	3,599	14	0.4%
Transit operations funding	-	-	-	-
Materials and supplies	3,001	2,948	(53)	-1.8%
Energy	8,522	8,427	(95)	-1.1%
Risk management	1,501	1,854	353	19.0%
General & administrative	188	122	(65)	-53.6%
Vehicle/facility leases	178	200	21	10.7%
Amortization of net pension asset	-	-	-	-
Administrative Allocation	12,481	12,481	-	0.0%
Depreciation	-	-	-	-
Total Operating Expenses	\$ 58,981	\$ 59,552	\$ 571	1.0%
Operating income (loss)	\$ (23,789)	\$ (23,866)	\$ 77	0.3%
Total public support and nonoperating revenues	26,605	23,866	2,740	11.5%
Income (loss) before capital contributions	\$ 2,817	\$ 0	\$ 2,817	-11477621398.4%

SAN DIEGO METROPOLITAN TRANSIT SYSTEM
OPERATIONS
MULTIMODAL OPERATIONS (FIXED ROUTE)
COMPARISON TO BUDGET - FISCAL YEAR 2011
JUNE 30, 2011
(in \$000's)

Att. A, AI 48, 9/15/11

	YEAR TO DATE			
	ACTUAL	BUDGET	VARIANCE	% VARIANCE
Passenger Revenue	\$ 22,177	\$ 21,240	\$ 937	4.4%
Other Revenue	-	-	-	-
Total Operating Revenue	\$ 22,177	\$ 21,240	\$ 937	4.4%
Personnel costs	\$ 361	\$ 356	\$ (5)	-1.5%
Outside services	39,375	39,603	228	0.6%
Transit operations funding	-	-	-	-
Materials and supplies	-	-	-	-
Energy	5,644	5,150	(495)	-9.6%
Risk management	-	-	-	-
General & administrative	1	3	2	66.9%
Vehicle/facility leases	26	27	1	4.5%
Amortization of net pension asset	-	-	-	-
Administrative Allocation	991	991	-	0.0%
Depreciation	-	-	-	-
Total Operating Expenses	\$ 46,399	\$ 46,130	\$ (269)	-0.6%
Operating income (loss)	\$ (24,222)	\$ (24,890)	\$ 668	2.7%
Total public support and nonoperating revenues	24,893	24,890	3	0.0%
Income (loss) before capital contributions	\$ 671	\$ 0	\$ 671	-7670228718.8%

SAN DIEGO METROPOLITAN TRANSIT SYSTEM

OPERATIONS

Att. A, AI 48, 9/15/11

MULTIMODAL OPERATIONS (PARATRANSIT)

COMPARISON TO BUDGET - FISCAL YEAR 2011

JUNE 30, 2011

(in \$000's)

	YEAR TO DATE			
	ACTUAL	BUDGET	VARIANCE	% VARIANCE
Passenger Revenue	\$ 1,859	\$ 1,805	\$ 53	3.0%
Other Revenue	-	-	-	-
Total Operating Revenue	\$ 1,859	\$ 1,805	\$ 53	3.0%
Personnel costs	\$ 131	\$ 164	\$ 33	19.9%
Outside services	10,423	10,667	244	2.3%
Transit operations funding	-	-	-	-
Materials and supplies	-	-	-	-
Energy	2,078	1,967	(111)	-5.7%
Risk management	8	-	(8)	-
General & administrative	3	8	5	61.5%
Vehicle/facility leases	219	280	61	21.6%
Amortization of net pension asset	-	-	-	-
Administrative Allocation	347	347	-	0.0%
Depreciation	-	-	-	-
Total Operating Expenses	\$ 13,209	\$ 13,433	\$ 224	1.7%
Operating income (loss)	\$ (11,351)	\$ (11,628)	\$ 277	2.4%
Total public support and nonoperating revenues	11,023	11,628	(604)	-5.2%
Income (loss) before capital contributions	\$ (327)	\$ 0	\$ (327)	593005505.4%

SAN DIEGO METROPOLITAN TRANSIT SYSTEM
OPERATIONS
CONSOLIDATED CHULA VISTA TRANSIT OPERATIONS
COMPARISON TO BUDGET - FISCAL YEAR 2011
JUNE 30, 2011
(in \$000's)

Att. A, AI 48, 9/15/11

	YEAR TO DATE			
	ACTUAL	BUDGET	VARIANCE	% VARIANCE
Passenger Revenue	\$ 2,833	\$ 2,776	\$ 57	2.0%
Other Revenue	-	-	-	-
Total Operating Revenue	\$ 2,833	\$ 2,776	\$ 57	2.0%
Personnel costs	\$ 439	\$ 440	\$ 1	0.2%
Outside services	5,251	5,303	53	1.0%
Transit operations funding	-	-	-	-
Materials and supplies	7	6	(0)	-6.6%
Energy	152	133	(18)	-13.8%
Risk management	5	10	5	49.2%
General & administrative	2	6	4	62.2%
Vehicle/facility leases	-	-	-	-
Amortization of net pension asset	-	-	-	-
Administrative Allocation	126	126	(0)	0.0%
Depreciation	-	-	-	-
Total Operating Expenses	\$ 5,982	\$ 6,025	\$ 44	0.7%
Operating income (loss)	\$ (3,148)	\$ (3,249)	\$ 100	3.1%
Total public support and nonoperating revenues	3,249	3,249	-	0.0%
Income (loss) before capital contributions	\$ 100	\$ 0	\$ 100	-97142407.0%

SAN DIEGO METROPOLITAN TRANSIT SYSTEM

**OPERATIONS
CORONADO FERRY**

Att. A, AI 48, 9/15/11

COMPARISON TO BUDGET - FISCAL YEAR 2011

JUNE 30, 2011

(in \$000's)

	YEAR TO DATE			
	ACTUAL	BUDGET	VARIANCE	% VARIANCE
Passenger Revenue	\$ -	\$ -	\$ -	-
Other Revenue	-	-	-	-
Total Operating Revenue	\$ -	\$ -	\$ -	-
Personnel costs	\$ -	\$ -	\$ -	-
Outside services	139	139	-	0.0%
Transit operations funding	-	-	-	-
Materials and supplies	-	-	-	-
Energy	-	-	-	-
Risk management	-	-	-	-
General & administrative	-	-	-	-
Vehicle/facility leases	-	-	-	-
Amortization of net pension asset	-	-	-	-
Administrative Allocation	-	-	-	-
Depreciation	-	-	-	-
Total Operating Expenses	\$ 139	\$ 139	\$ -	0.0%
Operating income (loss)	\$ (139)	\$ (139)	\$ -	0.0%
Total public support and nonoperating revenues	139	139	-	0.0%
Income (loss) before capital contributions	\$ (0)	\$ (0)	\$ -	0.0%

SAN DIEGO METROPOLITAN TRANSIT SYSTEM

ADMINISTRATION

Att. A, AI 48, 9/15/11

CONSOLIDATED

COMPARISON TO BUDGET - FISCAL YEAR 2011

JUNE 30, 2011

(in \$000's)

	YEAR TO DATE			
	ACTUAL	BUDGET	VARIANCE	% VARIANCE
Passenger Revenue	\$ -	\$ -	\$ -	-
Other Revenue	3,828	3,784	44	1.2%
Total Operating Revenue	\$ 3,828	\$ 3,784	\$ 44	1.2%
Personnel costs	\$ 13,532	\$ 13,649	\$ 118	0.9%
Outside services	8,732	8,833	101	1.1%
Transit operations funding	-	-	-	-
Materials and supplies	16	20	4	18.0%
Energy	653	668	15	2.3%
Risk management	539	495	(44)	-8.8%
General & administrative	1,239	1,200	(39)	-3.2%
Vehicle/facility leases	164	163	(1)	-0.5%
Amortization of net pension asset	-	-	-	-
Administrative Allocation	(22,022)	(22,022)	(0)	0.0%
Depreciation	-	-	-	-
Total Operating Expenses	\$ 2,852	\$ 3,006	\$ 154	5.1%
Operating income (loss)	\$ 975	\$ 777	\$ 198	-25.5%
Total public support and nonoperating revenues	(723)	(777)	54	-7.0%
Income (loss) before capital contributions	\$ 252	\$ (0)	\$ 252	2611220862359770.0%

SAN DIEGO METROPOLITAN TRANSIT SYSTEM

OTHER ACTIVITIES CONSOLIDATED

Att. A, AI 48, 9/15/11

COMPARISON TO BUDGET - FISCAL YEAR 2011

JUNE 30, 2011

(in \$000's)

	YEAR TO DATE			
	ACTUAL	BUDGET	VARIANCE	% VARIANCE
Passenger Revenue	\$ -	\$ -	\$ -	-
Other Revenue	1,029	980	49	5.0%
Total Operating Revenue	\$ 1,029	\$ 980	\$ 49	5.0%
Personnel costs	\$ 639	\$ 641	\$ 2	0.4%
Outside services	156	183	27	14.7%
Transit operations funding	-	-	-	-
Materials and supplies	1	3	2	64.0%
Energy	9	12	3	26.0%
Risk management	30	34	4	11.2%
General & administrative	103	104	1	0.9%
Vehicle/facility leases	-	-	-	-
Amortization of net pension asset	-	-	-	-
Administrative Allocation	83	83	-	0.0%
Depreciation	-	-	-	-
Total Operating Expenses	\$ 1,020	\$ 1,059	\$ 39	3.7%
Operating income (loss)	\$ 9	\$ (79)	\$ 88	111.8%
Total public support and nonoperating revenues	(9)	79	(88)	-111.8%
Income (loss) before capital contributions	\$ (0)	\$ 0	\$ (0)	100.0%

Metropolitan Transit System FY 2011 - June 2011 Financial Review

MTS Board of Directors Meeting
September 15, 2011



1



COMBINED MTS TRANSIT OPERATORS COMPARISON TO BUDGET - JUNE 30, 2011 - FY 2011 (in \$000's)

	PRELIMINARY			
	ACTUAL	BUDGET	VARIANCE	% VAR
Fare Revenue	\$87,597	\$86,731	\$866	1.0%
Other Revenue	671	689	(18)	-2.6%
Total Operating Revenue	\$88,268	\$87,420	\$849	1.0%

Fare Revenue variance compared to Amended Budget

- Ridership: 2.3% higher than budget, \$2.1M variance
- Average Fares: -1.3% lower than budget, -\$1.2M variance
 - \$1.036 actual average fare versus \$1.049 budgeted

Fare Revenue comparison to Prior Year

- Ridership increased by 2.2%
- Average Fares decreased by -2.0%, \$1.036 versus \$1.057



2



COMBINED MTS TRANSIT OPERATORS
COMPARISON TO BUDGET - JUNE 30, 2011 - FY 2011
(in \$000's)

	PRELIMINARY			
	ACTUAL	BUDGET	VARIANCE	% VAR
Personnel Costs	\$87,539	\$88,167	\$628	0.7%
Personnel Costs - Dexia	12,200	12,200	-	0.0%
Purchased Transportation	53,584	53,939	355	0.7%
Other Outside Services	7,322	7,417	95	1.3%
Energy	22,127	21,309	(818)	-3.8%
Other Expenses	33,927	33,461	(465)	-1.4%
Total Expenses	\$216,699	\$216,494	(\$205)	-0.1%

Personnel

- Rail operations: \$396K favorable variance

Other Expenses

- Materials and Supplies: \$431K unfavorable variance



METROPOLITAN TRANSIT SYSTEM
COMPARISON TO BUDGET - JUNE, 2011 - FY 2011
TOTAL OPERATING REVENUE LESS EXPENSES (\$000's)

Combined Net Operating Variance

MTS Operating Revenue	\$ 849	
MTS Operating Expenses	<u>(205)</u>	
Combined MTS Operators		\$ 644
MTS Administration / Other Activities		<u>286</u>
Total Combined Net Operating Variance		\$ 930



METROPOLITAN TRANSIT SYSTEM
COMPARISON TO BUDGET - JUNE, 2011 - FY 2011
PRELIMINARY SUBSIDY REVENUE (\$000's)

	ACTUAL	AMENDED BUDGET	VARIANCE	% VAR
Federal	\$ 38,317	\$ 38,488	\$ (170)	-0.4%
TDA	53,605	53,551	54	0.1%
TransNet	20,438	20,061	378	1.9%
STA	12,738	12,738	0	0.0%
MediCal	997	1,600	(603)	-37.7%
CNG Credits	3,046	3,200	(154)	-4.8%
Other	1,820	1,984	(164)	-8.2%
Total	\$130,962	\$131,622	(\$660)	-0.5%

- TransNet: Sales tax revenues up 7.5% vs. projection of 6.0%
- MediCal: \$467K adjustment for FY 2006-2008



METROPOLITAN TRANSIT SYSTEM
COMPARISON TO BUDGET - JUNE, 2011 - FY 2011
TOTAL REVENUE LESS EXPENSES (\$000's)

Total Combined Net Operating Variance	\$	930
Combined Non-Operating Variance		
Subsidy Revenue	\$	(660)
Debt Service		162
Total Combined Non-Operating Variance		(498)
Total Revenues less Expenses	\$	432



METROPOLITAN TRANSIT SYSTEM
COMPARISON TO BUDGET - JUNE 30, 2011 - FY 2011
ON-GOING CONCERNS DASHBOARD

	FY11			Status
	Original Budget	Amended Budget	Actual	
Sales Tax Subsidy Revenue	1.9%	6.0%	7.5%	G
Energy Prices				
CNG	0.941	0.937	0.926	R
Diesel	2.600	2.600	2.906	
Gas	2.800	3.130	3.358	
Passenger Levels	82.6 M	82.6 M	84.6 M	G
State of California Budget	0	\$18.8 M	\$18.8 M	G

G Positive
Y Holding
R Negative



Metropolitan Transit System
FY 2011 - June 2011
Financial Review

MTS Board of Directors Meeting
September 15, 2011





1255 Imperial Avenue, Suite 1000
San Diego, CA 92101-7490
(619) 231-1466 • FAX (619) 234-3407

Agenda

Item No. 62

Chief Executive Officer's Report

ADM 121.7

September 15, 2011

In accordance with Board Policy No. 52, Procurement of Goods and Services, attached are listings of contracts, purchase orders, and work orders that have been approved within the CEO's authority (up to and including \$100,000) for the period August 11, 2011, through September 7, 2011.

H:\Agenda Item 62 (45, then 61)\2011\AI 62 9-15-11.docx

2



EXPENSE CONTRACTS

Doc #	Organization	Subject	Amount	Day
G1379.1-11	DIAMOND ENVIRONMENTAL SERVICE	PORT TOILET SVCS BUS/TROLLEY	\$16,387.28	8/18/2011
G1401.0-12	SDSU CONTRACTS/PROCUREMENT	PARTNERSHIP AGREEMENT SELL DAY PASS AZTE	\$12,500.00	8/18/2011
G1400.0-12	IKON SAN DIEGO	SERVICES FOR 1 YR APPXTENDER/KOFAX	\$5,560.00	8/25/2011
G1078.8-07	RYAN MERCALDO & WORTHINGTON LL	LEGAL SERVICES - GENERAL & TORT LIABILIT	\$30,000.00	8/29/2011
G1402.0-12	DOCUFLOW SOLUTIONS, INC	MAINT REPAIR 1 YR COLOR COPIER COPY RM	\$3,260.00	8/29/2011

REVENUE CONTRACTS

Doc #	Organization	Subject	Amount	Day
L1030.0-12	HOSTELLING INTERNATIONAL	ROE-MIDNIGHT MADNESS BIKE RUN	(\$500.00)	8/11/2011
S200-12-496	UNDERGROUND SOLUTIONS, INC	ROE PERMIT S YSIDRO SO LINE RAIL	\$0.00	8/11/2011
S200-12-499	PALM ENGINEERING CONST. INC.	ROE PERMIT BAYSHORE BIKEWAY PROJECT	\$0.00	8/11/2011
L5725.0-11	ALADDIN DEVELOPERS, INC.	LICENSE AGREEMENT - PLACEMENT OF IMPROVE	(\$4,500.00)	8/15/2011
L6657.1-11	PAR ELECTRICAL CONTRACTORS	JROE NCTD TIME EXT SDGE TL664 TL6927 ROS	\$0.00	8/18/2011
S200-12-495	BUREAU VERITAS NORTH AMERICA	ROE PERMIT S YSIDRO SO LINE RAIL	\$0.00	8/18/2011
L1034.0-12	CLATRANS/CHIEF DIV RAIL	CONSTRUCT PACIFIC SURFLINER RR XOVERS	\$0.00	8/25/2011
S200-12-497	SOUTHWEST SIGNAL SVC, INC	ROE PERMIT CITY SD STREET LIGHTING	(\$1,500.00)	8/25/2011
S200-12-502	PROJECT DESIGN CONSULTANTS	ROE PERMIT LAND SURVEY DESIGN ORANGE/BLU	\$0.00	8/25/2011
G1101.16-07	NEW FLYER OF AMERICA, INC.	ASSIGNMENT TO NCTD	\$0.00	8/29/2011
G1403.0-12	SAN DIEGO CHARGERS	PART AGREE FOR CHARGERS SD 100 TROLLEY	\$0.00	8/29/2011
L1033.0-12	JEAN ISAACS SD DANCE	ROE PERMIT TROLLEY DANCES 2012	\$0.00	8/29/2011
L1031.0-12	SIEMENS INDUSTRY, INC	LEASE AG OFF SPACE 12 S 13TH BLDG A	(\$350.00)	9/1/2011
S200-12-501	LEIGHTON CONSULTING INC	ROE PERMIT GEOTECH SVCS ORANGE/BLUE LINE	\$0.00	9/1/2011
S200-12-503	KEHOE TESTING & ENGINEERING	ROE PERMIT GEOTECH TESTING SVCS SANDAG	\$0.00	9/1/2011
S200-12-504	PACIFIC DRILLING CO	ROE PERMIT GEOTECH BORE & DRILLING SVCS	\$0.00	9/1/2011

PURCHASE ORDERS

DATE	Organization	Subject	AMOUNT
8/15/2011	UNIVERSITY OF THE PACIFIC EBER	TRANSIT AND PARATRANSIT CERT PROG 9	\$3,245.00
8/15/2011	HKA ELEVATOR CONSULTING	CONSULTING SVCS FASHION VALLEY ELEV	\$9,250.00
8/15/2011	LAPEL PIN PRODUCTION	LAPEL PINS FOR 2011 EXCELLENCE AWAR	\$513.97
8/15/2011	CUSTOM LOGOS	VINTAGE TROLLEY T-SHIRTS	\$1,615.60
8/15/2011	PACIFICA HEALTH AND MEDICAL	FLU SHOTS	\$6,082.50
8/15/2011	PROGRESS RAIL SERVICES INC	SWITCH POINTS	\$50,299.96
8/15/2011	101 THINGS TO DO	FULL PG COLOR ADS VISITOR MKTS	\$9,840.00
8/15/2011	DAY WIRELESS SYSTEMS	REMOVE MOTOROLA ZTL 2500 RADIOS	\$4,335.00
8/15/2011	IACCESS	CARD ACCESS SYSTEM FOR PROCESS ROOM	\$7,812.46
8/18/2011	US POSTAL SERVICE	POSTAGE FOR METER WJ-135 FY2012	\$40,000.00
8/25/2011	SAN DIEGO CONVENTION & VISIT	FULL PG COLOR ADS MEET PLANNER	\$7,440.00
8/25/2011	SAN DIEGO CONVENTION CENTER	FULL PG COLOR ADS MEET PLANNER	\$6,500.00
8/25/2011	THE UCSD GUARDIAN	PRINT ADS, BLACK & WHITE FALL, WINT	\$4,000.00
8/25/2011	THE DAILY AZTEC	PRINT ADS, 1/4 PG BL & WH FALL & SP	\$5,400.00
8/29/2011	STAPLES CONTRACT & COMMERCIAL	THOMAS GUIDE 57TH EDITION SKU 52887	\$697.09
9/1/2011	DIMENSIONAL SILKSCREEN INC	LARGE BUS STOP TEXTING DECALS	\$5,581.45
9/1/2011	THE BETTY MILLS COMPANY INC	HON 694LP SERIES FOUR DRAWER	\$3,616.79

WORK ORDERS

Doc #	Organization	Subject	Amount	Day
G1245.0-09.05.1	KIMLEY-HORN & ASSOC.	ENGINEERING SERVICES FOR MTS ROW	\$75,000.00	8/11/2011
G1245.0-09.06.1	KIMLEY-HORN & ASSOC.	ENGINEERING SERVICES FOR SDAE ROW	\$75,000.00	8/11/2011
G1132.0-08.03.2	LAN ENGINEERING CORP.	R/W ENGINEERING SERVICES	\$22,600.00	9/1/2011



AGENDA ITEM NO.

64

REQUEST TO SPEAK FORM

ORDER REQUEST RECEIVED

1

PLEASE SUBMIT THIS COMPLETED FORM (AND YOUR WRITTEN STATEMENT)
TO THE CLERK OF THE BOARD PRIOR TO DISCUSSION OF YOUR ITEM

1. INSTRUCTIONS

This Request to Speak form must be filled out and submitted in advance of the discussion of your item to the Clerk of the Board (please attach any written statement to this form). Communications on hearings and agenda items are generally limited to three minutes per person unless the Board authorizes additional time; however, the Chairperson may limit comment to one or two minutes each if there are multiple requests to speak on a particular item. General public comments on items not on the agenda are limited to three minutes. Please be brief and to the point. No yielding of time is allowed. Subjects of previous hearings or agenda items may not again be addressed under General Public Comments.

(PLEASE PRINT)

DATE	9.15.11
Name	MARGO TANGUAY
Address	229 16TH ST. #116 SD, CA. 92101
Telephone	[619] 234-1144
Organization Represented	self
Subject of Your Remarks	Blackout
Regarding Agenda Item No.	Public Comment #64
Your Comments Present a Position of:	☒ SUPPORT ☐ OPPOSITION

2. TESTIMONY AT NOTICED PUBLIC HEARINGS

At Public Hearings of the Board, persons wishing to speak shall be permitted to address the Board on any issue relevant to the subject of the Hearing.

3. DISCUSSION OF AGENDA ITEMS

The Chairman may permit any member of the public to address the Board on any issue relevant to a particular agenda item.

4. GENERAL PUBLIC COMMENTS ON MATTERS NOT ON THE AGENDA

Public comment on matters not on the agenda will be limited to five speakers with three minutes each, under the Public Comment Agenda Item. Additional speakers will be heard at the end of the Board's Agenda.

NOTE: Subjects of previous hearings or agenda items may not again be addressed under General Public Comments.