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Agenda

MEETING OF THE SAN DIEGO METROPOLITAN TRANSIT SYSTEM BOARD OF DIRECTORS

April 14, 2016

9:00 a.m.

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

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ACTION RECOMMENDED

1. Roll Call
2. Approval of Minutes - March 17, 2016
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.sdmmts.com

Metropolitan Transit System (MTS) is a California public agency comprised of San Diego Transit Corp., San Diego Trolley, Inc. and San Diego and Arizona Eastern Railway Company (nonprofit public benefit corporations). 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>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 January 19, 2016</u> | Information |
| 7. | <u>Authorization to Increase Legal Services Contract with Tyson & Mendes, LLP to Pay Projected Expenses</u>
Action would: (1) approve increasing the spend authority for Tyson & Mendes, LLP contract by \$200,000 to cover anticipated legal expenses; and (2) extend the contract for an additional two years with this firm effective January 1, 2017 through December 31, 2018. | Approve |
| 8. | <u>Arc of San Diego Interior Bus Cleaning Services - Contract Amendment</u>
Action would authorize the Chief Executive Officer (CEO) to execute MTS Doc. No. B0602.1-13, to amend the contract with The Arc of San Diego (Arc) to authorize an additional expense authority of \$216,248.45 for the remainder of the contract term. | Approve |
| 9. | <u>Rail Welding Maintenance Services - Contract Award</u>
Action would authorize the Chief Executive Officer (CEO) to execute MTS Doc. No. PWL169.0-15, with Morrison Metalweld Process Corp. for the provision of rail welding maintenance services for five years, beginning on May 1, 2016 and ending on April 30, 2021. | Approve |
| 10. | <u>Investment Report - February 2016</u> | Information |
| 11. | <u>Light Rail Vehicle (LRV) Tire Kits - Contract Award</u>
Action would authorize the Chief Executive Officer (CEO) to execute MTS Doc. No. L1285.0-16 with Siemens Industry, Inc., for the purchase of Light Rail Vehicle (LRV) tire kits for up to six years. | Approve |
| 12. | <u>San Diego Metropolitan Transit System (MTS) Intranet Redesign, Implementation, and Annual Maintenance Services - Contract Award</u>
Action would authorize the Chief Executive Officer (CEO) to execute MTS Doc. No. G1866.0-16 with Steer Davies & Gleave, Inc. for the provision of redesign and implementation services for MTS's Intranet, as well as, software maintenance services for three (3) years. | Approve |

CLOSED SESSION

- | | | |
|-----|---|-----------------|
| 24. | a. CLOSED SESSION - CONFERENCE WITH LABOR NEGOTIATORS PURSUANT TO CALIFORNIA GOVERNMENT CODE SECTION 54957.6
<u>Agency:</u> San Diego Trolley, Inc. (SDTI)
<u>Employee Organization:</u> International Brotherhood of Electrical Workers, Local 465 (Representing SDTI Train Operators, Electromechanics, Servicers and Clerical)
<u>Agency-Designated Representative:</u> Jeff Stumbo | Possible Action |
| | b. CLOSED SESSION - CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION Pursuant to California Government Code Section 54956.9(d)(1) San Diego Metropolitan Transit System v. Grand Central West LLC San Diego Superior Court Case No. 37-2014-00044014-CU-OR-CTL | Possible Action |

c. CLOSED SESSION - CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION Pursuant to California Government Code Section 54956.9 (One potential case: John Albert Elardo, Sr.; Marion Elizabeth Elardo; Coronado Shores Landscaping & Recreational Committee, et al.)

Possible
Action

Oral Report of Final Actions Taken in Closed Session

NOTICED PUBLIC HEARINGS

25. None.

DISCUSSION ITEMS

- | | | |
|-----|---|---------|
| 30. | <u>Silver Line Naming Rights and Sponsorship Agreement (Rob Schupp)</u>
Action would direct the Chief Executive Officer (CEO) to execute revenue contract G1902.0-16 with San Diego Gas & Electric (SDG&E) for the Naming Rights and Sponsorship of the Silver Line. | Approve |
| 31. | <u>Potential Funding Measure (Sharon Cooney)</u>
Action would receive a report on a potential November 2016 ballot measure which would include funding for transit capital and operations, and provide direction to the Chief Executive Officer (CEO) with regard to a possible expenditure plan. | Approve |
| 32. | <u>Mobile Ticketing Services Agreement - Contract Award (Rob Schupp)</u>
Action would authorize the Chief Executive Officer (CEO) to execute MTS Doc. No. G1818.0-15 with GlobeSherpa, for the provision of Mobile Ticketing Services for three (3) base years with an option to extend for an additional three (3) years. | Approve |

REPORT ITEMS

- | | | |
|-----|---|-------------|
| 45. | <u>MTS Compass Card Stored Value Payment Option (Larry Marinesi)</u> | Information |
| 46. | <u>Enterprise Resource Planning/Transit Asset Management Implementation - Final Update (Larry Marinesi)</u> | Information |
| 60. | <u>Chairman's Report</u> | Information |
| 61. | <u>Chief Executive Officer's Report</u> | Information |
| 62. | <u>Board Member Communications</u> | |
| 63. | <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. | |
| 64. | <u>Next Meeting Date: May 12, 2016</u> | |
| 65. | <u>Adjournment</u> | |

MEETING OF THE SAN DIEGO METROPOLITAN TRANSIT SYSTEM
BOARD OF DIRECTORS
1255 Imperial Avenue, Suite 1000
San Diego, CA 92101

DRAFT MINUTES

March 17, 2016

1. Roll Call

Chairman Mathis called the Board meeting to order at 9:05 a.m. A roll call sheet listing Board member attendance is attached.

3. Public Comments (TAKEN OUT OF ORDER)

Steve Padilla – Mr. Padilla commented on behalf of Grand Central West (GCW) regarding its litigation with MTS about the McDonalds building at the San Ysidro transit station. Mr. Padilla believes the safest way for the traveling public to connect between the trolley station and the bus terminal is through the McDonalds building. He stated that cutting off this access is having a negative impact on the small businesses at this location as well as travelers trying to connect from the trolley station to the bus platform. Mr. Padilla inquired about MTS's public policy position on this matter.

Oscar Marmol – Mr. Marmol stated that he is the lead security guard for the McDonalds building located at the San Ysidro transit station. Mr. Marmol has noticed that the largest numbers of people using the McDonalds doorway from the trolley station to the bus platform are Greyhound bus passengers. He stated that bus passengers are now confused and having a hard time getting to the bus platform now that the doorway is restricted.

Jason Wells – Mr. Wells commented on behalf of the San Ysidro Smart Border Coalition. He stated that the San Ysidro Smart Board Coalition voted in opposition to MTS's policy regarding access between the San Ysidro trolley station and the bus terminal. Mr. Wells said they feel these actions discriminate against the elderly, disabled passengers and passengers with luggage. He requested that MTS explain the public policy rationale and objectives associated with their actions. Mr. Wells provided a typed letter of his statements, which is included in the final meeting packet.

Peter Zschiesche – Mr. Zschiesche stated that he is representing the Employee Rights Center (ERC) and the United Taxi Workers of San Diego (UTWSD). He commented that MTS previously tried to organize a group meeting to process more taxicab applications, but was unsuccessful. Mr. Zschiesche urged MTS staff to continue to work with UTWSD to organize large group taxicab applicant sessions. He also noted that the ERC and UTWSD will bring forward proposed forms that could help make the market more competitive for taxicabs.

Nizar Narahi – Mr. Narahi said that he is a taxicab driver. He stated that he applied for a medallion about six months ago, but is having problems with his approval process. He requested for MTS staff to assist him with this matter.

Abdi Abdul – Mr. Abdul gave his speaking time to Mikaiil Hussein.

Mikaiil Hussein – Mr. Hussein commented on behalf of the UTWSD. He said that the one on one taxicab application interviews are not effective. Mr. Hussein stated that they still have a lot of problems that are not being resolved since the taxicab permit cap was lifted. He said that the

application processes are taking too long. Mr. Hussein asked for MTS staff to work with the UTWSD on these issues.

2a. Fiscal Year 2017 Capital Improvement Program (Mike Thompson)

Mike Thompson, Director of Financial Planning and Analysis, provided a presentation on the fiscal year (FY) 2017 Capital Improvement Program (CIP). He reviewed the development of the FY 2017 CIP, the CIP project highlights for rail and the CIP project highlights for bus. Mr. Thompson discussed the capital funding levels for FY 2017. He also reviewed the capital budget funding trend over the past ten years.

Mr. Roberts commented about the bus maintenance facility. He noted that this facility is needed for MTS's natural expansion and is not related to the proposed Charger's stadium. Mr. Roberts also commented that he just returned from the APTA Legislative Conference, along with Lorie Bragg, where they were able to meet with legislators regarding future transit funding.

Mr. Jablonski discussed the rail car replacement in the CIP. He noted that federal funding can be used toward preventative maintenance and not only for capital projects. Mr. Jablonski also stated that the planning phase will begin this year for a new bus maintenance facility.

Mr. Gloria inquired about the bus maintenance facility and where it would be located. Mr. Jablonski replied that the exact location of the facility has not been selected yet, but is being analyzed now. Mr. Gloria asked if the social equity analysis is done based on Title VI obligations. Mr. Thompson replied yes. Mr. Gloria also inquired if Information Technology and Fare Systems projects are classified as operational and safety needs. Mr. Thompson replied yes. Lastly, Mr. Gloria asked if MTS would be able to compete for Cap and Trade funds for a new Fare Systems program. Mr. Thompson replied that MTS is submitting a Transit and Intercity Rail Capital Program (TIRCP) grant application for \$10,000,000 for Fare Collection System Enhancements.

Ms. Zapf inquired about retiring buses and rail cars. Mr. Thompson replied that the retiring buses are sent to auction for sale. He stated that we try to find new homes for the operational trolley cars, but if that's not possible, they are sent to auction for scrap sale. Mr. Roberts commented that some of the trolley cars were purchased by Mendoza, Argentina. Mr. Jablonski noted that trolley cars have also been sold/donated to different museums and to Homeland Security for training purposes.

Mr. Alvarez inquired about the design of future trolleys and if they will better accommodate bicycles, strollers and carts. Mr. Jablonski commented that there is a possibility that the future rail cars could have a new interior design to accommodate more bikes, wheelchairs, etc. Mr. Alvarez asked about the anticipated size of the new bus maintenance facility. Mr. Jablonski replied that those specifics are still being analyzed. Mr. Alvarez commented on the future project at 25th Street and Commercial Street. He requested for lighting and signaling updates to be done on Commercial Street for the Orange Line. Lastly, Mr. Alvarez commented on fare system improvements and whether funding would be allocated to this project if no grant funding was awarded. Mr. Thompson replied that they would reallocate funding from the regular budget to fare system improvements.

Action Taken

Mr. Cunningham moved to: (1) approve the fiscal year 2017 Capital Improvement Program (CIP) with the estimated federal and nonfederal funding levels. As the federal appropriation figures are finalized and/or other project funding sources become available, all the Chief Executive Officer (CEO) to identify and adjust projects for the adjusted funding levels; (2) recommend that the San Diego Association of Governments (SANDAG) Board of Directors approve the submittal of Federal Section 5307, 5337 and 5339 applications for the MTS fiscal year 2017 CIP; (3) approve the transfer of \$600,000 from project 1142500 - Centralize Train Control to 1144000 - Substation SCADA; and (4) recommend that the SANDAG Board of Directors approve amendment number 11 of the 2014 Regional Transportation Improvement Program (RTIP) in accordance with the fiscal year 2017 CIP recommendations. Mr. McClellan seconded the motion, and the vote was 15 to 0 in favor.

2b. Fiscal Year 2016 Midyear Adjustment (Mike Thompson)

Mr. Thompson provided a presentation on the FY 2016 midyear adjustment. He reviewed the midyear revenue assumptions for passenger fares, operating and non-operating revenues. Mr. Thompson discussed the midyear expense assumptions for personnel. He noted that there was a recent salary survey conducted by Nyhart to compare MTS's salary grade structure to the competitive market. He introduced Steve Rosenberg, with Nyhart, to report on the salary survey results. Mr. Rosenberg stated that the previous salary study took place in 2011. He noted that the completion of this study resulted in a recommendation of a six percent structured increase to grade ranges 1 – 14, and 15% increase to the senior leadership grade, number 15. Implementing these structure changes will result in a pay increase for approximately 23 employees falling below the proposed minimum of their competitive grade range (Attachment O). Mr. Thompson continued the presentation and reviewed expense assumptions for outside services, energy, risk management, and general and administrative expenses. Lastly, he reviewed the contingency reserve balance.

Ms. Zapf inquired about the State Transit Assistance (STA) revenues. Mr. Thompson replied that MTS receives these payments on a quarterly basis. Mr. Jablonski commented that the decrease in STA revenue is related to the drop in diesel costs, but is also due to a recent redistribution of the revenues by the State Controller. He stated that MTS, along with other transit agencies in the state, are going to work toward reversing the redistribution to the original methodology.

Ms. Cole asked about the increase in taxicab admin processing fees. Mr. Thompson replied that revenue is from new permit fees and costs. He noted that the \$1.1 million in revenue is the estimated total for the entire year, which includes pending permit applications. Ms. Cole requested that a written update on taxicab permits be provided at the next meeting.

Mr. Alvarez inquired about taxicab permit fees and if the department worked on a cost recovery basis. Ms. Cooney replied that the taxicab department does operate on a cost recovery basis. She noted that there are one-time costs that have to be taken into account while budgeting for the taxicab administration, such as the purchase of vehicles, radios, cameras, etc. These types of purchases would be funded through the taxicab administration reserve account. Mr. Alvarez inquired if these fees are reviewed by Karen Landers in relation to Prop. 26. Mr. Landers replied that she has reviewed those fees, but has not done an analysis with Prop. 26 (she noted that she can do that analysis). Mr. Alvarez requested for these fees to be analyzed against Prop. 26 and asked for the reserves to be reviewed on how they can be allocated properly. Mr. Alvarez

inquired about the salary grades. Mr. Jablonski stated that the salary grades are shifting up by six percent. He noted that only the salary grades are affected by this change and not merit raises. Mr. Alvarez commented on MTS's contingency reserves. He asked if there is a policy to use the reserves for fares in an economic crisis. Mr. Jablonski replied that matter would be at the discretion of the Board if there was an economic crisis.

Mr. Gloria asked about the transmission rate increase. Mr. Thompson replied that the California Public Utilities Commission (CPUC) controls this rate.

Action Taken

Mr. Minto moved to enact Resolution No. 16-9 amending the fiscal year (FY) 2016 operating budget for the San Diego Metropolitan Transit System (MTS), San Diego Transit Corporation (SDTC), San Diego Trolley, Inc. (SDTI), MTS Contract Services, Chula Vista Transit, and the Coronado Ferry. Ms. Zapf seconded the motion, and the vote was 15 to 0 in favor.

4. Next Finance Workshop

The next Finance Workshop is May 12, 2016.

5b. Approval of Minutes

Mr. Minto moved to approve the minutes of the February 11, 2016, MTS Board of Directors meeting. Ms. Rios seconded the motion, and the vote was 15 to 0 in favor.

CONSENT ITEMS

6. Property Insurance Renewal

Action would authorize the Chief Executive Officer (CEO) to renew the property insurance coverage for the San Diego Metropolitan Transit System (MTS), San Diego Transit Corporation (SDTC) and San Diego Trolley, Inc. (SDTI) with the California State Association of Counties - Excess Insurance Authority (CSAC-EIA) Property Insurance Program, effective March 31, 2016 through March 31, 2017, with various coverage deductibles of \$25,000 (real estate and personal contents property), \$100,000 (bus fleet), \$250,000 (light rail fleet) and \$1,500,000 (roads, bridges and tunnels).

7. Wireless Voice Communications Network Agreement with San Diego County - Imperial County Regional Communications System (RCS)

Action would authorize the Chief Executive Officer (CEO) to execute MTS Doc. No. G1893.0-16 with RCS for up to seventy (70) radio connections to the RCS network, for a five year period, on a non-member basis.

8. Investment Report - December 2015

9. MTS Work Order Approval for Orange Line Courthouse Station - Design Engineering Services

Action would authorize the Chief Executive Officer (CEO) to execute Work Order 13.09.01 to MTS Doc. No. G1496.0-13, with RailPros, Inc., to perform Design Engineering Services for the Orange Line Courthouse Station Project ("Project") for one-hundred percent (100%) design.

10. California Department of Transportation (Caltrans) Program of Projects for Federal Transit Administration (FTA) Section 5311 Funding, Federal Fiscal Year 2016

Action would approve Resolution No. 16-4, authorizing the use of, and application for, \$265,000 of FTA Section 5311 funds for operating assistance.

11. California Department of Transportation (Caltrans) Program of Projects for Federal Transit Administration (FTA) Section 5311(f) Funding, Fiscal Year 2016
Action would approve Resolution No. 16-5, authorizing the use of, and application for, \$275,000 of FTA Section 5311(f) funds for operating assistance in non-urbanized areas.
12. 2016 Transit and Intercity Rail Capital Program (TIRCP) Grant Application - Trolley Capacity Improvements Project
Action would approve Resolution No. 16-6, authorizing the Chief Executive Officer (CEO) to submit an application for up to \$4,671,816 in fiscal year 2016 TIRCP funding for the Trolley Capacity Improvements (LRV Purchase) Project.
13. 2016 Transit and Intercity Rail Capital Program (TIRCP) Grant Application - Blue Line Curve Straightening Project
Action would approve Resolution No. 16-7, authorizing the Chief Executive Officer (CEO) to submit an application for up to \$10,000,000 in 2016 TIRCP funding for the Blue Line Curve Straightening Project.
14. Authorized Agent for Low Carbon Transit Operations Program (LCTOP) Funding
Action would approve Resolution No. 16-8, authorizing the Chief Executive Officer (CEO), or designated representative, to execute all required documents of the LCTOP and any amendments thereto with the California Department of Transportation.
15. SD100 Journal Box Bearing - Contract Award
Action would authorize the Chief Executive Officer (CEO) to execute MTS Doc. No. L1293.0-16, with HI-TEC Enterprises, for the purchase of 200 Light Rail Vehicle (LRV) SD100 journal box bearings.
16. Procurement and Installation of Artificial Ivy Around Trolley Substation - Contract Award
Action would authorize the Chief Executive Officer (CEO) to execute Doc. No. PWL200.0-16 with A B Hashmi Construction Company to procure and install artificial ivy around Blue and Orange Line Trolley substations.
17. Accessible Services Advisory Committee Membership Guidelines
Action would approve the revisions to the Accessible Services Advisory Committee Membership Guidelines.
18. On-Call Railroad General Electrical & Communication Services - Job Order Contract (JOC) Award
Action would authorize the Chief Executive Officer (CEO) to execute MTS Doc. No. PWL203.0-16 with HMS Construction Corporation, for the provision of on-call railroad general electrical communication services with a three-year agreement.
19. On-Call Railroad General Civil Construction Services - Job Order Contract (JOC) Award
Action would authorize the Chief Executive Officer (CEO) to execute MTS Doc. No. PWL204.0-16 with ABC Construction Company, for the provision of on-call railroad general civil construction services with a three-year agreement.
20. Green Line Traction Power Substations Rehabilitation Services - Contract Award

Action would authorize the Chief Executive Officer (CEO) to execute MTS Doc. No. PWL183.0-16 with Mass Electric Construction Company Inc. for the provision of rehabilitation services for nine MTS Traction Power Substations (TPSS) along the MTS Green Line.

21. Green Line Variable Message Signs Installation Services - Authorize Work Order
Action would authorize the Chief Executive Officer (CEO) to execute Work Order No. MTSJOC7501-08 with Herzog Contracting Corporation for services for the installation of Variable Message Signs on the MTS Green Line under MTS Doc. No. PWL182.0-16 Herzog Job Order Contract (JOC).
22. Purchase of 46 Class B Propane Powered Paratransit Buses - Contract Award
Action would authorize the Chief Executive Officer (CEO) to execute MTS Doc. No. B0641.0-16, with Creative Bus Sales, for the purchase of up to forty-six (46) propane powered Class B paratransit buses under the CalACT Bus Purchase Agreement No. 11-03.
23. Fairfield Grossmont Trolley, LLC Lease: Consent to Transfer and Participation Event
Action would authorize the Chief Executive Officer to execute the Acknowledgment consenting to this transfer of FF California Housing Fund's ownership interest in the Fairfield Grossmont Trolley, LLC lease to the California State Teachers Retirement System (CalSTRS) and acknowledging that MTS is not entitled to any payments arising from the transfer and execute any additional documents necessary to close the transaction.
24. 2016 Transit and Intercity Rail Capital Program (TIRCP) Grant Application - Fare Collection System Enhancements Project
Action would approve Resolution No. 16-10 authorizing the Chief Executive Officer (CEO) to submit an application for up to \$10,000,000 in 2016 TIRCP funding for the Fare Collection System Enhancements Project.
25. Investment Report - January 2016

Action on Recommended Consent Items

Mr. Gastil moved to approve Consent Agenda Item Nos. 6 – 25. Ms. Cole seconded the motion, and the vote was 15 to 0 in favor.

CLOSED SESSION

26. Closed Session Items

Public Comments – Closed Session Item 26c (TAKEN OUT OF ORDER)

Amy Kalivas – Ms. Kalivas commented on behalf of Access to Independence. She said that she would like to use her phone to purchase transit tickets and is glad to see that there is movement to upgrade the system and safety of this system.

Ruben Ceballos – Mr. Ceballos said that he is glad to see that the issue of credit card security is being addressed by the Board.

The Board convened to Closed Session at 10:44 a.m.

- a. CLOSED SESSION – CONFERENCE WITH LABOR NEGOTIATORS PURSUANT TO CALIFORNIA GOVERNMENT CODE SECTION 54957.6

Agency: San Diego Trolley, Inc. (SDTI)

Employee Organization: International Brotherhood of Electrical Workers, Local 465 (Representing SDTI Train Operators, Electromechanics, Servicers and Clerical)

Agency-Designated Representative: Jeff Stumbo

- b. CLOSED SESSION – CONFERENCE WITH REAL PROPERTY NEGOTIATORS PURSUANT TO CALIFORNIA GOVERNMENT CODE SECTION 54956.8

Property: 100 16th Street, San Diego, CA 92101

Agency Negotiators: Paul Jablonski, Chief Executive Officer; Karen Landers, General Counsel; and Tim Allison, Manager of Real Estate Assets

Negotiating Parties: JMI Realty, Inc.; Chargers Football Company, LLC

CLOSED SESSION – CONFERENCE WITH LEGAL COUNSEL – ANTICIPATED LITIGATION PURSUANT TO GOVERNMENT CODE SECTION 54956.9(d)(2) and (4) (2 potential cases related to potential downtown stadium project)

- c. CLOSED SESSION – THREAT TO PUBLIC SERVICES OR FACILITIES PURSUANT TO GOVERNMENT CODE SECTION 54957

Consultation with: Paul Jablonski, MTS Chief Executive Officer; Sandra Bobek, MTS Chief Information Officer; Karen Landers, MTS General Counsel; Toufic Tabshouri, MTS Internal Auditor; and Trent Hein, Applied Trust Consultant

The Board reconvened to Open Session at 12:30 p.m.

Oral Report of Final Actions Taken in Closed Session

Karen Landers, General Counsel, reported the following:

- a. The Board received an update on labor negotiations.
- b. The Board received a report and gave negotiating instructions to staff.
- c. The Board received a report from staff.

NOTICED PUBLIC HEARINGS

27. None.

DISCUSSION ITEMS

30. None.

REPORT ITEMS

45. Enterprise Resource Planning/Transit Asset Management Implementation - Final Update (Larry Marinesi and Fred LaCroix)

This item was deferred to the April 14, 2016 Board meeting.

60. Chairman's Report

There was no Chairman's report.

61. Chief Executive Officer's Report

Mr. Jablonski reported on the following travel: he traveled to Sacramento to testify at the California Air Resources Board meeting on February 18; he attended the SANDAG Board retreat at Barona Resort from March 9 – March 10; and he also attended the APTA Legislative Conference in Washington D.C. from March 11 – 16.

62. Board Member Communications

There were no Board Member communications.

63. Additional Public Comments on Items Not on the Agenda

Eyal Abudi – Mr. Abudi commented that he runs a business in the McDonalds building located at the San Ysidro transit station. He stated that there has been a large decrease in the amount of people walking through the building now that the doorway is restricted from the trolley station to the bus terminal.

64. Next Meeting Date

The next regularly scheduled Board meeting is April 14, 2016.

65. Adjournment

Chairman Mathis adjourned the meeting at 12:34 p.m.

Chairperson
San Diego Metropolitan Transit System

Filed by:

Approved as to form:

Clerk of the Board
San Diego Metropolitan Transit System

General Counsel
San Diego Metropolitan Transit System

Attachment: Roll Call Sheet

SAN DIEGO METROPOLITAN TRANSIT SYSTEM
FINANCE WORKSHOP
ROLL CALL

MEETING OF (DATE): March 17, 2016

CALL TO ORDER (TIME): 9:05 a.m.

RECESS: _____

RECONVENE: _____

CLOSED SESSION: _____

RECONVENE: _____

PUBLIC HEARING: _____

RECONVENE: _____

ORDINANCES ADOPTED: _____

ADJOURN: 10:40 a.m.

BOARD MEMBER	(Alternate)	PRESENT (TIME ARRIVED)	ABSENT (TIME LEFT)
ALVAREZ	<input checked="" type="checkbox"/> (Cate) <input type="checkbox"/>	9:05 a.m.	10:40 a.m.
BRAGG	<input checked="" type="checkbox"/> (Spriggs) <input type="checkbox"/>	9:05 a.m.	10:40 a.m.
COLE	<input checked="" type="checkbox"/> (Cate) <input type="checkbox"/>	9:05 a.m.	10:40 a.m.
CUNNINGHAM	<input checked="" type="checkbox"/> (Mullin) <input type="checkbox"/>	9:05 a.m.	10:40 a.m.
GASTIL	<input checked="" type="checkbox"/> (Jones) <input type="checkbox"/>	9:05 a.m.	10:40 a.m.
GLORIA	<input checked="" type="checkbox"/> (Cate) <input type="checkbox"/>	9:05 a.m.	10:40 a.m.
MATHIS	<input checked="" type="checkbox"/>	9:05 a.m.	10:40 a.m.
MCCLELLAN	<input checked="" type="checkbox"/> (Ambrose) <input type="checkbox"/>	9:05 a.m.	10:40 a.m.
MCWHIRTER	<input checked="" type="checkbox"/> (Arapostathis) <input type="checkbox"/>	9:05 a.m.	10:40 a.m.
MINTO	<input checked="" type="checkbox"/> (McNelis) <input type="checkbox"/>	9:12 a.m.	10:40 a.m.
RIOS	<input checked="" type="checkbox"/> (Sotelo-Solis) <input type="checkbox"/>	9:05 a.m.	10:40 a.m.
ROBERTS	<input checked="" type="checkbox"/> (Cox) <input type="checkbox"/>	9:15 a.m.	10:40 a.m.
SALAS	<input checked="" type="checkbox"/> (Miesen) <input type="checkbox"/>	9:05 a.m.	10:40 a.m.
WOIWODE	<input type="checkbox"/> (Sandke) <input checked="" type="checkbox"/>	9:05 a.m.	10:40 a.m.
ZAPF	<input checked="" type="checkbox"/> (Cate) <input type="checkbox"/>	9:09 a.m.	10:40 a.m.

SIGNED BY THE CLERK OF THE BOARD:

Julia Turner

CONFIRMED BY THE GENERAL COUNSEL:

Karl Cho

SAN DIEGO METROPOLITAN TRANSIT SYSTEM
BOARD OF DIRECTORS
ROLL CALL

MEETING OF (DATE): March 17, 2016

CALL TO ORDER (TIME): 10:40 a.m.

RECESS: _____

RECONVENE: _____

CLOSED SESSION: 10:44 a.m.

RECONVENE: 12:30 p.m.

PUBLIC HEARING: _____

RECONVENE: _____

ORDINANCES ADOPTED: _____

ADJOURN: 12:34 p.m.

BOARD MEMBER	(Alternate)	PRESENT (TIME ARRIVED)	ABSENT (TIME LEFT)
ALVAREZ	<input checked="" type="checkbox"/> (Cate) <input type="checkbox"/>	10:40 a.m.	10:44 a.m.
BRAGG	<input checked="" type="checkbox"/> (Spriggs) <input type="checkbox"/>	10:40 a.m.	12:34 p.m.
COLE	<input checked="" type="checkbox"/> (Cate) <input type="checkbox"/>	10:40 a.m.	12:05 p.m.
CUNNINGHAM	<input checked="" type="checkbox"/> (Mullin) <input type="checkbox"/>	10:40 a.m.	12:34 p.m.
GASTIL	<input checked="" type="checkbox"/> (Jones) <input type="checkbox"/>	10:40 a.m.	12:34 p.m.
GLORIA	<input checked="" type="checkbox"/> (Cate) <input type="checkbox"/>	10:40 a.m.	12:15 p.m.
MATHIS	<input checked="" type="checkbox"/>	10:40 a.m.	12:34 p.m.
MCCLELLAN	<input checked="" type="checkbox"/> (Ambrose) <input type="checkbox"/>	10:40 a.m.	12:34 p.m.
MCWHIRTER	<input checked="" type="checkbox"/> (Arapostathis) <input type="checkbox"/>	10:40 a.m.	12:34 p.m.
MINTO	<input checked="" type="checkbox"/> (McNelis) <input type="checkbox"/>	10:40 a.m.	12:34 p.m.
RIOS	<input checked="" type="checkbox"/> (Sotelo-Solis) <input type="checkbox"/>	10:40 a.m.	12:27 p.m.
ROBERTS	<input checked="" type="checkbox"/> (Cox) <input type="checkbox"/>	10:40 a.m.	12:34 p.m.
SALAS	<input checked="" type="checkbox"/> (Miesen) <input type="checkbox"/>	10:40 a.m.	12:34 p.m.
WOIWODE	<input type="checkbox"/> (Sandke) <input checked="" type="checkbox"/>	10:40 a.m.	12:34 p.m.
ZAPF	<input checked="" type="checkbox"/> (Cate) <input type="checkbox"/>	10:40 a.m.	12:34 p.m.

SIGNED BY THE CLERK OF THE BOARD: Julia Tuer

CONFIRMED BY THE GENERAL COUNSEL: Paul Cerd



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

Agenda Item No. 6

MEETING OF THE SAN DIEGO METROPOLITAN TRANSIT SYSTEM BOARD OF DIRECTORS

April 14, 2016

SUBJECT:

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 JANUARY 19, 2016.

INFORMATIONAL ONLY

Budget Impact

None.

DISCUSSION:

Pursuant to the Agreement for Operation of Freight Rail Services, SD&IV, Museum, and
PIR have provided operations reports during the fourth quarter of 2015 (Attachment A).

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: Sharon Cooney, 619.557.4513, Sharon.Cooney@sdmts.com

Attachment: A. SD&AE Meeting Agenda and Materials



AGENDA

San Diego and Arizona Eastern (SD&AE)
Railway Company
Board of Directors Meeting

January 19, 2016

9:00 a.m.

Executive Committee Room
James R. Mills Building
1255 Imperial Avenue, 10th Floor



**SAN DIEGO & ARIZONA
EASTERN RAILWAY
COMPANY**

A NEVADA NONPROFIT
CORPORATION

1255 IMPERIAL AVENUE,
SUITE 1000
SAN DIEGO, CA
92101-7490
(619) 231-1466

BOARD OF DIRECTORS
PAUL JABLONSKI, CHAIRPERSON
MATT DOMEN
BLAKE JONES

OFFICERS
PAUL JABLONSKI, PRESIDENT
MATT DOMEN, SECRETARY
ERIN DUNN, TREASURER

LEGAL COUNSEL
KAREN LANDERS

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 prior to the meeting and are to be returned at the end of the meeting.

ACTION RECOMMENDED

- | | |
|--|---------|
| 1. <u>Approval of the Minutes of October 13, 2015</u>
Action would approve the SD&AE Railway Company Minutes of October 13, 2015. | Approve |
| 2. <u>Statement of Railway Finances (Erin Dunn)</u>
Action would receive a report for information. | Receive |
| 3. <u>Report on San Diego and Imperial Valley (SD&IV) Railroad Operations (Matt Domen)</u>
Action would receive a report for information. | Receive |
| 4. <u>Report on Pacific Southwest Railway Museum (Diana Hyatt)</u>
Action would receive a report for information. | Receive |
| 5. <u>Report on the Desert Line (Don Stoecklein/Arturo Alemany)</u>
Action would receive a report for information. | Receive |
| 6. <u>Real Property Matters (Tim Allison)</u>
a. <u>Summary of SD&AE Documents Issued Since October 13, 2015</u>
Action would receive a report for information. <ul style="list-style-type: none">• <u>S200-15-629</u>: Right of Entry Permit to Aguirre and Associates, for performing various field surveys in the City of La Mesa.• <u>S200-16-631</u>: Right of Entry Permit to Cal Poly State University for public surveys at the Lemon Grove Trolley Station.• <u>S200-16-632</u>: Right of Entry Permit to Henkels & McCoy, Inc., for removing SDG&E transmission towers along the South Line between Sampson St. and Schley St. | Receive |
| 7. <u>Amendment to Articles of Incorporation (Karen Landers)</u>
Action would approve the Amendment of Articles of Incorporation | |

8. Board Member Communications
9. Public Comments
10. Next Meeting Date: April 12, 2016
11. Adjournment

MINUTES

BOARD OF DIRECTORS MEETING OF THE SAN DIEGO & ARIZONA EASTERN RAILWAY COMPANY

October 13, 2015

A meeting of the Board of Directors of the San Diego & Arizona Eastern (SD&AE) Railway Company, a Nevada corporation, was held at 1255 Imperial Avenue, Suite 1000, San Diego, California 92101, on October 13, 2015, at 9:00 a.m.

The following persons, constituting the Board of Directors, were present: Blake Jones, Matt Domen, and Paul Jablonski. Also in attendance were members from:

San Diego Metropolitan Transit System:	Tim Allison, Karen Landers, Wayne Terry, Erin Dunn, Traci Wutke
Pacific Southwest Railway Museum:	Diana Hyatt
Trains Magazine:	Don Jones

1. Approval of Minutes

Mr. Jones moved to approve the Minutes of the July 14, 2015, SD&AE Railway Board of Directors meeting. Mr. Domen seconded the motion, and it was unanimously approved.

2. Statement of Railway Finances

Erin Dunn reviewed the financial statement for the first quarter of 2016 (attached to the agenda item).

Mr. Jablonski inquired about the uncollectable Port of San Diego invoices totaling \$14,000 that were written off in FY 2014. Ms. Dunn explained that the Port of San Diego refused to pay the invoice regarding fiber-optics. Ms. Landers and Mr. Allison added that this is being reviewed, and the charges are good and fair. Currently, the Port of San Diego is asking for more crossings. Mr. Jablonski and Ms. Landers agreed that with unpaid invoices, these projects are not likely to move forward.

Action Taken

Mr. Jones moved to receive the report for information. Mr. Domen seconded the motion, and it was unanimously approved.

3. Report on San Diego & Imperial Valley Railroad (SD&IV) Operations

Mr. Domen reviewed the report of activities for the third quarter of 2015 (attached to the agenda item).

Mr. Jablonski asked if the cattle feed commodity was relatively new or if SD&IV has always been involved. Mr. Domen said that they have always been involved in cattle feed, but it was contingent on the price as to whether it was purchased in Mexico or in the United States.

Action Taken

Mr. Jablonski moved to receive the report for information. Mr. Jones seconded the motion, and it was unanimously approved.

4. Report on Pacific Southwest Railway Museum Operations

Diana Hyatt reviewed the third quarter of 2015 report (attached to the agenda item). Ms. Hyatt reported that the west portal of tunnel four is deteriorating. Ms. Hyatt recognizes that this is not the responsibility of the SD&AE Board; however, she would like to bring this to the Board's attention. Ms. Landers commented that this issue is something that will have to be rectified before too long as it poses a safety threat to traffic using that line. Ms. Landers mentioned that Dan Davis is aware of this need and will be including it in his report.

Action Taken

Mr. Jablonski moved to receive the report for information. Mr. Jones seconded the motion, and it was unanimously approved.

5. Report on the Desert Line

There were no representatives from Pacific Imperial Railroad to give an oral report. The Board acknowledged the written report submitted by PIR. Karen Landers gave a brief review of the contents of the PIR report.

Ms. Landers commented that she will join PIR representatives who will be attending a U.S. State Department working group (US/Mexico Bi-national Bridges and Border Crossings Group) on October 28, 2015. The working group asked for a report on the Desert Line project at that time.

Action Taken

Mr. Jablonski moved to receive the report for information. Mr. Domen seconded the motion, and it was unanimously approved.

6. Real Property Matters

6a. Since the July 14, 2015, SD&AE Railway Company Board of Directors meeting, the documents described below have been processed by staff.

- S200-15-625: Right of Entry Permit to Hulcher Services, Inc., for moving GATX cars on the Desert Line.
- S200-16-626: Right of Entry Permit to the San Diego County Bicycle Coalition for the annual Bike the Bay bike ride.

Mr. Jablonski noted that the Salt Works easement has expired and needs to be renewed. Mr. Allison said that MTS would be entering into new agreements in the near future.

6b. Tim Allison gave a report regarding the drainage easement to the City of La Mesa for a portion of Alvarado Creek.

Action Taken

Mr. Jablonski moved to receive the report for information. Mr. Domen seconded the motion, and it was unanimously approved.

7. Approval of the 2016 SD&AE Board of Directors Meeting Schedule

Karen Landers explained that SD&AE holds quarterly meetings in January, April, July, and October and asked members to review the proposed dates for the 2016 meeting schedule. All Board members were in agreement of the proposed dates as listed:

Tuesday, January 19, 2016	9:00 a.m.	(Fourth Quarter 2015 Reports)
Tuesday, April 12, 2016	9:00 a.m.	(First Quarter 2016 Reports)
Tuesday, July 19, 2016	9:00 a.m.	(Second Quarter 2016 Reports)
Tuesday, October 11, 2016	9:00 a.m.	(Third Quarter 2016 Reports)

Action Taken

Mr. Jones moved to receive the report for information. Mr. Domen seconded the motion, and it was unanimously approved.

8. Board Member Communications

None.

9. Public Comments

None.

10. Next Meeting Date

The next meeting of the SD&AE Railway Company Board of Directors will be on January 19, 2016.

11. Adjournment

The meeting was adjourned at 9:24 a.m.


President


General Counsel

San Diego and Arizona Eastern Railway Company

1/19/2016

Sign-in Sheet (VOLUNTARY)

Name	Company
1. <i>MATT DOWEN</i>	<i>SDIV</i>
2. <i>Jared Gooch</i>	<i>SDIV</i>
3. <i>Clint Ashmead</i>	<i>" "</i>
4. <i>Jeff Owen</i>	<i>SDIV</i>
5. <i>DON JONES</i>	<i>TRAINS MAGAZINE</i>
6. <i>Diane Hyatt</i>	<i>PSRM</i>
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Agenda

Item No. 2

San Diego and Arizona Eastern (SD&AE)
Railway Company
Board of Directors Meeting

January 19, 2016

SUBJECT: STATEMENT OF RAILWAY FINANCES

RECOMMENDATION:

That the SD&AE Railway Company Board of Directors receive a financial report for the period ending November 30, 2015.

Budget Impact

None

DISCUSSION:

Attached are SD&AE's financial results for the period ending November 30, 2015, as well as the financial results for the fiscal year-to-date actuals as of December 31, 2014. Due to the implementation of MTS's new Enterprise Resource Planning (ERP) system on January 1, 2016, December's figures are not available. Results of operation for December 2015 will be reported to the Board at the next quarterly meeting.

The current fiscal year-to-date revenues are \$411,000 favorable to budget primarily due to the Desert Line Lease revenue not included in the budget. This revenue is partially reduced by Right of Entry Permits under budget by \$8,000.

Expenses are \$19,000 favorable to budget primarily due to favorable variances in Personnel Costs and Outside Services.

The Net Income for the period ending November 30, 2015 was \$418,000.

Attachments: SD&AE Operating Statement For The Period Ending November 30, 2015

SD&AE Operating Statement FY2016-15

	FY 2016					FY 2015	
	Q1 Actual	Oct - Nov Actual	YTD - Actual (Jul - Nov)	YTD Budget (Jul - Nov)	Variance	Q1 - Q2 Actual (Jul - Dec)	Variance
Revenues							
Right of Entry Permits	\$ 750	\$ 4,150	4,900	\$ 12,500	\$ (7,600)	\$ 8,906	\$ (4,006)
Lease Income	18,529	14,785	31,314	29,165	\$ 2,149	36,504	\$ (5,190)
Desert Line Lease Revenue	250,000	166,667	416,667	-	\$ 416,667	500,000	\$ (83,333)
Operator Income - SD&IV 1% Freight Fee	8,500	5,700	14,200	14,585	\$ (385)	18,000	\$ (3,800)
Total Revenue	275,779	191,302	467,081	56,250	410,831	563,410	(96,329)
Expenses							
Personnel Costs	16,642	8,771	25,413	40,124	14,711	61,814	\$ 36,401
Outside Services	422	17,011	17,433	20,901	3,468	34,048	\$ 16,615
Risk Management	3,347	2,646	5,993	6,670	677	7,375	\$ 1,382
Misc. Operating Expenses	250	156	406	210	(196)	284	\$ (122)
Total Expense	20,661	28,584	49,245	67,905	18,660	103,521	54,276
Net Income/(Loss)	\$ 255,118	\$ 162,718	\$ 417,836	\$ (11,655)	\$ 429,491	\$ 459,889	\$ (42,053)

Reserve Balance 2015	\$ 1,553,150
Allocated Interest Earnings - Estimated	2,083
Operating Profit/(Loss) - YTD	417,836
Reserve Balance 2016 as of Nov. 30, 2015	\$ 1,973,069

Agenda Item No. 3

San Diego and Arizona Eastern (SD&AE)
Railway Company
Board of Directors Meeting

January 19, 2016

SUBJECT:

REPORT ON SAN DIEGO AND IMPERIAL VALLEY (SD&IV) RAILROAD OPERATIONS

RECOMMENDATION:

That the SD&AE Board of Directors receive a report for information.

Budget Impact

None.

DISCUSSION:

An oral report will be given during the meeting.

Attachment: Periodic Report for the 4th Quarter of 2015



SD&AE Board
C/O MTS
1255 Imperial Avenue, Suite 1000
San Diego, California 92101

January 6 , 2016

Periodic Report

In accordance with Section 20 of the Agreement for Operational Freight Service and Control through Management of the San Diego and Arizona Eastern Railway Company activities of interest for the 4th Quarter of 2015 are listed as follows:

1. Labor

At the end of December 31, 2015 the San Diego & Imperial Railroad had 9 employees:

- 1 General Manager
- 1 Trainmaster
- 1 Manager - Marketing & Sales
- 1 Office Manager
- 1 Mechanical Manager
- 1 Maintenance of Way Employee
- 3 Train Service Employees

2. Marketing

Volume in the 4th Quarter increased 12% as compared to 2015. Bridge traffic into Mexico had a 5% increase, primarily driven by increases in LPG. Traffic terminating or originating on the SDIY was up over 30% versus last year. Increase is due primarily to the addition of a new ethanol transload operation in San Ysidro.

3. Reportable Injuries/Environmental

Days through year to date, December 31, 2015, there were no FRA Reportable injuries or Environmental incidents on the SDIV Railroad.

Days FRA Reportable Injury Free: 6845

4. Summary of Freight

	2015	2014	2013
Total rail carloads that moved by SDIY Rail Service in the quarter.	923	826	1301
Total railroad carloads Terminating/Oriinating Mexico in the quarter.	655	622	1119
Total railroad carloads Terminating/Oriinating El Cajon, San Diego, National City, San Ysidro, California in the quarter.	268	204	182
Total customers directly served by SDIY in the quarter	10	11	11
Regional Truck trips that SDIY Railroad Service replaced in the quarter	2769	2478	3903

Respectfully,

Matt Domen

General Manager

Agenda Item No. 4

San Diego and Arizona Eastern (SD&AE)
Railway Company
Board of Directors Meeting

January 19, 2015

SUBJECT:

REPORT ON PACIFIC SOUTHWEST RAILWAY MUSEUM

RECOMMENDATION:

That the SD&AE Board of Directors receive a report for information.

Budget Impact

None.

DISCUSSION:

A report will be presented during the meeting.

Attachment: Quarterly Report



Pacific Southwest Railway Museum

La Mesa Depot 4695 Nebo Drive La Mesa, CA 91941 619-465-7776

January 8, 2016

SD&AE Board
c/o Metropolitan Transit System
1255 Imperial Avenue, Suite 1000
San Diego, CA 92101

Re: Fourth Quarter 2015

Dear SD&AE Board:

During the fourth quarter of 2015, utilizing all volunteer crews, the Pacific Southwest Railway Museum ran 39 passenger trains to Division and return and 56 passenger trains operated within Campo Yard limits carrying 7,110 passengers with no FRA reportable accidents or injuries. Total income from SD&AE property for fourth quarter, 2015 was \$234,294.32. Our check for \$4,685.89 will follow under separate cover. By comparison, PSRM carried 6,765 passengers during the fourth quarter of 2014 and total income from SD&AE property was \$196,218.

Passenger ridership by comparison to the same quarter in previous years:

7,110	Passengers during the fourth quarter of 2015
6,765	Passengers during the fourth quarter of 2014
6,535	Passengers during the fourth quarter of 2013
6,889	Passengers during the fourth quarter of 2012
6,109	Passengers during the fourth quarter of 2011
4,384	Passengers during the fourth quarter of 2010
3,268	Passengers during the fourth quarter of 2009
4,554	Passengers during the fourth quarter of 2008

Passenger ridership has significantly increased during this period as compared to past years. During this season an additional four trains were added to the North Pole Limited offering. And Pumpkin Express trains were offered for one additional day: three additional trains with Halloween landing on a Saturday in 2015.

PSRM continues to maintain both signalized railroad crossings at Highway 94 in Campo, performing the monthly, quarterly and annual inspections. PSRM also performs twice-weekly

Page 2: PSRM 4th quarter 2015 Report

track inspections between MP 59.9 and 66.77 while operating passenger trains and as necessary after inclement weather. Our volunteer track crew continues to perform track maintenance tasks, and tie replacement on the mainline.

In early 2016, PSRM looks forward to assisting with the Christmas Train event also known as the Three Kings Train in Tecate, B.C., Mexico on Sunday, January 10, 2016. This will be the seventh year that a train from Campo to Tecate has not been possible. Track work is progressing near Lindero on the Mexican side of the border and the west portal of tunnel 4, the international tunnel has been inspected several times in the past two months with the intention of mitigation and repairs.

Members of this board and staff are always welcome to visit us at Campo, please contact me whenever there is an interest.

Sincerely,


Diana Hyatt
President

Agenda Item No. 5

San Diego and Arizona Eastern (SD&AE)
Railway Company
Board of Directors Meeting

January 19, 2016

SUBJECT:

REPORT ON THE DESERT LINE

RECOMMENDATION:

That the SD&AE Board of Directors receive a report for information.

Budget Impact

None.

DISCUSSION:

A report will be presented during the meeting.

Attachment: Quarterly Report

SD&AE 01/19/16



PERIODIC REPORT

January 19, 2016

The periodic report to the SD&AE Railway Company is produced quarterly by the Pacific Imperial Railroad, Inc. for the SD&AE Board, in fulfillment of contractual requirements and to document activity in the restoration of the line to regional service along with its ongoing improvement for future generations.

Pacific Imperial Railroad, Inc.

SD&AE 01/19/16

Fourth Quarter 2015

CONTENTS

- I. MAJORITY OWNERSHIP TRANSFER**
- II. RECONSTRUCTION PLAN – AMENDMENT I**
- III. RL BANKS**
- IV. MOU WITH INTERZONE, INC.**
- V. WILSON & CO**
- VI. PROGRESS WITH MEXICO**
- VII. REPORTABLE INJURIES / ACCIDENTS /
ENVIRONMENTAL INCIDENTS**
- VIII. FREIGHT ACTIVITY**
- IX. MTS LEASE PAYMENT**

SD&AE 01/19/16

I. MAJORITY OWNERSHIP TRANSFER

On October 28, 2015, Pacific Imperial Railroad, Inc. (PIR), announced the closing of a transaction resulting in the immediate acquisition of the majority controlling interest in PIR by the New York based conglomerate, Pacific Transportation Investments, Inc. (PTI) (formerly Conatus Capital Group, Inc.), represented by Ambassador Joseph Zappala, his legal counsel, Phillip Mindlin of Wachtell, Lipton, Rosen & Katz, Charles E. Fletcher, of the Fletcher Infrastructure Group and Arturo Alemany of Alemany & Associates; from the Nevada Group consisting of International Railroad Investment Fund, Inc. and Gold Mountain North, LLC, sellers represented by Charles McHaffie. Also, Arturo Alemany, principal of PTI, has been confirmed as CEO and President of PIR.

Mr. Alemany has more than 25 years of experience in international business development and operations in the U.S., Europe and Latin America. He is President and Chief Executive Officer of Alemany and Associates, a company providing multi-cultural expertise in international contract negotiations, and has ten (10) years of prior railroad experience with Amtrak.

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Donald Stoecklein, former CEO of PIR, who will remain as Chief Compliance Officer also stated that “We welcome Arturo’s experience with Amtrak and his leadership to PIR, and in his new role as CEO & President. His results-oriented approach and ability to think strategically, along with his vital contacts in Mexico and New York will play a pivotal role in helping us grow,” said Stoecklein.

PTI and Alemany intend to work closely with Ambassador Joseph Zappala, former United States Ambassador to Spain, Charles E. Fletcher of the Fletcher Infrastructure Group in New York and New York City lawyer Philip Mindlin to reconstruct and develop the Desert Line railroad.

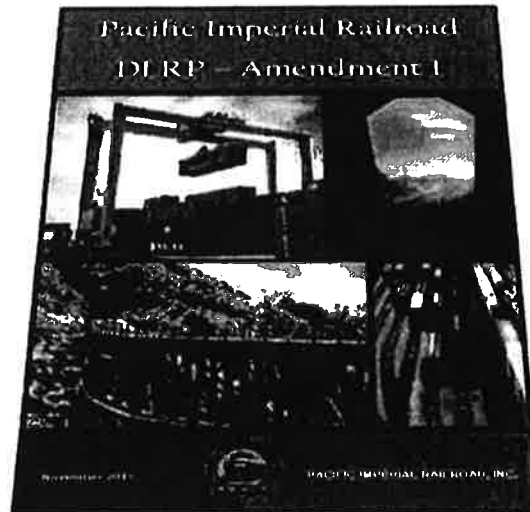
II. DESERT LINE RECONSTRUCTION PLAN – AMENDMENT I

In accordance with the lease, PIR submitted the Desert Line Reconstruction Plan – Amendment 1 (DLRP – A/1) to MTS on December 1st, 2015. The purpose of this report was to provide an exposition of PIR’s new reconstruction strategy as it relates to our revenue-generating business model as well as a description of the

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different phases, the financing plan and the role of our engineering consultant and contractor.

This DLRP/A-1 amends the DLRP Supplement dated June of 2014 as a result of PIR approaching American Pacific Constructors (APC) in March 2015. APC



was a critical component during the initial planning and development stages of the Reconstruction Plan Amendment. APC was the first contractor to bid the phase 1 job and also aided in the reorganization of the lease. We have been in negotiations with APC over the past several months during which several key issues arose including the type and availability of the material, job costing and mobilization expenses as well as environmental concerns.

Once the GATX cars were removed from the Line, the final track inspection and material inventory was conducted by APC and JLP. Based on these inspections and subsequent discussions, our

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team realized we needed to use a higher grade of lumber in order to be in compliance with FRA regulations. Once this requirement was established, APC asserted it would take 6 months to get this type of lumber and would cost significantly more. Once we discussed this with JLP and MTS, we decided to approach a pre-fabricated concrete company in order to evaluate our options in order to determine the most efficient and cost effective approach to the rehabilitation of the phase 1 bridges.

On August 27th, 2015, the PIR team met with APC and Trabis, a Mexican precast concrete company, in order to conduct a cost-benefit analysis of concrete vs. wood. During the field inspection, Trabis gathered information and compiled a preliminary bid for the bridge repairs in concrete. The goal was to determine which type of building material would allow for the repairs to be completed on schedule while staying within our budget. Upon further investigation and discussions with JLP, it was determined that the environmental complications associated with the construction of new pre-cast cement bridges and all-new cement pilings would cause similar or worse delays than ordering the lumber. Furthermore, the cost of pre-cast similarly offset the

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benefits of using Trabis. As such, it was determined phase 1 would proceed with wooden reconstruction.

After the decision was made to proceed with wooden bridge reconstruction; discussions with APC over the proposed contract revealed that APC's mobilization and material deposit cost were too expensive and required too much up-front capital. It is PIR's understanding that APC's high upfront cost is due to the small size of their operation and their lack of rail specific equipment. Although, we appreciate APC's involvement in the renegotiations of the Lease and the overall reconstruction process, the PIR team decided not to execute the contract with APC..

After being unable to reach an agreement with APC over payment





schedules, mobilization cost and price changes, PIR management approached Railworks Track Services to get a second bid on Phase 1 from a rail specialist. "Railworks is North America's leader in Track and Transit & Systems construction and maintenance services. Railworks provides railway construction and railroad maintenance services for a range of clients, from major transit

SD&AE 01/19/16

authorities and transportation agencies, to industries served by rail, ports, waterways and utilities, to railroads of all sizes". On November 12, 2015, Railworks submitted their proposal and statement of qualification. PIR was impressed with their history of work with MTS and SANDAG as well as their overall railroad expertise. Railworks has an established system for job costing and communicating with their clients as well as a expansive inventory of railroad equipment. Although their prices are slightly higher than APC's, PIR decided to choose Railworks due to the other important advantages listed above. The Railworks contract and scope of work which is included in section 6 is currently under final review and we hope to have a fully executed agreement in the near future. As a disclaimer, the contract is subject to change due to recent discussions over the exact scope work which will best achieve operational status.

III. RL BANKS AND ASSOCIATES

During October,  
2015, MTS hired RL
Banks & Associates ("RLB") to facilitate further negotiations
between PIR and BJRR as a result of the MOU signing. "R.L. Banks

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& Associates, Inc. embodies deep and diverse expertise in railroad economics, engineering and service planning. RLBA brings over 50 years of experience integrating these disciplines in a unique way across intercity passenger rail, commuter rail and freight rail projects in North America. RLBA's team of rail consultants combines its strong technical understanding of railroad operations, economics and engineering to perform complex analyses and effectively communicate findings that strengthen the work of rail customers, railroads, government agencies, rail authorities, investors, attorneys, planners and economic developers."

RLBA's role was to act as a neutral third-party mediator to provide diverse railroad expertise to both parties specific to the formation of a definitive agreement. During their consultation, RLB and PIR conducted a visual inspection of the entire Desert Line via truck and rail. The final recommendation evaluates the strengths and weaknesses of several different alternative types of agreements including an interchange agreement, a sub-lease agreement and trackage rights agreement.

After the MTS recommendation was completed, PIR entered into a separate consulting agreement with RL Banks on November

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6, 2015, in order to obtain further professional support with both the intermodal design and the reconstruction process. The contract with RLBA is to provide on-call professional consulting services to assist PIR in the reactivation of the Desert Line and to assist PIR and InterZone in the construction and operation of the intermodal facility. Under the agreement, RLB acts as an extension of PIR's and InterZone's staffs on an as-needed basis to assist in managing the desert line restoration efforts. Since signing the agreement, RLBA has performed a review of the Railworks contract discussed below as well as a review of the initial Coyote Well's site plans.

PIR has also approached RLBA for assistance with the pro forma economic analysis which is necessary to obtain high-level project financing. On December 29, 2015, RLBA submitted a five step proposal to perform this analysis of the prospective intermodal terminal at Coyote Wells, CA and associated railroad operations developed to a level which can be presented to prospective investors to demonstrate profitability and return on investment. The proposed work would include market research, intermodal and rail operations' costs and revenues and the corresponding

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infrastructural requirements as well as the final pro forma economic analysis.

IV. MOU WITH INTERZONE, INC.

Inter-Zone, Inc. ("InterZone") is a Nevada corporation incorporated on July 1st, 2015, for the purpose of constructing and operating the intermodal facility as an agent on behalf of PIR. On September 28, 2015, PIR and InterZone entered into a Memorandum of Understanding in pursuit of this mutually beneficial relationship.



V. WILSON & COMPANY

Although the Intermodal construction will have its own timing and phasing, PIR and InterZone believe it is important to concurrently develop the site plans for the Coyote Wells facility. As such, InterZone retained Wilson & Company (W&C) on November 9th to develop a conceptual site layout for the Coyote Wells intermodal facility. "For more than eight decades, clients have chosen Wilson & Company to help them



SD&AE 01/19/16

move from concept to completion, unused spaces to productive places, underutilized to efficient facilities, and rural to urban challenges to achievable solutions. Wilson & Company provides engineering, architecture, planning, environmental, survey & mapping, and construction management services. Their focus on their client's specific needs to deliver high-quality professional services with lasting Higher Relationships in mind; discipline, intensity, collaboration, shared ownership, and solutions."

InterZone's management team was attracted to W&C specifically due to their involvement with the newly constructed Union Pacific Santa Teresa Terminal Fueling Facility, Block Swap Yard and Intermodal Ramp. W&C completed all survey; permitting; hydraulic & hydrologic design; utility design; roadway design; grading and track design; electrical design' mechanical design; architectural design; and construction management for the project. David Olsen, the Facility & Utility Design Program Manager for this project, was retained by InterZone for the Coyote Wells initial design work.

On November 13, 2015, InterZone received the initial conceptual design for the layout of the facility which includes the

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facility entrance and checkpoint, the parking and maintenance facilities as well as the intermodal strip tracks, gantry crane configuration as well as the circulation roadway and blocking swap yard. The site design directly affects Phase 1 reconstruction because the blocking yard on the eastern side of the freeway extends 8,000 ft. towards Plaster City. As such, it was decided to remove that portion of track and bridge 123.89 from the Phase 1 scope of work because it will require specific planning and design characteristics in order to accommodate 6 blocking and storage tracks. This portion of track and bridge 123.89 will now be considered part of the first phase of the intermodal construction process. The proposed contract with Railworks reflects this decision.

VI. PROGRESS WITH MEXICO

On December 12, 2015, the leadership from PIR and BJRR, in addition to Charles Castany, a former Union Pacific executive who oversaw UP's Mexican operations, met to discuss the rehabilitation of the Desert Line, evaluate the obstacles associated with the rehabilitation, and devise the framework for moving forward that aligns the initiatives of both parties with the aim of

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reestablishing binational rail operations in the most cost effective and operationally efficient manner possible. In addition to these fundamental shipping questions Mr. Romandia and Mr. Castany were able to shed some light on other challenges, specific to the Cali Baja freight transportation status quo, to anticipate when attempting to determine accurate pro forma numbers.

In addition to concerns over anticipated freight volumes, there was some discussion on how the unified rail line would be operated. Mr. Romandia was under the impression that it would be more profitable for BJRR to interchange with UP at Plaster City, or even as far east as El Centro by collecting fees for the extra mileage. However, PIR and Mr. Castany asserted that this would create operational inefficiencies because BJRR would be wasting time waiting for their 30-40 car trains to be built into the more desirable 100 car trains for UP, when they could be turning around and retrieving more freight instead. Mr. Castany felt that the most efficient operating method would involve BJRR dropping freight at Coyote Wells, allowing Interzone to build the trains into 100 cars, and then PIR can pull the trains in UP engines to Sealy and simply switch out crews.

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It was agreed by all parties that in order to better coordinate our efforts it was necessary to start working on a "Customer Matrix" that includes a list of our top potential customers and the information regarding the movement of their freight in/out of Tijuana. Mr. Romandia suggested hiring a 3rd party to do a feasibility study, however based on past experiences with consultants, everyone felt that it would be beneficial to do as much internally as possible before incurring such expenses. Both parties agreed that it would also be beneficial to have regular meetings face to face at least once weekly in order to effectively coordinate the advancement of our common interests. It was decided that by working together, we could plausibly answer the questions regarding the volumes by January 30th, at the latest.

Another important discussion item was PIR's lease payment schedule in the lease with MTS that ultimately results in a payment of 15% of gross revenue after five years of operations. In recent weeks PIR has undergone extensive research to ascertain expense ratios common to North American short line railroads as part of the effort to develop and refine an accurate pro forma modeling a unified binational railroad. This work included comparing the

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operating ratios (operating expenses/operating revenue) of Class I carriers to short lines, retaining R.L. Banks and Associates, and prior meetings with BJRR.

The conclusion of these efforts is that a unified binational rail line operating efficiently will have an operating ratio between 75-85%. As such the lease payments to MTS become problematic for PIR for several reasons given that it poses the threat of running a deficit if operating expenses for a given year exceed 85% of operating revenues. Therefore, it was agreed that renegotiation of the lease payments will be required for reaching a definitive agreement between BJRR and PIR with both parties endeavoring to negotiate a structure minimizing payments to MTS. Mr. Castany expressed a continued willingness to be available to assist us with advancing this project and advising us on any further issues, questions, or concerns. As a result, in December, 2015, PIR was excited to welcome Mr. Castany to the PIR team as an official consultant.

SD&AE 01/19/16

**VII. REPORTABLE INJURIES / ACCIDENTS /
ENVIRONMENTAL INCIDENTS**

- i. There have not been any reportable injuries.
- ii. There have not been any reportable accidents or environmental incidents in the third quarter.

VIII. FREIGHT ACTIVITY

- a. Currently, PIR has not commenced revenue generation pending completion of the construction required to move freight on both Baja Rail and the Desert Line as well as the intermodal facility.

IX. LEASE PAYMENT

- a. On January 1, 2016, the semi-annual lease payment was due to MTS, which PIR paid. To date, PIR has made 6 lease payments totaling \$3,000,000.

Agenda

Item No. 6

San Diego and Arizona Eastern (SD&AE)
Railway Company
Board of Directors Meeting

January 19, 2016

SUBJECT:

SUMMARY OF SD&AE DOCUMENTS ISSUED SINCE OCTOBER 13, 2015

RECOMMENDATION:

That the SD&AE Railway Company Board of Directors receive a report for information.

Budget Impact

None.

DISCUSSION:

Since the October 13, 2015, SD&AE Railway Company Board of Directors meeting, the documents described below have been processed by staff.

- S200-15-629: Right of Entry Permit to Aguirre and Associates, for performing various field surveys in the City of La Mesa.
- S200-16-631: Right of Entry Permit to Cal Poly State University for public surveys at the Lemon Grove Trolley Station.
- S200-16-632: Right of Entry Permit to Henkels & McCoy, Inc., for removing SDG&E transmission towers along the South Line between Sampson St. and Schley St.

Agenda

Item No. 7

San Diego and Arizona Eastern (SD&AE)
Railway Company
Board of Directors Meeting

SDAE 710.1 (PC 50771)

January 19, 2016

SUBJECT:

REVISIONS TO ARTICLES OF INFORMATION

RECOMMENDATION:

That the SD&AE Railway Company Board of Directors adopt Resolution No. 16-1, approving changes to the Articles of Information (Attachment A).

Budget Impact

None.

DISCUSSION:

San Diego Metropolitan Transit System (MTS) purchased SD&AE from Southern Pacific Railroad on November 1, 1979 for purposes of constructing San Diego's light rail system. Because it was an operating freight railway corridor, federal law obligated MTS to continue honoring SD&AE's freight railroad status. Consequently, using the SD&AE entity, MTS contracts with separate freight railroad operators to transport freight – San Diego & Imperial Valley Railroad (SD&IV) on the Blue Line and Orange Line corridors, and Pacific Imperial Railroad on the Desert Line. MTS Administration employees act as SD&AE staff to oversee real property-related issues and perform general corporate functions for SD&AE.

SD&AE was incorporated in the State of Nevada on September 9, 1931. Upon the purchase of SD&AE in 1979, MTS revised the Articles of Incorporation to be a nonstock, nonprofit corporation and to provide that the "specific and primary purpose [of SD&AE] is to own railroad right-of-ways for use as public mass transit corridors and, in conjunction therewith, to operate railway systems thereon for freight transportation." (Article III subparagraph (a).) The Articles of Incorporation have not been amended since November 1, 1979.

In approximately 2007, MTS staff realized that its freight operations contractor, SD&IV, had been filing various tax forms for SD&AE since their contract was awarded in 1984. At that time, MTS formally took on the corporate and administrative tasks of SD&AE, with SD&IV only responsible for its own business/freight transportation obligations. Because SD&AE was an instrumentality of MTS, a public agency, its operations and finances were treated as instrumentalities of the state and reported as a

component unit of MTS. However, at the time of this shift, no formal recognition of SD&AE's exempt status was received from state or federal tax authorities.

Recently, staff has been working with outside legal counsel at Best Best & Krieger LLP to receive formal recognition from the Internal Revenue Service (IRS) and State of California Franchise Tax Board (FTB) that SD&AE is an exempt organization and that SD&AE income is not be subject to taxation as unrelated business taxable income. In Fiscal Year 2015, the FTB confirmed SD&AE's exempt status. MTS and SD&AE are now seeking a formal exemption from federal income tax under Section 501(c)(3) of the Internal Revenue Code as a charitable organization on the basis that it lessens the burdens of government (i.e., MTS).

In order to support SD&AE's application for exemption (IRS Form 1023), certain amendments to the SD&AE Articles of Incorporation are necessary to properly document SD&AE's exempt purpose. Today's action would adopt Resolution NO. 16-1, making the following changes to the current Articles of Incorporation:

Amend Article III subparagraph (a) to read:

The specific and primary purpose is to lessen the burdens of government by owning railroad right-of-ways for use as public mass transit corridors and, in conjunction wherewith, to operate railway systems thereon for freight transportation.

Add new Article VIII, titled "DISSOLUTION" to read:

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

Attachments: A. Resolution No. 16-1

RESOLUTION NO. 16-1

**RESOLUTION OF THE BOARD OF DIRECTORS OF
SAN DIEGO & ARIZONA EASTERN RAILWAY COMPANY
APPROVING AN AMENDMENT TO ARTICLES OF INCORPORATION**


WHEREAS, the Board of Directors ("Board") of the San Diego & Arizona Eastern Railway Company ("SD&AE"), a Nevada nonprofit corporation, adopted the Restated Articles of Incorporation of SD&AE effective November 1, 1979 ("Articles"); and

WHEREAS, the Board desires to amend the Articles in order to conform to the requirements for an exemption from federal taxation under Internal Revenue Code Section 501(c)(3); and

WHEREAS, the Board has been provided a copy of the Certificate of Amendment of the Articles prepared by Best Best & Krieger LLP.

NOW, THEREFORE, be it resolved, determined, and ordered by the Board of Directors that the Certificate of Amendment heretofore considered and discussed is hereby adopted and approved effective as of the date set forth below.

APPROVED this 19th day of January, 2016.


FOR
President

ATTEST:


Secretary

EXHIBIT A

CERTIFICATE OF AMENDMENT

**CERTIFICATE OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
SAN DIEGO & ARIZONA EASTERN RAILWAY COMPANY**

PAUL C. JABLONSKI and MATT DOMEN certify that:

1. They are the President and Secretary, respectively, of the SAN DIEGO & ARIZONA EASTERN RAILWAY COMPANY, a Nevada nonprofit corporation ("Corporation").

2. Subparagraph (a) of Article III of the Articles of Incorporation of this Corporation is amended in its entirety to read as follows:

"The specific and primary purpose is to lessen the burdens of government by owning railroad right-of-ways for use as public mass transit corridors and, in conjunction therewith, to operate railway systems thereon for freight transportation."

3. A new Article VIII is added to the Articles of Incorporation of this Corporation to read as follows:

**"Article VIII
DISSOLUTION**

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose."

4. The Board of Directors has approved the amendment by resolution dated January 19, 2016. The vote by which the amendment was adopted by the Board of Directors is as follows: 2 in favor and 0 opposed.

Date: January 19, 2016


PAUL C. JABLONSKI, President


MATT DOMEN, Secretary



1255 Imperial Avenue, Suite 1000
San Diego, CA 92101-7490
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Agenda Item No. 7

MEETING OF THE SAN DIEGO METROPOLITAN TRANSIT SYSTEM BOARD OF DIRECTORS

April 14, 2016

SUBJECT:

AUTHORIZATION TO INCREASE LEGAL SERVICES CONTRACT WITH TYSON & MENDES, LLP TO PAY PROJECTED EXPENSES

RECOMMENDATION:

That the San Diego Metropolitan Transit System (MTS) Board of Directors:

- 1) Approve increasing the spend authority for Tyson & Mendes, LLP contract by \$200,000 to cover anticipated legal expenses; and
- 2) Extend the contract for an additional two years with this firm effective January 1, 2017 through December 31, 2018.

Budget Impact

Sufficient funding has been programmed to pay these expenses in the fiscal year (FY) 2017 operating budget. Payments will be drawn against the Risk Department legal services line item of the operating budget.

DISCUSSION:

Pursuant to MTS Policy No. 52, "Procurement of Goods and Services", the Chief Executive Officer (CEO) may enter into contracts with service providers for up to \$100,000. The Board must approve all agreements in excess of \$100,000.

On May 21, 2015, MTS established a contract on a sole source basis with Tyson & Mendes in the amount of \$100,000 to defend against a high exposure lawsuit. Calderon v. MTS case is currently scheduled for trial in October 2016. Discovery is ongoing and the additional contract authority is necessary to cover attorney's fees and litigation expenses through trial. Tyson & Mendes' rates are fair and reasonable based on past



purchase history and are comparable to MTS's panel attorneys' rates for general litigation and special litigation.

Staff is requesting that the Board of Directors: (1) Approve increasing spend authority with Tyson & Mendes, LLP contract by \$200,000 to cover anticipated legal expenses and (2) Extend the contract for an additional two years with this firm effective January 1, 2017 through December 31, 2018.


Paul C. Jablonski
Chief Executive Officer

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

Attachment: A. Draft Legal Services

DRAFT

April 14, 2016

MTS Doc. No. G1824.1-15
LEG 491 (PC 50633)

Tyson & Mendes, LLP
Mr. Robert Tyson, Jr.
Managing Partner
5661 La Jolla Blvd.
San Diego, CA 92037

Dear Mr. Tyson:

Subject: AMENDMENT NO. 1 TO MTS DOC. NO. G1824.0-15; LEGAL SERVICES – SPECIAL
LITIGATION (*CALDERON V MTS, et al*)

This shall serve as Amendment No. 1 to our agreement for the legal services as further described below.

STATEMENT OF WORK

Continue to represent MTS as attorney of record in the Calderon v MTS, et al (SD case No. 37-2014-00019527-CU-PO-CTL) litigation, including all post-trial or appellate work, if any.

SCHEDULE

The contract shall be extended for an additional two (2) years. The contract extension shall be effective from January 1, 2017 through December 31, 2018.

PAYMENT

This contract amendment shall authorize additional costs not to exceed \$200,000 for legal services. The total value of this contract including this amendment shall be in the amount of \$300,000. This amount shall not be exceeded without written approval from MTS.

Please sign and return the copy marked "original" to the Contracts Specialist at MTS. All other terms and conditions shall remain the same and in effect. Retain the other copy for your records.

Sincerely,

Agreed:

Paul C. Jablonski
Chief Executive Officer

Robert Tyson, Managing Partner
Tyson & Mendes, LLP

APRIL2016.G1824.1-15.TYSON&MENDES.LEGAL.doc

Date: _____

Cc: S. Lockwood, K. Landers, C. Aquino, Procurement File



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Agenda Item No. 8

MEETING OF THE SAN DIEGO METROPOLITAN TRANSIT SYSTEM BOARD OF DIRECTORS

April 14, 2016

SUBJECT:

ARC OF SAN DIEGO INTERIOR BUS CLEANING SERVICES - CONTRACT
AMENDMENT

RECOMMENDATION:

That the Board of Directors authorize the Chief Executive Officer (CEO) to execute MTS Doc. No. B0602.1-13 (in substantially the same format as Attachment A), to amend the contract with The Arc of San Diego (Arc) to authorize an additional expense authority of \$216,248.45 for the remainder of the contract term.

Budget Impact

This amendment would increase the previously authorized contract limit by \$216,248.45, from the original \$1,139,990.59 to a new \$1,356,239.04. Funding for fiscal year (FY) 2016 is included in the MTS Bus Maintenance Department's operating budget 311014-536150. Funding for future fiscal years will be included in each respective fiscal year's budget.

DISCUSSION:

The Arc of San Diego is a not-for-profit organization that provides services to individuals with disabilities in San Diego County to promote personal, social, and economic independence. One Arc program provides jobs for individuals with disabilities such as supervised cleaning crews. In 2013, the MTS Board of Directors awarded a sole source contract to Arc to provide services for the deep cleaning of San Diego Transit Corporation (SDTC) buses for up to a five-year period (3-year base with two 1-year options).

In September 2013, the California Legislature passed Assembly Bill No. 10, which mandated an increase in the hourly minimum wage rate for California from \$9.00 per hour to \$10.00 per hour effective January 1, 2016. This request will allow Arc to comply with the new mandate.



The table below illustrates the periodic increases needed to ensure Arc is able to provide the services without sustaining undue financial hardship:

Required Cost Increase				
Description	Portion of Base Year 2	Base Year 3	Option Year I	Option Year II
	Jan-Mar 2016	Apr 2016-Mar 2017	Apr 2017 – Mar 2018	Apr 2018 – Mar 2019
Current Contracted Monthly Amount	\$18,187.84	\$18,733.47	\$19,295.48	\$19,874.34
Requested Increase per month	\$ 5,327.91	\$ 5,751.31	\$ 5,267.30	\$ 5,670.95
Requested Annual Increase	\$15,983.73	\$69,015.72	\$63,207.60	\$68,051.40
Subtotal (Base Years)	\$84,999.45			
Subtotal (Option Years)			\$131,259.00	
TOTAL (Base + Options)	\$216,258.45			

Current contracted rate includes consumer wages based on \$8.00/hour plus a burden of 22.05% while the proposed price includes consumer wages based on \$10.00/hour plus a burden of 37.49%.

The increase in wages is a result of the increase in State Minimum Wage while the increase in burden is a result of the Affordable Care Act, which requires Arc to offer medical benefits to employees working 30 hours per week or more.

Arc's performance has been satisfactory, and its costs, even with this recent increase, remain fair and reasonable in comparison with other alternatives. Furthermore, allowing this contract to continue provides a distinct socioeconomic benefit to Arc's clients.

Therefore, staff recommends that the MTS Board of Directors authorize the CEO to execute MTS Doc. No. B0602.1-13 (in substantially the same format as Attachment A), to amend the contract with The Arc of San Diego (Arc) to authorize an additional expense authority of \$216,248.45 for the remainder of the contract term.



Paul C. Jablonski
Chief Executive Officer

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

Attachment: A. Draft MTS Doc. No. B0602.1-13

DRAFT

April 14, 2016

MTS Doc. No. B0602.1-13
311014-536150

The ARC of San Diego
Mr. Matt Mouer
3030 Market Street
San Diego, CA 92101

Subject: AMENDMENT NO. 1 TO MTS DOC. NO. B0602.0-13; INTERIOR BUS CLEANING

This shall serve as Amendment No. 1 to our agreement for the Interior Bus Cleaning for MTS Bus (IAD/KMD) as further described below.

SCOPE OF SERVICES

Due to the State minimum wage increase mandate under Assembly Bill No. 10, Section 1182.12 of the Labor Code, the hourly rate has been increased effective January 1, 2016.

SCHEDULE

There shall be no changes to scope of services provision of this contract.

PAYMENT

Payment shall be based on actual cost not-to-exceed \$216,258.45 (\$84,999.45 for the base period and \$131,259 for the option periods) without prior written approval from MTS. The total value of this contract, including this amendment, shall not exceed \$1,356,239.04.

Please sign and return the copy marked "original" to the Contracts Specialist at MTS. All other terms and conditions shall remain the same and in effect. Retain the other copy for your records.

Sincerely,

Agreed:

Paul C. Jablonski
Chief Executive Officer

Matt Mouer, Dir. Of Community Employment
The ARC of San Diego

Date: _____

Typist
MARCH2016.B0602.1-13.ARC

Cc: J. Stafford, J. Ortiz, E. DeGuzman, C. Aquino, Procurement File



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Agenda Item No. 9

MEETING OF THE SAN DIEGO METROPOLITAN TRANSIT SYSTEM BOARD OF DIRECTORS

April 14, 2016

SUBJECT:

RAIL WELDING MAINTENANCE SERVICES - CONTRACT AWARD

RECOMMENDATION:

That the San Diego Metropolitan Transit System (MTS) Board of Directors authorize the Chief Executive Officer (CEO) to execute MTS Doc. No. PWL169.0-15 (in substantially the same format as Attachment A), with Morrison Metalweld Process Corp. for the provision of rail welding maintenance services for five years, beginning on May 1, 2016 and ending on April 30, 2021.

Budget Impact

The value of this agreement will not exceed \$205,320 and will be funded through the San Diego Trolley Inc. (SDTI) Track Department's annual operating budget for each fiscal year as follows:

Year	Period	Budget Account	Budget Amount
Year 1	May 1, 2016 – April 30, 2017	370016-536600	\$36,440.00
Year 2	May 1, 2017 – April 30, 2018	370016-536600	\$38,576.00
Year 3	May 1, 2018 – April 30, 2019	370016-536600	\$40,888.00
Year 4	May 1, 2019 – April 30, 2020	370016-536600	\$43,376.00
Year 5	May 1, 2020 – April 30, 2021	370016-536600	\$46,040.00
Grand Total:			\$205,320.00

DISCUSSION:

SDTI currently has 110 miles of track including track maintenance yards A and C, as well as, auxiliary tracks. SDTI operates 128 Light Rail Vehicles (LRVs) and two Vintage PCC cars. Regular LRV service operates daily from 4:00am of one day to 2:00am the following day. Vintage PCC service operates three days per week during mid-day only. In addition, the San Diego and Imperial Valley Railroad shares the same rail system for



heavy freight transportation on an average of three times per week. This constant daily use causes extreme wear on the tracks, and requires SDTI to keep a rail welding maintenance services provider to look after the reconditioning of track components such as diamond rail crossing, manganese frogs, switch points, joints, wing frogs, guardrails and rail in general. Not reconditioning tracks on time can cause weld points to wear out which may result in a derailment.

MTS Policy No. 52, "Procurement of Goods and Services", requires a formal competitive process for procurements exceeding \$100,000.

On June 8, 2015, staff issued MTS Doc. No. PWL169.0 -15 to solicit bids. Two responsive bids were received from Morrison Metalweld Process Corp. and Rail Works - Track Services Inc. Their bids are as follows:

FIRM	COST
<i>Morrison Metal Weld</i>	\$205,320.00
Rail Works – Track Services	\$566,220.00.

After conducting price reasonableness analyses and reviewing both bids for responsiveness and responsibility, staff determined that Morrison Metalweld Process Corp. presented the lowest responsive and responsible bid.

Morrison Metal Weld is a small company and has been doing business with SDTI since 2004. Morrison Metal Weld is a Women Business Enterprise certified company. They are located in Southern California and a large portion of their business is working with medium and short line rail agencies on the west coast. Rail Works – Track Services is a coast to coast corporation which focuses on large rail lines and subcontracts out all of their rail welding services, which incurs higher expenses on their operational requirements.

Therefore, staff recommends that the MTS Board of Directors authorize the CEO to execute MTS Doc. No. PWL169.0-15 (in substantially the same format as Attachment A), with Morrison Metalweld Process Corp. for the provision of rail welding maintenance services for five years, beginning on May 1, 2016 and ending on April 30, 2021.



Paul C. Jablonski
Chief Executive Officer

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

Attachments: A. Draft MTS Doc. No. PWL169.0-15
B. Morrison Metal Weld Price Breakdown

ATTACHMENT A

DRAFT

**STANDARD SERVICES AGREEMENT
FOR
RAIL WELDING MAINTENANCE SERVICES**

PWL169.0-15 CONTRACT NUMBER
OPS 970.4 FILE/PO NUMBER(S)

THIS AGREEMENT is entered into this _____ day of _____, 2016, 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: Morrison Metalweld Process Corp. Address: 3685 Stutz Drive Suite 102

Form of Business: Corporation Canfield OH 44406-9155
(Corporation, Partnership, Sole Proprietor, etc.)

Telephone: 330-702-5188

Authorized person to sign contracts: Robin Eisenbrei President
Name Title

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

Rail Welding Maintenance Services for a five year period as specified in the Technical Specifications (attached as Exhibit A), the Bid Summary (attached as Exhibit B), Standard Services Conditions (attached as Exhibit C), and the Federal Requirements (attached as Exhibit D).

The contract period of performance shall be from May 1, 2016 through April 30, 2021. The total amount of this contract shall not exceed \$205,320.00 including mobilization and transportation fees without prior written approval from MTS.

SAN DIEGO METROPOLITAN TRANSIT SYSTEM	CONTRACTOR AUTHORIZATION
By: _____ Paul C. Jablonski, Chief Executive Officer	Firm: _____
Approved as to form:	By: _____ Signature
By: _____ Office of General Counsel	Title: _____

AMOUNT ENCUMBERED	BUDGET ITEM	FISCAL YEAR
<u>\$ 205,320.00</u>	<u>370016-536600</u>	<u>FY 2016 - 2021</u>

By: _____
Chief Financial Officer

(_____ total pages, each bearing contract number)

MTS BID FORMS

SAN DIEGO METROPOLITAN TRANSIT SYSTEM

MTS Doc. No. PWL169.0-15

Opening: June 24, 2015
2:00 P.M. PLCFor: RAIL WELDING MAINTENANCE SERVICES

Year One

Item	Description	Qty.	Unit Price	Extended Price
1	Hourly Labor Rate	160 Hrs.	\$190.00	\$30,400.00
2	Option Hourly Labor Rate	Up to 16 Hrs.	\$190.00	\$3,040.00
3	Mobilizations and Transportation Fee's	2	\$1,500.00	\$3,000.00
			Year One Total:	\$36,440.00

Year Two

Item	Description	Qty.	Unit Price	Extended Price
1	Hourly Labor Rate	160 Hrs.	\$201.00	\$32,160.00
2	Option Hourly Labor Rate	Up to 16 Hrs.	\$201.00	\$3,216.00
3	Mobilizations and Transportation Fee's	2	\$1,600.00	\$3,200.00
			Year Two Total:	\$38,576.00

Year Three

Item	Description	Qty.	Unit Price	Extended Price
1	Hourly Labor Rate	160 Hrs.	\$213.00	\$34,080.00
2	Option Hourly Labor Rate	Up to 16 Hrs.	\$213.00	\$3,408.00
3	Mobilizations and Transportation Fee's	2	\$1,700.00	\$3,400.00
			Year Three Total:	\$40,888.00

Year Four

Item	Description	Qty.	Unit Price	Extended Price
1	Hourly Labor Rate	160 Hrs.	\$226.00	\$36,160.00
2	Option Hourly Labor Rate	Up to 16 Hrs.	\$226.00	\$3,616.00
3	Mobilizations and Transportation Fee's	2	\$1,800.00	\$3,600.00
			Year Four Total:	\$43,376.00

BIDDER ACCEPTS RESPONSIBILITY FOR ACCURACY OF THE ABOVE NUMBERS

NOTE: Unit prices will prevail regardless of extensions submitted by the Bidder. This offer shall remain firm for (Minimum 30) days from the date of proposal.

**RETURN THIS FORM WITH YOUR BID
RETAIN OTHER PAGES FOR YOUR RECORDS**

SAN DIEGO METROPOLITAN TRANSIT SYSTEM

MTS Doc. No. PWL169.0-15

Opening:

June 24, 2015

2:00 P.M. PLC

For: RAIL WELDING MAINTENANCE SERVICES

Year Five

Item	Description	Qty.	Unit Price	Extended Price
1	Hourly Labor Rate	160 Hrs.	\$ 240.00	\$38,400.00
2	Option Hourly Labor Rate	Up to 16 Hrs.	\$ 240.00	\$ 3,840.00
3	Mobilizations and Transportation Fee's	2	\$ 1,900.00	\$ 3,800.00
Year Five Total:				\$46,040.00

Total Year 1:	\$36,440.00
Total Year 2:	\$38,576.00
Total Year 3:	\$40,888.00
Total Year 4:	\$43,376.00
Total Year 5:	\$46,040.00
Grand Total Basis of Award	\$205,320.00

BIDDER ACCEPTS RESPONSIBILITY FOR ACCURACY OF THE ABOVE NUMBERS

NOTE: Unit prices will prevail regardless of extensions submitted by the Bidder. This offer shall remain firm for (Minimum 30) days from the date of proposal.

MTS does not guarantee a minimum value for this agreement.

DATE:

6-19-15

FIRM:

Morrison Metalweld Process Corp

SIGNATURE:

Robin Eisenbrei

TYPE OR PRINT NAME:

Robin Eisenbrei

TITLE:

President + CEO

ADDRESS:

3685 Stutz Dr Suite 102

CITY, STATE & ZIP:

Canfield OH 44406-9155

PHONE NUMBER:

330-702-5188 Direct # 330-519-4311

FAX NUMBER:

330-702-5198

E-MAIL ADDRESS:

Robin@MorrisonMetalweld.com

RETURN THIS FORM WITH YOUR BID
RETAIN OTHER PAGES FOR YOUR RECORDS



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San Diego, CA 92101-7490
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Agenda Item No. 10

MEETING OF THE SAN DIEGO METROPOLITAN TRANSIT SYSTEM BOARD OF DIRECTORS

April 14, 2016

SUBJECT:

INVESTMENT REPORT – FEBRUARY 2016

INFORMATIONAL ONLY

Budget Impact

None.

DISCUSSION:

Attachment A comprises a report of the San Diego Metropolitan Transit System (MTS) investments as of February 29, 2016. The combined total of all investments has increased month to month from \$96.5 million to \$102.0 million. This \$5.5 million increase is attributable to \$3.2 million in State Transit Assistance (STA) revenue as well as normal timing differences in other payments and receipts.

The first column provides details about investments restricted for capital improvement projects.

The second column, unrestricted investments, reports the working capital for MTS operations allowing payments for employee payroll and vendors' goods and services.



Paul C. Jablonski
Chief Executive Officer

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

Attachment: A. Investment Report for February 2016



**San Diego Metropolitan Transit System
Investment Report
February 29, 2016**

	Restricted	Unrestricted	Total	Average rate of return
Cash and Cash Equivalents				
JP Morgan Chase - concentration account	-	25,654,572	25,654,572	0.00%
Total Cash and Cash Equivalents	-	25,654,572	25,654,572	
Cash - Restricted for Capital Support				
US Bank - retention trust account	4,758,582	-	4,758,582	N/A *
San Diego County Investment Pool				
Proposition 1B TSGP grant funds	6,885,243	192,601	7,077,844	
Total Cash - Restricted for Capital Support	11,643,826	192,601	11,836,427	
Investments - Working Capital				
Local Agency Investment Fund (LAIF)	17,370,327	47,097,160	64,467,487	0.467%
Total Investments - Working Capital	17,370,327	47,097,160	64,467,487	
Total cash and investments	\$ 29,014,153	\$ 72,944,333	\$ 101,958,485	

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



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Agenda Item No. 11

MEETING OF THE SAN DIEGO METROPOLITAN TRANSIT SYSTEM BOARD OF DIRECTORS

April 14, 2016

SUBJECT:

LIGHT RAIL VEHICLE (LRV) TIRE KITS – CONTRACT AWARD

RECOMMENDATION:

That the San Diego Metropolitan Transit System (MTS) Board of Directors authorize the Chief Executive Officer (CEO) to execute MTS Doc. No. L1285.0-16 (in substantially the same format as Attachment A) with Siemens Industry, Inc., for the purchase of LRV tire kits for up to six years.

Budget Impact

The total value of this agreement will not exceed \$4,342,553.08 and is funded under the San Diego Trolley, Inc. (SDTI) LRV Maintenance budget account 350016-545100 for the current fiscal year. Funding for future years will be under each respective fiscal year's SDTI LRV Maintenance budget.

DISCUSSION:

The SDTI LRV fleet is comprised of 76 low floor S70 and 52 SD100 vehicles. To ensure trolley tire maintenance and repair programs are sustained without interruption, SDTI must have an adequate inventory of tire kits. The award of this contract to Siemens will make certain that the tire kits are available when needed.

MTS Policy No. 52, "Procurement of Goods and Services", requires a formal competitive process for procurements exceeding \$100,000.

On November 24, 2015, MTS issued Doc. No. L1285.0-16 to solicit bids for LRV tire kits for up to a six year period. Two bids were received by the due date of March 10, 2016, as follows:



LRV Tire Kits		
COMPANY NAME	BID AMOUNT	Meets Buy America Requirements
** Siemens Industry	\$ 4,028,115.00	Y
<i>Penn Machine</i>	\$ 4,140,000.00	Y

After a price reasonability analysis, and a review for responsiveness and responsibility, Siemens Industry, Inc.'s offer was determined to be the lowest responsive and responsible bid.

Therefore, staff recommends that the MTS Board of Directors authorize the CEO to execute MTS Doc. No. L1285.0-16 (in substantially the same format as Attachment A) with Siemens Industry, Inc., for the purchase of LRV tire kits for up to six years.



Paul C. Jablonski
Chief Executive Officer

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

Attachment: A. Draft MTS Doc. No. L1285.0-16
B. Siemens Industry, Inc. Pricing Breakdown

**ATTACHMENT A
(DRAFT)**

**STANDARD PROCUREMENT AGREEMENT
FOR
LRV TIRE KITS**

L1285.0-16
CONTRACT NUMBER

FILE/PO NUMBER(S)

THIS AGREEMENT is entered into this _____ day of _____ 2016, in the State of California by and between San Diego Metropolitan Transit System ("MTS"), a California public agency, and the following, hereinafter referred to as "Contractor":

Name: Siemens Industry

Address: 5301 Price Ave.

Form of Business: Corporation
(Corporation, partnership, sole proprietor, etc.)

McClellan, CA 95652

Telephone: 916-621-2641

Authorized person to sign contracts: Reiner Martin Director
Name Title

The attached Standard Conditions are part of this Agreement. The Contractor agrees to furnish to MTS the following:

LRV Tire Kits as specified in the Scope of Work (attached as Exhibit A), Siemens' Bid dated March 8, 2016 (attached as Exhibit B), and in accordance with the Standard Conditions Procurement Agreement, including the Standard Conditions Procurement (attached as Exhibit C), and the Federal Requirements (attached as Exhibits D).

Total contract will be in the amount of **\$4,342,553.08** (May 2016 through April 2021)

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
<u>\$ 4,342,553.08</u>	<u>350016-545100</u>	<u>FY 16</u>

By: _____ Date
Chief Financial Officer

(____ total pages, each bearing contract number)

SA-SERVICES REVISED (REV 6-13)
DATE

MTS BID FORMS

SAN DIEGO METROPOLITAN TRANSIT SYSTEM

MTS Doc. No. L1285.0-16Opening: January 6, 2016
2:00 P.M.For: LRV Tire Kits**Year One (1) – March 1, 2016 – February 28, 2017**

Item #	Description	Estimated Qty.	Unit Price	Extended Price
1	LRV Tire Kits for Siemens U2s and SD-100 Vehicles	90	\$ 1817.00	\$ 163,530.00
2	LRV Tire Kits for Siemens S-70 Vehicles	0	\$ -	\$ -
3	Sub-Total:			\$ 163,530.00
4	California Sales Tax 8% (if applicable):			\$ 13,082.40
5	Freight Charges (if applicable):			\$ 5,130.00
6	Sub-Total Amount – Year One (1):			181,742.40

Year Two (2) – March 1, 2017 – February 28, 2018

Item #	Description	Estimated Qty.	Unit Price	Extended Price
1	LRV Tire Kits for Siemens U2s and SD-100 Vehicles	164	\$ 1908.00	\$ 312,912.00
2	LRV Tire Kits for Siemens S-70 Vehicles	34	\$ 2038.00	\$ 69,292.00
3	Sub-Total:			\$ 382,204.00
4	California Sales Tax 8% (if applicable):			\$ 30,576.32
5	Freight Charges (if applicable):			\$ 11,195.00
6	Sub-Total Amount – Year Two (2):			423,975.32

Year Three (3) – March 1, 2018 – February 28, 2019

Item #	Description	Estimated Qty.	Unit Price	Extended Price
1	LRV Tire Kits for Siemens U2s and SD-100 Vehicles	104	\$ 2004.00	\$ 208,416.00
2	LRV Tire Kits for Siemens S-70 Vehicles	104	\$ 2140.00	\$ 222,560.00
3	Sub-Total:			\$ 430,976.00
4	California Sales Tax 8% (if applicable):			\$ 34,478.08
5	Freight Charges (if applicable):			\$ 11,752.00
6	Sub-Total Amount – Year Three (3):			477,206.08

* The quantities described on the bid form are for bidding purposes only. They represent what MTS anticipates as a requirement, but MTS does not guarantee this quantity. The actual quantity ordered may be more or less than what is anticipated on the bid form, and it is dictated by MTS' actual requirements and the available funding at the time each phase and/or option is initiated.

BIDDER ACCEPTS RESPONSIBILITY FOR ACCURACY AND PRESENTATION OF THE ABOVE NUMBERS.



SAN DIEGO METROPOLITAN TRANSIT SYSTEM
LIGHT RAIL VEHICLE (LRV) TIRE KITS – MTS DOC. NO. L1285.0-16
BID FORM – CONTINUED

Bidder Name: Siemens Industry, Inc.

Year Four (4) / Option Year One (1) – March 1, 2019 – February 28, 2020

Item #	Description	Estimated Qty.	Unit Price	Extended Price
1	LRV Tire Kits for Siemens U2s and SD-100 Vehicles	104	\$ 2104.00	\$ 218,816.00
2	LRV Tire Kits for Siemens S-70 Vehicles	148	\$ 2247.00	\$ 332,556.00
3	Sub-Total:			\$ 551,372.00
4	California Sales Tax 8.75% (if applicable):			\$ 48,245.05
5	Freight Charges (if applicable):			\$ 14,216.00
6	Sub-Total Amount – Year Four (4) / Option Year One (1):			613,833.05

Year Five (5) / Option Year Two (2) – March 1, 2020 – February 28, 2021

Item #	Description	Estimated Qty.	Unit Price	Extended Price
1	LRV Tire Kits for Siemens U2s and SD-100 Vehicles	168	\$ 2251.00	\$ 378,168.00
2	LRV Tire Kits for Siemens S-70 Vehicles	374	\$ 2404.00	\$ 899,096.00
3	Sub-Total:			\$ 1,277,264.00
4	California Sales Tax 8.75% (if applicable):			\$ 111,760.60
5	Freight Charges (if applicable):			\$ 30,520.00
6	Sub-Total Amount – Year Five (5) / Option Year Two (2):			1,419,544.60

Year Five (6) / Option Year Three (3) – March 1, 2021 – February 28, 2022

Item #	Description	Estimated Qty.	Unit Price	Extended Price
1	LRV Tire Kits for Siemens U2s and SD-100 Vehicles	74	\$ 2409.00	\$ 178,266.00
2	LRV Tire Kits for Siemens S-70 Vehicles	368	\$ 2573.00	\$ 946,864.00
3	Sub-Total:			\$ 1,125,130.00
4	California Sales Tax 8.75% (if applicable):			\$ 98,448.88
5	Freight Charges (if applicable):			\$ 24,826.00
6	Sub-Total Amount – Year Six (6) / Option Year Three (3):			1,248,404.88

* The quantities described on the bid form are for bidding purposes only. They represent what MTS anticipates as a requirement, but MTS does not guarantee this quantity. The actual quantity ordered may be more or less than what is anticipated on the bid form, and it is dictated by MTS' actual requirements and the available funding at the time each phase and/or option is initiated.

BIDDER ACCEPTS RESPONSIBILITY FOR ACCURACY AND PRESENTATION OF THE ABOVE NUMBERS.



SAN DIEGO METROPOLITAN TRANSIT SYSTEM
LIGHT RAIL VEHICLE (LRV) TIRE KITS – MTS DOC. NO. L1285.0-16
BID FORM – CONTINUED

Bidder Name: Siemens Industry, Inc.

Grand Totals

Item #	Contract Year	Totals
1	Contract Year One (1) – 2016:	\$ 181,742.40
2	Contract Year Two (2) – 2017:	\$ 423,975.32
3	Contract Year Three (3) – 2018:	\$ 477,206.08
4	Contract Year Four (4) / Option Year One (1) – 2019:	\$ 613,833.05
5	Contract Year Five (5) / Option Year Two (2) – 2020:	\$ 1,419,544.60
6	Contract Year Five (5) / Option Year Three (3) – 2021:	1,248,404.88
7	GRAND TOTAL – BASIS OF AWARD:	\$ 4,364,706.33

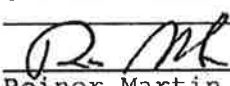
* The quantities described on the bid form are for bidding purposes only. They represent what MTS anticipates as a requirement, but MTS does not guarantee this quantity. The actual quantity ordered may be more or less than what is anticipated on the bid form, and it is dictated by MTS' actual requirements and the available funding at the time each phase and/or option is initiated.

BIDDER ACCEPTS RESPONSIBILITY FOR ACCURACY AND PRESENTATION OF THE ABOVE NUMBERS.

F.O.B. POINT: San Diego Trolley, Inc., Attn: , Project Manager, 1341 Commercial Street, San Diego, CA 92113

DELIVERY DATE: Delivery is estimated at 24 weeks ARO

Read attached General Provisions carefully. They are a part of your bid. Unit prices will prevail regardless of extensions submitted by the Bidder. The following Addenda have been noted and attached hereto:

DATE: 03/08/2016
 FIRM: Siemens Industry Inc.
 SIGNATURE: 
 TYPE OR PRINT NAME: Reiner Martin
 TITLE: Director
 ADDRESS: 5301 Price Avenue
 CITY, STATE & ZIP: McClellan Ca 95652
 PHONE NUMBER: 916-621-2641
916-681-3116
 FAX NUMBER: _____
 E-MAIL ADDRESS: reiner.g.martin@siemens.com

NOTE: ALL BIDDERS MUST COMPLETE BID FORMS AS PROVIDED, FAILURE TO DO SO WILL DEEM THE BID NON-RESPONSIVE.



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Agenda Item No. 12

MEETING OF THE SAN DIEGO METROPOLITAN TRANSIT SYSTEM BOARD OF DIRECTORS

April 14, 2016

SUBJECT:

SAN DIEGO METROPOLITAN TRANSIT SYSTEM (MTS) INTRANET REDESIGN,
IMPLEMENTATION, AND ANNUAL MAINTENANCE SERVICES – CONTRACT
AWARD

RECOMMENDATION:

That the MTS Board of Directors authorize the Chief Executive Officer (CEO) to execute MTS Doc. No. G1866.0-16 (in substantially the same format as Attachment A) with Steer Davies & Gleave, Inc. for the provision of redesign and implementation services for MTS's Intranet, as well as, software maintenance services for three (3) years.

Budget Impact

The total cost of this agreement would not exceed \$299,757.50 (\$268,257.50 for intranet redesign and implementation, and \$31,500 for a three-year intranet annual maintenance service period). The redesign and implementation services are funded by the FY 2016 Capital Improvement Project (CIP) 1007002602. Funding for the annual software maintenance service for FY 2016 is in the Information Technology Department's Operating Budget 661010-571250. Funding for future fiscal years will be included in each of the respective fiscal year's operating budgets.

DISCUSSION:

MTS Policy No. 52, "Procurement of Goods and Services", requires a formal competitive process for acquisitions exceeding \$100,000.

On January 29, 2016, MTS issued a Request for Proposals (RFP) for Intranet Redesign, Implementation and Annual Maintenance Services. The services include the creation of a contemporary and dynamic ADA compliant internal website that is responsive to all software platforms. The new internal website will be used to manage organizational



knowledge, publish content, be a communication tool, enable collaboration, improve knowledge sharing, and manage content. It is anticipated that improved usability and accessibility of information for MTS staff will improve efficiency and effectiveness leading to increased productivity throughout the organization.

In particular the new Intranet will drive:

- Innovation – Improving and developing products, services and business processes
- Operations – Producing and delivering current services and products
- Engagement – Enabling MTS team members to perform at their best

On March 1, 2016, MTS received a total of five (5) proposals from the following:

1. Interpersonal Frequency, McLean, VA 22101
2. 360 Business Consulting, Orange, CA 92867
3. Civic Resource Group International Inc., Los Angeles, CA 90017
4. Steer Davies Gleave Inc., Los Angeles, CA 90014
5. Meijun, San Diego, CA 92111

Meijun's submission was found to be non-responsive as its proposal was delivered late. The remaining four (4) proposals were deemed responsive and responsible and were provided to the selection committee for evaluation.

The selection committee, consisting of representatives from the MTS Finance, Human Resources, Marketing, IT and Security departments, met and scored the proposals based on the following:

1.	Capacities and Capabilities	20%
2.	Qualifications, Experience and References	15%
3.	Staffing, Org., Management Plan	25%
4.	Work Plan	20%
5.	Cost and Price	20%
		Total 100%

After the initial evaluation, Civic Resources Group International Inc., and Steer Davies & Gleave Inc. were deemed to be within the competitive range and advanced to the next step of the selection process, which included interviews and discussions.

Based on the selection panel's analysis of the technical proposal, discussions, and interviews, MTS staff determined that the offer from Steer Davies & Gleave, Inc., provided the best technical value for MTS.

Additionally, as a result of negotiations between MTS and Steers Davies & Gleave Inc., the total project cost was reduced from the originally proposed \$420,493.00 to a revised \$299,757.50, resulting in a savings of \$120,735.50 or 29%.

PROPOSER NAME	<u>Original Proposed Costs</u> (Redesign and Implementation)	<u>Original Proposed Costs</u> (Three Years of Annual Maintenance)	Total <u>Original Proposed</u> Project Costs
Steer Davies Gleave, Inc.	\$ 321,850.00	\$ 98,643	\$ 420,493.00

PROPOSER NAME	<u>Negotiated Costs</u> (Redesign and Implementation)	<u>Negotiated Costs</u> (Three Years of Annual Maintenance)	Total <u>Negotiated</u> Project Costs
Steer Davies Gleave, Inc.	\$ 299,757.50	\$31,500	\$ 299,757.50

As such, Steer Davies & Gleave Inc., technical proposal and negotiated costs represent the overall best value for MTS.

The following table represents the final scores and rankings:

PROPOSER NAME	TOTAL AVG. TECH. SCORE	AVG. COST SCORE	TOTAL SCORE (Tech + Cost) Total Possible Points: 100	RANKING
Steer Davies Gleave, Inc.	69	17	86	1
Civic Resources Group International Inc.	62	20	82	2

Therefore, staff recommends that the MTS Board of Directors authorize the CEO to execute MTS Doc. No. G1866.0-16 (in substantially the same format as Attachment A) with Steer Davies & Gleave, Inc. for the provision of redesign and implementation services for MTS' Intranet, as well as, software maintenance services for three (3) years.


Paul C. Jablonski
Chief Executive Officer

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

Attachment: A. Draft Standard Services Agreement; Contract G1866.0-16

DRAFT
STANDARD SERVICES AGREEMENT
FOR
MTS INTRANET REDESIGN, IMPLEMENTATION
AND ANNUAL MAINTENANCE

G1866.0-16
CONTRACT NUMBER

121.9
FILE/PO NUMBER(S)

THIS AGREEMENT is entered into this _____ day of _____ 2016, in the State of California by and between San Diego Metropolitan Transit System ("MTS"), a California public agency, and the following, hereinafter referred to as "Contractor":

Name: Steer, Davies & Gleaves, Inc.

Address: 523 West 6th Street Suite 741,
Los Angeles, CA 90014

Form of Business: Corporation
(Corporation, partnership, sole proprietor, etc.)

Telephone: 213-425-0942

Email Address: lisa.buchanan@sdgworld.net

Authorized person to sign contracts: Lisa Buchanan
Name

Director
Title

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

Intranet Redesign, Implementation, and Annual Maintenance services, as specified in the Scope of Work (attached as Exhibit A), the Contractors Proposal (attached as Exhibit B), and in accordance with the Standard Services Agreement, including the Standard Conditions Services (attached as Exhibit C).

The period of performance for the Intranet Redesign and Implementation shall commence on May 2, 2016 and conclude on November 7, 2016.

The period of performance for the Intranet annual maintenance services shall commence on November 8, 2016 and conclude on November 7, 2019.

The total contract amount shall not exceed \$299,757.50

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
<u>\$299,757.50</u>	<u>CIP 1007002602 / Operational 661010</u>	<u>2016-2019</u>

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

Date _____
SA-SERVICES REVISED (REV 12-15)



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Agenda Item No. 30

MEETING OF THE SAN DIEGO METROPOLITAN TRANSIT SYSTEM BOARD OF DIRECTORS

April 14, 2016

SUBJECT:

SILVER LINE NAMING RIGHTS AND SPONSORSHIP AGREEMENT (ROB SCHUPP)

RECOMMENDATION:

To direct the Chief Executive Officer (CEO) to execute revenue contract G1902.0-16 (in substantially the same format as Attachment A) with San Diego Gas & Electric (SDG&E) for the Naming Rights and Sponsorship of the Silver Line.

Budget Impact:

Revenue of \$500,000 over five years

DISCUSSION:

In an effort to fund the cost of renovating the third PCC car 531 for vintage trolley operation on the Silver Line in downtown San Diego, MTS sought naming rights and sponsorship partners for the Silver Line.

SDG&E previously provided a grant to MTS for the restoration of PCC car 530. In light of SDG&E's existing support for the Silver Line Project, MTS approached SDG&E and successfully negotiated a naming rights and sponsorship agreement for the Silver Line.

Under terms of the agreement, SDG&E will receive:

- Exclusive line naming rights for the Silver Line
- Category exclusivity for all stations on the Silver Line
- Logo on all three Vintage Trolleys
- Messaging on appropriate spaces of the third Vintage Trolley car
- Logo at 12th & Imperial and America Plaza Vintage Trolley Kiosk
- Name/Logo on MTS collateral
- Logo on limited edition Compass Cards distributed in downtown
- Two Trolley wraps (2000, 3000 or 4000 series)



- Opportunity to activate one MTS station per year for each year of the agreement
- Print ads at two stations on the Silver Line
- Placement of advertising at electronic kiosks (when installed)
- Exclusive use of one Vintage Trolley for a corporate event for each year of the agreement
- Continuation of the MTS/SDG&E 3rd Grade Education Program
- Commitment by MTS to explore opportunities for participation in development of charging station infrastructure

SDG&E will be responsible for the production, installation and removal of all advertising and SDG&E signage and advertising produced, including Trolley wraps. MTS will be responsible for the printing of collateral material with SDG&E recognition, but will reprint as normally scheduled throughout the year.

MTS will receive \$100,000 in each of the next five years.

The total value of the Naming Rights and Sponsorship agreement will exceed the anticipated costs of \$340,000 to renovate the third Trolley.



Paul C. Jablonski
Chief Executive Officer

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

Attachment: A. Draft MTS Doc. No. G1902.0-16

NAMING AND SPONSORSHIP AGREEMENT

THIS NAMING AND SPONSORSHIP AGREEMENT (the "Agreement") is made and entered into as of _____, 2016, by and between the San Diego Metropolitan Transit System ("MTS") and San Diego Gas & Electric ("SDG&E").

RECITALS

Whereas, MTS currently operates the Silver Line, a light rail service utilizing vintage trolley cars in the downtown area (as shown in Exhibit A);

Whereas, MTS has the exclusive use of all assets pertaining to the operations of this rail line;

Whereas, SDG&E recognizes the Silver Line and the operation of the vintage trolleys as an important transit asset for the people living and visiting San Diego;

Whereas, SDG&E desires to obtain the exclusive naming rights to the Silver Line and to market SDG&E initiatives at Silver Line stations and other approved assets owned by MTS;

AGREEMENT

NOW THEREFORE, in consideration of mutual covenants and promises made herein, the parties hereby agree as follows:

- 1. Exclusive Line Naming Rights.** During the Term of this Agreement (as defined in Section 8), MTS hereby grants SDG&E the exclusive naming rights of the Silver Line. MTS and SDG&E will mutually agree on the name of the line (e.g., the "SDG&E Silver Line"), however MTS's agreement on the exercise of naming rights by SDG&E shall not be unreasonably withheld or delayed. SDG&E will develop the design of the naming signage on MTS Silver Line signage and ancillary media items, to be approved by MTS within the parameters of the MTS sign design guidelines, which approval shall not be unreasonably withheld or delayed. It is contemplated that designs and naming rights shall incorporate slogans associated with the SDG&E campaign to promote electric vehicle usage.
- 2. Other Sponsorship Benefits.** While the Agreement is in effect, and except as otherwise specifically provided in this Agreement, SDG&E shall be the exclusive naming rights sponsors of the Silver Line. During the Term of this Agreement, MTS shall provide the following sponsorship benefits to SDG&E in exchange for the Sponsorship Fee:

- a. **Category Exclusivity.** SDG&E will receive exclusivity on the Silver Line in the categories of energy, energy production, and energy supply.
- b. **Physical.** MTS shall provide SDG&E sponsorship identification on the following:
 - i. Logo displayed on all three vintage trolleys
 - ii. Messaging on appropriate spaces on Vintage Trolley 531
 - iii. Logo displayed at the two primary stations where people board the Vintage Trolley: America Plaza and 12th & Imperial
 - iv. Name/logo on all MTS collateral, including:
 - 1. Trolley Timetables
 - 2. All Trolley System maps posted in Trolley vehicles and stations
 - 3. The Regional Transit Map
 - 4. Silver Line Pocket Guide
 - 5. All MTS Web site references to the Silver Line
- c. **Advertising.** MTS shall provide the following:
 - i. SDG&E logo or slogan printed on limited edition Compass Cards (or similar fare media cards) to be distributed in all downtown ticket vending machines
 - ii. Two Trolley (2000, 3000 or 4000 series) wraps with advertisements of SDG&E's choosing
 - iii. Opportunity to activate Gaslamp Quarter or other MTS station assets for up to two events per year (on dates approved by MTS)
 - iv. Placement of SDG&E advertising in MTS electronic kiosk(s) (when and if installed)
 - v. Print Ads of SDG&E's choosing at two select stations on the Silver Line
- d. **Other Considerations.**
 - i. SDG&E shall receive the exclusive use of the Vintage Trolley for one corporate event each year
 - ii. MTS and SDG&E will continue to promote and support the 3rd Grade Education program, including:
 - 1. MTS promotion on its Web site with SDG&E logo/name listed as the program underwriter
 - 2. MTS and SDG&E to collaborate on a refresh of the curriculum with an emphasis on electric transportation
 - 3. SDG&E to make reasonable efforts to contract with Media Arts to produce vintage a Vintage Trolley promotional video to play on digital kiosks and on MTS and SDG&E websites
 - iii. Commitment on behalf of MTS to explore opportunities for Ride & Drive parking lot facilities to participate in SDG&E's Power Your Drive program, with potential for charging station infrastructure

- iv. SDG&E to promote Trolley ridership as part of its "Electrify Your Drive" campaign

3. Artwork and Media Costs; Installation and Replacement Costs.

- a. SDG&E Artwork and Media Costs. SDG&E shall bear the costs of all printing and installation associated with the following:

- i. Trolley wraps. SDG&E has been informed that Trolley wrap production, installation and removal cost approximately \$10,000 per Trolley and that wraps must be replaced annually. SDG&E shall contract for the installation/removal with an approved MTS wrap vendor. Should the wrap be damaged, defaced, mutilated or spoiled by reason of storm, floods, strikes, ordinary wear and tear, or any other cause during the term specified in the agreement, the cost of a replacement will be borne by SDG&E or removed at SDG&E's cost if SDG&E chooses not to replace the wrap.
- ii. Signage at the identified Vintage Trolley stations (America Plaza and 12th & Imperial).
- iii. Printed advertisements for Trolley Stations
- iv. All costs associated with station activations and special events
- v. All artwork and production associated with the branding of the existing Vintage Trolleys
- vi. All artwork needed by MTS for inclusion of the SDG&E logo/slogan on printed materials

- b. MTS Artwork and Media Costs. MTS shall bear the costs of the following:

- i. Inclusion of approved SDG&E logo/slogan in all MTS printed materials, including: handheld timetables, station and vehicular route maps, the Regional Transit Map, Silver Line Pocket Guide, and all other printed materials with Silver Line information. MTS shall reprint these materials within its normal printing schedule with all materials reprinted within one year after commencement of this agreement.

4. Use of Trademarks and Service Marks; Intellectual Property Rights.

- a. Grant of Limited License to SDG&E. Subject to the terms of this Agreement and so long as SDG&E is not in breach of any term or condition hereof, MTS grants SDG&E for the entire Term the non-exclusive and royalty-free license, uncoupled with an interest, to use the MTS trademarks, service marks, logos and any secondary marks ("MTS Marks") to identify SDG&E as a sponsors of the Silver Line in connection with advertising and the promotional activities and materials for SDG&E, separately or collectively, as approved by MTS. Any and all materials produced by SDG&E using MTS Marks must be submitted to MTS for review and prior approval, which approval shall not be unreasonably withheld or delayed. However, SDG&E shall not make any use of the MTS Marks without the prior written consent of MTS as to each use.

Approval of the use of MTS Marks must be in writing signed by the MTS Marketing and Communications Director. MTS shall be solely responsible for any third party claims brought against SDG&E for its use of the MTS Marks if used in accordance with the terms of this Agreement.

- b. Grant of Limited License to MTS. Subject to the terms of this Agreement and so long as SDG&E is not in breach of any term or condition hereof, SDG&E grants MTS for the entire Term the non-exclusive and royalty-free license, uncoupled with an interest, to use the SDG&E trademarks, service marks, logos and any secondary marks ("SDG&E Marks") to identify SDG&E as a sponsor of the Silver Line in connection with advertising and the promotional activities and materials for MTS, separately or collectively, and for no other purpose. Any and all materials produced by MTS using the SDG&E Marks must be submitted to SDG&E for review and prior approval, which approval shall not be unreasonably withheld or delayed. However, MTS shall not make any use of the SDG&E Marks without the prior written consent of the SDG&E as to each use. Approval of the use of the SDG&E Marks must be in writing and signed by an SDG&E Director or Vice President. SDG&E shall be solely responsible for any third party claims brought against MTS for its use of the SDG&E Marks if used in accordance with the terms of this Agreement.
- c. Changed Circumstances Affecting License. All rights of approval of the use of the MTS Marks or the SDG&E Marks shall be a continuing right so that any party may later object to the use of the MTS Marks or the SDG&E Marks that had been previously approved should circumstances change or other reasons arise that, in the reasonable judgment of the party objecting, make continued use potentially damaging to reputation or image of the MTS Marks or the SDG&E Marks or to the objecting party.
- d. Ownership of Marks. All uses of the MTS Marks or the SDG&E Marks by a party hereto shall inure to the benefit of the party granting the license in their own marks and not the licensee hereunder. No licensee hereunder shall make any claim of ownership or other interest in any mark licensed to them hereunder. SDG&E shall own all intellectual property rights in any works created by them (the "WORKS"), except SDG&E shall not have any interest or ownership in the MTS Marks that may be embodied in WORKS.
- e. Advertising Content. Each party, with respect to its own use of Marks in advertising or media, shall be responsible for ensuring that it has all necessary rights to the Marks or other intellectual property used in such advertisements and media. MTS shall be solely responsible for installing and maintaining such advertisements and media, provided that it determines that items of advertising and media placed pursuant to this Agreement comply with all Federal, state and local laws and regulations, including but not limited to United States Department of Transportation and Caltrans.

5. Station Sponsors.

Separate from this Silver Line Naming Rights agreement, MTS may also endeavor to sell individual station sponsorships along the Silver Line at any of the stations. In accordance with the category exclusivity granted to SDG&E in this Agreement, individual

station sponsors shall not be in the fields of energy, energy production or energy supply. Station sponsorships shall be limited to:

- i. Naming rights of one station and signage at that respective station;
- ii. Interior panel signage on the Silver Line fleet vehicles identifying the station name on route maps or other identifying materials; and
- iii. Station identification printed on MTS materials.

6. No Other Silver Line Sponsor. MTS warrants and represents as an inducement to SDG&E to enter into this Agreement that:

- i. Except for the individual station sponsors, SDG&E is the sole and exclusive naming rights sponsor for the Silver Line.

7. Payment of Sponsorship Fee. In return for the rights granted above, SDG&E shall pay to MTS, in advance, annual fee payments of \$100,000. The first payment shall be due on _____, 2016 and the subsequent payments shall be due on the same date in the subsequent years (the "Sponsorship Fee").

- a. No fee other than Sponsorship Fees and the advertising installation costs described in Section 3(a) shall be due from SDG&E until and unless SDG&E has had the opportunity to review and approve or reject in writing, in their respective sole discretion, any costs or expenses of MTS or its agents or representatives, that are imposed on SDG&E in this Agreement. With respect to installation costs described in Section 3(a): (1) SDG&E shall not unreasonably withhold approval of costs under Section 3(a); and (2) SDG&E shall respond to requests for approval of costs under Section 3(a) within 15 business days of receiving the written proposal from MTS. No fees other than Sponsorship Fees shall be due from SDG&E if MTS is unreasonably withholding approval for any matter for which SDG&E is required to obtain approval from MTS.

- b. Fees, costs and expenses not imposed on SDG&E or MTS in this Agreement shall not be imposed on any of them except by an amendment to this Agreement signed by all parties. SDG&E may approve or reject such costs in their sole discretion. These would include costs and expenses for or related to new or different advertising, including but not limited to costs and expenses arising from the participation by SDG&E in any new sponsorship or advertising media or modality.

8. Term. The term of this Agreement shall commence on the date first written above and continue for five (5) years from the date the agreement is signed ("Initial Term"). MTS and SDG&E may agree, by written amendment, to renew this Agreement for subsequent five year terms, upon mutually agreeable terms and conditions. SDG&E shall have the right of first refusal for the renewal term immediately following the Initial Term.

9. Termination for Cause.

- a. Termination for Breach. This Agreement may be terminated by any party, at any time if the other party:

- i. Is in material breach of this Agreement, and such breach has not been cured within thirty (30) days, or a reasonable time if more than thirty (30) days is required to cure, following provision of written notice of such breach to the breaching party.
- ii. Seeks protection in bankruptcy, makes a general assignment of its assets for the benefit of its creditors.
- iii. Takes or omits taking such action relating to or arising under this Agreement, so as to cause material disrepute to accrue to another party, or to cause material harm to the reputation of another party.

The notice of material breach or default shall set forth in detail the act or omission giving rise to a breach of this Agreement and shall specify in detail what is reasonably expected of the breaching party in order to cure such breach. If the allegedly breaching party disputes the existence of the breach, then the dispute resolution procedures described in Section 20 hereof shall apply to the resolution of such dispute.

b. Effect of Termination. Upon termination or expiration of this Agreement:

- i. All rights of MTS and SDG&E to use the MTS Marks or SDG&E Marks, respectively, shall cease and MTS will promptly remove all SDG&E Marks from buses, stations, advertisements and other instances where MTS had been using the SDG&E Marks prior to the termination at MTS's cost and expense.
- ii. All licenses granted in this Agreement shall terminate.
- iii. In the event that this Agreement is terminated by SDG&E for cause, then MTS shall refund to the terminating Sponsor a pro- rated portion of any fees paid by SDG&E on account of time periods following the effective date of termination.
- iv. In the event that this Agreement is terminated by MTS for cause before expiration of the original Term, then SDG&E shall bear the costs of removing SDG&E signage pursuant to Section 3(d).

10. Warranties.

- a. General Warranties of MTS. MTS represents and warrants that (a) it has the full corporate power and legal authority to enter into and perform this Agreement in accordance with its terms; (b) all necessary corporate approvals for the execution, delivery, and performance by MTS of this Agreement have been obtained; (c) this Agreement has been duly executed and delivered by MTS and constitutes a legal, valid and binding obligation of MTS enforceable in accordance with its terms; and (d) the execution, delivery and performance of this Agreement by MTS will not conflict with its articles of incorporation, by-laws or other governing documents and will not conflict with or result in the breach or termination of, or constitute a default under, any lease, agreement, commitment or other instrument, or any order, judgment or

decree, to which MTS is a party or by which MTS is bound.

- b. General Warranties of SDG&E. SDG&E represents and warrants that (a) it has the full corporate power and legal authority to enter into and perform this Agreement in accordance with its terms; (b) all necessary corporate approvals for the execution, delivery, and performance by SDG&E of this Agreement have been obtained; (c) this Agreement has been duly executed and delivered by SDG&E and constitutes a legal, valid and binding obligation of SDG&E enforceable in accordance with its terms; and (d) the execution, delivery and performance of this Agreement by SDG&E will not conflict with its articles of incorporation, by-laws or other governing documents and will not conflict with or result in the breach or termination of, or constitute a default under any lease, agreement, commitment or other instrument, or any order, judgment.

- 11. Allocation of Responsibility; Insurance.** As between MTS and SDG&E, MTS is responsible for costs, damages and liabilities arising from, and MTS shall indemnify SDG&E with respect to, any bodily injury, including death, personal injury or property damage arising out of MTS transportation operations, including but not limited to the operation of the Silver Line; provided, however, that SDG&E's sponsorship of the Silver Line shall not cause MTS to become liable or responsible for costs or damages for claims of bodily injury, death, personal injury or property damage arising out of the operation of SDG&E facilities.

MTS shall procure and maintain during the term of this Agreement and so long as any SDG&E Marks are in use by MTS, comprehensive policies of insurance including:

- i. Worker's compensation and employer's liability;
- ii. Commercial general liability;
- iii. Automobile physical damage and liability.

Self-insurance of the above requirements is acceptable; provided that a letter of self-insurance will be provided by MTS to SDG&E as evidence thereof.

- 12. Binding Effect; Benefit.** This Agreement shall be binding upon and inure to the benefit of the Parties hereto, and their successors and permitted assigns. It is the explicit intention of the Parties hereto that no person or entity other than such Parties (or their successors or permitted assigns) is or shall be entitled to bring any action to enforce any provision of this Agreement against any of the Parties, as a third party beneficiary or otherwise. The covenants, undertakings, and agreements set forth in this Agreement shall be solely for the benefit of, and shall be enforceable only by, the Parties or their respective successors and permitted assigns.

- 13. Entire Agreement; Amendment.** This Agreement contains the entire agreement between the Parties relating to the subject matter herein. All prior proposals, discussions and writings by and among the Parties relating to the subject matter herein are superseded by this Agreement. This Agreement may not be amended unless such amendment is in writing and signed by duly authorized representatives of both Parties and recites specifically that it is an amendment to this Agreement.

- 14. Assignment.** Except as otherwise stated in this Agreement, no party's interests or obligations under this Agreement may be assigned or transferred to another party

without the prior written consent of the all parties hereto, which may be granted or withheld in the sole discretion of that any party. Any attempted assignment without such consent shall be void *ab initio*.

- 15. Waiver.** No party's delay or failure to exercise any right, power or privilege under this Agreement or under any other instrument given in connection with or pursuant to this Agreement shall impair any such right, power or privilege or be construed as a waiver of any event of default hereunder or any acquiescence therein. No single or partial exercise of any such right, power or privilege shall preclude the further exercise of such right, power or privilege, or the exercise of any other right, power or privilege. No waiver shall be valid against any party unless made in writing and signed by an authorized officer of the party against whom enforcement of such waiver is sought and then only to the extent expressly specified therein.
- 16. Severability.** If either: (a) a court of competent jurisdiction holds that a material provision or requirement of this Agreement violates any applicable law, or (b) a government agency with jurisdiction definitively advises the Parties that a feature or provision of this Agreement violates laws over which such department or agency has jurisdiction, then each such provision, feature or requirement shall be fully severable and: (1) this Agreement shall be construed and enforced as if such illegal, invalid, or unenforceable provision had never comprised a part hereof; (2) the remaining provisions hereof shall remain in full force and effect and shall not be affected by the severable provision; and (3) the Parties shall in good faith negotiate and substitute a provision as similar to such severable provision as may be possible and still be legal, valid and enforceable. If the effect of such severance and substitution, or the inability promptly to agree upon such substitution, would be to deprive a party of the benefits contemplated under this Agreement or increase the risk or liability of a party, then any party may terminate this Agreement by giving such notice to the other Parties as is acceptable to such court or governmental agency, and as is sufficient to provide for an orderly transition consistent with the terms.
- 17. Governing Law.** The validity, interpretation, construction and performance of this Agreement shall be governed by the substantive laws of the State of California, to the extent not governed by federal law, without giving effect to the principles of conflict of laws of such State. Subject to Section 19 of this Agreement, the parties acknowledge that jurisdiction exists and venue is proper in the Courts of California for any action brought under this Agreement.
- 18. Dispute Resolution.**
- a. Process. The Parties acknowledge that the establishment and operation of this affiliation will require an ongoing commitment by all parties to cooperate and make best efforts. Accordingly, the parties will seek to resolve any disputes regarding this Agreement or any other terms of this Agreement pursuant to this Section 18. Any party may at any time issue a notice that a dispute exists if such party believes that another party has caused a material breach of the Agreement, or a situation or circumstance exists which frustrates, in a material manner, the achievement of the objectives of this Agreement. Such notice shall start a process of Progressive Dispute Resolution which shall involve a good faith attempt to resolve the dispute for a period not to exceed 120 days. The specific allocation of such 120-day period is described in subparagraphs (c) and (d) of this Section 180.

- b. Any claim, controversy or dispute concerning the interpretation or performance of this Agreement or to the threatened, alleged or actual breach of this Agreement which is not disposed of by mutual agreement within a period of ten (10) days after one party has provided written notice of the dispute to the other, first shall be subject to Progressive Dispute Resolution procedures described in this Section 18. Notwithstanding the Parties' agreement to these procedures, either party may seek immediate injunctive relief if such party believes that injunctive relief is necessary to prevent immediate irreparable harm to its interests.
- c. Invocation of Progressive Dispute Resolution Procedures. The party believing itself aggrieved (the "Invoking Party") shall call for progressive management involvement in the dispute negotiations by written notice to the other party. Such notice shall be without prejudice to the Invoking Party's right to any other remedy permitted by this Agreement.
- d. Progression of Management Involvement. The Parties shall use their best efforts to arrange personal meetings and/or telephone conferences as needed, at mutually convenient times and locations, between negotiators for the Parties at the successive management levels set forth below.

<u>Level</u>	<u>SDG&E</u>	<u>MTS</u>
Level 1:		Director of Marketing and Communications
Level 2:		General Counsel
Level 3:		CEO

The negotiators at each management level shall have a period of forty (40) days in which to attempt to resolve the dispute. The allotted time for the first-level negotiators shall begin on the date of receipt of the Invoking Party's notice.

- e. If a resolution is not achieved by negotiators at any given management level at the end of the allotted time or any extension thereto agreed to by the parties in writing, the allotted time for the negotiators at the next management level, if any, shall begin immediately.
- f. If resolution is achieved at any management level, the resolution shall be memorialized in writing, shall state the agreements reached and describe the actions to be taken, if any, and shall be signed by the managers involved.
- g. The agreement of the Parties to these Progressive Dispute Resolution procedures is solely for the benefit of the Parties and is not intended to create any legal, equitable,

or beneficial interest in any third party or to vest in any third party any interest with respect to the enforcement of performance of these procedures.

- 19. Notices.** All notices, requests, demands, waivers, consents and other communications hereunder shall be in writing, shall be delivered either in person, by overnight delivery, or by mail, and shall be deemed to have been duly given and to have become effective (a) upon receipt if delivered in person, or on the next succeeding business day if delivered on a non-business day or after 6:00 p.m. local time, (b) one business day after having been delivered to a courier for overnight delivery, or (c) three business days after having been deposited in the U.S. Mail, all fees prepaid, directed to the Parties at the following addresses (or at such other address as shall be specified in writing by a recipient Party hereto);

If to SDG&E, to:

Level 1
Address
Address

Level 2
Address
Address

Level 3
Address
Address

If to MTS, to:

Paul Jablonski, CEO
1255 Imperial Avenue, Suite 1000
San Diego, CA 92101

General Counsel
1255 Imperial Avenue, Suite 1000
San Diego, CA 92101

- 20. Additional Actions and Documents.** Each of the Parties hereto shall take or cause to be taken such further actions, execute, deliver and file or cause to be executed, delivered and filed such further documents and instruments, and use their respective best efforts to obtain such consents (including regulatory approvals), as may be reasonably necessary or as may be reasonably requested in order to fully effectuate this Agreement.

- 21. Survival.** Section 11 (Allocation of Responsibility/Insurance) shall survive termination or expiration of this Agreement.

- 22. Construction.** Each Party hereto acknowledges that it was represented by counsel and participated equally in the drafting and negotiation of this Agreement and that, accordingly, no court construing this Agreement shall construe it more stringently against one Party than against the other.

- 23. MTS Board of Directors Approval.** SDG&E acknowledges that this Agreement shall not be effective until approved by the MTS Board of Directors and executed by the MTS Board Chairman. The first payment due in Paragraph 7 shall be thirty (30) days after MTS Board approval of this Agreement.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the date first above written.

SDG&E

San Diego Metropolitan Transit System

By:

Paul Jablonski
CEO

Its:

Approved as to Form:

Approved as to **Form**:

Legal Counsel

Office of General Counsel



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

Agenda Item No. 31

MEETING OF THE SAN DIEGO METROPOLITAN TRANSIT SYSTEM BOARD OF DIRECTORS

April 14, 2016

SUBJECT:

POTENTIAL FUNDING MEASURE (SHARON COONEY)

RECOMMENDATION:

That the Board of Directors receive a report on a potential November 2016 ballot measure which would include funding for transit capital and operations, and provide direction to the Chief Executive Officer (CEO) with regard to a possible expenditure plan.

Budget Impact:

None.

DISCUSSION:

The TransNet ballot measure included a commitment to place another measure on a future ballot for items related to "quality of life" in the San Diego region. The San Diego Association of Governments (SANDAG) has been working since the passage of TransNet to craft the components of that ballot measure. Over the past several months, the SANDAG Board has been soliciting public input and refining the projects that would be included in a November 2016 ballot measure. Current alternatives include funding for active transportation, open space, highways and managed lanes, transit capital and operations, and local infrastructure. Staff will provide a report regarding the measure and potential expenditure plan.



Paul C. Jablonski
Chief Executive Officer

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





1255 Imperial Avenue, Suite 1000
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Agenda Item No. 32

MEETING OF THE SAN DIEGO METROPOLITAN TRANSIT SYSTEM BOARD OF DIRECTORS

April 14, 2016

SUBJECT:

MOBILE TICKETING SERVICES AGREEMENT – CONTRACT AWARD (ROB SCHUPP)

RECOMMENDATION:

That the San Diego Metropolitan Transit System (MTS) Board of Directors authorize the Chief Executive Officer (CEO) to execute MTS Doc. No. G1818.0-15 (in substantially the same format as Attachment A) with GlobeSherpa, for the provision of Mobile Ticketing Services for three (3) base years with an option to extend for an additional three (3) years.

Budget Impact

The budget impact can be broken into three categories: Development Costs, Annual Maintenance Costs, and Commission Payments. The budget impacts for development and maintenance will be shared by MTS (75%) and the North County Transit District (NCTD, 25%), according to existing Memorandums of Understanding between the agencies for allocating costs associated with fare collection. Commissions shall be split as described below. The total budget impacts for both agencies are as follows:

Development Costs (Year One): MTS: \$155,625; NCTD: \$51,875

This includes all software, back-end office systems, system installation and testing, 30 validators, training and systems associated with establishing a UC San Diego U-Pass product.

Maintenance Costs (after Year One): MTS: \$105,000; NCTD: \$35,000.

The annual cost will be \$28,000 for Years Two and Three and for each of the three one-year option years.



**Commission Payments (Three Year Base & Three Year Option Period):
MTS: \$1,398,402 (estimate); NCTD: \$144,009 (estimate)**

These amounts are based on a 4% commission for all Pass products (except the UC San Diego U-Pass) in each year of the three-year base contract and each of the three one-year options. The Commission Payment also includes a 1% commission on the face value of UC San Diego U-Pass sales, which are expected to be in excess of \$3 million per year. MTS receives \$34 for each enrolled student each quarter and NCTD receives \$1.47 per student per quarter. The U-Pass is a quarterly transit pass paid for by UC San Diego enrolled students through their registration fees.

To calculate the total commission amount due, MTS and NCTD provided an estimate of mobile ticketing pass sales in each year of the contract starting at \$2.3 million in Year One and growing to \$9 million in Year Six. This amount includes all pass types and UC San Diego U-Passes. Of the passes sold (exclusive of the UC San Diego U-Pass), approximately 90 percent are expected to be for MTS products and 10% for NCTD products.

The actual amount of total commission paid for all pass types may be more or less than this estimate. Commissions shall be deducted from the Pass Sale Revenues paid by GlobeSherpa. Each Agency shall receive Pass Sale Revenues for their respective Pass products. For products that allow travel on both systems, Pass Sale Revenues shall be reconciled according to existing apportionment agreements between the Agencies.

DISCUSSION:

On September 24, 2015, MTS and NCTD issued a Joint Request For Proposals to solicit offers for mobile ticketing services. Currently, MTS and NCTD utilize separate mobile ticketing services. At MTS, Masabi has been providing services primarily for special event service on Trolley only. NCTD has a service provided by CooCoo and is accepted primarily on the COASTER. Under the GlobeSherpa product, the two agencies will have one combined application software through which all ticket purchases can be made.

The costs and commissions for the new mobile ticketing service are based on an everyday use case. All passes, including, but not limited to Regional Day Passes, Region Plus Day Passes, Monthly and 30-day Passes and COASTER one-way tickets, will be offered and accepted on both bus and rail services. Consumers will also be able to pay for and use discounted fares in the mobile app.

Additionally, GlobeSherpa, MTS and UC San Diego will collaborate to develop a program in which enrolled UC San Diego students will be provided a U-Pass product for each quarter. There is no financial transaction involved between the student and GlobeSherpa for this product. MTS is paid by UC San Diego each quarter under a separate agreement.

The system will also include a stored-value component.

GlobeSherpa utilizes the latest technology to protect against fraud. Customized moving graphics, changing colors, bar codes, and requirements to interact with the screen if asked by a fare inspector are all part of the security features. All transactions are handled by the contractor and its systems are fully compliant with Payment Card

Industry (PCI) Data Security Standards. The contract includes 30 hand-held devices for bar code inspection by fare inspectors. Bus operators will validate fares primarily by visual inspection.

MTS Policy No. 52, "Procurement of Goods and Services", requires a formal competitive process for procurements and service contracts over \$100,000.

Eight proposals were received by the due date of December 1, 2015 from the following:

1. American Eagle, Des Plaines, IL 60018
2. Axiom, San Diego, CA 92101
3. Bytemark, Inc, New York, NY 10036
4. Cubic, San Diego, CA 92111
5. Genfare, Elk Grove Village, IL 60007
6. GlobeSherpa, Portland, Oregon 97205
7. Masabi, LLC, Boston, MA 02114
8. Passport, San Diego, CA 92101

Seven proposals were deemed responsive and responsible and were evaluated by a committee comprised of representatives from MTS Bus Operations, Marketing, Finance, Information Technology, Security as well as NCTD Finance. The eighth proposal was deemed non-responsive for failure to propose mandatory merchant services. The proposals were evaluated on the following:

- | | |
|--|------|
| 1. Qualifications of the Firm or Individual, Experience and References | 20% |
| 2. Project Approach, Organization and Work Plan | 15% |
| 3. Technical Solution and Compliance with Requirements | 35% |
| 4. Cost/Price | 30% |
| Total | 100% |

The following table illustrates the total scores and ranking of each:

PROPOSER	TOTAL TECH. SCORE	TOTAL COST SCORE	TOTAL SCORE Total Possible: 100	RANKING
GlobeSherpa	62.71	20.90	83.61	1
Masabi	59.71	16.95	76.67	2
Bytemark	46.36	25.55	71.90	3
Cubic	49.79	13.87	63.66	4
Passport	41.57	19.81	61.38	5
American Eagle	26.29	22.75	49.04	6
Axiom	33.86	8.50	42.36	7

Based on the initial rankings, on January 14, 2016, GlobeSherpa, Masabi and Bytemark were invited for interviews, presentations and demonstrations. The resultant scores are as follows:

PROPOSER	TOTAL SCORE	RANKING
GlobeSherpa	85.61	1
Bytemark	78.91	2
Masabi	70.66	3

Based on this ranking, on February 9, 2016 the agencies invited GlobeSherpa and Bytemark to submit revised proposals. The resultant scores are as follows:

PROPOSER	TOTAL TECH. SCORE	TOTAL COST SCORE	TOTAL SCORE Total Possible: 100	RANKING
GlobeSherpa	64.71	30.00	94.71	1
Bytemark	53.36	29.48	82.84	2

On March 3, 2016 the agencies invited GlobeSherpa for negotiations. For its best and final offer, Globesharpa reduced its percentage of revenue annual fees from 4.25% for years 1, 2 and 3, to 4% for all three years, a savings of \$26,650. Based on the objectives of this procurement, consideration of the evaluation criteria, and GlobeSherpa's technical and price proposals, the evaluation team determined that it presented the best overall value to MTS.

Therefore, staff recommends that the Board of Directors authorize the CEO to execute MTS Doc. No. G1818.0-15 (in substantially the same format as Attachment A) with GlobeSherpa for the provision of Mobile Ticketing Services for three (3) base years with an option to extend for an additional three (3) years.



Paul C. Jablonski
Chief Executive Officer

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

Attachments: A. Draft Mobile Ticketing Services
B. Mobile Ticketing Services Cost Proposal

STANDARD SERVICES AGREEMENT

G1818.0-15
 CONTRACT NUMBER
 571250-902010
 FILE NUMBER(S)

THIS AGREEMENT is entered into this _____ day of _____ 2016, in the State of California by and between San Diego Metropolitan Transit System ("MTS"), a California public agency, and the following, hereinafter referred to as "Contractor":

Name: GlobeSherpa Address: 1000 SW Broadway, Suite 1800

Form of Business: Corporation Portland, Oregon 97205

(Corporation, partnership, sole proprietor, etc.)

Telephone: (971) 275-7579 Email Address: ttom@globesherpa.com

Authorized person to sign contracts: Anthony Tom Executive Vice President
 Name Title

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

Mobile ticketing services as specified in the Scope of Work (attached as Exhibit A), GlobeSherpa's cost proposal dated March 7, 2016 (attached as Exhibit B), and in accordance with the Standard Services Agreement, including Standard Conditions Services (attached as Exhibit C) and Federal Requirements (attached as Exhibit D).

The contract term is for up to a three (3)-year base period and three (3) 1-year option terms, exercisable at MTS' sole discretion, for a total of six years. Base period shall be effective May 1, 2016 through April 30, 2019; and option years shall be effective May 1, 2019 through April 30, 2022, if exercised by MTS.

Payment terms shall be net 30 days from invoice date. The total cost of this contract shall not exceed \$841,898.48 for the base years and \$1,098,012.48 for the option years, for a total not to exceed \$1,939,910.96 without the express written consent of MTS.

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
\$841,898.48	571250-902010	FY 17-19

By: _____ Date _____
 Chief Financial Officer
 (____ total pages, each bearing contract number) SA-SERVICES REVISED (REV 10-15) DATE

BAFO: March 7, 2016

MOBILE TICKETING SERVICES, JOINT RFP # G1818.0-15

Proposer Name

GLOBESHERPA

Expanded Option: See RFP Scope of Work for Details

Revenue Information to aid Proposers

The average revenue per transaction is approximately \$11.01

The average revenue per ticket is approximately \$7.71

Expanded revenue initial estimates by FY are as follows:

Base UCSD Pass revenue initial estimates by FY are as follows:

	\$2,311,955	\$3,537,291	\$4,810,716	\$6,133,662	\$7,507,603	\$8,934,047
\$	\$ 3,300,000	\$ 3,400,000	\$ 3,500,000	\$ 3,600,000	\$ 3,700,000	\$ 3,800,000

Fixed Cost - Table 1						
Item	Description	Year 1	Year 2	Year 3	Year 4	Year 5
		Amount	Amount	Amount	Amount	Amount
1	Software and Back Office Systems	\$ 65,000	\$ 28,000	\$ 28,000	\$ 28,000	\$ 28,000
2	System Installation and Testing	\$ 77,500				
3	Hardware Validators (30 Units)	\$ 30,000				
4	Training	\$ 10,000				
5	UCSD Pass	\$ 25,000				

Total Fixed Costs

\$	\$ 207,500	\$ 28,000	\$ 28,000	\$ 28,000	\$ 28,000	\$ 28,000
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Total Contract Fixed Costs (Including Option Years)

\$	\$ 347,500
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Option	Additional 50 Hardware Validators (Price Per Unit)	\$ 1,000
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Variable Cost (Fees Based on Percentage of Revenue) - Table 2						
Item	Description	Year 1	Year 2	Year 3	Year 4	Year 5
		% of Revenue	% of Revenue	% of Revenue	% of Revenue	% of Revenue
1	Ongoing fees* based on the percentage of revenue	4.00%	4.00%	4.00%	4.00%	4.00%
2	Ongoing fees* based on the percentage of UCSD Pass revenue	1.00%	1.00%	1.00%	1.00%	1.00%

*Ongoing fees shall be all inclusive (including but not limited to merchant fees, credit card fees, etc.) The Agencies shall not pay any additional fees.

Variable Cost per Year

\$	\$ 125,478	\$ 175,492	\$ 227,429	\$ 281,346	\$ 337,304	\$ 395,362
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Variable Cost per Total Contract (Including Option Years)

\$	\$ 1,542,410.96
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Total Cost of Contract (Including Option Years, Excluding Add'l Validators)

\$	\$ 1,889,910.96
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Total Cost of Contract (Including Option Years, Including Add'l Validators)

\$	\$ 1,939,910.96
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Summary

3 base years (including validators)

3 option years

Total

\$	\$ 841,898.48
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\$	\$ 1,098,012.48
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\$	\$ 1,939,910.96
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Agenda Item No. 45

MEETING OF THE SAN DIEGO METROPOLITAN TRANSIT SYSTEM BOARD OF DIRECTORS

April 14, 2016

SUBJECT:

MTS COMPASS CARD STORED VALUE PAYMENT OPTION (LARRY MARINESI)

INFORMATIONAL ITEM

Budget Impact

None.

DISCUSSION:

The San Diego Association of Governments, North County Transit District, and MTS transitioned from paper fare products to the Compass Card smart card in 2009. One of the planned capabilities of this smart card system was stored value, which is the ability for customers to add funds to their smart card to be utilized as they needed. Staff will provide an update on the steps required to implement stored value capabilities using the current Compass Card fare collection system, as well as the potential timelines and costs.


Paul C. Jablonski
Chief Executive Officer

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





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Agenda Item No. 46

MEETING OF THE SAN DIEGO METROPOLITAN TRANSIT SYSTEM BOARD OF DIRECTORS

April 14, 2016

SUBJECT:

ENTERPRISE RESOURCE PLANNING / TRANSIT ASSET MANAGEMENT
IMPLEMENTATION - FINAL UPDATE (LARRY MARINESI)

INFORMATIONAL ITEM

Budget Impact

None

DISCUSSION:

MTS had been using two separate systems, Integrated Financial and Administrative Solution (IFAS), and Ellipse for accounting, budget management, inventory control, and maintenance of revenue vehicles and wayside infrastructure. These systems were originally installed in 1997 and 2003.

These systems were inefficient and required a significant amount of internal resource time and paper-driven processes to produce necessary reporting and data. Furthermore, the Federal Transit Administration (FTA) instituted new State of Good Repair (SGR) requirements under the federal Moving Ahead for Progress in the 21st Century (MAP-21) legislation in 2012 that these legacy systems could not support. The FTA granted MTS \$3.0 million (matched with \$750,000 in local funds) as part of a pilot project to procure and implement this Transit Asset Management (TAM) application.

MTS took the approach of splitting this technology project into two phases by first selecting the best fit ERP/TAM software, and second selecting an implementation partner. The selection of the SAP software for this purpose was approved by the MTS Board of Directors (Board) at the July 10, 2014 Board meeting. The selection of Labyrinth Solutions, Inc. (LSI) to provide consulting services for the installation of this solution was approved by the Board at the January 28, 2015 Board meeting. Another



firm, The Peloton Group, provided quality assurance oversight of the project for the project team.

This project team consisted of representatives from Bus Operations, Wayside Maintenance, Bus Maintenance, LRV Maintenance, IT, Finance, Procurement and Materials Management. The hierarchy included a Project Manager, Project Sponsor, and a Steering Committee made up of the CEO, Chief Operational Officers, Chief Technology Officer and Chief Financial Officer.

The project was completed over a twelve month period and went live on January 1, 2016. The project was completed on time and on budget. The following table represents the current project budget status:

Total Project Budget	11,250,092
Expenses to Date	8,108,275
Total Encumbrances	1,337,598
Total Projected Expenses	970,316
Grand Total Projected Expenses	10,416,190
Remaining Balance	833,902

Staff will present to the Board the details of the project including background, accomplishments, financial status, and next steps.


Paul C. Jablonski
Chief Executive Officer

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



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Agenda Item No. 61

Chief Executive Officer's Report

April 14, 2016

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 March 8, 2016 through April 5, 2016.

*Please note additional reporting of purchase orders that is now possible with the new SAP Enterprise Resource Planning system.



EXPENSE CONTRACTS				
Doc #	Organization	Subject	Amount	Day
PWB194.0-16	M.A. STEVENS CONSTRUCTION	INSTALLATION OF ADA CONCRETE BUS PADS	\$60,271.38	3/16/2016
G1594.0-16	SD EARTH WORKS	EARTH FAIR	\$2,500.00	3/18/2016
G1731.6-15	LABYRINTH SOLUTIONS	FIORI MOBILE APP MODIFICATION	\$1,810.00	3/18/2016
PWG196.1-16	GRAHOVAC CONSTRUCTION	TRANSIT STORE RELOCATION	\$1,524.73	3/18/2016
L1298.0-16	SIMPLEX GRINNEL	SDSU FIRE SYSTEM TESTING & VENTILATION	\$75,900.00	3/21/2016
PWL201.0-16	PARADIGM MECHANICAL	PAINT BOOTH VENTILATION UPGRADES	\$78,535.00	3/21/2016
G1897.0-16	STATE OF CALIFORNIA	RAILROAD SAFETY TRAINING	\$23,691.00	3/22/2016
G1898.0-16	SAN DIEGO GAS & ELECTRIC	PORTION OF THE AMANYA TROLLEY STATION	\$2,200.00	3/22/2016
G1879.0-16	SKYHAWK INDUSTRIES	COURIER SERVICE OFR 3 YEARS	\$56,394.00	3/25/2016
G1680.3-14	SAP PUBLIC SERVICES	ERP & TAM SOFTWARE LICENSING- WO 2 & 3	\$0.00	3/25/2016
B0643.0-16	EF ENTERPRISES	MINIBUS & PARATRANSIT BUS INSPECTION	\$19,300.00	3/28/2016
G1854.0-16	SITEHAWK, LLC	MSDS SDS ONLINE DATABASE SERVICES	\$33,485.00	3/29/2016
L1306.0-16	ATLAS TREE SERVICE	ROE - TREE INSPECTION	\$1,500.00	4/1/2016
L6727.1-16	SDGE	JROE - SANDAG MID-CORRIDOR IMPROVEMENT	\$750.00	4/1/2016
PWG196.2-16	GRAHOVAC CONSTRUCTION	ADDITIONAL FRAMING & DRYWALL	\$2,138.95	4/1/2016
G1262.6-09	THE SUPERLATIVE GROUP	CONSULTANT SERVICES FOR NAMING RIGHTS	(\$22,500.00)	4/1/2016

REVENUE CONTRACTS & MOUS				
Doc #	Organization	Subject	Amount	Day
L6700.4-14	FLATIRON	JROE - CAMERA INSTALLATIONS	\$0.00	3/10/2016
L6732.0-16	BRG CONSULTING	JROE - SANDAG SSA 5001910 VARIOUS CIP	\$0.00	3/10/2016
L1305.0-16	SD HALF MARATHON	ROE - 3/13/16 AT 6TH ST & C ST	\$750.00	3/11/2016
G1874.0-16	SAN DIEGO ZOO	SD ZOO 100 YEAR CELEBRATION	\$0.00	3/18/2016
L1235.0-15	CALTRANS	ROE - HIGHWAY FACILITY INSPECTIONS	\$0.00	3/18/2016
G1888.0-16	SUSAN B. KOMEN	FOR THE KOMEN RACE FOR THE CURE	\$0.00	3/21/2016
G1886.0-16	WATKINS WELLNESS	COMPASS CARD	\$0.00	3/23/2016
G1885.0-16	ANDAZ SAN DIEGO	COMPASS CARD	\$0.00	3/24/2016
G1895.0-16	UC SAN DIEGO	RAPID 237 RIDERSHIP PROMOTION W/ UCSD	\$0.00	3/24/2016
G1873.0-16	DECOBIKE	TRADE PARTNERSHIP	\$0.00	3/28/2016
G1285.3-10	WORLD OIL CORP	TOLLING AGREEMENT H STREET REMEDIATION	\$0.00	3/30/2016
G1834.1-16	UC SAN DIEGO	NAMING RIGHTS & SPONSORSHIP	\$22,500.00	4/5/2016

WORK ORDERS

Doc #	Organization	Subject	Amount	Day
G0930.17-04.58	SANDAG	SAN DIEGO RIVER BRIDGE DOUBLE TRACK	\$40,000.00	3/11/2016
PWL182.16.7501031	HERZOG	69 STREET TRAFFIC LOOP	\$9,831.80	3/17/2016
G0930.17-04.55	SANDAG	SDSU FIRE ALARM SYSTEM	\$42,325.00	3/18/2016
PWL182.016.750108	HERZOG CONSTRUCTION, INC	VMS SIGNS FOR GREEN LINE	\$99,597.81	3/22/2016
G1493.0-13.08.03	KIMLEY-HORN & ASSOCIATES	WHEEL TRUING MACHINE INSTALLATION	\$9,100.00	3/22/2016
G1493.0-13.26	KIMLEY-HORN & ASSOCIATES	COPLEY PARK DIVISION	\$0.00	3/22/2016
G1493.0-13.28	KIMLEY-HORN & ASSOCIATES	IAD RELOCATION SITE ANALYSIS	\$62,900.00	4/1/2016
G1493.0-13.23.01	KIMLEY-HORN & ASSOCIATES	COPLEY PARK DIVISION DRAINAGE IMPRO	\$2,600.00	4/4/2016

Purchase Orders				
PO Number	Date	Organization	Subject	Amount
4400000003	3/14/2016	W.W. Grainger Inc	G180-JANITORIAL SUPPLIES	199.29
4400000004	3/23/2016	W.W. Grainger Inc	B250-BUS REPAIR PARTS	130.09
4400000005	3/24/2016	W.W. Grainger Inc	G190-SAFETY/MED SUPPLIES	40.17
4400000006	3/24/2016	W.W. Grainger Inc	T160-TRACK, AGGREGATES	297.69
4400000007	3/25/2016	W.W. Grainger Inc	G130-SHOP TOOLS	1,527.78
4400000008	4/5/2016	Mcmaster-Carr Supply Co	F150-DOORS, OVERHEAD	88.84
4500002810	3/8/2016	Gillig LLC	B130-BUS BODY	2,351.03
4500002811	3/8/2016	W.W. Grainger Inc	G150-FASTENERS	1,693.99
4500002812	3/8/2016	Cummins Pacific LLC	B200-BUS PWR TRAIN EQUIP	1,371.05
4500002813	3/8/2016	R.S. Hughes Co Inc	B130-BUS BODY	329.59
4500002814	3/8/2016	Duncan Bolt Company	G150-FASTENERS	86.40
4500002815	3/8/2016	Cummins Pacific LLC	B200-BUS PWR TRAIN EQUIP	2,357.75
4500002816	3/8/2016	New Flyer Industries Canada ULC	B200-BUS PWR TRAIN EQUIP	504.53
4500002817	3/8/2016	Industrial Maintenance Supply LLC	G150-FASTENERS	99.36
4500002818	3/8/2016	Mohawk Mfg & Supply Co	B110-BUS HVAC SYSTEMS	858.98
4500002819	3/8/2016	Harbor Diesel & Equipment	B200-BUS PWR TRAIN EQUIP	1,607.30
4500002820	3/8/2016	Don Oleson Inc	B200-BUS PWR TRAIN EQUIP	7,368.48
4500002821	3/8/2016	Cummins Pacific LLC	B200-BUS PWR TRAIN EQUIP	495.47
4500002822	3/8/2016	Fastenal Company	M150-PWR SWITCHES/LOCKS	457.01
4500002823	3/8/2016	Cummins Pacific LLC	B200-BUS PWR TRAIN EQUIP	495.47
4500002824	3/8/2016	New Flyer Industries Canada ULC	B200-BUS PWR TRAIN EQUIP	2,375.43
4500002825	3/8/2016	Siemens Industry Inc	R160-RAIL/LRV ELECTRICAL	24,202.80
4500002826	3/8/2016	Ace Uniforms & Accessories	G240-UNIFORM PROCUREMENT	194.34
4500002827	3/8/2016	4One LLC	B130-BUS BODY	1,079.58
4500002828	3/8/2016	Cummins Pacific LLC	B200-BUS PWR TRAIN EQUIP	2,256.33
4500002829	3/8/2016	Sid Tool Co	G180-JANITORIAL SUPPLIES	113.02
4500002830	3/8/2016	American Battery Corporation	M110-SUB STATION	5,027.14
4500002831	3/8/2016	Cubic Transportation Systems	B190-BUS FARE EQUIP	1,886.10
4500002832	3/8/2016	New Flyer Industries Canada ULC	B140-BUS CHASSIS	941.43
4500002833	3/8/2016	Prudential Overall Supply	G140-SHOP SUPPLIES	741.96
4500002834	3/8/2016	Muncie Transit Supply	B130-BUS BODY	70.99
4500002835	3/8/2016	Mohawk Mfg & Supply Co	B140-BUS CHASSIS	873.04
4500002836	3/8/2016	Miramar Ford Truck Sales Inc	B200-BUS PWR TRAIN EQUIP	504.93
4500002837	3/8/2016	Total Filtration Services Inc	F120-BUS/LRV PAINT BOOTHS	315.36
4500002838	3/8/2016	Willy's Electronic Supply Co	G120-SECURITY	2,559.60
4500002839	3/8/2016	Home Depot USA Inc	G180-JANITORIAL SUPPLIES	888.42
4500002840	3/8/2016	Annex San Diego #1 Inc	F120-BUS/LRV PAINT BOOTHS	338.15
4500002841	3/8/2016	Airgas USA LLC	G140-SHOP SUPPLIES	88.14
4500002842	3/8/2016	Ahlee Backflow Service	M200-YARD FACILITIES	2,000.00
4500002843	3/8/2016	Pressnet Express Inc	G230-PRINTED MATERIALS	1,274.40
4500002844	3/8/2016	Professional Contractors Supplies	G140-SHOP SUPPLIES	194.15
4500002845	3/8/2016	CDW LLC	G290-FARE REVENUE EQUIP	700.92
4500002846	3/8/2016	Camira Group Inc	R200-RAIL/LRV SEATING	1,760.40
4500002847	3/8/2016	New Flyer Industries Canada ULC	B140-BUS CHASSIS	203.87
4500002848	3/8/2016	B & S Graphics Inc	B130-BUS BODY	67.51
4500002849	3/8/2016	Golden State Supply LLC	B200-BUS PWR TRAIN EQUIP	251.03
4500002850	3/8/2016	Cummins Pacific LLC	P190-REV VEHICLE REPAIRS	2,494.48
4500002851	3/8/2016	Daniels Tire Service	P210-NON-REV VEH REPAIRS	1,992.67
4500002852	3/8/2016	CASEI	F110-SHOP/BLDG MACHINERY	199.80

Purchase Orders				
PO Number	Date	Organization	Subject	Amount
4500002853	3/8/2016	Robcar Corporation	G110-BUS/TROLLEY SIGNAGE	1,578.96
4500002854	3/8/2016	Local Concept	P280-GENERAL SVC AGRMNTS	220.00
4500002855	3/8/2016	Simplexgrinnell LP	P280-GENERAL SVC AGRMNTS	2,300.00
4500002856	3/8/2016	Tennant Sales & Serv Co	P130-EQUIP MAINT REPR SVC	330.00
4500002857	3/8/2016	Matthias Moos	R230-RAIL/LRV MECHANICAL	1,944.00
4500002858	3/8/2016	Ace Uniforms & Accessories	G120-SECURITY	2,052.35
4500002859	3/8/2016	Professional Contractors Supplies	G190-SAFETY/MED SUPPLIES	60.27
4500002860	3/8/2016	Matthias Moos	M120-OVRHEAD CATENARY SYS	194.40
4500002861	3/8/2016	Magnadata USA Inc	G230-PRINTED MATERIALS	604.80
4500002862	3/8/2016	Golden State Supply LLC	G170-LUBRICANTS	142.05
4500002863	3/8/2016	West-Lite Supply Co Inc	M180-STATION ELECTRICAL	162.00
4500002864	3/8/2016	OneSource Distributors, LLC	G240-UNIFORM PROCUREMENT	1,615.58
4500002865	3/8/2016	Supreme Oil Company	A120-AUTO/TRUCK GASOLINE	1,695.01
4500002866	3/8/2016	Aztec Landscaping Inc	P290-LANDSCAPING SERVICES	5,848.00
4500002867	3/8/2016	Gillig LLC	B140-BUS CHASSIS	317.84
4500002868	3/8/2016	W.W. Grainger Inc	F110-SHOP/BLDG MACHINERY	227.31
4500002869	3/8/2016	Zep Vehicle Care Inc	G180-JANITORIAL SUPPLIES	1,254.01
4500002870	3/8/2016	JKL Cleaning Systems	P130-EQUIP MAINT REPR SVC	524.52
4500002871	3/8/2016	Alliant Insurance Services Inc	P370-RISK MANAGEMENT	8,458.50
4500002872	3/8/2016	Office Depot	G200-OFFICE SUPPLIES	1,816.67
4500002873	3/9/2016	Byrne Doughty Mgt Corp	G200-OFFICE SUPPLIES	272.92
4500002874	3/9/2016	Denlo Inc	G160-PAINTS & CHEMICALS	383.19
4500002875	3/9/2016	Duncan Bolt Company	G150-FASTENERS	36.72
4500002876	3/9/2016	Sherwin Williams Company	G140-SHOP SUPPLIES	39.81
4500002877	3/9/2016	MJP Enterprises	P210-NON-REV VEH REPAIRS	2,282.87
4500002878	3/9/2016	W.W. Grainger Inc	G140-SHOP SUPPLIES	29.22
4500002879	3/9/2016	New Flyer Industries Canada ULC	B140-BUS CHASSIS	193.02
4500002880	3/9/2016	Gillig LLC	B140-BUS CHASSIS	2,328.24
4500002881	3/9/2016	Wesco Distribution Inc	F110-SHOP/BLDG MACHINERY	51.84
4500002882	3/9/2016	New Flyer Industries Canada ULC	B160-BUS ELECTRICAL	807.24
4500002883	3/9/2016	New Flyer Industries Canada ULC	B130-BUS BODY	443.36
4500002885	3/9/2016	New Flyer Industries Canada ULC	B140-BUS CHASSIS	2,297.34
4500002886	3/9/2016	Steven Timme	G230-PRINTED MATERIALS	1,318.44
4500002887	3/9/2016	Daniels Tire Service	A140-AUTO/TRUCK REPAIR	389.03
4500002888	3/9/2016	New Flyer Industries Canada ULC	B140-BUS CHASSIS	6,159.90
4500002889	3/9/2016	New Flyer Industries Canada ULC	B130-BUS BODY	944.39
4500002890	3/9/2016	Airgas USA LLC	G140-SHOP SUPPLIES	337.05
4500002891	3/9/2016	SPX Corporation	G290-FARE REVENUE EQUIP	14,183.11
4500002892	3/9/2016	Geoffrey Turchin	P310-ADVERTISING SERVICES	495.00
4500002893	3/9/2016	Americas SAP Users Group	P280-GENERAL SVC AGRMNTS	1,725.00
4500002894	3/9/2016	Siemens Industry Inc	R120-RAIL/LRV CAR BODY	35,516.88
4500002895	3/9/2016	Siemens Industry Inc	R160-RAIL/LRV ELECTRICAL	20,807.28
4500002896	3/9/2016	Material Sales Inc	R170-RAIL/LRV HVAC	565.05
4500002897	3/9/2016	M Power Truck & Diesel Repair	P210-NON-REV VEH REPAIRS	943.96
4500002898	3/9/2016	M Power Truck & Diesel Repair	P130-EQUIP MAINT REPR SVC	770.35
4500002899	3/9/2016	Prudential Overall Supply	G180-JANITORIAL SUPPLIES	589.43
4500002900	3/9/2016	Soco Group Inc	A120-AUTO/TRUCK GASOLINE	19,571.49
4500002901	3/9/2016	Staples Contract & Commercial Inc	G180-JANITORIAL SUPPLIES	145.80
4500002902	3/9/2016	Id Services Inc	G200-OFFICE SUPPLIES	2,753.45

Purchase Orders				
PO Number	Date	Organization	Subject	Amount
4500002903	3/9/2016	Supreme Oil Company	A120-AUTO/TRUCK GASOLINE	1,768.99
4500002904	3/9/2016	A.O. Reed & Co	P110-BLDG MAINTENANCE	725.00
4500002906	3/9/2016	Zep Vehicle Care Inc	G180-JANITORIAL SUPPLIES	1,045.02
4500002907	3/9/2016	E W Truck & Equipment Co Inc	B120-BUS MECHANICAL PARTS	1,866.24
4500002908	3/9/2016	Kimley-Horn & Associates	P520-A & E/DESIGN	53,000.00
4500002909	3/9/2016	Gillig LLC	P190-REV VEHICLE REPAIRS	541.65
4500002910	3/9/2016	Cummins Pacific LLC	B200-BUS PWR TRAIN EQUIP	495.47
4500002911	3/9/2016	New Flyer Industries Canada ULC	B140-BUS CHASSIS	344.67
4500002912	3/9/2016	Gillig LLC	B160-BUS ELECTRICAL	463.95
4500002913	3/9/2016	Integritys Energy Group Inc	C130-CONSTRUCTION SVCS	98,725.00
4500002914	3/9/2016	Wesco Distribution Inc	G270-ELECTRICAL/LIGHTING	344.62
4500002915	3/9/2016	Applied Industrial Technologies-CA	M150-PWR SWITCHES/LOCKS	79.23
4500002916	3/9/2016	Office Depot	G210-OFFICE FURNITURE	331.59
4500002917	3/9/2016	Office Solutions	G210-OFFICE FURNITURE	2,297.16
4500002918	3/10/2016	Cummins Pacific LLC	P190-REV VEHICLE REPAIRS	2,208.32
4500002919	3/10/2016	Cummins Pacific LLC	P190-REV VEHICLE REPAIRS	578.66
4500002920	3/10/2016	Transit Products and Services	P190-REV VEHICLE REPAIRS	2,916.00
4500002921	3/10/2016	Freeby Signs	P190-REV VEHICLE REPAIRS	385.35
4500002922	3/10/2016	Genuine Parts Co	F110-SHOP/BLDG MACHINERY	17.48
4500002923	3/10/2016	New Flyer Industries Canada ULC	P190-REV VEHICLE REPAIRS	544.91
4500002924	3/10/2016	Gillig LLC	B140-BUS CHASSIS	4,183.16
4500002925	3/10/2016	New Flyer Industries Canada ULC	B140-BUS CHASSIS	560.30
4500002926	3/10/2016	Gillig LLC	B140-BUS CHASSIS	586.68
4500002927	3/10/2016	Gillig LLC	B130-BUS BODY	2,744.20
4500002928	3/10/2016	Gillig LLC	B140-BUS CHASSIS	8,425.20
4500002929	3/10/2016	Gillig LLC	B130-BUS BODY	1,329.72
4500002930	3/10/2016	New Flyer Industries Canada ULC	B110-BUS HVAC SYSTEMS	3,737.36
4500002931	3/10/2016	New Flyer Industries Canada ULC	B130-BUS BODY	2,977.00
4500002932	3/10/2016	TK Services Inc	P190-REV VEHICLE REPAIRS	487.39
4500002933	3/10/2016	TK Services Inc	P190-REV VEHICLE REPAIRS	1,314.85
4500002934	3/10/2016	TK Services Inc	B250-BUS REPAIR PARTS	229.34
4500002935	3/10/2016	TK Services Inc	P190-REV VEHICLE REPAIRS	892.10
4500002936	3/10/2016	Gillig LLC	B250-BUS REPAIR PARTS	281.46
4500002937	3/10/2016	S & S Bakery Inc	P440-CATERING SERVICES	2,500.00
4500002938	3/10/2016	Waxie Sanitary Supply Inc	G180-JANITORIAL SUPPLIES	624.66
4500002939	3/10/2016	Culligan of San Diego	G140-SHOP SUPPLIES	2,100.00
4500002940	3/10/2016	Professional Contractors Supplies	G180-JANITORIAL SUPPLIES	405.00
4500002942	3/10/2016	Soco Group Inc	A120-AUTO/TRUCK GASOLINE	1,934.34
4500002943	3/10/2016	Micro Precision Calibration Inc	P260-TESTING & ANALYSIS	255.00
4500002944	3/10/2016	Stotz Equipment	P210-NON-REV VEH REPAIRS	581.00
4500002945	3/10/2016	Total Filtration Services Inc	R230-RAIL/LRV MECHANICAL	616.89
4500002946	3/10/2016	Staples Contract & Commercial Inc	G210-OFFICE FURNITURE	998.74
4500002947	3/10/2016	Bocks Awards Inc	P480-EE MAINTENANCE	320.17
4500002948	3/10/2016	Hanning & Kahl LP	M140-WAYSIDE SIGNALS	417.32
4500002949	3/10/2016	Supreme Oil Company	A120-AUTO/TRUCK GASOLINE	1,756.66
4500002950	3/10/2016	Reid And Clark Screen Arts Co	R120-RAIL/LRV CAR BODY	513.71
4500002951	3/10/2016	Office Depot	G200-OFFICE SUPPLIES	545.57
4500002952	3/10/2016	General Auto Repair	P130-EQUIP MAINT REPR SVC	205.20
4500002953	3/10/2016	ESRI	I110-INFORMATION TECH	1,500.00

Purchase Orders				
PO Number	Date	Organization	Subject	Amount
4500002954	3/10/2016	W.W. Grainger Inc	F160-BLDG HVAC EQUIP	1,179.28
4500002955	3/10/2016	Thompson Fetter	P110-BLDG MAINTENANCE	9,411.36
4500002956	3/10/2016	Society For Human Resource Mgmt	P280-GENERAL SVC AGRMNTS	760.00
4500002957	3/11/2016	Norman Industrial Materials	G140-SHOP SUPPLIES	869.22
4500002958	3/11/2016	Kaman Industrial Technologies	B250-BUS REPAIR PARTS	275.87
4500002959	3/11/2016	NABI Parts LLC	B140-BUS CHASSIS	1,422.78
4500002960	3/11/2016	New Flyer Industries Canada ULC	B140-BUS CHASSIS	10,446.10
4500002961	3/11/2016	New Flyer Industries Canada ULC	B160-BUS ELECTRICAL	8,791.16
4500002962	3/11/2016	New Flyer Industries Canada ULC	B160-BUS ELECTRICAL	894.92
4500002963	3/11/2016	New Flyer Industries Canada ULC	B130-BUS BODY	16,826.96
4500002964	3/11/2016	Stotz Equipment	P210-NON-REV VEH REPAIRS	4.40
4500002965	3/11/2016	Soco Group Inc	A120-AUTO/TRUCK GASOLINE	1,781.32
4500002966	3/11/2016	Supreme Oil Company	A120-AUTO/TRUCK GASOLINE	1,775.15
4500002967	3/11/2016	NMS Management Inc	F180-BUILDING MATERIALS	66.80
4500002968	3/11/2016	Daniels Tire Service	A110-AUTO/TRUCK TIRES	364.07
4500002969	3/11/2016	Chromate Industrial Corporation	R160-RAIL/LRV ELECTRICAL	346.97
4500002970	3/11/2016	General Auto Repair	A140-AUTO/TRUCK REPAIR	30.84
4500002971	3/11/2016	Gillig LLC	P190-REV VEHICLE REPAIRS	244.08
4500002972	3/11/2016	Merrimac Petroleum Inc	A120-AUTO/TRUCK GASOLINE	19,660.88
4500002973	3/11/2016	Supreme Oil Company	B180-BUS DIESEL	20,849.40
4500002974	3/11/2016	Uline	G200-OFFICE SUPPLIES	217.74
4500002975	3/11/2016	United Parcel Service Inc	P420-MAIL SERVICES	320.35
4500002976	3/11/2016	Federal Express Corp	P420-MAIL SERVICES	377.15
4500002977	3/11/2016	Knorr Brake Company	R220-RAIL/LRV TRUCKS	3,328.94
4500002978	3/12/2016	Thyssenkrupp Elevator Corp	P110-BLDG MAINTENANCE	23,773.00
4500002979	3/13/2016	Siemens Industry Inc	R120-RAIL/LRV CAR BODY	45,489.60
4500002980	3/13/2016	Siemens Industry Inc	R120-RAIL/LRV CAR BODY	18,195.84
4500002981	3/13/2016	Siemens Industry Inc	R220-RAIL/LRV TRUCKS	298.08
4500002982	3/13/2016	Siemens Industry Inc	R160-RAIL/LRV ELECTRICAL	307.80
4500002983	3/14/2016	W.W. Grainger Inc	G140-SHOP SUPPLIES	70.20
4500002984	3/14/2016	W.W. Grainger Inc	G140-SHOP SUPPLIES	214.14
4500002985	3/14/2016	TK Services Inc	P190-REV VEHICLE REPAIRS	1,447.39
4500002986	3/14/2016	Center City Printing	G200-OFFICE SUPPLIES	67.07
4500002987	3/14/2016	Gillig LLC	P190-REV VEHICLE REPAIRS	2,916.00
4500002988	3/14/2016	Cummins Pacific LLC	P190-REV VEHICLE REPAIRS	2,503.57
4500002989	3/14/2016	Kiel NA LLC	P190-REV VEHICLE REPAIRS	2,816.82
4500002990	3/14/2016	Gillig LLC	P190-REV VEHICLE REPAIRS	2,916.00
4500002991	3/14/2016	New Flyer of America Inc	P190-REV VEHICLE REPAIRS	58.02
4500002992	3/14/2016	New Flyer Industries Canada ULC	B130-BUS BODY	141.80
4500002993	3/14/2016	Cummins Pacific LLC	B200-BUS PWR TRAIN EQUIP	2,357.75
4500002994	3/14/2016	Cubic Transportation Systems	B190-BUS FARE EQUIP	1,886.10
4500002995	3/14/2016	Knorr Brake Company	R220-RAIL/LRV TRUCKS	135.01
4500002996	3/14/2016	New Flyer Industries Canada ULC	B130-BUS BODY	2,088.89
4500002997	3/14/2016	New Flyer Industries Canada ULC	B130-BUS BODY	2,145.96
4500002998	3/14/2016	New Flyer Industries Canada ULC	B140-BUS CHASSIS	551.29
4500002999	3/14/2016	New Flyer Industries Canada ULC	B140-BUS CHASSIS	1,033.24
4500003000	3/14/2016	Schunk Graphite Technology LLC	R160-RAIL/LRV ELECTRICAL	5,944.32
4500003001	3/14/2016	New Flyer Industries Canada ULC	B160-BUS ELECTRICAL	256.28
4500003002	3/14/2016	New Flyer Industries Canada ULC	B110-BUS HVAC SYSTEMS	15,007.18

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4500003003	3/14/2016	Wausau Tile Inc	G180-JANITORIAL SUPPLIES	653.40
4500003004	3/14/2016	New Flyer Industries Canada ULC	B160-BUS ELECTRICAL	896.25
4500003005	3/14/2016	UniFirst Corporation	P160-EQUIPMENT RENTALS	522.22
4500003006	3/14/2016	Staples Contract & Commercial Inc	G200-OFFICE SUPPLIES	399.58
4500003007	3/14/2016	CDW LLC	I110-INFORMATION TECH	2,230.00
4500003008	3/14/2016	New Flyer Industries Canada ULC	B160-BUS ELECTRICAL	1,983.55
4500003009	3/14/2016	Industrial Maintenance Supply LLC	G150-FASTENERS	275.72
4500003010	3/14/2016	HI-TEC Enterprises	R220-RAIL/LRV TRUCKS	77,112.00
4500003011	3/14/2016	Supreme Oil Company	A120-AUTO/TRUCK GASOLINE	1,824.47
4500003012	3/14/2016	JKL Cleaning Systems	G160-PAINTS & CHEMICALS	712.68
4500003013	3/14/2016	Mouser Electronics Inc	G290-FARE REVENUE EQUIP	61.56
4500003014	3/14/2016	Siemens Industry Inc	R120-RAIL/LRV CAR BODY	4,039.20
4500003015	3/14/2016	FinishMaster Inc	F120-BUS/LRV PAINT BOOTHS	11,874.72
4500003016	3/14/2016	Chromate Industrial Corporation	R170-RAIL/LRV HVAC	91.70
4500003017	3/14/2016	Westair Gases & Equipment Inc	M130-CROSSING MECHANISM	63.94
4500003018	3/14/2016	Simplexgrinnell LP	P280-GENERAL SVC AGRMNTS	84,620.00
4500003019	3/14/2016	Dell Marketing LP	I110-INFORMATION TECH	23,903.32
4500003020	3/14/2016	Judith Alto	G230-PRINTED MATERIALS	324.00
4500003021	3/14/2016	American Tower Corporation	I120-INFO TECH, SVCS	6,307.22
4500003022	3/14/2016	Olympia Media Group	P310-ADVERTISING SERVICES	2,985.00
4500003023	3/15/2016	Gillig LLC	B250-BUS REPAIR PARTS	535.68
4500003024	3/15/2016	NABI Parts LLC	B250-BUS REPAIR PARTS	504.15
4500003025	3/15/2016	New Flyer Industries Canada ULC	G140-SHOP SUPPLIES	98.28
4500003026	3/15/2016	Gillig LLC	B250-BUS REPAIR PARTS	575.97
4500003027	3/15/2016	K+K America Corp	G210-OFFICE FURNITURE	988.20
4500003028	3/15/2016	Airgas USA LLC	G140-SHOP SUPPLIES	110.16
4500003029	3/15/2016	Cummins Pacific LLC	B200-BUS PWR TRAIN EQUIP	2,742.43
4500003030	3/15/2016	Dunn-Edwards Corporation	G140-SHOP SUPPLIES	21.90
4500003031	3/15/2016	New Flyer Industries Canada ULC	B140-BUS CHASSIS	2,058.21
4500003032	3/15/2016	W.W. Grainger Inc	B130-BUS BODY	2,078.26
4500003033	3/15/2016	New Flyer Industries Canada ULC	B130-BUS BODY	88.73
4500003034	3/15/2016	Tennant Sales & Serv Co	P130-EQUIP MAINT REPR SVC	1,280.06
4500003035	3/15/2016	New Flyer Industries Canada ULC	B130-BUS BODY	2,299.64
4500003036	3/15/2016	Allied Refrigeration Inc	R230-RAIL/LRV MECHANICAL	868.32
4500003038	3/15/2016	New Flyer Industries Canada ULC	B140-BUS CHASSIS	606.70
4500003039	3/15/2016	BCP Systems Inc	G290-FARE REVENUE EQUIP	5,313.60
4500003040	3/15/2016	OneSource Distributors, LLC	R160-RAIL/LRV ELECTRICAL	692.07
4500003041	3/15/2016	San Diego Plastics Inc	R220-RAIL/LRV TRUCKS	701.79
4500003042	3/15/2016	Jankovich Company	G170-LUBRICANTS	4,400.34
4500003043	3/15/2016	Airgas USA LLC	G190-SAFETY/MED SUPPLIES	37.84
4500003044	3/15/2016	NABI Parts LLC	B200-BUS PWR TRAIN EQUIP	545.37
4500003045	3/15/2016	Accurate Elastomer Products Inc	B130-BUS BODY	122.41
4500003046	3/15/2016	Harbor Diesel & Equipment	B120-BUS MECHANICAL PARTS	214.31
4500003047	3/15/2016	Railpros Inc	C130-CONSTRUCTION SVCS	74,852.56
4500003048	3/15/2016	Reefco LLC	B110-BUS HVAC SYSTEMS	711.51
4500003049	3/15/2016	TK Services Inc	B110-BUS HVAC SYSTEMS	3,856.57
4500003050	3/15/2016	New Flyer Industries Canada ULC	B140-BUS CHASSIS	891.32
4500003051	3/15/2016	Cummins Pacific LLC	B200-BUS PWR TRAIN EQUIP	1,943.03
4500003052	3/15/2016	Cummins Pacific LLC	B200-BUS PWR TRAIN EQUIP	4,463.26

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4500003053	3/15/2016	NABI Parts LLC	B250-BUS REPAIR PARTS	426.70
4500003054	3/15/2016	Cummins Pacific LLC	P190-REV VEHICLE REPAIRS	854.97
4500003055	3/15/2016	Miramar Ford Truck Sales Inc	B200-BUS PWR TRAIN EQUIP	252.47
4500003056	3/15/2016	American Seating Company	B130-BUS BODY	454.06
4500003057	3/15/2016	New Flyer Industries Canada ULC	B120-BUS MECHANICAL PARTS	6,005.46
4500003058	3/15/2016	Diamond Environmental Services LP	P160-EQUIPMENT RENTALS	476.00
4500003059	3/15/2016	NABI Parts LLC	B140-BUS CHASSIS	752.28
4500003060	3/15/2016	Gillig LLC	B160-BUS ELECTRICAL	201.01
4500003061	3/15/2016	West-Lite Supply Co Inc	R160-RAIL/LRV ELECTRICAL	265.68
4500003062	3/15/2016	R.S. Hughes Co Inc	B130-BUS BODY	972.70
4500003063	3/15/2016	Neopart	B160-BUS ELECTRICAL	100.78
4500003064	3/15/2016	Waxie Sanitary Supply Inc	G140-SHOP SUPPLIES	159.84
4500003065	3/15/2016	Waxie Sanitary Supply Inc	G130-SHOP TOOLS	452.73
4500003066	3/15/2016	Gillig LLC	B160-BUS ELECTRICAL	2,650.90
4500003067	3/15/2016	Rick Busch	G180-JANITORIAL SUPPLIES	135.00
4500003068	3/15/2016	Gillig LLC	B140-BUS CHASSIS	5,897.20
4500003069	3/15/2016	Supreme Oil Company	A120-AUTO/TRUCK GASOLINE	1,805.98
4500003070	3/15/2016	Merrimac Petroleum Inc	A120-AUTO/TRUCK GASOLINE	19,750.28
4500003071	3/15/2016	Siemens Industry Inc	R120-RAIL/LRV CAR BODY	430.92
4500003072	3/15/2016	Bricehouse Starboard LLC	P310-ADVERTISING SERVICES	1,262.50
4500003073	3/15/2016	Cable, Pipe & Leak Detection, Inc.	P290-LANDSCAPING SERVICES	870.00
4500003074	3/16/2016	New Flyer Industries Canada ULC	B130-BUS BODY	600.38
4500003075	3/16/2016	New Flyer Industries Canada ULC	B140-BUS CHASSIS	918.08
4500003076	3/16/2016	W.W. Grainger Inc	G140-SHOP SUPPLIES	66.56
4500003077	3/16/2016	New Flyer Industries Canada ULC	B160-BUS ELECTRICAL	1,409.13
4500003078	3/16/2016	Gillig LLC	B130-BUS BODY	3,078.76
4500003079	3/16/2016	Duncan Bolt Company	G150-FASTENERS	86.40
4500003080	3/16/2016	Gillig LLC	B130-BUS BODY	29,987.46
4500003081	3/16/2016	Cummins Pacific LLC	B200-BUS PWR TRAIN EQUIP	1,102.20
4500003082	3/16/2016	Cummins Pacific LLC	P190-REV VEHICLE REPAIRS	199.50
4500003083	3/16/2016	Sherwin Williams Company	G140-SHOP SUPPLIES	1,895.02
4500003084	3/16/2016	New Flyer of America Inc	P190-REV VEHICLE REPAIRS	418.30
4500003085	3/16/2016	New Flyer Industries Canada ULC	B130-BUS BODY	1,996.73
4500003086	3/16/2016	Buswest LLC	B160-BUS ELECTRICAL	392.49
4500003087	3/16/2016	Skyhawk Industries Inc	P420-MAIL SERVICES	2,895.50
4500003088	3/16/2016	Cummins Pacific LLC	B200-BUS PWR TRAIN EQUIP	507.95
4500003089	3/16/2016	New Flyer Industries Canada ULC	B130-BUS BODY	1,860.95
4500003090	3/16/2016	Steven Timme	G200-OFFICE SUPPLIES	145.80
4500003091	3/16/2016	Kenneth Place	F190-LANDSCAPING MAT'LS	346.16
4500003092	3/16/2016	Joseph R. Smith & Assoc. Inc.	G200-OFFICE SUPPLIES	2,642.55
4500003093	3/16/2016	Team One Repair Inc	G290-FARE REVENUE EQUIP	161.75
4500003094	3/16/2016	Willy's Electronic Supply Co	M110-SUB STATION	138.28
4500003095	3/16/2016	Ismael Frausto	R120-RAIL/LRV CAR BODY	76.07
4500003096	3/16/2016	Tennant Sales & Serv Co	P130-EQUIP MAINT REPR SVC	931.00
4500003097	3/16/2016	West-Lite Supply Co Inc	R180-RAIL/LRV LIGHTING	382.32
4500003098	3/16/2016	Airgas USA LLC	G190-SAFETY/MED SUPPLIES	243.25
4500003099	3/16/2016	Denlo Inc	G160-PAINTS & CHEMICALS	155.94
4500003100	3/16/2016	Ferguson Enterprises	F110-SHOP/BLDG MACHINERY	250.56
4500003101	3/16/2016	Muncie Transit Supply	B140-BUS CHASSIS	537.31

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4500003102	3/16/2016	Kaman Industrial Technologies	B120-BUS MECHANICAL PARTS	1,221.69
4500003103	3/16/2016	Supreme Oil Company	A120-AUTO/TRUCK GASOLINE	1,787.48
4500003104	3/16/2016	TK Services Inc	B250-BUS REPAIR PARTS	688.04
4500003105	3/16/2016	Cummins Pacific LLC	B200-BUS PWR TRAIN EQUIP	2,809.36
4500003106	3/16/2016	The Truck Lighthouse	A140-AUTO/TRUCK REPAIR	145.14
4500003107	3/16/2016	Mission Janitorial Supplies	G180-JANITORIAL SUPPLIES	498.96
4500003108	3/16/2016	New Flyer Industries Canada ULC	B140-BUS CHASSIS	884.03
4500003110	3/16/2016	Byrne Doughty Mgt Corp	G200-OFFICE SUPPLIES	169.56
4500003111	3/16/2016	New Flyer Industries Canada ULC	B130-BUS BODY	6,390.50
4500003112	3/16/2016	Pressnet Express Inc	G230-PRINTED MATERIALS	496.80
4500003113	3/16/2016	Gillig LLC	B130-BUS BODY	23,160.50
4500003114	3/16/2016	Municipal Management Association	I110-INFORMATION TECH	85.00
4500003115	3/16/2016	Gillig LLC	B130-BUS BODY	1,765.84
4500003116	3/16/2016	4One LLC	B130-BUS BODY	2,159.16
4500003117	3/16/2016	Gillig LLC	B130-BUS BODY	10,543.46
4500003118	3/16/2016	Denlo Inc	G140-SHOP SUPPLIES	261.91
4500003119	3/16/2016	Citywide Auto Glass Inc	R120-RAIL/LRV CAR BODY	2,235.60
4500003120	3/16/2016	Willy's Electronic Supply Co	R150-RAIL/LRV COMM EQUIP	342.91
4500003121	3/16/2016	New Flyer Industries Canada ULC	B140-BUS CHASSIS	15,529.50
4500003122	3/16/2016	Waxie Sanitary Supply Inc	G180-JANITORIAL SUPPLIES	132.88
4500003123	3/16/2016	Harbor Diesel & Equipment	B200-BUS PWR TRAIN EQUIP	1,607.30
4500003124	3/16/2016	New Flyer Industries Canada ULC	B140-BUS CHASSIS	398.84
4500003125	3/16/2016	Maintex Inc	G170-LUBRICANTS	994.60
4500003126	3/16/2016	Presidio Networked Solutions Group	I120-INFO TECH, SVCS	38,362.50
4500003127	3/16/2016	Ingersoll Rand Co	G130-SHOP TOOLS	171.00
4500003128	3/16/2016	Carlos Guzman Inc	G180-JANITORIAL SUPPLIES	1,734.48
4500003129	3/16/2016	New Flyer Industries Canada ULC	B130-BUS BODY	1,236.30
4500003130	3/16/2016	Clever Devices Ltd.	P190-REV VEHICLE REPAIRS	772.25
4500003131	3/16/2016	Neyenesch Printers Inc	G230-PRINTED MATERIALS	2,101.68
4500003132	3/16/2016	DLT Solutions LLC	I110-INFORMATION TECH	5,806.19
4500003133	3/16/2016	F-1 Marketing Group	G230-PRINTED MATERIALS	647.47
4500003134	3/16/2016	West Coast Lanyards Inc	G250-NOVELTIES & AWARDS	2,721.60
4500003135	3/16/2016	West-Lite Supply Co Inc	M180-STATION ELECTRICAL	271.59
4500003136	3/16/2016	Brown & Bigelow Inc	G250-NOVELTIES & AWARDS	2,742.00
4500003137	3/16/2016	Grah Safe & Lock Inc	R120-RAIL/LRV CAR BODY	49.68
4500003138	3/16/2016	APD Incorporated	G140-SHOP SUPPLIES	1,628.11
4500003139	3/16/2016	Recaro North America Inc	B130-BUS BODY	689.46
4500003140	3/17/2016	Jeyco Products Inc	G160-PAINTS & CHEMICALS	40.68
4500003141	3/17/2016	New Flyer Industries Canada ULC	B130-BUS BODY	694.10
4500003142	3/17/2016	Gillig LLC	B160-BUS ELECTRICAL	2,527.20
4500003143	3/17/2016	Industrial Maintenance Supply LLC	G200-OFFICE SUPPLIES	99.53
4500003144	3/17/2016	New Flyer Industries Canada ULC	B140-BUS CHASSIS	468.27
4500003146	3/17/2016	New Flyer Industries Canada ULC	B140-BUS CHASSIS	1,848.54
4500003147	3/17/2016	Kaman Industrial Technologies	B120-BUS MECHANICAL PARTS	1,751.71
4500003148	3/17/2016	Miramar Ford Truck Sales Inc	B200-BUS PWR TRAIN EQUIP	237.88
4500003151	3/17/2016	TK Services Inc	B110-BUS HVAC SYSTEMS	3,856.57
4500003152	3/17/2016	NABI Parts LLC	B160-BUS ELECTRICAL	510.54
4500003153	3/17/2016	Wetmore's	B140-BUS CHASSIS	1,726.92
4500003154	3/17/2016	New Flyer Industries Canada ULC	B130-BUS BODY	679.77

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4500003155	3/17/2016	Cummins Pacific LLC	B200-BUS PWR TRAIN EQUIP	8,199.91
4500003156	3/17/2016	Muncie Transit Supply	B160-BUS ELECTRICAL	28.95
4500003157	3/17/2016	Cummins Pacific LLC	B200-BUS PWR TRAIN EQUIP	233.39
4500003158	3/17/2016	CDW LLC	I110-INFORMATION TECH	2,994.31
4500003159	3/17/2016	Cummins Pacific LLC	B140-BUS CHASSIS	5,437.63
4500003160	3/17/2016	Gregory Heer	G230-PRINTED MATERIALS	208.00
4500003161	3/17/2016	Robcar Corporation	G130-SHOP TOOLS	361.80
4500003162	3/17/2016	Eran Hason	P130-EQUIP MAINT REPR SVC	65.00
4500003163	3/17/2016	Elkhart Brass Manufacturing Co.	B130-BUS BODY	9,045.13
4500003164	3/17/2016	Clever Devices Ltd.	P190-REV VEHICLE REPAIRS	715.00
4500003165	3/17/2016	San Diego Electric, Inc.	F110-SHOP/BLDG MACHINERY	153.97
4500003166	3/17/2016	Soco Group Inc	A120-AUTO/TRUCK GASOLINE	20,018.45
4500003167	3/17/2016	Soco Group Inc	B180-BUS DIESEL	18,792.00
4500003168	3/17/2016	Supreme Oil Company	A120-AUTO/TRUCK GASOLINE	1,824.47
4500003169	3/18/2016	Midwest Bus Corporation	B130-BUS BODY	165.49
4500003170	3/18/2016	Gillig LLC	B120-BUS MECHANICAL PARTS	4,635.52
4500003171	3/18/2016	Mohawk Mfg & Supply Co	B140-BUS CHASSIS	2,241.66
4500003172	3/18/2016	Miramar Ford Truck Sales Inc	B200-BUS PWR TRAIN EQUIP	216.14
4500003173	3/18/2016	Miramar Ford Truck Sales Inc	B130-BUS BODY	275.74
4500003174	3/18/2016	New Flyer Industries Canada ULC	B140-BUS CHASSIS	4,594.66
4500003175	3/18/2016	New Flyer Industries Canada ULC	B160-BUS ELECTRICAL	1,140.95
4500003176	3/18/2016	Gillig LLC	B130-BUS BODY	327.34
4500003177	3/18/2016	JKL Cleaning Systems	F110-SHOP/BLDG MACHINERY	837.00
4500003178	3/18/2016	W.W. Grainger Inc	F110-SHOP/BLDG MACHINERY	269.97
4500003179	3/18/2016	Muncie Transit Supply	B200-BUS PWR TRAIN EQUIP	104.69
4500003180	3/18/2016	Staples Contract & Commercial Inc	G200-OFFICE SUPPLIES	855.56
4500003181	3/18/2016	New Flyer Industries Canada ULC	P190-REV VEHICLE REPAIRS	418.37
4500003182	3/18/2016	New Flyer Industries Canada ULC	B140-BUS CHASSIS	2,120.94
4500003183	3/18/2016	Mci Service Parts Inc	B200-BUS PWR TRAIN EQUIP	140.71
4500003184	3/18/2016	Neopart	B130-BUS BODY	155.58
4500003185	3/18/2016	Municipal Information Technology	I110-INFORMATION TECH	130.00
4500003186	3/18/2016	Cummins Pacific LLC	B200-BUS PWR TRAIN EQUIP	2,885.36
4500003187	3/18/2016	Denlo Inc	G180-JANITORIAL SUPPLIES	378.86
4500003188	3/18/2016	Herzog Contracting Co	T110-TRACK, RAIL	9,831.80
4500003189	3/18/2016	Office Depot	G200-OFFICE SUPPLIES	648.00
4500003190	3/18/2016	NABI Parts LLC	B250-BUS REPAIR PARTS	1,107.36
4500003191	3/18/2016	Mohawk Mfg & Supply Co	B130-BUS BODY	2,313.36
4500003192	3/18/2016	Soco Group Inc	A120-AUTO/TRUCK GASOLINE	3,562.64
4500003193	3/18/2016	L L Printers Carlsbad LLC	G230-PRINTED MATERIALS	5,260.68
4500003194	3/18/2016	A-B-CPR & First Aid Training Inc	P490-MANAGEMENT TRAINING	392.00
4500003199	3/18/2016	Steven Timme	G230-PRINTED MATERIALS	181.44
4500003200	3/18/2016	Willy's Electronic Supply Co	M180-STATION ELECTRICAL	797.08
4500003201	3/18/2016	Culligan of San Diego	G140-SHOP SUPPLIES	2,100.00
4500003202	3/18/2016	Denlo Inc	G140-SHOP SUPPLIES	136.50
4500003203	3/18/2016	Downstream Services, Inc.	P280-GENERAL SVC AGRMNTS	2,216.00
4500003204	3/18/2016	Western-Cullen-Hayes Inc	M130-CROSSING MECHANISM	12,506.40
4500003205	3/18/2016	Office Solutions	G200-OFFICE SUPPLIES	188.00
4500003206	3/18/2016	Applied Industrial Technologies-CA	G140-SHOP SUPPLIES	1,373.76
4500003207	3/18/2016	Siemens Industry Inc	R160-RAIL/LRV ELECTRICAL	947.37

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4500003208	3/18/2016	Southcoast Welding &	P500-OPERATOR TRAINING	5,400.00
4500003209	3/18/2016	Cubic Transportation Systems	R160-RAIL/LRV ELECTRICAL	2,057.81
4500003210	3/18/2016	Teknoware Inc	R160-RAIL/LRV ELECTRICAL	4,206.81
4500003211	3/19/2016	New Flyer Industries Canada ULC	B130-BUS BODY	40.51
4500003212	3/21/2016	New Flyer Industries Canada ULC	B250-BUS REPAIR PARTS	1,186.99
4500003213	3/21/2016	SHI International Corp	I110-INFORMATION TECH	3,505.38
4500003214	3/21/2016	Quality Technology Services Inc	I110-INFORMATION TECH	477.75
4500003215	3/21/2016	Muncie Transit Supply	B200-BUS PWR TRAIN EQUIP	99.86
4500003216	3/21/2016	Janek Corporation	P190-REV VEHICLE REPAIRS	1,800.00
4500003217	3/21/2016	Tennant Sales & Serv Co	P130-EQUIP MAINT REPR SVC	551.78
4500003218	3/21/2016	New Flyer Industries Canada ULC	B140-BUS CHASSIS	2,297.34
4500003219	3/21/2016	Cummins Pacific LLC	P190-REV VEHICLE REPAIRS	387.10
4500003220	3/21/2016	NABI Parts LLC	B130-BUS BODY	360.06
4500003221	3/21/2016	FinishMaster Inc	G130-SHOP TOOLS	2,762.67
4500003222	3/21/2016	W.W. Grainger Inc	G140-SHOP SUPPLIES	23.76
4500003223	3/21/2016	Buswest LLC	B200-BUS PWR TRAIN EQUIP	11.40
4500003224	3/21/2016	NABI Parts LLC	B140-BUS CHASSIS	2,214.74
4500003225	3/21/2016	Soco Group Inc	A120-AUTO/TRUCK GASOLINE	19,929.06
4500003227	3/21/2016	NABI Parts LLC	B160-BUS ELECTRICAL	638.60
4500003228	3/21/2016	Resa Power Solutions LLC	M110-SUB STATION	4,156.40
4500003229	3/21/2016	Carlson & Beauloye Machine Shop	P130-EQUIP MAINT REPR SVC	1,870.00
4500003230	3/21/2016	Simplexgrinnell LP	C120-SPECIALTY CONTRACTOR	75,900.00
4500003231	3/21/2016	Supreme Oil Company	A120-AUTO/TRUCK GASOLINE	1,830.64
4500003232	3/21/2016	4One LLC	B130-BUS BODY	470.71
4500003233	3/21/2016	Muncie Transit Supply	B140-BUS CHASSIS	35.64
4500003234	3/21/2016	Muncie Transit Supply	B130-BUS BODY	97.79
4500003235	3/21/2016	Loran J. Thompson	P490-MANAGEMENT TRAINING	1,250.00
4500003236	3/22/2016	NABI Parts LLC	B250-BUS REPAIR PARTS	1,077.01
4500003237	3/22/2016	TK Services Inc	P190-REV VEHICLE REPAIRS	661.80
4500003238	3/22/2016	Staples Contract & Commercial Inc	G200-OFFICE SUPPLIES	1,679.89
4500003239	3/22/2016	W.W. Grainger Inc	F110-SHOP/BLDG MACHINERY	455.64
4500003240	3/22/2016	Mcmaster-Carr Supply Co	F110-SHOP/BLDG MACHINERY	47.56
4500003241	3/22/2016	W.W. Grainger Inc	F110-SHOP/BLDG MACHINERY	162.08
4500003242	3/22/2016	Airgas USA LLC	G140-SHOP SUPPLIES	1,123.52
4500003243	3/22/2016	Freeby Signs	P190-REV VEHICLE REPAIRS	573.48
4500003244	3/22/2016	W.W. Grainger Inc	F110-SHOP/BLDG MACHINERY	47.27
4500003245	3/22/2016	W.W. Grainger Inc	F110-SHOP/BLDG MACHINERY	78.73
4500003246	3/22/2016	Strachan Enterprises Inc	P120-BLDG/FACILITY REPRS	5,349.18
4500003247	3/22/2016	Total Filtration Services Inc	F120-BUS/LRV PAINT BOOTHS	185.34
4500003248	3/22/2016	Supreme Oil Company	A120-AUTO/TRUCK GASOLINE	1,867.63
4500003249	3/22/2016	Brown & Bigelow Inc	G250-NOVELTIES & AWARDS	2,658.80
4500003250	3/22/2016	Light Bulb Depot 18 LLC	G200-OFFICE SUPPLIES	174.97
4500003251	3/22/2016	Office Solutions	G200-OFFICE SUPPLIES	1,179.06
4500003252	3/22/2016	Staples Contract & Commercial Inc	G200-OFFICE SUPPLIES	596.74
4500003253	3/22/2016	Sherwin Williams Company	G160-PAINTS & CHEMICALS	1,687.52
4500003254	3/22/2016	Ace Uniforms & Accessories	G120-SECURITY	1,285.64
4500003255	3/22/2016	JKL Cleaning Systems	P130-EQUIP MAINT REPR SVC	431.85
4500003256	3/22/2016	Dimensional Silk Screen Inc	G230-PRINTED MATERIALS	2,652.48
4500003257	3/22/2016	Steven Timme	G230-PRINTED MATERIALS	1,101.60

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4500003258	3/22/2016	SHI International Corp	I110-INFORMATION TECH	9,641.67
4500003259	3/23/2016	Asbury Environmental Services	P110-BLDG MAINTENANCE	60,984.00
4500003260	3/23/2016	New Flyer Industries Canada ULC	P190-REV VEHICLE REPAIRS	74.01
4500003261	3/23/2016	Kingsbury Uniforms Inc	G250-NOVELTIES & AWARDS	1,017.86
4500003262	3/23/2016	TK Services Inc	P190-REV VEHICLE REPAIRS	2,970.00
4500003263	3/23/2016	New Flyer Industries Canada ULC	P190-REV VEHICLE REPAIRS	104.21
4500003264	3/23/2016	Finest City Oil Inc	G280-FARE MATERIALS	500.00
4500003265	3/23/2016	Judith Alto	G230-PRINTED MATERIALS	939.60
4500003266	3/23/2016	Prudential Overall Supply	G140-SHOP SUPPLIES	2,340.83
4500003267	3/23/2016	United Fastener Inc	F110-SHOP/BLDG MACHINERY	20.01
4500003268	3/23/2016	Harbor Diesel & Equipment	B250-BUS REPAIR PARTS	1,154.39
4500003269	3/23/2016	Gillig LLC	B140-BUS CHASSIS	2,600.35
4500003270	3/23/2016	Cummins Pacific LLC	B200-BUS PWR TRAIN EQUIP	2,602.38
4500003271	3/23/2016	Prochem Speciality Products Inc	G180-JANITORIAL SUPPLIES	2,347.50
4500003272	3/23/2016	Cummins Pacific LLC	B200-BUS PWR TRAIN EQUIP	1,192.54
4500003273	3/23/2016	Supreme Oil Company	A120-AUTO/TRUCK GASOLINE	1,873.79
4500003274	3/23/2016	Soco Group Inc	A120-AUTO/TRUCK GASOLINE	2,150.12
4500003275	3/23/2016	Cummins Pacific LLC	P190-REV VEHICLE REPAIRS	2,494.48
4500003276	3/23/2016	NABI Parts LLC	B250-BUS REPAIR PARTS	376.31
4500003277	3/23/2016	Wetmore's	P190-REV VEHICLE REPAIRS	1,352.96
4500003278	3/23/2016	NABI Parts LLC	B250-BUS REPAIR PARTS	163.19
4500003279	3/23/2016	Kimley-Horn & Associates	P450-PERSONNEL SVCS	9,100.00
4500003280	3/23/2016	Office Solutions	G210-OFFICE FURNITURE	575.63
4500003281	3/23/2016	David Bueltel	G230-PRINTED MATERIALS	1,291.68
4500003282	3/23/2016	Paradigm Mechanical Corp	P140-MAINTENANCE, HVAC	950.00
4500003283	3/23/2016	Jankovich Company	G170-LUBRICANTS	4,256.80
4500003284	3/23/2016	Annex San Diego #1 Inc	F120-BUS/LRV PAINT BOOTHS	348.31
4500003285	3/23/2016	Office Depot	G200-OFFICE SUPPLIES	153.70
4500003286	3/23/2016	Smart Car Care Products Inc	R240-RAIL/LRV REPR PARTS	97.15
4500003287	3/23/2016	Professional Contractors Supplies	G170-LUBRICANTS	95.91
4500003288	3/23/2016	Citywide Auto Glass Inc	R120-RAIL/LRV CAR BODY	243.00
4500003289	3/23/2016	Westair Gases & Equipment Inc	G190-SAFETY/MED SUPPLIES	239.76
4500003290	3/23/2016	OneSource Distributors, LLC	M130-CROSSING MECHANISM	540.00
4500003291	3/23/2016	Prudential Overall Supply	G140-SHOP SUPPLIES	1,071.36
4500003292	3/23/2016	San Diego Seal Inc	R220-RAIL/LRV TRUCKS	1,706.19
4500003293	3/23/2016	Decals By Design Inc	R120-RAIL/LRV CAR BODY	377.47
4500003294	3/23/2016	Chromate Industrial Corporation	R160-RAIL/LRV ELECTRICAL	116.64
4500003295	3/23/2016	Grah Safe & Lock Inc	M200-YARD FACILITIES	100.44
4500003297	3/23/2016	M Power Truck & Diesel Repair	P210-NON-REV VEH REPAIRS	2,037.41
4500003298	3/24/2016	Gillig LLC	B160-BUS ELECTRICAL	308.88
4500003299	3/24/2016	Harbor Diesel & Equipment	G170-LUBRICANTS	5,776.05
4500003300	3/24/2016	Wesco Distribution Inc	G270-ELECTRICAL/LIGHTING	82.91
4500003301	3/24/2016	Citywide Auto Glass Inc	P210-NON-REV VEH REPAIRS	291.00
4500003302	3/24/2016	Citywide Auto Glass Inc	P210-NON-REV VEH REPAIRS	291.00
4500003303	3/24/2016	Citywide Auto Glass Inc	P210-NON-REV VEH REPAIRS	291.00
4500003304	3/24/2016	Wetmore's	B250-BUS REPAIR PARTS	313.75
4500003305	3/24/2016	W.W. Grainger Inc	P190-REV VEHICLE REPAIRS	89.75
4500003306	3/24/2016	New Flyer Industries Canada ULC	B140-BUS CHASSIS	1,349.66
4500003307	3/24/2016	Kaman Industrial Technologies	B120-BUS MECHANICAL PARTS	906.54

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4500003308	3/24/2016	4One LLC	B130-BUS BODY	1,079.58
4500003309	3/24/2016	Cummins Pacific LLC	B200-BUS PWR TRAIN EQUIP	135.45
4500003310	3/24/2016	The Truck Lighthouse	A140-AUTO/TRUCK REPAIR	217.74
4500003311	3/24/2016	New Flyer Industries Canada ULC	B200-BUS PWR TRAIN EQUIP	1,601.83
4500003312	3/24/2016	Cummins Pacific LLC	B200-BUS PWR TRAIN EQUIP	2,602.38
4500003313	3/24/2016	Wetmore's	B140-BUS CHASSIS	1,099.02
4500003314	3/24/2016	Atlas Environmental Services, Inc.	P290-LANDSCAPING SERVICES	24,700.00
4500003315	3/24/2016	New Flyer Industries Canada ULC	B160-BUS ELECTRICAL	2,399.38
4500003316	3/24/2016	F-1 Marketing Group	P190-REV VEHICLE REPAIRS	300.00
4500003317	3/24/2016	Genuine Parts Co	P190-REV VEHICLE REPAIRS	238.50
4500003318	3/24/2016	New Flyer Industries Canada ULC	B140-BUS CHASSIS	1,727.47
4500003319	3/24/2016	TK Services Inc	B110-BUS HVAC SYSTEMS	3,882.49
4500003320	3/24/2016	AxleTech LLC	B140-BUS CHASSIS	1,300.32
4500003321	3/24/2016	Cummins Pacific LLC	B130-BUS BODY	1,667.18
4500003322	3/24/2016	Don Oleson Inc	B200-BUS PWR TRAIN EQUIP	4,912.32
4500003323	3/24/2016	Waco Filters Corporation	F120-BUS/LRV PAINT BOOTHS	497.67
4500003324	3/24/2016	Cummins Pacific LLC	B200-BUS PWR TRAIN EQUIP	3,816.89
4500003325	3/24/2016	CDW LLC	I110-INFORMATION TECH	640.21
4500003326	3/24/2016	New Flyer Industries Canada ULC	B140-BUS CHASSIS	15,529.50
4500003327	3/24/2016	W.W. Grainger Inc	F230-METALS/FERROUS	2,485.90
4500003328	3/24/2016	NABI Parts LLC	B140-BUS CHASSIS	2,214.74
4500003329	3/24/2016	Midwest Bus Corporation	B130-BUS BODY	165.49
4500003330	3/24/2016	M & M Plastics Inc	B130-BUS BODY	441.19
4500003331	3/24/2016	W.W. Grainger Inc	G140-SHOP SUPPLIES	23.76
4500003332	3/24/2016	Gillig LLC	B160-BUS ELECTRICAL	558.32
4500003333	3/24/2016	Buswest LLC	B200-BUS PWR TRAIN EQUIP	46.13
4500003334	3/24/2016	R.S. Hughes Co Inc	G140-SHOP SUPPLIES	151.09
4500003335	3/24/2016	New Flyer Industries Canada ULC	B200-BUS PWR TRAIN EQUIP	1,959.56
4500003336	3/24/2016	Muncie Transit Supply	B140-BUS CHASSIS	41.59
4500003337	3/24/2016	James M. McFarland	G230-PRINTED MATERIALS	5,370.86
4500003338	3/24/2016	Reid And Clark Screen Arts Co	M120-OVRHEAD CATENARY SYS	694.99
4500003339	3/24/2016	Industrial Maintenance Supply LLC	G150-FASTENERS	15.54
4500003340	3/24/2016	Sid Tool Co	G130-SHOP TOOLS	21.09
4500003341	3/24/2016	A.O. Reed & Co	P260-TESTING & ANALYSIS	145.00
4500003342	3/24/2016	Cummins Pacific LLC	B200-BUS PWR TRAIN EQUIP	133.58
4500003343	3/24/2016	Kaman Industrial Technologies	P190-REV VEHICLE REPAIRS	344.84
4500003344	3/24/2016	Mohawk Mfg & Supply Co	B130-BUS BODY	3,084.48
4500003345	3/24/2016	Tribologik Corporation	G140-SHOP SUPPLIES	1,101.60
4500003346	3/24/2016	Kaman Industrial Technologies	G140-SHOP SUPPLIES	53.68
4500003347	3/24/2016	Jeyco Products Inc	G140-SHOP SUPPLIES	95.74
4500003348	3/24/2016	Charter Industrial Supply Inc	B120-BUS MECHANICAL PARTS	142.30
4500003349	3/24/2016	Charter Industrial Supply Inc	P190-REV VEHICLE REPAIRS	82.65
4500003350	3/24/2016	Daniels Tire Service	A110-AUTO/TRUCK TIRES	398.55
4500003351	3/24/2016	M.A. Stevens Construction Inc	C130-CONSTRUCTION SVCS	60,271.38
4500003352	3/24/2016	Staples Contract & Commercial Inc	G200-OFFICE SUPPLIES	302.25
4500003353	3/24/2016	Reefco LLC	B110-BUS HVAC SYSTEMS	1,067.25
4500003354	3/24/2016	American Language Services	P350-OTHER LEGAL	190.00
4500003355	3/24/2016	S & S Bakery Inc	P440-CATERING SERVICES	61.24
4500003356	3/24/2016	Cintas Corporation No 2	P280-GENERAL SVC AGRMNTS	459.54

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4500003357	3/24/2016	Siemens Industry Inc	R220-RAIL/LRV TRUCKS	31,795.36
4500003358	3/24/2016	Supreme Oil Company	A120-AUTO/TRUCK GASOLINE	1,886.12
4500003359	3/24/2016	Soco Group Inc	A120-AUTO/TRUCK GASOLINE	21,180.56
4500003360	3/24/2016	Soco Group Inc	B180-BUS DIESEL	19,440.00
4500003361	3/24/2016	Soco Group Inc	A120-AUTO/TRUCK GASOLINE	20,733.59
4500003362	3/24/2016	Corodata Media Storage Inc	I110-INFORMATION TECH	542.72
4500003363	3/24/2016	State of California	P450-PERSONNEL SVCS	2,940.00
4500003365	3/25/2016	New Flyer Industries Canada ULC	P190-REV VEHICLE REPAIRS	1,037.77
4500003366	3/25/2016	New Flyer Industries Canada ULC	P190-REV VEHICLE REPAIRS	243.78
4500003367	3/25/2016	Cummins Pacific LLC	P190-REV VEHICLE REPAIRS	377.40
4500003368	3/25/2016	Western Lift Inc	F110-SHOP/BLDG MACHINERY	570.24
4500003369	3/25/2016	Reid And Clark Screen Arts Co	G110-BUS/TROLLEY SIGNAGE	399.18
4500003370	3/25/2016	JKL Cleaning Systems	P130-EQUIP MAINT REPR SVC	858.40
4500003371	3/25/2016	CDW LLC	I110-INFORMATION TECH	12,600.00
4500003372	3/25/2016	CDW LLC	G220-OFFICE EQUIPMENT	439.02
4500003373	3/25/2016	Geiger Bros	G250-NOVELTIES & AWARDS	540.00
4500003374	3/25/2016	Green Pearle International Inc	G250-NOVELTIES & AWARDS	1,343.40
4500003375	3/25/2016	W.W. Grainger Inc	F110-SHOP/BLDG MACHINERY	416.67
4500003376	3/25/2016	Soco Group Inc	A120-AUTO/TRUCK GASOLINE	3,685.94
4500003377	3/25/2016	Cubic Transportation Systems	R160-RAIL/LRV ELECTRICAL	3,701.08
4500003378	3/25/2016	Home Depot USA Inc	G140-SHOP SUPPLIES	131.87
4500003379	3/25/2016	Soco Group Inc	A120-AUTO/TRUCK GASOLINE	21,091.16
4500003380	3/25/2016	Soco Group Inc	A120-AUTO/TRUCK GASOLINE	21,091.16
4500003381	3/25/2016	Siemens Industry Inc	R160-RAIL/LRV ELECTRICAL	38,772.00
4500003382	3/28/2016	New Flyer Industries Canada ULC	B250-BUS REPAIR PARTS	1,016.30
4500003384	3/28/2016	New Flyer Industries Canada ULC	F110-SHOP/BLDG MACHINERY	269.83
4500003385	3/28/2016	San Diego Chargers	P310-ADVERTISING SERVICES	2,995.00
4500003386	3/28/2016	W.W. Grainger Inc	F110-SHOP/BLDG MACHINERY	323.78
4500003387	3/28/2016	West-Lite Supply Co Inc	M180-STATION ELECTRICAL	418.41
4500003388	3/28/2016	Professional Contractors Supplies	G130-SHOP TOOLS	229.06
4500003389	3/28/2016	Reid And Clark Screen Arts Co	R120-RAIL/LRV CAR BODY	1,417.04
4500003390	3/28/2016	FinishMaster Inc	F120-BUS/LRV PAINT BOOTHS	1,941.13
4500003391	3/28/2016	Supreme Oil Company	A120-AUTO/TRUCK GASOLINE	1,916.95
4500003392	3/28/2016	OneSource Distributors, LLC	R160-RAIL/LRV ELECTRICAL	86.51
4500003393	3/28/2016	Smart Car Care Products Inc	R240-RAIL/LRV REPR PARTS	712.54
4500003394	3/28/2016	Chromate Industrial Corporation	G150-FASTENERS	462.06
4500003395	3/28/2016	Waxie Sanitary Supply Inc	G180-JANITORIAL SUPPLIES	280.90
4500003396	3/28/2016	Annex San Diego #1 Inc	F120-BUS/LRV PAINT BOOTHS	299.37
4500003397	3/28/2016	Team One Repair Inc	G290-FARE REVENUE EQUIP	478.23
4500003398	3/28/2016	Westair Gases & Equipment Inc	G190-SAFETY/MED SUPPLIES	242.62
4500003399	3/28/2016	Decals By Design Inc	R120-RAIL/LRV CAR BODY	364.51
4500003401	3/28/2016	W.W. Grainger Inc	R170-RAIL/LRV HVAC	461.33
4500003402	3/28/2016	Micro Precision Calibration Inc	P130-EQUIP MAINT REPR SVC	816.50
4500003403	3/28/2016	CASEI	F180-BUILDING MATERIALS	1,686.96
4500003404	3/28/2016	HI-TEC Enterprises	R160-RAIL/LRV ELECTRICAL	941.23
4500003405	3/28/2016	Cameo Paper & Supply Co Inc	G180-JANITORIAL SUPPLIES	1,153.95
4500003406	3/28/2016	Robcar Corporation	G190-SAFETY/MED SUPPLIES	259.20
4500003407	3/28/2016	Robcar Corporation	G110-BUS/TROLLEY SIGNAGE	1,010.88
4500003408	3/28/2016	Werth Sanitary Supply Co Inc	G170-LUBRICANTS	320.76

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4500003409	3/28/2016	Airgas USA LLC	G190-SAFETY/MED SUPPLIES	143.47
4500003410	3/28/2016	P & R Paper Supply Company Inc	G180-JANITORIAL SUPPLIES	469.63
4500003411	3/28/2016	UBM LLC	I110-INFORMATION TECH	2,474.25
4500003412	3/28/2016	SurveyMonkey Inc.	G260-MEDIA	1,200.00
4500003413	3/28/2016	Global Power Group Inc	P150-MAINT. CLEANING	1,047.71
4500003414	3/28/2016	Gillig LLC	B140-BUS CHASSIS	635.68
4500003415	3/28/2016	Ismael Frausto	R140-RAIL/LRV DOORS/RAMP	3.75
4500003416	3/28/2016	Flambeau Inc	R230-RAIL/LRV MECHANICAL	150.99
4500003417	3/28/2016	Mcmaster-Carr Supply Co	F110-SHOP/BLDG MACHINERY	101.86
4500003418	3/28/2016	New Flyer Industries Canada ULC	G130-SHOP TOOLS	2,883.75
4500003419	3/28/2016	Mouser Electronics Inc	G200-OFFICE SUPPLIES	20.51
4500003420	3/28/2016	TK Services Inc	P190-REV VEHICLE REPAIRS	332.85
4500003421	3/28/2016	Airgas USA LLC	G140-SHOP SUPPLIES	2,509.20
4500003422	3/28/2016	Muncie Transit Supply	B200-BUS PWR TRAIN EQUIP	74.31
4500003424	3/29/2016	Waxie Sanitary Supply Inc	G180-JANITORIAL SUPPLIES	959.34
4500003425	3/29/2016	New Flyer Industries Canada ULC	B250-BUS REPAIR PARTS	1,016.30
4500003426	3/29/2016	Jeyco Products Inc	G130-SHOP TOOLS	662.40
4500003427	3/29/2016	Gillig LLC	B160-BUS ELECTRICAL	230.91
4500003428	3/29/2016	Padre Janitorial Supplies Inc	F110-SHOP/BLDG MACHINERY	241.66
4500003429	3/29/2016	R.S. Hughes Co Inc	G190-SAFETY/MED SUPPLIES	246.85
4500003431	3/29/2016	American Tower Corporation	I120-INFO TECH, SVCS	2,960.00
4500003432	3/29/2016	Pixster Photobooth LLC	P160-EQUIPMENT RENTALS	1,516.00
4500003433	3/29/2016	FinishMaster Inc	F120-BUS/LRV PAINT BOOTHS	1,962.13
4500003434	3/29/2016	Simplexgrinnell LP	P280-GENERAL SVC AGRMNTS	1,245.36
4500003435	3/29/2016	Supreme Oil Company	A120-AUTO/TRUCK GASOLINE	1,904.62
4500003436	3/29/2016	CDW LLC	G200-OFFICE SUPPLIES	633.39
4500003437	3/29/2016	Terminix International	P150-MAINT. CLEANING	240.00
4500003438	3/29/2016	Merrimac Petroleum Inc	A120-AUTO/TRUCK GASOLINE	19,147.58
4500003439	3/29/2016	Applied Industrial Technologies-CA	R140-RAIL/LRV DOORS/RAMP	1,518.91
4500003440	3/29/2016	L&W Industries LLC	M130-CROSSING MECHANISM	6,894.72
4500003441	3/30/2016	W.W. Grainger Inc	F110-SHOP/BLDG MACHINERY	11.77
4500003442	3/30/2016	New Flyer Industries Canada ULC	P190-REV VEHICLE REPAIRS	153.36
4500003443	3/30/2016	New Flyer Industries Canada ULC	B160-BUS ELECTRICAL	70.31
4500003444	3/30/2016	Transit Products and Services	P190-REV VEHICLE REPAIRS	1,620.00
4500003445	3/30/2016	Muncie Transit Supply	B140-BUS CHASSIS	677.92
4500003446	3/30/2016	Citywide Auto Glass Inc	P190-REV VEHICLE REPAIRS	1,620.00
4500003447	3/30/2016	Kaman Industrial Technologies	G140-SHOP SUPPLIES	779.55
4500003448	3/30/2016	New Flyer Industries Canada ULC	B140-BUS CHASSIS	15,529.50
4500003449	3/30/2016	Cummins Pacific LLC	B200-BUS PWR TRAIN EQUIP	2,602.38
4500003450	3/30/2016	Wesco Distribution Inc	G270-ELECTRICAL/LIGHTING	326.58
4500003451	3/30/2016	Prochem Speciality Products Inc	G170-LUBRICANTS	163.44
4500003452	3/30/2016	New Flyer Industries Canada ULC	B130-BUS BODY	156.58
4500003453	3/30/2016	Industrial Maintenance Supply LLC	G150-FASTENERS	27.87
4500003454	3/30/2016	Kenneth Place	P130-EQUIP MAINT REPR SVC	50.00
4500003455	3/30/2016	Mohawk Mfg & Supply Co	B160-BUS ELECTRICAL	1,321.20
4500003456	3/30/2016	Cummins Pacific LLC	B200-BUS PWR TRAIN EQUIP	1,435.41
4500003457	3/30/2016	Cummins Pacific LLC	B120-BUS MECHANICAL PARTS	62.10
4500003458	3/30/2016	Hydro-Scape Products Inc	F190-LANDSCAPING MAT'LS	204.54
4500003459	3/30/2016	Skyhawk Industries Inc	P420-MAIL SERVICES	164.50

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4500003460	3/30/2016	Soco Group Inc	G170-LUBRICANTS	8,800.05
4500003461	3/30/2016	R.S. Hughes Co Inc	B130-BUS BODY	2,198.08
4500003462	3/30/2016	Ram Industrial Services LLC	P190-REV VEHICLE REPAIRS	5,200.00
4500003463	3/30/2016	FinishMaster Inc	F120-BUS/LRV PAINT BOOTHS	4,369.74
4500003464	3/30/2016	Siemens Industry Inc	R160-RAIL/LRV ELECTRICAL	1,317.60
4500003465	3/30/2016	Tennant Sales & Serv Co	P130-EQUIP MAINT REPR SVC	72.52
4500003466	3/30/2016	Soco Group Inc	A120-AUTO/TRUCK GASOLINE	7,125.28
4500003467	3/30/2016	W.W. Grainger Inc	G210-OFFICE FURNITURE	1,496.88
4500003468	3/30/2016	SiteHawk LLC	P280-GENERAL SVC AGRMNTS	53,475.00
4500003469	3/30/2016	Cubic Transportation Systems	G290-FARE REVENUE EQUIP	1,320.10
4500003470	3/31/2016	Mohawk Mfg & Supply Co	B140-BUS CHASSIS	2,159.47
4500003471	3/31/2016	Merrimac Petroleum Inc	A120-AUTO/TRUCK GASOLINE	20,554.81
4500003472	4/1/2016	Jeyco Products Inc	B160-BUS ELECTRICAL	50.19
4500003473	4/1/2016	TK Services Inc	P190-REV VEHICLE REPAIRS	2,712.16
4500003474	4/1/2016	Waxie Sanitary Supply Inc	G140-SHOP SUPPLIES	1,222.34
4500003475	4/1/2016	Freeby Signs	P190-REV VEHICLE REPAIRS	745.22
4500003476	4/1/2016	Cummins Pacific LLC	P190-REV VEHICLE REPAIRS	187.48
4500003477	4/1/2016	W.W. Grainger Inc	F110-SHOP/BLDG MACHINERY	200.02
4500003478	4/1/2016	Gillig LLC	P190-REV VEHICLE REPAIRS	606.17
4500003479	4/1/2016	Gillig LLC	P190-REV VEHICLE REPAIRS	174.20
4500003480	4/1/2016	Kaman Industrial Technologies	B250-BUS REPAIR PARTS	275.87
4500003481	4/1/2016	4One LLC	P190-REV VEHICLE REPAIRS	376.75
4500003482	4/1/2016	APD Incorporated	P150-MAINT. CLEANING	315.26
4500003483	4/1/2016	New Flyer Industries Canada ULC	B250-BUS REPAIR PARTS	282.30
4500003484	4/1/2016	Romaine Electric Corporation	B160-BUS ELECTRICAL	11,783.94
4500003485	4/1/2016	CDW LLC	I110-INFORMATION TECH	2,385.29
4500003486	4/1/2016	Steven Timme	G230-PRINTED MATERIALS	189.00
4500003487	4/1/2016	Prudential Overall Supply	P280-GENERAL SVC AGRMNTS	122.34
4500003488	4/1/2016	Soco Group Inc	A120-AUTO/TRUCK GASOLINE	2,078.19
4500003489	4/1/2016	United Fastener Inc	B250-BUS REPAIR PARTS	21.60
4500003490	4/1/2016	E&E Industries	F110-SHOP/BLDG MACHINERY	51.82
4500003491	4/1/2016	United Fastener Inc	B250-BUS REPAIR PARTS	8.53
4500003492	4/1/2016	NABI Parts LLC	B250-BUS REPAIR PARTS	1,719.85
4500003493	4/1/2016	New Flyer Industries Canada ULC	B250-BUS REPAIR PARTS	654.64
4500003494	4/1/2016	Industrial Maintenance Supply LLC	G150-FASTENERS	106.02
4500003495	4/1/2016	Industrial Maintenance Supply LLC	G150-FASTENERS	89.57
4500003496	4/1/2016	New Flyer Industries Canada ULC	B120-BUS MECHANICAL PARTS	227.26
4500003497	4/1/2016	Supreme Oil Company	B180-BUS DIESEL	18,014.40
4500003498	4/4/2016	CDW LLC	I110-INFORMATION TECH	517.78
4500003499	4/4/2016	Chromate Industrial Corporation	G150-FASTENERS	219.52
4500003500	4/4/2016	Westair Gases & Equipment Inc	G140-SHOP SUPPLIES	366.78
4500003501	4/4/2016	Home Depot USA Inc	G140-SHOP SUPPLIES	387.25
4500003502	4/4/2016	Kenneth Place	P130-EQUIP MAINT REPR SVC	189.07
4500003503	4/4/2016	Airgas USA LLC	G190-SAFETY/MED SUPPLIES	606.22
4500003504	4/4/2016	Super Welding of Southern CA	T110-TRACK, RAIL	600.00
4500003505	4/4/2016	West End Holdings Inc	P260-TESTING & ANALYSIS	465.00
4500003506	4/4/2016	Coastal Business Machines LLC	M180-STATION ELECTRICAL	1,661.27
4500003507	4/4/2016	Mission Janitorial Supplies	G180-JANITORIAL SUPPLIES	421.20
4500003508	4/4/2016	Home Depot USA Inc	F190-LANDSCAPING MAT'LS	75.50

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4500003509	4/4/2016	Home Depot USA Inc	G130-SHOP TOOLS	32.37
4500003510	4/4/2016	FinishMaster Inc	F120-BUS/LRV PAINT BOOTHS	1,409.44
4500003511	4/4/2016	Thompson Building Materials	R230-RAIL/LRV MECHANICAL	2,569.11
4500003512	4/4/2016	Professional Contractors Supplies	G130-SHOP TOOLS	37.43
4500003513	4/4/2016	Annex San Diego #1 Inc	F120-BUS/LRV PAINT BOOTHS	141.01
4500003514	4/4/2016	Daniels Tire Service	P210-NON-REV VEH REPAIRS	38.32
4500003515	4/4/2016	Daniels Tire Service	P210-NON-REV VEH REPAIRS	47.38
4500003516	4/4/2016	Taxicab, Limousine &	P490-MANAGEMENT TRAINING	405.00
4500003517	4/4/2016	Ace Uniforms & Accessories	G120-SECURITY	254.84
4500003518	4/4/2016	Supreme Oil Company	A120-AUTO/TRUCK GASOLINE	1,842.97
4500003519	4/4/2016	Knorr Brake Company	R140-RAIL/LRV DOORS/RAMP	270.00
4500003520	4/4/2016	Environmental Logistics Inc	P150-MAINT. CLEANING	20,421.00
4500003521	4/4/2016	Siemens Industry Inc	M110-SUB STATION	275.40
4500003522	4/4/2016	County of San Diego	G120-SECURITY	475.20
4500003523	4/4/2016	W.W. Grainger Inc	G140-SHOP SUPPLIES	89.11
4500003524	4/4/2016	Robert Costanzo	B140-BUS CHASSIS	57.90
4500003525	4/4/2016	New Flyer Industries Canada ULC	B130-BUS BODY	2,984.81
4500003526	4/4/2016	Gillig LLC	B200-BUS PWR TRAIN EQUIP	1,817.75
4500003527	4/4/2016	American Office Products Inc	G200-OFFICE SUPPLIES	1,848.00
4500003528	4/4/2016	New Flyer Industries Canada ULC	P190-REV VEHICLE REPAIRS	1,133.22
4500003529	4/4/2016	CDW LLC	I110-INFORMATION TECH	1,130.42
4500003530	4/4/2016	E&E Industries	F110-SHOP/BLDG MACHINERY	183.60
4500003531	4/4/2016	General Signals Inc	M130-CROSSING MECHANISM	4,536.00
4500003532	4/4/2016	Merrimac Petroleum Inc	A120-AUTO/TRUCK GASOLINE	18,945.74
4500003533	4/4/2016	Air & Lube Systems Inc	F110-SHOP/BLDG MACHINERY	146.67
4500003534	4/4/2016	Airgas USA LLC	G140-SHOP SUPPLIES	898.82
4500003535	4/4/2016	Industrial Maintenance Supply LLC	G150-FASTENERS	268.82
4500003536	4/4/2016	Kaman Industrial Technologies	G140-SHOP SUPPLIES	460.78
4500003537	4/4/2016	Industrial Maintenance Supply LLC	G150-FASTENERS	59.42
4500003538	4/5/2016	Dartco Transmission	B250-BUS REPAIR PARTS	200.51
4500003539	4/5/2016	Cummins Pacific LLC	P190-REV VEHICLE REPAIRS	2,503.57
4500003540	4/5/2016	Cummins Pacific LLC	P190-REV VEHICLE REPAIRS	292.60
4500003541	4/5/2016	Cummins Pacific LLC	P190-REV VEHICLE REPAIRS	181.82
4500003542	4/5/2016	Cummins Pacific LLC	P190-REV VEHICLE REPAIRS	1,064.00
4500003543	4/5/2016	Cummins Pacific LLC	P190-REV VEHICLE REPAIRS	211.47
4500003544	4/5/2016	Pressnet Express Inc	G230-PRINTED MATERIALS	1,890.00
4500003545	4/5/2016	Denlo Inc	G140-SHOP SUPPLIES	467.58
4500003546	4/5/2016	Siemens Industry Inc	R160-RAIL/LRV ELECTRICAL	307.80
4500003547	4/5/2016	Gillig LLC	B250-BUS REPAIR PARTS	432.00
4500003548	4/5/2016	Siemens Industry Inc	R120-RAIL/LRV CAR BODY	45,489.60
4500003549	4/5/2016	Susan Shepard	G280-FARE MATERIALS	50,742.72
4500003550	4/5/2016	858 Graphics Inc	G230-PRINTED MATERIALS	2,066.48
4500003551	4/5/2016	OneSource Distributors, LLC	G130-SHOP TOOLS	505.44
4500003552	4/5/2016	Daniels Tire Service	A110-AUTO/TRUCK TIRES	398.55
4500003553	4/5/2016	Simplexgrinnell LP	P280-GENERAL SVC AGRMNTS	1,470.00
4500003554	4/5/2016	M Power Truck & Diesel Repair	P210-NON-REV VEH REPAIRS	2,634.40
4500003555	4/5/2016	Pacific Coast Air Tools & Supply In	G130-SHOP TOOLS	2,487.03
4500003556	4/5/2016	Computer Protection Technology Inc	P280-GENERAL SVC AGRMNTS	21,720.00
4500003557	4/5/2016	Kearny Pearson Ford	P190-REV VEHICLE REPAIRS	694.84

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4500003558	4/5/2016	Cummins Pacific LLC	P190-REV VEHICLE REPAIRS	1,080.00
4500003559	4/5/2016	Ral Investment Corp	G210-OFFICE FURNITURE	2,168.64
4500003560	4/5/2016	Supreme Oil Company	A120-AUTO/TRUCK GASOLINE	1,836.80
4500003561	4/5/2016	Tennant Sales & Serv Co	P130-EQUIP MAINT REPR SVC	1,593.90
4500003562	4/5/2016	CDW LLC	I110-INFORMATION TECH	965.15
4500003563	4/5/2016	Cubic Transportation Systems	G120-SECURITY	411.56
4500003564	4/5/2016	Sid Tool Co	G130-SHOP TOOLS	1,434.41
4500003565	4/5/2016	Westair Gases & Equipment Inc	G130-SHOP TOOLS	490.11
4500003566	4/5/2016	W.W. Grainger Inc	G160-PAINTS & CHEMICALS	13.86
4500003567	4/5/2016	Trentman Corporation	G160-PAINTS & CHEMICALS	657.46
4500003568	4/5/2016	Advance Blueprint & Digital Copy In	G230-PRINTED MATERIALS	1,595.98
4500003569	4/5/2016	Dunn-Edwards Corporation	G160-PAINTS & CHEMICALS	1,822.02
4500003570	4/5/2016	P & R Paper Supply Company Inc	G140-SHOP SUPPLIES	207.81
4500003571	4/5/2016	OneSource Distributors, LLC	G140-SHOP SUPPLIES	32.58
4500003572	4/5/2016	American Battery Corporation	G140-SHOP SUPPLIES	162.87
4500003573	4/5/2016	Airgas USA LLC	G190-SAFETY/MED SUPPLIES	1,624.32
4500003574	4/5/2016	Culligan of San Diego	G140-SHOP SUPPLIES	2,100.00
4500003575	4/5/2016	San Diego Plastics Inc	R220-RAIL/LRV TRUCKS	335.01
4500003576	4/5/2016	Rayne - San Diego Inc	G120-SECURITY	108.00