



**San Gabriel Valley Council of Governments
Capital Projects and Construction Committee
Meeting Agenda
Monday, March 26, 2018 12:00PM
San Gabriel City Hall
425 S. Mission Drive
San Gabriel, CA 91776**

Members of the public may comment on any item on the agenda at the time it is taken up by the Committee. We ask that members of the public come forward to be recognized by the Chair and keep their remarks brief. If several persons wish to address the Committee on a single item, the Chair may impose a three-minute time limit on individual remarks at the beginning of the discussion.

San Gabriel City Hall is accessible to persons using wheelchairs and with other disabilities. Informational material will be available in large print. Assistive listening devices, materials in other alternate formats, American Sign Language interpreters and other accommodations will be made available upon request. Requests should be made to Deanna Stanley at 626-962-9292 ext. 142 or dstanley@theaceproject.org. Providing at least 72 hours notice will help ensure availability.

- I. Pledge of Allegiance
- II. Roll Call and Introductions
- III. Public Comment
- IV. Approval of the Capital Projects and Construction (Pages 1 – 3) Action
Committee Meeting Minutes of January 22, 2018
- V. Approval of the Capital Projects and Construction (Pages 4 – 5) Action
Committee Meeting Minutes of February 26, 2018
- VI. Chairman's Remarks
- VII. Board Member Comments
- VIII. Chief Engineers Monthly Report (Pages 6 – 8) Information
- IX. Project Construction Progress Reports Information

The SGVCOG's Capital Project and Construction Committee is constituted of seven (7) member jurisdiction; the Cities of El Monte, Industry, Montebello, San Gabriel and Pomona, the County of Los Angeles and the San Gabriel Valley Council of Governments. Each member or alternate has one vote. A quorum is no less than four (4) of its total voting membership. Actions taken by the Committee shall be by simple majority of the members present with a quorum in attendance except for personnel actions, the annual budget, matters dealing with the Administrative Code or matters requiring subsequent approval by the SGVCOG, all of which shall require five (5) votes. All disclosable public records related to this meeting are available for viewing at the ACE office above during normal working hours.

- | | | | |
|-------|---|-----------------|--------|
| X. | Approval to Receive and File Finance Committee Reports of January 26, 2018 | (Pages 9 – 30) | Action |
| XI. | Approval of the Project Definition Report for the At-Grade Crossing Safety Improvements Project in the City of Pomona | (Pages 31 – 37) | Action |
| XII. | Approval of an Amendment to RailPros, Inc. Contract for the Design Services of the At-Grade Safety Improvements Project in the City of Pomona | (Pages 38 – 39) | Action |
| XIII. | Approval of the Close-Out and Formal Acceptance for the Work Associated with the Design Contract with HDR Engineering, Inc. for the Temple Avenue Train Diversion Project | (Pages 40 – 41) | Action |
| XIV. | Adjournment | | Action |



If you would like to receive the Capital Projects and Construction Committee agenda electronically, please email Amy Hanson at ahanson@theaceproject.org

SGVCOG Capital Projects & Construction Committee January 22, 2018 Meeting Minutes

Chairperson Costanzo called the meeting of the Board of Directors of the Alameda Corridor-East Construction Authority to order at 12:04pm at the San Gabriel City Hall Council Chambers.

1. **Pledge of Allegiance** – Member Messina led the pledge of allegiance.

2. **Roll Call:** Mr. Christoffels called the roll.

In attendance was:

Juli Costanzo, San Gabriel, Chair

Victoria Martinez, El Monte, Vice Chair

Barbara Messina, SGVCOG

Jack Hadjinian, Montebello

Tim Sandoval, Pomona

Hilda Solis, Los Angeles County

Staff:

Mark Christoffels, CEO

Gregory Murphy, Burke, Williams & Sorensen, legal counsel

Deanna Stanley

Amy Hanson

Phil Balmeo

Victoria Butler

Charles Tsang

Paul Hubler

Nathan Bocanegra

Guests:

Natasha De Benon, Ghirdelli Associates

Alex Gonzales, City of Industry

Roger Martinez, Vasquez & Company

Charlie Nak, Jacobs Engineering

3. **Public Comments** – There were no public comments.

4. **Confirmation of San Gabriel Valley Council of Governments Governing Board Actions and Direction to Administer Transition from ACE Construction Authority to San Gabriel Valley Council of Governments Capital Projects and Construction Committee**
– Mr. Christoffels explained this item will help clarify former ACE administrative procedures during the transition period. Mr. Murphy reviewed the elements of the staff report that outlined administrative responsibilities necessary to keep project activities moving forward. He indicated the report included assigning the former CEO the title Chief Engineer with all responsibilities and approvals previously assigned under the former title. He

indicated approval would also allow legal counsel to continue its efforts and the meeting schedule previously approved by the ACE Board required ratification by the Committee. Mr. Christoffels indicated the San Gabriel Valley Council of Governments Governing Board approved this item at its January 18 meeting.

A motion was made by member Solis and seconded by Vice Chair Martinez to approve the staff report on page 1 of the agenda.

M/S/C/Solis/Martinez/Unanimous

5. **Chairman Remarks** – Chairperson Costanzo thanked the staff for their efforts which has led to wonderful relationship in Washington and locally.
6. **Board Member Comments** – Members Martinez, Hadjinian and Messina expressed their gratitude to serve on the ACE Board, now a Committee.
7. **Approval of ACE Board of Directors December 18, 2017 Special Meeting Minutes** – A motion was made by member Messina and seconded by Vice Chair Martinez to approve the December 18, 2017 ACE Board Special Meeting minutes.

M/S/C/Messina/Martinez/Unanimous

8. **Election of Officers** – Mr. Murphy reminded the Board that during the implementation of the transition from ACE Board to a Committee and in accordance with past practices, dictated by the Governing Board bylaws, an election of Chair and Vice Chair shall be held at the first regular meeting of the calendar year. He indicated in May the SGVCOG Governing Board will hold elections including committee assignments with appointments in June and in July new committee members will be seated. He indicated the nominations today will serve until the new committee is determined.

Chairperson Costanzo opened the nomination for Chair. Vice Chair Martinez nominated Juli Costanzo to continue to serve as Chair. The nomination was seconded by member Messina. There were no other nominations.

The Committee unanimously elected Juli Costanzo to serve as Chair.

Chairperson Costanzo opened the nominations for Vice Chair. Chairperson Costanzo nominated Victoria Martinez to be Vice Chair. The nomination was seconded by member Messina. There were no other nominations.

The Committee unanimously elected Victoria Martinez to serve as Vice Chair.

9. **Chief Engineer's Report** – Mr. Christoffels indicated at the end of the calendar year a five-year work plan will be available. He reminded the Board of the advocacy efforts underway.
10. **Construction Progress Reports** – Charles Tsang reviewed the progress photos for the Lemon Avenue Betterment project. Victoria Butler reviewed the progress photos depicting

preparation activities for a 55 hour weekend closure of SR-60 freeway for the work related to the Fullerton Road grade separation project. Phil Balmeo reviewed the progress photos for the Puente Avenue and San Gabriel Trench projects.

11. **Approval to Receive and File ACE Audited Financial Statements for Fiscal Year Ended June 30, 2017** – Roger Martinez, Engagement Partner of Vasquez & Company LLP reviewed the process of the annual audit. He indicated the ACE Construction Authority was in compliant with general accounting standards and there were no identified material weaknesses or significant deficiencies in the agency's internal control. There were no questions.

A motion was made by Vice Chair Martinez and seconded by member Sandoval to receive and file ACE Audited Financial Statements for Fiscal Year Ended June 30, 2017.

M/S/C/Martinez/Sandoval/Unanimous

12. **Approval to Receive and File Quarterly Financial Statements** – There was a presentation and discussion on this item.

A motion was made by member Sandoval and seconded by Vice Chair Martinez to receive and file the Quarterly Financial Reports.

M/S/C/Sandoval/Martinez/Unanimous

13. **Approval to Receive and File Mitigation Monitoring Reports** – There was presentation and discussion on this item.

A motion was made by member Sandoval and seconded by Vice Chair Martinez to receive and file the Quarterly Financial Reports.

M/S/C/Sandoval/Martinez/Unanimous

14. **Adjournment** –The Committee meeting was adjourned at 1:07PM. The next meeting will be held February 26, 2018.

X 

Deanna Stanley
Clerk

SGVCOG Capital Projects & Construction Committee February 26, 2018 Meeting Minutes

Chairperson Costanzo called the meeting of the San Gabriel Valley Capital Projects and Construction Committee to order at 12:07pm at the San Gabriel City Hall Council Chambers.

1. **Pledge of Allegiance** – Member Sandoval led the pledge of allegiance.

2. **Roll Call:** Mr. Christoffels called the roll.

In attendance was:

Juli Costanzo, San Gabriel, Chair

Jack Hadjinian, Montebello

Tim Sandoval, Pomona

Legal Counsel announced that due to a lack of a quorum the Committee could not take actions on the items listed as such on the agenda.

Staff:

Mark Christoffels, CEO

Gregory Murphy, Burke, Williams & Sorensen, legal counsel

Deanna Stanley

Amy Hanson

Phil Balmeo

Victoria Butler

Charles Tsang

Paul Hubler

Cecilia Cardenas

Guests:

Robert Williams, Railpros

Natasha DeBenon, Ghirardelli Associates

Charlie Nakamoto, Jacobs

John Burton, LA County Department of Public Works

3. **Public Comments** – There were no public comments.
4. **Chairperson's Remarks** – Chairperson Costanzo announced the Board would soon be holding legislative meetings in Washington DC with hopes to bring additional funding to the ACE Program. She announced the ribbon cutting ceremony of the Puente Avenue grade separation project will be held at 10:30AM on Friday, April 6, 2018.
5. **Chief Engineer's Monthly Report** – Mr. Christoffels reminded the Board that LA Metro submitted a grant application under the Trade Corridor Enhancement Program that included a total of \$78 million for the Montebello and Turnbull Canyon Road projects. Mr.

Christoffels also reported the Lemon Avenue project required weekend lane closures, which began this month without any reports of incidents.

6. **Project Construction Progress Report** – Charles Tsang reviewed the progress photos of the Lemon Avenue project and reported that the weekend closure allowed major concrete pours for southbound ramps. He reviewed the Fairway project's track demolition. Victoria Butler reviewed the progress photos for the Fullerton Road project. Phil Balmeo reviewed the progress photos for the Puente Avenue and San Gabriel Trench projects.
7. **Process for Selection of Potential Future Projects to be undertaken by the SGVCOG through the Capital Projects & Construction Committee** – Mr. Christoffels reviewed the information for this item but no action was taken.
8. **Adjournment** – The meeting was adjourned at 12:49PM. The next meeting will be held on March 26, 2018.

X 

Deanna Stanley
Clerk



Memo to: Capital Projects and Construction Committee Members & Alternates

From: Mark Christoffels
Chief Engineer

Date: March 26, 2018

SUBJECT: Chief Engineer's Monthly Report

The following are items of note since the last meeting:

Meetings – There was not a quorum at the February 26th regular meeting nor at the Finance Committee meeting held January 26th. Therefore, action items for both meetings are included in this month's agenda for your review.

ACE/SGVCOG Integration – Staff continues to work on its administrative efforts toward integrating the two entities.

Puente Project Dedication – Board members are reminded to attend the dedication ceremony and luncheon for the Puente Avenue grade separation project scheduled for 10:30 a.m. on Friday, April 6, 2018 at 121 N. Puente Ave., City of Industry, CA 91746. The project will be the 10th ACE grade separation to open to traffic. Please RSVP your attendance to ACE staff.

Legislative Meetings – I will provide an oral update at your Committee meeting following our annual trip to Washington, DC to meet with our Congressional representatives and their staffs to discuss Federal infrastructure initiatives and to provide an ACE program progress and funding needs update.

Finance Director Recruitment - A recruitment is underway for a Director of Finance. This key position will be responsible for the budget, billing, collection of grant reimbursement and investment of funds for both ACE and SGVCOG. The position is available due to the impending retirement of Carlos Monroy who has been with ACE for 11 years. Carlos will continue to provide assistance for limited hours during the transition.

Contracting – ACE's Administrative Code delegates to the CEO/Chief Engineer the authority to approve new contracts or change orders for previously approved contracts within certain limits, with a requirement that staff formally report such contract action. The CEO/Chief Engineer has approved the following since the last ACE meeting:

Consultant/Vendor	Reason for Change	Change Amount	Total Contract Value
OHL USA, Inc.	Puente Avenue Grade Separation Project: Change Order No. 012. Time Extension 2 – Utilities Partnering; Time Extension 3 – Verizon (Frontier); Time Extension 4 – (SGVWC); Time Extension 5 – Buried Objects in Valley Overcrossing	\$498,400	\$40,222,402
OHL USA, Inc.	Puente Avenue Grade Separation Project: Change Order No. 013. Reduction in Progress Payment Retention.	\$0.00	\$40,222,402
OHL USA, Inc.	Puente Avenue Grade Separation Project: Change Order No. 014. Additional Roadway Excavation Quantity BI 28.	\$609,926	\$40,832,329
Walsh Construction Co.	San Gabriel Trench Project - CCO # 36 - Agostino Road Scope Changes	\$300,942	\$169,889,879
Walsh Construction Co.	San Gabriel Trench Project - CCO # 37 - Trench Invert & Shear Key Changes; Eliminate Temporary Struts at Del Mar Ave.; Eliminate Drainage Detail – RW 10 & RW 103; Eliminate SCE Duct Bank Split Casing West of Alhambra Wash; Deletion of “Remove & Reconstruct” Section at San Gabriel Blvd. & Valley Blvd. Intersection	(\$41,774)	\$169,848,105
Walsh Construction Co.	San Gabriel Trench Project - CCO # 38 - Scope Changes at Ramona St. & W. Main St., Mission Dr. & Anderson Way, Mission Rd. & Junipero Serra Dr.; Alhambra Wash Schedule Acceleration; Agostino Road Scope Changes – Supplemental	\$1,266,910	\$171,115,015
Paragon Partners	Reallocation of funds between Baldwin Ave. and East End Reservoir task orders – no-cost revision.	\$0.00	\$20,032,704
SWCA Environmental Consultants	Post-construction Vibration Surveys for the San Gabriel Trench Project and extend task order to March 31, 2019.	\$11,650	\$7,829,712
RailPros, Inc.	Revise Task Order No. 2 (Preliminary Engineering - At-Grade Crossing Safety Improvements) performance period to June 30, 2018.	\$0.00	\$1,736,411
URS	Revise Task Order No. 5 (Betterment – Pico Water District) performance period to August 31, 2018 for the Durfee Ave. Grade Separation Project.	\$0.00	\$5,087

RailPros, Inc.	Limited NTP for Final Design Phase for the At-Grade Crossing Safety Improvements Project.	\$64,838	\$1,801,249
----------------	---	----------	-------------

Community Outreach Update – Staff conducted the following project outreach activities:

- Conducted ongoing community outreach and support activities for the San Gabriel Trench, Puente Avenue, Fairway Drive and Fullerton Road grade separation projects.



Memo to: Capital Project and Construction Committee Members & Alternates
From: Mark Christoffels
Chief Engineer
Date: March 26, 2018
Subject: Finance Committee Meeting Reports

RECOMMENDATION: Receive and File Reports of Finance Committee

BACKGROUND: There was not an adequate number of members to form a quorum at the January 25, 2018 Finance Committee meeting. The purpose of the meeting is to review the status of audits, project schedules, expenditures and reimbursements and banking information. The agenda and material is attached for your review.

Attachments



**ACE FINANCE SUB COMMITTEE
MEETING AGENDA**

January 26, 2018 12PM

ACE Offices

**4900 Rivergrade Road Suite A120 – Board Conference Room
Irwindale, CA 91706**

Members of the public may comment on any item on the agenda
The San Gabriel Valley Corporate Center (4900 Rivergrade Road)
is accessible to persons using wheelchairs and with other disabilities. Informational material
will be available in large print. Assistive listening devices, materials in other alternate formats,
American Sign Language interpreters and other accommodations will be made available upon request.
Requests should be made to Deanna Stanley at 626-962-9292 ext. 142 or deannas@theaceproject.org
Providing at least 72 hours notice will help ensure availability.

- I. Roll Call and Introductions
- II. Public Comment
- III. Status Report on ACE Contract Audits
- IV. Review of Quarterly Progress Reports
- V. Update on Working Capital Financing Program
- VI. Adjournment



Advanced Construction & Engineering

4900 Rivergrade Rd. Ste. A120 Irwindale, CA 91706 (626) 962-9292 fax (626) 962-3552 www.theaceproject.org



MEMO TO: ACE Finance Sub Committee

FROM: Mark Christoffels
Chief Engineer

DATE: January 25, 2018

SUBJECT: Status Report on ACE Contract Audits

RECOMMENDATION: Receive and file a report on the ACE Contract Audits for the period from October 1, 2017 through December 31, 2017

BACKGROUND: ACE conducts audits on the agency's professional services contracts to verify that billable rates are being billed correctly. When discrepancies are discovered, ACE will withhold disputed amounts from future progress or final retention payments on these contracts. The attached summarize the activities by the ACE audit team during the 2nd quarter of fiscal year 2018. During this period ACE recovered \$50,051 in charges from our consultants that could not be supported by their documentation. The attached also shows 4 audits were completed during this period and that there are 12 additional audits currently pending.

ATTACHMENTS

Contract Audit Status Report (10/1/17 to 12/31/17)

Contract Audits Completed This Quarter

Contractor	Project	Audit Period	Value	Questioned Costs
David Lang & Associates	Various	7/1/14-6/30/16	\$132,245	\$0
Lee Andrews Group	Various	1/1/12-12/31/13	\$1,338,345	\$(18,750)
LSA Associates	Various	7/1/14-7/31/17	\$126,912	\$2,593
Paragon Partners	Durfee	5/1/13-6/30/16	\$1,056,526	\$66,208
Total				\$50,051

Contract Audit Status Report (Through 12/31/17)

Auditor	Completed Audits Quarter/Total	Amount Recovered This Qtr	Amount Recovered Total	Audits To Be Done
MTA (5/01-6/06)	0 / 130	\$0	\$427,520	0
ACE (4/08-Present)	4 / 185	\$50,051	\$4,479,223	12*
Total	4 / 315	\$50,051	\$4,906,743	12

	Previous Quarter	Add/(Deduct) This Quarter	Less: Completed	To Be Done *
Audits needed to get through 2016 costs	8	0	4	4
For Close-out	3	0	0	3
New contracts subject to audit	3	0	0	3
Internal Audit	2	0	0	2
Total (ACE)	16	0	4	12



MEMO TO: ACE Finance Sub Committee

FROM: Mark Christoffels
Chief Engineer

DATE: January 25, 2018

SUBJECT: Review of Quarterly Progress Reports

RECOMMENDATION: Receive and file a report on the ACE Quarterly Progress Reports for the period from October 1, 2017 through December 31, 2017

BACKGROUND: ACE is required to produce quarterly financial reports to update revenues, project budgets, expenditure forecasts, grant reimbursements, investments, and project schedules. Attached are exhibits that provide this required information and below is a summary of any changes from the prior quarter.

Exhibit I – ACE Revenue by Source

This exhibit details all funding authorized, allocated to projects, and remaining unallocated (surplus) since the inception of the ACE Project. During this review period, there were no additional allocations, and the current un-programmed fund balance is \$9.9 million. Current project estimates indicate up to \$14 million may be needed to complete current projects as well as an additional \$50 million to fully fund our last project, Turnbull Canyon Road Grade Separation. Grant funding in addition to the current \$9.9 million fund balance will be needed to close this funding gap.

Exhibit II – ACE Project Funding by Source

The funding allocation for the entire ACE Project is distributed among projects in this Exhibit based on the available revenues identified in Exhibit I. Funding allocations are adjusted either up or down quarterly to reflect updated project cost estimates as the project design is further developed, right of way acquisition costs become known as appraisals are made and purchase agreements executed, and finally when construction bids are received. In addition, funding sources may need to be changed due to modification on ACE's grant funding agreements with Caltrans and the MTA. Project allocation changes are shown on the summary sheet at the end of Exhibit II.

Exhibit III – ACE Project Allocations vs. Estimate at Completion

This Exhibit tracks project allocations as compared to the estimated cost to complete for each project, along with other data. The current report shows that if the current ACE projects were to be completed based on what we know today; there would be an approximate \$14.6 million deficit. This deficit will need to be funded with the current \$9.9 million fund balance as well as additional grant funding which staff is pursuing both at the federal and state level. As the projects are bid out, or those in design are further

developed, the cost estimates will be refined and the needed allocations adjusted based on ACE's available balance of grant funds.

Exhibit IV – Expenditure Forecasts

This is a cash flow forecast for active projects. The spreadsheets show full-anticipated project costs regardless of whether the project is currently in design, right of way, or a construction phase. This allows staff to keep track of the overall program status and determine what remaining funds are available for future projects. The reasons for any changes shown in the Estimated at Completion (EAC) column are noted with footnotes at the bottom of the spreadsheet. This quarter there were no cost changes to report.

Exhibit V – ACE Expenditures vs. Reimbursements

This exhibit captures the reimbursement status for all active or completed projects as of December 31, 2017. Since ACE must borrow funds to make current payments to its vendors, consultants, and contractors, and then seek reimbursement from its granting agencies, minimizing the time for reimbursements is a key component to avoid incurring significant interest costs on ACE borrowed funds. ACE's policy is to try to bill and receive reimbursements within 30 days. As noted in this exhibit, as of December 31, 2017, ACE was current on all of its requested grant reimbursements except for \$5.3 million in receivables that were over 30 days. This amount is reflective of outstanding reimbursement invoices from the cities of Industry and Diamond Bar related to the Lemon Avenue Ramps ACE is constructing for them under a Betterment Agreement, and delayed federal reimbursement for the Nogales Street project.

Exhibit VI – Project Schedules

This exhibit reflects current estimated schedules for different phases of active projects.

Exhibit VII – Treasury/Banking Investments

This exhibit has two components – a statement of net assets as of December 31, 2017 and an accounting of all banking and investments.

The exhibit shows that if ACE were to conclude all operations as of this date, it would have assets over liabilities of \$7,422,473 after paying off its current liabilities including the CalPERS liabilities. In an agreement with CalPERS, ACE is currently paying down its unfunded and termination liabilities through additional payments made each month. CalPERS current published unfunded and termination liability numbers (shown on Exhibit VII) do not yet reflect all payments so our actual liability is much less than currently stated.

ACE's banking and investments remain in compliance with the SGVCOG investment policy.

EXHIBIT I - ACE REVENUE BY SOURCE
As of December 31, 2017

Grant		Authorized	Adjustments	Note	Net Authorized	Allocated To Projects	Surplus	Allocated Inc/(Decr)
Federal								
TEA - 21	Sect 0491	4,655,048	(402,000)	a	4,253,048	4,253,048	-	
TEA - 21	Sect 1017	2,205,000	(141,317)	b	2,063,683	2,063,683	-	
TEA - 21	Sect 1138	17,250,000	-		17,250,000	17,250,000	-	
TEA - 21	Sect 1533	100,000,000	-		100,000,000	100,000,000	-	
TEA - 21	Sect 198	9,562,500	(572,760)	b	8,989,740	8,989,740	-	
HIway Fund FY 01		1,500,000	(3,300)	b	1,496,700	1,496,700	-	
NCPD FY 2000		1,240,000	-		1,240,000	1,240,000	-	
NCPD FY 2001		2,400,000	(2,565)	b	2,397,435	2,397,435	-	
NCPD FY 2002		4,000,000	(116,000)	b	3,884,000	3,884,000	-	
NCPD FY 2003		1,495,000	(10,000)	b	1,485,000	1,485,000	-	
NCPD FY 2004		2,000,000	(119,163)	b	1,880,837	1,880,837	-	
STP FY 2006		4,200,000	(42,000)	b	4,158,000	4,158,000	-	
STP FY 2009		570,000	-		570,000	570,000	-	
STP FY 2010		500,000	(85)	b	499,915	499,915	-	
AAA FY 2010		1,349,000	(230)	b	1,348,770	1,348,770	-	
SAFETEA-LU FY 05	Sect 1701	2,528,000	(255,185)	c	2,272,815	2,272,815	-	
SAFETEA-LU FY 06	Sect 1701	2,528,000	(254,883)	c	2,273,117	2,273,117	-	
SAFETEA-LU FY 07	Sect 1701	2,528,000	(252,029)	c	2,275,971	2,275,971	-	
SAFETEA-LU FY 08	Sect 1701	2,528,000	(252,029)	c	2,275,971	2,275,971	-	
SAFETEA-LU FY 09	Sect 1701	2,528,000	(251,136)	c	2,276,864	2,276,864	-	
SAFETEA-LU FY 05	Sect 1934	3,000,000	(280,077)	c	2,719,923	2,719,923	-	
SAFETEA-LU FY 06	Sect 1934	6,000,000	(560,154)	c	5,439,846	5,439,846	-	
SAFETEA-LU FY 07	Sect 1934	7,500,000	(700,192)	c	6,799,808	6,799,808	-	
SAFETEA-LU FY 08	Sect 1934	7,500,000	(700,192)	c	6,799,808	6,799,808	-	
SAFETEA-LU FY 09	Sect 1934	6,000,000	(560,154)	c	5,439,846	5,439,846	-	
SAFETEA-LU FY 05	Sect 1301	3,125,000	(247,763)	c	2,877,237	2,877,237	-	
SAFETEA-LU FY 06	Sect 1301	6,250,000	(495,526)	c	5,754,474	5,754,474	-	
SAFETEA-LU FY 07	Sect 1301	7,812,500	(619,407)	c	7,193,093	7,193,093	-	
SAFETEA-LU FY 08	Sect 1301	7,812,500	(619,407)	c	7,193,093	7,193,093	-	
SAFETEA-LU FY 09	Sect 1301	6,250,000	(495,526)	c	5,754,474	5,754,474	-	
FRA		2,544,100	-		2,544,100	2,544,100	-	
PUC (Section 130)		10,000,000	-		10,000,000	10,000,000	-	
ISTEA (Nogales-LA)		6,936,147	-		6,936,147	6,936,147	-	
CMAQ (Nogales-LA)		6,347,000	-		6,347,000	6,347,000	-	
	Subtotal	252,643,795	(7,953,080)		244,690,715	244,690,715	-	
State								
ITIP		39,000,000	(18,426)	d	38,981,574	38,981,574	-	
PUC (Section 190)		10,000,000	-		10,000,000	10,000,000	-	
TCRP		150,000,000	(19,700,000)	e	130,300,000	130,300,000	-	
Prop 1B-HRCSA (Nogales-LA/Fullerton/Durfee)		46,612,000	-		46,612,000	46,612,000	-	
TCIF (SGT/Baldwin/Fairway/Puente/Durfee)		422,196,000	-		422,196,000	422,196,000	-	
	Subtotal	667,808,000	(19,718,426)		648,089,574	648,089,574	-	
Local								
MTA 1 (FY 98-02)	C 25%	37,500,000	(23,360,000)	f	14,140,000	14,140,000	-	
MTA 2 (FY 03-05)	C 10%	1,857,000	-		1,857,000	1,857,000	-	
MTA 2 (FY 03-05)	C 25%	13,178,000	-		13,178,000	13,178,000	-	
MTA 2 (FY 03-05)	AB 3090	9,308,000	-		9,308,000	9,308,000	-	
MTA 2 (FY 03-05)	STIP-RIP	5,496,000	-		5,496,000	5,496,000	-	
MTA 3 (FY 06-09)	C 25%	85,000,000	-		85,000,000	85,000,000	-	
MTA 4 (FY 09-15)	C 25%-Remaining	28,566,800	-		28,566,800	28,566,800	-	
MTA 5 (FY 09-15)	C 25%-Supplemental	112,324,000	-		112,324,000	112,324,000	-	
MTA 6 (Nogales-LA)	C 25%	28,849,000	-		28,849,000	28,849,000	-	
MTA 7 (Phase II)	Measure R	400,000,000	-	g	400,000,000	400,000,000	-	3,944,000
	Subtotal	722,078,800	(23,360,000)		698,718,800	698,718,800	-	
Other Sources								
Railroad (UPRR/Metrolink)		40,552,000	(4,183,500)	h	36,368,500	27,418,933	8,949,567	(7,941,067)
Cities/LA County (Nogales-LA)		9,915,303	-		9,915,303	9,915,303	-	
Betterments (Cities/Metrolink)		54,527,807	-		54,527,807	54,527,807	-	
MWD (Brea Canyon)		2,207,402	-		2,207,402	2,207,402	-	
Property Sale		4,540,452	(4,184,700)	i	355,752	(690,688)	1,046,440	
	Subtotal	111,742,964	(8,368,200)		103,374,764	93,378,757	9,996,007	
TOTAL GRANTS		1,754,273,559	(59,399,706)		1,694,873,853	1,684,877,846	9,996,007	
Other Income								
Property Rental Income		139,316	-		139,316	-	139,316	
Recovered Costs		17,288	-	j	17,288	-	17,288	
	Subtotal	156,604	-		156,604	-	156,604	
TOTAL ACE Construction		1,754,430,163	(59,399,706)		1,695,030,457	1,684,877,846	10,152,611	(3,997,067)

Notes:

- Transferred by LA County to ACE for the Nogales-LA project.
- Federal budgetary reduction.
- Based on Caltrans updated OA, appropriations reduced by 10% instead of 15%.
- \$18K for Ramona lapsed in June 2008 prior to project closeout.
- \$19.7 million programmed to other entities (yet to be allocated by State).
- Allocated to City of LA.
- Of the \$400M Measure R funds, \$135M has executed MOU.
- Based on individual projects, UPRR paid 1/2 before and 1/2 after construction phase.
- Due to phasing of construction, only \$27.753M has been received. \$4.184M adjustment is for Temple project.
- Sale of Nogales(Ah) property used to reduce expenditures billed to Caltrans.
- Costs recovered from audit after a project had been closed.

EXHIBIT II - ACE PROJECTS FUNDING BY SOURCE
As of December 31, 2017

(\$ 000's)

All																					
Project	Task	Fed #	Total	TEA-21	NCPD/STP	SAFETEA	ITIP	ISTEA/CMQ	FRA/PUC	TCRP	Prop 18	MTA 1	MTA 2	MTA 3	MTA 4	MTA 5	MTA 6	MTA 7	Railroad	Prop Sale	Cities/Better
101 Ramona	Design	(002)	4,355	3,560	-	-	-	-	-	-	-	795	-	-	-	-	-	-	-	-	
	ROW	(002)	8,156	2,400	-	-	-	-	-	-	-	215	5,494	48	-	-	-	-	-	-	
	Constr	(002)	40,580	16,684	4,158	5,533	-	-	-	-	-	8,083	2,374	1,680	-	-	-	-	1,000	1,119	
	Ramona Total		53,091	22,644	4,158	5,533	-	-	-	-	-	1,010	13,577	2,372	1,680	-	-	-	1,000	1,119	
105 Nogales-AH	Design	(005)	4,034	2,560	-	-	1,473	-	-	-	-	-	1	-	-	-	-	-	-	-	
	ROW	(005)	17,231	12,970	2,397	-	3,407	-	-	-	-	700	1,940	-	-	-	-	-	-	(4,185)	
	Constr	(005)	28,534	1,841	-	-	21,580	-	-	4,406	-	382	225	-	-	-	-	-	-	100	
	Nogales-AH Total		49,798	17,372	2,397	-	26,460	-	-	4,406	-	1,082	2,166	-	-	-	-	-	-	100	
106 Sunset	Design	(020)	4,739	-	-	-	-	-	-	4,400	-	-	-	339	-	-	-	-	-	-	
	ROW	(026)	3,326	100	-	1,673	-	-	-	100	-	-	-	565	-	888	-	-	-	-	
	Constr	TCRP	85,797	-	-	-	-	-	-	47,720	-	-	-	14,607	16,691	345	-	-	-	6,434	
	Sunset Total		93,862	100	-	1,673	-	-	-	52,220	-	-	-	15,511	16,691	1,232	-	-	-	6,434	
110 East End	Design	(003)	4,295	1,952	1,240	-	952	-	-	-	-	97	-	54	-	-	-	-	-	-	
	ROW	(003)	4,478	3,131	-	-	1,347	-	-	-	-	-	-	-	-	-	-	-	-	-	
	Design	(010)	3,620	2,896	-	-	600	-	-	-	-	122	2	-	-	-	-	-	-	-	
	ROW	(010)	9,431	5,718	-	-	2,255	-	-	-	-	-	286	919	253	-	-	-	-	-	
EE/Reservoir Total	Constr	TCRP	57,176	-	-	-	407	-	-	46,780	-	-	433	9,557	-	-	-	-	-	-	
	EE/Reservoir Total		79,000	13,697	1,240	-	5,561	-	-	46,780	-	122	818	10,530	253	-	-	-	-	-	
	Design	(019)	4,556	1,191	-	-	410	-	-	2,500	-	-	-	455	-	-	-	-	-	-	
	ROW	(027)	12,881	-	1,485	5,521	-	-	-	2,000	-	-	-	3,875	-	-	-	-	-	-	
Brea Canyon Total	Constr	TCRP	56,466	-	-	-	-	-	5,000	21,007	-	-	-	21,745	-	-	-	-	-	8,715	
	Brea Canyon Total		73,903	1,191	1,485	5,521	410	-	5,000	25,507	-	-	-	26,075	-	-	-	-	-	8,715	
	Design	(001)	8,057	6,072	-	-	265	-	-	-	-	1,541	-	179	-	-	-	-	-	-	
	ROW	(001)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
JS - Phase 3 Sub-Total	Constr	(001)	3,582	2,866	-	-	-	-	-	-	-	612	239	(134)	-	-	-	-	-	-	
	JS - Phase 3 Sub-Total		11,639	8,938	-	-	265	-	-	-	-	2,153	239	45	-	-	-	-	-	-	
	Design	(006)	242	240	-	-	-	-	-	-	-	2	-	-	-	-	-	-	-	-	
	ROW	(006)	158	160	-	-	-	-	-	-	-	-	(2)	-	-	-	-	-	-	-	
JS - Mission Sub-Total	Constr	(015)	2,270	1,578	-	-	-	-	-	-	-	515	96	81	-	-	-	-	-	-	
	JS - Mission Sub-Total		2,670	1,978	-	-	-	-	-	-	-	517	94	81	-	-	-	-	-	-	
	Design	(016)	4,832	3,863	-	-	-	-	-	-	-	888	38	43	-	-	-	-	-	-	
	Constr	(007)	2,936	2,164	-	-	-	-	-	-	-	374	167	231	-	-	-	-	-	-	
JS - Quad Gates	Constr	(008)	3,553	2,845	-	-	-	-	-	-	-	96	615	(2)	-	-	-	-	-	-	
	Constr	(014)	4,991	3,992	-	-	-	-	-	-	-	-	1,000	(1)	-	-	-	-	-	-	
	Constr	(021)	3,520	2,502	-	-	-	-	-	-	-	-	727	290	-	-	-	-	-	-	
	JS/Safety/IRIS Total		34,141	26,282	-	-	265	-	-	-	-	4,028	2,880	686	-	-	-	-	-	-	
Total Projects			1,663,442	134,053	17,464	67,346	38,982	13,283	22,544	130,300	468,808	8,414	28,578	84,800	27,567	108,585	28,849	400,000	17,909	(691)	
Start-up/Misc			21,436	-	-	-	-	-	-	-	-	5,726	1,261	200	1,000	3,739	-	-	9,510	-	
Total ACE			1,684,878	134,053	17,464	67,346	38,982	13,283	22,544	130,300	468,808	14,140	29,839	85,000	28,567	112,324	28,849	400,000	27,419	(691)	
Net Authorized			1,694,875	134,053	17,464	67,346	38,982	13,283	22,544	130,300	468,808	14,140	29,839	85,000	28,567	112,324	28,849	400,000	36,369	66,651	
Allocated to Projects			1,684,878	134,053	17,464	67,346	38,982	13,283	22,544	130,300	468,808	14,140	29,839	85,000	28,567	112,324	28,849	400,000	27,419	(691)	
Surplus / (Shortfall)			9,997	(0)	0	(0)	0	(0)	(0)	-	-	-	-	-	0	-	-	-	8,950	1,047	
Other Income			157	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
Total Surplus / (Shortfall)			10,154	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	

MTA 1 : MOU P0004367
MTA 2 : MOU 8002
MTA 3-5 : AMENDMENTS TO MOU
MTA 6 : MOU P000F1159 (Nogales-LA)
MTA 7 : MOU 8002R (Measure R-Phase II)

EXHIBIT II - ACE PROJECTS FUNDING BY SOURCE
As of December 31, 2017

(\$ 000's)

Project	Task	Fed #	All																
			TEA-21	NCPD/STP	SAFETEA	ITIP	ISTEA/CMQ	FRA/PUC	TCRP	Prop 1B	MTA 1	MTA 2	MTA 3	MTA 4	MTA 5	MTA 6	MTA 7	Railroad	Prop Sale
Total			4,463											100		4,363			
212 At-Grade Crossing	Design	n/a	1,075											1,075					
	ROW	n/a																	
	Constr	n/a	17,378											2,299		15,079			
At-Grade Crossing Total														3,474		19,442			
102 Baldwin	Design	(017)	5,390	3,013		753						495	696	432					
	ROW	(028)	37,237		21,008						9,382	2,500	4,347						
	Constr	(017)	27,738					27,738											
Baldwin Total			70,365	3,013		21,008	753		27,738		9,877	3,196	4,779						
208 Durfee	Design	(039)	9,046		6,984									2,062					
	ROW	n/a	32,624	1,349	3,556									11,005		13,820		2,894	
	Constr	n/a	49,473		3,883				5,326							40,264			
Durfee Total			91,142		14,422			5,326						13,067		54,084		2,894	
204 Fairway-LA	Design	(036)	8,231										60	8,171					
	ROW	n/a	31,603											657		30,946			
	Constr	n/a	99,523					71,000								18,607			9,916
Fairway-LA Total			19,000															19,000	
207 Fullerton	Design	n/a	158,357					71,000				60		8,828		49,553			28,916
	ROW	n/a	10,698											1,970		8,728			
	Constr	n/a	26,625											17,739		8,886			
Fullerton Total			115,061				53,366						10,768		38,581	4,508		7,838	
205 Hamilton	Design	n/a	152,383					53,366						30,476		56,195	4,508		7,838
	ROW	n/a	1,767											1,242		525			
	Constr	n/a	22											22					
Hamilton Total			1,789											1,264		525			
209 Montebello	Design	n/a	13,530											4,623		8,907			
	ROW	n/a	29,660											1,256		28,404			
	Constr	n/a	103,348													103,348			
Montebello Total			146,538											5,879		140,659			
250 Nogales-LA	Design	(032)	4,706	932											1,766				2,008
	ROW	(035)	50,295				6,936	1,109						6,877	27,083		2,883		5,407
	Constr	(032)	66,087	3,321	570	12,810	6,347	16,435		25,600								1,004	
Nogales-LA Total			121,088	4,253	570	12,810	13,283	17,544		25,600				6,877	28,849		2,883		8,419
202 Puente	Design	(034)	9,413		(0)								84	9,329					
	ROW	n/a	30,828											9,683		21,145			
	Constr	(040)	57,136							48,000				984		8,152			
Puente Total			97,377		(0)					48,000		84	19,996		29,297				
201 SG Trench	Design	(030)	33,458	120	1,881	11,913					3	27	3,006	1,365		15,144			
	ROW	n/a	33,273		500										3,732	26,856			2,185
	Constr	(037)(038)	246,026							237,778					5,323				2,925
SG Trench Total			312,758	120	2,381	11,913			237,778	3	27	3,006	1,365	9,055		42,000			5,110
109 Temple	Design	(009)	7,267	4,680							1,168	151	978	288				2	
	ROW	(009)	12,939	7,768						969	1,370	2,260					572		
	Constr	(009)	74,620	32,932	3,884			1,387		33	7,589	13,505	3,950	1,796			8,944	600	
Temple Total			94,826	45,380	3,884			1,387		2,169	9,110	16,743	4,238	1,796			9,518	600	
210 Turnbull Cyn	Design	n/a	10,000													8,245			
	ROW	n/a	106																
	Constr	n/a																	
18 Turnbull Cyn Total			10,106											1,861		8,245			

Exhibit II - ACE PROJECTS FUNDING BY SOURCE
Changes in Funding on Active Projects
As of December 31, 2017
(\$ 000's)

Project	Task	9/30/2017	TEA-21	ITIP	HRCSA	TCF	MTA 5	28 849M MTA 6	Meas R MTA 7	Railroad	Property Sales	12/31/2017	Comments
At-Grade Crossing	Design	4,463										4,463	
	ROW	1,075										1,075	
	Constr	17,378					(5,464)		5,464			17,378	Moved Prop C to Durfee and SG Trench
At-Grade Crossing Total		22,916										22,916	
Durfee	Design	9,046										9,046	
	ROW	32,624					141		(141)			32,624	
	Constr	49,473										49,473	Transferred Prop C from At-Grade
Durfee Total		91,143										91,143	
Fairway-LA	Design	8,231										8,231	
	ROW	31,603										31,603	
	Constr	99,523				(1,538)			1,538			99,523	Swapped Prop C with Meas R
Fairway-LA Total		158,357										158,357	
Fullerton	Design	10,698										10,698	
	ROW	26,625										26,625	
	Constr	115,061										115,061	
Fullerton Total		152,384										152,384	
Montebello	Design	13,530					600		(600)			13,530	Swapped Prop C with Meas R
	ROW	29,660					(600)		600			29,660	Swapped Prop C with Meas R
	Constr	116,855							3,944	(17,451)		103,348	De-allocated RR, allocated Meas R
Montebello Total		160,045										146,538	
Nogales-LA	Design	4,706										4,706	
	ROW	50,295										50,295	
	Constr	66,087										66,087	
Nogales-LA Total		121,088										121,088	
Puente	Design	9,413										9,413	
	ROW	30,828										30,828	
	Constr	57,136										57,136	
Puente Total		97,377										97,377	
SG Trench	Design	33,458										33,458	
	ROW	33,273					677		(677)			33,273	Swapped Prop C with Meas R
	Constr	246,026					5,323		(5,323)			246,026	Transferred Prop C from At-Grade
SG Trench Total		312,757										312,757	
Temple	Design	7,267										7,267	
	ROW	12,939										12,939	
	Constr	74,620										74,620	
Temple Total		94,826										94,826	
Turnbull Cyn	Design	10,106					755		(861)			10,000	Swapped Prop C with Meas R
	ROW	-					106					106	Allocated Prop C
	Constr	10,106										-	
Turnbull Cyn Total		20,212										10,106	
Start-up/Misc	N/A	11,926								9,510		21,436	Allocated RR for loan payment & Calpers
NET CHANGE												(3,997)	

Exhibit III

ACE Projects Allocation vs. Actual Summary

As of December 31, 2017

		(\$ 000's)							
	Project	Cost Estimate (1997)	Cost Estimate (2006)	(Exhibit II) Total Allocated to Projects	ITD Expenditures (Exhibit V)	Estimate at ** Completion Exhibit IV	Variance (Allocated vs. Estimate at Completion)	Status	
	Start-up/Misc			\$ 21,436	\$ 19,802				
ACE Projects									
1	At-Grade Crossing Safety Improvements	N/A	N/A	\$ 22,916	\$ 1,904	\$ 22,916	\$ -	Active	
2	Durfee Road	N/A	N/A	91,143	26,307	91,143	-	Active	
3	Fairway Drive (LA)	N/A	N/A	158,357	88,385	178,916	(20,559)	Active	
4	Fullerton Road	N/A	N/A	152,383	53,879	152,384	(1)	Active	
5	Montebello Corridor	N/A	N/A	146,538	5,619	160,045	(13,507)	Active	
6	Nogales South (LA)	24,307	N/A	121,088	117,485	120,772	316	Active	
7	Puente Avenue	N/A	N/A	97,377	76,764	97,377	-	Active	
8	San Gabriel Trench	198,205	N/A	312,758	265,903	293,671	19,087	Active	
9	Temple Avenue	35,985	80,272	94,826	94,627	94,826	-	Active	
10	Turnbull Canyon Road	N/A	N/A	10,106	944	10,106	-	Preliminary	
11	Baldwin Avenue	23,994	64,765	70,365	70,365	70,365	-	Closed	
12	Brea Canyon	26,571	64,401	73,903	73,459	73,903	-	Closed	
13	Crossing Safety/IRRIS	61,000	35,200	34,141	34,343	34,141	-	Closed	
14	East End/Reservoir	56,571	69,180	79,000	78,960	79,000	-	Closed	
15	Hamilton Blvd.	N/A	N/A	1,789	1,789	1,789	-	Closed	
16	Nogales North (Alh)	39,636	54,599	49,798	49,797	49,798	-	Closed	
17	Ramona Blvd.	14,489	47,102	53,091	53,091	53,091	-	Closed	
18	Sunset Avenue	22,259	70,502	93,862	93,794	93,862	-	Closed	
	Subtotal	\$ 503,017	\$ 486,021	1,684,878	\$ 1,207,216	\$ 1,678,105	\$ (14,664)		

** Excludes Start-up/Misc of \$21.436M to agree with Exhibit-IV EAC.

Exhibit IV Expenditure Forecast (Active Projects)

As of December 31, 2017
(\$ millions)

ITD 2017	Budget		Estimate ^A		Forecast			EAC ^C			
		2018		2018	2019	2020	2021	2022 ^B	Q1 FY18	Change	Q2 FY18
Active Projects											
At-Grade Crossing Safety	1.5	1.8	1.8	1.8	1.6	8.7	9.3		22.9		22.9
Durfee Road	23.5	16.3	16.3	16.3	14.4	20.0	16.9		91.1		91.1
Fairway Drive (LA)	77.4	45.8	45.8	45.8	21.8	22.6	8.3	3.0	178.9		178.9
Fullerton Road	50.7	25.8	25.8	25.8	30.6	30.2	15.1		152.4		152.4
Montebello Corridor	4.6	5.8	5.8	5.8	5.9	15.6	30.3	97.8	160.0		160.0
Nogales (LA)	117.0	1.7	3.8						120.8		120.8
Puente Ave	70.1	21.0	21.0	21.0	6.3				97.4		97.4
San Gabriel Trench	256.3	22.9	22.9	22.9	14.5				293.7		293.7
Temple	94.0	0.9	0.8						94.8		94.8
Turnbull Canyon Rd	0.7	1.8	1.8		7.5				10.0		10.0
Completed Projects											
Baldwin	70.4								70.4		70.4
Brea Cyn	73.4								73.9		73.9
Crossing Safety/IRRIS	34.2								34.2		34.2
East End/Reservoir	79.0								79.0		79.0
Hamilton Blvd.	1.8								1.8		1.8
Nogales (Alh)	49.6								49.8		49.8
Ramona	53.1								53.1		53.1
Sunset	93.8								93.8		93.8
Total	1,151.1	133.5	145.8		102.6	97.1	79.9	100.8	1,678.0		1,678.0

Note: Project forecasts include indirect cost.

^A 2018 estimate includes mid-year adjustments

^B Includes costs beyond 2022

^C EAC includes 2018 estimate

Exhibit V

ACE Expenditures vs. Reimbursements

As of December 31, 2017

Reimbursement Status (\$ 000)									
Projects	ITD Expenditures	Received	Current / 30 Days or less	Aged Receivable	To Be Billed	MTA Retention			
At Grade Crossing	\$ 1,904	\$ 1,687	\$ 211	\$ -	\$ 3	\$ 2			
Durfee	26,307	25,234	823	-	197	53			
Fairway Drive	77,608	74,343	2,138	-	1,005	122			
Fairway-Lemon Betterment	10,777	4,960	1,130	3,647	1,040	-			
Fullerton	53,879	51,829	703	-	1,069	278			
Montebello	5,619	4,840	-	-	774	5			
Nogales (LA)	117,485	110,994	-	1,732	4,300	460			
Puente Ave.	76,764	73,979	2,609	-	121	55			
SG Trench	265,903	258,684	2,757	-	4,449	13			
Temple	94,627	89,367	-	-	5,260	-			
Turnbull Cyn.	944	772	-	-	141	31			
Baldwin	70,365	70,363	-	-	-	2			
Brea Canyon	73,459	73,459	-	-	-	-			
Crossing Safety / IRRIS	34,343	34,343	-	-	-	-			
EE/Reservoir	78,960	78,960	-	-	-	-			
Hamilton	1,789	1,789	-	-	-	-			
Nogales (AH)	49,797	49,797	-	-	-	-			
Ramona	53,091	53,091	-	-	-	-			
Sunset	93,794	93,794	-	-	-	-			
Sub-total Projects	1,187,414	1,152,283	10,372	5,379	18,360	1,019			
Project Administration	19,802	19,729	-	-	73	-			
Total ACE	\$ 1,207,216	\$ 1,172,012	\$ 10,372	\$ 5,379	\$ 18,433	\$ 1,019			

Exhibit VI

Project Schedules

As of 12/31/17

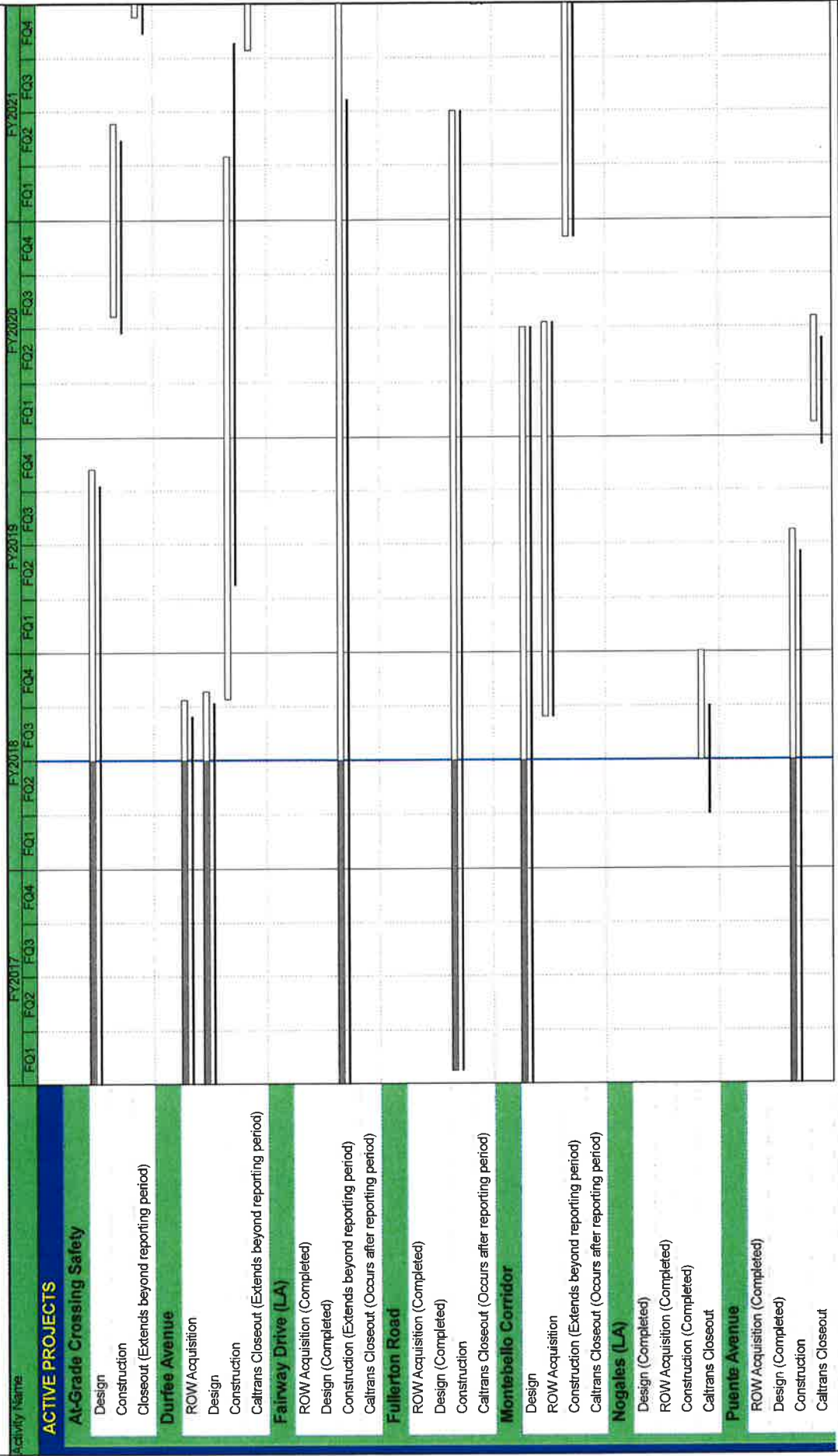


Exhibit VI Project Schedules

As of 12/31/17

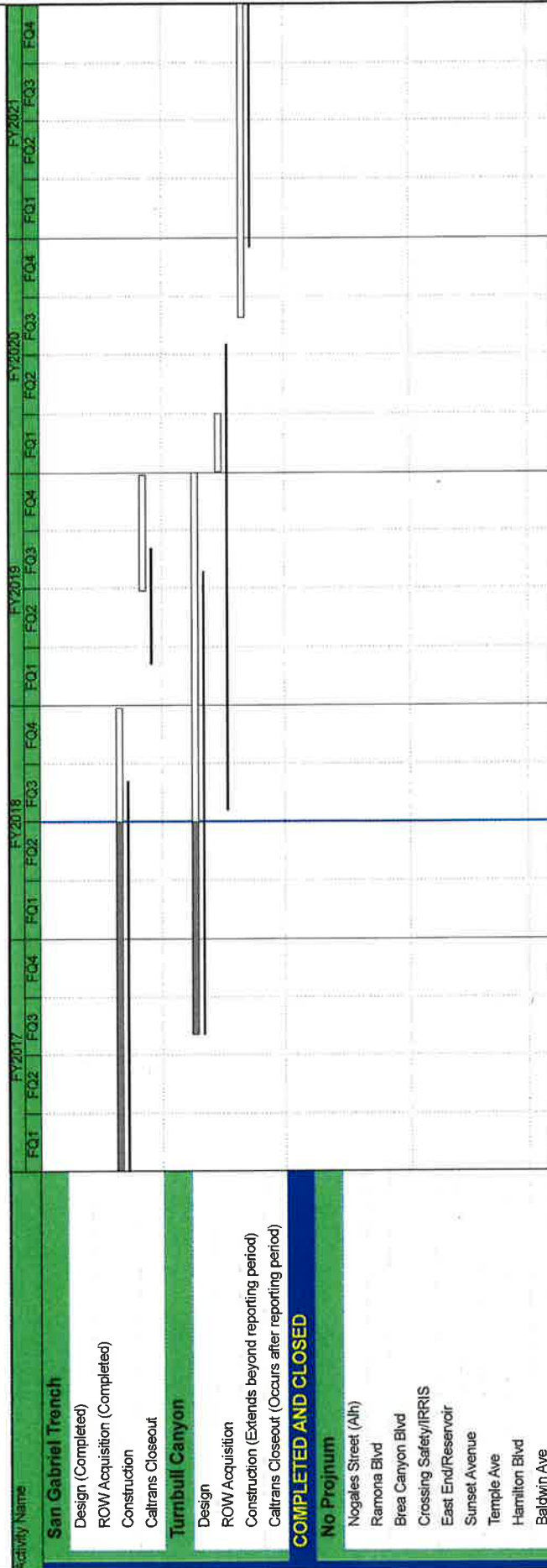


Exhibit VII

Treasury / Banking Investments

As of December 31, 2017

	12.31.2017	Change	09.30.2017
<u>Cash on hand</u>			
Operating Account	\$ 2,599,267	\$ (320,502)	\$ 2,919,769
Money Market Account (2)	4,824,300	785,134	4,039,166
Money Market (UPRR Contributions)	2,712,141	(4,997,060)	7,709,201
Total cash on hand	10,135,707	(4,532,428)	14,668,135
<u>Investments</u>			
LAIF	1,601,490	4,323	1,597,167
CBT - Fixed Income at cost	26,301,572	42,451	26,259,122
Total Investments	27,903,062	46,774	27,856,288
<u>Current - 30 days or less</u>	10,371,731	(1,301,548)	11,673,279
<u>Aged Receivable</u>	5,379,338	832,206	4,547,132
<u>To Be Billed</u>	18,433,127	1,374,089	17,059,038
<u>MTA Retention</u>	1,019,351	106,351	913,000
Total Exhibit V	35,203,546	1,011,098	34,192,448
Other receivables, prepaids and deferred costs	6,411,132	(206,558)	6,617,690
Total Cash, Cash Equivalents & Receivables	79,653,447	(3,681,115)	83,334,562
<u>Liabilities</u>			
Payables & other Accruals	1,208,324	(2,641,231)	3,849,556
Unearned revenues	19,675,614 (a.)	(813,906)	20,489,520
MTA Working Capital Loan	45,000,000	-	45,000,000
Total liabilities	65,883,938	(3,455,138)	69,339,076
Fund balance	13,769,509	(225,977)	13,995,486
Resources net of actual liabilities			
Less estimated:			
CalPERS - Hypothetical termination liability	6,347,036 (b.)	-	6,347,036
Resources net of estimated liabilities	\$ 7,422,473 (c.)	\$ (225,977)	\$ 7,648,450

a.) Represents surplus property appraised value, net proceeds from sale of ROW surplus properties, advanced UPRR funding, disallowed retention, and Betterment funds billed in advance to City of Industry for Fairway Drive and Fullerton projects.

b.) Updated based on CalPERS's annual valuation report as of June 30, 2016.

c.) Decrease is mostly due to recognizing unrealized reductions in market value of fixed cost portfolio securities.

Fixed Income Investments Portfolio

December 31, 2017

Cusip	Name	Coupon	Yield to Maturity	Purchase Date	Maturity Date	Current Price	Par Value	Market Value	Current Book Value
3130A8EN9	Federal Home Loan Bank	1.64	2.034	6/14/2016	6/14/2021	98.136	100,000	98.136	100,000
3130A8N16	Federal Home Loan Bank	1.48	2.031	7/28/2016	7/13/2021	97.413	200,000	194,826	200,000
3130A9GS4	Federal Home Loan Bank	1.70	2.184	10/12/2016	10/12/2021	97.717	600,000	586,302	600,000
3130AA2S6	Federal Home Loan Bank	1.80	2.236	1/30/2016	1/12/2021	97.950	300,000	293,850	299,727
3133EFZ91	Federal Farm Credit Bank	1.62	2.023	4/12/2016	4/12/2021	98.081	500,000	499,455	499,545
3134G93Q8	Freddie Mac	1.68	2.436	8/25/2016	8/25/2021	96.450	400,000	385,840	400,000
3134G95L7	Freddie Mac	1.60	2.082	8/25/2016	8/25/2021	97.720	700,000	684,040	700,000
3134GAE00	Freddie Mac	1.50	2.060	9/30/2016	9/30/2021	97.607	1,000,000	976,070	999,480
3134GAHK3	Freddie Mac	1.60	2.197	9/30/2016	9/30/2021	97.187	800,000	777,496	799,480
3134GAR22	Freddie Mac	1.60	2.328	10/27/2016	10/27/2021	96.581	300,000	289,743	300,000
3134GAZR8	Freddie Mac	2.05	2.405	12/30/2016	12/30/2021	98.335	200,000	196,670	200,000
3134GBUJ9	Freddie Mac	2.15	2.511	6/29/2017	6/29/2022	98.314	500,000	491,570	500,000
3134GB3D2	Freddie Mac	2.20	2.325	11/29/2017	5/25/2022	99.472	500,000	497,360	500,000
3134GB7F3	Freddie Mac	2.50	2.500	12/29/2017	12/29/2022	100.000	400,000	400,000	400,000
3135G0N66	Fannie Mae	1.40	1.978	8/25/2016	8/25/2021	97.260	400,000	389,040	400,000
3136G1C98	Fannie Mae	1.42	1.721	5/11/2016	2/5/2020	98.915	150,000	148,373	151,125
3136G35G6	Fannie Mae	1.55	2.089	9/23/2016	9/23/2021	97.450	1,000,000	974,500	999,720
3136G37G4	Fannie Mae	1.60	2.155	9/30/2016	9/30/2021	97.379	900,000	876,411	899,487
3136G4GF4	Fannie Mae	1.55	2.102	10/31/2016	10/28/2021	97.397	200,000	194,794	200,000
3136G3XZ3	Fannie Mae	1.50	2.042	7/28/2016	7/28/2021	97.433	300,000	292,258	300,000
3136G4EV1	Fannie Mae	1.63	2.315	10/28/2016	10/28/2021	96.756	250,000	241,895	249,898
3136G3C78	Fannie Mae	1.55	2.035	7/28/2016	7/28/2021	97.704	200,000	195,408	200,000
880591EL2	Tenn Valley Authority DTD	3.88	2.556	9/19/2016	2/15/2021	105.468	500,000	527,340	543,967
37.43% Government Securities (3.74 - 5.00 years)									
06740KHJ9	Barclays Bank/Delaware	1.60	1.627	7/18/2014	7/23/2018	99.897	100,000	99,897	100,000
87164YML5	Synchrony Bank DTD	1.55	2.029	7/13/2016	6/29/2021	97.750	250,000	244,375	249,463
05580AFAT	BMW Bank North America	1.20	1.715	9/13/2016	8/26/2019	98.524	250,000	246,309	250,000
02008LM42	Ally Bank Medium	1.30	1.807	9/15/2016	6/16/2019	98.645	250,000	246,613	250,000
140420QF0	Capital One Bank USA	2.15	2.126	7/7/2015	10/16/2019	100.099	163,000	163,161	163,462
02587DWK0	American Expr Centurion	2.20	2.150	7/1/2015	11/29/2019	100.209	170,000	170,356	170,624
05580ACZ5	BMW Bk North America DTD	2.20	2.182	10/8/2015	9/30/2020	100.086	250,000	250,215	249,950
140420F21	Capital One Bank	2.081	2.081	9/14/2016	9/14/2021	97.963	250,000	244,907	250,000
140420YS3	Capital One Bank Medium	2.028	2.028	7/13/2016	5/4/2021	98.048	250,000	245,119	250,415
949763AW6	Wells Fargo Bank	1.30	1.769	9/14/2016	9/8/2019	98.641	250,000	246,604	250,000
619165GX5	Morton Community Bank	1.60	1.982	12/16/2016	6/16/2020	98.714	200,000	197,428	200,000
14042RAR2	Capital One NA Medium	2.20	2.177	10/8/2015	10/7/2020	100.108	200,000	200,217	199,230
254672W20	Discover Bank DTD	1.85	2.096	12/14/2016	12/14/2020	99.059	200,000	198,117	200,000
9497485W3	Wells Fargo Bank CD	1.75	2.079	7/13/2016	6/17/2021	98.464	250,000	246,160	251,679
949763AZ9	Wells Fargo Bank	1.65	2.062	9/14/2016	9/14/2021	97.956	250,000	244,891	250,000
11.77% CDs (2.75 - 5.0 years)									
437076BB7	Home Depot	2.25	2.187	11/7/2013	9/10/2018	100.286	3,244,369	3,244,369	3,284,822
40428HPJ5	HSBC USA INC	2.63	2.522	12/4/2013	9/24/2018	100.462	1,000,000	1,002,860	1,004,354
36157QTF4	GE Capital Retail Bank	2.00	1.993	11/19/2013	11/23/2018	100.033	250,000	1,004,620	1,005,811
713448BN7	PepsiCo Inc	4.50	3.490	1/29/2015	1/15/2020	104.569	100,000	250,082	248,725
911312AMB	United Parcel Service DTD	3.13	2.555	6/10/2016	1/15/2021	102.461	185,000	104,569	106,390
44042AE0	Hormel Foods Corp	4.13	2.936	1/31/2017	4/15/2021	104.670	500,000	189,553	194,860
14912L6U0	Caterpillar Financial Serv Corp	1.70	2.234	9/9/2016	8/9/2021	97.526	1,746,000	523,350	530,099
02665WBG5	American Honda Finance	2.255	2.255	9/15/2016	9/9/2021	97.398	1,400,000	1,702,804	1,738,545
08408RAA5	Bank of NY Mellon Corp	2.60	2.544	10/18/2017	2/7/2022	100.229	1,011,000	1,363,572	1,392,034
166784AT7	Chevron	2.624	2.624	7/26/2017	3/3/2022	99.698	370,000	1,011,315	1,023,193
244199BE4	Deere & Co	2.60	2.576	7/26/2017	6/8/2022	100.110	150,000	369,623	373,731
27.85% Corporate Bonds (4.21 - 5.01 years)									
31381NM83	Federal Natl Mgt Assn#FN465783	3.84	3.552	12/10/2015	9/1/2020	99.514	7,712,000	7,674,513	7,770,522
31381QSP7	Fannie Mae Pool #468054	3.59	3.617	6/1/2013	6/1/2018	101.244	153,135	155,040	163,041
31381SDV1	Fannie Mae Pool #469116 DTD	2.94	2.891	11/21/2013	9/1/2018	99.890	446,597	446,106	483,581
31407RTU8	Fannie Mae Pool #838563	5.00	4.372	4/29/2016	10/1/2020	102.018	617,529	618,875	652,168
3137A6B27	Freddie Mac	4.33	3.026	9/7/2016	10/25/2020	105.044	155,458	72,227	74,824
3137A6PP7	Freddie Mac	4.19	2.950	9/7/2016	12/25/2020	104.958	321,808	163,300	171,733
3137ABFFH	Freddie Mac	3.99	2.885	9/7/2016	6/25/2021	104.916	496,000	37,553	355,226
8.77% Govt Mortgages (4.13 - 4.86 years)									
010631BM6	Alameda County JPA	5.00	4.278	11/21/2013	12/1/2018	103.237	440,000	520,385	547,013
758148GY0	Reed Calif Union School District	4.00	3.648	11/18/2013	8/1/2018	101.508	250,000	454,243	455,893
91412GS71	Univ of California	1.61	1.895	12/13/2017	5/15/2019	99.603	310,000	253,770	257,372
3.65% Municipals (1.42 - 5.03 years)									
31607A208	Fidelity Prime Mon Mar Ins	1.00		10/7/2015		100.000	1,334,252	1,016,782	1,021,963
4.78% Money Markets									
							\$	25,990,042	\$
							\$	25,785,819	\$
							\$	26,301,572	\$

Exhibit VII

Treasury / Banking Investments

As of December 31, 2017

Deposit/ Investment Amount 09.30.17	% of Invest- ments	Bank Deposits	Maximum Maturity	Maximum Percent of Portfolio	Maximum Investment in One Issuer
		Ace deposits are held by Citizens Business Bank (CBB) under a deposit agreement in amounts not to exceed \$50 million. Under the agreement, CBB maintains collateral deposits of at least 110% of the value of all ACE deposits at Bank of New York Mellon in eligible securities. The CBB deposits accounts are:			
\$ 2,599,267		Checking Account			
7,536,440		Money Market Accounts (3) *			
10,135,707		Total Deposits			
		Permitted Investments **			
\$ 10,442,429	37.42%	Government Securities (3.74 - 5.00 years)	5 years	50%	15%<=
7,770,522	27.85%	Corporate Bonds (4.21 - 5.01 years)	5 years	30%	10%<=
2,447,585	8.77%	Gov't Mortgages (4.13 - 4.80 years)	5 years	15%	None stated
1,021,963	3.66%	Municipals (1.42 - 5.03 years)	None stated	None stated	None stated
3,284,822	11.77%	CDs (2.75 - 5.0 years)	5 years	30%	10%<=
1,334,252	4.78%	Money Markets	None stated	None stated	None stated
\$ 26,301,572	94.26%	Subtotal Investments - Book value *			
1,601,490	5.74%	State's Local Agency Investment Fund	None stated	None stated	None stated
27,903,062	100.00%	Total Investments			
\$ 38,038,769		Total			

* Note: Includes \$15,193,281 of available unearned revenues

** Complies with SGVCOG Investment Policy

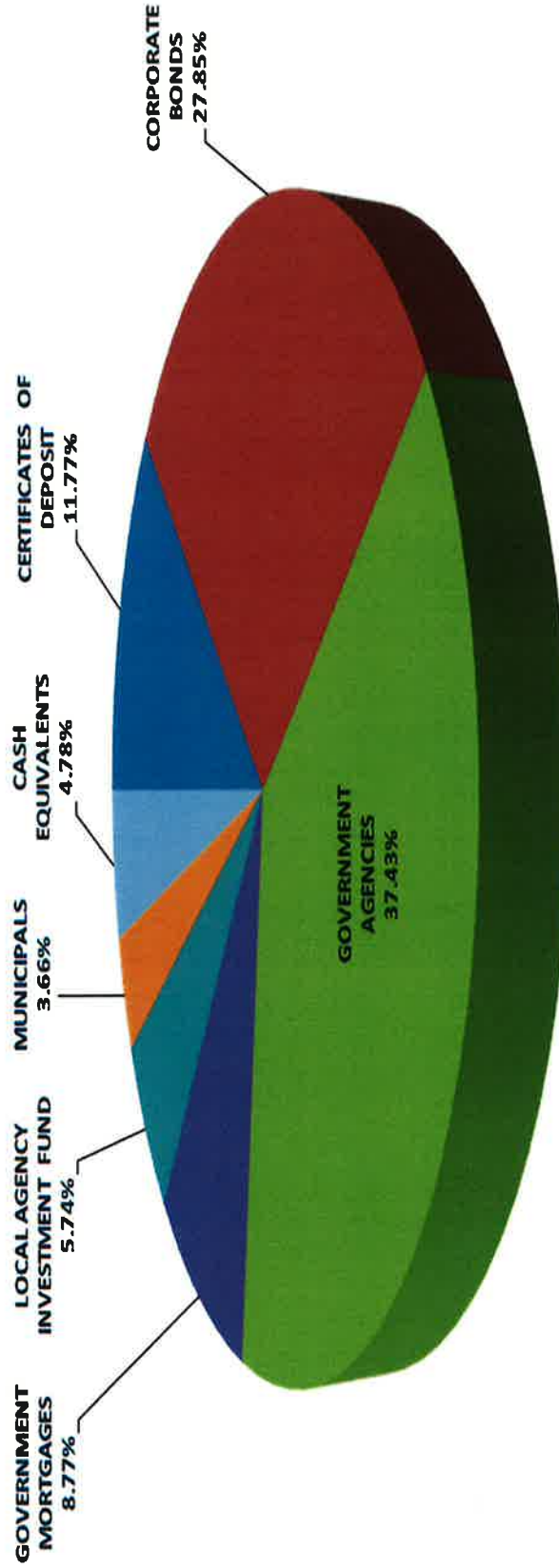
Fixed Income Investments at 12-31-2017 - Summary



Alameda Corridor - East Construction Authority
Office of ACE Construction Authority Finance Director/Treasurer

ASSET ALLOCATION

Assets (Dollars)	Current Par Value	Current Book Value	Market Value	Mkt/Book
CERTIFICATES OF DEPOSIT	3,283,000	3,284,822	3,244,369	98.77%
CORPORATE BONDS	7,712,000	7,770,522	7,674,513	98.76%
GOVERNMENT AGENCIES	10,400,000	10,442,429	10,202,418	97.70%
GOVERNMENT MORTGAGES	2,260,790	2,447,585	2,313,485	94.52%
LOCAL AGENCY INVESTMENT FUND	1,601,490	1,601,490	1,601,490	100.00%
MUNICIPALS	1,000,000	1,021,963	1,016,782	99.49%
CASH EQUIVALENTS	1,334,252	1,334,252	1,334,252	100.00%
Totals (Dollars)	27,591,532	27,903,062	27,387,308	98.15%



Fixed Income Composition by Book Value

Par Value: Or face value is the amount of money redeemed to the bondholder once the bonds matures
Book Value : Is the par value or face value plus any unamortized premiums or less any unamortized discounts.
Market Value: Is the current price at which the bond is trading
Mkt/Book: Measures the market value over the book value of a bond.



Advanced Construction & Engineering

4900 Rivergrade Rd. Ste. A120 Irwindale, CA 91706 (626) 962-9292 fax (626) 962-3552 www.theaceproject.org



MEMO TO: ACE Finance Sub Committee

FROM: Mark Christoffels
Chief Engineer

DATE: January 25, 2018

SUBJECT: Update on Working Capital Financing Program

RECOMMENDATION: Receive and file a report on the ACE's Working Capital Financing Program for the period from October 1, 2017 through December 31, 2017

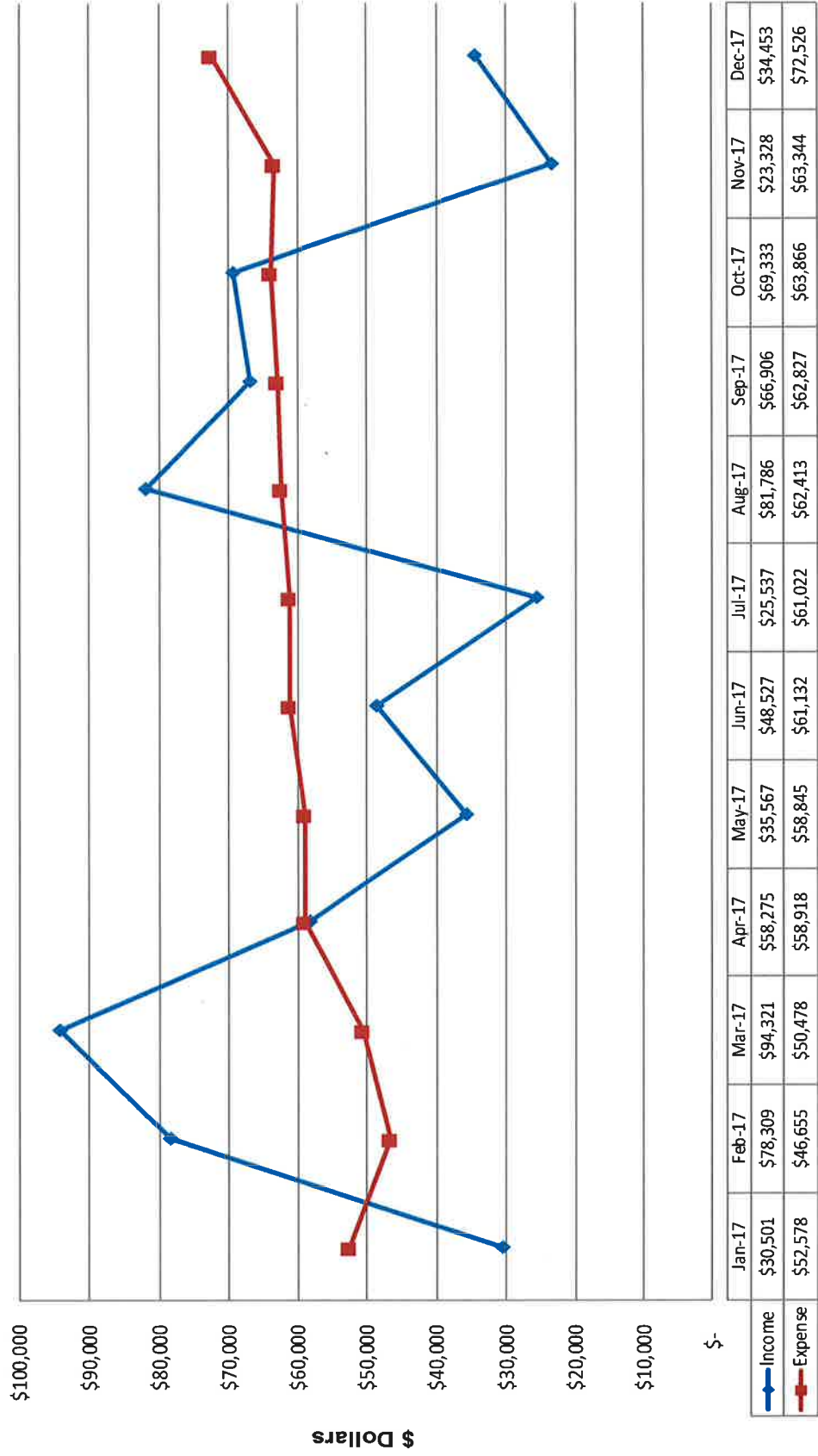
BACKGROUND: ACE's revenue is primarily based on grant funding which is allocated on a reimbursement basis. In order to meet its financial obligations under the contracts issued, ACE must obtain working capital through borrowing and cash on hand. The attached document identify ACE's working capital investment returns and how much of our incurred debt is available for short term investments.

ACE staff has been working hard to keep receivables (essentially grant reimbursements) at less than 30 days. A benefit of reducing aging receivables is that ACE's cost of borrowing is substantially reduced because we are able to maintain a healthy balance in short-term investments. For the months of October, November, and December, 2017, the cost of borrowing was \$199,736 and the interest income on short-term investments was \$127,114 for a net interest expense of \$72,622 on a \$45m loan.

ATTACHMENT

ACE Construction Authority

Cost of Borrowing





MEMO TO: Capital Projects and Construction Committee Members & Alternates

FROM: Mark Christoffels
Chief Engineer

DATE: March 26, 2018

SUBJECT: Approval of the Project Definition Report for the At-Grade Crossing Safety Improvements Project in the City of Pomona

RECOMMENDATION: Staff recommends approval of the attached Project Definition Report for at-grade crossing safety improvements at the Hamilton Boulevard, Park Avenue, Main Street, Palomares Street, and San Antonio Avenue crossings of the Union Pacific Railroad in the City of Pomona.

BACKGROUND: Our project management procedures call for the Capital Projects and Construction Committee to approve individual construction projects at certain important milestones. They are:

- Approval of a Project Definition Report, typically done at completion of preliminary engineering;
- Adoption of environmental impact findings and any mitigation;
- Approval of property requirements;
- Approval of plans, specifications, and estimates at completion of design; and,
- Approval of a proposed construction contract award.

Attached for the Committee's consideration is a completed Project Definition Report for the proposed at-grade crossing safety improvements at the Hamilton Boulevard, Park Avenue, Main Street, Palomares Street, and San Antonio Avenue crossings of the Los Angeles and Alhambra Subdivisions of the Union Pacific Railroad (UPRR) in the City of Pomona. The project will consist of various improvements designed to improve the safety of pedestrians and motorists utilizing the crossings.

The project qualified for a California Environmental Quality Act (CEQA) Categorical Exemption (CE). A Notice of Exemption was filed for each crossing on January 4, 2018, satisfying CEQA requirements. No comments were received during the legal challenge period.

Included in this project is the reduction of lanes on Hamilton Boulevard between 6th Street and Holt Avenue. This proposed street calming concept was included, approved, and environmentally cleared through the City's General Plan process and will provide for additional safety enhancements at the Hamilton Boulevard crossing.

The Committee is not being requested to approve any right-of-way acquisition for this project, as preliminary engineering determined that right-of-way acquisition is not required. However, one encroachment in the public right-of-way was identified that will need to be removed prior to construction. The design team will work with City of Pomona staff to accomplish the removal of the encroachment during the final design phase.

BUDGET IMPACTS: Funding for this contract is available from Measure R funds.

Attachments



PROJECT DEFINITION REPORT

AT-GRADE CROSSINGS SAFETY IMPROVEMENTS IN THE CITY OF POMONA (UPRR LOS ANGELES AND ALHAMBRA SUBDIVISIONS)

PROJECT DEFINITION

The San Gabriel Valley Council of Governments (SGVCOG) in furtherance of the Alameda Corridor-East Project proposes to construct safety improvements at five existing at-grade crossings in the City of Pomona on the Los Angeles and Alhambra Subdivisions of the Union Pacific Railroad (UPRR). The five crossings include Hamilton Boulevard, Park Avenue, Main Street, Palomares Street, and San Antonio Avenue.

The project will provide pedestrian and vehicular improvements at each of the five crossings, as described in more detail below.

Hamilton Boulevard

The proposed at-grade safety improvements at the Hamilton Boulevard crossing include pedestrian channelization features such as gates, fencing, sidewalk, delineators, and extended concrete track panels; re-profiling of pavement in the vehicular approaches to the tracks and through the crossing; roadway median installation; updated signage and striping; and railroad signal modifications required for the new equipment and improvements such as side flashers. Due to the large grade differential between the rail and First Street, switchback pedestrian ramps will be provided to ensure that the crossing meets Americans with Disabilities Act standards. Also included in the project is the reduction of vehicular lanes from a total of the existing four to two, resulting in one in each direction, which was previously studied and approved by the City as a street-calming measure and which will increase the safety at the crossing. This reduction of lanes will be provided from 6th Street to Holt Avenue and will include striping, signage, and traffic loop improvements.

Park Avenue

The proposed at-grade safety improvements at the Park Avenue crossing include pedestrian channelization features such as gates, fencing, sidewalk, delineators, and extended concrete track panels; re-profiling of pavement in the vehicular approaches to the tracks and through the crossing; roadway median installation; updated signage and striping; and railroad signal modifications required for the new equipment and improvements such as side flashers.

Main Street

The proposed at-grade safety improvements at the Main Street crossing include pedestrian channelization features such as gates, fencing, walls/pilasters, sidewalk, delineators, and extended concrete track panels; re-profiling of pavement in the vehicular approaches to the tracks and through the crossing; roadway median installation; updated signage and striping; modification to existing landscape areas to improve visibility and access; and railroad signal modifications required for the new equipment and improvements such as side flashers.

Palomares Street

The proposed at-grade safety improvements at the Palomares Street crossing include pedestrian channelization features such as gates, fencing, walls/pilasters, sidewalk, delineators, and extended concrete track panels; re-profiling of pavement in the vehicular approaches to the tracks and through the crossing; roadway median installation; updated signage and striping; modification to existing landscape areas to improve visibility and access; and railroad signal modifications required for the new equipment and improvements such as side flashers. In addition, modifications to the existing traffic signal at Palomares and First Street will be provided, including installation of programmable visibility signal heads, activated blank out signs, and traffic loops, changes to the preemption timing, and other related improvements. Finally, storm drain improvements may be recommended. During the final design phase, the design team will look into the existing local flooding issues at the crossing and will determine if cost-effective improvements, such as increasing the number of drainage pipes beneath the tracks, could be reasonably provided. A contingency has been provided in the 35% estimate for this work.

San Antonio Avenue

The proposed at-grade safety improvements at the San Antonio Avenue crossing include pedestrian channelization features such as gates, fencing, sidewalk, delineators, and extended concrete track panels; re-profiling of pavement in the vehicular approaches to the tracks and through the crossing; roadway median installation; updated signage and striping; and railroad signal modifications required for the new equipment and improvements such as side flashers. Due to the large grade differential between the rail and First Street, switchback pedestrian ramps will be provided to ensure that the crossing meets Americans with Disabilities Act standards. In addition, modifications to the existing traffic signal at San Antonio Avenue and First Street will be provided, including relocation of existing signal poles, installation of new signal poles, installation of programmable visibility signal heads, activated blank out signs, and traffic loops, changes to the preemption timing, and other related improvements.

During the final design phase, UPRR will determine if the existing signal houses can be modified for the additional demand required of the proposed improvements or if they will need complete replacement. The 35% estimate assumes all five signal houses will need to be replaced.

A number of existing fiber optic utilities within the UPRR right-of-way may be impacted. It will be determined in the final design phase, in coordination with the owners and the UPRR, if any will require relocation or protection. A contingency has been provided in the 35% cost estimate for this work.

Extension of the concrete panels at the crossings to provide for a wider pedestrian path may require reconstruction or partial reconstruction of the tracks by UPRR through the crossing. The 35% cost estimate includes budget for this work.

DIVISION OF WORK

The current plan is to construct the improvements at the five crossings using a single prime construction contractor for all project elements not performed by the UPRR or utility company contractors. Specific details regarding responsibilities will be contained in a Construction, Operations, and Maintenance Agreement between the SGVCOG, City of Pomona, and UPRR and, if required, various utility company agreements.

Work to be done by the Contractor:

- Construct civil and other work associated with the roadway and pedestrian path improvements (i.e., sidewalk, curb and gutter, fencing, landscaping, etc).
- Reconstruct pavement on the vehicular approaches to the crossing and between the tracks.
- Install improvements to the traffic signals at Palomares and First Street and San Antonio Avenue and First Street.
- Install pedestrian exit swing gates.
- Install additional storm drain pipe at the Palomares Street crossing (if, during the final design, a solution is developed to cost effectively reduce the local flooding issue that would eliminate standing water in the pedestrian paths).

Work to be done by Railroad (UPRR) Forces:

- Install new at-grade crossing panels and new or upgraded highway safety equipment (pedestrian lift gates, side flashers, etc.).
- Modify or install signal houses to accommodate existing and new signal equipment.
- Reconstruct or partially reconstruct the tracks through the crossing,

Work to be done by Utility Companies:

- Design and relocation of affected utilities.

OUTSTANDING ISSUES

Right of Way:

Based on the current plans, it has been determined that no private parcels will be impacted by this project. There is one encroachment in the public right-of-way affecting the improvements at the Hamilton Boulevard crossing and the design team will work with the City to see that the encroachment is removed prior to construction of the project. In addition, rights for the UPRR to enter the north portion of their right-of-way east of Hamilton Boulevard through a City Maintenance Yard will be required from the City. SGVCOG will incorporate this right into the Construction, Operations, and Maintenance Agreement. As the improvements will be constructed in the existing public or UPRR right-of-way and will not affect access to private properties, there are no anticipated business impacts or associated costs.

Utility Relocations:

Investigations during the 35% design phase indicated that certain fiber optic and sewer utilities may be affected by the project and may require relocation or protection. The design team will work with the respective utility agencies and the UPRR to find the most cost effective relocation or protection alternatives to accommodate the project improvements.

Construction Traffic Detours:

Construction of the at-grade crossing improvements will require temporary closures of the streets. During the final design, the design team will coordinate with the City and UPRR to determine the construction phasing and traffic detour plans to direct vehicles around these closures. Portions of the work will be dependent on UPRR work windows, which will likely be during nighttime hours. Therefore, some night work is expected for this project.

Railroad Construction, Operations, and Maintenance (C&M) Agreement:

This agreement is required to clearly define the construction, operations, and maintenance responsibilities for each party and describe the scope and estimated cost for work required to be done by UPRR for the project. This C&M agreement will be finalized and executed when a more defined construction scope and cost estimate becomes available.

Project Estimate

Based on recently completed 35% level plans, the following cost estimate has been developed. These costs reflect the known market conditions for construction bids, utility and railroad work. At this point no inflationary factors have been applied. An approximate 30% contingency is used for the current estimate, but will be reduced in the future as the plans are more fully developed and costs can be determined more accurately.

<u>Cost Category</u>	<u>Estimate</u>
Roadway	\$ 2,328,400
Track	\$ 5,017,300
Structures & Misc. Walls/Fences	\$ 675,300
Right-of-Way	0
Utilities	\$ 565,500
Soft costs ¹	\$11,753,944
Contingency	\$ 2,575,940
 Total Cost	 \$22,916,384

Footnotes:

- (1) These costs include design, right-of-way consultant support, construction management, program management, permits, railroad inspection, plan checking, and flagging, agency overhead and project management.

The overall project cost, currently estimated at \$22,916,384, remains within the existing project budget.

SCHEDULE

Following is the anticipated schedule for the project. The biggest risk to the schedule is the timing of work to be accomplished by the UPRR. UPRR will need to perform certain design and construction signal work at each crossing and the availability of their staff during the design and construction phases could impact the schedule.

Environmental Approval (CEQA)	February 2018
Authorize contract for final design	February 2018
Complete design	April 2019
Award construction contract	August 2019
Complete construction	December 2020



Memo to: Capital Projects and Construction Committee Members & Alternates

From: Mark Christoffels
Chief Engineer

Date: March 26, 2018

Subject: Approval of an Amendment to RailPros, Inc. Contract for Design Services for the At-Grade Safety Improvements Project

RECOMMENDATION: Staff recommends that the Committee authorize the Chief Engineer to execute an amendment to the design and engineering services contract with RailPros, Inc. (RailPros) and issue Task Order No. 3 for a not-to-exceed amount of \$1,499,636 for a new contract value of \$3,236,047 to complete Phase 3 (final engineering) for the At-Grade Crossing Safety Improvements Project in the City of Pomona.

BACKGROUND: At the September 26, 2016, the ACE Board approved a contract amendment with RailPros for preliminary design services (Phase 2) for the At-Grade Safety Improvements Project in the City of Pomona in the amount of \$997,136.

The initial work authorizations were limited to conceptual and preliminary engineering activities. RailPros is in the process of completing the 35% preliminary engineering plans authorized in the contract and has submitted a proposal to prepare the final plans.

The work scope includes the following major tasks:

- Utilize a project management, quality control, and quality assurance plan for the design contract;
- Coordinate with ACE, UPRR, City of Pomona, CPUC, the County of Los Angeles and other agencies and utilities to resolve design issues and obtain design approvals;
- Prepare updated design surveys and lighting study to review and analyze at each of the crossings;
- Prepare final plans, specifications, and cost estimates;
- Develop construction schedule and staging plans;
- Provide project support and special studies as directed by ACE staff.

This scope of work does not include the designer's participation during the bidding and construction phase of the project which would be the subject of a future amendment.

Proposed costs for the above tasks have been compared with the estimates prepared by staff and any discrepancies have been resolved. Staff recently concluded design contract negotiations and is now recommending approval of a not-to-exceed contract amount of \$1,499,636 to complete Phase 3 (final engineering) for the At-Grade Crossing Improvements project.

This authorization would also allow a 10% contingency allowance in accordance with normal agency procedures. Any contract amount changes from the above figure due to contract change orders during final design that exceed the Chief Engineer's authorization will be brought back to the Committee for further consideration and approval.

The final plans are estimated to be completed within 14 months and will be for the following crossings:

1. Hamilton Avenue
2. Park Avenue
3. Main Street
4. Palomares Street
5. San Antonio Avenue

RailPros' scope of work is divided by phases; the history of this contract is as follows:

Phase	Executed Amount
1: Conceptual Design	\$642,665 ¹
2: Preliminary Engineering	\$1,093,746 ²
3: Final Design (This Request)	\$1,499,636
TOTAL	\$3,236,047

BUDGET IMPACT: Funding for this contract is available from Measure R funds.

¹ Inclusive of \$17,111 authorized under CEO contingency.

² Inclusive of \$96,610 authorized under CEO contingency.



Memo to: Capital Projects and Construction Committee Members & Alternates

From: Mark Christoffels
Chief Engineer

Date: March 26, 2018

Subject: Approval of the Close-Out and Formal Acceptance for the Work Associated with the Design Contract with HDR Engineering, Inc. for the Temple Avenue Train Diversion Project

RECOMMENDATION: Staff recommends that the Board accept the design contract with HDR Engineering, Inc. for the Temple Avenue Train Diversion Project as being satisfactorily completed.

BACKGROUND: Beginning in May 2001, the previous ACE Board authorized a contract for design services for the Temple Avenue Train Diversion project with HDR as follows:

Date	Task	Initial Contract Value	Final Authorized Contract Value
May 2001	Design and Engineering Services for Temple Ave. Train Diversion, including 4 th Track and Culvert 29.59 Replacement projects	\$2,996,890	\$7,470,684

Design of the Temple Avenue train diversion project began in 2001 and construction was completed in June 2009. It consisted of diversion of the Union Pacific Railroad's (UPRR) Alhambra subdivision to join the UPRR Los Angeles subdivision in Pomona to eliminate grade crossings at both Pomona Blvd. and Temple Ave. During the design, UPRR changed its requirements to add second track capacity along the diversion track.

In mid-2005, after construction had already begun, UPRR required that a 4th track right-of-way along the Los Angeles subdivision be added. The design of the 4th track was added to HDR's contract and construction of the 4th track was completed in April 2010. During construction of the 4th track, a segment of reinforced concrete box (RCB) owned by the Los Angeles County Flood Control District (LACFCD) that had to be replaced could not be constructed due to unresolved negotiations with Kinder Morgan (KM) regarding the need to relocate or provide protection for its two oil pipelines.

KM has since completed the pipeline relocation and UPRR modified their track and signals to accommodate the future 4th track. At the June 2016 Board meeting, the previous ACE

Board authorized a contract with GMZ Engineering, Inc. to complete the reconstruction of the LACFCD storm drain and the work was completed on November 2017.

HDR was the designer of record of the Temple Ave. project and their services was required to provide additional design services during the 4th Track and reconstruction of the concrete reinforced box culvert.

All contract changes were either brought to the previous ACE Board for approval or were within CEO approval authority and reported in the CEO monthly report. ACE has completed all its work and staff has accepted all contract design work performed by HDR, inclusive of the design services during construction. The construction project is complete and construction closeout has been finalized. Closeout activities for HDR design contract, including final closeout audits are complete.

The final cost for this contract was \$7,470,684, which is with the final authorized contract value as previously authorized by the ACE Board.

BUDGET IMPACT: All costs associate with this contract were included in the adopted project budget. Since the final cost is within the authorized amount, there is no fiscal impact to the close-out and acceptance of the work under this contract.