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PROPOSED ORDINANCE OF MEASURE R

Traffic Relief and Rail Expansion Ordinance

PREAMBLE

Mobility in Los Angeles County is a necessity and requires an aggressive, responsible and accountable plan to meet the transportation needs of its more than 10 million residents.

1. RAIL EXPANSION:

Expand the county's Metro rail system, including direct airport connection

2. LOCAL STREET IMPROVEMENTS:

Synchronize signals, fill potholes, repair streets, and make neighborhood streets and intersections safer for drivers, bicyclists, and pedestrians in each community

3. TRAFFIC REDUCTION:

Enhance safety and improve flow on L.A. County freeways and highways

4. BETTER PUBLIC TRANSPORTATION:

Make public transportation more convenient and affordable - especially for seniors, students, disabled and commuters

5. QUALITY OF LIFE:

Provide alternatives to high gas prices, stimulate the local economy, create jobs, reduce pollution and decrease dependency on foreign oil

SECTION 1. TITLE

This Ordinance shall be known and may be cited as the Traffic Relief and Rail Expansion Ordinance, Imposing a Transactions and Use Tax to be Administered by the State Board of Equalization. The word "Ordinance," as used herein, shall include Attachment A entitled "Expenditure Plan" which is attached hereto and incorporated by reference as if fully set forth herein.

SECTION 2. SUMMARY

This Ordinance provides for the establishment and implementation of a retail transactions and use tax at the rate of one-half of one percent (.5%) for a period of thirty (30) years and an expenditure plan.

SECTION 3. DEFINITIONS

The following words, whenever used in this Ordinance, shall have the meanings as set forth below:

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“Board of Equalization” means the California State Board of Equalization.

“Capital Project” means a project or program described in Attachment A as a “Capital Project.”

“Expenditure Plan” means that expenditure plan for the revenues derived from a Sales Tax imposed pursuant to this Ordinance, and any other identified state and local funding, as required under proposed amended Section 130350.5(f) of the Public Utilities Code.

“Gross Sales Tax” means the amount of Sales Tax collected by the Board of Equalization pursuant to this Ordinance.

“Interest” means interest and other earnings on cash balances.

“Metro” or “MTA” means the Los Angeles County Metropolitan Transportation Authority or any successor entity.

“Net Revenues” means Sales Tax Revenues minus any amount expended on administrative costs pursuant to Section 10.

“Sales Tax” means a retail transactions and use tax.

“Sales Tax Revenues” means the Gross Sales Tax minus any refunds and any fees imposed by the Board of Equalization for the performance of functions incident to the administration and operation of this Ordinance.

SECTION 4. STATUTORY AUTHORITY

This Ordinance is enacted, in part, pursuant to:

- a. Part 1.6 (commencing with Section 7251) of Division 2 of the California Revenue and Taxation Code;
- b. Division 12 (commencing with Section 130000) of the California Public Utilities Code;
- c. Proposed amendments to Section 130350.5 of the California Public Utilities Code adopted during the 2007-2008 legislative session.

SECTION 5. IMPOSITION OF RETAIL TRANSACTIONS AND USE TAX

- a. Subject to the limits imposed by this Ordinance, Metro hereby imposes, in the incorporated and unincorporated territory of Los Angeles County, a Sales Tax at the rate of one-half of one percent (.5%) for a period of thirty (30) years beginning on the first day of the first calendar quarter commencing not less than 180 days after the adoption of this Ordinance by the voters.

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b. This Sales Tax shall be in addition to any other taxes authorized by law, including any existing or future state or local Sales Tax. The imposition, administration and collection of the tax shall be in accordance with all applicable statutes, laws, and rules and regulations prescribed and adopted by the Board of Equalization.

c. Pursuant to proposed amended Section 130350.5(d) of the Public Utilities Code, the tax rate authorized by this section shall not be considered for purposes of the combined rate limit established by Section 7251.1 of the Revenue and Taxation Code.

d. Pursuant to the provisions of Section 7262.2 of the Revenue and Taxation Code, the required provisions of Sections 7261 and 7262 of that Code as now in effect or as later amended are adopted by reference in this Ordinance.

e. This Ordinance incorporates provisions identical to those of the Sales and Use Tax Law of the State of California insofar as those provisions are not inconsistent with the requirements and limitations contained in Part 1.6 of Division 2 of the Revenue and Taxation Code.

f. The Sales Tax shall be administered and collected by the Board of Equalization in a manner that adapts itself as fully as practicable to, and requires the least possible deviation from, the existing statutory and administrative procedures followed by the Board of Equalization in administering and collecting the California State Sales and Use Taxes.

g. This Sales Tax shall be administered in a manner that will be, to the greatest degree possible, consistent with the provisions of Part 1.6 of Division 2 of the Revenue and Taxation Code, minimize the cost of collecting the transactions and use taxes, and at the same time, minimize the burden of record keeping upon persons subject to taxation under the provisions of this Ordinance.

SECTION 6. ADMINISTRATION BY BOARD OF EQUALIZATION

a. **CONTRACT WITH STATE.** Prior to the operative date, Metro shall contract with the Board of Equalization to perform all functions incident to the administration and operation of this Ordinance; provided, that if Metro shall not have contracted with the Board of Equalization prior to the operative date, it shall nevertheless so contract and in such a case the operative date shall be the first day of the first calendar quarter following the execution of such a contract.

b. **TRANSACTIONS TAX RATE.** For the privilege of selling tangible personal property at retail, a tax is hereby imposed upon all retailers in the incorporated and unincorporated territory of Los Angeles County at the rate of one half of one percent (.5%) of the gross receipts of any retailer from the sale of all tangible personal property sold at retail in said territory on and after the operative date of this Ordinance.

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c. **PLACE OF SALE.** For the purposes of this Ordinance, all retail sales are consummated at the place of business of the retailer unless the tangible personal property sold is delivered by the retailer or his agent to an out-of-state destination or to a common carrier for delivery to an out-of-state destination. The gross receipts from such sales shall include delivery charges, when such charges are subject to the state sales and use tax, regardless of the place to which delivery is made. In the event a retailer has no permanent place of business in the State or has more than one place of business, the place or places at which the retail sales are consummated shall be determined under rules and regulations to be prescribed and adopted by the Board of Equalization.

d. **USE TAX RATE.** An excise tax is hereby imposed on the storage, use or other consumption in Los Angeles County of tangible personal property purchased from any retailer on and after the operative date of this Ordinance for storage, use or other consumption in Los Angeles County at the rate of one half of one percent (.5%) of the sales price of the property. The sales price shall include delivery charges when such charges are subject to state sales or use tax regardless of the place to which delivery is made.

e. **ADOPTION OF PROVISIONS OF STATE LAW.** Except as otherwise provided in this Ordinance and except insofar as they are inconsistent with the provisions of Part 1.6 of Division 2 of the Revenue and Taxation Code, all of the provisions of Part 1 (commencing with Section 6001) of Division 2 of the Revenue and Taxation Code are hereby adopted and made a part of this Ordinance as though fully set forth herein.

f. **LIMITATIONS ON ADOPTION OF STATE LAW AND COLLECTION OF USE TAXES.** In adopting the provisions of Part 1 of Division 2 of the Revenue and Taxation Code:

1. Wherever the State of California is named or referred to as the taxing agency, the name of Metro shall be substituted therefor. However, the substitution shall not be made when:

A. The word "State" is used as a part of the title of the State Controller, State Treasurer, State Board of Control, State Board of Equalization, State Treasury, or the Constitution of the State of California;

B. The result of that substitution would require action to be taken by or against Metro or any agency, officer, or employee thereof rather than by or against the Board of Equalization, in performing the functions incident to the administration or operation of this Ordinance.

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C. In those sections, including, but not necessarily limited to sections referring to the exterior boundaries of the State of California, where the result of the substitution would be to:

- i. Provide an exemption from this Sales Tax with respect to certain sales, storage, use or other consumption of tangible personal property which would not otherwise be exempt from this Sales Tax while such sales, storage, use or other consumption remain subject to tax by the State under the provisions of Part 1 of Division 2 of the Revenue and Taxation Code, or;
- ii. Impose this Sales Tax with respect to certain sales, storage, use or other consumption of tangible personal property which would not be subject to this Sales Tax by the state under the said provision of that code.

D. In Sections 6701, 6702 (except in the last sentence thereof), 6711, 6715, 6737, 6797 or 6828 of the Revenue and Taxation Code.

2. The phrase "Los Angeles County Metropolitan Transportation Authority or any successor entity" shall be substituted for the word "State" in the phrase "retailer engaged in business in this State" in Section 6203 and in the definition of that phrase in Section 6203 of the Revenue and Taxation Code.

g. **PERMIT NOT REQUIRED.** If a seller's permit has been issued to a retailer under Section 6067 of the Revenue and Taxation Code, an additional transactor's permit shall not be required by this Ordinance.

h. **EXEMPTIONS AND EXCLUSIONS.**

1. There shall be excluded from the measure of the transactions tax and the use tax the amount of any sales tax or use tax imposed by the State of California or by any city, city and county, or county pursuant to the Bradley-Burns Uniform Local Sales and Use Tax Law or the amount of any state-administered transactions or use tax.

2. There are exempted from the computation of the amount of transactions tax the gross receipts from:

A. Sales of tangible personal property, other than fuel or petroleum products, to operators of aircraft to be used or consumed principally outside the County in which the sale is made and directly and exclusively in the use of such aircraft as common carriers of persons or property under the authority of the laws of this State, the United States, or any foreign government.

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B. Sales of property to be used outside Los Angeles County which is shipped to a point outside Los Angeles County, pursuant to the contract of sale, by delivery to such point by the retailer or his agent, or by delivery by the retailer to a carrier for shipment to a consignee at such point. For the purposes of this paragraph, delivery to a point outside Los Angeles County shall be satisfied:

i. With respect to vehicles (other than commercial vehicles) subject to registration pursuant to Chapter 1 (commencing with Section 4000) of Division 3 of the Vehicle Code, aircraft licensed in compliance with Section 21411 of the Public Utilities Code, and undocumented vessels registered under Division 3.5 (commencing with Section 9840) of the Vehicle Code by registration to an address outside Los Angeles County and by a declaration under penalty of perjury, signed by the buyer, stating that such address is, in fact, his or her principal place of residence; and

ii. With respect to commercial vehicles, by registration to a place of business outside Los Angeles County and declaration under penalty of perjury, signed by the buyer, that the vehicle will be operated from that address.

C. The sale of tangible personal property if the seller is obligated to furnish the property for a fixed price pursuant to a contract entered into prior to the operative date of this Ordinance.

D. A lease of tangible personal property which is a continuing sale of such property, for any period of time for which the lessor is obligated to lease the property for an amount fixed by the lease prior to the operative date of this Ordinance.

E. For the purposes of subparagraphs (C) and (D) of this section, the sale or lease of tangible personal property shall be deemed not to be obligated pursuant to a contract or lease for any period of time for which any party to the contract or lease has the unconditional right to terminate the contract or lease upon notice, whether or not such right is exercised.

3. There are exempted from the use tax imposed by this Ordinance, the storage, use or other consumption in Los Angeles County of tangible personal property:

A. The gross receipts from the sale of which have been subject to a transactions tax under any state-administered transactions and use tax ordinance.

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B. Other than fuel or petroleum products purchased by operators of aircraft and used or consumed by such operators directly and exclusively in the use of such aircraft as common carriers of persons or property for hire or compensation under a certificate of public convenience and necessity issued pursuant to the laws of this State, the United States, or any foreign government. This exemption is in addition to the exemptions provided in Sections 6366 and 6366.1 of the Revenue and Taxation Code of the State of California.

C. If the purchaser is obligated to purchase the property for a fixed price pursuant to a contract entered into prior to the operative date of this Ordinance.

D. If the possession of, or the exercise of any right or power over, the tangible personal property arises under a lease which is a continuing purchase of such property for any period of time for which the lessee is obligated to lease the property for an amount fixed by a lease prior to the operative date of this Ordinance.

E. For the purposes of subparagraphs (C) and (D) of this section, storage, use, or other consumption, or possession of, or exercise of any right or power over, tangible personal property shall be deemed not to be obligated pursuant to a contract or lease for any period of time for which any party to the contract or lease has the unconditional right to terminate the contract or lease upon notice, whether or not such right is exercised.

F. Except as provided in subparagraph (G), a retailer engaged in business in Los Angeles County shall not be required to collect use tax from the purchaser of tangible personal property, unless the retailer ships or delivers the property into the County or participates within the County in making the sale of the property, including, but not limited to, soliciting or receiving the order, either directly or indirectly, at a place of business of the retailer in County or through any representative, agent, canvasser, solicitor, subsidiary, or person in the County under the authority of the retailer.

G. "A retailer engaged in business in Los Angeles County" shall also include any retailer of any of the following: vehicles subject to registration pursuant to Chapter 1 (commencing with Section 4000) of Division 3 of the Vehicle Code, aircraft licensed in compliance with Section 21411 of the Public Utilities Code, or undocumented vessels registered under Division 3.5 (commencing with Section 9840) of the Vehicle Code. That retailer shall be required to collect use tax from any purchaser who registers or licenses the vehicle, vessel, or aircraft at an address in Los Angeles County.

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4. Any person subject to use tax under this Ordinance may credit against that tax any transactions tax or reimbursement for transactions tax paid to a district imposing, or retailer liable for a transactions tax pursuant to Part 1.6 of Division 2 of the Revenue and Taxation Code with respect to the sale to the person of the property the storage, use or other consumption of which is subject to the use tax.

i. **AMENDMENTS.** All amendments subsequent to the effective date of this Ordinance to Part 1 of Division 2 of the Revenue and Taxation Code relating to sales and use taxes and which are not inconsistent with Part 1.6 and Part 1.7 of Division 2 of the Revenue and Taxation Code, and all amendments to Part 1.6 and Part 1.7 of Division 2 of the Revenue and Taxation Code, shall automatically become a part of this Ordinance, provided however, that no such amendment shall operate so as to affect the rate of tax imposed by this Ordinance.

j. **ENJOINING COLLECTION FORBIDDEN.** No injunction or writ of mandate or other legal or equitable process shall issue in any suit, action or proceeding in any court against the State or Metro, or against any officer of the State or Metro, to prevent or enjoin the collection under this Ordinance, or Part 1.6 of Division 2 of the Revenue and Taxation Code, of any tax or any amount of tax required to be collected.

SECTION 7. USE OF REVENUES

a. All of the Net Revenues generated from the Sales Tax plus any Interest or other earnings thereon, less any funds necessary for satisfaction of debt service and related requirements of all bonds issued pursuant to this Ordinance that are not satisfied out of separate allocations, shall be allocated solely for the transportation purposes described in this Ordinance.

b. Metro shall establish and administer a sales tax revenue fund with appropriate subfunds to account for the allocation categories defined in this Ordinance. All Net Revenues and Interest on Sales Tax Revenues shall be credited into the sales tax revenue fund and credited to the appropriate subfunds pursuant to the allocation ratios described on page 1 of Attachment A. The moneys in the sales tax revenue fund shall be available to Metro to meet expenditure and cashflow needs of the projects and programs described in Attachment A. Metro may expend additional funds from sources other than the Sales Tax imposed pursuant to this Ordinance on the projects and programs described in Attachment A. Funds shall be available for projects and programs described in Attachment A beginning in the fiscal years identified in Attachment A as "Funds Available Beginning."

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- c. Metro shall establish the following subfunds of the sales tax revenue fund:
1. Transit Capital Subfund
 2. Highway Capital Subfund
 3. Operations Subfund
 4. Local Return Subfund
- d. Funds in the Transit Capital Subfund shall be allocated to Capital Projects identified in Attachment A as "Transit Projects."
1. For those Capital Projects identified in Attachment A as "Transit Projects" and identified as "Escalated \$," Metro shall expend no less than the amount of Net Revenues identified in Attachment A as "New Sales Tax - Total" for each Capital Project so identified.
 2. For those Capital Projects identified in Attachment A as "Transit Projects" and identified as "Current 2008 \$," Metro shall expend no less than an amount of Net Revenues equal to the value of the amount identified in Attachment A as "New Sales Tax - Total" for each Capital Project so identified. The amount of Net Revenues equal to the value of the amount identified in Attachment A as "New Sales Tax - Total" shall be determined by adjusting the amount identified as follows, at the discretion of Metro:
 - A. Up to four percent (4%) annually for the fiscal years 2010 through 2014; and
 - B. Up to three percent (3%) annually for the fiscal year 2015 and all fiscal years thereafter.
 3. Metro shall allocate no less than the amount of Net Revenues identified in Attachment A as "New Sales Tax - Total" for the project identified in Attachment A as "Capital Project Contingency (Transit)." Funds allocated to "Capital Project Contingency (Transit)" shall be expended as needed to provide additional funding for Capital Projects identified in Attachment A as "Transit Projects." Metro may expend such funds for debt service, excluding payments for principal, to offset the costs of inflation, or for any other purpose. Metro shall not expend an amount of Net Revenues from Capital Project Contingency (Transit) that is greater than the amount permitted in paragraph (d)(2) for any Capital Project.

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PROPOSED ORDINANCE OF MEASURE R (Continued)

4. In the event that a Capital Project identified in Attachment A as a "Transit Project" is completed without the expenditure of the amount of Net Revenues allocated by this Ordinance, any surplus Net Revenues allocated to that Capital Project shall be credited to the Transit Capital Subfund and expended for Capital Projects located within the same subregion as the project so completed. The Board of Directors of Metro shall determine by a two-thirds vote whether a Capital Project is complete.

e. Funds in the Highway Capital Subfund shall be allocated to Capital Projects identified in Attachment A as "Highway Projects."

1. For those Capital Projects identified in Attachment A as "Highway Projects" and identified as "Escalated \$," Metro shall expend no less than the amount of Net Revenues identified in Attachment A as "New Sales Tax - Total" for each Capital Project so identified.

2. For those Capital Projects identified in Attachment A as "Highway Projects" and identified as "Current 2008 \$," Metro shall expend no less than an amount of Net Revenues equal to the value of the amount identified in Attachment A as "New Sales Tax - Total" for each Capital Project so identified. The amount of Net Revenues equal to the value of the amount identified in Attachment A as "New Sales Tax - Total" shall be determined by adjusting the amount identified as follows, at the discretion of Metro:

A. Up to four percent (4%) annually for the fiscal years 2010 through 2014; and

B. Up to three percent (3%) annually for the fiscal year 2015 and all fiscal years thereafter.

3. Metro shall allocate no less than the amount of Net Revenues identified in Attachment A as "New Sales Tax - Total" for the project identified in Attachment A as "Capital Project Contingency (Highway)." Funds allocated to "Capital Project Contingency (Highway)" shall be expended as needed to provide additional funding for Capital Projects identified in Attachment A as "Highway Projects." Metro may expend such funds for debt service, excluding payments for principal, to offset the costs of inflation, or for any other purpose. Metro shall not expend an amount of Net Revenues from Capital Project Contingency (Highway) that is greater than the amount permitted in paragraph (e)(2) for any Capital Project.

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4. In the event that a Capital Project identified in Attachment A as a "Highway Project" is completed without the expenditure of the amount of Net Revenues allocated by this Ordinance, any surplus Net Revenues allocated to that Capital Project shall be credited to the Highway Capital Subfund and expended for Capital Projects located within the same subregion as the project so completed. The Board of Directors of Metro shall determine by a two-thirds vote whether a Capital Project is complete.

f. Funds in the Operations Subfund shall be allocated to the projects and programs described in Attachment A as "Operations." Metro shall expend the percentage of Net Revenues identified in Attachment A as "Percent of New Sales Tax" for each project and program described in Attachment A as "Operations."

g. Funds in the Local Return Subfund shall be allocated to the projects and programs described in Attachment A as "Local Return." Metro shall expend the percentage of Net Revenues identified in Attachment A as "Percent of New Sales Tax" for each project and program described in Attachment A as "Local Return."

1. No Net Revenues distributed to a local jurisdiction pursuant to Paragraph (g) shall be used for other than transportation purposes. Any jurisdiction that violates this provision must fully reimburse Metro, including Interest thereon, for the Net Revenues misspent and shall be deemed ineligible to receive Net Revenues for a period of three (3) years.

2. To the extent that funds are returned to local jurisdictions pursuant to this paragraph, the receipt, maintenance and expenditure of such funds shall be distinguishable in each jurisdiction's accounting records from other funding sources, and expenditures of such funds shall be distinguishable by program or project. Interest earned on funds allocated pursuant to this paragraph shall be expended only for those purposes for which the funds were allocated.

h. Metro may enter into an agreement with the Board of Equalization to transfer Sales Tax Revenues directly to a bond trustee or similar fiduciary, in order to provide for the timely payment of debt service and related obligations, prior to Metro's receipt and deposit of such Sales Tax Revenues into the sales tax revenue fund; provided, however, that such payments of debt service and related obligations shall be allocated to the appropriate Capital Project Contingency line item or to such subfund within the sales tax revenue fund consistent with the expenditure of the proceeds of the corresponding debt.

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PROPOSED ORDINANCE OF MEASURE R (Continued)

- i. Metro shall propose the projects and programs in Attachment A for inclusion in the Long Range Transportation Plan.

SECTION 8. OVERSIGHT

a. Commencing with the 2009-2010 fiscal year, and in accordance with Section 8(a)(1) of this Ordinance, Metro shall contract for an annual audit, to be completed within six months after the end of the fiscal year being audited, for the purpose of determining compliance by Metro with the provisions of this Ordinance relating to the receipt and expenditure of Sales Tax Revenues during such fiscal year.

1. Prior to entering into a contract with an auditing firm to perform any audit required under Section 8(a), Metro shall solicit bids from at least three qualified firms. Notwithstanding any other provision of law, the cost of performing and publishing any audit required under Section 8(a) of this Ordinance shall be paid from Sales Tax Revenues.

b. There is hereby established a Proposition R Independent Taxpayers Oversight Committee of Metro ("Committee"). The Committee shall meet at least twice each year to carry out the purposes of this Ordinance.

c. The Committee shall be comprised of three persons, each of whom shall be a retired Federal or State Judge. Committee members shall be selected as follows: one member shall be appointed by the Los Angeles County Board of Supervisors; one member shall be appointed by the Mayor of the City of Los Angeles; and one member shall be appointed by the Los Angeles County City Selection Committee. The members of the Committee must reside in Los Angeles County. No person currently serving as an elected or appointed city, county, special district, state, or federal public officeholder shall be eligible to serve as a member of the Committee.

d. The Committee shall select and consult with an advisory panel when performing its responsibilities required under this Ordinance. The advisory panel shall consist of at least one representative, and not more than two, of the following professions or areas of expertise:

1. Construction trade labor union representative
2. Environmental engineer or environmental scientist
3. Road or rail construction firm project manager
4. Public and private finance expert
5. Regional association of businesses representative
6. Transit system user

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PROPOSED ORDINANCE OF MEASURE R (Continued)

e. All meetings of the Committee shall be held within Los Angeles County. All meetings of the Committee shall be held in compliance with the provisions of the Ralph M. Brown Act (Section 54950 et seq. of the California Government Code).

f. Each member of the Committee shall serve for a term of two years, and until a successor is appointed. No member of the Committee shall be entitled to any compensation, except that Metro may reimburse actual expenses of members arising out of the performance of their duties as Committee members.

g. Members of the advisory panel may be replaced by the Committee at any time by a majority vote of the Committee. No member of the advisory panel shall be entitled to any compensation, except that Metro may reimburse actual expenses of members arising out of the performance of their duties as advisory panel members.

h. Metro may adopt further guidelines to govern the operations of the Committee.

i. The Committee shall have the following responsibilities:

1. Review the results of the audit performed pursuant to Section 8(a) of this Ordinance and make findings as to whether Metro has complied with the terms of the Ordinance. Such findings shall include a determination as to whether recipients of Net Revenues allocated to the Local Return Subfund have complied with this Ordinance and any additional guidelines developed by Metro pursuant to Section 9(b).

2. Prepare an annual report to the Metro Board of Directors presenting the results of the annual audit process and any findings made. The report shall include an assessment of the consistency of the expenditures of Sales Tax Revenues with this Ordinance, including Attachment A. The Committee shall cause a summary of the report to be published in local newspapers and the entire report and annual audit to be made available to every library located within Los Angeles County for public review. The Committee shall hold a public hearing on each audit and annual report and shall report the comments of the public to Metro.

3. Review any proposed amendments to this Ordinance, including the expenditure plan, and make a finding as to whether the proposed amendments further the purpose of this Ordinance. Metro shall make any proposed amendments available to the Committee at least 30 days prior to any vote to adopt the proposed amendments.

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PROPOSED ORDINANCE OF MEASURE R (Continued)

4. Review all proposed debt financing and make a finding as to whether the benefits of the proposed financing for accelerating project delivery, avoiding future cost escalation, and related factors exceed issuance and interest costs.

5. Any findings made by the Committee shall be submitted to the Metro Board of Directors in advance of the next regular Board meeting

SECTION 9. MAINTENANCE OF EFFORT REQUIREMENTS

a. It is the intent of the Legislature, as stated in Public Utilities Code proposed amended Section 130350.5(e), and Metro, that revenues provided from this Ordinance to local jurisdictions in Los Angeles County under the projects and programs described in Attachment A as "Local Return" be used to augment, not supplant, existing local revenues being used for transportation purposes.

b. Metro shall develop guidelines which, at a minimum, specify maintenance of effort requirements for the local return program, matching funds, and administrative requirements for the recipients of revenue derived from the Sales Tax.

SECTION 10. COSTS OF ADMINISTRATION

Gross Sales Tax revenues may be appropriated by Metro for administrative costs, including contractual services; however in no case shall the Gross Sales Tax revenues appropriated for such costs exceed more than one and one-half percent (1.5%) of the Gross Sales Tax revenues in any year.

SECTION 11. AMENDMENTS

a. Metro may amend this Ordinance, including Attachment A, with the exception of Section 11, for any purpose, including as necessary to account for the results of any environmental review required under the California Environmental Quality Act of the individual specific projects listed in Attachment A. Any such amendments shall be approved by a vote of not less than two-thirds (2/3) of the Metro Board of Directors. Metro shall hold a public meeting on proposed amendments prior to adoption. Metro shall provide notice to the Los Angeles County Board of Supervisors, the city council of each city in Los Angeles County, and the public of the public meeting and proposed amendments, and provide them with a copy of the proposed amendments, at least 30 days prior to the public meeting. Amendments shall become effective forty-five days after adoption.

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PROPOSED ORDINANCE OF MEASURE R (Continued)

b. Notwithstanding Section 11(a) of this Ordinance, Metro shall not adopt any amendment to this Ordinance, including Attachment A, that reduces total Net Revenues allocated to the sum of the Transit Capital Subfund and the Highway Capital Subfund. Not more than once in any ten (10) year period commencing after the year 2019, Metro may adopt an amendment transferring Net Revenues between the Transit Capital Subfund and the Highway Capital Subfund.

c. Notwithstanding Section 11(a) of this Ordinance, Metro shall not adopt any amendment to this Ordinance, including Attachment A, that reduces Net Revenues allocated to the Operations Subfund or the Local Return Subfund.

d. Metro may amend Section 11 of this Ordinance if such amendments are approved by a vote of not less than two-thirds (2/3) of the Metro Board of Directors and are approved by a simple majority vote of the electors voting on a measure to approve the amendment. Metro shall hold a public meeting on proposed amendments prior to adoption by the Board. Metro shall provide notice to the Los Angeles County Board of Supervisors, the city council of each city in Los Angeles County, and the public of the public meeting and proposed amendments, and provide them with a copy of the proposed amendments, at least 30 days prior to the public meeting. Amendments shall become effective forty-five days after adoption by the electors.

SECTION 12. ESTABLISHMENT OF BONDING AUTHORITY

Metro is authorized to issue limited tax bonds, from time to time, payable from and secured by Sales Tax Revenues to finance any program or project in the Expenditure Plan, pursuant to Sections 130500 et seq. of the Public Utilities Code, and any successor act. As additional security, such bonds may be further payable from and secured by farebox revenues or general revenues of Metro, on a basis subordinate to Metro's existing General Revenue Bonds, or any other available source of Metro's revenues, in each case as specified in a resolution adopted by a majority of Metro's Board of Directors. The maximum bonded indebtedness, including issuance costs, interest, reserve requirements and bond insurance, shall not exceed the total amount of the Gross Sales Tax. Nothing herein shall limit or restrict in any way the power and authority of Metro to issue bonds, notes or other obligations, to enter into loan agreements, leases, reimbursement agreements, standby bond purchase agreements, interest rate swap agreements or other derivative contracts or to engage in any other transaction under the Government Code, the Public Utilities Code or any other law.

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PROPOSED ORDINANCE OF MEASURE R (Continued)

SECTION 13. APPROPRIATIONS LIMIT

Article XIII B of the California Constitution requires certain governmental entities to establish an annual appropriations limit. This appropriations limit is subject to adjustment as provided by law. To the extent required by law, Metro shall establish an annual appropriations limit and expenditures of the retail transactions and use tax shall be subject to such limit.

SECTION 14. ELECTION

Pursuant to California Public Utilities Code Section 130350, Metro hereby calls a special election to place this Ordinance before the voters. The ballot language shall read as follows:

Traffic Relief. Rail Extensions. Reduce Foreign Oil Dependence.

To:

- Synchronize traffic signals;
- Repair potholes;
- Extend light rail with airport connections;
- Improve freeway traffic flow (5, 10, 14, 60, 101, 110, 138, 210, 405, 605, 710);
- Keep senior / student / disabled fares low;
- Provide clean-fuel buses;
- Expand subway / Metrolink / bus service;
- Dedicate millions for community traffic relief;

Shall Los Angeles County's sales tax increase one-half cent for 30 years with independent audits, public review of expenditures, all locally controlled?

SECTION 15. STATUTORY REFERENCES

References in this Ordinance to proposed amendments to Section 130350.5 of the Public Utilities Code are to Section 130350.5 as amended or added by Assembly Bill 2321 of the 2007-2008 legislative session.

SECTION 16. EFFECTIVE AND OPERATIVE DATES

- a. This Ordinance shall be effective on January 2, 2009, if:

(Continued on next page)

PROPOSED ORDINANCE OF MEASURE R (Continued)

1. Two-thirds (2/3) of the electors voting on the measure authorizing the imposition of the Sales Tax vote to authorize its enactment at the statewide general election scheduled for November 4, 2008; and
2. A California state statute that provides for all of the following is adopted by the California Legislature and becomes effective prior to January 2, 2009:
 - A. Requires Metro to include in Attachment A the following projects, programs, and funding levels:
 - i. Exposition Boulevard Light Rail Transit Project from downtown Los Angeles to Santa Monica. The sum of nine hundred twenty-five million dollars (\$925,000,000).
 - ii. Crenshaw Transit Corridor from Wilshire Boulevard to Los Angeles International Airport along Crenshaw Boulevard. The sum of two hundred thirty-five million five hundred thousand dollars (\$235,500,000).
 - iii. San Fernando Valley North-South Rapidways. The sum of one hundred million five hundred thousand dollars (\$100,500,000).
 - iv. Metro Gold Line (Pasadena to Claremont) Light Rail Transit Extension. The sum of seven hundred thirty-five million dollars (\$735,000,000).
 - v. Metro Regional Connector. The sum of one hundred sixty million dollars (\$160,000,000).
 - vi. Metro Westside Subway Extension. The sum of nine hundred million dollars (\$900,000,000).
 - vii. State Highway Route 5 Carmenita Road Interchange Improvement. The sum of one hundred thirty-eight million dollars (\$138,000,000).
 - viii. State Highway Route 5 Capacity Enhancement (State Highway Route 134 to State Highway Route 170, including access improvement for Empire Avenue). The sum of two hundred seventy-one million five hundred thousand dollars (\$271,500,000).
 - ix. State Highway Route 5 Capacity Enhancement (State Highway Route 605 to the Orange County line, including improvements to the Valley View Interchange). The sum of two hundred sixty-four million eight hundred thousand dollars (\$264,800,000).

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PROPOSED ORDINANCE OF MEASURE R (Continued)

- x. State Highway Route 5/State Highway Route 14 Capacity Enhancement. The sum of ninety million eight hundred thousand dollars (\$90,800,000).
- xi. Capital Project Contingency Fund. The sum of one hundred seventy-three million dollars (\$173,000,000).
- xii. Alameda Corridor East Grade Separations. The sum of two hundred million dollars (\$200,000,000).
- xiii. MTA and Municipal Regional Clean Fuel Bus Capital (Facilities and Rolling Stock). The sum of one hundred fifty million dollars (\$150,000,000).
- xiv. Countywide Soundwall Construction (MTA Regional List and Monterey Park/State Highway Route 60). The sum of two hundred fifty million dollars (\$250,000,000).
- xv. Local return for major street resurfacing, rehabilitation, and reconstruction. The sum of two hundred fifty million dollars (\$250,000,000).
- xvi. Metrolink Capital Improvements. The sum of seventy million dollars (\$70,000,000).
- xvii. Eastside Light Rail Access. The sum of thirty million dollars (\$30,000,000).

B. Authorizes Metro to impose an additional one-half of one percent (.5%) Sales Tax in the incorporated and unincorporated areas of Los Angeles County.

C. Provides that any tax imposed by Metro pursuant to the authority granted in the statute shall not be considered for the purposes of the combined rate limit established by Section 7251.1 of the Revenue and Taxation Code; and

3. No California state statute that requires Metro to provide funding from revenues derived from the Sales Tax imposed pursuant to this Ordinance for any projects or programs other than those listed in this Section or provide a level of funding greater than described in this Section, is adopted by the California Legislature in the 2007-2008 legislative session and becomes law.

b. The operative date of the Sales Tax imposed by this Ordinance shall be July 1, 2009, which is the first day of the first calendar quarter commencing not less than 180 days after the adoption of this Ordinance by the voters.

SECTION 17. SEVERABILITY

If any tax or provision of this Ordinance is for any reason held invalid or unenforceable by a court of competent jurisdiction, that holding shall not affect the validity or enforceability of the remaining taxes or provisions, and Metro declares that it would have passed each part of this Ordinance irrespective of the validity of any other part.

(Continued on next page)

PROPOSED ORDINANCE OF MEASURE R (Continued)

**Proposed One-Half Cent Sales Tax for Transportation
Outline of Expenditure Categories
Sunsets in 30-Years: Fiscal Year (FY) 2010 - 2039
(millions)**

ATTACHMENT A

Subfund	Program	% of Sales Tax (net of administration)	First Year Amount	10-Year Amount	30-Year Amount
Transit Capital	New Rail and/or Bus Rapid Transit Capital Projects - project definition depends on final environmental review process	35%	\$ 241	\$ 2,930	\$ 13,790
Transit Capital	Metrolink Capital Improvement Projects within Los Angeles County (Operations, Maintenance, and Expansion)	3%	\$ 21	\$ 251	\$ 1,182
Transit Capital	Metro Rail Capital - System Improvements, Rail Yards, and Rail Cars	2%	\$ 14	\$ 167	\$ 788
Highway Capital	Carpool Lanes, Highways, Goods Movement, Grade Separations, and Soundwalls	20%	\$ 138	\$ 1,675	\$ 7,880
Operations	Rail Operations (New Transit Project Operations and Maintenance)	5%	\$ 34	\$ 419	\$ 1,970

(Continued on next page)

PROPOSED ORDINANCE OF MEASURE R (Continued)

Subfund	Program	% of Sales Tax (net of administration)	First Year Amount	10-Year Amount	30-Year Amount
Operations	Bus Operations (Countywide Bus Service Operations, Maintenance, and Expansion. Suspend a scheduled July 1, 2009 Metro fare increase for one year and freeze all Metro Student, Senior, Disabled, and Medicare fares through June 30, 2013 by instead using Metro's Formula Allocation Procedure share of this subfund.)	20%	\$ 138	\$ 1,675	\$ 7,880
Local Return	Major street resurfacing, rehabilitation and reconstruction; pothole repair; left turn signals; bikeways; pedestrian improvements; streetscapes; signal synchronization; and transit. (Local Return to the Incorporated Cities within Los Angeles County and to Los Angeles County for the Unincorporated Area of the County on a Per Capita Basis.)	15%	\$ 103	\$ 1,256	\$ 5,910
	TOTAL PROGRAMS	100%	\$ 689	\$ 8,373	\$ 39,400
	1.5% for Administration		\$ 11	\$ 127	\$ 600
	GRAND TOTAL		\$ 700	\$ 8,500	\$ 40,000

(Continued on next page)

PROPOSED ORDINANCE OF MEASURE R (Continued)

**Proposed One-Half Cent Sales Tax for Transportation: Expenditure Plan
30 Years, Fiscal Year (FY) 2010 - 2039**

ATTACHMENT A

As Adopted by the Los Angeles County Metropolitan Transportation Authority Board of Directors July 24, 2008

(\$ in millions)

for reference only - not priority order	Subfund	Potential Project in Alphabetical Order by Category (project definition depends on final environmental process)	Cost Estimate	New Sales Tax (Assembly Bill 2321)			Other Funds			Funds Available Beginning	Expected Completion
				Minimum	Additional	Total	Federal Funding	State Funding	Local Funding (Rail is 3% except as noted)		
1		Transit Projects: New Rail and/or Bus Rapid Transit Capital Projects. Could include rail improvements or exclusive bus rapid transit improvements in designated corridors.									
2			Escalated \$								
3	Transit Capital Projects	Eastside Light Rail Access (Gold Line)	\$ 30	\$ 30	\$ -	\$ 30	\$ -	\$ -	\$ -	FY 2010	FY 2013
4		Exposition Boulevard Light Rail Transit	\$1,632 a	\$ 925	\$ -	\$ 925	\$ -	\$ 353	\$ 354	FY 2010-12	FY 2013-15
5		Metro and Municipal Regional Clean Fuel Bus Capital Facilities and Rolling Stock (Metro's share to be used for clean fuel buses)	\$ 150	\$ 150	\$ -	\$ 150	\$ -	\$ -	\$ -	FY 2010	FY 2039

(Continued on next page)

PROPOSED ORDINANCE OF MEASURE R (Continued)

**Proposed One-Half Cent Sales Tax for Transportation: Expenditure Plan
30 Years, Fiscal Year (FY) 2010 - 2039**

ATTACHMENT A

As Adopted by the Los Angeles County Metropolitan Transportation Authority Board of Directors July 24, 2008

(\$ in millions)

for reference only - not priority order	Subfund	Potential Project in Alphabetical Order by Category (project definition depends on final environmental process)	Cost Estimate	New Sales Tax (Assembly Bill 2321)			Other Funds			Funds Available Beginning	Expected Completion
				Minimum	Additional	Total	Federal Funding	State Funding	Local Funding (Rail is 3% except as noted)		
			Escalated \$								
6	Transit Capital Projects	Regional Connector (links local rail lines)	\$ 1,320	\$ 160	\$ -	\$ 160	\$ 708	\$ 186	\$ 266 ^b	FY 2014-16	FY 2023-25
7			Current 2008 \$								
8	Transit Capital Projects	Crenshaw Transit Corridor - project acceleration	\$ 1,470	\$ 235.5	\$ 971.5	\$1,207	To be determined		\$ 263 ^c	FY 2010-12	FY 2016-18
9		Gold Line Eastside Extension	\$ 1,310	\$ -	\$ 1,271	\$1,271			\$ 39	FY 2022-24	FY 2033-35

(Continued on next page)

PROPOSED ORDINANCE OF MEASURE R (Continued)

**Proposed One-Half Cent Sales Tax for Transportation: Expenditure Plan
30 Years, Fiscal Year (FY) 2010 - 2039**

ATTACHMENT A

As Adopted by the Los Angeles County Metropolitan Transportation Authority Board of Directors July 24, 2008

(\$ in millions)

for reference only - not priority order	Subfund	Potential Project in Alphabetical Order by Category (project definition depends on final environmental process)	Cost Estimate	New Sales Tax (Assembly Bill 2321)			Other Funds			Funds Available Beginning	Expected Completion
				Minimum	Additional	Total	Federal Funding	State Funding	Local Funding (Rail is 3% except as noted)		
			Escalated \$								
10	Transit Capital Projects	Gold Line Foothill Light Rail Transit Extension	\$ 758	\$ 735	\$ -	\$ 735	To be determined	\$ 23	FY 2010-12	FY 2015-17	
11		Green Line Extension to Los Angeles International Airport	\$ 200	\$ -	\$ 200	\$ 200		TBD ^d	FY 2010-12	FY 2015-28 ^d	
12		Green Line Extension: Redondo Beach Station to South Bay Corridor	\$ 280	\$ -	\$ 272	\$ 272		\$ 8	FY 2028-30	FY 2033-35	
13		San Fernando Valley I-405 Corridor Connection (match to total project cost)	TBD	\$ -	\$ 1,000	\$1,000		\$ 31	FY 2030-32	FY 2038-39	

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PROPOSED ORDINANCE OF MEASURE R (Continued)

**Proposed One-Half Cent Sales Tax for Transportation: Expenditure Plan
30 Years, Fiscal Year (FY) 2010 - 2039**

ATTACHMENT A

As Adopted by the Los Angeles County Metropolitan Transportation Authority Board of Directors July 24, 2008

(\$ in millions)

for reference only - not priority order	Subfund	Potential Project in Alphabetical Order by Category (project definition depends on final environmental process)	Cost Estimate	New Sales Tax (Assembly Bill 2321)			Other Funds			Funds Available Beginning	Expected Completion
				Minimum	Additional	Total	Federal Funding	State Funding	Local Funding (Rail is 3% except as noted)		
			Escalated \$								
14	Transit Capital Projects	San Fernando Valley North-South Rapidways (Canoga Corridor) - project acceleration	\$ 188	\$ 32 ^e	\$ 150	\$ 182	To be determined	\$ 6	FY 2010-12	FY 2014-16	
15		San Fernando Valley East North-South Rapidways - project acceleration	\$ 70	\$ 68.5 ^e	\$ -	\$ 68.5		\$ 2	FY 2013-15	FY 2016-18	
16		West Santa Ana Branch Corridor (match to total project cost)	TBD	\$ -	\$ 240	\$ 240		\$ 7	FY 2015-17*	FY 2025-27*	

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PROPOSED ORDINANCE OF MEASURE R (Continued)

**Proposed One-Half Cent Sales Tax for Transportation: Expenditure Plan
30 Years, Fiscal Year (FY) 2010 - 2039**

ATTACHMENT A

As Adopted by the Los Angeles County Metropolitan Transportation Authority Board of Directors July 24, 2008

(\$ in millions)

for reference only - not priority order	Subfund	Potential Project in Alphabetical Order by Category (project definition depends on final environmental process)	Cost Estimate	New Sales Tax (Assembly Bill 2321)			Other Funds			Funds Available Beginning	Expected Completion
				Minimum	Additional	Total	Federal Funding	State Funding	Local Funding (Rail is 3% except as noted)		
			Escalated \$								
17	Transit Capital Projects	Westside Subway Extension - to be opened in segments	\$4,200 ^f	\$ 900	\$ 3,174	\$4,074	To be determined		\$ 126	FY 2013-15	FY 2034-36
18		Capital Project Contingency (Transit)-Escalation Allowance for lines 8-17 to be based on year of construction	\$ 7,331	\$ 173	\$ 3,103	\$3,276	\$2,200	\$ 1,015	\$ 840 ^g	FY 2010	FY 2039
19		Total New Rail and/or Bus Rapid Transit Capital Projects	\$18,939 ^h	\$ 3,408.5	\$ 10,381.5	\$ 13,790	\$ 2,908	\$ 1,554	\$ 1,965	FY 2010	FY 2039

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PROPOSED ORDINANCE OF MEASURE R (Continued)

**Proposed One-Half Cent Sales Tax for Transportation: Expenditure Plan
30 Years, Fiscal Year (FY) 2010 - 2039**

ATTACHMENT A

As Adopted by the Los Angeles County Metropolitan Transportation Authority Board of Directors July 24, 2008

(\$ in millions)

for reference only - not priority order	Subfund	Potential Project in Alphabetical Order by Category (project definition depends on final environmental process)	Cost Estimate	New Sales Tax (Assembly Bill 2321)			Other Funds			Funds Available Beginning	Expected Completion
				Minimum	Additional	Total	Federal Funding	State Funding	Local Funding (Rail is 3% except as noted)		
20	Highway Capital Projects	Highway Projects: Capital Projects = Carpool Lanes, Highways, Goods Movement, Grade Separations, and Soundwalls									
21			Escalated \$								
22		Alameda Corridor East Grade Separations Phase II	\$ 1,123	\$ 200	\$ 200	\$ 400	\$ 200	\$ 336	\$ 187 ⁱ	As funds become available	
23		BNSF Grade Separations in Gateway Cities	\$ 35	\$ -	\$ 35	\$ 35	\$ -	\$ -	\$ -	As funds become available	
24		Countywide Soundwall Construction (Metro regional list and Monterey Park/SR-60)	\$ 250	\$ 250	\$ -	\$ 250	\$ -	\$ -	\$ -	FY 2010	FY 2039

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PROPOSED ORDINANCE OF MEASURE R (Continued)

**Proposed One-Half Cent Sales Tax for Transportation: Expenditure Plan
30 Years, Fiscal Year (FY) 2010 - 2039**

ATTACHMENT A

As Adopted by the Los Angeles County Metropolitan Transportation Authority Board of Directors July 24, 2008

(\$ in millions)

for reference only - not priority order	Subfund	Potential Project in Alphabetical Order by Category (project definition depends on final environmental process)	Cost Estimate	New Sales Tax (Assembly Bill 2321)			Other Funds			Funds Available Beginning	Expected Completion
				Minimum	Additional	Total	Federal Funding	State Funding	Local Funding (Rail is 3% except as noted)		
			Escalated \$								
25	Highway Capital Projects	High Desert Corridor (environmental)	\$ 33	\$ -	\$ 33	\$ 33	\$ -	\$ -	\$ -	As funds become available	
26		Interstate 5 / St. Route 14 Capacity Enhancement	\$ 161	\$ 90.8	\$ -	\$ 90.8	\$ 15	\$ 41	\$ 14 ^J	FY 2010	FY 2013-15
27		Interstate 5 Capacity Enhancement from I-605 to Orange County Line	\$ 1,240	\$ 264.8	\$ -	\$264.8	\$ 78	\$ 834	\$ 63 ^J	FY 2010	FY 2016-17
28		I-5 Capacity Enhancement from SR-134 to SR-170	\$ 610	\$ 271.5	\$ -	\$271.5	\$ 50	\$ 264	\$ 24 ^J	FY 2010	FY 2013

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PROPOSED ORDINANCE OF MEASURE R (Continued)

**Proposed One-Half Cent Sales Tax for Transportation: Expenditure Plan
30 Years, Fiscal Year (FY) 2010 - 2039**

ATTACHMENT A

As Adopted by the Los Angeles County Metropolitan Transportation Authority Board of Directors July 24, 2008

(\$ in millions)

for reference only - not priority order	Subfund	Potential Project in Alphabetical Order by Category (project definition depends on final environmental process)	Cost Estimate	New Sales Tax (Assembly Bill 2321)			Other Funds			Funds Available Beginning	Expected Completion
				Minimum	Additional	Total	Federal Funding	State Funding	Local Funding (Rail is 3% except as noted)		
			Escalated \$								
29	Highway Capital Projects	1-5 Carmenita Road Interchange Improvement	\$ 389	\$ 138	\$ -	\$ 138	\$ 97	\$ 154	\$ - ^J	FY 2010	FY 2015
30			Current 2008 \$								
31		Highway Operational Improvements in Arroyo Verdugo subregion	\$ 170	\$ -	\$ 170	\$ 170	To be determined			As funds become available	
32		Highway Operational Improvements in Las Virgencs/Malibu subregion	\$ 175	\$ -	\$ 175	\$ 175					

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PROPOSED ORDINANCE OF MEASURE R (Continued)

**Proposed One-Half Cent Sales Tax for Transportation: Expenditure Plan
30 Years, Fiscal Year (FY) 2010 - 2039**

ATTACHMENT A

As Adopted by the Los Angeles County Metropolitan Transportation Authority Board of Directors July 24, 2008

(\$ in millions)

for reference only - not priority	Subfund	Potential Project in Alphabetical Order by Category (project definition depends on final environmental process)	Cost Estimate	New Sales Tax (Assembly Bill 2321)			Other Funds			Funds Available Beginning	Expected Completion
				Minimum	Additional	Total	Federal Funding	State Funding	Local Funding (Rail is 3% except as noted)		
			Current 2008 \$								
33	Highway Capital Projects	Interstate 405, I-110, I-105, and SR-91 Ramp and Interchange Improvements (South Bay)	\$ 906	\$ -	\$ 906	\$ 906	To be determined		As funds become available		
34		Interstate 5 North Capacity Enhancements from SR-14 to Kern County Line (Truck Lanes)	\$ 2,800	\$ -	\$ 410	\$ 410					
35		Interstate 605 Corridor "Hot Spot" Interchanges	\$ 2,410	\$ -	\$ 590	\$ 590					
36		Interstate 710 North Gap Closure (tunnel)	\$ 3,730	\$ -	\$ 780	\$ 780					

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PROPOSED ORDINANCE OF MEASURE R (Continued)

**Proposed One-Half Cent Sales Tax for Transportation: Expenditure Plan
30 Years, Fiscal Year (FY) 2010 - 2039**

ATTACHMENT A

As Adopted by the Los Angeles County Metropolitan Transportation Authority Board of Directors July 24, 2008

(\$ in millions)

for reference only - not priority	Subfund	Potential Project in Alphabetical Order by Category (project definition depends on final environmental process)	Cost Estimate	New Sales Tax (Assembly Bill 2321)			Other Funds			Funds Available Beginning	Expected Completion
				Minimum	Additional	Total	Federal Funding	State Funding	Local Funding (Rail is 3% except as noted)		
			Current 2008 \$								
37	Highway Capital Projects	Interstate 710 South and/or Early Action Projects	\$ 5,460	\$ -	\$ 590	\$ 590	To be determined		As funds become available		
38		State Route 138 Capacity Enhancements	\$ 270	\$ -	\$ 200	\$ 200					
39		Capital Project Contingency (Highway)-Escalation Allowance for lines 31-38 to be based on year of construction	\$ 2,575	\$ -	\$ 2,575.9	\$2,576					
40		Total Capital Projects Highway: Carpool Lanes, Highways, Goods Movements, Grade Separations, and Soundwalls	\$22,337	\$1,215.1	\$ 6,664.9	\$7,880	TBD	TBD	\$ 288	FY 2010	FY 2039

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PROPOSED ORDINANCE OF MEASURE R (Continued)

**Proposed One-Half Cent Sales Tax for Transportation: Expenditure Plan
30 Years, Fiscal Year (FY) 2010 - 2039**

ATTACHMENT A

As Adopted by the Los Angeles County Metropolitan Transportation Authority Board of Directors July 24, 2008

(\$ in millions)

for reference only - not priority order	Subfund	Operating and Capital Programs	Percent of New Sales Tax Net Revenues	New Sales Tax (Assembly Bill 2321)			Other Funds			Funds Available Beginning	Expected Completion
				Minimum	Additional	Total Escalated	Federal Funding	State Funding	Local Funding (Rail is 3% except as noted)		
41	Ops	Bus Operations (Countywide Bus Service Operations, Maintenance, and Expansion. Suspend a scheduled July 1, 2009 Metro fare increase for one year and freeze all Metro Student, Senior, Disabled, and Medicare fares through June 30, 2013 by instead using Metro's Formula Allocation Procedure share of this subfund.)	20%	\$ -	\$ 7,880	\$7,880 ^k	Not Applicable			FY 2010	FY 2039

(Continued on next page)

PROPOSED ORDINANCE OF MEASURE R (Continued)

**Proposed One-Half Cent Sales Tax for Transportation: Expenditure Plan
30 Years, Fiscal Year (FY) 2010 - 2039**

ATTACHMENT A

As Adopted by the Los Angeles County Metropolitan Transportation Authority Board of Directors July 24, 2008

(\$ in millions)

for reference only - not priority order	Subfund	Operating and Capital Programs	Percent of New Sales Tax Net Revenues	New Sales Tax (Assembly Bill 2321)			Other Funds			Funds Available Beginning	Expected Completion
				Minimum	Additional	Total Escalated	Federal Funding	State Funding	Local Funding (Rail is 3% except as noted)		
42	Ops	Rail Operations (New Transit Project Operations and Maintenance)	5%	\$ -	\$ 1,970	\$1,970 ^k	Not Applicable			FY 2010	FY 2039
43	Local Return	Major street resurfacing, rehabilitation and reconstruction; pothole repair; left turn signals; bikeways; pedestrian improvements; streetscapes; signal synchronization; and transit.	15% ^l	\$ 250	\$ 5,660	\$5,910 ^k					

(Continued on next page)

PROPOSED ORDINANCE OF MEASURE R (Continued)

**Proposed One-Half Cent Sales Tax for Transportation: Expenditure Plan
30 Years, Fiscal Year (FY) 2010 - 2039**

ATTACHMENT A

As Adopted by the Los Angeles County Metropolitan Transportation Authority Board of Directors July 24, 2008

(\$ in millions)

for reference only - not priority order	Subfund	Operating and Capital Programs	Percent of New Sales Tax Net Revenues	New Sales Tax (Assembly Bill 2321)			Other Funds			Funds Available Beginning	Expected Completion
				Minimum	Additional	Total Escalated	Federal Funding	State Funding	Local Funding (Rail is 3% except as noted)		
44	Tran. Cap.	Metro Rail Capital Projects - System Improvements, Rail Yards, and Rail Cars	2%	\$ -	\$ 788	\$ 788 ^k	Not Applicable			FY 2010	FY 2039
45	Tran. Cap.	Metrolink Capital Improvement Projects within Los Angeles County (Operations, Maintenance, and Expansion)	3%	\$ 70	\$ 1,112	\$1,182 ^k				FY 2010	FY 2039
46		Subtotal Transit and Highway Capital Projects	\$41,276^m	\$ 4,623.6	\$ 17,046	\$21,670	\$2,908	\$1,554	\$2,253	FY 2010	FY 2039

(Continued on next page)

PROPOSED ORDINANCE OF MEASURE R (Continued)

**Proposed One-Half Cent Sales Tax for Transportation: Expenditure Plan
30 Years, Fiscal Year (FY) 2010 - 2039**

ATTACHMENT A

As Adopted by the Los Angeles County Metropolitan Transportation Authority Board of Directors July 24, 2008

(\$ in millions)

for reference only - not priority order	Subfund	Operating and Capital Programs	Percent of New Sales Tax Net Revenues	New Sales Tax (Assembly Bill 2321)			Other Funds			Funds Available Beginning	Expected Completion
				Minimum	Additional	Total Escalated	Federal Funding	State Funding	Local Funding (Rail is 3% except as noted)		
47		Subtotal page 4		\$ 320.0	\$ 17,410	\$17,730					
48		1.5% for Administration	N/A	\$ 10	\$ 590	\$ 600	Not Applicable			FY 2010	FY 2039
49		Total		\$ 4,953.6	\$ 35,046	\$40,000	\$2,908	\$1,554	\$2,253	FY 2010	FY 2039

Notes:

- a. The Exposition Blvd Light Rail Transit project includes the following funds: Prop 1B Transit Modernization funds (\$250 M), State Transportation Improvement Program funds (\$103 M), Metro Propositions A and C funds (\$354 M).
- b. Systemwide ridership forecasts indicate need for a Regional Connector downtown. This expenditure plan assumes that Metro Long Range Transportation Plan funds freed-up from the Exposition Phase II project by passage of this sales tax will be redirected to the Regional Connector project by the Metro Board.
- c. Local funding for the Crenshaw Transit Corridor assumes a 3% local contribution (\$44 M) and a Metro Long Range Transportation Plan contribution (\$219 M).

(Continued on next page)

PROPOSED ORDINANCE OF MEASURE R (Continued)

- d. Local funding target and project schedule to be determined due to potential LAX contribution. First segment is included in the Crenshaw project.
 - e. The San Fernando Valley North-South Rapidways minimum of \$100 M is divided between the East and Canoga segments.
 - f. Unescalated cost estimate to Westwood.
 - g. Assumes a 3% local contribution to the Escalation Allowance (\$225 M) and a Metro Long Range Transportation Plan contribution for project scheduling risk (\$615 M).
 - h. Total new rail and/or bus rapid transit capital projects cost estimate subject to change when cost estimates are developed for the San Fernando Valley I-405 Corridor Connection (line 13) and the West Santa Ana Branch Corridor (line 16).
 - i. The precise amounts of Federal and local funding for the Alameda Corridor East Grade Separations Phase II project are subject to change.
 - j. For projects funded from other sources on or before December 31, 2008, the funds freed-up by passage of this sales tax shall remain in the subregion in which the project is located for projects or programs of regional significance (per AB 2321).
 - k. Amounts are estimates. Actual amounts will be based on percentage of actual sales tax receipts net of administration.
 - l. Local Return to the incorporated cities within Los Angeles County and to Los Angeles County for the unincorporated area of the County on a per capita basis per annual California Department of Finance population data.
 - m. The total project cost estimate for the transit and highway capital projects of \$41.2 B includes \$12.9 B in as yet unidentified federal, state, local, and public-private partnership funds for highway projects.
- Legend: Ops = Operations; Tran. Cap. = Transit Capital; SR = State Route; I = Interstate
- * The West Santa Ana Branch matching funds would be accelerated by utilizing Long Range Transportation Plan resources freed-up by the use of new sales tax funds on the Interstate 5 Capacity Enhancement from I-605 to Orange County Line project (line 27).