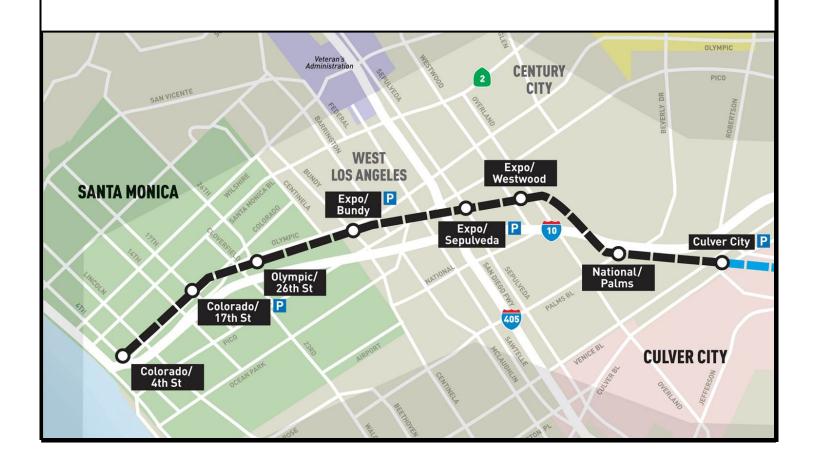
Phase 2 Exposition Metro Line Project

Monthly Project Status Report

June 2013



EXPOSITION METRO LINE CONSTRUCTION AUTHORITY Monthly Phase 2 Project Status Report Period Ending –June 30, 2013



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Phase 2 Exposition Metro Line Construction Authority Project Description

The Expo Phase 2 Project is located in the Westside of Los Angeles, extending approximately seven miles from the Expo Phase 1 terminus at Culver City Station to Santa Monica. The Phase 2 alignment begins at the terminus of Expo Phase 1 and utilizes the existing Exposition Right-of-Way (ROW), then diverges from the Exposition ROW and enters onto Colorado Avenue east of 17th Street. The alignment follows the center of Colorado Avenue to the proposed terminus in downtown Santa Monica in the vicinity of the intersection of 4th Street and Colorado Avenue.

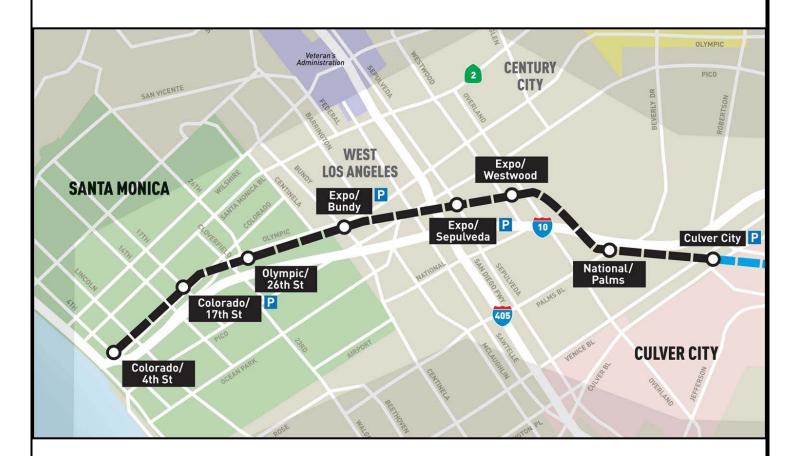


Figure 1: Exposition Metro Line Construction Authority Phase 2 Alignment

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Phase 2 Exposition Metro Line Construction Authority Culver City to Santa Monica Segment

Project Management Issues

Appeal on Environmental Document Ruling

The legal challenge to the Phase 2 CEQA document by the community group, Neighbors for Smart Rail (NFSR), was denied by the California Superior Court in Los Angeles County. NFSR filed an appeal of that ruling. The Court of Appeal affirmed the judgment of the Superior Court. NFSR filed an appeal of that ruling. The State Supreme Court agreed to hear the appeal. On September 26, 2012 NFSR filed a motion with the California Supreme Court to stay the project (stop all construction); in November 2012, the motion to stay was denied. The State Supreme Court heard the appeal on May 8, 2013. We are awaiting the State Supreme Court's decision.

California Public Utilities Commission (CPUC)

The CPUC issued a resolution on November 10, 2011 granting authorization to construct the project crossings. Neighbors for Smart Rail (NFSR) filed an appeal. The CPUC agreed to a rehearing. A pre-hearing was held on October 5, 2012. The briefing and testimony were submitted in November, and evidentiary hearings took place on December 17, 2012. We are awaiting the ALJ's draft decision.

Utility Relocations

The Authority worked closely with Los Angeles Department of Water and Power (DWP) and Southern California Edison (SCE) to advance power line relocations required to accommodate the Project. The Authority also worked with Southern California Gas (SCG) and multiple communications providers to advance relocation of their facilities. Progress update:

- DWP construction crews removed overhead power lines that were in conflict with project structures; multiple DWP construction crews are relocating the remaining overhead power lines.
- SCG completed relocation and abandonment work along the guideway alignment. Abandonment of an existing gas service at the future maintenance facility site will begin in July.
- Communications providers continued to relocate facilities throughout the corridor.
- Staff continued working with SCE to complete the relocation designs, obtain City approvals, procure long lead time items, acquire easements, install duct banks and vaults. The Authority and SCE continued discussions regarding cost sharing for SCE betterments.

SCE power line relocations on Colorado are on the Project schedule critical path. The Authority, SCE, and Design-Build contractor have collaborated through Partnering sessions, staff level working meetings, and executive management meetings to advance schedule recovery actions that include: working with the City to optimize traffic control and to increase working hours, adding extra crews, increasing SCE inspection staff availability, working longer shifts, and coordinating SCE and contractor field activities.

Kenter Canyon Storm Drain (KCSD)

A 10-foot diameter Los Angeles County storm drain built in the 1930s runs along Colorado Avenue in Santa Monica. A significant portion of the storm drain lies beneath the light rail tracks in the street running section of the Project along Colorado Avenue. The Phase 2 Design-Build contractor presented findings of the KCSD structural analysis to Los Angeles County Flood Control District (LACFCD), showing that the KCSD can be left in place. LACFCD took no objection to the analysis, subject to post construction video inspection, video inspection after the first year of operations, and repair of damages if identified in the videos. The Phase 2 Design-Build contractor is currently advancing 100% designs to modify existing manholes that tie into the KCSD and to protect in place an existing sanitary sewer line that crosses the KCSD.

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City of Los Angeles

In the City of Los Angeles, schedule near-critical activities include design approvals, relocation of utilities and removal of the temporary parking lot near Sepulveda structure/station; construction of the structure over Motor Avenue; and installation of underground facilities such as storm drains, the track underdrains, and communication duct banks. A significant milestone was achieved this period with the approvals of the Standard Urban Storm Water Mitigation Plan (SUSMP) and two of the five civil segment plans. The Authority is collaborating with the City of Los Angeles to approve the remaining three civil segments and resolve issues such as the sidewalk gap at Sepulveda, curb and gutter gap closure on Exposition, and the City's maintenance period for landscaping. A path forward to resolving all these items has been identified.

City of Santa Monica

In the City of Santa Monica, the schedule critical path includes SCE relocations on Colorado; the critical path continues with the installation of trackwork followed by the installation and testing of the overhead catenary and train control systems. The Authority is collaborating with the City of Santa Monica to resolve issues such as not to preclude future pedestrian crossings, pedestrian lighting, Caltrans sign overlays, waterline betterments, terminus station betterments, street running operations, video detection, tree relocations, and bikeway-related details.

Venice Boulevard Underpass (VBU)

The VBU structure will bridge Venice Boulevard, which is a Caltrans roadway, and will impact multiple overhead and underground utilities. Progress update:

- DWP and communication providers completed relocation of overhead lines to accommodate construction of the VBU structure.
- The VBU Design-Build contractor completed construction of cast-in-drilled hole piles and columns to support the VBU structure and advanced preparation of construction submittals for the superstructure and roadway construction.

Current projections show the VBU contractual Substantial Completion will be delayed due to delays in the relocation of a sanitary sewer line and relocation of overhead communication lines. Workarounds have been developed to avoid impacts to the overall Phase 2 Project completion date.

Operations and Maintenance Facility (OMF)

The Authority issued a Notice to Proceed to Kiewit Building Group (KBG) on June 3, 2013. The Authority met with KBG for a construction kick-off meeting on June 11, 2013. KBG started mobilizing onsite and hazardous material abatement is in progress. Metro, the Authority, and KBG continue evaluating ways to reduce project costs.

Bikeway

Staff continues to work on bikeway related topics, which include: Exposition/Centinela intersection configuration; Pico/Gateway intersection negotiations; License agreement between City of Los Angeles and Metro; OMF driveway interface; and financing for SUSMP in the City of Santa Monica. Design is in progress.

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Key Activities Completed this Period

Phase 2 Design-Build contractor, Skanska/Rados (SRJV)

- SRJV advanced remaining design elements. Staff reviewed design submittals as well as requests for design deviations; worked with SRJV to resolve comments and open issues.
- SRJV continued construction activities –

performed excavation and grading to support guideway construction activities; installed wet utilities;

installed dry utility duct banks/vaults on behalf of SCE (Bundy, Colorado);

installed CS duct banks/manholes:

installed guideway ballast curb;

advanced TPSS site work (TPSS1, TPSS2, TPSS3, TPSS4);

advanced retaining walls (National to Clarington, Putney to Overland);

advanced soundwalls (I-10 to Overland);

advanced MSE walls (Pico West, Bundy East, Bundy to Centinela, Centinela to Stewart, Olympic to 20th):

advanced bridges (Palms, Motor, Sepulveda, Pico, Bundy, Centinela, Olympic);

advanced stations (Westwood/Rancho Park, 26th St/Bergamot);

widened roadway (Colorado 14th – 17th);

Sepulveda Parking structure: construct elevator tower; place slab on grade; construct decks.

- SRJV advanced construction submittals and requests for information; Authority staff reviewed.
- Southern California Gas, SCE, DWP, and communications providers continued to relocate facilities.

Venice Boulevard Underpass Design-Build contractor, Balfour Beatty (BBII)

- BBII continued construction activities constructed remaining two of five columns.
- BBII advanced construction submittals and requests for information; Authority staff reviewed.
- DWP and communication providers completed relocation of dry utilities near the structure.
- DWP advanced design to relocate facilities in support of roadway widening.

Operations and Maintenance Facility, Kiewit Building Group (KBG)

- Authority issued Notice to Proceed to KBG on June 3rd.
- Authority-KBG held a construction kick-off meeting on June 11th.
- Metro-Authority-KBG continued evaluating ways to reduce project costs.
- KBG initiated construction activities –

mobilized onsite:

abated hazardous materials.

KBG advanced construction submittals and requests for information; Authority staff reviewed.

Bikeway

- Advanced Bikeway license agreement between Metro and each City.
- Finalized project budget agreements between Expo and each City.
- SRJV initiated final design.

General

- Held Partnering session with BBII on June 5th and with SRJV/3rd parties on June 26th.
- Held Fire Life Safety Committee meeting on June 13th; multiple meetings on egress calculations.

Monthly Phase 2 Project Status Report

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Key Future Activities

Phase 2 Design-Build contractor, Skanska/Rados (SRJV)

- SRJV advance remaining design elements. Metro-Authority-third party staff work with SRJV to resolve comments and open issues.
- SRJV will continue the following construction activities –

perform excavation and grading to support guideway construction activities;

install wet utilities:

install dry utility duct banks/vaults on behalf of SCE;

install CS duct banks/manholes;

install guideway ballast curb;

install subballast;

install track underdrain;

advance TPSS site work;

advance retaining walls;

advance soundwalls;

advance MSE walls:

advance bridges:

advance stations;

widen roadway;

advance the Sepulveda Parking structure.

SCE, DWP, and communications providers continue to relocate facilities.

Venice Boulevard Underpass Design-Build contractor, Balfour Beatty (BBII)

- BBII continue construction activities construct structure falsework.
- DWP continue to design relocation of facilities in support of roadway widening.

Operations and Maintenance Facility contractor, Kiewit Building Group

- KBG initiated construction activities;
- Existing utilities shut off prior to building demolition;
- Demolish existing buildings.

Bikeway

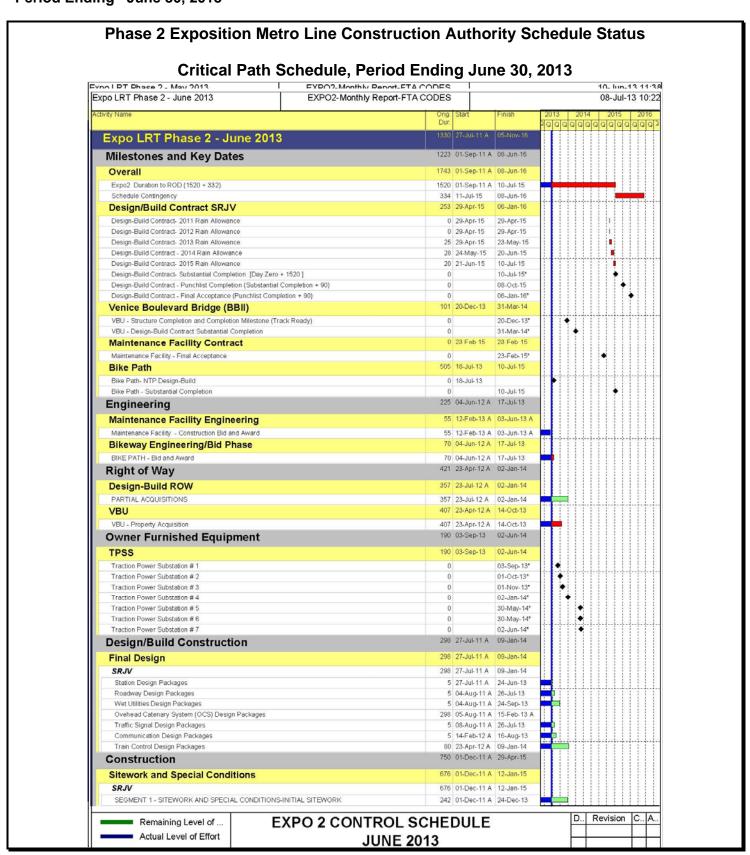
- Advance Bikeway license agreement between Metro and City of Los Angeles.
- SRJV advance Bikeway design.

General

- Continue coordination with the Cities of Los Angeles and Santa Monica, Metro, and Caltrans.
- Continue coordination with Department of Toxic Substances Control (DTSC) to advance soil management plan.
- Hold Partnering derivative sessions with COLA, systems.
- Hold Fire Life Safety Committee meetings/workshops.
- Hold Phase 2 Update meetings with the community.
- Continue FEIR mitigation measures.

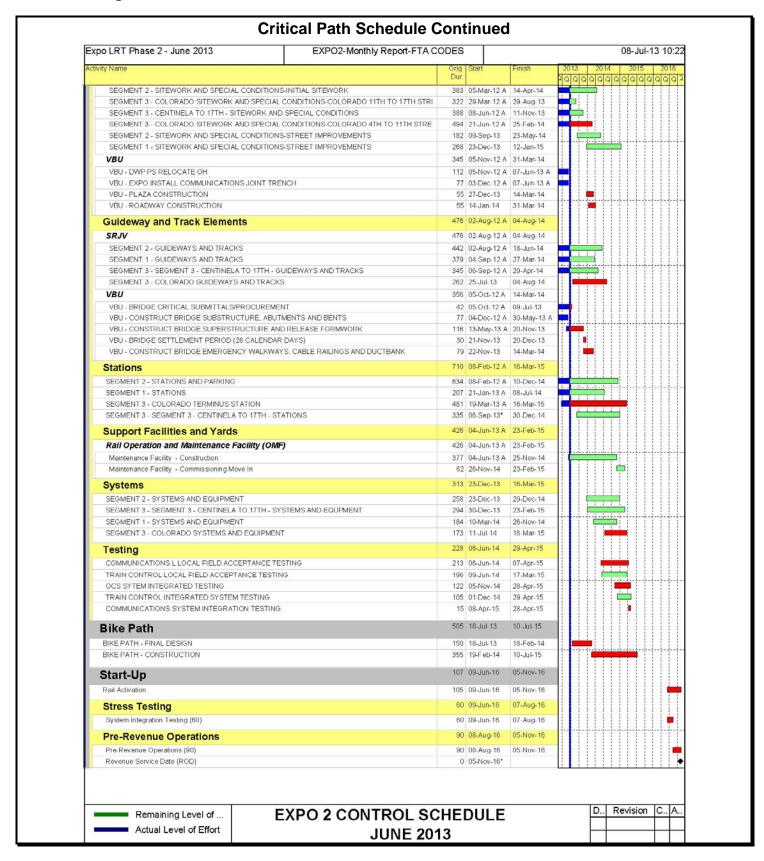
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Schedule Narrative

Critical and Near-Critical Path Analysis

Currently, the Critical Path runs through the power relocations and street improvements on Colorado in the City of Santa Monica and the Terminus Station. In the City of Los Angeles, the construction of the Motor Bridge and the Sepulveda Parking Structure is on the Critical Path. The Critical Path continues with the installation of Trackwork followed by the installation and testing of the Overhead Catenary and Train Control Systems.

With the current recovery plan and work-around options, the power relocation at most locations does not impact the construction of the substructure and in many cases the superstructure of the bridges. Therefore, the critical need dates for power relocations were improved and potential delays were minimized. At the Terminus, the potential delay is being eliminated by redesigning the retaining wall design to bridge over existing underground facilities.

Project Float/ Schedule Contingency

On January 5, 2012, the Board of Directors authorized the Authority to include schedule contingency in accordance with Metro's Project Contingency procedure. If all Schedule Contingency were needed, the projected Revenue Operation Date would be November 5, 2016.

	Original Duration (days)	Days Released	Current Duration (days)
Schedule Contingency	334	0	334

Monthly Phase 2 Project Status Report

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Phase 2 Exposition Metro Line Construction Authority Financial Status

Project Cost Status and Analysis Expo/Metro Baseline

COST REPORT BY ELEMENT

UNITS IN MILLIONS

							Forecast Variance
Element	Description	Original Budget	Current Budget	Commitments	Expenditures	Current Forecast	Over/ <under></under>
С	CONSTRUCTION	766.4	766.4	561.4	216.1	766.4	-
R.	RIGHT-OF-WAY	265.0	259.1	94.1	92.6	259.1	-
V	VEHICLES	202.1	202.1	27.0	27.0	202.1	
P.	PROFESSIONAL SERVICES	148.2	148.2	98.5	68.0	148.2	-
SC	SPECIAL CONDITIONS	63.6	69.5	50.3	21.6	69.5	-
PR	PROJECT RESERVE	66.0	66.0	-	-	66.0	-
	TOTAL	1,511.2	1,511.2	831.3	425.4	1,511.2	-

NOTE: Expenditures are Paid-to-Date through 5/31/13

Original Budget and Current Budget:

The Life of Project Budget for the Phase 2 Exposition Metro Line Project was adopted in March 2011 for a value of \$1.511 billion.

Current Forecast:

The total project forecast at completion remains the same as the current budget of \$1.511 billion.

Monthly Phase 2 Project Status Report

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Project Operating Budget Summary in Millions of Dollars



Sources & Uses of Funds - Phase 2 Status as of June 30, 2013

Metro / Expo Baseline Activities

Sources of Funds (millions)

Α

B C = A - B

Source		Budget	unding ommitted	Unc	Uncommitted		
Prop A 35%		\$ 238.0	\$ -	\$	238.0		
Prop C 25%		\$ 115.3	\$ 2.6	\$	112.7		
Measure R		\$ 813.7	\$ 377.7	\$	436.0		
Prop 1B Bonds		\$ 48.9	\$ 15.2	\$	33.7		
Regional Improvement Program (State)		\$ 47.8	\$ 47.8	\$	0.0		
Local Agency Contribution		\$ 45.3	\$ 24.9	\$	20.4		
		\$ 1,309.1	\$ 468.2	\$	840.9		
	Total Sources:	\$ 1,309.1	\$ 468.2	\$	840.9		

Uses of Funds by Element (millions)

Α

В

С

D = A - B

Element		Budget	Committed	Paid	L	Incommitted
Design-Build Corridor		\$ 606.8	\$ 547.4	\$ 210.2	\$	59.4
Other Construction Elements		\$ 159.5	\$ 14.0	\$ 5.9	\$	145.5
Right-of-Way		\$ 259.1	\$ 94.1	\$ 92.6	\$	165.0
Professional Services		\$ 148.2	\$ 98.5	\$ 68.0	\$	49.7
Special Conditions		\$ 69.5	\$ 50.3	\$ 21.6	\$	19.2
Project Reserve	<u>.</u>	\$ 66.0	\$ 	\$ ₩ 0 .	\$	66.0
	Total Uses:	\$ 1,309.1	\$ 804.3	\$ 398.3	\$	504.8

Paid-to-Date through 5/31/13

Monthly Phase 2 Project Status Report

Period Ending -June 30, 2013



Project Operating Budget Summary in Millions of Dollars



Sources & Uses of Funds - Phase 2 Status as of June 30, 2013

Metro / Expo Baseline Activities - Vehicles

Sources of Funds (millions)

Α

В

C = A - B

Source		Budget	Ć	Funding Committed	Und	committed
RSTP (Federal) for LRVs	\$	7.7	\$	7.7	\$	
CMAQ (Federal) for LRVs	\$	41.3	\$	41.3	\$	=
Reg. Imp. Prog. (Federal) for LRVs	\$	153.1	\$	153.1	\$	(C)
	\$	202.1	\$	202.1	\$	6₩
Total Source	ces: \$	202.1	\$	202.1	\$	5 =

Uses of Funds by Element (millions)

Α

B

C

D = A - B

Element		Budget	Committed	Paid	Uncommitted
Vehicles	\$	202.1	\$ 27.0	\$ 27.0	\$ 175.1
	Total Uses: \$	202.1	\$ 27.0	\$ 27.0	\$ 175.1

Paid-to-Date through 5/31/13

Monthly Phase 2 Project Status Report

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Project Operating Budget Summary in Millions of Dollars



Sources & Uses of Funds - Phase 2 Status as of June 30, 2013

Non - Baseline Activities

Sources of Funds (millions)

Α

В

C = A - B

				Funding		
Source		Budget	(Committed	Une	committed
Project Revenue: City of LA Betterment		\$ 5.3	\$	5.3	\$	
Project Revenue: City of Santa Monica Betterment		\$ 18.3	\$	18.3	\$	_
G31	Total Sources:	\$ 23.6	\$	23.6	\$	=

Uses of Funds by Element (millions)

D = A - B

Element		Budget	Committed*			Paid	Uncommitted	
Design-Build Betterments	Ç	-	\$	¥	\$	1-	\$	E
Sepulveda Blvd Bridge & Aerial Station (Diff.)	Ç	5.5	3 \$	5.3	\$	2.1	\$	=
26th Street & 17th Street Station Betterments P.E.	Ç	0.	4 \$	0.4	\$	0.4	\$	-
26th Street & 17th Street Station Betterments Construction	Ş	9.	1 \$	5.4	\$	0.3	\$	3.7
4th Street Terminus Station P.E.	Ş	0.9	5 \$	0.4	\$	0.4	\$	0.1
4th Street Terminus Station Construction	_ <	8.	4 \$	4.8	\$	-	\$	3.6
	Total Uses: S	23.	3 \$	16.3	\$	3.2	\$	7.3

^{*} All 3rd Party funds have been received by the Authority, but not yet committed for expenditure. Paid-to-Date through 5/31/13

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Phase 2 Exposition Metro Line Construction Authority Contract Status

Expo Phase 2 Design-Build Contract Status

Expo Phase 2 Contractor: Skanska/Rados	Contract No.: XP8902-002 Status as of: 30-Jun-13		
Progress/Work Completed: See Page 6 Areas of Concern: See Pages 4 and 5	Major Activities (In Progress): See Page 6 and 7 Major Activities Next Period: See Page 6 and 7		
	Original Time Current Contract Dates Extension Contract	Forecast	Variance CDs
	Substantial Completion 07/10/15 0 07/10/15 Contract Completion 01/08/16 0 01/08/16	07/10/15 01/08/16	0
Schedule Summary:	Cost Summary:	\$ In Baseline Project	000's Betterments Modification
Date of Award: 05/13/11 Limited Notice to Proceed: 05/19/11	 Award Value: Executed Modifications: Approved Change Orders: 	541,651.27 2252.45	5,278.9 31,524.5
Original Contract Duration: 1700 Current Contract Duration: 1700 Elapsed Time from NTP: 774	 4. Current Contract Value (1 + 2 + 3): 5. Pending Changes: 6. Incurred Cost: 	543,903.71 - 226,967.88	36,803.5 - 9,396.0

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Expo Phase 2 VBU Design-Build Contract Status

Expo Phase 2 Contract No.: XP8901-828 Contractor: Balfour Beatty Infrastructure, Inc. Status as of: 30-Jun-13							
Progress/Work Completed: See Page 6 Areas of Concern: See Pages 4 and 5		Major Activities (In Prog See Page 6 and 7 Major Activities Next Per See Page 6 and 7					
			Original Contract Dates	Time Extension	Current Contract	Forecast	Variance CDs
		Substantial Completion	07/12/13	0	07/12/13	07/12/13	0
Schedule Summary:		Cost Summary	- 1.3			Baseline Project	000's Betterments/ Modifications
Date of Award:	08/04/11	Award Value: Executed Mod				15,675.00	
Limited Notice to Proceed:	09/01/11	3. Approved Cha	ange Ordei	's:	***	103.13	1,551.90
Original Contract Duration: Current Contract Duration:	680 680	Current Contr Pending Char		(1 + 2 + 3):	·	15,778.13 -	1,551.90
Elapsed Time from NTP:	669	6. Incurred Cost	•			8,606.68	1,551.90