

**I-680 SUNOL SMART CARPOOL LANE
JOINT POWERS AUTHORITY**

MEETING NOTICE

Monday, November 7, 2011, 9:30 am
1333 Broadway, Suite 300, Oakland, California 94612
(see map on last page of agenda)

Commission Chair
Mark Green, Mayor – Union City
Commission Vice Chair
Scott Haggerty, Supervisor – District 1

AC Transit
Greg Harper, Director

Alameda County
Supervisors
Nadia Lockyer – District 2
Wilma Chan – District 3
Nate Miley – District 4
Keith Carson – District 5

BART
Thomas Blalock, Director

City of Alameda
Rob Bonta, Vice Mayor

City of Albany
Farid Javandel, Mayor

City of Berkeley
Laurie Capitelli, Councilmember

City of Dublin
Tim Sbranti, Mayor

City of Emeryville
Ruth Atkin, Councilmember

City of Fremont
Suzanne Chan, Vice Mayor

City of Hayward
Olden Henson, Councilmember

City of Livermore
Marshall Kamena, Mayor

City of Newark
Luis Freitas, Vice Mayor

City of Oakland
Councilmembers
Larry Reid
Rebecca Kaplan

City of Piedmont
John Chiang, Vice Mayor

City of Pleasanton
Jennifer Hosterman, Mayor

City of San Leandro
Joyce R. Starosciak, Councilmember

Executive Director
Arthur L. Dao

Chair: Scott Haggerty -- Alameda CTC
Vice Chair: Bill Harrison -- Alameda CTC
Members: Mark Green -- Alameda CTC
Jennifer Hosterman -- Alameda CTC
Pete McHugh -- Santa Clara VTA
Staff Liaison: Stewart Ng
Executive Director: Frank R. Furger
Secretary: Christina Ramos

AGENDA

*Copies of Individual Agenda Items are Available on the:
Alameda CTC Website -- www.AlamedaCTC.org*

1 PLEDGE OF ALLEGIANCE

2 ROLL CALL

3 PUBLIC COMMENT

Members of the public may address the Board during “Public Comment” on any item not on the agenda. Public comment on an agenda item will be heard when that item is before the Board. Only matters within the Board’s jurisdictions may be addressed. Anyone wishing to comment should make their desire known by filling out a speaker card and handing it to the Secretary. Please wait until the Chair calls your name. Walk to the microphone when called; give your name, and your comments. Please be brief and limit comments to the specific subject under discussion. Please limit your comment to three minutes.

4 CONSENT CALENDAR

4A. Approval of the Minutes of October 10, 2011* – **Page 1** **A**

5 ADMINISTRATIVE MATTERS

5A. Approval of Amendment No. 1 to the Agreement with the Executive Director of the SSCLJPA* – **Page 7** **A**

5B. Acceptance of the SSCLJPA Draft Audited Basic Financial Statements for the Period September 20, 2010 through June 30, 2011* – **Page 9** **A**

6	UPDATES	
	6A. Review of the I-680 SB Express Lane Operations Update** – Page 25	I
7	COMMITTEE MEMBER REPORTS (Verbal)	I
	No items this month.	
8	STAFF REPORTS (Verbal)	I
	No items this month.	
9	ADJOURNMENT/NEXT MEETING: JANUARY 9, 2012	I

Key: A- Action Item; I – Information Item

- (*) Materials Inclosed
- (**) Verbal presentation will be made or materials will be available at the meeting.
- (#) All items on the agenda are subject to action and/or change by the Board.

PLEASE DO NOT WEAR SCENTED PRODUCTS SO INDIVIDUALS WITH ENVIRONMENTAL SENSITIVITIES MAY ATTEND

*Alameda County Transportation Commission
1333 Broadway, Suites 220 & 300, Oakland, CA 94612
(510) 208-7400 (New Phone Number)
(510) 836-2185 Fax (Suite 220)
(510) 893-6489 Fax (Suite 300)
www.alamedactc.org*

Glossary of Acronyms

ABAG	Association of Bay Area Governments	MTC	Metropolitan Transportation Commission
ACCMA	Alameda County Congestion Management Agency	MTS	Metropolitan Transportation System
ACE	Altamont Commuter Express	NEPA	National Environmental Policy Act
ACTA	Alameda County Transportation Authority (1986 Measure B authority)	NOP	Notice of Preparation
ACTAC	Alameda County Technical Advisory Committee	PCI	Pavement Condition Index
ACTC	Alameda County Transportation Commission	PSR	Project Study Report
ACTIA	Alameda County Transportation Improvement Authority (2000 Measure B authority)	RM 2	Regional Measure 2 (Bridge toll)
ADA	Americans with Disabilities Act	RTIP	Regional Transportation Improvement Program
BAAQMD	Bay Area Air Quality Management District	RTP	Regional Transportation Plan (MTC's Transportation 2035)
BART	Bay Area Rapid Transit District	SAFETEA-LU	Safe, Accountable, Flexible, Efficient Transportation Equity Act
BRT	Bus Rapid Transit	SCS	Sustainable Community Strategy
Caltrans	California Department of Transportation	SR	State Route
CEQA	California Environmental Quality Act	SRS	Safe Routes to Schools
CIP	Capital Investment Program	STA	State Transit Assistance
CMAQ	Federal Congestion Mitigation and Air Quality	STIP	State Transportation Improvement Program
CMP	Congestion Management Program	STP	Federal Surface Transportation Program
CTC	California Transportation Commission	TCM	Transportation Control Measures
CWTP	Countywide Transportation Plan	TCRP	Transportation Congestion Relief Program
EIR	Environmental Impact Report	TDA	Transportation Development Act
FHWA	Federal Highway Administration	TDM	Travel-Demand Management
FTA	Federal Transit Administration	TEP	Transportation Expenditure Plan
GHG	Greenhouse Gas	TFCA	Transportation Fund for Clean Air
HOT	High occupancy toll	TIP	Federal Transportation Improvement Program
HOV	High occupancy vehicle	TLC	Transportation for Livable Communities
ITIP	State Interregional Transportation Improvement Program	TMP	Traffic Management Plan
LATIP	Local Area Transportation Improvement Program	TMS	Transportation Management System
LAVTA	Livermore-Amador Valley Transportation Authority	TOD	Transit-Oriented Development
LOS	Level of service	TOS	Transportation Operations Systems
		TVTC	Tri Valley Transportation Committee
		VHD	Vehicle Hours of Delay
		VMT	Vehicle miles traveled



Directions to the Offices of the Alameda County Transportation Commission:

**1333 Broadway, Suite 220
Oakland, CA 94612**

Public Transportation Access:

BART: City Center / 12th Street Station

AC Transit:

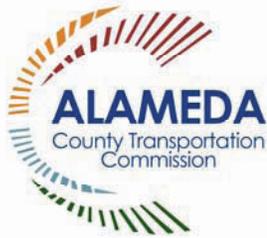
Lines 1,1R, 11, 12, 13, 14, 15, 18, 40, 51, 63, 72, 72M, 72R, 314, 800, 801, 802, 805, 840

Auto Access:

- Traveling South: Take 11th Street exit from I-980 to 11th Street
- Traveling North: Take 11th Street/Convention Center Exit from I-980 to 11th Street
- Parking: City Center Garage – Underground Parking, (Parking entrances located on 11th or 14th Street)



**Alameda County
Transportation Commission
1333 Broadway, Suite 220
Oakland, CA 94612**



**SUNOL SMART CARPOOL LANE
JOINT POWERS AUTHORITY
GOVERNING BOARD
MINUTES OF OCTOBER 10, 2011**

Chair Supervisor Haggerty convened the Sunol Smart Carpool Lane JPA at 9:30 a.m.

1.0 PLEDGE OF ALLEGIANCE

Dao lead the Pledge of Allegiance.

2.0 ROLL CALL

A quorum was not initially confirmed; Mayor Green and Councilmember Harrison arrived at 9:40 a.m. subsequently a quorum was confirmed.

3.0 PUBLIC COMMENT

There were no public comments.

4.0 CONSENT CALENDAR

4.1 Minutes of September 12, 2011 – A quorum was not initially confirmed, meeting jumped to informational item 6.1. At 9:40 Mayor Green and Councilmember Harrison arrived and a quorum was confirmed. At the close of the meeting the motion was made to approve the minutes of September 12, 2011, the motion was moved by Hosterman and seconded by Harrison.

5.0 ADMINISTRATIVE MATTERS

No Items This Month

6.0 HOV/ EXPRESS LANE PROJECT STATUS UPDATE

6.1 I-680 SB HOV Widening Status Update – Landin-Lowe presented the status update for the I-680 Express Lane Project Civil Elements. The status report covers all activities through September 30, 2011. A Contract Change Order (CCO) for pavement work and winter weather will delay completion. Funds are available for CCO work; new construction completion date for construction of Contract #2 is June 30, 2012. Mitigation work will be completed by October 15, 2011 and plant establishment will go on for three years following completion of earthwork. This item was for information only.

6.2 I-680 Express Lane Status Update: Summary of Operations – Furger was unable to attend the meeting; Dao presented the summary of operations of the I-680 Express Lane through the end of September 2011 to the Board. This item was for information only. Hosterman raised the issue of additional ingress / egress options on the express lane and wanted to know when Alameda CTC planned to address the issue and how the facility is serving its users. Dao explained that a complete Annual Report will be brought to the Board in the near future. Relative to the ingress / egress issue, staff has suggested that

Alameda CTC revisit the option of adding an egress at Auto Mall Drive in Fremont to serve users headed for downtown Fremont and Fremont BART station.

- 6.3 I-680 NB HOV Widening Project Delivery Plan Update** – Alameda CTC consultant Kanda Raj provided the project delivery plan update and power point highlighting key milestones to project delivery. The project will construct a northbound express lane on I-680 in Santa Clara and Alameda Counties from State Route 237 in Milpitas (PM M7.5) to State Route 84 in Sunol (PM R12.4) to 1) reduce traffic congestion and thereby enhance mobility along this corridor, 2) reduce travel time and improve travel reliability, and 3) reduce congestion related accidents, and thereby enhance safety.

The northbound express lane project will 1) compliment the southbound express lane project that is currently in operation, 2) offset the operations and maintenance cost of the express lane facility that is currently borne solely by the southbound project, 2) help complete an express lane network within the corridor, and 4) provide revenue for other transit and congestion relief projects within the I-680 corridor.

Mayor Green asked if Alameda CTC is planning consider extending the Northbound I-680 Express Lane to the I-680/I-580 Interchange in Pleasanton instead of ending it at SR 84. Dao answered that the current plan is to compliment the southbound express lane and end the lane at SR 84, however if the JPA Board will provide direction to Alameda CTC staff to change the scope, staff can request the consultant to include this operational analysis of northbound I-680 from SR 84 to I-580 Interchange as part of the environmental studies which are about to begin. In order to provide this information the current contract will have to be augmented to include the new scope. Dao suggested staff could investigate the potential financial impact of increased project limits. Alameda CTC will bring findings back to the committee and have a discussion on how to proceed. Hosterman and others concurred.

Raj explained that an EIR/EIS following Caltrans procedures will be required. The average duration for completing a CEQA document in California is seven (7) years. The Alameda CTC in cooperation with its partners has looked for opportunities to expedite the CEQA processes. The *proposed* revised “Project Delivery Plan” will deliver a final environmental document for the express lane project (a combined HOV-Toll Lane facility) within three (3) years from now.

Mayor Green asked what the nation-wide average for CEQA document is and Dao explained that the average is 7-14 years. Dao plans to be inclusive throughout the process to ensure all comments can be addressed. From a data perspective the environmental document that has recently been vacated is over a decade old and while it may be used as a reference document it is best to complete a new document as required. Landin-Lowe added that ramp metering studies are being currently being done in the corridor and Caltrans is working with Alameda CTC to ensure that information is not duplicated and can be shared between agencies.

The discussion moved to ramp metering and Councilmember Harrison asked if ramp metering is hurting (“putting kinks”) operations in the new express lane corridor. Dao prefaced his answer by stating that studies do show that ramp metering does work and allows for the mainline to operate more smoothly; however it is a trade off between local streets and the mainline and must be coordinated and negotiated between city, county and state.

Major milestone dates included in the revised project delivery plan are as outlined below:

PSR/PDS (PID Phase)	September 2012
EIR/EA (PA&ED Phase)	September 2014
Final Design (PS&E Phase)	August 2015
Right-of-way Certification (R/W Phase)	August 2015
Begin Construction (Construction Phase)	January 2016
Accept Construction Contract	December 2017
Begin Toll Collection	February 2018

Haggerty wanted to know if the project could be completed sooner, Dao offered that the above schedule is realistic and any opportunity to accelerate will be evaluated. Funding is also a key issue at this point. Councilmember Harrison would like to look at opportunities of expanding ingress/egress on the southbound express lane in Fremont; Dao offered that ingress/egress issue will be revisited.

Alameda CTC is recommending that the Authority approve the following actions related to the I-680 Northbound Express Lane project:

- Approval of the *proposed* revised I-680 Northbound Express Lane project delivery plan as amended (project limits moved north to I-580 Interchange); and
- Authorization to negotiate and execute a cooperative agreement with Caltrans that will outline the necessary inter-agency funding and other agreements for completing feasibility study (Project Initiation Document - PID phase) for the project.

The item was moved by Mayor Hosterman and Mayor Green seconded the motion. The action was passed unanimously.

7.0 STAFF REPORTS

7.1 Update on Ramp Metering in the Corridor* - Caltrans staff provided the Post Implementation Report to the JPA Board and the informational report was attached for review and discussion. Allen Chao presented analysis and adjustment of ramp metering to the JPA; he is responsible for adjusting the ramp metering controller. Daily monitoring will continue until stabilization is reached. Haggerty asked what the average cycle time is; average time is 6-7 seconds. After discussion it was decided that CT will adjust ramp at Bernal Ave. to average cycle time in early a.m. hours provided there is little impact to

mainline. Dao and Alameda CTC staff will work with Caltrans and bring the item back to the JPA Board next month. Councilmember Harrison would like “vehicles per hour - mainline” added to analysis.

8.0 COMMITTEE MEMBER REPORTS

No reports this month.

9.0 ADJOURNMENT/ NEXT MEETING: NOVEMBER 7, 2011

Attested by:

A handwritten signature in black ink that reads "Christina Ramos". The signature is written in a cursive, flowing style.

Christina Ramos, JPA Board Secretary



1333 BROADWAY, SUITE 220, PHONE (510)208-7400 . FAX (510) 836-2185

Oakland CA
**SUNOL SMART CARPOOL LANE
 JOINT POWERS AUTHORITY
 GOVERNING BOARD**

October 10, 2011

Alameda County Transportation Commission
 Conference Room A & B, Third Floor
 1333 Broadway, Suite 300, Oakland, CA

BOARD MEMBERS	JURISDICTION/AGENCY	SIGNATURE
Supervisor Scott Haggerty, CHAIR	County of Alameda	
Mayor Jennifer Hosterman, VICE CHAIR	City of Pleasanton	
Mayor Mark Green	City of Union City	
Mayor Marshall Kamena	City of Livermore	
Mayor Tim Sbranti	City of Dublin	
Vice Mayor Pete McHugh	VTA	
Councilmember Bill Harrison	City of Fremont	
STAFF	AGENCY	SIGNATURE
Arthur L. Dao	ACTC, Executive Director	
Frank Furger	JPA, Executive Director	
Stewart Ng	ACTC, Deputy Director Proj/Prog	
Ray Akkawi	ACTC, Mgr. of Project Delivery	
Patricia M. Reavey	ACTC, Director of Finance	
Christina Ramos	JPA, Secretary	
Claudia Leyva <i>Kande Raj</i>	ACTC, Admin. Assistant <i>ACTC, Project Controls Team</i>	
LEGAL COUNSEL/OTHERS	AGENCY	SIGNATURE
Zack Wasserman	WRBD	
Pamela Schock Mintzer	WRBD	
Neal Parish	WRBD	
Emily Landin-Lowe	Caltrans	
Mark Zabaneh	Caltrans	

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Memorandum

DATE : October 31, 2011

TO : I-680 Sunol Smart Carpool Lane Joint Powers Authority (SSCLJPA or JPA) Members

FROM : Arthur Dao, Executive Director – Alameda County Transportation Commission

SUBJECT : Approval of Authorization to Negotiate and Execute Amendment No. 1 to the Agreement with the Executive Director of the SSCLJPA

Recommendation

It is recommended that the JPA approve authorization for the Alameda CTC to negotiate and execute Amendment No. 1 to the agreement (SSCLJPA Agmt No. A10-001) with the current Executive Director of the JPA to modify scope of services and expiration date.

Summary

The SSCLJPA executed Agreement No. A10-001 with the current executive director of the JPA in October 2010, to provide consultant professional services for the management of the I-680 Express Lane operations. The current expiration date of the agreement is September 17, 2012. The agreement encumbers \$345,000 to provide compensation for the contracted executive director of the JPA.

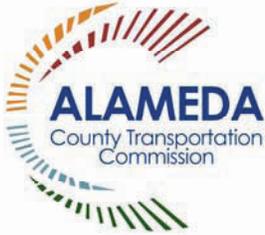
The proposed Amendment No. 1 to the Agreement with the current JPA Executive Director will modify and convert the current executive director scope of services to the role of a consultant to the Executive Director of the Alameda CTC, who will simultaneously serve as the Executive Director of the JPA. The Alameda CTC is currently the official Managing Agency under the enabling legislation and the executed Joint Powers Agreement of the SSCLJPA.

The proposed Amendment will also modify the expiration date of the Agreement from September 17, 2012 to February 29, 2012.

Fiscal Impacts

Any savings resulted from the proposed amendment to the agreement will be reverted back to the Alameda CTC and reallocated to budget for the operations of the I-680 Express Lane.

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Memorandum

DATE : October 31, 2011

TO : Sunol SMART Carpool Lane Joint Powers Authority Governing Board

FROM : Patricia Reavey, Director of Finance

SUBJECT : Acceptance of the SSCLJPA Draft Audited Basic Financial Statements for the Period September 20, 2010 through June 30, 2011

Recommendation

It is recommended that the Authority accept the JPA's Draft Basic Financial Statements for fiscal year 2010-2011 as presented by the certified public accounting firm of Kevin W. Harper CPA & Associates.

Discussion

Pursuant to Section 9.2(iv) of the Joint Powers Agreement and Section 6505 of the California Government Code, an independent audit was conducted for the period September 20, 2010, the time of inception of operations, through June 30, 2011 by Kevin W. Harper CPA & Associates. While all financial statements are the responsibility of management, the auditor's responsibility is to express an opinion on the financial statements based on their audit. As demonstrated in the Independent Auditor's Report on page 1 of the Draft Audited Financial Statements, the auditors of the JPA have reported what is considered to be an unqualified or clean audit.

"In our opinion, the basic financial statements referred to above present fairly, in all material respects, the financial position of the Authority as of June 30, 2011, and the changes in its financial position and its cash flows for the period September 20, 2010 through June 30, 2011 in conformity with accounting principles generally accepted in the United States of America."

A management letter, sometimes referred to as an internal control letter, is frequently issued after an audit is completed in order to communicate deficiencies or weaknesses in an agencies' organizational structure. Kevin W. Harper CPA & Associates is not reporting any findings or recommendations in a management letter as a result of this audit.

Fiscal Impact

There is no fiscal impact to the approval and acceptance of this item.

Attachments

Attachment A -

Sunol Smart Carpool Lane Joint Powers Authority Draft Basic Financial Statements, Independent Auditor's Report and Management Discussion and Analysis for the Period September 20, 2010 through June 30, 2011

**SUNOL SMART CARPOOL LANE
JOINT POWERS AUTHORITY**
Basic Financial Statements,
Independent Auditors' Report and
Management's Discussion and Analysis

For the Period September 20, 2010 through June 30, 2011

DRAFT

SUNOL SMART CARPOOL LANE JOINT POWERS AUTHORITY
 Basic Financial Statements, Independent Auditors' Report and
 Management's Discussion and Analysis

For The Period September 20, 2010 Through June 30, 2011

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INDEPENDENT AUDITORS' REPORT

The Board of Directors

Sunol Smart Carpool Lane Joint Powers Authority:

We have audited the accompanying basic financial statements of the Sunol Smart Carpool Lane Joint Powers Authority ("Authority") as of June 30, 2011 and for the period September 20, 2010 (inception of operations) through June 30, 2011, listed in the foregoing table of contents. These basic financial statements are the responsibility of the Authority's management. Our responsibility is to express an opinion on these basic financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the basic financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the basic financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall basic financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the basic financial statements referred to above present fairly, in all material respects, the financial position of the Authority as of June 30, 2011, and the changes in its financial position and its cash flows for the period September 20, 2010 through June 30, 2011 in conformity with accounting principles generally accepted in the United States of America.

The management's discussion and analysis on pages 2 through 4 is not a required part of the basic financial statements, but is supplementary information required by accounting principles generally accepted in the United States of America. We have applied certain limited procedures, which consisted principally of inquiries of management regarding the methods of measurement and presentation of the required supplementary information. However, we did not audit the information and express no opinion on it.

October ____, 2011

SUNOL SMART CARPOOL LANE JOINT POWERS AUTHORITY

Management's Discussion and Analysis
For the Period September 20, 2010 through June 30, 2011

Management has prepared the following discussion and analysis of the Sunol Smart Carpool Lane Joint Powers Authority ("Authority") financial performance which provides an overview of its financial activities for the period September 20, 2010 through June 30, 2011. Management encourages readers to consider the information presented here in conjunction with the accompanying financial statements and related notes.

Financial Highlights

- Total net assets increased by \$3,474,676 as of June 30, 2011 compared to September 20, 2010. Capital assets comprised \$2,846,109 or 82% of the total net assets at June 30, 2011.
- Toll revenue was \$628,961 during fiscal year 2011.
- The Authority's total operating expenses were \$238,999 during fiscal year 2011, mostly comprised of \$238,605 of depreciation expense on capital assets.
- Toll revenue equipment totaling \$3,084,714 was contributed by the Authority's managing agency, the Alameda County Congestion Management Agency ("ACCMA"), during fiscal year 2011.

Overview of the Basic Financial Statements

The basic financial statements of the Authority are presented as an enterprise fund, which reports all activities using the accrual basis of accounting and the economic resources measurement focus. With this basis of accounting, revenues are recorded when earned and expenses are recorded when the related liabilities are incurred. The enterprise fund is used to account for the collection of toll revenues and payment of the Authority's expenses. The financial statements provide both long- and short-term financial information and information about cash flows. The Authority's financial statements are presented as follows:

- Statement of net assets;
- Statement of revenues, expenses and changes in net assets;
- Statement of cash flows; and
- Notes to the financial statements.

SUNOL SMART CARPOOL LANE JOINT POWERS AUTHORITY
 Management's Discussion and Analysis (Continued)
 For the Period September 20, 2010 through June 30, 2011

Financial Analysis

The following table presents the Authority's net assets as of June 30, 2011:

Current Assets	\$ 628,567
Capital Assets, Net	<u>2,846,109</u>
Total Assets	3,474,676
Total Liabilities	-
Net Assets	<u>\$3,474,676</u>

The following table presents the Authority's change in net assets for the period ended June 30, 2011:

Operating Revenue	\$ 628,961
Operating Expenses	<u>238,999</u>
Operating Income	389,962
Capital Contribution	<u>3,084,714</u>
Increase in Net Assets	3,474,676
Net Assets, September 20, 2010	-
Net Assets, June 30, 2011	<u>\$3,474,676</u>

The Authority began operating a toll lane on the Sunol Grade segment of southbound Interstate 680 in Alameda and Santa Clara counties on September 20, 2010. Toll lane usage increased from 23,999 trips in October, 2010 to 34,447 trips in June, 2011.

Cash increased by \$521,859. Toll revenue for the period in the amount of \$628,961 was offset by receivables in the amount of \$27,824, \$78,884 for the executive director's salary and \$394 of miscellaneous expenses. The executive director's salary was initially paid by the Authority but is to be reimbursed by the ACCMA. All other Authority expenses were paid directly by the ACCMA.

Receivables increased by \$106,708 due to toll revenues not yet collected from the Bay Area Toll Authority in the amount of \$27,824 and \$78,884 due from the ACCMA for reimbursement of the executive director salary.

Equipment increased by \$3,084,714 due to the ACCMA's contribution of toll equipment to the Authority, which had been purchased by the ACCMA with grant funds for the toll lane operations.

SUNOL SMART CARPOOL LANE JOINT POWERS AUTHORITY

Management's Discussion and Analysis (Continued)
 For the Period September 20, 2010 through June 30, 2011

Capital Assets

The following table presents the Authority's capital asset activity from September 20, 2010 to June 30, 2011.

	<i>Balance</i>		<i>Balance</i>
	<i>9/20/2010</i>	<i>Additions</i>	<i>6/30/2011</i>
Toll Revenue Equipment	\$ -	\$ 3,084,714	\$ 3,084,714
Accumulated Depreciation	-	238,605	238,605
Net Book Value	\$ -	\$ 2,846,109	\$ 2,846,109

Request for Information

This financial report is designed to provide our citizens, taxpayers, customers, investors and creditors with a general overview of the Authority's finances and to demonstrate the Authority's accountability for the money it receives. Questions concerning the information provided in this report or requests for additional financial information should be addressed to the Executive Director, Alameda County Congestion Management Agency, 1333 Broadway, Suite 220, Oakland, California 94612.

SUNOL SMART CARPOOL LANE JOINT POWERS AUTHORITY
STATEMENT OF NET ASSETS
JUNE 30, 2011

DRAFT

ASSETS

Current Assets:

Cash	\$	521,859
Accounts Receivable		
Bay Area Toll Authority		27,824
Alameda County Congestion Management Agency		<u>78,884</u>
Total Current Assets		628,567

Capital Assets, Net of Accumulated Depreciation		<u>2,846,109</u>
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Total Assets		<u><u>3,474,676</u></u>
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NET ASSETS

Invested in Capital Assets		2,846,109
Unrestricted		<u>628,567</u>
Total Net Assets	\$	<u><u>3,474,676</u></u>

The accompanying notes are an integral part of the basic financial statements.

**SUNOL SMART CARPOOL LANE JOINT POWERS AUTHORITY
STATEMENT OF REVENUES, EXPENSES AND CHANGES IN NET ASSETS
FOR THE PERIOD SEPTEMBER 20, 2010 THROUGH JUNE 30, 2011**

DRAFT

OPERATING REVENUE	
Toll Charges	\$ 628,961
OPERATING EXPENSES	
Depreciation	238,605
Bank Charges	214
Office Supplies	180
Total Operating Expenses	<u>238,999</u>
Operating Income	389,962
CAPITAL CONTRIBUTION	<u>3,084,714</u>
Change in net assets	3,474,676
NET ASSETS , September 20, 2010	<u>-</u>
NET ASSETS , June 30, 2011	<u>\$ 3,474,676</u>

The accompanying notes are an integral part of the basic financial statements.

**SUNOL SMART CARPOOL LANE JOINT POWERS AUTHORITY
STATEMENT OF CASH FLOWS
FOR THE PERIOD SEPTEMBER 20, 2010 THROUGH JUNE 30, 2011**

CASH FLOWS FROM OPERATING ACTIVITIES

Receipts from Toll Charges	\$ 601,137
Payments to Executive Director for Services	(78,884)
Payments for Administrative Fees	(394)
	<u> </u>

Net Increase in Cash	521,859
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CASH, September 20, 2010	<u> </u>
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CASH, June 30, 2011	<u><u> \$ 521,859</u></u>
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NON-CASH CAPITAL AND RELATED FINANCING ACTIVITY

Equipment contributed by Alameda County Congestion Management Agency	\$ 3,084,714
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The accompanying notes are an integral part of the basic financial statements.

SUNOL SMART CARPOOL LANE JOINT POWERS AUTHORITY

Notes to Basic Financial Statements

For the Period September 20, 2010 through June 30, 2011

NOTE 1- REPORTING ENTITY

The Sunol Smart Carpool Lane Joint Powers Authority (“Authority”) is a joint powers authority, organized in February 2006 pursuant to a Joint Exercise of Powers Resolution (“Resolution”) among the Alameda County Congestion Management Agency (“ACCMA”), Alameda County Transportation Improvement Authority (“ACTIA”) and the Santa Clara Valley Transportation Authority (“SCVTA”). The Resolution was entered into pursuant to the Government Code of the State of California, commencing with Section 6500. The Authority was formed to plan, design and construct and then administer the operation of a value pricing high-occupancy vehicle program on the Sunol Grade segment of southbound Interstate-680 in Alameda and Santa Clara Counties (“Project”). The Authority began operations of the Project on September 20, 2010.

The Authority’s board consists of two representatives from the ACCMA, two representatives from the ACTIA and two representatives from the SCVTA.

NOTE 2 – MANAGING AGENCY

The ACCMA is the managing agency for the Project. Its role is to manage the day to day operations of the Project on behalf of the Authority. The ACCMA provided the Authority, at no cost, with all administrative support since its inception in 2006, including office space, staff time, accounting and insurance. During the period from September 20, 2010 through June 30, 2011, the ACCMA incurred administrative and operating expenses on behalf of the Authority as follows:

California Highway Patrol enforcement	\$169,487
Executive director compensation	149,012
Bay Area Toll Authority transaction fees	121,395
ACCMA staff time charges	115,528
Legal fees	49,942
Insurance	28,414
Utilities	19,597
Other	<u>17,074</u>
Total	<u>\$670,449</u>

These costs were not paid by the Authority and are not shown in the accompanying financial statements.

SUNOL SMART CARPOOL LANE JOINT POWERS AUTHORITY
Notes to Basic Financial Statements (Continued)
For the Period September 20, 2010 through June 30, 2011

NOTE 3 - SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation and Accounting

All activities of the Authority are reported using the accrual basis of accounting, the economic resources measurement focus and accounting principles generally accepted in the United States of America as applicable to governmental agencies. With this measurement focus, all assets and liabilities associated with the operations are included on the statement of net assets. With this basis of accounting, revenues are reported when earned and expenses are reported when the related liabilities are incurred.

Enterprise funds distinguish operating revenues and expenses from non-operating items. Operating revenues and expenses generally result from providing services in connection with the Authority's principal ongoing operations. The principal operating revenue of the Authority is the collection of toll revenue.

Private sector standards of accounting and financial reporting issued prior to December 1, 1989, generally are followed in the enterprise fund financial statements to the extent that those standards do not conflict with or contradict guidance of the Governmental Accounting Standards Board. Governments also have the option of following subsequent private sector guidance for their business-type activities and enterprise funds, subject to this same limitation. The Authority has elected not to follow subsequent private sector guidance.

Revenue Recognition

The Authority recognizes toll revenue at the time the toll lane is used, net of revenue from invalid or stolen tags, equipment malfunctions, and violations dismissed in court.

Net Assets

Net assets are reported in the following categories:

- Invested in capital assets – This category includes all capital assets reduced by accumulated depreciation. The Authority has no capital-related debt.
- Unrestricted net assets – This category represents net assets of the Authority that are not restricted for any project or other purpose.

SUNOL SMART CARPOOL LANE JOINT POWERS AUTHORITY

Notes to Basic Financial Statements (Continued)

For the Period September 20, 2010 through June 30, 2011

NOTE 3 - SIGNIFICANT ACCOUNTING POLICIES (Continued)

State law requires all toll revenues to be used only for programs and projects that benefit the owners of the vehicles paying the tolls. The Board has designated \$150,000 of net assets for replacement of toll equipment (including hardware and software) and \$100,000 for roadway rehabilitation.

Estimates

The preparation of basic financial statements in conformity with generally accepted accounting principles in the United States of America requires management to make estimates and assumptions that affect certain reported amounts and related disclosures. Accordingly, actual results may differ from those estimates.

NOTE 4 – CASH

The Authority had \$521,859 cash in the bank at June 30, 2011. The Authority has not adopted an investment policy. It follows the investment policy of its managing agency.

Cash held in banks is entirely collateralized by the bank holding the deposit. California laws requires banks and savings and loan institutions to pledge government securities with a market value of 110% of the deposit or first trust deed mortgage notes with a value of 150% of the deposit as collateral for all municipal deposits. This collateral remains with the institution, but is considered to be held in the Authority's name and places the Authority ahead of general creditors of the institution.

Custodial credit risk is the risk that in the event a financial institution or counterparty fails, the Authority would not be able to recover the value of its deposits and investments. At June 30, 2011, the Authority's cash deposits were insured up to \$250,000 by the Federal Depository Insurance Corporation ("FDIC") and the remainder was collateralized by the financial institution's trust department in the Authority's name.

NOTE 5 – CAPITAL ASSETS

Equipment costing \$5,000 or more and having a useful life of more than one year is recorded in the statement of net assets at historical cost. Capital assets are depreciated using the straight line method over estimated useful lives of five to twenty years.

SUNOL SMART CARPOOL LANE JOINT POWERS AUTHORITY

Notes to Basic Financial Statements (Continued)

For the Period September 20, 2010 through June 30, 2011

NOTE 5 – CAPITAL ASSETS (Continued)

Capital asset balances at June 30, 2011, and activity during the period September 20, 2010 through June 30, 2011 were as follows:

	<i>Balance</i> <i>9/20/2010</i>	<i>Additions</i>	<i>Balance</i> <i>6/30/2011</i>
Toll Revenue Equipment	\$ -	\$3,084,714	\$3,084,714
Accumulated Depreciation	-	(238,605)	(238,605)
Net Book Value	<u>\$ -</u>	<u>\$2,846,109</u>	<u>\$2,846,109</u>

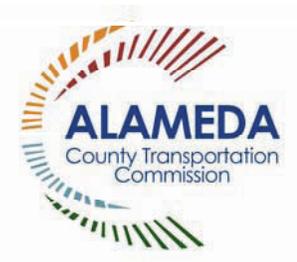
Toll equipment additions of \$3,084,714 during the year were contributed by the ACCMA. This equipment was previously purchased by the ACCMA with grant funding for the toll lane operations.

NOTE 6 - RISK MANAGEMENT

The Authority is exposed to various risks of loss related to torts; theft of, damage to and destruction of assets; errors and omissions; and natural disasters. The following is a list of insurance purchased by the ACCMA that covers the Authority's operations:

<i>Type of Coverage</i>	<i>Deductible/ Self Insured Retention</i>	<i>Coverage</i>
General Liability	\$10,000	Up to \$2,000,000
Excess Liability	\$ -	Up to \$1,000,000
Employment Practices	\$35,000	Up to \$1,000,000
Director & Officers	\$25,000	Up to \$1,000,000

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DATE : October 31, 2011

TO : Sunol SMART Carpool Lane Joint Powers Authority Governing Board

FROM : Frank R. Furger, Executive Director

SUBJECT : **I-680 Southbound Express Lane Operations Summary**

The following summarizes the operations of the I-680 Express Lane through the end of September 2011, totaling 54 weeks of operations.

	Sept 20, 2010 - Week 58	October 2010	Last Month (October 2011)	Week 58
Total Revenue	\$1,010,364.00	\$43,552.70	\$98,782.40	\$24,322.40
Average Daily Revenue	\$3,484.01	\$2,073.94	\$4,939.12	\$4,864.48
Highest Daily Revenue – Feb. 8th	\$11,372.65			
Total Trips	425,115	23,999	39,629	8,996
Average Number of Trips Per Day	1,466	1,143	1,981	1,799
Highest Number of Trips Per Day - February 8th	2,324			
Average Toll	\$2.38	\$1.81	\$2.49	\$2.70
Min Toll	\$0.30	\$0.30	\$0.30	\$0.30
Max Toll	\$7.50	\$5.00	\$7.50	\$7.50
Average Peak Period Toll	\$2.99	\$1.55	\$3.20	\$3.14
Average Off-Peak Period Toll	\$0.47	\$0.30	\$0.46	\$0.46

- Gross Revenue has exceeded the \$1 million mark
- Gross Revenue was approximately \$657,606 for fiscal year 1
- Gross Revenue is approximately \$352,757 for fiscal year 2
- October 2010 represents 21 days of toll collection.
- October 2011 represents 20 days of toll collection.
- The ramp up for average daily trips and revenue has begun to increase last month.
- Daily Trips are averaging just under 2,000 last month
- Daily Revenue averaging approximately \$5000 last month

Attachments (Figure 1-9):

1. Total Trips by Week
2. Total Revenue by Week
3. Cumulative Revenue by Week
4. Daily Averages per Month (Revenue & Trips)
5. Daily Averages per Month (Volume & Trips)
6. Typical Daily Revenue by Hour
7. Year Over Year Comparison by Month
8. Typical Daily Trips by Hour
9. Typical Average Toll Rate per Hour

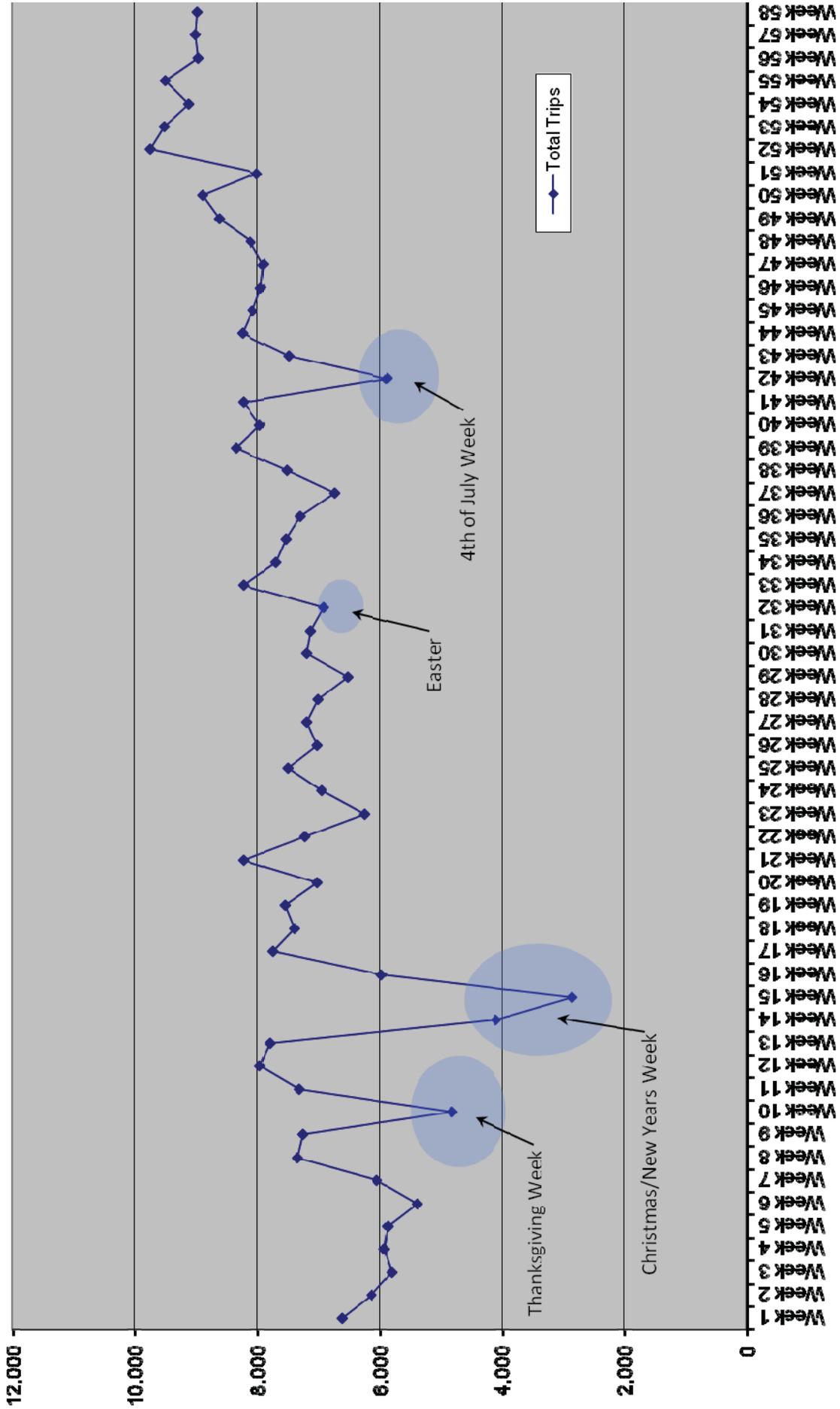


Figure 1 – Total Trips by Week

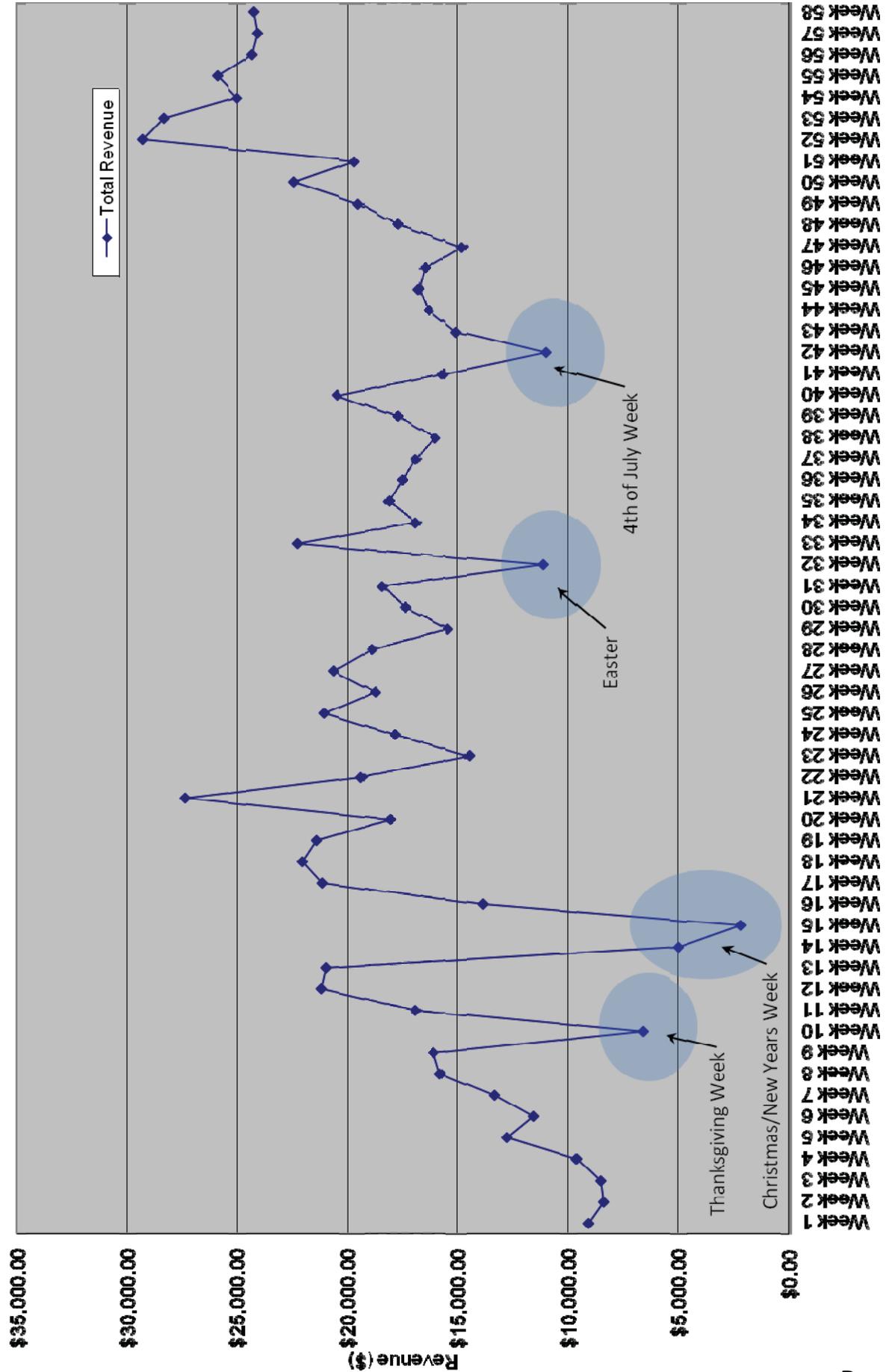


Figure 2 – Total Revenue by Week

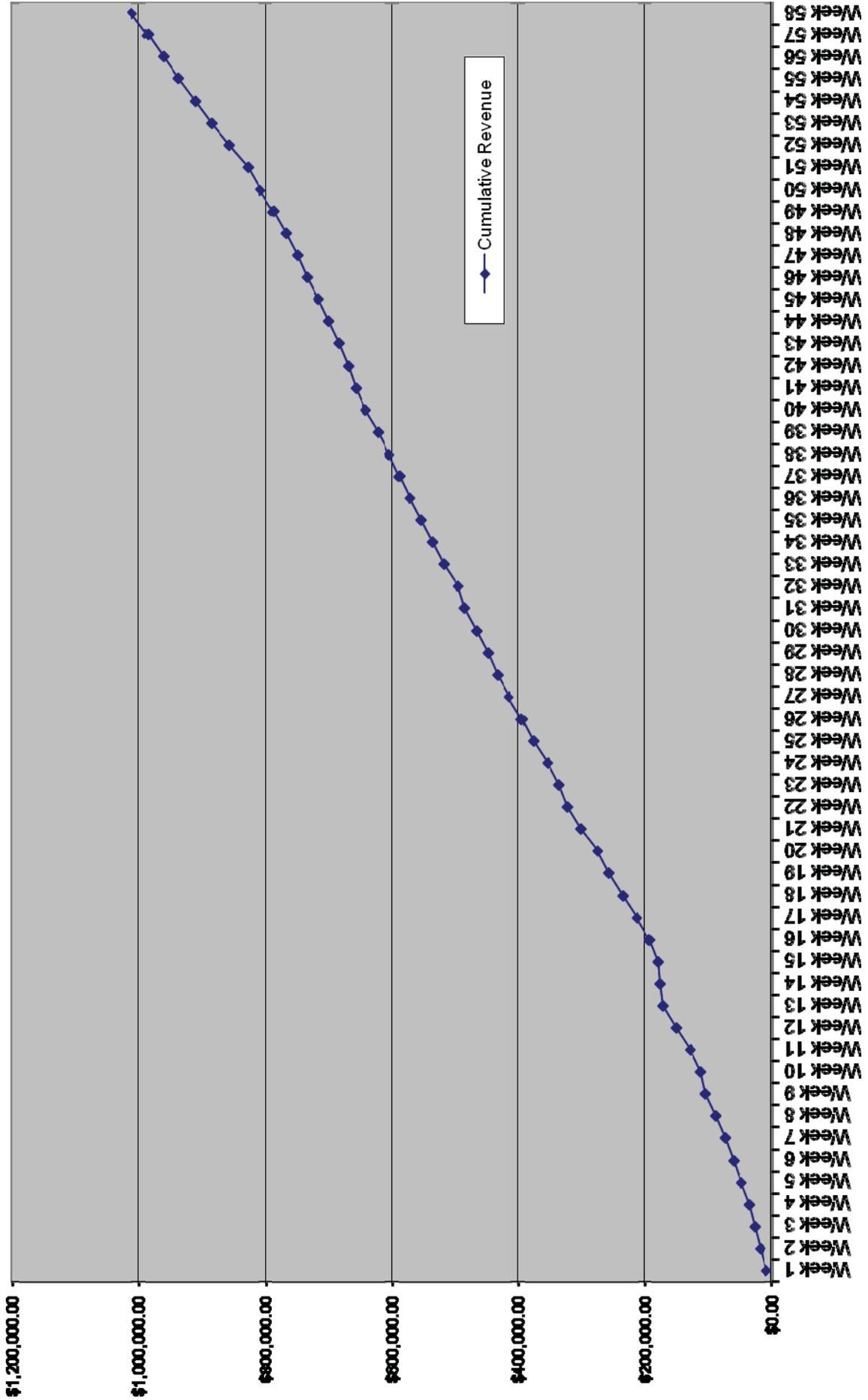


Figure 3 – Cumulative Revenue by Week

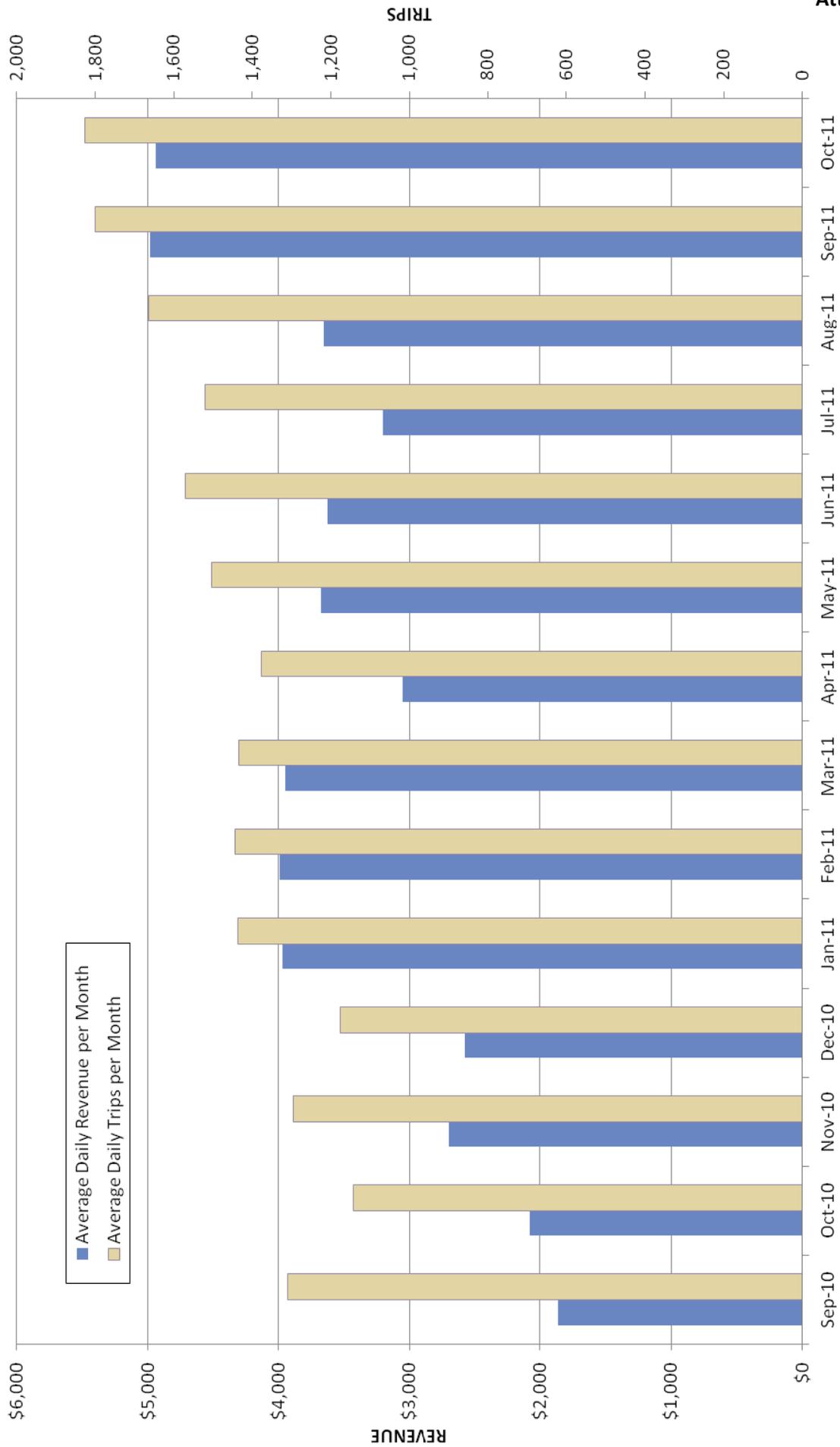


Figure 4 – Daily Averages per Month (Revenue & Trips)

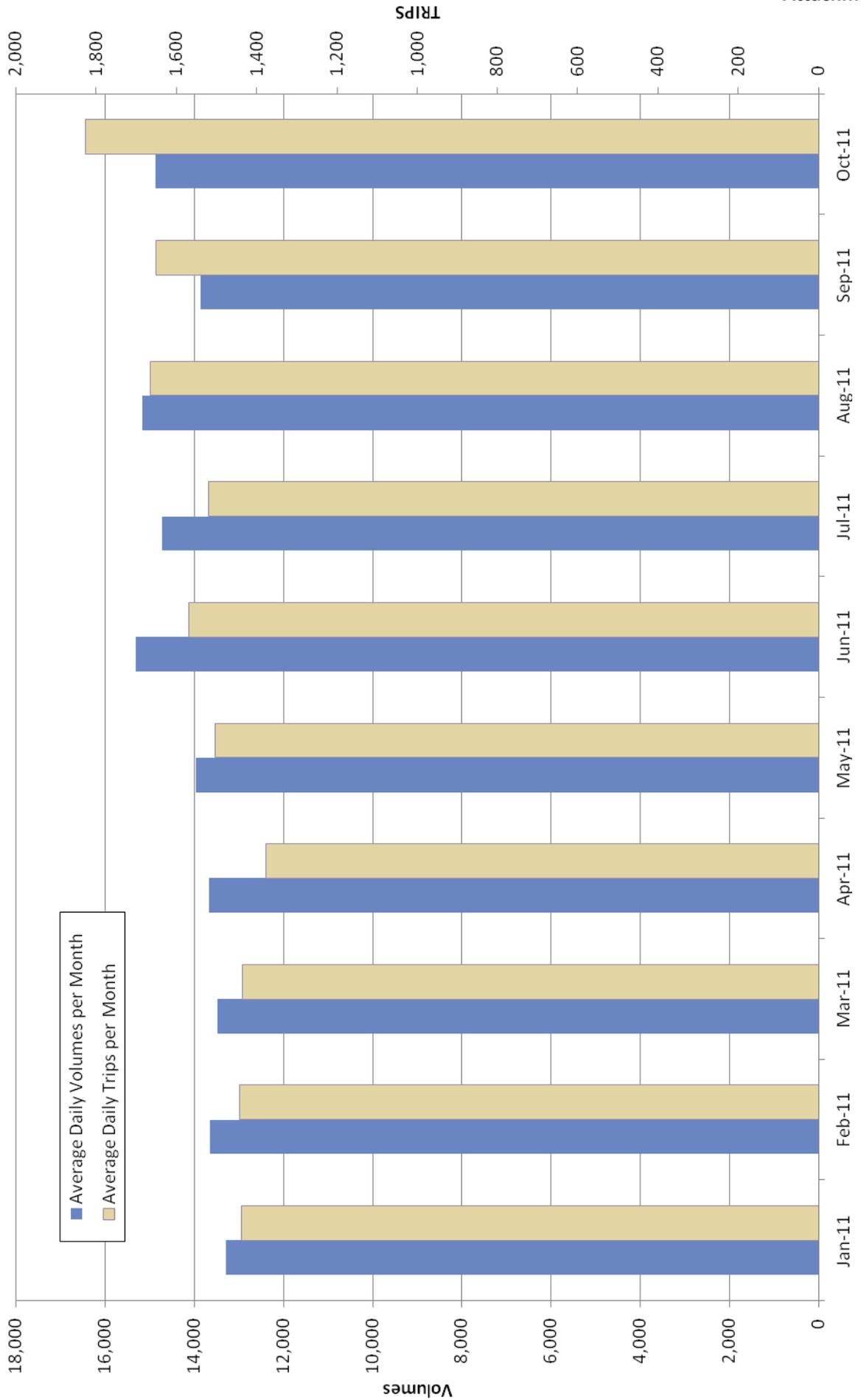


Figure 5 – Daily Averages per Month (Volumes & Trips)

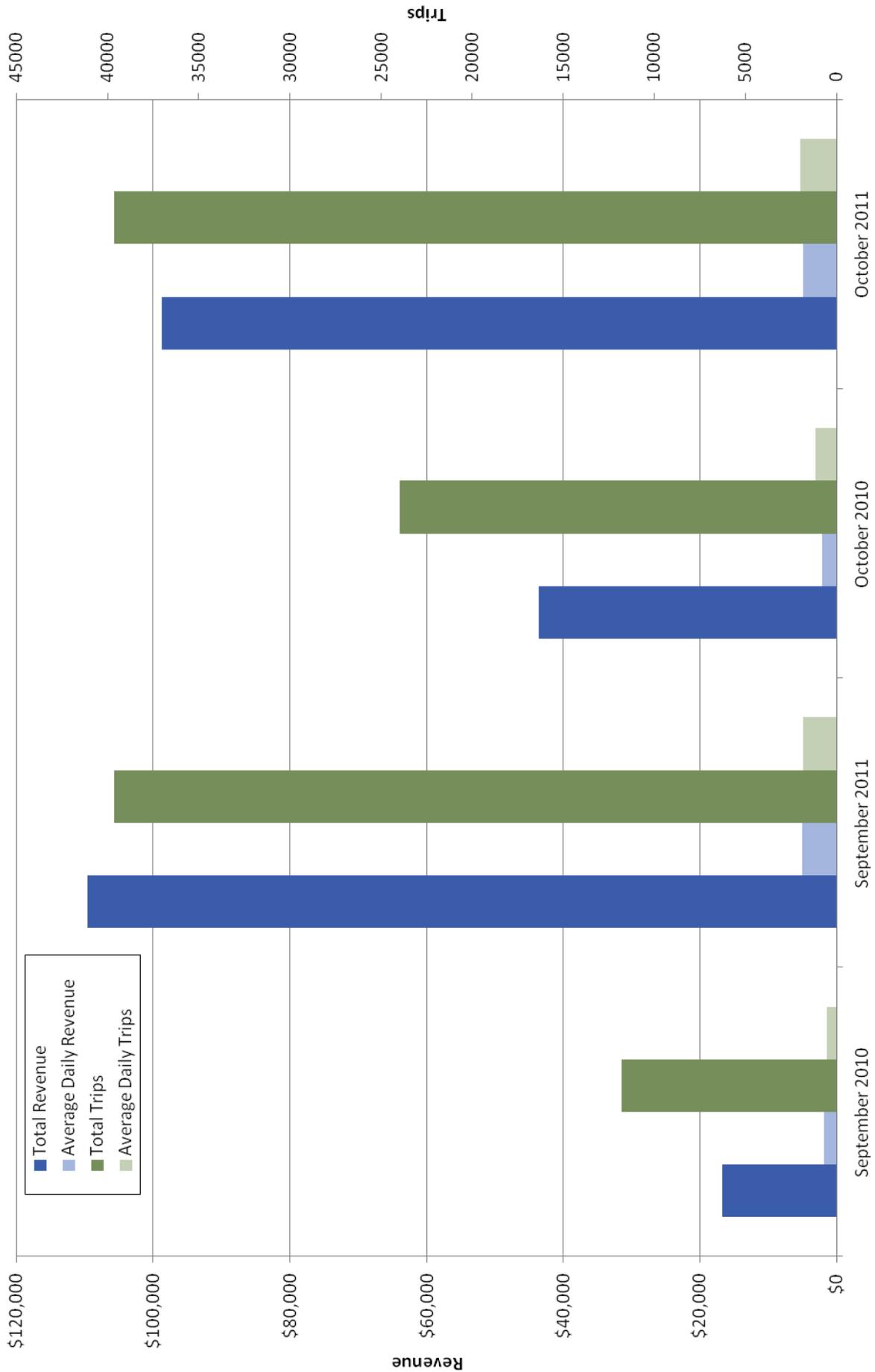


Figure 6 – Year Over Year Comparison by Month

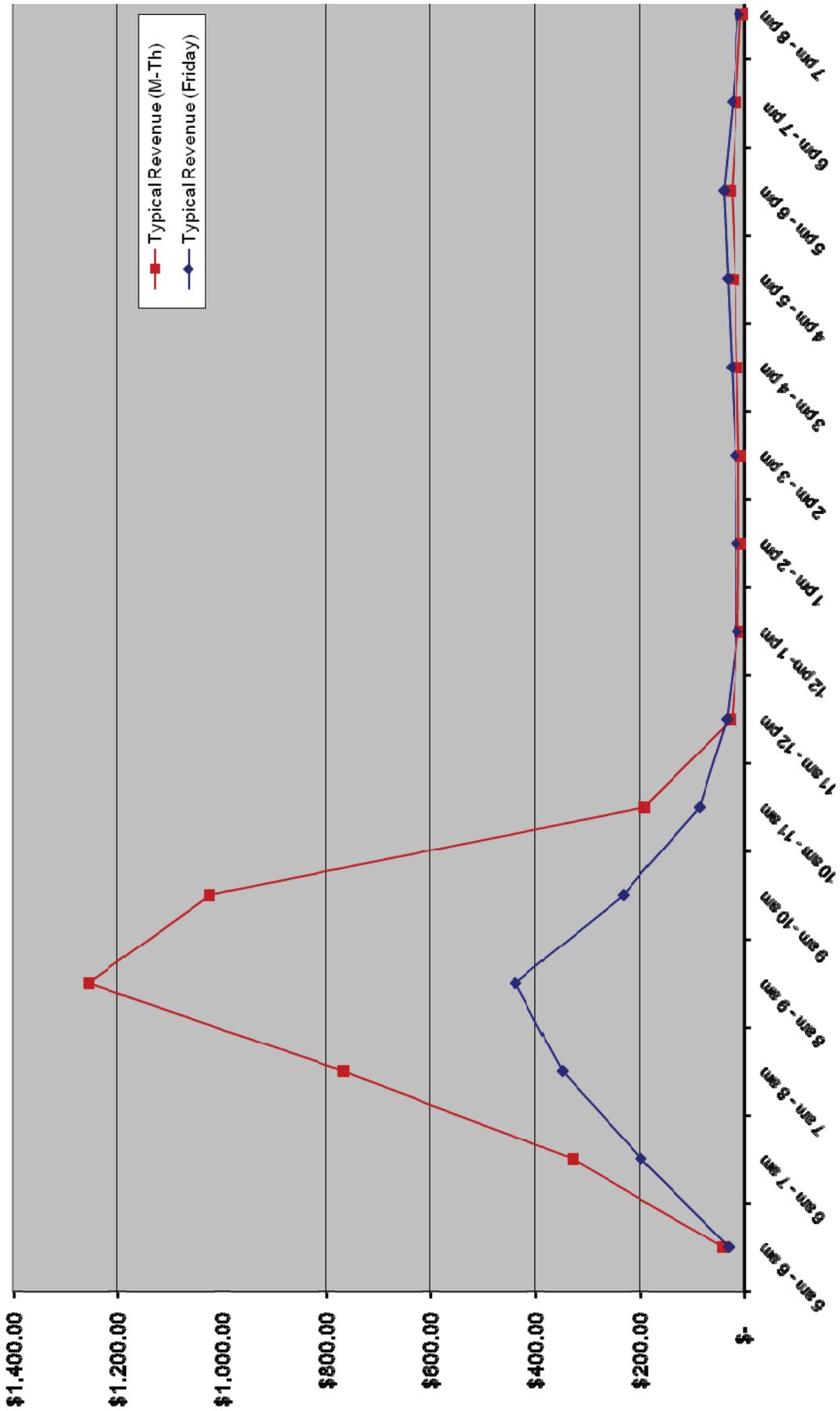


Figure 7 - Typical Daily Revenue by Hour

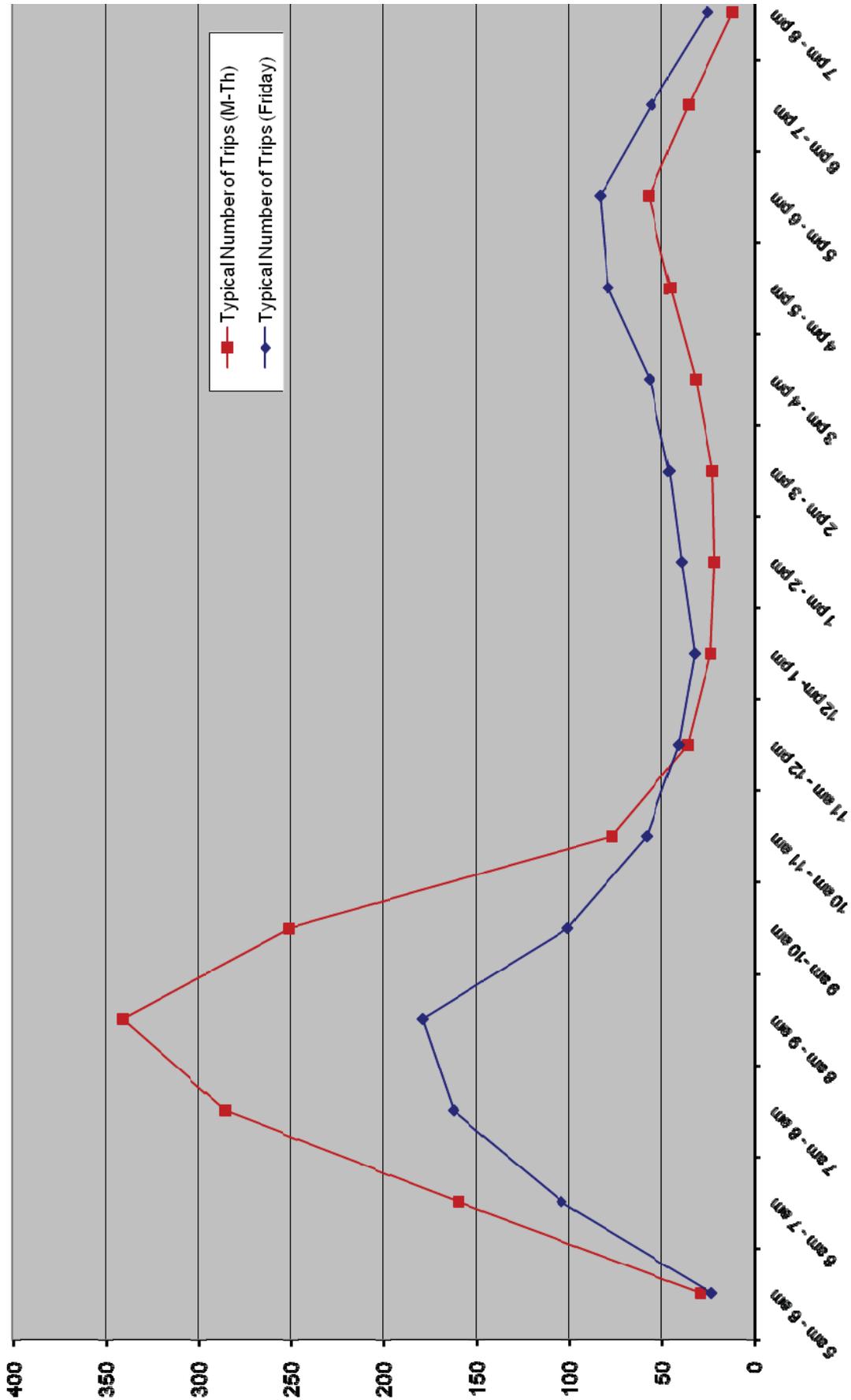


Figure 8 – Typical Daily Trips by Hour

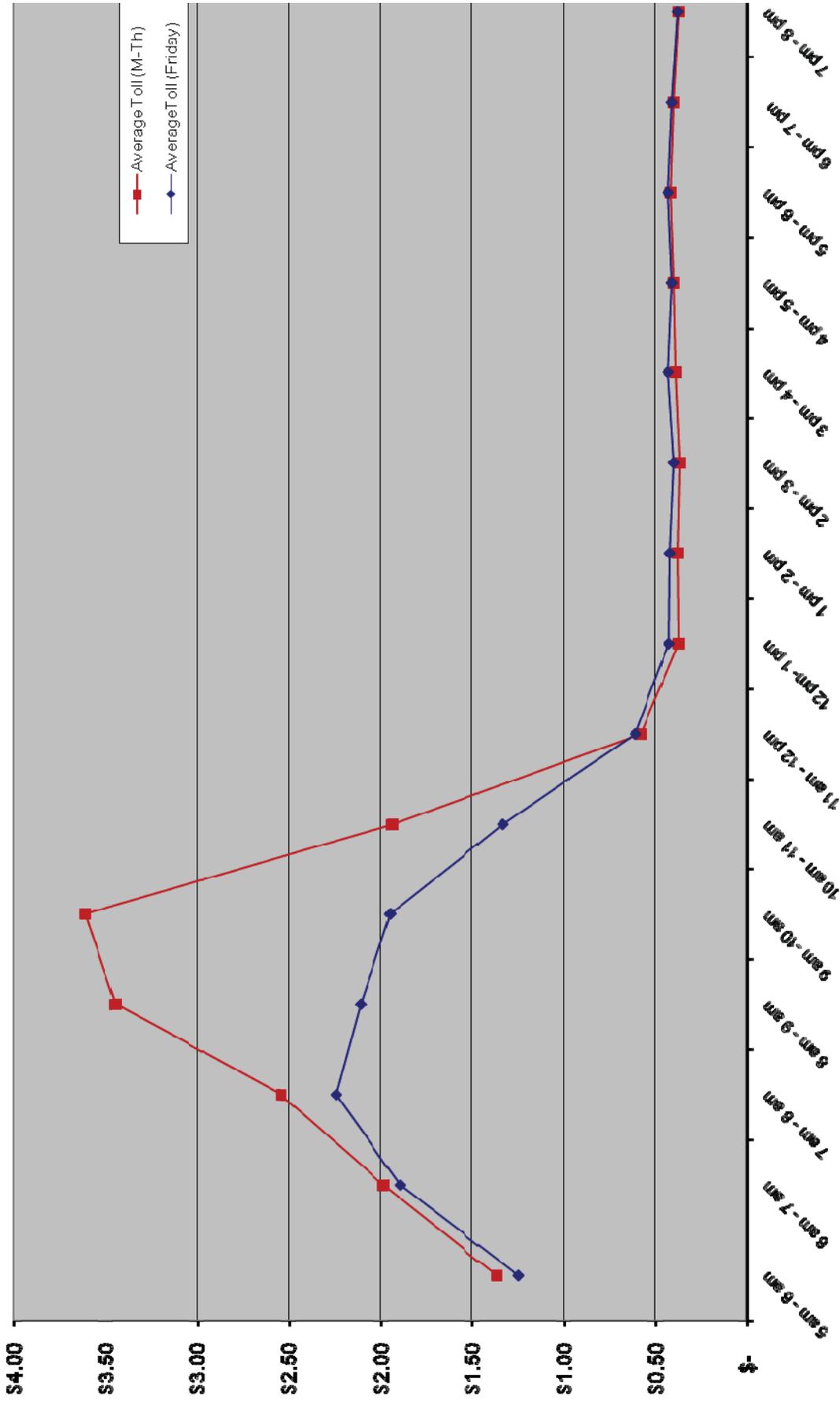


Figure 9 - Average Toll Rate by Hour