



**Santa Cruz County Regional
Transportation Commission
Budget and Administration/Personnel
Committee**

AGENDA

**Thursday, June 12, 2014
3:00 pm**

NOTE LOCATION

RTC Office
1523 Pacific Ave., Santa Cruz

1. Introductions
2. Additions or changes to consent and regular agenda
3. Oral communications

CONSENT AGENDA

4. Approve minutes of the February 13, 2014 meeting
5. Accept third quarter FY13-14 warrants and credit card reports
6. Accept TDA report

REGULAR AGENDA

7. Rules of Conduct for the Regional Transportation Commission Meetings
(*Luis Mendez, Deputy Director*)
 - a. Staff report
 - b. Rosenberg's Rules of Order-Revised 2011
8. Santa Cruz Branch Rail Line Right-of-Way Lease and Use Policy
(*Luis Mendez, Deputy Director*)
 - a. Staff report
 - b. Draft Policies for Leases, Licenses and Rights of Entry
 - c. Santa Cruz Branch Rail Line Revenue Leases

d. Lease Analysis Summary of October 2009

9. Adjournment

The next Budget and Administration/Personnel Committee meeting is scheduled for Thursday, September 11, 2014 at 3:00 p.m. in the RTC conference room, 1523 Pacific Ave, Santa Cruz, CA

Distribution:

Members/Alternates:

Commissioner John Leopold
Commission Alternate David Reid
Commissioner Greg Caput
Commission Alternate Tony Gregorio
Commissioner Zach Friend
Commission Alternate Patrick Mulhearn
Commissioner Neal Coonerty
Commission Alternate Andy Schiffrin
Commissioner Bruce McPherson
Commission Alternate Virginia Johnson
Commissioner Eduardo Montesino
Commission Alternate Daniel Dodge

Others

Rahn Garcia, County Counsel
Alex Clifford, SCMTD
Maura Twomey, AMBAG
Piet Canin, Ecology Action
Lois Connell, Volunteer Center
Cathy Cavanaugh, Community Bridges
Katie LeBaron, Santa Cruz County Health Services Agency

RTC Staff

George Dondero
Luis Mendez
Daniel Nikuna
Yesenia Parra

HOW TO REACH US

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- Aptos Branch Library
- Central Branch Library
- Watsonville Library
- Branciforte Library
- Scotts Valley Library

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HOW TO REQUEST

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**Santa Cruz County Regional
Transportation Commission
Budget and Administration/Personnel
Committee**

MINUTES

**Thursday, February 13, 2014
3:00 pm**

Santa Cruz County CAO's Conference Room
701 Ocean St., Santa Cruz

The meeting was called to order by Commissioner Montesino at 3:02 pm

Members Present

Commissioner Alternate David Reid Commissioner Alternate Patrick Mulhearn
Commissioner Bruce McPherson Commissioner Alternate Tony Gregorio
Commissioner Eduardo Montesino

RTC Staff

George Dondero Karena Pushnik
Luis Mendez Daniel Nikuna
Yesenia Parra

1. Introductions-Self introductions were made
2. Additions or changes to consent and regular agenda

Replacement pages for item 10 and a letter from the RTC Bicycle subcommittee on RTC rules and regulations for item 12.

3. Oral communications-

Commissioners gave their opinion on the color for the La Selva Beach trestle replacement. The railroad operator will store 20 open hoper railroad cars owned by Graniterock. The cars will be stored south of Buena Vista Drive where they will not impact any crossings and likely not be visible by the public.

CONSENT AGENDA

Commissioner Alternate Patrick Mulhearn moved and Commissioner Alternate David Reid seconded to approve the consent agenda. The motion passed

unanimously with Commissioners Montesino and McPherson, and Commissioner Alternates Gregorio, Reid, and Mulhearn, voting "aye."

4. Approved minutes of the September 9, 2013 meeting
5. Accepted first and second quarter FY13-14 warrants and credit card reports
6. Accepted FY2013-14 Indirect Cost Allocation Plan
7. Accepted New Freedom Safe Paths to Transit Grant report
8. Accepted TDA report

REGULAR AGENDA

9. Commissioner Retreat-Oral Report

Commissioners directed staff to present a proposal for a Commissioner retreat to the full Commission. Staff was asked to try to find a consultant locally. Possible discussion topics should be education on critical issues, strategies to implement the Regional Transportation Plan (RTP) and a future ballot measure, for example.

10. Amendments to the Fiscal Year (FY) 2013-14 Budget and Work Program

Deputy Director, Luis Mendez provided information on the proposed budget amendments for projects such as Commute Solutions electric vehicle charging station, the Monterey Bay Sanctuary Scenic Trail Master Plan, Highway 1 to cover additional unforeseen work and an exchange of federal RSTP funds for state Regional Surface Transportation Program (RSTP) funds for bridge rehabilitation work.

Commissioner McPherson moved and Commissioner Alternate Mulhearn seconded to: approve the FY 2013-14 Budget and Work Program amendments including the exchange of federal Regional Surface Transportation Program (RSTP) funds for state RTSP Exchange funds. The motion passed unanimously with Commissioners Montesino, McPherson and Commissioner Alternates Reid, Mulhearn, and Gregorio voting "aye."

11. Fiscal Year (FY) 2014-15 Proposed Budget

Deputy Director, Luis Mendez provided information on TDA estimates for FY2014-15. The proposed budget includes increases to TDA recipients. Mr. Mendez also noted that the RTC would no longer be receiving Congestion Mitigation and Air Quality Improvement Program (CMAQ) funds; that funds would be carried over for the Rail/Trail Authority for bridge rehabilitation work which will start in FY 2013-14; and that RTC reserves will be maintained as previously approved by the Commission. He noted that Caltrans has been asked

to cancel some plant establishment projects due to the drought; however, they are not sure if this mandate also includes the Highway 1 project.

Commissioners discussed Park and Ride Lots and possibilities for a park and ride lot in the summit area. They also discussed rail property leases and temporary event agreements along the rail line, clean up, graffiti abatement and the bike signage project.

Commissioner Alternate Reid moved and Commissioner Alternate Mulhearn seconded to: recommend that the RTC approve the proposed FY2014-15 budget including the exchange of federal Regional Surface Transportation Program (RSTP) funds for state RSTP Exchange funds as requested by project sponsors. The motion passed unanimously with Commissioners Montesino and McPherson and Commissioner Alternate Reid, Mulhearn and Gregorio voting "aye."

Commissioner Montesino departed the meeting.

12. Amendment to the RTC's Rules and Regulations

Deputy Director Luis Mendez presented the staff report. He noted that the manner in which meeting minutes are recorded currently include paraphrasing; however, other agencies only have action minutes. Leo Jed, RTC Bicycle Committee member discussed the letter from the Bicycle committee which is requesting additional changes to the RTC rules and regulations to include a requirement that jurisdictions have the RTC Bicycle Committee review proposed bike/ped projects.

Commissioners discussed staff time required to prepare meeting minutes and the inability for the RTC to require other jurisdictions to add the RTC Bicycle Committee to the review process.

Commissioner Mulhearn moved and Commissioner McPherson seconded to: recommend that the RTC approve proposed revisions to the RTC Rules and Regulations as presented by staff and to use the action item format for all committee and RTC meeting minutes. Motion passed unanimously with Commissioner McPherson and Commissioner Alternates Gregorio, Reid and Mulhearn voting "aye."

13. Actuarial Valuation Report of RTC Other Post-Employment Benefits as of July 1, 2012 under GASB 45

Administrative Services Officer, Yesenia Parra presented the staff report. Commissioner McPherson moved and Commissioner Mulhearn seconded to: accept the GASB45 Actuarial and to direct staff to continue to use the "pay-as-you-go" funding method. Motion passed unanimously with Commissioner McPherson and Commissioner Alternates Reid, Mulhearn and Gregorio voting "aye."

14. Review of Items to be Discussed in Closed Session

Commissioners adjourned to closed session at 4:35 pm

CLOSED SESSION

15. Conference with Real Property Negotiators Pursuant to Government Code Section 54956.8. Property: 1523 Pacific Ave., Santa Cruz, CA 95060

Agency Negotiator: George Dondero, Luis Mendez, Yesenia Parra

Negotiation Parties: Louis Rittenhouse

Under Negotiation: Lease Price and Terms

16. Report on closed session

Commissioners reconvened to open session at 4:50 pm and there was no closed session report.

17. Meeting adjourned at 4:51 pm. Next meeting

The next Budget and Administration/Personnel Committee meeting is scheduled for Thursday, April 10, 2014 at 3:00 p.m. in the RTC conference room, 1523 Pacific Ave, Santa Cruz, CA

Respectfully submitted,

Yesenia Parra, Staff

Attendees

Les White	Santa Cruz METRO
Leo Jed	RTC Bicycle Committee member
Peter Scott	RTC Bicycle Committee member
Rahn Garcia	RTC Counsel

TO: Budget and Administration/Personnel Committee
FROM: Daniel Nikuna, Fiscal Officer
RE: Quarterly Warrants and Credit Card Reports

RECOMMENDATIONS

Staff recommends that the Budget and Administration/Personnel (B&A/P) Committee review and accept the FY13-14 third quarter Warrants and Credit Card Reports.

BACKGROUND

The Regional Transportation Commission Administrative and Fiscal Policies require that the quarterly reports of warrants and credit card purchases be presented to the B&A/P Committee for acceptance on behalf of the RTC.

DISCUSSION

The warrants report ([Attachment 1](#)) covers the period from January 1, 2014 to March 31, 2014 (3rd quarter of FY13-14). The warrants issued amount to \$2,118,253 and are up \$516,383 (32%) when compared to the second quarter ended December 31, 2013. The three top vendors – RGW Construction (\$1,399,778), City of Santa Cruz (\$568,427), and Parsons Brinckerhoff (\$150,049), represent 82% of all warrants.

The credit card purchases, which are presented in [Attachment 2](#), show a \$3,325 (30%) increase to \$10,969 from \$7,644 in the previous quarter due to expenses related to TRB Conference travel and 2014 Regional Leadership Forum; software purchase (\$1,290); and payment of copier invoice (\$558.67).

There are no unusual transactions in the credit card reports or on the warrant report. Staff recommends that the budget and Administration/Personnel Committee review and accept the quarterly warrant and credit card reports.

SUMMARY

The quarterly reports for the period from January 1, 2014 to March 31, 2014 have been completed. Staff recommends acceptance of these reports.

Attachments:

1. Quarterly warrant report [Attachment 1](#)
2. Quarterly credit card report [Attachment 2](#)

ATTACHMENT 1

SCCRTC
 QUARTERLY WARRANTS REPORT
 FY2014 (3RD QUARTER)
 (JANUARY 1, 2014 - MARCH 31, 2014)

DATE POSTED	CHECK NUMBER	CHECK AMOUNT	VENDOR NUMBER	VENDOR NAME	TRANSACTION DESCRIPTION
1/2/2014	00403978	20.00	126286	IM SOON HU DBA AMERICAN CAFE	FY14 1128 COFFEE FOR RTC 12/05/2013
1/2/2014	00403964	50.00	119076	RANDY JOHNSON	FY14 1129 TC 11/07/2013 PER RES 16-81
1/2/2014	00403964	50.00	119076	RANDY JOHNSON	FY14 1129 TC 11/21/2013 PER RES 16-81
1/2/2014	00403968	50.00	122795	DENE BUSTICHI	FY14 1129 TC 11/07/2013 PER RES 16-81
1/2/2014	403968	50.00	122795	DENE BUSTICHI	FY14 1129 TC 11/21/2013 PER RES 16-81
1/2/2014	00403969	50.00	124473	NEAL COONERTY	FY14 1129 TC 11/07/2013 PER RES 16-81
1/2/2014	00403969	50.00	124473	NEAL COONERTY	FY14 1129 TC 11/21/2013 PER RES 16-81
1/2/2014	00403975	50.00	126179	DONALD S. LANE	FY14 1129 TC 11/07/2013 PER RES 16-81
1/2/2014	00403975	50.00	126179	DONALD S. LANE	FY14 1129 TC 11/21/2013 PER RES 16-81
1/2/2014	00403976	50.00	126180	LYNN M. ROBINSON	FY14 1129 TC 11/07/2013 PER RES 16-81
1/2/2014	00403976	50.00	126180	LYNN M. ROBINSON	FY14 1129 TC 11/21/2013 PER RES 16-81
1/2/2014	00403977	50.00	126197	JOHN LANDIS LEOPOLD	FY14 1129 TC 11/07/2013 PER RES 16-81
1/2/2014	00403981	50.00	127620	GREG JOHN CAPUT	FY14 1129 TC 11/07/2013 PER RES 16-81
1/2/2014	00403981	50.00	127620	GREG JOHN CAPUT	FY14 1129 TPW 11/21/2013 PER RES 16-81
1/2/2014	00403982	50.00	127621	EDUARDO MONTESINO	FY14 1129 TC 11/07/2013 PER RES 16-81
1/2/2014	00403982	50.00	127621	EDUARDO MONTESINO	FY14 1129 TC 11/21/2013 PER RES 16-81
1/2/2014	00403983	50.00	127787	DANIEL DODGE	FY14 1129 TC 11/07/2013 PER RES 16-81
1/2/2014	00403921	50.00	128650	ZACH FRIEND	FY14 1129 TC 11/07/2013 PER RES 16-81
1/2/2014	00403921	50.00	128650	ZACH FRIEND	FY14 1129 TC 11/07/2013 PER RES 16-81
1/2/2014	00403922	50.00	128666	BRUCE MCPHERSON	FY14 1129 TC 11/07/2013 PER RES 16-81
1/2/2014	00403971	505.91	125807	ROBERT DAVIES DBA ALPHAGRAPHICS	FY14 2212 33302 RTC PACKET 12/05/13
1/2/2014	00403985	14.42	127967	COMCAST	FY14 1130 8155100340002108 CABLE SERVICE 12/10/201
1/2/2014	00403960	50.00	100926	RONALD GRAVES - DIRECTOR	FY14 1129 TC 11/07/2013 PER RES 16-81
1/2/2014	00403960	50.00	100926	RONALD GRAVES - DIRECTOR	FY14 1129 TC 11/21/2013 PER RES 16-81
1/2/2014	00403962	50.00	114917	DENNIS RICHARD NORTON	FY14 1129 TC 11/07/2013 PER RES 16-81
1/2/2014	00403962	50.00	114917	DENNIS RICHARD NORTON	FY14 1129 TC 11/21/2013 PER RES 16-81
1/2/2014	00403986	452.16	129254	CITY OF PASADENA	FY14 1126 MONETREY BAY AREA COMPLETE STREETS WORKS
1/2/2014	00403972	1,000.00	125871	COMMUNITY TV OF SC COUNTY	FY14 1127 2025 MONTEREY BAY COMPLETE SETREET WORKS
1/7/2014	00404186	28.89	670004	RACHEL MORICONI	CTC & RTPA STATEWIDE TRANSPORTATION FUNDING & PLAN
1/7/2014	00404186	71.00	670004	RACHEL MORICONI	CTC & RTPA STATEWIDE TRANSPORTATION FUNDING & PLAN
1/7/2014	00404186	85.37	670004	RACHEL MORICONI	CTC & RTPA STATEWIDE TRANSPORTATION FUNDING & PLAN
1/7/2014	00404186	181.94	670004	RACHEL MORICONI	CTC & RTPA STATEWIDE TRANSPORTATION FUNDING & PLAN
1/9/2014	00404602	15.99	124770	US BANK CORPORATE PAYMENT SYSTEMS	FY14 CC06 4246044555661663 10/22/2013 STAMP.COM FE
1/9/2014	00404602	24.99	124770	US BANK CORPORATE PAYMENT SYSTEMS	FY14 CC06 4246044555661663 10/22/2013 PRIUS WASH
1/9/2014	00404602	50.00	124770	US BANK CORPORATE PAYMENT SYSTEMS	FY14 CC06 4246044555661663 10/22/2013 BASECAMP
1/9/2014	00404602	53.55	124770	US BANK CORPORATE PAYMENT SYSTEMS	FY14 CC06 4246044555661663 10/22/2013 RFRSH RTC MT
1/9/2014	00404602	62.47	124770	US BANK CORPORATE PAYMENT SYSTEMS	FY14 CC06 4246044555661663 10/22/2013 RFRSH RTC MT
1/9/2014	00404602	135.53	124770	US BANK CORPORATE PAYMENT SYSTEMS	FY14 CC06 4246044555661663 10/22/2013 RFRSH DIR CO
1/9/2014	00404602	629.30	124770	US BANK CORPORATE PAYMENT SYSTEMS	FY14 CC06 4246044555661663 10/22/2013 CRD & AVG TE

DATE POSTED	CHECK NUMBER	CHECK AMOUNT	VENDOR NUMBER	VENDOR NAME	TRANSACTION DESCRIPTION
1/9/2014	00404602	66.70	124770	US BANK CORPORATE PAYMENT SYSTEMS	FY14 CC06 4246044555661663 10/22/2013 TRB OTH &PAR
1/9/2014	00404602	573.00	124770	US BANK CORPORATE PAYMENT SYSTEMS	FY14 CC06 4246044555661663 10/22/2013 TRB MTG GEOG
1/9/2014	00404602	935.64	124770	US BANK CORPORATE PAYMENT SYSTEMS	FY14 CC06 4246044555661663 10/22/2013 RAIL-VOLUTIO
1/13/2014	00404929	50.00	124045	ALLIANT INSURANCE SERVICES	FY14 1141 *185078-*CERTIFICATE 7 FOR OPEN STREETS
1/13/2014	00404929	50.00	124045	ALLIANT INSURANCE SERVICES	FY14 1141 *185078* CERTIFICATE 6 FOR LAFONDA BRIDG
1/13/2014	00404872	100.00	112335	CITY OF SANTA CRUZ	FY14 1138*HWY 1 RIBBON CUTTING SOUND PERMIT*
1/13/2014	00404926	147.28	123516	AFLAC-FLEX ONE	FY14 1139 *956207* UF995-INS DECEMBER 2013
1/13/2014	00404699	392.22	124240	SANTA CRUZ CO REGIONAL TRANSPORTATION	FY14 PC02 *PETTY CASH JANUARY 8 2014*
1/13/2014	00404875	1,706.60	113899	SPECIAL DISTRICT RISK MGMT AUTHORITY	FY14 1133 *13956* JAN 2014 ANCILLARY BENEFITS
1/13/2014	00404873	13,733.00	112335	CITY OF SANTA CRUZ	FY14 1131 TDA ARTICLE 8 FY13/14 CTSA-CB ADDITIONAL
1/13/2014	00404902	26,822.67	120096	CALPERS RETIREMENT SYSTEM	FY14 1140 3109524485 JANUARY 2014
1/13/2014	00404873	129,945.00	112335	CITY OF SANTA CRUZ	FY14 1131 TDA ARTICLE 8 FY13/14 CTSA-CB 3RD QTR
1/13/2014	00404850	33.20	106571	BARITEAUS DRY CLEANING INC	FY14 2116 *12050* LINEN SERVICE 11/06/2013
1/13/2014	00404850	33.20	106571	BARITEAUS DRY CLEANING INC	FY14 2116 *12060* LINEN SERVICE 11/20/2013
1/13/2014	00404850	33.20	106571	BARITEAUS DRY CLEANING INC	FY14 2116 *12070* LINEN SERVICE 12/04/2013
1/13/2014	00404850	33.20	106571	BARITEAUS DRY CLEANING INC	FY14 2116 *12080* LINEN SERVICE 12/18/2013
1/13/2014	00404850	33.20	106571	BARITEAUS DRY CLEANING INC	FY14 2116 *12090* LINEN SERVICE 12/31/2013
1/13/2014	00404886	36.72	117448	VERIZON WIRELESS	FY14 1137 9708343440 8312521553 11/17-12/16/2013
1/13/2014	00404886	36.72	117448	VERIZON WIRELESS	FY14 1137 9708343440 8312521554 11/17-12/16/2013
1/13/2014	00404886	36.72	117448	VERIZON WIRELESS	FY14 1137 9708343440 8312522817 11/17-12/16/2013
1/13/2014	00404886	38.01	117448	VERIZON WIRELESS	FY14 1137 9708343440 8313456441 11/17-12/16/2013
1/13/2014	00404886	38.01	117448	VERIZON WIRELESS	FY14 1137 9708343440 8314211516 11/17-12/16/2013
1/13/2014	00404832	57.71	102314	PG AND E CUSTOMER BILLING	FY14 1136 5824685375-6 11/19/2013-12/18/2013
1/13/2014	00404832	115.39	102314	PG AND E CUSTOMER BILLING	FY14 1136 5605123657-0 11/23/2013-12/25/2013
1/13/2014	00404832	171.16	102314	PG AND E CUSTOMER BILLING	FY14 1136 9709471543-6 11/23/2013-12/25/2013
1/13/2014	00404832	212.33	102314	PG AND E CUSTOMER BILLING	FY14 1136 2730123841-9 11/24/2013-12/26/2013
1/13/2014	00404832	214.71	102314	PG AND E CUSTOMER BILLING	FY14 1136 2896790497-1 11/23/2013-12/25/2013
1/13/2014	00405002	239.83	127741	AT AND T	FY14 1142 *000004947571* 8314603200962 11/13-12/12
1/13/2014	00405002	401.66	127741	AT AND T	FY14 1142 *000004956986* 8314711300737 11/13-12/12
1/13/2014	00405007	77,159.33	128130	PB AMERICAS INC. DBA PARSONS BRINKERHOFF	FY14 2121 *21-528176*AUX LNS CONST MGMT 7/1-8/2/13
1/16/2014	00405995	19.60	125345	FEDERAL EXPRESS CORP	FY14 1135 *2-466-08646* MBSST
1/16/2014	00405933	40.00	110743	USER-FRIENDLY COMPUTING	FY14 2119 *20140129* MOZY PRO 01/2014
1/16/2014	00405933	48.00	110743	USER-FRIENDLY COMPUTING	FY14 2119 *20140128* EMAIL FILTERING/ANTI SPAM MON
1/16/2014	00405997	49.75	125845	CRYSTAL SPRINGS WATER CO	FY14 2115 *054026 NOVEMBER* WATER SEVICE
1/16/2014	00405997	53.50	125845	CRYSTAL SPRINGS WATER CO	FY14 2115 054026 NOVEMBER WATER SEVICE
1/16/2014	00406008	99.85	126366	KONICA MINOLTA BUSINESS SOLUTIONS	FY14 2114 *227152507* COPIER MAINT. DECEMBER 2013
1/16/2014	00406007	135.00	126183	APTOS CHAMBER OF COMMERCE	FY14 1143 *1810* 2014 YEARLY MEMBERSHIP- SCCRTC
1/16/2014	00406054	144.00	128472	ROTARY CLUB OF FREEDOM/FREEDOM ROTARY	FY14 1134 *1857* FY2014 Q3 QUARTERLY DUES SCCRTC/Y
1/16/2014	00405913	148.27	104107	WATSONVILLE NEWSPAPERS, LLC DBA:	FY14 1132 *258585* NOTICE OF PUBLIC HEARING
1/16/2014	00405999	150.00	125871	COMMUNITY TV OF SC COUNTY	FY14 2115 *2031* MEETING COVERAGE ON 11/07/2013
1/16/2014	00406017	165.31	127450	CDSNET, LLC	FY14 2118 *SC113* SERVICES FOR NOVEMBER 2013
1/16/2014	00405999	200.00	125871	COMMUNITY TV OF SC COUNTY	FY14 2115 *2044* MEETING COVERAGE ON 12/05/2013
1/16/2014	00406008	258.23	126366	KONICA MINOLTA BUSINESS SOLUTIONS	FY14 2114 *226813503* COPIER MAINT. NOVEMBER 2013
1/16/2014	00406069	372.10	129185	SIXTO H ALVAREZ DBA CLEAN BUILDING	FY14 2117 *12021* JANITORIAL SERVICES FOR NOV 2013
1/16/2014	00406069	372.10	129185	SIXTO H ALVAREZ DBA CLEAN BUILDING	FY14 2117 *12135* JANITORIAL SERVICES FOR DEC 2013

DATE POSTED	CHECK NUMBER	CHECK AMOUNT	VENDOR NUMBER	VENDOR NAME	TRANSACTION DESCRIPTION
1/16/2014	00406065	978.75	128866	JORDAN IVERSEN DBA INVERSE CONSULTING	FY14 2120 *423* CONSULTING FOR SCCRTC WEB DESIGN
1/16/2014	00405933	1,500.00	110743	USER-FRIENDLY COMPUTING	FY14 2119 *20140113* MAINTENANCE SERVICES FOR 01/1
1/16/2014	00406049	351,666.21	128230	RGW CONSTRUCTION, INC.	FY14 2122 *ESTIMATE 22 SR1 AUX LANES 10/21-11/20*
1/16/2014	00406049	612,594.05	128230	RGW CONSTRUCTION, INC.	FY14 2122 *ESTIMATE 22* SR1 AUX LANES 10/21-11/20/
1/16/2014	00405931	9,404.40	110430	LADD'S AUTO BODY	FY14 2123 DECEMBER SERVICES FSP HWY 1-SANTA CRUZ
1/16/2014	00405931	10,641.46	110430	LADD'S AUTO BODY	FY14 2123 *DECEMBER SERVICES* FSP HWY 17 BEAT 1
1/23/2014	00406669	217.44	124855	SANTA CRUZ SENTINEL	FY14 1002 *5040793* NOTICE OF PUBLIC HEARING
1/23/2014	00406700	7,865.83	128268	HATCH MOTT MACDONALD, LLC	FY14 2124 *319751-6* ENGIN CONST MGMT SVC RAIL LIN
1/23/2014	00406700	20,174.55	128268	HATCH MOTT MACDONALD, LLC	FY14 2124 *319751-4* ENGIN CONST MGMT SVC RAIL LIN
1/23/2014	00406700	21,789.70	128268	HATCH MOTT MACDONALD, LLC	FY14 2124 *319751-5* ENGIN CONST MGMT SVC RAIL LIN
1/23/2014	00406700	44,732.27	128268	HATCH MOTT MACDONALD, LLC	FY14 2124 *319751-3* ENGIN CONST MGMT SVC RAIL LIN
1/23/2014	00406670	308.04	124855	SANTA CRUZ SENTINEL	FY14 1143 0005005393 PUBLIC EHARING MBSST FINAL EI
1/30/2014	00407532	515.00	103374	MONTEREY BAY UNIFIED AIR POLLUTION	FY14 2125 *032* SCCRTC RENT WATS - FEBRUARY 2014
1/30/2014	00407608	1,015.61	121437	NOLTE ASSOCIATES INC	FY14 2126 *13120349* AUX LNS CONST. 11/3-30/2013
1/30/2014	00407631	3,750.00	124494	MOSS, LEVY & HARTZHEIM, LLP	FY14 2092 *10550* FY12/13 AUDIT
1/30/2014	00407578	6,713.60	116953	LOUIS E. RITTENHOUSE	FY14 2125 *203* RENT FEBRUARY 2014
2/3/2014	00407988	14.92	127967	COMCAST	FY14 1149 8155100340002108 CABLE SERVICE 01/10/201
2/3/2014	00407930	19.60	125345	FEDERAL EXPRESS CORP	FY14 1153 2-466-08646 MBSST
2/3/2014	00407930	19.60	125345	FEDERAL EXPRESS CORP	FY14 1153 2-502-76645 MBSST
2/3/2014	00407930	19.61	125345	FEDERAL EXPRESS CORP	FY14 1153 2-530-20940 CALTRANS L. DANZO
2/3/2014	00407930	25.50	125345	FEDERAL EXPRESS CORP	FY14 1153 2-502-76645 LM AMEND
2/3/2014	00407919	50.00	124045	ALLIANT INSURANCE SERVICES	FY14 1145 186765 HWY 1 RIBBON CUTTING CEREMONY
2/3/2014	00407856	58.05	102314	PG AND E CUSTOMER BILLING	FY14 1146 5824685375-6 12/19/2014-01/17/2014
2/3/2014	00407930	59.46	125345	FEDERAL EXPRESS CORP	FY14 1153 2-502-76645 RTIP
2/3/2014	00407922	76.27	124475	AT&T MOBILITY	FY14 1150 287020725943X12062013 11/29/2013-12/28/2
2/3/2014	00407940	165.52	126366	KONICA MINOLTA BUSINESS SOLUTIONS	FY14 2128 227529434 COPIER MAIN. JANUARY 2014
2/3/2014	00407983	240.23	127741	AT AND T	FY14 1148 000005035288 8314603200962 12/13/2013- 0
2/3/2014	00407897	276.00	120096	CALPERS RETIREMENT SYSTEM	FY14 1152 100000014201994 1959 SURVIVOR BENEFIT FO
2/3/2014	00407999	388.00	128960	MEGUZMAN INC DBA JUNK KING MONTEREY	FY14 1147 154312 MISC. GARBAGE ALONG TRACKS CLEAN
2/3/2014	00407983	391.30	127741	AT AND T	FY14 1148 000005044702 8314711300737 12/13/2013- 0
2/3/2014	00407944	821.11	127177	LINCOLN NATIONAL LIFE INSURANCE COMPANY	FY14 1144 SCRTC-BL-1010745 JANUARY 2014
2/3/2014	00407944	821.11	127177	LINCOLN NATIONAL LIFE INSURANCE COMPANY	FY14 1144 SCRTC-BL-1010745 FEBRUARY 2014
2/3/2014	00407991	3,500.00	128397	CAPITAL EDGE ADVOCACY INC	FY14 2129 14-4 SERVICES FOR JANUARY 2014
2/3/2014	00407902	6,411.80	120267	TAMC/TRANS AGCY MONTEREY CO	FY14 1154 62 FY2014 Q1 511 TRAVELER INFO RRTC CALT
2/3/2014	00407898	26,822.76	120096	CALPERS RETIREMENT SYSTEM	FY14 1151 3109524485 1296 FEBRUARY 2014
2/3/2014	00407738	78.90	670010	KIM SHULTZ	FY14 1155 28365 URM KIM SHULTZ
2/3/2014	00407737	579.20	670001	KARENA PUSHNIK	FY14 1155 28206 URM KARENA PUSHNIK
2/3/2014	00408001	250.00	129218	COOPER TECHNOLOGIES, INC	FY14 2131 6463 VOICE & DATA PROJECT
2/3/2014	00408001	312.50	129218	COOPER TECHNOLOGIES, INC	FY14 2131 6410 VOICE & DATA PROJECT
2/3/2014	00408001	343.75	129218	COOPER TECHNOLOGIES, INC	FY14 2131 6357 VOICE & DATA PROJECT
2/3/2014	00407911	20,211.48	121437	NOLTE ASSOCIATES INC	FY14 2130 13120348 HOV SERVICES 11/3-11/30/13
2/6/2014	00408883	50.00	124770	US BANK CORPORATE PAYMENT SYSTEMS	FY14 CC07 4246044555661663 12/23/2013 - BASECAMP
2/6/2014	00408883	426.99	124770	US BANK CORPORATE PAYMENT SYSTEMS	FY14 CC07 4246044555661663 12/23/2013 - STAMPS.COM
2/6/2014	00408883	568.00	124770	US BANK CORPORATE PAYMENT SYSTEMS	FY14 CC07 4246044555661663 12/23/2013 - SUPPLIES
2/6/2014	00408883	15.95	124770	US BANK CORPORATE PAYMENT SYSTEMS	FY14 CC07 4246044555661663 12/23/2013 -REFRESHMENT

DATE POSTED	CHECK NUMBER	CHECK AMOUNT	VENDOR NUMBER	VENDOR NAME	TRANSACTION DESCRIPTION
2/6/2014	00408883	18.00	124770	US BANK CORPORATE PAYMENT SYSTEMS	FY14 CC07 4246044555661663 12/23/2013-DESTRUCTION
2/6/2014	00408883	27.73	124770	US BANK CORPORATE PAYMENT SYSTEMS	FY14 CC07 4246044555661663 12/23/2013-RENTAL CAR
2/6/2014	00408883	33.00	124770	US BANK CORPORATE PAYMENT SYSTEMS	FY14 CC07 4246044555661663 12/23/2013-HWY 1 RIBBON
2/6/2014	00408826	36.81	117448	VERIZON WIRELESS	FY14 1159 9708343440 8312521553 12/17/13-1/16/14
2/6/2014	00408826	36.81	117448	VERIZON WIRELESS	FY14 1159 9708343340 8312521554 12/17/13-1/16/14
2/6/2014	00408826	36.81	117448	VERIZON WIRELESS	FY14 1159 9708343340 8312522817 12/17/13-1/16/14
2/6/2014	00408826	38.01	117448	VERIZON WIRELESS	FY14 1159 9708343340 8314211516 12/17/13-1/16/14
2/6/2014	00408826	38.01	117448	VERIZON WIRELESS	FY14 1159 9708343340 8313456441 12/17/13-1/16/14
2/6/2014	00408883	39.07	124770	US BANK CORPORATE PAYMENT SYSTEMS	FY14 CC07 4246044555661663 12/23/2013-PRIUS FUEL
2/6/2014	00408940	54.00	128801	WAGWORKS, INC	FY14 1157 *125AI0292064* FSA MTHLY ADMIN FEE DEC13
2/6/2014	00408883	59.88	124770	US BANK CORPORATE PAYMENT SYSTEMS	FY14 CC07 4246044555661663 12/23/2013-MTNG REFRESH
2/6/2014	00408771	105.87	102314	PG AND E CUSTOMER BILLING	FY14 1158 5605123657-0 12/26/13 - 1/26/14
2/6/2014	00408771	135.06	102314	PG AND E CUSTOMER BILLING	FY14 1158 9709471543-6 12/27/13 - 1/27/14
2/6/2014	00408771	156.27	102314	PG AND E CUSTOMER BILLING	FY14 1158 2730123841-9 12/27/13 - 1/24/14
2/6/2014	00408771	193.04	102314	PG AND E CUSTOMER BILLING	FY14 1158 2896790497-1 12/26/13 - 1/26/14
2/6/2014	00408883	285.00	124770	US BANK CORPORATE PAYMENT SYSTEMS	FY14 CC07 4246044555661663 12/23/2013-REGISTRATION
2/6/2014	00408883	764.61	124770	US BANK CORPORATE PAYMENT SYSTEMS	FY14 CC07 4246044555661663 12/23/2013-GEORGE D.
2/6/2014	00408813	819.40	113899	SPECIAL DISTRICT RISK MGMT AUTHORITY	FY14 1156 *44386* WORKERS COMP RECONCILIATION INV
2/6/2014	00408813	1,706.60	113899	SPECIAL DISTRICT RISK MGMT AUTHORITY	FY14 1156 *14091* FEB 2014 ANCILLARY BENEFITS
2/10/2014	00409118	50.00	100926	RONALD GRAVES - DIRECTOR	FY14 1160 *TC 12/05/2013* PER RES 16-81
2/10/2014	00409165	50.00	114917	DENNIS RICHARD NORTON	FY14 1160 *TC 12/05/2013* PER RES 16-81
2/10/2014	00409184	50.00	119076	RANDY JOHNSON	FY14 1160 *TC 12/02/2013* PER RES 16-81
2/10/2014	00409199	50.00	122795	DENE BUSTICHI	FY14 1160 *TC 12/05/2013* PER RES 16-81
2/10/2014	00409211	50.00	124473	NEAL COONERTY	FY14 1160 *TC 12/05/2013* PER RES 16-81
2/10/2014	00409246	50.00	126179	DONALD S. LANE	FY14 1160 *TC 12/05/2013* PER RES 16-81
2/10/2014	00409247	50.00	126180	LYNN M. ROBINSON	FY14 1160 *TC 12/05/2013* PER RES 16-81
2/10/2014	00409256	50.00	127620	GREG JOHN CAPUT	FY14 1160 *TC 12/02/2013* PER RES 16-18
2/10/2014	00409257	50.00	127621	EDUARDO MONTESINO	FY14 1160 *TC 12/05/2013* PER RES 16-81
2/10/2014	00408982	50.00	128650	ZACH FRIEND	FY14 1160 *TC 12/05/2013* PER RES 16-81
2/10/2014	00408983	50.00	128666	BRUCE MCPHERSON	FY14 1160 *TC 12/05/2013* PER RES 16-81
2/10/2014	00409157	976.84	112335	CITY OF SANTA CRUZ	FY14 1162 TDA ARTICAL 8 - BIKE PARKING PROGRAM
2/10/2014	00409156	1,635.00	112335	CITY OF SANTA CRUZ	FY14 1161 FY13/14 TDA ART.8 VOLUNTEER CENTER ADDIT
2/10/2014	00409157	2,239.99	112335	CITY OF SANTA CRUZ	FY14 1162 TDA ARTICAL 8 - MISSION EXT BIKE/PED IM
2/10/2014	00409157	10,367.50	112335	CITY OF SANTA CRUZ	FY14 1162 TDA ARTICAL 8 - SAN LORENZO RIVER TRESTL
2/10/2014	00409157	19,548.38	112335	CITY OF SANTA CRUZ	FY14 1162 TDA ARTICAL 8 - BIKE STRIPING & MINOR IM
2/10/2014	00409157	75,000.00	112335	CITY OF SANTA CRUZ	FY14 1162 TDA ARTICAL 8 - BRANCIFORTE CREEK BIKE
2/13/2014	00409349	6.72	670015	GEORGE A. DONDERO II	AUG 2013- TRB CONF; SCS COMMITTEE; SCS WORKSHOP; S
2/13/2014	00409349	12.10	670015	GEORGE A. DONDERO II	JUNE 2013; TAMC; ROARING CAMPL AMBAG BOARD MTG; SC
2/13/2014	00409349	14.73	670015	GEORGE A. DONDERO II	NOV 2013- WATS CITY COUNCIL; COMPLETE STREETS TRAI
2/13/2014	00409349	15.46	670015	GEORGE A. DONDERO II	SEPT 2013- 511 JOIN MTG; AMBAG MTG; SCC BUSINESS C
2/13/2014	00409349	20.00	670015	GEORGE A. DONDERO II	JULY 2013 PARKING IN SACRAMENTO FOR CALCOG MEETING
2/13/2014	00409349	20.00	670015	GEORGE A. DONDERO II	MAY 2013- SCC BUSINESS COUNCIL;AMBAG BOARD MEETING
2/13/2014	00409349	20.38	670015	GEORGE A. DONDERO II	DEC 2013- SCOTT CREEK MTG; PUBLIC WORKS DIRECTORS
2/13/2014	00409349	32.37	670015	GEORGE A. DONDERO II	DEC 2013- SCOTT CREEK MTG; PUBLIC WORKS DIRECTORS
2/13/2014	00409349	34.94	670015	GEORGE A. DONDERO II	JUNE 2013; TAMC; ROARING CAMPL AMBAG BOARD MTG; SC

DATE POSTED	CHECK NUMBER	CHECK AMOUNT	VENDOR NUMBER	VENDOR NAME	TRANSACTION DESCRIPTION
2/13/2014	00409349	37.41	670015	GEORGE A. DONDERO II	OCT 2013- AMBAG MTG; REGIONAL COORDINATION MTGL RA
2/13/2014	00409349	39.09	670015	GEORGE A. DONDERO II	NOV 2013- WATS CITY COUNCIL; COMPLETE STREETS TRAI
2/13/2014	00409349	43.85	670015	GEORGE A. DONDERO II	APRIL 2013; TAMC EXECUTIVE COMMITTEEL CALCOGL; SCS
2/13/2014	00409349	48.16	670015	GEORGE A. DONDERO II	OCT 2013- AMBAG MTG; REGIONAL COORDINATION MTGL RA
2/13/2014	00409349	48.66	670015	GEORGE A. DONDERO II	SEPT 2013- 511 JOIN MTG; AMBAG MTG; SCC BUSINESS C
2/13/2014	00409349	67.03	670015	GEORGE A. DONDERO II	APRIL 2013; TAMC EXECUTIVE COMMITTEEL CALCOGL; SCS
2/13/2014	00409349	89.38	670015	GEORGE A. DONDERO II	JUNE 2013; TAMC; ROARING CAMPL AMBAG BOARD MTG; SC
2/13/2014	00409349	113.34	670015	GEORGE A. DONDERO II	MAY 2013- SCC BUSINESS COUNCIL;AMBAG BOARD MEETING
2/13/2014	00409349	148.18	670015	GEORGE A. DONDERO II	AUG 2013- TRB CONF; SCS COMMITTEE; SCS WORKSHOP; S
2/18/2014	00409833	15.00	126768	JAMES P ALLEN DBA J P ALLEN AND ASSOC	FY14 2133 *INVOICE 6* ARBORIST SERVICES CONSULTIN
2/18/2014	00409719	435.00	100695	SANTA CRUZ AREA CHAMBER OF COMMERCE	FY14 1165 *20841* 2014 YEARLY MEMBERSHIP- SCCRTC
2/18/2014	00409725	2,190.00	101810	ECOLOGY ACTION OF SANTA CRUZ	FY14 2134 *RTSP-OCT-DEC-13* RSTPX BOLTAGE PROJECT
2/18/2014	00409833	5,746.22	126768	JAMES P ALLEN DBA J P ALLEN AND ASSOC	FY14 2133 INVOICE 6 ARBORIST SERVICES CONSULTING
2/18/2014	00409761	5,835.10	112335	CITY OF SANTA CRUZ	FY14 *INVOICE DTD 2/5/14* HWY 1 AUX LNS 2-YEAR PLA
2/18/2014	00409761	9,044.90	112335	CITY OF SANTA CRUZ	FY14 INVOICE DTD 2/5/14 HWY 1 AUX LNS 2-YEAR PLANT
2/18/2014	00409753	9,459.72	110430	LADD'S AUTO BODY	FY14 2136 JANUARY SERVICES FSP HWY 1-SANTA CRUZ BE
2/18/2014	00409753	9,794.21	110430	LADD'S AUTO BODY	FY14 2136 *JANUARY SERVICES* FSP HWY BEAT 1
2/18/2014	00409762	300,000.00	112335	CITY OF SANTA CRUZ	FY14 1164 RSTPX EXCHANGE- BRANCIFORTE CREEK BIKE/P
2/18/2014	00409669	11.48	670023	AMELIA NARANJO	TRAVEL FOR SAFE/FSP MEETINGS; JANUARY 2014
2/18/2014	00409669	87.02	670023	AMELIA NARANJO	TRAVEL FOR SAFE/FSP MEETINGS; JANUARY 2014
2/20/2014	00410046	473.13	670011	CATHY JUDD	FY14 1155 *28365* URM CATHY JUDD
2/25/2014	00410877	4,808.58	117473	HEFNER,STARK & MAROIS LLP	FY14 2138 *21* 7927.0001 LEGAL SERVICES JANUARY 2
2/25/2014	00410872	6,713.60	116953	LOUIS E. RITTENHOUSE	FY14 2132 *204* RENT MARCH 2014
2/25/2014	00410855	515.00	103374	MONTEREY BAY UNIFIED AIR POLLUTION	FY14 2132 *033* SCCRTC RENT WATS- MARCH 2014
2/27/2014	00411328	14.92	127967	COMCAST	FY14 1171 *8155100340002108 CABLE SERVICE 02/10/2*
2/27/2014	00411323	24.26	127741	AT AND T	FY14 1168 *5077388* 8317688012374 12/27/2013- 01/2
2/27/2014	00411251	36.73	117448	VERIZON WIRELESS	FY14 1172 *9720186793* 8312521553 01/17/2014-02/16
2/27/2014	00411251	36.73	117448	VERIZON WIRELESS	FY14 1172 9720186793 8312521554 01/17/2014-02/16
2/27/2014	00411251	36.73	117448	VERIZON WIRELESS	FY14 1172 9720186793 8312522817 01/17/2014-02/16
2/27/2014	00411251	38.01	117448	VERIZON WIRELESS	FY14 1172 9720186793 8313456441 01/17/2014-02/16
2/27/2014	00411251	38.01	117448	VERIZON WIRELESS	FY14 1172 9720186793 8314211516 01/17/2014-02/16
2/27/2014	00411305	50.00	126179	DONALD S. LANE	FY14 1165 *TC 01/09/2014* PER RES 16-81
2/27/2014	00411334	50.00	128650	ZACH FRIEND	FY14 1165 *TC 01/09/2014* PER RES 16-81
2/27/2014	00411204	58.33	102314	PG AND E CUSTOMER BILLING	FY14 1173 *5824685375-6 01/28/2014-02/19/2014*
2/27/2014	00411290	76.54	124475	AT&T MOBILITY	FY14 1166 *287020725943C12062013* 12/292013- 01/28
2/27/2014	00411282	147.28	123516	AFLAC-FLEX ONE	FY14 1169 *431598* UF995- INVS. JANUARY 2014
2/27/2014	00411324	246.18	127741	AT AND T	FY14 1167 *000005122794* 8314603200962 01/13/14-02
2/27/2014	00411324	376.67	127741	AT AND T	FY14 1167 *000005132199* 8314711300737 01/13/14-02
2/27/2014	00411312	821.11	127177	LINCOLN NATIONAL LIFE INSURANCE COMPANY	FY14 1170 *SCRTC-BL-1010745 MARCH 2014*
2/27/2014	00411249	50.00	114917	DENNIS RICHARD NORTON	FY14 1165 *TC 01/09/2014* PER RES 16-81
2/27/2014	00411257	50.00	119076	RANDY JOHNSON	FY14 1165 *TC 01/09/2014* PER RES 16-81
2/27/2014	00411275	50.00	122795	DENE BUSTICHI	FY14 1165 *TC 01/09/2014* PER RES 16-81
2/27/2014	00411289	50.00	124473	NEAL COONERTY	FY14 1165 *TC 01/09/2014* PER RES 16-81
2/27/2014	00411306	50.00	126180	LYNN M. ROBINSON	FY14 1165 *TC 01/09/2014* PER RES 16-81
2/27/2014	00411307	50.00	126197	JOHN LANDIS LEOPOLD	FY14 1165 *TC 01/09/2014* PER RES 16-81

DATE POSTED	CHECK NUMBER	CHECK AMOUNT	VENDOR NUMBER	VENDOR NAME	TRANSACTION DESCRIPTION
2/27/2014	00411317	50.00	127620	GREG JOHN CAPUT	FY14 1165 *TC 01/09/2014* PER RES 16-81
2/27/2014	00411318	50.00	127621	EDUARDO MONTESINO	FY14 1165 *TC 01/09/2014* PER RES 16-81
2/27/2014	00411326	50.00	127787	DANIEL DODGE	FY14 1165 *TC 01/09/2014* PER RES 16-81
2/27/2014	00411335	50.00	128666	BRUCE MCPHERSON	FY14 1165 *TC 01/09/2014* PER RES 16-81
3/3/2014	00411458	130.68	104465	CALIFORNIA HIGHWAY PATROL	FY14 2145 *M0055951* PERSONNEL COSTS FOR Q1
3/3/2014	00411458	136.68	104465	CALIFORNIA HIGHWAY PATROL	FY14 2145 *M0056056* PERSONNEL COSTS FOR Q2
3/3/2014	00411518	3,531.25	125902	SEBASTIAN E GUTIERREZ DBA:	FY14 2143 *20130727* CALL BOX MAINT. DECEMBER 2013
3/3/2014	00411545	435,518.16	128230	RGW CONSTRUCTION, INC.	FY14 2137 *ESTIMATE 23* SR1 AUX LANES 10/21-12/20/
3/3/2014	00411510	10.00	124770	US BANK CORPORATE PAYMENT SYSTEMS	FY14 CC08 4246044555661663 01/22/2014 BOOKS FOR
3/3/2014	00411510	15.99	124770	US BANK CORPORATE PAYMENT SYSTEMS	FY14 CC08 4246044555661663 01/22/2014 STAMPS.COM
3/3/2014	00411463	33.20	106571	BARITEAUS DRY CLEANING INC	FY14 2146 *12100* LINEN SERVICE 01/15/2014
3/3/2014	00411463	33.20	106571	BARITEAUS DRY CLEANING INC	FY14 2146 *12110* LINEN SERVICE 01/29/2014
3/3/2014	00411468	40.00	110743	USER-FRIENDLY COMPUTING	FY14 2149 *20140230* MOZY PRO 02/2014
3/3/2014	00411510	45.75	124770	US BANK CORPORATE PAYMENT SYSTEMS	FY14 CC08 4246044555661663 01/22/2014 FUEL FOR P
3/3/2014	00411468	48.00	110743	USER-FRIENDLY COMPUTING	FY14 2149 *20140229* EMAIL FILTERING/ANTI SPAM MON
3/3/2014	00411541	60.00	128033	CITY OF WATSONVILLE	FY14 1176 *168* SCCRTC BOARD MEETING 02/06/2014
3/3/2014	00411516	72.25	125845	CRYSTAL SPRINGS WATER CO	FY14 2147 *054026 JANUARY* WATER SERVICE
3/3/2014	00411535	102.00	127059	SANTA CRUZ RECORDS MANAGEMENT, INC.	FY14 2144 *22183* MONTHLY ARCHIVE STORAGE FOR FEBR
3/3/2014	00411537	125.10	127450	CDSNET, LLC	FY14 2141 *SC1213* SERVICES FOR DECEMBER 2013
3/3/2014	00411537	156.75	127450	CDSNET, LLC	FY14 2141 *SC0114* SERVICES FOR JANUARY 2014
3/3/2014	00411517	172.20	125883	ED BOGNER MECHANICAL INC	FY14 2140 *53968* SERVICE OF HEATING AND A/C UNIT
3/3/2014	00411510	350.31	124770	US BANK CORPORATE PAYMENT SYSTEMS	FY14 CC08 4246044555661663 01/22/2014 OFFICE SUP
3/3/2014	00411534	363.54	126684	STAPLES CONTRACT & COMMERCIAL INC DBA	FY14 2148 *3220981604* OFFICE SUPPLIES
3/3/2014	00411510	783.00	124770	US BANK CORPORATE PAYMENT SYSTEMS	FY14 CC08 *4246044555661663 01/22/2014* MEMBERSHI
3/3/2014	00411468	1,500.00	110743	USER-FRIENDLY COMPUTING	FY14 2149 *20140211* MAINTENANCE SERVICES FOR 02/
3/3/2014	00411547	3,500.00	128397	CAPITAL EDGE ADVOCACY INC	FY14 2142 *14-13* SERVICES FOR FEBRUARY 2014
3/3/2014	00411482	4,380.00	118994	LEWIS TREE SERVICE INC	FY14 1177 *21797* PLANT INSTALL ALONG HWY 1 PROJEC
3/3/2014	00411515	23.54	125807	ROBERT DAVIES DBA ALPHAGRAPHICS	FY14 1178 *33633* ROAD SPRINGS FOR HWY 1 RIBBON C
3/3/2014	00411510	30.00	124770	US BANK CORPORATE PAYMENT SYSTEMS	FY14 CC08 4246044555661663 01/22/2014 REG 2014 C
3/3/2014	00411510	64.50	124770	US BANK CORPORATE PAYMENT SYSTEMS	FY14 CC08 4246044555661663 01/22/2014 REG. FOR C
3/3/2014	00411551	66.00	128801	WAGWORKS, INC	FY14 1180 *125AI0298663* FSA MONTHLY ADMIN FEE JAN
3/3/2014	00411555	81.23	129183	INDEPENDENT STATIONERS,INC.	FY14 1179 *000388521* OFFICE SUPPLIES
3/3/2014	00411510	182.08	124770	US BANK CORPORATE PAYMENT SYSTEMS	FY14 CC08 4246044555661663 01/22/2014 MISC. TRAV
3/3/2014	00411490	221.76	120404	COSTCO WHOLESALE	FY14 1175 *PRF 427* SUPPLIES FOR RTC MEETINGS AND
3/3/2014	00411510	316.68	124770	US BANK CORPORATE PAYMENT SYSTEMS	FY14 CC08 4246044555661663 01/22/2014 REFRESHMEN
3/3/2014	00411556	335.00	129185	SIXTO H ALVAREZ DBA CLEAN BUILDING	FY14 2150 12253 STEAM CLEAN OFFICE CHAIRS
3/3/2014	00411556	372.10	129185	SIXTO H ALVAREZ DBA CLEAN BUILDING	FY14 2150 *12253* JANITORIAL SERVICES FOR JANUARY
3/3/2014	00411510	1,264.08	124770	US BANK CORPORATE PAYMENT SYSTEMS	FY14 CC08 4246044555661663 01/22/2014 LODGING TR
3/6/2014	00412027	132.88	124855	SANTA CRUZ SENTINEL	FY14 1175 *5100997* DRAFT RTP PLAN
3/6/2014	00411997	28,242.61	120096	CALPERS RETIREMENT SYSTEM	FY14 1174 *3109524485 1344* MARCH 2014
3/6/2014	00411728	73.40	670024	DORA ORTEGA	FY14 1181 *30353* URM DORA ORTEGA
3/6/2014	00411727	904.49	670011	CATHY JUDD	FY14 1181 *30493* URM CATHY JUDD
3/6/2014	00411726	35.00	670010	KIM SHULTZ	2/27/2014: ON MESSAGE WORKSHOP PRESENTED BY ZACH F
3/10/2014	00412322	712.78	125807	ROBERT DAVIES DBA ALPHAGRAPHICS	FY14 2139 *33752* RTC PACKET 02/06/2014
3/10/2014	00412322	726.44	125807	ROBERT DAVIES DBA ALPHAGRAPHICS	FY14 2139 *33772* RTP BOOKLET

DATE POSTED	CHECK NUMBER	CHECK AMOUNT	VENDOR NUMBER	VENDOR NAME	TRANSACTION DESCRIPTION
3/10/2014	00412322	864.80	125807	ROBERT DAVIES DBA ALPHAGRAPHICS	FY14 2139 *33851* RTP EIR BOOKLET
3/11/2014	00412549	60.00	129337	ED DA ROZA DBA STOP COMPANY	FY14 1186 *3851* ROAD CLOSED SIGNS FOR LA FONDA BR
3/11/2014	00412490	147.28	123516	AFLAC-FLEX ONE	FY14 1181 *825227* UF995 INS FEB 14
3/11/2014	00412447	218.68	102314	PG AND E CUSTOMER BILLING	FY14 1184 2896790497-1 02/27/2014-02/25/2014
3/11/2014	00412468	1,706.60	113899	SPECIAL DISTRICT RISK MGMT AUTHORITY	FY14 1183 *14478* MAR 14 ANCILLARY BENEFITS
3/11/2014	00412536	2,157.10	128246	J L PATTERSON & ASSOCIATES INC	FY14 2151 *SCCRTC-JLP18* PROF ENGIN SVC FOR RTC
3/11/2014	00412534	35,260.53	128130	PB AMERICAS INC. DBA PARSONS BRINKERHOFF	FY14 2152 *21-531443* AUX LNS CONST MGMT 8/3-30/13
3/11/2014	00412534	37,629.37	128130	PB AMERICAS INC. DBA PARSONS BRINKERHOFF	FY14 2152 #21-531443# AUX LNS CONST MGMT 8/3-30/13
3/11/2014	00412447	99.93	102314	PG AND E CUSTOMER BILLING	FY14 1184 9709471543-6 02/27/2014-02/25/2014
3/11/2014	00412447	102.79	102314	PG AND E CUSTOMER BILLING	FY14 1184 5605123657-0 02/27/2014-02/25/2014
3/11/2014	00412447	131.03	102314	PG AND E CUSTOMER BILLING	FY14 1184 2730123841-9 02/28/2014-02/26/2014
3/13/2014	00412997	51.54	129350	ENTERPRISE HOLDINGS INC DBA EAN SERVICES	FY14 1187 797923 RACHEL RENTAL CAR FOR CTC MEETING
3/13/2014	00412839	1,000.00	102314	PG AND E CUSTOMER BILLING	FY14 1185 *0007331233-2* EP LA FONDA AVE OVERCROSS
3/17/2014	00413155	40.00	110743	USER-FRIENDLY COMPUTING	FY14 2154 20140335 MOZY PRO 03/2014
3/17/2014	00413155	48.00	110743	USER-FRIENDLY COMPUTING	FY14 2154 20140334 EMAIL FILTERING/ANTI SPAM MONTH
3/17/2014	00413191	150.00	122083	SANTA CRUZ SENTINEL DBA LA GANGA	FY14 1188 894/0005104624-01 PUBLIC HEARING FOR THE
3/17/2014	00413138	201.85	104107	WATSONVILLE NEWSPAPERS, LLC DBA:	FY14 1188 13015 PUBLIC HEARING FOR THE RTP PLAN
3/17/2014	00413155	1,500.00	110743	USER-FRIENDLY COMPUTING	FY14 2154 20140312 MAINTENANCE SERVICES FOR 03/201
3/17/2014	00413151	8,415.48	110430	LADD'S AUTO BODY	FY14 2153 FEBRUARY SERVICES FSP HWY 1-SANTA CRUZ
3/17/2014	00413151	9,412.80	110430	LADD'S AUTO BODY	FY14 2153 *FEBRUARY SERVICES* FSP HWY 17 BEAT 1
3/17/2014	00413226	6.90	126684	STAPLES CONTRACT & COMMERCIAL INC DBA	FY14 2163 3224452796 OFFICE SUPPLIES
3/17/2014	00413212	49.75	125845	CRYSTAL SPRINGS WATER CO	FY14 2164 054026 FEBRUARY WATERS ERVICE
3/17/2014	00413227	102.00	127059	SANTA CRUZ RECORDS MANAGEMENT, INC.	FY14 2159 22565 MONTHLY ARCHIVE STORAGE FOR MARCH
3/17/2014	00413223	195.86	126366	KONICA MINOLTA BUSINESS SOLUTIONS	FY14 2156 227874967 COPIER MAIN. FEBRUARY 2014
3/17/2014	00413208	221.97	124855	SANTA CRUZ SENTINEL	FY14 1190 0005082507 PUBLIC HEARING MBSST FINAL EI
3/17/2014	00413139	235.99	104107	WATSONVILLE NEWSPAPERS, LLC DBA:	FY14 1190 12978 PUBLIC HEARING FOR MBSST & EIR
3/17/2014	00413146	3,424.11	108371	RRM DESIGN GROUP	FY14 2160 1308538-1213 JANUARY SERVICES MBSST
3/17/2014	00413245	3,500.00	128397	CAPITAL EDGE ADVOCACY INC	FY14 2162 14-22 SERVICES FOR MARCH 2014
3/17/2014	00413054	5.38	670002	LUIS P. MENDEZ	FEB 2014 PHEONIX & COOLIDGE AZ INSPECTION OF BRIDG
3/17/2014	00413054	14.00	670002	LUIS P. MENDEZ	FEB 2014 PHEONIX & COOLIDGE AZ INSPECTION OF BRIDG
3/17/2014	00413054	88.11	670002	LUIS P. MENDEZ	FEB 2014 PHEONIX & COOLIDGE AZ INSPECTION OF BRIDG
3/17/2014	00413055	125.00	670015	GEORGE A. DONDERO II	JAN 2014 TRAVEL - TRANSPORTATION RESEARCH BOARD-DC
3/17/2014	00413054	125.00	670002	LUIS P. MENDEZ	FEB 2014 PHEONIX & COOLIDGE AZ INSPECTION OF BRIDG
3/17/2014	00413054	584.66	670002	LUIS P. MENDEZ	FEB 2014 PHEONIX & COOLIDGE AZ INSPECTION OF BRIDG
3/18/2014	00413321	33.20	106571	BARITEAUS DRY CLEANING INC	FY14 2165 *12120* LINEN SERVICE 02/12/2014
3/18/2014	00413321	33.20	106571	BARITEAUS DRY CLEANING INC	FY14 2165 *12130* LINEN SERVICE 02/26/2014
3/18/2014	00413326	50.00	114917	DENNIS RICHARD NORTON	FY14 1189 TC 02/06/2014 PER RES 16-81
3/18/2014	00413331	50.00	119076	RANDY JOHNSON	FY14 1189 TC 02/06/2014 PER RES 16-81
3/18/2014	00413343	50.00	124473	NEAL COONERTY	FY14 1189 TC 02/06/2014 PER RES 16-81
3/18/2014	00413350	50.00	126179	DONALD S. LANE	FY14 1189 TC 02/06/2014 PER RES 16-81
3/18/2014	00413351	50.00	126180	LYNN M. ROBINSON	FY14 1189 TC 02/06/2014 PER RES 16-81
3/18/2014	00413352	50.00	126197	JOHN LANDIS LEOPOLD	FY14 1189 TC 02/06/2014 PER RES 16-81
3/18/2014	00413354	50.00	127620	GREG JOHN CAPUT	FY14 1189 TC 02/06/2014 PER RES 16-81
3/18/2014	00413355	50.00	127621	EDUARDO MONTESINO	FY14 1189 TC 02/06/2014 PER RES 16-81
3/18/2014	00413355	50.00	127621	EDUARDO MONTESINO	FY14 1189 BUDGET/ADMIN 02/13/2014 PER RES 16-81

DATE POSTED	CHECK NUMBER	CHECK AMOUNT	VENDOR NUMBER	VENDOR NAME	TRANSACTION DESCRIPTION
3/18/2014	00413357	50.00	127787	DANIEL DODGE	FY14 1189 TC 02/06/2014 PER RES 16-81
3/18/2014	00413360	50.00	128650	ZACH FRIEND	FY14 1189 TC 02/06/2014 PER RES 16-81
3/18/2014	00413361	50.00	128666	BRUCE MCPHERSON	FY14 1189 TC 02/06/2014 PER RES 16-81
3/18/2014	00413361	50.00	128666	BRUCE MCPHERSON	FY14 1189 BUDGET/ADMIN 02/13/2014 PER RES 16-81
3/18/2014	00413353	585.00	126768	JAMES P ALLEN DBA J P ALLEN AND ASSOC	FY14 2157 *INVOICE 7* ARBORIST SERV. CONSL RAIL L
3/20/2014	00413845	14.92	127967	COMCAST	FY14 1192 8155100340002108 CABLE SERVICES 3/10/1
3/20/2014	00413818	612.97	125807	ROBERT DAVIES DBA ALPHAGRAPHICS	FY14 2158 *33988* RTC PACKET 03/06/2014
3/20/2014	00413852	3,742.85	128268	HATCH MOTT MACDONALD, LLC	FY14 2167 *319751-8* ENGIN. CONST. MGMT. SVC RAIL
3/20/2014	00413862	8,402.50	128970	PACIFIC MUNICIPAL CONSULTANTS DBA PMC	FY14 2168 *39540* SCCRTC PERF. AUDIT
3/20/2014	00413718	9,968.50	101810	ECOLOGY ACTION OF SANTA CRUZ	FY14 2155 *BTW-JUL-SEPT-13* ECOLOGY ACTION BIKE TO
3/20/2014	00413852	9,998.91	128268	HATCH MOTT MACDONALD, LLC	FY14 2167 *319751-7* ENGIN. CONST. MGMT. SVC RAIL
3/20/2014	00413718	18,555.00	101810	ECOLOGY ACTION OF SANTA CRUZ	FY14 2155 *BTW-OCT-DEC-13* ECOLOGY ACTION BIKE TO
3/20/2014	00413761	28,750.00	115680	ASSOCIATION OF MONTEREY BAY AREA GOVERNMENT	FY14 1193 *3329* FY2014 SCCRTC EIR COST SHARING
3/20/2014	00413865	165.00	129185	SIXTO H ALVAREZ DBA CLEAN BUILDING	FY14 2166 #12372# JANITORIAL SERVICES FOR FEB 2014
3/20/2014	00413865	372.10	129185	SIXTO H ALVAREZ DBA CLEAN BUILDING	FY14 2166 *12372* JANITORIAL SERVICES FOR FEB 2014
3/20/2014	00413470	21.00	670015	GEORGE A. DONDERO II	JAN 2014 TRAVEL AMBAG FIN WORKSHOP TIME PUB OUTREAC
3/20/2014	00413470	53.60	670015	GEORGE A. DONDERO II	JAN 2014 TRAVEL AMBAG FIN WORKSHOP TIME PUB OUTREAC
3/20/2014	00413470	79.35	670015	GEORGE A. DONDERO II	JAN 2014 TRAVEL AMBAG FIN WORKSHOP TIME PUB OUTREAC
3/20/2014	00413470	182.00	670015	GEORGE A. DONDERO II	JAN 2014 TRAVEL AMBAG FIN WORKSHOP TIME PUB OUTREAC
3/20/2014	00413470	343.00	670015	GEORGE A. DONDERO II	JAN 2014 TRAVEL AMBAG FIN WORKSHOP TIME PUB OUTREAC
3/20/2014	00413470	65.07	670015	GEORGE A. DONDERO II	JAN 2014 TRAVEL AMBAG FIN WORKSHOP TIME PUB OUTREAC
3/24/2014	00413933	1,733.30	670001	KARENA PUSHNIK	FY14 1194 *31763* URM KARENA PUSHNIK
3/24/2014	00413934	64.67	670011	CATHY JUDD	FY14 1191 *31293* URM CATHY JUDD
3/24/2014	00413935	98.40	670024	DORA ORTEGA	FY14 1191 *31504* URM DORA ORTEGA
3/24/2014	00414107	10.00	123430	EARTHSHARE CALIFORNIA	FY14 1199 FY13-14 Q1 CONTRIBUTION SCCRTC STAFF
3/24/2014	00413882	45.00	104025	COMMUNITY HEALTH CHARITIES OF CALIFORNIA	FY14 1199 FY13-14 Q1 CONTRIBUTION SCCRTC STAFF
3/24/2014	00413882	45.00	104025	COMMUNITY HEALTH CHARITIES OF CALIFORNIA	FY14 1199 FY13-14 Q2 CONTRIBUTION SCCRTC STAFF
3/24/2014	00414049	297.50	101192	UNITED WAY OF SANTA CRUZ COUNTY	FY14 1199 FY13-14 Q1 CONTRIBUTION SCCRTC STAFF
3/24/2014	00414049	357.00	101192	UNITED WAY OF SANTA CRUZ COUNTY	FY14 1199 FY13-14 Q2 CONTRIBUTION SCCRTC STAFF
3/24/2014	00414107	12.00	123430	EARTHSHARE CALIFORNIA	FY14 1199 FY13-14 Q2 CONTRIBUTION SCCRTC STAFF
3/24/2014	00414138	24.59	127741	AT AND T	FY14 1196 *5164999* 8317688012374 1/27-02/26/14
3/24/2014	00414143	66.00	128801	WAGeworks, INC	FY14 1195 *125AI0304781* FSA MO ADM FEE FEB 14
3/24/2014	00414114	76.44	124475	AT&T MOBILITY	FY14 1197 *2870207259473X03062014* 01/29-02/28/14
3/24/2014	00414080	1,229.00	113899	SPECIAL DISTRICT RISK MGMT AUTHORITY	FY14 1198 *46260* WRKR COMP 4TH QTR APR 1-JUNE30TH
3/27/2014	00414351	101.14	670002	LUIS P. MENDEZ	RTC MEETINGS IN CAPITOLA SCOTTS VALLEY & WATSONVI
	TOTAL	2,570,019.46			

\\Rtcserv2\internal\FISCAL\WARRANTS\FY2014\FY2014 Q3\FY2014 Attachment1_Q3 Warrants.xlsx\FY2014

SCCRTC
 QUARTERLY CREDIT CARD REPORT
 FY2013-2014 3RD QUARTER (JANUARY 1, 2014 - MARCH 31, 2014)

Statement Date: 01/22/14

RTC Reporting Qtr: 3rd

PAYEE	DESCRIPTION	GEORGE	CATHY	YESENIA	TOTAL
37Signals-charge.com	Basecamp - Monthly website subscription - Scott Creek Project	50.00			50.00
PayPal California	Registration for January 2014 COG Directors Meeting, G Dondero	30.00			30.00
American AI	Checked baggage fee, TRB Conference, G Dondero, 01/11/14	25.00			25.00
Hotel Palomar Washington DC	Lodging, TRB Conference, G Dondero, 01/11/14 - 01/17/14	1,264.08			1,264.08
SQ John Pierre-Louis Arlington VA	Taxi from Hotel Palomar to airport, TRB Conf., G Dondero, 01/17/14	18.08			18.08
American AI	Checked baggage fee, TRB Conference, G Dondero, 01/14/14	25.00			25.00
ABM Parking San Jose AIRP	Parking fee @ San Jose airport, TRB Conf., G Dondero, 01/11 - 01/17/14	105.00			105.00
APA Membership	APA Membership dues, G Dondero	548.00			548.00
GO 4 Supply	Office supplies, toner cartridge set for HP Color printer 5500		244.65		244.65
Staples Direct	Office supplies, Ergonomic Wireless Mouse for L Mendez		70.68		70.68
Stamps.com	Monthly Service fee - December 2013/January 2014		15.99		15.99
Santa Cruz Chamber of Com	Registration, Santa Cruz-Project Mgmt Workshop, R Moriconi, 01/28/14		25.00		25.00
Society for Human Resourc	SHRM General Membership dues, Y Parra		185.00		185.00
Santa Cruz Chamber of Com	Project Mgmt Workshop book, R Moriconi		10.00		10.00
Santa Cruz Chamber of Com	Registration, Santa Cruz Member - Annual Luncheon, K Pushnik, 01/23/14		39.50		39.50
EIG Dotster	SCCRTC domain name renewal			34.98	34.98
Chevron	Refuel Prius			24.75	24.75
Chevron	Refuel Prius, CSDA Committee Meeting, Y Parra, 01/18/14			21.00	21.00
City of SAC Parkingfacgar	Parking fee @ City of Sacramento for CSDA Meeting, Y Parra, 01/17/14			9.00	9.00
Pastry Creations and Café Watson	Refreshments for Highway 1 Auxiliary Lanes ribbon cutting event			177.71	177.71
Pajaro Valley Printing Freedom CA	Poster for Highway 1 Auxiliary Lanes ribbon cutting event			65.10	65.10
Target	Refreshments for Highway 1 Auxiliary Lanes ribbon cutting event			36.87	36.87
Target	Refreshments for Highway 1 Auxiliary Lanes ribbon cutting event			37.00	37.00
<i>Subtotal</i>		2,065.16	590.82	406.41	3,062.39

Statement Date: 02/24/14

RTC Reporting Qtr: 3rd

PAYEE	DESCRIPTION	GEORGE	CATHY	YESENIA	TOTAL
Center Street Grill Santa Cruz CA	Business lunch with Tim Gubbins, Director-Caltrans District 5	33.68			33.68
Inst of Trans Engineers	2014 Membership dues	289.28			289.28
Shell Oil	Refuel Prius	31.45			31.45
Portola Hotel and Spa Monterey CA	Parking fee, Coast Rail Coordinating Council meeting, 01/31/14, Portola Hotel & Spa, N	7.00			7.00
Portola Hotel and Spa Monterey CA	Lunch, Coast Rail Coordinating Council meeting, 01/31/14, Monterey	15.46			15.46
BC Basecamp	Basecamp - Monthly website subscription - Scott Creek Project	50.00			50.00
PayPal California	Reg., 2014 Regional Leadership Forum, 03/12 - 3/14/14, E Montesino, G Dondero	900.00			900.00
UCB ITS Techtransfer Pro	Reg., Online training, 02/19/14, Design for Cyclist and Ped. Comfort, C Caletti		50.00		50.00
UCB ITS Techtransfer Pro	Reg., Online training, 02/18 - 02/20/14. Bicycle Transportation: On-Street Design and		50.00		50.00
UCB ITS Techtransfer Pro	Reg., Online training, 03/19/14, All In: The Value of Investing in Complete and Green		50.00		50.00
UCB ITS Techtransfer Pro	Reg., Online training, 4/1 - 4/3/14, Bicycle Transportation: Planning, Plicy, and Liabilit		50.00		50.00
UCB ITS Techtransfer Pro	Registration, Online training, 04/16/14, Public Health Benefits of Active Transportation		50.00		50.00
UCB ITS Techtransfer Pro	Registration, Online training, 06/18/14, Calming Arterial Streets for Safer Walking and		50.00		50.00
UCB ITS Techtransfer Pro	Registration, Online training, 06/24/14 through 06/26/14, Bicycle Transportation: Bicy		50.00		50.00
UCB ITS Techtransfer Pro	Registration, Online training, 08/20/14, Transform Bicycling and Walking Outside the U		50.00		50.00
UCB ITS Techtransfer Pro	Registration, Online training, 09/17/14, Optimize Signals for Pedestrians and Bicyclists		50.00		50.00
UCB ITS Techtransfer Pro	Registration, Online training, 12/17/14, Getting to Better Outcomes from Public Engag		50.00		50.00
Assoc. of Pedestrian & Bic	Annual membership renewal, Association of Pedestrian and Bicycle Professionals, C Cal		100.00		100.00
Office Max	Office supplies, storage to organize RTC office supplies		40.74		40.74
Bookshop Santa Cruz	Monday, 01/27/14, Edition of the Santa Cruz Sentinel		1.63		1.63
Santa Cruz Chamber of Com	Booth registration, 25th Annual Business Fair, 03/19/14, Coconut Grove, Santa Cruz		280.00		280.00
Santa Cruz Sentinel	Subscription renewal, Santa Cruz Sentinel through 01/16/15		267.24		267.24
Stamps.com	Monthly Service fee - January/February		15.99		15.99
USPS Postagew Stamps.com	Replinish postage		464.00		464.00
Santa Cruz Chamber of Com	Registration, Workshop: "On Message" with Zach Friend, 02/27/14, G Dondero		35.00		35.00
Cruzio Internet	Set up RTC internet service		249.10		249.10
Cruzio Internet	Monthly Service fee - March		99.00		99.00
Chevron	Refuel Prius			31.50	31.50
Tri County Engraving Watsonville C	Engraved placques-Hwy 1 Ribbon Cutting event, 1/22/14			151.90	151.90
Fastrak CSC	Replinish toll card			25.00	25.00
Second Street Café	Refreshments for RTC meeting, 02/06/14			18.50	18.50
Brinks Awards & Signs Santa Cruz	Nameplate for Commission Alternate Karina Cervantez			38.06	38.06
Bagel Bakery & Café in Watsonville	Refreshments for RTC meeting, 02/06/14			13.25	13.25
Konica Minolta Business	Payment of Konica Minolta Invoice			558.67	558.67
Toyota of Santa Cruz Capitola	Prius Service			203.07	203.07
<i>Subtotal</i>		1,326.87	2,052.70	1,039.95	4,419.52

PAYEE	DESCRIPTION	GEORGE	CATHY	YESENIA	TOTAL	
BC Basecamp	Basecamp - Monthly website subscription - Scott Creek Project	50.00			50.00	
Rockware	ArcGIS for Desktop Basic 10.x Software - Single User License			1,290.00	1,290.00	
Stamps.com	Monthly Service fee - February/March		15.99		15.99	
Target	RTC outreach supplies for Santa Cruz Business Fair, 03/19/14		8.69		8.69	
Beverly's	RTC supplies for Santa Cruz Business Fair, 03/19/14			24.55	24.55	
San Lorenzo Lumber	RTC supplies for Santa Cruz Business Fair, 03/19/14			10.86	10.86	
Beverly's	RTC supplies for Santa Cruz Business Fair, 03/19/14		17.41		17.41	
Pinnacle Promotions	Marketing bag to use at business fairs and other RTC public outreach events and meeti		348.90		348.90	
CVS Pharmacy	Supplies, Santa Cruz Business Fair, 03/19/14			14.99	14.99	
Trader Joe's	Refreshments for RTC meeting, 03/06/14		3.49		3.49	
Noah's Bagels	Refreshments for RTC meeting, 03/06/14			8.99	8.99	
Natl/Padget	Annual renewal Star12 training, D Nikuna		199.00		199.00	
Chevron	Refuel Prius			22.45	22.45	
Shell Oil	Refuel Prius, SDRMA Safety Days Training, 03/18/14, Y Parra			32.15	32.15	
Riviera Resort and Spa Palm Spring	Lodging deposit, 2014 California Trails & Greenways Conference, 04/08/14 MBSST- Ca		144.10		144.10	
Hilton Sacramento	Lodging, SCRMA Safety Days Training, 03/18/14, Y Parra			128.31	128.31	
Marriott	Lodging, CALCOG, 03/12/14 through 03/14/14, E Montesino			299.12	299.12	
Marriott	Lodging, CALCOG, 03/12/14 through 03/14/14, G Dondero	347.12			347.12	
Alaska Air	Airfare to 2014 California Trails & Greenways Conference, 04/08/14, MBSST- Caletti		69.00		69.00	
Delta Air	Airfare from 2014 California Trails & Greenways Conference, 04/11/14 MBSST		89.00		89.00	
California Trails Confere	Registration, 2014 California Trails & Greenways Conference, 04/08/14 MBSST- Caletti		190.00		190.00	
California Trails Confere	Registration, 2014 California Trails & Greenways Conference, Public Speaking for Trails,		25.00		25.00	
California Trails Confere	Refund for 2014 California Trails & Greenways Conference, Public Speaking for Trails, (-30.00		-30.00	
PayPal	Registration, CDAC Meeting, 03/31/14, G Dondero		25.00		25.00	
EIG Dotster	Renew Commute Solutions Domain name for 2 years (commutsolutions.org)			52.96	52.96	
Verio-Autohahn	Renew 511 website domain names for 2 years (511montereybay.org)			23.18	23.18	
Verio-Autohahn	Renew 511 website domain names for 2 years (511montereybay.com)			23.18	23.18	
Noah's Bagels	Refreshments for Railroad Roadway Worker Protection Training, 03/14/14		23.98		23.98	
Trader Joe's	Refreshments for Railroad Roadway Worker Protection Training, 03/14/14		15.26		15.26	
Starbucks	Refreshments for Railroad Roadway Worker Protection Training, 03/14/14		13.95		13.95	
		Subtotal	397.12	1,158.77	1,930.74	3,486.63
		TOTAL	3,789.15	3,802.29	3,377.10	10,968.54

**SANTA CRUZ COUNTY REGIONAL TRANSPORTATION COMMISSION
TDA REVENUE REPORT
FY 2013-2014**

MONTH	FY12-13 ACTUAL REVENUE	FY13 - 14 ESTIMATE REVENUE	FY13 - 14 ACTUAL REVENUE	DIFFERENCE	DIFFERENCE AS % OF PROJECTION	CUMULATIVE % OF ACTUAL TO PROJECTION
JULY	533,900	560,595	556,100	-4,495	-0.80%	99.20%
AUGUST	711,800	747,390	741,500	-5,890	-0.79%	99.21%
SEPTEMBER	718,257	754,170	818,354	64,184	8.51%	102.61%
OCTOBER	556,500	584,325	596,900	12,575	2.15%	102.51%
NOVEMBER	742,000	779,100	795,900	16,800	2.16%	102.43%
DECEMBER	733,930	770,626	732,985	-37,641	-4.88%	101.09%
JANUARY	534,300	561,015	557,700	-3,315	-0.59%	100.89%
FEBRUARY	712,400	749,739	728,800	-20,939	-2.79%	100.39%
MARCH	632,278	689,732	802,890	113,158	16.41%	102.17%
APRIL	475,600	486,487	504,100	17,613	3.62%	102.28%
MAY	634,100	648,649	672,100	23,451	3.62%	102.39%
JUNE	759,038	834,025	0			
TOTAL	7,744,102	8,165,853	7,507,330	175,502	2.15%	92%

Note:

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AGENDA: June 12, 2014

TO: Budget and Administration/Personnel (B&A/P) Committee

FROM: Luis Pavel Mendez, Deputy Director

RE: Rules of Conduct for Regional Transportation Commission Meetings

RECOMMENDATIONS

Staff recommends that the Budget and Administration/Personnel (B&A/P) Committee consider Rosenberg's Rules of Order ([Attachment 1](#)) for the conduct of meetings of the RTC and its committees.

BACKGROUND

At its April 3, 2014 meeting, the Regional Transportation Commission (RTC) approved a significant update to its rules and regulations. At that meeting, the RTC also directed staff to investigate simpler options to Roberts Rules of Order for the conduct of meetings.

DISCUSSION

The two most popular sets of standard rules for conducting meetings are Robert's Rules of Order and the Sturgis Standard Code of Parliamentary Procedure. These are designed as detailed and comprehensive sets of parliamentary procedure that cover a variety of complex parliamentary situations that are beyond what would happen at meetings of the RTC and its committees. However, both of these rules of conduct for meetings cover the needs of the RTC and rules for parliamentary situations that would not arise at the RTC would just not apply.

Dave Rosenberg, a Superior Court Judge in Yolo County, developed Rosenberg's Rules of Order ([Attachment 1](#)) as a simpler alternative that would be appropriate for public agencies. A variety of public agencies have adopted these rules of order due to their simplicity and compactness. The entirety of the rules is contained in six pages of [Attachment 1](#).

RTC staff discussed with legal counsel the three options for rules of conduct for meetings of the RTC. According to legal counsel any of the three options would cover the needs of the RTC and its committees. Therefore, **staff recommends that the B&A/P Committee consider Rosenberg's Rules of Order**

(Attachment 1) for the conduct of meetings of the RTC and its committees.

SUMMARY

At its April 3, 2014 meeting, the RTC approved a significant update to its rules and regulations and directed staff to investigate simpler options to Robert's Rules of Order for conducting meetings. Staff recommends that the RTC consider Rosenberg's Rules of Order for the RTC and its committees.

Attachments:

1. Rosenberg's Rules of Order – Revised 2011



Rosenberg's Rules of Order

REVISED 2011

Simple Rules of Parliamentary Procedure for the 21st Century

By Judge Dave Rosenberg



MISSION AND CORE BELIEFS

To expand and protect local control for cities through education and advocacy to enhance the quality of life for all Californians.

VISION

To be recognized and respected as the leading advocate for the common interests of California's cities.

About the League of California Cities

Established in 1898, the League of California Cities is a member organization that represents California's incorporated cities. The League strives to protect the local authority and autonomy of city government and help California's cities effectively serve their residents. In addition to advocating on cities' behalf at the state capitol, the League provides its members with professional development programs and information resources, conducts education conferences and research, and publishes Western City magazine.

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ABOUT THE AUTHOR

Dave Rosenberg is a Superior Court Judge in Yolo County. He has served as presiding judge of his court, and as presiding judge of the Superior Court Appellate Division. He also has served as chair of the Trial Court Presiding Judges Advisory Committee (the committee composed of all 58 California presiding judges) and as an advisory member of the California Judicial Council. Prior to his appointment to the bench, Rosenberg was member of the Yolo County Board of Supervisors, where he served two terms as chair. Rosenberg also served on the Davis City Council, including two terms as mayor. He has served on the senior staff of two governors, and worked for 19 years in private law practice. Rosenberg has served as a member and chair of numerous state, regional and local boards. Rosenberg chaired the California State Lottery Commission, the California Victim Compensation and Government Claims Board, the Yolo-Solano Air Quality Management District, the Yolo County Economic Development Commission, and the Yolo County Criminal Justice Cabinet. For many years, he has taught classes on parliamentary procedure and has served as parliamentarian for large and small bodies.



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INTRODUCTION

The rules of procedure at meetings should be simple enough for most people to understand. Unfortunately, that has not always been the case. Virtually all clubs, associations, boards, councils and bodies follow a set of rules — *Robert's Rules of Order* — which are embodied in a small, but complex, book. Virtually no one I know has actually read this book cover to cover. Worse yet, the book was written for another time and for another purpose. If one is chairing or running a parliament, then *Robert's Rules of Order* is a dandy and quite useful handbook for procedure in that complex setting. On the other hand, if one is running a meeting of say, a five-member body with a few members of the public in attendance, a simplified version of the rules of parliamentary procedure is in order.

Hence, the birth of *Rosenberg's Rules of Order*.

What follows is my version of the rules of parliamentary procedure, based on my decades of experience chairing meetings in state and local government. These rules have been simplified for the smaller bodies we chair or in which we participate, slimmed down for the 21st Century, yet retaining the basic tenets of order to which we have grown accustomed. Interestingly enough, *Rosenberg's Rules* has found a welcoming audience. Hundreds of cities, counties, special districts, committees, boards, commissions, neighborhood associations and private corporations and companies have adopted *Rosenberg's Rules* in lieu of *Robert's Rules* because they have found them practical, logical, simple, easy to learn and user friendly.

This treatise on modern parliamentary procedure is built on a foundation supported by the following four pillars:

1. **Rules should establish order.** The first purpose of rules of parliamentary procedure is to establish a framework for the orderly conduct of meetings.
2. **Rules should be clear.** Simple rules lead to wider understanding and participation. Complex rules create two classes: those who understand and participate; and those who do not fully understand and do not fully participate.
3. **Rules should be user friendly.** That is, the rules must be simple enough that the public is invited into the body and feels that it has participated in the process.
4. **Rules should enforce the will of the majority while protecting the rights of the minority.** The ultimate purpose of rules of procedure is to encourage discussion and to facilitate decision making by the body. In a democracy, majority rules. The rules must enable the majority to express itself and fashion a result, while permitting the minority to also express itself, but not dominate, while fully participating in the process.

Establishing a Quorum

The starting point for a meeting is the establishment of a quorum. A quorum is defined as the minimum number of members of the body who must be present at a meeting for business to be legally transacted. The default rule is that a quorum is one more than half the body. For example, in a five-member body a quorum is three. When the body has three members present, it can legally transact business. If the body has less than a quorum of members present, it cannot legally transact business. And even if the body has a quorum to begin the meeting, the body can lose the quorum during the meeting when a member departs (or even when a member leaves the dais). When that occurs the body loses its ability to transact business until and unless a quorum is reestablished.

The default rule, identified above, however, gives way to a specific rule of the body that establishes a quorum. For example, the rules of a particular five-member body may indicate that a quorum is four members for that particular body. The body must follow the rules it has established for its quorum. In the absence of such a specific rule, the quorum is one more than half the members of the body.

The Role of the Chair

While all members of the body should know and understand the rules of parliamentary procedure, it is the chair of the body who is charged with applying the rules of conduct of the meeting. The chair should be well versed in those rules. For all intents and purposes, the chair makes the final ruling on the rules every time the chair states an action. In fact, all decisions by the chair are final unless overruled by the body itself.

Since the chair runs the conduct of the meeting, it is usual courtesy for the chair to play a less active role in the debate and discussion than other members of the body. This does not mean that the chair should not participate in the debate or discussion. To the contrary, as a member of the body, the chair has the full right to participate in the debate, discussion and decision-making of the body. What the chair should do, however, is strive to be the last to speak at the discussion and debate stage. The chair should not make or second a motion unless the chair is convinced that no other member of the body will do so at that point in time.

The Basic Format for an Agenda Item Discussion

Formal meetings normally have a written, often published agenda. Informal meetings may have only an oral or understood agenda. In either case, the meeting is governed by the agenda and the agenda constitutes the body's agreed-upon roadmap for the meeting. Each agenda item can be handled by the chair in the following basic format:



First, the chair should clearly announce the agenda item number and should clearly state what the agenda item subject is. The chair should then announce the format (which follows) that will be followed in considering the agenda item.

Second, following that agenda format, the chair should invite the appropriate person or persons to report on the item, including any recommendation that they might have. The appropriate person or persons may be the chair, a member of the body, a staff person, or a committee chair charged with providing input on the agenda item.

Third, the chair should ask members of the body if they have any technical questions of clarification. At this point, members of the body may ask clarifying questions to the person or persons who reported on the item, and that person or persons should be given time to respond.

Fourth, the chair should invite public comments, or if appropriate at a formal meeting, should open the public meeting for public input. If numerous members of the public indicate a desire to speak to the subject, the chair may limit the time of public speakers. At the conclusion of the public comments, the chair should announce that public input has concluded (or the public hearing, as the case may be, is closed).

Fifth, the chair should invite a motion. The chair should announce the name of the member of the body who makes the motion.

Sixth, the chair should determine if any member of the body wishes to second the motion. The chair should announce the name of the member of the body who seconds the motion. It is normally good practice for a motion to require a second before proceeding to ensure that it is not just one member of the body who is interested in a particular approach. However, a second is not an absolute requirement, and the chair can proceed with consideration and vote on a motion even when there is no second. This is a matter left to the discretion of the chair.

Seventh, if the motion is made and seconded, the chair should make sure everyone understands the motion.

This is done in one of three ways:

1. The chair can ask the maker of the motion to repeat it;
2. The chair can repeat the motion; or
3. The chair can ask the secretary or the clerk of the body to repeat the motion.

Eighth, the chair should now invite discussion of the motion by the body. If there is no desired discussion, or after the discussion has ended, the chair should announce that the body will vote on the motion. If there has been no discussion or very brief discussion, then the vote on the motion should proceed immediately and there is no need to repeat the motion. If there has been substantial discussion, then it is normally best to make sure everyone understands the motion by repeating it.

Ninth, the chair takes a vote. Simply asking for the “ayes” and then asking for the “nays” normally does this. If members of the body do not vote, then they “abstain.” Unless the rules of the body provide otherwise (or unless a super majority is required as delineated later in these rules), then a simple majority (as defined in law or the rules of the body as delineated later in these rules) determines whether the motion passes or is defeated.

Tenth, the chair should announce the result of the vote and what action (if any) the body has taken. In announcing the result, the chair should indicate the names of the members of the body, if any, who voted in the minority on the motion. This announcement might take the following form: “The motion passes by a vote of 3-2, with Smith and Jones dissenting. We have passed the motion requiring a 10-day notice for all future meetings of this body.”

Motions in General

Motions are the vehicles for decision making by a body. It is usually best to have a motion before the body prior to commencing discussion of an agenda item. This helps the body focus.

Motions are made in a simple two-step process. First, the chair should recognize the member of the body. Second, the member of the body makes a motion by preceding the member’s desired approach with the words “I move . . .”

A typical motion might be: “I move that we give a 10-day notice in the future for all our meetings.”

The chair usually initiates the motion in one of three ways:

1. **Inviting the members of the body to make a motion**, for example, “A motion at this time would be in order.”
2. **Suggesting a motion to the members of the body**, “A motion would be in order that we give a 10-day notice in the future for all our meetings.”
3. **Making the motion**. As noted, the chair has every right as a member of the body to make a motion, but should normally do so only if the chair wishes to make a motion on an item but is convinced that no other member of the body is willing to step forward to do so at a particular time.

The Three Basic Motions

There are three motions that are the most common and recur often at meetings:

The basic motion. The basic motion is the one that puts forward a decision for the body’s consideration. A basic motion might be: “I move that we create a five-member committee to plan and put on our annual fundraiser.”

The motion to amend. If a member wants to change a basic motion that is before the body, they would move to amend it. A motion to amend might be: “I move that we amend the motion to have a 10-member committee.” A motion to amend takes the basic motion that is before the body and seeks to change it in some way.

The substitute motion. If a member wants to completely do away with the basic motion that is before the body, and put a new motion before the body, they would move a substitute motion. A substitute motion might be: “I move a substitute motion that we cancel the annual fundraiser this year.”

“Motions to amend” and “substitute motions” are often confused, but they are quite different, and their effect (if passed) is quite different. A motion to amend seeks to retain the basic motion on the floor, but modify it in some way. A substitute motion seeks to throw out the basic motion on the floor, and substitute a new and different motion for it. The decision as to whether a motion is really a “motion to amend” or a “substitute motion” is left to the chair. So if a member makes what that member calls a “motion to amend,” but the chair determines that it is really a “substitute motion,” then the chair’s designation governs.

A “friendly amendment” is a practical parliamentary tool that is simple, informal, saves time and avoids bogging a meeting down with numerous formal motions. It works in the following way: In the discussion on a pending motion, it may appear that a change to the motion is desirable or may win support for the motion from some members. When that happens, a member who has the floor may simply say, “I want to suggest a friendly amendment to the motion.” The member suggests the friendly amendment, and if the maker and the person who seconded the motion pending on the floor accepts the friendly amendment, that now becomes the pending motion on the floor. If either the maker or the person who seconded rejects the proposed friendly amendment, then the proposer can formally move to amend.

Multiple Motions Before the Body

There can be up to three motions on the floor at the same time. The chair can reject a fourth motion until the chair has dealt with the three that are on the floor and has resolved them. This rule has practical value. More than three motions on the floor at any given time is confusing and unwieldy for almost everyone, including the chair.

When there are two or three motions on the floor (after motions and seconds) at the same time, the vote should proceed *first* on the *last* motion that is made. For example, assume the first motion is a basic “motion to have a five-member committee to plan and put on our annual fundraiser.” During the discussion of this motion, a member might make a second motion to “amend the main motion to have a 10-member committee, not a five-member committee to plan and put on our annual fundraiser.” And perhaps, during that discussion, a member makes yet a third motion as a “substitute motion that we not have an annual fundraiser this year.” The proper procedure would be as follows:

First, the chair would deal with the *third* (the last) motion on the floor, the substitute motion. After discussion and debate, a vote would be taken first on the third motion. If the substitute motion *passed*, it would be a substitute for the basic motion and would eliminate it. The first motion would be moot, as would the second motion (which sought to amend the first motion), and the action on the agenda item would be completed on the passage by the body of the third motion (the substitute motion). No vote would be taken on the first or second motions.

Second, if the substitute motion *failed*, the chair would then deal with the second (now the last) motion on the floor, the motion to amend. The discussion and debate would focus strictly on the amendment (should the committee be five or 10 members). If the motion to amend *passed*, the chair would then move to consider the main motion (the first motion) as *amended*. If the motion to amend *failed*, the chair would then move to consider the main motion (the first motion) in its original format, not amended.

Third, the chair would now deal with the first motion that was placed on the floor. The original motion would either be in its original format (five-member committee), or if *amended*, would be in its amended format (10-member committee). The question on the floor for discussion and decision would be whether a committee should plan and put on the annual fundraiser.

To Debate or Not to Debate

The basic rule of motions is that they are subject to discussion and debate. Accordingly, basic motions, motions to amend, and substitute motions are all eligible, each in their turn, for full discussion before and by the body. The debate can continue as long as members of the body wish to discuss an item, subject to the decision of the chair that it is time to move on and take action.

There are exceptions to the general rule of free and open debate on motions. The exceptions all apply when there is a desire of the body to move on. The following motions are not debatable (that is, when the following motions are made and seconded, the chair must immediately call for a vote of the body without debate on the motion):

Motion to adjourn. This motion, if passed, requires the body to immediately adjourn to its next regularly scheduled meeting. It requires a simple majority vote.

Motion to recess. This motion, if passed, requires the body to immediately take a recess. Normally, the chair determines the length of the recess which may be a few minutes or an hour. It requires a simple majority vote.

Motion to fix the time to adjourn. This motion, if passed, requires the body to adjourn the meeting at the specific time set in the motion. For example, the motion might be: “I move we adjourn this meeting at midnight.” It requires a simple majority vote.

Motion to table. This motion, if passed, requires discussion of the agenda item to be halted and the agenda item to be placed on “hold.” The motion can contain a specific time in which the item can come back to the body. “I move we table this item until our regular meeting in October.” Or the motion can contain no specific time for the return of the item, in which case a motion to take the item off the table and bring it back to the body will have to be taken at a future meeting. A motion to table an item (or to bring it back to the body) requires a simple majority vote.

Motion to limit debate. The most common form of this motion is to say, “I move the previous question” or “I move the question” or “I call the question” or sometimes someone simply shouts out “question.” As a practical matter, when a member calls out one of these phrases, the chair can expedite matters by treating it as a “request” rather than as a formal motion. The chair can simply inquire of the body, “any further discussion?” If no one wishes to have further discussion, then the chair can go right to the pending motion that is on the floor. However, if even one person wishes to discuss the pending motion further, then at that point, the chair should treat the call for the “question” as a formal motion, and proceed to it.

When a member of the body makes such a motion (“I move the previous question”), the member is really saying: “I’ve had enough debate. Let’s get on with the vote.” When such a motion is made, the chair should ask for a second, stop debate, and vote on the motion to limit debate. The motion to limit debate requires a two-thirds vote of the body.

NOTE: A motion to limit debate could include a time limit. For example: “I move we limit debate on this agenda item to 15 minutes.” Even in this format, the motion to limit debate requires a two-thirds vote of the body. A similar motion is a *motion to object to consideration of an item*. This motion is not debatable, and if passed, precludes the body from even considering an item on the agenda. It also requires a two-thirds vote.

Majority and Super Majority Votes

In a democracy, a simple majority vote determines a question. A tie vote means the motion fails. So in a seven-member body, a vote of 4-3 passes the motion. A vote of 3-3 with one abstention means the motion fails. If one member is absent and the vote is 3-3, the motion still fails.

All motions require a simple majority, but there are a few exceptions. The exceptions come up when the body is taking an action which effectively cuts off the ability of a minority of the body to take an action or discuss an item. These extraordinary motions require a two-thirds majority (a super majority) to pass:

Motion to limit debate. Whether a member says, “I move the previous question,” or “I move the question,” or “I call the question,” or “I move to limit debate,” it all amounts to an attempt to cut off the ability of the minority to discuss an item, and it requires a two-thirds vote to pass.

Motion to close nominations. When choosing officers of the body (such as the chair), nominations are in order either from a nominating committee or from the floor of the body. A motion to close nominations effectively cuts off the right of the minority to nominate officers and it requires a two-thirds vote to pass.

Motion to object to the consideration of a question. Normally, such a motion is unnecessary since the objectionable item can be tabled or defeated straight up. However, when members of a body do not even want an item on the agenda to be considered, then such a motion is in order. It is not debatable, and it requires a two-thirds vote to pass.

Motion to suspend the rules. This motion is debatable, but requires a two-thirds vote to pass. If the body has its own rules of order, conduct or procedure, this motion allows the body to suspend the rules for a particular purpose. For example, the body (a private club) might have a rule prohibiting the attendance at meetings by non-club members. A motion to suspend the rules would be in order to allow a non-club member to attend a meeting of the club on a particular date or on a particular agenda item.

Counting Votes

The matter of counting votes starts simple, but can become complicated.

Usually, it’s pretty easy to determine whether a particular motion passed or whether it was defeated. If a simple majority vote is needed to pass a motion, then one vote more than 50 percent of the body is required. For example, in a five-member body, if the vote is three in favor and two opposed, the motion passes. If it is two in favor and three opposed, the motion is defeated.

If a two-thirds majority vote is needed to pass a motion, then how many affirmative votes are required? The simple rule of thumb is to count the “no” votes and double that count to determine how many “yes” votes are needed to pass a particular motion. For example, in a seven-member body, if two members vote “no” then the “yes” vote of at least four members is required to achieve a two-thirds majority vote to pass the motion.

What about tie votes? In the event of a tie, the motion always fails since an affirmative vote is required to pass any motion. For example, in a five-member body, if the vote is two in favor and two opposed, with one member absent, the motion is defeated.

Vote counting starts to become complicated when members vote “abstain” or in the case of a written ballot, cast a blank (or unreadable) ballot. Do these votes count, and if so, how does one count them? The starting point is always to check the statutes.

In California, for example, for an action of a board of supervisors to be valid and binding, the action must be approved by a majority of the board. (California Government Code Section 25005.) Typically, this means three of the five members of the board must vote affirmatively in favor of the action. A vote of 2-1 would not be sufficient. A vote of 3-0 with two abstentions would be sufficient. In general law cities in

California, as another example, resolutions or orders for the payment of money and all ordinances require a recorded vote of the total members of the city council. (California Government Code Section 36936.) Cities with charters may prescribe their own vote requirements. Local elected officials are always well-advised to consult with their local agency counsel on how state law may affect the vote count.

After consulting state statutes, step number two is to check the rules of the body. If the rules of the body say that you count votes of “those present” then you treat abstentions one way. However, if the rules of the body say that you count the votes of those “present and voting,” then you treat abstentions a different way. And if the rules of the body are silent on the subject, then the general rule of thumb (and default rule) is that you count all votes that are “present and voting.”

Accordingly, under the “present and voting” system, you would **NOT** count abstention votes on the motion. Members who abstain are counted for purposes of determining quorum (they are “present”), but you treat the abstention votes on the motion as if they did not exist (they are not “voting”). On the other hand, if the rules of the body specifically say that you count votes of those “present” then you **DO** count abstention votes both in establishing the quorum and on the motion. In this event, the abstention votes act just like “no” votes.

How does this work in practice?

Here are a few examples.

Assume that a five-member city council is voting on a motion that requires a simple majority vote to pass, and assume further that the body has no specific rule on counting votes. Accordingly, the default rule kicks in and we count all votes of members that are “present and voting.” If the vote on the motion is 3-2, the motion passes. If the motion is 2-2 with one abstention, the motion fails.

Assume a five-member city council voting on a motion that requires a two-thirds majority vote to pass, and further assume that the body has no specific rule on counting votes. Again, the default rule applies. If the vote is 3-2, the motion fails for lack of a two-thirds majority. If the vote is 4-1, the motion passes with a clear two-thirds majority. A vote of three “yes,” one “no” and one “abstain” also results in passage of the motion. Once again, the abstention is counted only for the purpose of determining quorum, but on the actual vote on the motion, it is as if the abstention vote never existed — so an effective 3-1 vote is clearly a two-thirds majority vote.

Now, change the scenario slightly. Assume the same five-member city council voting on a motion that requires a two-thirds majority vote to pass, but now assume that the body **DOES** have a specific rule requiring a two-thirds vote of members “present.” Under this specific rule, we must count the members present not only for quorum but also for the motion. In this scenario, any abstention has the same force and effect as if it were a “no” vote. Accordingly, if the votes were three “yes,” one “no” and one “abstain,” then the motion fails. The abstention in this case is treated like a “no” vote and effective vote of 3-2 is not enough to pass two-thirds majority muster.

Now, exactly how does a member cast an “abstention” vote?

Any time a member votes “abstain” or says, “I abstain,” that is an abstention. However, if a member votes “present” that is also treated as an abstention (the member is essentially saying, “Count me for purposes of a quorum, but my vote on the issue is abstain.”) In fact, any manifestation of intention not to vote either “yes” or “no” on the pending motion may be treated by the chair as an abstention. If written ballots are cast, a blank or unreadable ballot is counted as an abstention as well.

Can a member vote “absent” or “count me as absent?” Interesting question. The ruling on this is up to the chair. The better approach is for the chair to count this as if the member had left his/her chair and is actually “absent.” That, of course, affects the quorum. However, the chair may also treat this as a vote to abstain, particularly if the person does not actually leave the dais.

The Motion to Reconsider

There is a special and unique motion that requires a bit of explanation all by itself; the motion to reconsider. A tenet of parliamentary procedure is finality. After vigorous discussion, debate and a vote, there must be some closure to the issue. And so, after a vote is taken, the matter is deemed closed, subject only to reopening if a proper motion to consider is made and passed.

A motion to reconsider requires a majority vote to pass like other garden-variety motions, but there are two special rules that apply only to the motion to reconsider.

First, is the matter of timing. A motion to reconsider must be made at the meeting where the item was first voted upon. A motion to reconsider made at a later time is untimely. (The body, however, can always vote to suspend the rules and, by a two-thirds majority, allow a motion to reconsider to be made at another time.)

Second, a motion to reconsider may be made only by certain members of the body. Accordingly, a motion to reconsider may be made only by a member who voted in the majority on the original motion. If such a member has a change of heart, he or she may make the motion to reconsider (any other member of the body — including a member who voted in the minority on the original motion — may second the motion). If a member who voted in the minority seeks to make the motion to reconsider, it must be ruled out of order. The purpose of this rule is finality. If a member of minority could make a motion to reconsider, then the item could be brought back to the body again and again, which would defeat the purpose of finality.

If the motion to reconsider passes, then the original matter is back before the body, and a new original motion is in order. The matter may be discussed and debated as if it were on the floor for the first time.

Courtesy and Decorum

The rules of order are meant to create an atmosphere where the members of the body and the members of the public can attend to business efficiently, fairly and with full participation. At the same time, it is up to the chair and the members of the body to maintain common courtesy and decorum. Unless the setting is very informal, it is always best for only one person at a time to have the floor, and it is always best for every speaker to be first recognized by the chair before proceeding to speak.

The chair should always ensure that debate and discussion of an agenda item focuses on the item and the policy in question, not the personalities of the members of the body. Debate on policy is healthy, debate on personalities is not. The chair has the right to cut off discussion that is too personal, is too loud, or is too crude.

Debate and discussion should be focused, but free and open. In the interest of time, the chair may, however, limit the time allotted to speakers, including members of the body.

Can a member of the body interrupt the speaker? The general rule is “no.” There are, however, exceptions. A speaker may be interrupted for the following reasons:

Privilege. The proper interruption would be, “point of privilege.” The chair would then ask the interrupter to “state your point.” Appropriate points of privilege relate to anything that would interfere with the normal comfort of the meeting. For example, the room may be too hot or too cold, or a blowing fan might interfere with a person’s ability to hear.

Order. The proper interruption would be, “point of order.” Again, the chair would ask the interrupter to “state your point.” Appropriate points of order relate to anything that would not be considered appropriate conduct of the meeting. For example, if the chair moved on to a vote on a motion that permits debate without allowing that discussion or debate.

Appeal. If the chair makes a ruling that a member of the body disagrees with, that member may appeal the ruling of the chair. If the motion is seconded, and after debate, if it passes by a simple majority vote, then the ruling of the chair is deemed reversed.

Call for orders of the day. This is simply another way of saying, “return to the agenda.” If a member believes that the body has drifted from the agreed-upon agenda, such a call may be made. It does not require a vote, and when the chair discovers that the agenda has not been followed, the chair simply reminds the body to return to the agenda item properly before them. If the chair fails to do so, the chair’s determination may be appealed.

Withdraw a motion. During debate and discussion of a motion, the maker of the motion on the floor, at any time, may interrupt a speaker to withdraw his or her motion from the floor. The motion is immediately deemed withdrawn, although the chair may ask the person who seconded the motion if he or she wishes to make the motion, and any other member may make the motion if properly recognized.

Special Notes About Public Input

The rules outlined above will help make meetings very public-friendly. But in addition, and particularly for the chair, it is wise to remember three special rules that apply to each agenda item:

Rule One: Tell the public what the body will be doing.

Rule Two: Keep the public informed while the body is doing it.

Rule Three: When the body has acted, tell the public what the body did.



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AGENDA: June 12, 2014

TO: Budget & Administration/Personnel (B&A/P) Committee

FROM: Luis Pavel Mendez, Deputy Director

RE: Santa Cruz Branch Rail Line Right-of-Way Lease, License and Right of Entry Policy

RECOMMENDATIONS

Staff recommends that the Budget and Administration/Personnel (B&A/P) Committee review the attached ([Attachment 1](#)) draft Policies for Leases, Licenses and Rights of Entry for the Santa Cruz Branch Rail Line Right-of-Way and provide input.

BACKGROUND

In October of 2012, the Regional Transportation Commission (RTC) acquired the Santa Cruz Branch Rail Line (Branch Line). With this acquisition, the RTC inherited all of the corresponding real estate rights, property improvements, encumbrances, responsibilities and leases. In December 2012, the RTC authorized the Executive Director to manage the Branch Line property with the limitation that any new agreements or changes to agreements exceeding \$10,000 per year are to be presented to the RTC for consideration.

DISCUSSION

With the purchase of the rail line, the RTC inherited 14 leases generating about \$60,000 in revenue per year ([Attachment 2](#)). About \$30,000 of the revenue is used to pay for liability insurance associated with ownership of an operating rail line. The remainder is used for vegetation control, graffiti removal, and general clean up of the rail line, in addition to the services of the Santa Cruz County Real Property Division to help address rail line property use requests. The current lease revenues are insufficient to address all of the clean up and graffiti abatement needs on the rail line. Additional lease revenue would allow the RTC to do more clean up. A lease analysis completed in 2009 by Gary Anglemeyer of Colliers Pinkard concluded that the majority of the leases are significantly below market rates ([Attachment 3](#)).

Staff has been managing requests for use of the Branch Line right-of-way (ROW) consistent with authorization by the RTC to the Executive Director and RTC direction to employ the services of the Santa Cruz County Real Property Division.

The work with the Santa Cruz County Real Estate Division, the 2009 lease analysis by Colliers Pinkard and research allowed RTC staff to prepare draft policies for leases, licenses and rights of entry for the Santa Cruz Branch Rail Line ROW (Attachment 1). Santa Cruz County Real Estate Division staff reviewed the draft policies and provided comments and suggestions which were incorporated. These policies should allow the RTC to:

- Fulfill its purposes in purchasing the Branch Line ROW;
- Meet all laws, regulations and requirements applicable to the RTC's ownership of the Branch Line ROW;
- Protect the interests of the RTC and the public;
- Increase revenues to help ensure that the Branch Line ROW is a good and sound community asset; and
- Allow uses of the property that are useful to the community and do not interfere with or unduly burden the transportation uses, the RTC or the rail service operator.

Staff recommends that the Budget and Administration/Personnel (B&A/P) Committee review the attached (Attachment 1) draft Policies for Leases, Licenses and Rights of Entry for the Santa Cruz Branch Rail Line Right-of-Way and provide input.

After obtaining input from the B&A/P Committee staff will share the draft policies with the rail service operator and return to the B&A/P Committee with any revisions. At that time, the B&A/P Committee can then consider a recommendation to the RTC.

SUMMARY

With the purchase of the Branch Line ROW, the RTC inherited a number of leases that are significantly below market rates. The RTC authorized the Executive Director to manage the property and stipulated that agreements representing more \$10,000 per year be presented to the RTC for consideration. Staff developed draft policies for leases, licenses and rights of entry for the Branch Line (Attachment 1) and recommends that the B&A/P Committee review the policies and provide input.

Attachments:

1. Draft Policies for Leases, Licenses and Rights of Entry
2. Santa Cruz Branch Rail Line Revenue Leases
3. Lease Analysis Summary of October 2009

ATTACHMENT 1

DRAFT Policies for Leases, Licenses and Rights of Entry for the Santa Cruz Branch Rail Line Right-of-Way

Background

Purpose for Purchase of Branch Line

The Regional Transportation Commission (RTC) purchased the Santa Cruz Branch Rail Line (Branch Line) right-of-way (ROW) to:

- preserve it as a transportation corridor;
- continue existing freight and recreational rail service;
- facilitate increased freight and recreational rail service;
- explore passenger rail service options;
- construct a bicycle and pedestrian trail alongside the track where feasible;
- and
- maximize its use as a transportation corridor.

Funding for Purchase of Branch Line

The purchase of the Branch Line right-of-way was facilitated by funding from Proposition 116 of 1990, which provided Santa Cruz County with \$11 million to use for "rail projects within Santa Cruz County which facilitate recreational, commuter, intercity and intercounty travel." The California Transportation Commission (CTC) developed policies and requirements for projects funded with Proposition 116 funds. The CTC imposed certain conditions on its approval of Proposition 116 funds for purchase of the Branch Line right-of-way. The Proposition 116 funds were provided through a master funding agreement and a program supplement agreement with the State of California and administered by Caltrans.

Rail Service Operations for Branch Line

The Santa Cruz & Monterey Bay (SC&MB) Railway was selected by the RTC as the shortline freight and recreational rail operator for the Branch Line. SC&MB Railway owns an easement on the Branch Line for freight purposes. The Surface Transportation Board (STB) designated SC&MB Railway as the common carrier for freight service on the Branch Line. The RTC entered into an administration, coordination and license (AC&L) agreement with SC&MB Railway outlining the responsibilities of SC&MB Railway as the operator and providing the SC&MB Railway with a license to operate recreational passenger rail service on a portion of the Branch Line. The RTC has also provided additional licenses to SC&MB Railway to operate recreational passenger rail service on another portion of the

Branch Line. There are a number of operating agreements for the rail line including crossing agreements and a trackage rights agreement with Santa Cruz Big Trees and Pacific Railway. Rail operations on the Branch Line are governed and inspected by the Federal Railroad Administration (FRA) and the California Public Utilities Commission (CPUC) to help ensure safety.

RTC Planning Documents Affecting Branch Line

The RTC adopts every 4 or 5 years a regional transportation plan with projects on the Branch Line. The RTC also completed a master plan and environmental document for the Monterey Bay Sanctuary Scenic Trail Network, which includes as its spine a trail on the Branch Line right-of-way alongside the operating track. In addition, the RTC has initiated a passenger rail service feasibility study for the rail line.

Policies for Leases, Licenses and Rights of Entry of the Rail Line ROW

The RTC currently manages several long term leases of the Branch Line for various uses including parking, storage, and related uses. A lease analysis completed in 2009 concluded that most of the existing leases that were assumed by the RTC at the time of the purchase are significantly below market rate and in need of an update. The RTC has also recently received requests for updates to existing leases and additional long term leases on the Branch Line. The RTC also regularly receives requests for temporary use of the Branch Line, primarily for construction staging, utility crossings, and road construction projects that impact or cross the Branch Line. The RTC manages these requests by granting temporary rights of entry for use of its property consistent with authorization given to the Executive Director by the RTC Board in December 2012 for agreements affecting the Branch Line that are no more than \$10,000 per year.

The following policies shall apply to all leases, licenses and rights of entry managed and issued by the RTC:

1. Leases, licenses and rights of entry for the Santa Cruz Branch Rail Line right-of-way shall be consistent with:
 - a. The RTC's purpose for purchasing the right-of-way;
 - b. Funding requirements of Proposition 116, the California Transportation Commission, and agreements with the State;
 - c. Rail service operations and safety requirements of the STB, the FRA, the CPUC, agreements with SC&MB Railway, licenses and other agreements and arrangements affecting railroad operations;
 - d. The RTC's Regional Transportation Plan for Santa Cruz County;
 - e. The RTC master plan for the Monterey Bay Sanctuary Scenic Trail Network;
 - f. Plans developed by the RTC for passenger rail service on the Branch Line; and

- g. All applicable federal, state and local laws and regulations.
2. To ensure that there is no gift of public funds, new and updated leases shall be at market rate defined as:

The most probable rent that a property should bring in a competitive and open market reflecting all conditions and restrictions of the specified lease agreement including term, rental adjustment and revaluation, permitted uses, use restrictions, and expense obligations; the lessee and lessor each acting prudently and knowledgeably, and assuming consummation of a lease contract as of a specified date and the passing of the leasehold from lessor to lessee under conditions whereby:

- a. Lessee and lessor are typically motivated;
 - b. Both parties are well informed or well advised, and acting in what they consider their best interests;
 - c. A reasonable time is allowed for exposure in the open market;
 - d. The rent payment is made in terms of cash in U.S. dollars, and is expressed as an amount per time period consistent with the payment schedule of the lease contract; and
 - e. The rental amount represents the normal consideration for the property leased unaffected by special fees or concessions granted by anyone associated with the transaction.
3. The RTC shall use closed sessions consistent with the Brown Act to direct its lease negotiators regarding updated and new leases.
 4. Leases (new and updated), licenses and rights of entry exceeding \$10,000 per year shall be presented to the RTC for consideration in public session and the Executive Director is authorized to approve others.
 5. There shall be a public review period of lease terms and conditions of at least 21 days prior to approval of a lease or lease update to give all responsible persons the opportunity to make credible and responsible offers with better lease terms and conditions to the RTC.
 6. Leases shall include terms for escalation of rental rates consistent with market conditions.
 7. The RTC shall periodically review existing leases to ensure that the rent is at market rates and for any leases found to be below market rates, the RTC shall work to update them to market rates.
 8. Leases shall include a termination clause to ensure that leases will not unduly impact the development of transportation projects on the Branch Line right-of-way. Licenses and rights of entry that could potentially impact

planned transportation projects on the Branch Line right-of-way due to length of term, purpose, etc. shall also include a termination clause.

9. Licenses and rights of entry shall include fees to the RTC and the rail service operator as applicable to reimburse the RTC and rail service operator for their cost to provide such right of entry in addition to a determined or negotiated market rate for the right of use provided by the license or right of entry.
10. Any lease or right of entry that also crosses or otherwise impacts the rail service operator's easement or operations shall require review and acknowledgement by the rail operator.
11. If the license or right of entry will provide a service to the RTC benefiting its ownership, management, maintenance, improvement or operation of the Branch Line right-of-way, fees may be reduced or waived by the RTC.
12. Leases and rights of entry shall include appropriate indemnification to the RTC and the rail service operator as applicable.
13. Rights of entry shall include appropriate insurance requirements to protect the interests of the RTC and the rail service operator as applicable.
14. Leases and rights of entry shall include prohibition against any alteration of RTC property except as approved by the corresponding lease or right of entry.
15. Rights of entry shall include a requirement for notification of the rail service operator prior to entering the property as authorized.
16. Revenues from leases and rights of entry shall be used to cover costs of the RTC to negotiate, produce and implement such leases, licenses and rights of entry and for costs associated with the RTC's responsibility to manage, maintain, operate and improve the Branch Line as established in the funding agreements with the State.
17. Any encroachments onto the Branch Line shall be resolved by removal of the encroachment or conversion of the encroachment to a long term lease or right of entry.

ATTACHMENT 2

Santa Cruz Branch Rail Line Revenue Leases

Lease	Location	Area in Sq. Ft.	2013 Rent		2014 Rent		Escalation	Purpose
			Total	Sq. Ft.	Total	Sq. Ft.		
1 Alice Washington	Capitola	D/K	\$1.00		\$1.00		None	beautification
2 Aptos Station Development	Aptos	2,700	\$169.39	\$0.0627	\$171.95	\$0.0637	CPI	landscaping
3 City of Capitola	Capitola	16,640	\$494.92	\$0.0297	\$503.66	\$0.0303	CPI	parking
4 City of Santa Cruz	Santa Cruz	62,726	\$34,311.24	\$0.5470	\$34,808.75	\$0.5549	CPI	storage
5 Inns by the Sea, Inc.	Capitola	1,140	\$8,005.16	\$7.0221	\$8,325.37	\$7.3030	4%/yr	parking
6 John Nellany and Vernon Piumarta	North of Scaroni Rd	14,740	\$3,383.01	\$0.2295	\$3,432.06	\$0.2328	CPI	storage and hobby
7 Mondo Brothers	Santa Cruz	3,483	\$2,883.46	\$0.8279	\$2,927.10	\$0.8404	CPI	storage
8 R.J. Fambrini	West of Santa Cruz	35,378	\$422.21	\$0.0119	\$429.67	\$0.0121	CPI	Agriculture
9 Seabright Station Partnership	Santa Cruz	19,500	\$457.68	\$0.0235	\$464.32	\$0.0238	CPI	beautification
10 Soquel Creek Properties	Capitola	5,380	\$6,000.00	\$1.1152	\$6,000.00	\$1.1152	Market rate by lessor	parking
11 Trifid Properties (Lawrene Kovalenko)	Santa Cruz	7,400	\$498.80	\$0.0674	\$506.35	\$0.0684	CPI	beautification
12 University Business Park LLC	Santa Cruz	27,775	\$1,957.16	\$0.0705	\$2,015.88	\$0.0726	3%/yr	fence and parking
13 Lewis Deasy	Capitola	10,300	\$359.95	\$0.0349	\$365.17	\$0.0355	CPI	beautification
14 Jim Castellanos	Capitola	5,368	\$100.00	\$0.0186	\$100.00	\$0.0186	none	lawn, garden, beautification & parking
TOTAL			\$59,043.98		\$60,051.28			

ATTACHMENT 3

October 20, 2009

Santa Cruz County
Regional Transportation Commission c/o
Madeline Miller, Esq.
Associate Attorney
Miller, Owen & Trost
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www.colliers.com

Re: Lease Analysis of the Santa Cruz Branch Rail Line

Dear Ms. Miller:

In accordance with your request, we have conducted the required investigation, gathered the necessary data, and made certain analyses that have enabled us to analyze and estimate the market rental values of future leasing opportunities of those properties that are presently leased, as well as properties within the Santa Cruz Branch Rail Line right-of-way that have no leases.

Market Rent is defined as the most probable rent that a property should bring in a competitive and open market reflecting all conditions and restrictions of the specified lease agreement including term, rental adjustment and revaluation, permitted uses, use restrictions, and expense obligations; the lessee and lessor each acting prudently and knowledgeably, and assuming consummation of a lease contract as of a specified date and the passing of the leasehold from lessor to lessee under conditions whereby:

1. Lessee and lessor are typically motivated.
2. Both parties are well informed or well advised, and acting in what they consider their best interests.
3. A reasonable time is allowed for exposure in the open market
4. The rent payment is made in terms of cash in U.S. dollars, and is expressed as an amount per time period consistent with the payment schedule of the lease contract.
5. The rental amount represents the normal consideration for the property leased unaffected by special fees or concessions granted by anyone associated with the transaction.

The subject property is any of the leased properties or any other property within the overall corridor. The "corridor" is defined as all of the property located within the right-of-way between Watsonville Junction in Monterey County and Davenport, Santa Cruz County as shown in the

Santa Cruz Branch Rail Line Informational Right-of-Way Maps prepared by Santa Cruz County Regional Transportation Commission dated November 2005. A copy of said maps is provided in the Addenda of this report. A summary of the existing leases is provided in Table 1. The effective date of this analysis and these rental value estimates is September 9, 2009. The analysis was conducted in July through early September 2009.

The market rental values reported are qualified by certain definitions, limiting conditions, and certifications that are set forth in the attached report. This appraisal has been prepared in accordance with the Uniform Standards of Professional Appraisal Practice. (USPAP) as promulgated by the Appraisal Foundation, the Code of Professional Ethics, and the Standards of Professional Practice of the Appraisal Institute. The attached report provides essential data and reasoning employed in reaching our opinions of market rental value.

Based on our analysis, the subject property is currently generating \$61,314 of lease income per annum from the existing leases. After reviewing the leases, they are all structured on an absolute triple net basis whereby the tenant pays for any related real estate operating expenses and the landlord is responsible for management and accounting fees. We also found that all of the leases are structured with short term cancellation clauses and that none of them preclude other corridor uses. The existing contractual rent is substantially below market rental levels. The owner is based in Omaha Nebraska and they as well as their predecessor, Southern Pacific, have been in and out of negotiations regarding the sale of the property since the mid 1990s. Consequently, we believe that they have not made much effort with regards to maximizing the property's rental value. Thus, most of the leases are well below market levels.

Based on discussions with a Transportation Agency for Monterey County, they had a similar experience. Their annual rental income increased from approximately \$40,000 to \$218,007 as of July 15, 2009. This is a 455% increase from their acquisition in September 2003. Our analysis indicates potential aggregate market rent of \$273,759 per annum for the existing leases or an increase of 346%. This amount is \$212,445 greater than the existing contractual rental income.

The average lease rate for the Monterey line is \$0.32 per square foot per annum. Omitting the one agricultural lease, which skews the numbers to the low side, the average lease rate for the non agricultural leases is \$1.03 per square foot per annum. We estimate an overall market rent of \$0.66 per square foot per annum. Please note that six of the twenty leases are for agricultural or rural residential values and sixteen are for commercial or multi-family uses. A summary of this analysis is presented in Table 2. The rent comparables provided in the Addenda of this report illustrate how low the existing rent is for the subject property.

In addition, we identified additional future leasing opportunities along the corridor that would not interfere with other corridor uses. Based on our analysis, the subject property may potentially generate an additional \$296,204 of lease income per annum. This amounts to potential income of \$0.13 per square foot per annum. This amount is much lower than the Monterey leases but the potential lease income in Santa Cruz involves a large amount of agricultural land. Omitting the potential agricultural rental income leaves a potential commercial rental income of \$0.59 per square foot per annum. This amount is in line with the estimated market rent of the existing leases, which included agricultural land, but the potential "new" lease income was discounted heavily to induce a lease. It is important to note that this commercial only lease amount is well below the average commercial rent in Monterey.

As with all real estate rental income, vacancies occur. Illustratively, an industrial tenant may have a need for the land but if they move, the new tenant may not need the land. The existing

leases have already exhibited a need for the land and should have higher rental income attainment. The owner will be in a less advantageous negotiating position with the new leases and given the limited marketability with one possible tenant in most cases, would have to discount the lease rate further or let the land remain vacant or idle. The estimated leases are based on deeply discounted rates that should be low enough to induce a rental agreement but all situations will vary. Vacancy could fluctuate based on the need of the adjoining property owner and willingness of the owner to discount the rents for higher occupancy or rental attainment.

We have no empirical evidence to support a vacancy rate but feel that it would be substantial. As a point estimate, we apply a 50% vacancy allowance to the above estimated potential income to arrive at a potential effective income of \$148,102. The prospective leases are all structured on an absolute triple net basis whereby the tenant pays for any related real estate operating expenses and the landlord is only responsible for management and accounting fees. A summary of this analysis is presented in Table 3.

Thank you for the opportunity to be of service, and please let us know if we can be of any further assistance regarding this matter.

Respectfully submitted,

COLLIERS PINKARD

A handwritten signature in blue ink, consisting of a stylized 'G' followed by a series of loops and a final flourish.

Gary R. Anglemyer, MAI
Senior Appraiser

Global Breadth. Local Depth.

DELIVERING COMMERCIAL REAL ESTATE SOLUTIONS

**COLLIERS
PINKARD**

Lease Analysis of

Santa Cruz Branch Rail Line

Prepared for:

Santa Cruz County
Regional Transportation Commission and
Miller, Owen & Trost

As of:

September 9, 2009

09-059

October 20, 2009

Santa Cruz County
Regional Transportation Commission c/o
Madeline Miller, Esq.
Associate Attorney
Miller, Owen & Trost
428 J Street, Suite 400
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COLLIERS PINKARD



Gary R. Anglemeyer, MAI
Senior Appraiser

CONFIDENTIAL

Lease Analysis of
Santa Cruz Branch Rail Line

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ADDENDA

- 1. Subject Photographs
- 2. Informational Right of Way Maps
- 3. Sales Summary Tables and Maps
- 4. TAMC Rent Comparables
- 5. Qualifications of Gary R. Anglemyer

CONFIDENTIAL

Executive Summary

Overview

The purpose of this report is to conduct an analysis of future leasing opportunities of those properties that are presently leased, as well as properties within the Santa Cruz Branch Rail Line right-of-way that have no leases.

Lease and Property Identification

The subject property is any of the leased properties or any other property within the overall corridor. The "corridor" is defined as all of the property located within the right-of-way between Watsonville Junction in Monterey County and Davenport, Santa Cruz County as shown in the Santa Cruz Branch Rail Line Informational Right-of-Way Maps prepared by Santa Cruz County Regional Transportation Commission dated November 2005. A copy of said maps is provided in the Addenda of this report. A summary of the leases is provided in Table 1. A copy of all the lease related encumbrances was provided to us by Miller, Owen & Trost.

The subject of this appraisal is an existing rail corridor and related land that extends from just north of Davenport to Watsonville Junction. The land is almost entirely located in Santa Cruz County except for a small stretch between the Pajaro River and Salinas Road, which is located in Monterey County. The right of way passes through the towns and cities of Davenport, Santa Cruz, Capitola, Twin Lakes, Live Oak, Soquel, Sea Cliff, Aptos, Rio Del Mar, La Selva Beach, and Watsonville.

Based on the segmentation of the right of way and area measurements from the valuation maps in an earlier appraisal prepared by Colliers Pinkard and any other available sources, the right of way consists of roughly 29.8 linear miles and 301.53 acres of land area, net of public street crossings, bridges and identified parcels that are to be retained by Union Pacific. The gross length is 32.13 miles. The right of way generally ranges from 17' to 320' in width and averages about 83' in width. Elevations also vary widely from at grade to as much as 50' above or below grade. A substantial portion is heavily impacted by steep topography because of its course along the coast which involves several gullies, cliffs, and beaches.

The right of way begins just north of the town of Davenport. This area is dominated by a cement batch plant and a small single family residential community. Proceeding from Davenport, it crosses mainly through coastal benches of grazing and vegetable agricultural land until the City of Santa Cruz. The agricultural stretch is mixed with level tilled row crop land and extremely steep or recessed topographical problems.

The right of way immediately enters into an industrial neighborhood at the north boundary of Santa Cruz and proceeds to cross through a large single family residential community. After passing by a secondary sewerage treatment plant, it enters into the Santa Cruz station yard. It resumes along Beach Street and directly in front of the Santa Cruz wharf and beach until crossing the San Lorenzo River.

The right of way then crosses through a long land locked stretch of land which includes a mix of industrial uses initially and then various residential medium-density housing projects. It then crosses a cliff and a bridge at the city of Capitola where land uses are mainly residential. It has good utility for a long stretch at this point because of its frontage and depth. After passing through a state park, it resumes through the Seacliff residential community, which includes mostly modest medium density apartments and some single family housing.

The right of way then crosses the town of Aptos in an arching direction. Land uses at this point are almost entirely commercial. Leaving Aptos, it crosses past a long stretch of residential land which is above average in quality and maintenance and passed a golf course and beach. After a buffer of open space land, it crosses through the town of La Selva Beach and Manresa State Beach.

The final south leg of the corridor passes through rural residential and row crop land until the city of Watsonville. Most of the land in Watsonville is used for industrial purposes and most of this stretch is land locked. For purposes of this appraisal, the right of way ends at Salinas Road just past the Pajaro River in Monterey County and Watsonville Junction, where it connects with the mainline.

Market Conditions at the Time of the Study

Economic performance indicators compiled by the Bureau of Economic Analysis indicate that U.S. economic growth continued to weaken in 2009. US Gross Domestic Product (GDP) fell by an annualized rate of 5.5% in the first quarter of 2009, slightly better than the 6.3% decline in 2008. Real economic growth slowed from 2.0% in 2007 to 1.1% in 2008, one percentage point below the average growth of 3% for the period 2002-2006. Per capita personal income slowed significantly in 2008, but appears to be trending upward in 2009. Unemployment stayed just under six percent by the end of 2008 and reached a 26-year high in June 2009 of 9.5%. Some economists predict unemployment to break 10% by year-end and peak at 10.5% in early 2010. The economic outlook for the rest of 2009 is bleak, but not dire. GDP growth is expected to grow, but at a rate well below the historical average of about 3%. Inflationary pressures, rising unemployment, volatile food and energy prices, as well as a shaky housing market are all key factors contributing to the short term economic uncertainty.

California's housing market has consistently rated as one of the most expensive in the country. Median home values statewide nearly tripled from the beginning of 2000 to their peak in May of 2007. A sharp decline in prices began shortly thereafter and continued through mid 2009, with a drop in median price of almost 30% over the same period in 2008. However, mid-year 2009 reports indicate that California's housing market shows signs of emerging from the worst of the downturn. Median prices in June rose for the fourth straight month and SFR re-sales registered significant year-to-year and year-to-date gains. In terms of the first-time buyer housing affordability index, California experienced a 37% improvement in the second quarter of 2009 over the same period in 2008, but remained about 12% below the national average. According to the California Association of Realtors, the lower end of the residential market is plagued with foreclosures and payment resets, while problems with the high-end are mostly related to the credit/liquidity crunch.

Date of Study

The study was conducted in July through September of 2009.

Project Team

Gary R. Anglemeyer, MAI, Senior Appraiser with Colliers Pinkard managed the project and was assisted by the office of J. R. Parrish, a commercial real estate brokerage firm based in Santa Cruz for the past 31 years.

Property Inspection

Gary R. Anglemeyer has inspected the property multiple times over the past 14 years. However, he did not inspect the properties considered in this analysis and this report at the present time. Representatives of J. R. Parrish inspected the properties noted in this report.

Market Rent is defined as:

The most probable rent that a property should bring in a competitive and open market reflecting all conditions and restrictions of the specified lease agreement including term, rental adjustment and revaluation, permitted uses, use restrictions, and expense obligations; the lessee and lessor each acting prudently and knowledgeably, and assuming consummation of a lease contract as of a specified date and the passing of the leasehold from lessor to lessee under conditions whereby:

6. Lessee and lessor are typically motivated.
7. Both parties are well informed or well advised, and acting in what they consider their best interests.
8. A reasonable time is allowed for exposure in the open market
9. The rent payment is made in terms of cash in U.S. dollars, and is expressed as an amount per time period consistent with the payment schedule of the lease contract.
10. The rental amount represents the normal consideration for the property leased unaffected by special fees or concessions granted by anyone associated with the transaction.

Scope of Work and Project Methodology

Colliers Pinkard summarized the leases provided by Miller, Owen & Trost via Union Pacific. Colliers Pinkard analyzed the leases to determine if there were any encumbrances that would prohibit other corridor uses. Based on our review of the leases, they are all short-term in nature and none of them would prevent Santa Cruz County Regional Transportation Commission from using the right of way for other corridor uses.

The next step in the analysis was to determine if the leases were below, above, or at market rental levels. In order to do this, we used base value estimates from an earlier appraisal of the overall subject property, current land value estimates, comparable leases, and a land rental ratio. J. R. Parrish analyzed the base values to ensure that they reflected current market values. They also provided information regarding a reasonable land rent ratio, which was estimated to be 8%. The leases are structured on an absolute triple net basis with the landlord typically only be responsible for nominal accounting and management over the course of the lease, and with the lessee being responsible for all other expenses.

The second part of this assignment involves identifying any potential future leasing or sale possibilities. We only considered land areas where the corridor was 50' or more in width to account and preserve for any potential corridor uses.

We identified six segments that we feel have the potential for future leasing opportunities. It is important to note that these segments could involve multiple leases and are presented collectively or as an aggregate. Similarly, we used the base land value estimates from an earlier appraisal and had them reviewed by a local commercial real estate firm to ensure their current validity and also reviewed comparable lease data. The prior estimated land rental ratio or market rental data was then applied to the current estimated value to arrive at a market rental rate for the land. As with typical land leases, the terms are projected to be based on an absolute triple net basis with the land owner responsible only for accounting and nominal management, and the tenant being responsible for all other real estate operating expenses. A summary and maps

of the sales and the comparable leases are provided in the Addenda of this report. Table 3 summarizes these potential leases or sale opportunities.

Summary

We reviewed twenty leases that encumber the subject property and provide or could provide revenue to the owner. Most of the leases involve parking, storage, landscape buffer or crossings. The parking, storage and landscaping leases are fairly straight forward to value but the crossings are more difficult to value. There is a paucity of market data available for the crossings. They were written many years ago and the rents are nominal. We used the abutting land values and a market land rent ratio in these cases. However, a crossing could have substantial value if it is needed by the adjoining land owner.

None of the existing leases involved agricultural land. However, many adjoining land owners in the north county are encroaching on the subject property with commercial agriculture uses. According to a representative of Transportation Agency for Monterey County (TAMC), this is something they encountered with the Monterey Branch Line. They approached the land owners and received rents that ranged from \$400 to \$2,500 per acre. However, most leases were for \$1,500 per acre, which is what we used in this analysis. The lease comparables are provided in the Addenda of this report. This equates to a value per acre of \$18,750 based on an 8% capitalization rate. We estimated that the adjoining commercial agricultural land value was \$43,560 per acre. Thus, it is discounted by approximately 57.5%. The problem with the subject is its limited marketability and lack of individual wells for water as a stand alone property. The exception could be if an adjoining land owner needed the land as a road to circulate the arable portion of their land, which could strengthen the right of way owners negotiating position as the farmer would need to remove productive land. There are many access points to some very nice beaches along this stretch, which is referred to as 3 Mile Beach. An alternative use would be for beach parking. However, the buyer would likely be the State and political pressures could preclude a market rental scenario. This is true in several other areas of the corridor like Brighton State Beach Park and areas in Davenport.

There are many opportunities to lease excess operating land to mostly industrial users and one multifamily project in the city of Santa Cruz. Most of the industrially improved properties appear to have a need for storage or parking. However, each owner or renter's need could vary substantially and their needs could change over time. In general, the rent would need to be discounted due to its narrow shape and limited marketability. Based on my experience, on average, a 50% adjustment would be required. Illustratively, existing lease number six pays \$0.75 per square foot per year and existing lease number sixteen pays \$0.06 per square foot per year - the former at market levels and the latter way below market levels. Existing lease number twelve to RMC (now Cemex) involves a large land area and a very low rent. This is reportedly due to extensive rail improvements made by the property owner. A market rent to an alternate user could be substantially higher but we left the market rent low for now. We researched an industrial land lease listing located along the corridor in Watsonville. The property is leased for \$0.61 per square foot per annum. The property is listed for sale for approximately \$12 per square foot, indicating a 5% land rent ratio. However, it is important to note that the lease was negotiated many years ago and expires in a year or two so the price is based on its current land value and not the land rent. Also, the lease involves the whole site whereas the corridor owner would be leasing remnants, which have a much lower utility and marketability. Given the higher value of the multifamily land, a higher discount of 62.5% was used. The higher discount puts the rent within the range of the rent comparables.

The City of Santa Cruz pays the most rent of all of the existing tenants and should be paying a lot more. They are currently paying about \$32,000 and should be paying approximately

\$100,000 per annum. The Seabright leases also reflect rents that are substantially below market. Capitola has some of the highest rent per square foot due to its need for parking. Existing lease number one pays \$6.00 per square foot per year, which equates to \$75.00 per square foot - a high end retail land value only found in Downtown Santa Cruz or Capitola and Aptos, if available.

The potential sale or leased land number five located in Watsonville includes the spurs. This land could be sold to the respective owners if they are not using it for shipping. It would need to be discounted due to its land locked nature. Based on my experience, a 50% adjustment is required. Excess operating land exists along Salinas Road for a potential leasing opportunity. Please reference potential lease number six. This land has good frontage and can be independently developed with a service commercial type development but was adjusted downward due to its irregular shape. Existing lease number nine is highly unusual. It involves a back up well on a property located in Scott's Valley for a group of homeowners. A resale of this property for market value is recommended.

Santa Cruz, Big Trees Railway Corporation (existing lease number 20) leases a portion of the operating corridor for passenger rail services. It is the only lease that involves trackage rights. The tenant has a lease to use the tracks and interchange located between mile post 120 and 120.418. It begins at the west side of the wye just east of Bay Street, crosses Bay Street, privately owned land, Pacific Avenue and then runs on Beach Street to just west of the terminus of Riverside Avenue. According to the lease, the tenant must pay \$1.00 per annum and \$1,000 per month for each month they receive and discharge passengers. Based on a six month operating year, we estimate that the rent should be at least \$6,012 per annum. The lease does call for annual increase but cannot go lower. Estimating market rent from a real estate perspective is difficult with this lease. The problem here is that most of the right of way they use is over a public right of way - Beach Street and Pacific Avenue. The only land not located in a public right of way is a 36' by 18' 6,480 square foot strip between Bay Street and Pacific Avenue. We previously estimated rent of \$20 per square foot along this stretch. However, the tenant only uses it half of the year. So, based on a \$10 land value and an 8% return, the existing rent is reasonable and actually slightly above market from a pure real estate perspective.

Conclusion

Based on our analysis, the subject property is currently generating \$61,314 of lease income per annum from the existing leases. After reviewing the leases, they are all structured on an absolute triple net basis whereby the tenant pays for any related real estate operating expenses and the landlord is responsible for management and accounting fees. We also found that all of the leases are structured with short term cancellation clauses and that none of them preclude other corridor uses. The existing contractual rent is substantially below market rental levels. The owner is based in Omaha Nebraska and they as well as their predecessor, Southern Pacific, have been in and out of negotiations regarding the sale of the property since the mid 1990s. Consequently, we believe that they have not made much effort with regards to maximizing the property's rental value. Thus, most of the leases are well below market levels.

Based on discussions with a Transportation Agency for Monterey County, they had a similar experience. Their annual rental income increased from approximately \$40,000 to \$218,007 as of July 15, 2009. This is a 455% increase from their acquisition in September 2003. Our analysis indicates potential aggregate market rent of \$273,759 per annum for the existing leases or an increase of 346%. This amount is \$212,445 greater than the existing contractual rental income.

The average lease rate for the Monterey line is \$0.32 per square foot per annum. Omitting the one agricultural lease, which skews the numbers to the low side, the average lease rate for the non agricultural leases is \$1.03 per square foot per annum. We estimate an overall market rent of \$0.66 per square foot per annum. Please note that six of the twenty leases are for agricultural or rural residential values and sixteen are for commercial or multi-family uses. A summary of this analysis is presented in Table 2. The rent comparables provided in the Addenda of this report illustrate how low the existing rent is for the subject property.

In addition, we identified additional future leasing opportunities along the corridor that would not interfere with other corridor uses. Based on our analysis, the subject property may potentially generate an additional \$296,204 of lease income per annum. This amounts to potential income of \$0.13 per square foot per annum. This amount is much lower than the Monterey leases but the potential lease income in Santa Cruz involves a large amount of agricultural land. Omitting the potential agricultural rental income leaves a potential commercial rental income of \$0.59 per square foot per annum. This amount is in line with the estimated market rent of the existing leases, which included agricultural land, but the potential "new" lease income was discounted heavily to induce a lease. It is important to note that this commercial only lease amount is well below the average commercial rent in Monterey.

As with all real estate rental income, vacancies occur. Illustratively, an industrial tenant may have a need for the land but if they move, the new tenant may not need the land. The existing leases have already exhibited a need for the land and should have higher rental income attainment. The owner will be in a less advantageous negotiating position with the new leases and given the limited marketability with one possible tenant in most cases, would have to discount the lease rate further or let the land remain vacant or idle. The estimated leases are based on deeply discounted rates that should be low enough to induce a rental agreement but all situations will vary. Vacancy could fluctuate based on the need of the adjoining property owner and willingness of the owner to discount the rents for higher occupancy or rental attainment.

We have no empirical evidence to support a vacancy rate but feel that it would be substantial. As a point estimate, we apply a 50% vacancy allowance to the above estimated potential income to arrive at a potential effective income of \$148,102. The prospective leases are all structured on an absolute triple net basis whereby the tenant pays for any related real estate operating expenses and the landlord is only responsible for management and accounting fees. A summary of this analysis is presented in Table 3.

Tables 1 through 3, the Underlying Assumptions and Contingent Conditions, the Certification of the Consultant and the Addenda follows.

TABLE 1
Existing Lease Summary

#	PARTY NAME	PURPOSE	CITY	Mile	Area	Rent	\$ per SF	START	STOP	OPTIONS/TERMINATION	COMMENTS
1	Coastal Inns Of Distinction	Parking	Capitola	115.91	1,140	\$6,843	\$6.00	7/1/2001	6/30/2002	Automatic Annual Extensions. Either party may terminate agreement.	Lessor may redetermine rent once every 3 years.
2	Lorenzi, G.B,Lo & Zeiher, K	Private crossing	Majors	86.51	1,250	\$10	\$0.01	7/1/1968	None	Automatic Monthly Extensions. Either party may terminate agreement.	None
3	Soquel Creek Properties	Parking	Capitola	116.12	5,380	\$6,000	\$1.12	5/1/1995	None	None	None
4	California University Regents	Private crossing	Orby	81.82	3,030	\$10	\$0.00	5/27/1977	None	Automatic renewal. Either party may terminate agreement.	None
5	Aptos Station Development	Landscaping	Aptos	112.8	2,700	\$157	\$0.06	12/10/1980	11/31/1981	Automatic Monthly Extensions. Either party may terminate agreement. Rent subject to CPI adjustments.	Lessor reserves right to construct & maintain existing tracks etc.
6	Mondo Bros	Storage	Santa Cruz	80.96	3,483	\$2,610	\$0.75	9/15/1995	N/A	Rent is subject to CPI adjustments.	None
7	Nellany, John & Piumarta, Vernon	Retail	Gordola	86.49	14,740	\$3,208	\$0.22	9/1/1980	8/31/1981	Automatic Monthly Extensions. Either party may terminate agreement. Rent subject to CPI adjustments.	None
8	Sullivan, r. & a.	Private crossing	Aptos	109.07	2,640	\$10	\$0.00	10/9/1969	N/A	N/A	None
9	Schwartzter, Steve / Villa Glen Mutual Water Company Water Users Group	Retail	Santa Cruz	121	N/A	\$458	N/A	5/1/1993	N/A	Automatic Monthly Extensions. Either party may terminate agreement. Rent subject to CPI adjustments.	This is the lease of a well in Scott's Valley.
10	Martinelli & Company	Private crossing	Watsonville	103.06	750	\$119	\$0.16	6/5/1998	N/A	Either party may terminate with 90 day notice.	3%/yr. rent escalations plus licensor has option to renegotiate.
11	Holcomb Corporation	Private crossing	Aptos	110.54	1,500	\$128	\$0.09	7/19/1991	N/A	Terminates upon completion (or within a year) of Licensee's hauling operations.	CPI adjustments. Railroad has right to raise rent with 30 day notice.
12	Rmc Lonestar	Landscaping	Davenport	96.5	227,383	\$216	\$0.00	1/1/1989	1/30/1989	Month to month lease after initial term	Subject to annual CPI adjustments
13	Kovalenko, Lawrene B.	Landscaping	Seabright	119.5	7,400	\$473	\$0.06	4/14/1992	N/A	Month to month lease after initial term	Subject to annual CPI adjustments
14	Seabright Station Partnership	Landscaping	Seabright	119.3	19,500	\$428	\$0.02	9/18/1989	N/A	Month to month lease after initial term	Subject to annual CPI adjustments
15	Santa Cruz City Of	Storage	Santa Cruz	120.54	62,726	\$32,023	\$0.51	9/11/1989	N/A	Month to month lease after initial term	Subject to CPI adjustments
16	HW Glasser	Industrial	Santa Cruz	22	27,775	\$1,739	0.06	7/1/2004	6/30/2005	Automatic Annual Extensions. Either party may terminate agreement.	Lessor may redetermine rent once every 3 years.
17	Santa Cruz City Of	Private crossing	Santa Cruz	120.41	4,704	\$80	\$0.02	1/30/1991	N/A	Month to month lease after initial term	None
18	Deasy, Lewis s. (Mrs.)	Landscaping	Capitola	116.39	10,300	\$342	\$0.03	7/1/1967	6/30/1968	Month to month lease after initial term	None
19	Capitola, City Of	Parking	Capitola	116.58	16,640	\$448	\$0.03	4/15/1981	3/14/1982	Month to month lease after initial term	Railroad reserves right to extract subsurface minerals; and to revise rent based on fair mkt. value.
20	Santa Cruz, Big Trees & Pacific Railway Company	Trackage rights	Santa Cruz	120 to 120.418	6,480	\$6,012	\$0.93	7/1/1985	6/30/1995	Year to year after 1995. Either party can terminate lease with one year notice	UP controls freight service; no interference with use.

TABLE 2
Existing Lease Analysis

#	PARTY NAME	PURPOSE	CITY	MP	Area	As Is Rent	As Is \$ per SF	MV /SF	MV	Market Rent Ratio @ 8%	Market \$ per SF	Annual Difference
1	Coastal Inns Of Distinction Lorenzi, G.B,Lo & Zeiher, K	Parking	Capitola	115.91	1,140	\$6,843	\$6.00	\$75.00	\$85,500	\$6,840	\$6.00	\$3
2		Private crossing	Majors	86.51	1,250	\$10	\$0.01	\$1.00	\$1,250	\$100	\$0.08	(\$90)
3	Soquel Creek Properties	Parking	Capitola	116.12	5,380	\$6,000	\$1.12	\$40.00	\$215,200	\$17,216	\$3.20	(\$11,216)
4	Uc Regents Aptos Station Development	Private crossing	Orby	81.82	3,030	\$10	\$0.00	\$1.00	\$3,030	\$242	\$0.08	(\$232)
5		Landscaping	Aptos	112.80	2,700	\$157	\$0.06	\$40.00	\$108,000	\$8,640	\$3.20	(\$8,483)
6	Mondo Bros Nellany, John & Piumarta...	Open Storage	Santa Cruz	80.96	3,483	\$2,610	\$0.75	\$12.00	\$41,796	\$3,344	\$0.96	(\$734)
7		Retail	Gordola	86.49	14,740	\$3,208	\$0.22	\$2.50	\$36,850	\$2,948	\$0.20	\$260
8	Sullivan, r. & a.	Private crossing	Aptos	109.07	2,640	\$10	\$0.00	\$2.50	\$6,600	\$528	\$0.20	(\$518)
9	Water Users Group	Well	Scotts Valley	121.00	N/A	\$458	N/A	N/A	\$5,725	\$458		(\$0)
10	Martinelli & Company	Private crossing	Watsonville	103.06	750	\$119	\$0.16	\$1.00	\$750	\$60	\$0.08	\$59
11	Holcomb Corporation	Private crossing	Aptos	110.54	1,500	\$128	\$0.09	\$2.50	\$3,750	\$300	\$0.20	(\$172)
12	Rmc Lonestar	Landscaping	Davenport	96.50	227,383	\$216	\$0.00	\$0.75	\$170,537	\$13,643	\$0.06	(\$13,427)
13	Kovalenko, Lawrene b.	Landscaping	Seabright	119.50	7,400	\$473	\$0.06	\$12.00	\$111,000	\$8,880	\$0.96	(\$18,292)
14	Seabright Station Ptn.	Landscaping	Seabright	119.30	19,500	\$428	\$0.02	\$15.00	\$234,000	\$18,720	\$0.96	(\$22,972)
15	Santa Cruz City Of	Open Storage	Santa Cruz	120.54	62,726	\$32,023	\$0.51	\$20.00	\$1,254,520	\$100,362	\$1.60	(\$68,339)
16	H.w. Glasser	Industrial	Santa Cruz	22.00	27,775	\$1,739	0.06	\$12.00	\$333,300	\$26,664	\$0.96	(\$24,925)
17	Santa Cruz City Of	Private crossing	Santa Cruz	120.41	4,704	\$80	\$0.02	\$20.00	\$94,080	\$7,526	\$1.60	(\$7,446)
18	Deasy, Lewis s. (Mrs.)	Landscaping	Capitola	116.39	10,300	\$342	\$0.03	\$25.00	\$257,500	\$20,600	\$2.00	(\$20,258)
19	Capitola, City Of	Parking	Capitola	116.58	16,640	\$448	\$0.03	\$25.00	\$416,000	\$33,280	\$2.00	(\$32,832)
20	Santa Cruz, Big Trees & Pacific Railway Company	Trackage Rights	Santa Cruz	120.00	6,480	\$6,012	\$0.93	\$10.00	\$64,800	\$5,184	\$0.80	\$828
Total					413,041	\$61,314	\$0.15			\$273,759	\$0.66	-\$212,445

TABLE 3
Potential Lease Opportunities

#	Location	Mile Post	Square Footage	Adjoining Use	ATF Value	Discount	Discounted ATF	Estimated Value	Rent Ratio @ 8.00%	Potential Annual Rent	Notes	
Northern Santa Cruz County												
1	3 Mile Beach; Wilder Ranch Park	26.94 to 23.93	1,913,670	Crop Land	\$1.00	57.5%	\$0.43	\$813,310	\$0.03	\$65,065	Commercial Agriculture	
City of Santa Cruz												
2	W. Shafer Road	22.30	32,000	Industrial	\$12.00	50.0%	\$6.00	\$192,000	\$0.48	\$15,360	Storage, parking or density	
3	E. Shafer Road	22.30	30,000	Multifamily	\$40.00	62.5%	\$15.00	\$450,000	\$1.20	\$36,000	Storage, parking or density	
4	E. Shafer to Almar Ave.	22.19 to 21.42	196,840	Industrial	\$12.00	50.0%	\$6.00	\$1,181,040	\$0.48	\$94,483	Storage, parking or density	
Watsonville												
5	Ohlone Parkway, Walker Ave., West Beach St., Industrial Rd., Kearny St. and Ford St.	2.23	101,700	Industrial	\$12.00	50.0%	\$6.00	\$610,200	\$0.48	\$48,816	Sale to adjoining land owners	
Monterey County												
6	Salinas Rd.	0.40	30,400	Commercial	\$20.00	25.0%	\$15.00	\$456,000	\$1.20	\$36,480	Sale or lease	
Potential Income			2,304,610					\$3,702,550	\$0.13	\$296,204		
Vacancy												50%
Effective Gross Income									\$0.06	\$148,102		
			390,940						\$0.59	\$231,139		

Underlying Assumptions and Contingent Conditions

In conducting this appraisal, your appraiser has assumed that:

1. No responsibility is assumed for the legal description provided or for matters pertaining to legal or title considerations. Title to the property is assumed to be good and marketable unless otherwise stated.
2. The property is appraised free and clear of any or all liens or encumbrances unless otherwise stated.
3. Responsible ownership and competent property management are assumed.
4. The information furnished by others is believed to be reliable, but no warranty is given for its accuracy.
5. All engineering studies are assumed to be correct. The plot plans and illustrative material in this report are included only to help the reader visualize the property.
6. It is assumed that there are no hidden or unapparent conditions of the property, subsoil, or structures that render it more or less valuable. No responsibility is assumed for such conditions or for obtaining the engineering studies that may be required to discover them.
7. It is assumed that the property is in full compliance with all applicable federal, state, and local environmental regulations and laws unless the lack of compliance is stated, described, and considered in the appraisal report.
8. It is assumed that the property conforms to all applicable zoning and use regulations and restrictions unless a nonconformity has been identified, described and considered in the appraisal report. The property is not subject to flood plain or utility restrictions or moratoriums, except as reported to your appraiser and contained in this report.
9. It is assumed that all required licenses, certificates of occupancy, consents, and other legislative or administrative authority from any local, state, or national government or private entity or organization have been or can be obtained or renewed for any use on which the value estimate contained in this report is based.
10. It is assumed that the use of the land and improvements is confined within the boundaries or property lines of the property described and that there is no encroachment or trespass unless noted in the report.
11. Unless otherwise stated in this report, the existence of hazardous materials, which may or may not be present on the property, was not observed by the appraiser. The appraiser has no knowledge of the existence of such materials on or in the property. The appraiser, however, is not qualified to detect such substances. The presence of substances such as asbestos, urea-formaldehyde foam insulation and other potentially hazardous materials may affect the value of the property. The value estimated is predicated on the assumption that there is no such material on or in the property that would cause a loss in value. No responsibility is assumed for such conditions or for any

expertise or engineering knowledge required to discover them. The intended user is urged to retain an expert in this field, if desired. Should any subsequent studies, research, or investigation reveal the presence of any potentially hazardous substance, this appraisal is INVALID.

12. Any allocation of the total value estimated in this report between the land and the improvements applies only under the stated program of utilization. The separate values allocated to the land and buildings must not be used in conjunction with any other appraisal and are invalid if so used.
13. Possession of this report, or a copy thereof, does not carry with it the right of publication.
14. The appraiser, by reason of this appraisal, is not required to give further consultation or testimony or to be in attendance in court with reference to the property in question unless arrangements have been previously made.
15. Neither all nor any part of the contents of this report (especially any conclusions as to value, the identity of the appraiser, or the firm with which the appraiser is connected) shall be disseminated to the public through advertising, public relations, news, sales, or other media without the prior written consent and approval of the appraiser.
16. Any value estimates provided in the report apply to the entire property, and any proration or division of the total into fractional interests will invalidate the value estimate, unless such proration or division of interests has been set forth in the report.
17. The Americans with Disabilities Act (ADA) became effective January 26, 1992. The appraiser has not made a specific compliance survey or analysis of the property to determine whether or not it is in conformity with the various detailed requirements of ADA. It is possible that a compliance survey of the property and a detailed analysis of the requirements of the ADA would reveal that the property is not in compliance with one or more of the requirements of the act. If so, this fact could have a negative impact upon the value of the property. Since the appraiser has no direct evidence relating to this issue, possible noncompliance with the requirements of ADA was not considered in estimating the value of the property, if applicable.
19. The appraisal was prepared by the appraiser for the exclusive use of the client. The information and opinions contained in this appraisal set forth the appraiser's best judgment in light of the information available at the time of the preparation of this report. Any use of this appraisal by any other person or entity, or any reliance or decisions based on this appraisal are the sole responsibility and at the sole risk of the third party. The appraiser accepts no responsibility for damages suffered by any third party as a result of reliance on or decisions made or actions taken based on this report.
20. The Valuation Maps provided by SCCRTC were used as the primary basis for the description of the subject property. The area calculations presented herein are for purposes of reasonable analysis and should not be relied upon as a legal description since the appraiser is not a certified land surveyor or engineer.

Certification of Consultant

I certify that, to the best of my knowledge and belief:

1. The statements of fact contained in this report are true and correct.
2. The reported analyses, opinions, and conclusions are limited only by the reported assumptions and limiting conditions, and are my personal, unbiased professional analyses, opinions, and conclusions.
3. I have no present or prospective interest in the property that is the subject of this report, and I have no personal interest or bias with respect to the parties involved.
4. My compensation is not contingent on an action or event resulting from the analyses, opinions, or conclusions in, or the use of, this report.
5. My analyses, opinions, and conclusions were developed, and this report has been prepared, in conformity with the Uniform Standards of Professional Appraisal Practice.
6. I have made a personal inspection of the property that is the subject of this report.
7. No one provided significant professional assistance to the person signing this report.



Gary R. Anglemyer, MAI
Senior Appraiser

CONFIDENTIAL

ADDENDA

- Subject Photographs
- Informational Right of Way Maps
- Sales Summary Tables and Maps
- TAMC Rent Comparables
- Qualifications of Gary R. Anglemyer

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Subject Photographs

SANTA CRUZ SUBDIVISION



Agricultural Land Between Santa Cruz and Davenport



Older Industrial Property north of City of Santa Cruz



Older Homes in City of Santa Cruz, West of Downtown



Newer Residential Development @ "Y" Near Downtown and Boardwalk



Santa Cruz Boardwalk



Residential Development in Live Oak



Industrial Development in Live Oak



Capitola



Northeasterly View of Park Avenue and R/W



Aptos; Corridor in Front of and Behind Businesses in Aptos



Southeasterly View of Right-of-Way in Rio Del Mar



La Selva Beach; Right-of-Way Behind Parking Lot and in Front of Homes Overlooking the Ocean



Watsonville Junction @ Salinas Road

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Informational Right of Way Maps

Maps to be inserted electronically or printed with the final report.

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Sales Summary Tables and Maps

Sales Summary Table Industrial Land

Sale No.	Buyer/ Seller	Location/ Parcel No.	Sale Date/ Document No.	Sale Price	Zone	Site Area	\$/SF
I-1	PACIFIC AVENUE LAND LLC BERKE ROGER & ELAINE H/W CP TC ETAL	1300 Green Hills Rd., Scotts Valley, CA 95066 024-261-007	12/2/2005 2006-0000835	\$352,000	I-L	N/A	\$7.62
I-2	SAKATA PROPERTIES LLC SANTA CRUZ METROPOLITAN TRANSIT DISTRICT	25 Sakata Ln., Watsonville, CA 95076 017-231-005	1/26/2006 2006-0052338	\$3,100,000	IG	9.30 AC	\$7.65
I-3	SELDEN WILLIAM L SR U/M ETAL TRITON DIAGNOSTICS INC	335 W. Beach St., Watsonville, CA 95076 017-081-002	2/12/2004 2004-0080288	\$145,000	IG	0.31	\$10.90
I-4	NA NA	101 Lee Rd., Watsonville, CA 95076 018-303-001	Pending	\$650,000	IG	0.89	\$16.80
I-5	RAMSEY BRUCE & SHANE H/W CP RS ETAL 1233 THOMPSON LLC	1233 Thompson Ave., Santa Cruz, CA 95062 031-152-006	5/22/2006 2006-0029857	\$835,000	M-1	0.76 AC	\$25.12
I-6	MELROSE BUILDING & INVESTMENT LLC RALSTON TOM & DAWN H/W CP	0 Encinal St., Santa Cruz, CA 95060 001-045-028	12/29/2004 2005-0009050	\$379,000	I-G	0.23 AC	\$37.90
	Average						\$17.67
	Median						\$13.85

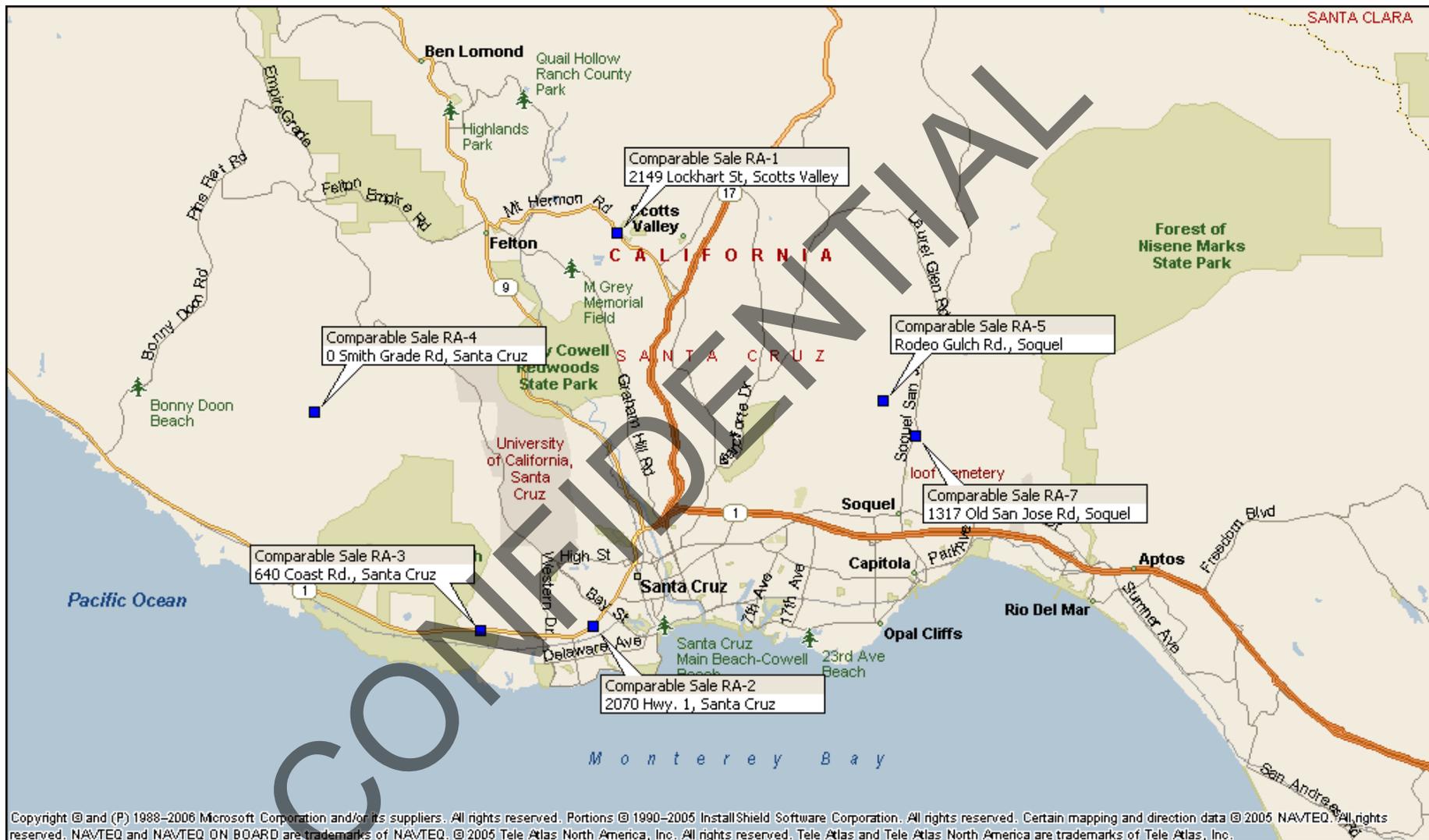


Map of Industrial Sales

Sales Summary Table

Rural Acreage

Sale No.	Buyer/ Seller	Location/ Parcel No.	Sale Date/ Document No.	Sale Price	Zone	Site Area	\$/SF
RA-1	OSTENDORF JAMES J M/M MILLER BILL U/M JT ETAL	2149 Lockhart Gulch Rd., Scotts Valley, CA 95066 073-131-002	6/30/2003 2003-0062891	\$1,600,000	RA	69 AC	\$0.53
RA-2	CONNET MELVILLE D III & MARGARET D H/W CP HINMAN BRIAN L M/M SS	2070 Highway 1, Santa Cruz, CA 95060 057-061-016	11/30/2004 2005-0080953	\$1,200,000	A	50 AC	\$0.55
RA-3	CURRAN JOHN K U/M CURRAN JOHN K TRUSTEES	640 Coast Rd., Santa Cruz, CA 95060 059-041-024	4/14/2004	\$1,837,150	CA	70 AC	\$0.60
RA-4	LINGEMANN AARON M/M SS SANFORD WILLIAM C M/M AS TC ETAL	0 Smith Grade Rd., Santa Cruz, CA 95060 062-141-004	7/16/2007 2007-0057353	\$1,200,000	TPZ	41 AC	\$0.67
RA-5	SETI INSTITUTE SETI INSTITUTE	0 Rodeo Gulch Rd., Soquel, CA 95073 102-091-076	12/6/2004	\$3,400,000	RA	105 AC	\$0.74
RA-6	SHUMEI INTERNATIONAL INSTITUTE INC SHINJI SHUMEIKAI	501 Robson Rd., Santa Cruz, CA 95060 080-181-059	11/26/2003 2004-0003465	\$950,000	AO	20 AC	\$1.09
RA-7	RANCHO LAND HOLDINGS LLC LUCAS D LEE II U/M	1317 Old San Jose Rd., Soquel, CA 95073 102-091-077	9/21/2004	\$1,875,000	RA	24 AC	\$1.79
	Average						\$0.85
	Median						\$0.67



Map of Rural Acreage Sales

Sales Summary Table
Rural Residential

Sale No.	Buyer/ Seller	Location/ Parcel No.	Sale Date/ Document No.	Sale Price	Zone	Site Area	\$/SF
RR-1	CADDELL TERI S U/W SS CEFALONI ANTHONY E U/M	0 Empire Grade Rd., Santa Cruz, CA 95060 080-241-021	5/9/2006 2006-0035875	\$415,000	RA	5.50 AC	\$1.82
RR-2	DROBAC MARTIN U/M AS TC ETAL PODESTA & OBERTELLO FAMILY INVESTMENT COMPANY	165 Dimeo Ln., Santa Cruz, CA 95060 059-121-005	12/22/2006 2007-0017385	\$844,800	CA	9.25 AC	\$2.10
RR-3	RUZICKA RICHARD & RESHMA M H/W JT PITMAN ETHEL L & ROY W CO-TRUSTEES	0 Empire Grade Rd., Santa Cruz, CA 95060 080-021-022	12/7/2004 2005-0003878	\$665,000	RA	7.02 AC	\$2.17
RR-4	CHRISTMAN LARRY R & JUNE TRUSTEES ETAL ENGLEMAN EPHRAIM P & JEAN S TRUSTEES	0 (Upper) Summit Rd., Santa Cruz, CA 95060 080-041-004	7/20/2005	\$500,000	RR	5.20 AC	\$2.21
RR-5	MORIARTY KELLY & BRIANA H/W CP RS ROTHERMEL	675 Brisa Del Mar, Santa Cruz, CA 95060 063-071-027	5/13/2004 2004-0050801	\$750,000	RA	5.25 AC	\$3.28
	Average						\$2.32
	Median						\$2.17

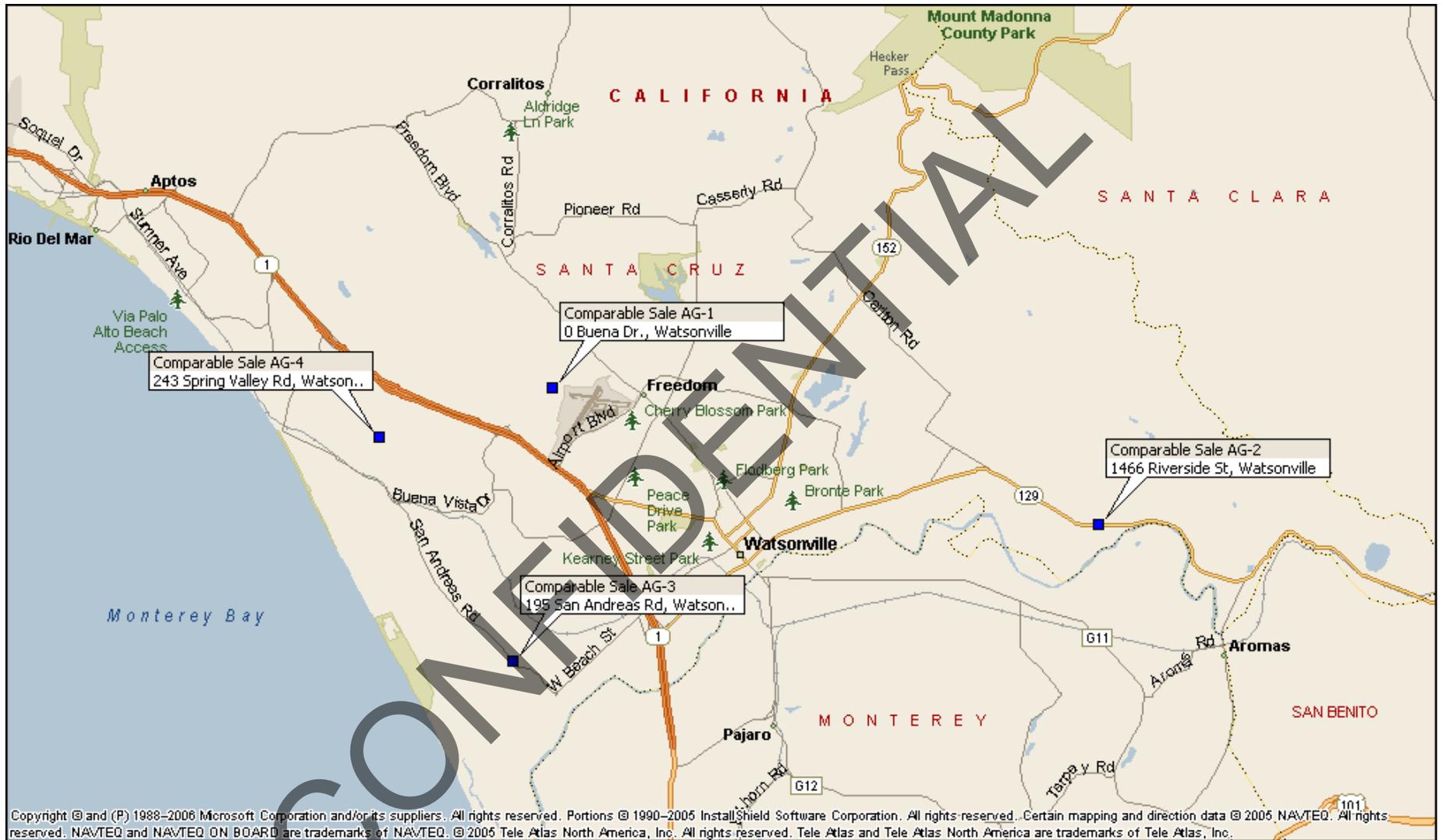


Map of Rural Residential Sales

**Sales Summary Table
Commercial Agriculture**

Sale No.	Buyer/ Seller	Location/ Parcel No.	Sale Date/ Document No.	Sale Price	Zone	Site Area	\$/SF
AG-1	OW WILLIAM G & ERICA S H/W CP RS ETAL OW WILLIAM G & ERICA S H/W CP RS ETAL	0 Buena Rd., Watsonville, CA 95076 049-471-003	3/5/2003 2003-0065232	\$581,500	AG	22 AC	\$0.61
AG-2	MEDINA JOSE U/M JACKSON DAVID & NOEL E H/W JT	1466 Riverside St., Watsonville, CA 95076 110-161-003	10/27/2003 2004-0047653	\$460,000	AC	13.60 AC	\$0.78
AG-3	Carlos Ramirez Trustee Kim Tao, Et. Al.	195 San Andreas Rd., Watsonville, CA 95076 052-191-008	1/3/2005 2005-0010557	\$1,250,000	CA	37 AC	\$0.78
AG-4	FRENCH SCOTT & MARGARET H/W JT JONES T LARRY M/M S/S	243 Spring Valley Rd., Watsonville, CA 95076 046-032-009	3/17/2007 2007-0021780	\$1,292,000	CA	34 AC	\$0.87
	Average						\$0.76
	Median						\$0.78

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Map of Commercial Agriculture Sales

Sales Summary Table

Single Family and Medium Density Residential

Sale No.	Buyer/Seller	Location/Parcel No.	Sale Date/Document No.	Sale Price	Zone	Site Area	\$/SF
Single Family Residential:							
SFR-1	STEVENS KIRK M/M SS ETAL KRUETZFELDT PAUL U/M ETAL	545 Ohlone Pky., Watsonville, CA 95076 018-372-018	6/5/2007 2007-0037213	\$2,200,000	RM-2	2.40 AC	\$21.04
SFR-2	FILICE JOHN M JR TRUSTEE ETAL MANNING DAVID JOHN & KATHLEEN D H/W CP RS ETAL	0 Monterey St., Soquel, CA 037-191-029	6/3/2005 2005-0037268	\$1,800,000	R-1	1.88 AC	\$22.03
SFR-3	WINDWARD HOMES VI LLC JONES GARY A & JUDY M TRUSTEES	1815 Chanticleer Ave., Santa Cruz, CA 95062 029-101-003	6/22/2006 2006-0046529	\$1,100,000	R-6	0.87 AC	\$28.95
SFR-4	DUNN MICHAEL E U/M GREENBERG MATHEW S & DINA H/W CP RS	920 35th Ave., Santa Cruz, CA 95062 032-041-048	10/9/2006 NA	\$950,000	R1-6	0.65 AC	\$33.55
SFR-5	YATES THOMAS S/M ACCESSIBLE HOME DEVELOPERS LLC	125 Bixby St., Santa Cruz, CA 95060 005-332-011	2/12/2004	\$199,000	RM	0.11 AC	\$43.10
Medium Density Residential:							
MD-1	OLKER PROPERTIES LIMITED PTP ETAL OGAWA YOSHIO TRUSTEE	4233 Grace St., Capitola, CA 95010 034-202-008	1/30/2007	\$825,000	RM-M	0.24 AC	\$77.94
MD-2	132 CLAY STREET LLC BURROWES PAUL & SUSAN H/W JT AS TC ETAL	132 Clay St., Santa Cruz, CA 95060 005-313-032	3/14/2007 2007-0020464	\$2,050,000	RM/CZ	0.45 AC	\$104.58
MD-3	HOLMES JEFFREY A & BARBARA A H/W CP HANCOCK GAYE E U/W TC ETAL	302 Park Ave., Capitola, CA 95010 036-094-030	1/30/2006 2006-0015188	\$1,326,000	R-1	0.28 AC	\$110.50
MD-4	AMERICAN CONSERVATION EXPERIENCE BAKER CHRISTOPHER U/M	408 Broadway, Santa Cruz, CA 95060 005-313-002	3/12/2007 2007-0022654	\$828,000	RM	0.17 AC	\$113.15

Average
Median

\$61.65
\$43.10

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Sales Summary Table
Commercial Land

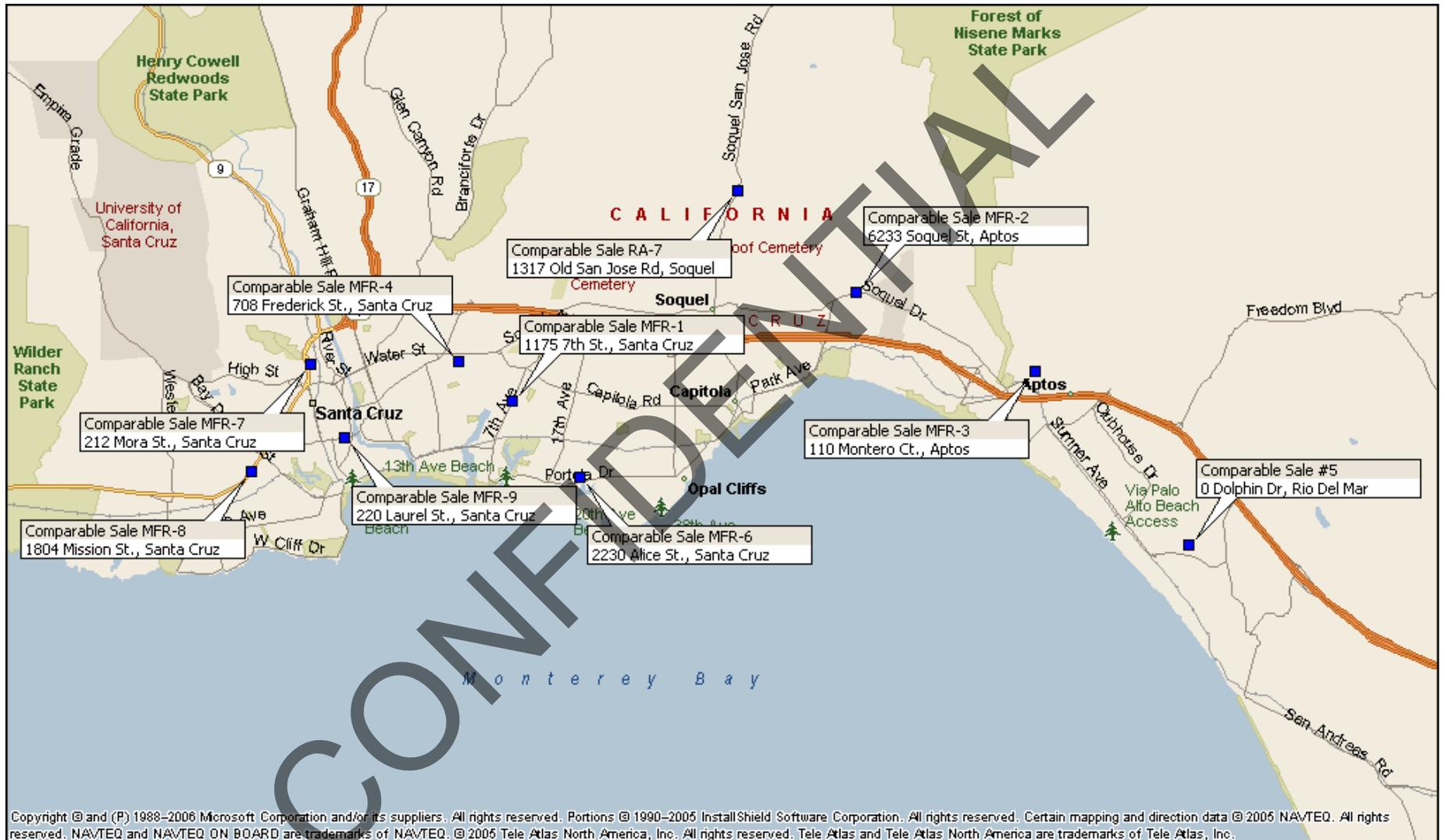
Sale No.	Buyer/Seller	Location/Parcel No.	Sale Date/Document No.	Sale Price	Zone	Site Area	\$/SF
C-1	SHAFFER WAYNE & JO H/W CP RS AS TC ETAL BAHR DORIS C CO-TRUSTEES ETAL	4556 Scotts Valley Dr., Scotts Valley, CA 95066 022-491-010	12/15/2003	\$1,150,000	CS	1.86 AC	\$14.18
C-2	SOQUEL MAIN STREET VILLAGE LLC BEAR ELIZABETH G U/W	2590 S. Main St., Soquel, CA 95073 030-221-046	11/17/2003 2007-0047381	\$1,800,000	C-2	2.80 AC	\$14.76
C-3	HAGSHENAS ABBAS M/M SS JENKINS HARRY L & ANNA M	0 Portola St., Live Oak, CA 032-062-010	4/7/2004	\$29,609	C-2	0.04 AC	\$17.00
C-4	HAGSHENAS ABBAS M/M SS JENKINS HARRY L & ANNA M	3911 Portola Rd., Santa Cruz, CA 95062 032--051-032	1/26/2004 2004-0073415	\$1,270,391	C-2	1.17 AC	\$24.91
C-5	FISHBIN DORON W & MELANIE N TRUSTEES PETERSON JAMES & MARIE G H/W JT ETAL	270 North St., Aptos, CA 95003 042-022-012	2/1/2006 2006-0010520	\$475,000	VA	0.32 AC	\$33.93
C-6	BRAMLETT ROBERT A H/W JT ETAL LINNEMAN DANIEL DAVID & DEVON MYA TRUSTEES	109 Encinal St., Santa Cruz, CA 95060 008-161-005	9/20/2004 2004-0087059	\$179,000	CC	0.095 AC	\$43.28
C-7	GILL ELAINE G TRUSTEE ZAFFLE GEORGE G U/M JT ETAL	123 Fern St., Santa Cruz, CA 95060 008-162-004	2/22/2006 2006-0012331	\$275,000	IG	0.115 AC	\$55.00
	Average						\$29.01
	Median						\$24.91



Map of Commercial Land Sales

Sales Summary Table
Multi Family Land

Sale No.	Buyer/Seller	Location/Parcel No.	Sale Date/Document No.	Sale Price	Zone	Site Area	\$/SF
MFR-1	BIXLOR CLIFFORD L & LISA H/W CP AS TC ETAL BARBIN LINDA R TRUSTEES ETAL	1175 7th Ave., Santa Cruz, CA 95062 026-211-019	6/26/2006 2006-0051415	\$1,250,000	RM-4	1.40 AC	\$20.50
MF-2	CORTE CABRILLO LLC HOLCOMB CORPORATION	6233 Soquel, Soquel, CA 95003 037-151-012	2/25/2004 2004-0055052	\$3,000,000	RM-4PA	3.47 AC	\$20.51
MF-3	STUART ROBERT B & KAREN H/W CP RS MC ENERY JOHN P III U/M	110 Montero Ct., Aptos, CA 95003 041-031-009	4/17/2006 2006-0022546	\$675,000	R-3	0.33 AC	\$46.54
MF-4	NA NA	708 Frederick St., Santa Cruz, CA 95062 011-032-042 & 011-032-043	11/4/2004	\$2,500,000	Res.	1.17 AC	\$48.89
MF-5	HERRY DAVID J & REBECCA H H/W CP RS STRACH EMILY J TRUST	1910 Dolphin St., Rio Del Mar, CA 95003 054-072-001	10/27/2006 2006-0069030	\$350,000	RM-3	0.157 AC	\$51.18
MF-6	NITE ARNOLFO N & REBECCA F TRUSTEES GRISWOLD MORLEE U/W JT ETAL	2230 Alice St., Santa Cruz, CA 95062 028-072-001	10/2/2006 2006-0063601	\$1,285,000	RM-4	0.44 AC	\$66.93
MF-7	KELSO JOHN L U/M MARIETTI LIDO J	212 Mora St., Santa Cruz, CA 95060 001-121-007	5/16/2006 2006-0044792	\$630,000	MR	0.194 AC	\$74.52
MF-8	BK INVESTMENT MISSION LP FAITOS ERNEST A & ROSEMARY CO-TRUSTEES	1804 Mission St., Santa Cruz, CA 95060 002-621-021	2/15/2007 2007-0035146	\$1,850,000	CC	0.382 AC	\$111.05
MF-9	220 LAUREL ST LLC LAUREL PARTNERS LLC	220 Laurel St., Santa Cruz, CA 95060 005-145-006	5/23/2007 2007-0024174	\$1,500,000	CC	0.22 AC	\$160.17
	Average						\$66.70
	Median						\$51.18



TAMC RENT COMPARABLES CONFIDENTIAL INFORMATION
Monterey Branch Line Lease Revenue Matrix - October 15, 2009

Lease Status	Lessor	Starts	Terminates	Dimensions	Sq. Ft.	\$ Per Sq.Ft or Acre	Yearly Rent
New	Sparolini Investments LP	5/1/2004		16.5' X 100'	1650	\$ 1.20	\$ 2,039.40
New	Nicholson Petroleum Maintenance Inc.	6/1/2004		33' X 50'	1650	\$ 1.20	\$ 1,980.00
New	Joseph Cardinale - Cardinale Automotive Group	3/1/2004		300' x 50'	15000	\$ 1.20	\$ 18,000.00
New	Newton Bros. Tire & Auto Service, Inc.	6/1/2004		180' X 50'	9250	\$ 1.20	\$ 11,100.00
New	Frank J. Conte	12/1/2004		133' X 50'	6650	\$ 1.20	\$ 7,980.00
New	Dole Fresh Vegetables	4/1/2004		11.17 Acres	486555	\$ 1500 Per Acre	\$ 16,755.00
New	P & S Real Estate Co. (Blackstock)	7/1/2005		156' X 50'	7800	\$ 1.08	\$ 8,640.00
New	P & S Real Estate Co. (Blackstock)	7/1/2005		256' X 50'	12800	\$ 1.08	\$ 13,824.00
Renewed	George & Yvonne Wilson Properties, LP	5/1/2004		200' X 50'	10000	\$ 1.20	\$ 12,000.00
Renewed	American Movers	8/1/2001		165' X 20'	3300	\$ 1.20	\$ 3,960.00
Renewed	Giustiniani' Masonry, Inc.	1/1/2004		100' X 50'	5000	\$ 1.20	\$ 6,000.00
Renewed	Tom Maher (My BMW)	5/1/2004		180' X 30'	5400	\$ 1.20	\$ 6,480.00
Renewed	Sam Linder, Inc.	1/1/2005		700' X 50'	35,000	\$ 1.08	\$ 37,800.00
Renewed	Monterey Fish Company Inc.	1/27/1970		16.5' X 100'	1650	\$ 1.20	\$ 1,980.00
Renewed	Granite Rock Company Inc.	1/1/2006			64,250	\$ 0.96	\$ 61,680.00
In Process	Saroyan Construction Inc.	5/15/2000		300' X 30' +	10,000	\$ 0.38	\$ 3,825.00
In Process	Meadows Property Co. (Marks Auto Body)	4/1/2002		152' X 34'	5,168	\$ 0.77	\$ 3,963.52
					681123	\$0.32	\$ 218,006.92
					34200		\$ 41099.4
					160368		\$ 160152.52
					194568	\$1.03	\$ 201251.92

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Qualifications of Gary R. Anglemyer, MAI

Education

BS, Johnson & Wales University, 1983

Professional Registrations

Designated Member of the Appraisal Institute
Maryland Certified General Real Estate Appraiser #20646

Years of Experience

20

Qualifications

Mr. Anglemyer has extensive real estate, business valuation and intermediary service experience in a wide range of complex special purpose product types and assignments especially including railroad right of ways, condemnation, partial interests, litigation, arbitration, contamination, stigma, feasibility studies and commercial real estate.

Mr. Anglemyer joined Colliers Pinkard in 2006 as a Senior Appraiser. Colliers Pinkard is an owner member of Colliers International - one of the top three multi-faceted commercial real estate firms in the world. Colliers International has over 10,000 employees that generate more than \$1 billion in annual revenues with offices in 290 cities and 60 countries. By having the best firms under the umbrella of a single partnership, Mr. Anglemyer is able to provide clients with superior service through their local depth of knowledge and expertise.

From 1990-2000 Mr. Anglemyer was the Director of the Right-of-way Valuation Division of Arthur Gimmy International. He was project manager for almost \$2,000,000,000 worth of right of way acquisitions involving several hundred route miles representing agencies, agencies working with owners in jointly-sponsored appraisals and railroad companies from conception to closing. Specific assignments included:

Relevant Project Experience

- ***Dallas Area Rapid Transit*** Estimated the corridor value for four separate corridors in the Dallas Fort Worth area for interagency transfer. Negotiations in progress.
- ***City of Whittier - Los Angeles County*** Estimated the value of a portion of an abandoned Union Pacific railroad right of way called the La Habra Branch. Said right of way is encumbered with a gas pipeline and was being studied for the purpose of implementing a pedestrian trail. Negotiations in progress.
- ***Grafton and Upton Railroad Company*** Estimated the across-the-fence and net liquidation value of the land assets of a 15.4-mile rail line between North Grafton and Upton, Massachusetts as part of a larger effort to assist in the disposition of the assets. Retained by client for future representation regarding the disposition of the corridor for recreational conservation purposes.
- ***City of Burlingame*** Estimated the value of a leased short line operating corridor for purposes of continued freight service and future public transportation land banking and recreational trail purposes.
- ***Santa Clara Valley Transportation Authority*** Appraised more than 100 miles of several Union Pacific corridors in the Silicon Valley area. Responsible for valuation under various scenarios and for the valuation of the improvements and going-concern, which was prepared by subcontractors.

- ***Santa Cruz County Regional Transportation Commission*** Appraised a 31-mile Southern Pacific, now Union Pacific-owned right of way in Santa Cruz County in 1995, 2002 and 2008. This transaction is still be negotiated.
- ***Peninsula Joint Powers Board*** Appraised the following Southern Pacific, now Union Pacific, right of ways: San Francisco-San Jose, San Jose-Gilroy, Dumbarton Line and various other freight lines. Transaction went to closing.
- ***Utah Transit Authority/Union Pacific*** Appraised the fee, easement and other property rights acquisition/dispositions involving more than 160 miles of Union Pacific right of way in the Salt Lake metropolitan area. The transaction closed in 2002.
- ***Golden Gate Bridge Highway and Transit District; Marin, Mendocino, Napa and Sonoma Counties*** Completed an appraisal of Southern Pacific right of way in the following corridors: Larkspur-Novato, Novato-Napa, Novato-Healdsburg and Willits-Healdsburg - the transactions closed.
- ***Bay Area Rapid Transit District*** Completed appraisal of right of way for BART between San Bruno and San Francisco International Airport for placement of an easement by PG&E.
- ***U.S. Internal Revenue Service***. Reviewed an appraisal of 162 miles of Southern Pacific right of way between Llano, Texas and Giddings, via Austin and several other corridor appraisals in the Northwestern U.S., which sold as "Bargain Exchanges" to government agencies or non-profit organizations.
- ***Regional Transportation Commission of Southern Nevada*** Reviewed an appraisal of the Henderson Branch Line of the Union Pacific Railroad
- ***Los Angeles Department of Water and Power*** Appraised 100 miles of railroad right of way in northeast Nevada. Much of the land was owned by BLM.

Prior to joining Arthur Gimmy International, Mr. Anglemyer spent three years conducting business analyses for a wide range of industries throughout the United States and Canada on behalf of the U.S. Federal Reserve Bank, Science Management Corporation and Proudfoot Consulting.