

REGIONAL MEASURE 3

COUNTY COUNSEL'S IMPARTIAL ANALYSIS OF REGIONAL MEASURE 3

Regional Measure 3 (RM3) would increase the tolls on all Bay Area toll bridges except the Golden Gate Bridge. The tolls would increase by \$1 in 2019, an additional \$1 in 2022, and an additional \$1 in 2025, for a total increase of \$3. After 2025, tolls could be increased for inflation.

By law, the Bay Area Toll Authority (Authority) would have to use not more than 16% of the funds from these toll increases to pay for up to \$60 million in designated annual transportation operating programs. The Authority would have to use the remaining available funds, which the Authority estimates will total \$4.45 billion, for designated transportation capital projects throughout the Bay Area. The largest projects include:

- purchasing new BART cars;
- extending BART from the planned Berryessa/North San Jose Station to San Jose and Santa Clara;
- widening U.S. 101 through the Marin-Sonoma Narrows to accommodate new carpool vehicle lanes;
- improving State Route 37, which serves Solano, Marin, Napa, and Sonoma counties;
- expanding the ferry service and increasing its frequency;
- improving Interstate 680/State Route 4 and Interstate 80/680/State Route 12 interchanges; and
- extending Caltrain to downtown San Francisco.

The Authority would be allowed to provide discounts to high-occupancy vehicles or vehicles that pay tolls without using cash. The Authority would be required to provide a discount for certain commuters who cross two bridges.

RM3 will be on the ballot in all nine Bay Area counties, including the City and County of San Francisco and the counties of Alameda, Contra Costa, Marin, Napa, San Mateo, Santa Clara, Solano, and Sonoma. To pass, RM3 requires approval by a majority of votes cast on the measure in all nine counties combined.

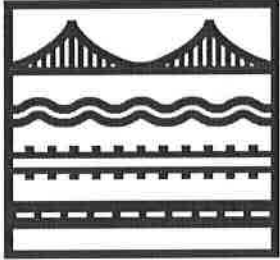
An independent oversight committee would monitor how funds from the toll increases are spent. This committee and the Authority would be required to submit annual reports on use of the funds to the State Legislature.

A "yes" vote is a vote to increase the toll on all Bay Area toll bridges except the Golden Gate Bridge by \$1 in 2019, an additional \$1 in 2022, and an additional \$1 in 2025.

A "no" vote is a vote to not approve the proposed toll increase.

James R. Williams
County Counsel

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Deputy County Counsel



Regional Measure 3

Bay Area Traffic Relief Plan

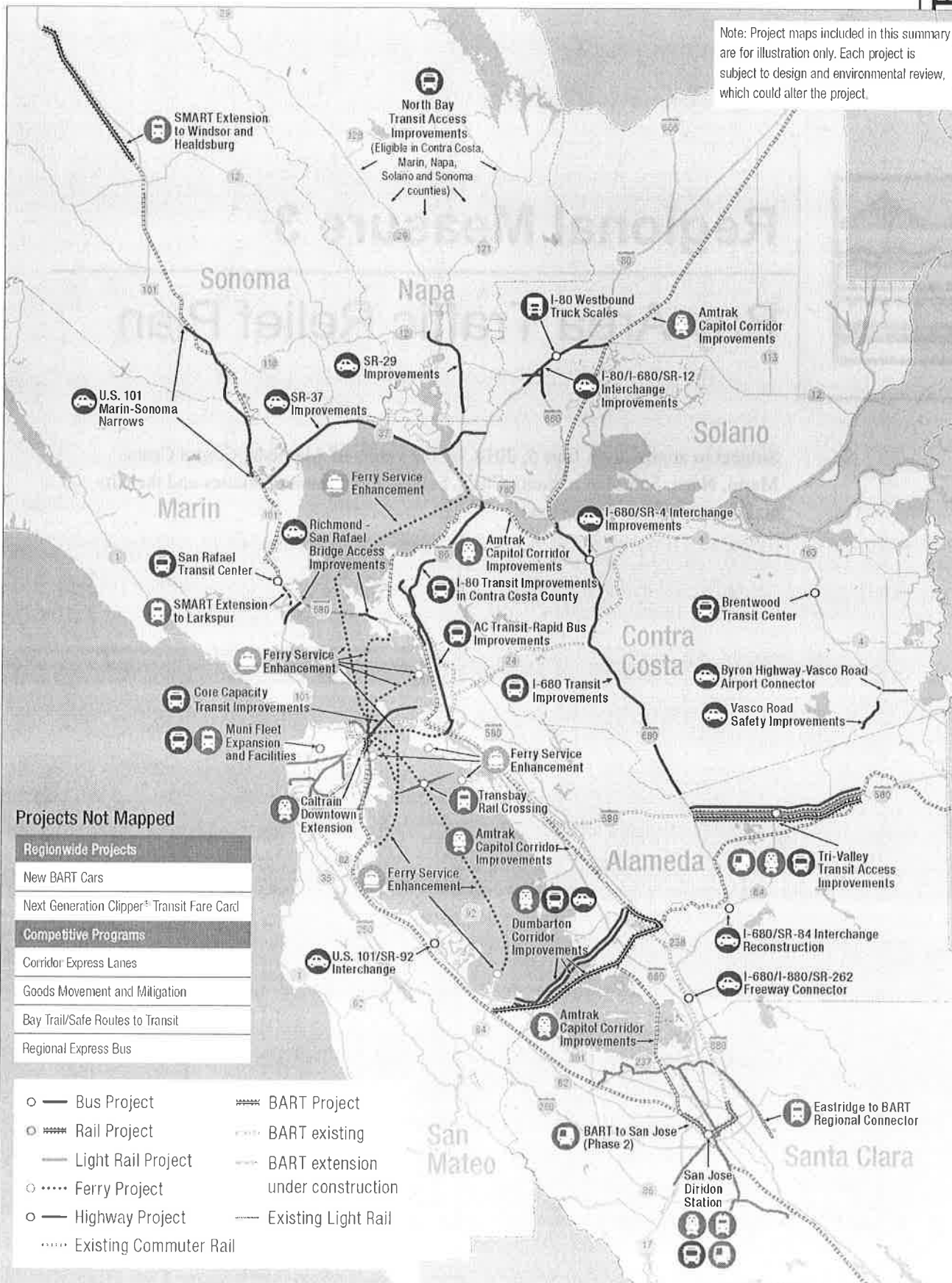
Subject to approval on June 5, 2018, by the voters of Alameda, Contra Costa, Marin, Napa, San Mateo, Santa Clara, Solano and Sonoma counties and the City and County of San Francisco

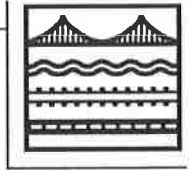
Prepared by the Metropolitan Transportation Commission pursuant to Chapter 650, Statutes 2017 (SB 595, Beall)

Bay Area Traffic Relief Plan



Note: Project maps included in this summary are for illustration only. Each project is subject to design and environmental review, which could alter the project.





Highlights of the Bay Area Traffic Relief Plan

The Bay Area Traffic Relief Plan (the Plan) includes \$4.5 billion in transportation capital improvements across the region. Some of the Plan's biggest investments are noted below. For complete details, refer to the remainder of this summary, which describes each project and is organized by bridge corridor.

Public Transit Improvements	Amount
Add new BART cars to allow for more frequent and reliable service and to reduce crowding	\$500 million
Extend BART through downtown San Jose to Santa Clara	\$375 million
Extend Caltrain to Transbay Transit Center in San Francisco	\$325 million
Invest in more frequent and expanded ferry service	\$300 million
Replace and expand San Francisco Muni's vehicle fleet and associated facilities	\$140 million
Expand San Jose's Diridon Station for existing and future rail and bus services	\$100 million
Improve transit connections on the Interstate 580 corridor in the Tri-Valley	\$100 million
Traffic Bottleneck Relief	
Expand Bay Area Corridor Express Lane network	\$300 million
Improve access in the Richmond-San Rafael Bridge corridor	\$210 million
Improve Interstate 680/state Route 4 interchange in Contra Costa County	\$210 million
Reduce truck traffic congestion and mitigate its environmental impacts	\$160 million
Improve Interstate 80/Interstate 680/state Route 12 interchange in Solano County	\$150 million
Dumbarton Bridge and rail corridor improvements	\$130 million
Add new carpool lanes in the Marin-Sonoma Narrows on U.S. Highway 101	\$120 million
Improve Interstate 80 Westbound truck scales in Solano County	\$105 million
Flood protection and mobility improvements to state Route 37 in Marin, Solano and Sonoma counties	\$100 million
Bicycle and Pedestrian Safety and Access	
Expand San Francisco Bay Trail and improve public transit access for bicyclists and pedestrians	\$150 million

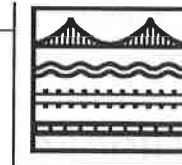


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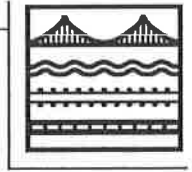
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Executive Summary

Between now and 2040, the Bay Area's economy is expected to add one million jobs, while our population is expected to grow by two million residents. To improve the quality of life and sustain the economy, Regional Measure 3 (RM 3) invests in projects that will reduce congestion and enhance travel options in the Bay Area's seven state-owned bridge corridors as provided in Sections 1 and 7 of Senate Bill 595 (Beall, 2017).

If approved by a majority of all voters in Alameda, Contra Costa, Marin, Napa, San Mateo, Santa Clara, Solano and Sonoma counties and the City and County of San Francisco, RM 3 will implement the Bay Area Traffic Relief Plan (the Plan), a set of 35 projects and programs to reduce auto and truck traffic; relieve crowding on BART; unclog freeway bottlenecks; improve bus, ferry, BART and commuter rail service; and enhance bicycle and pedestrian mobility in the bridge corridors.

The Bay Area Traffic Relief Plan

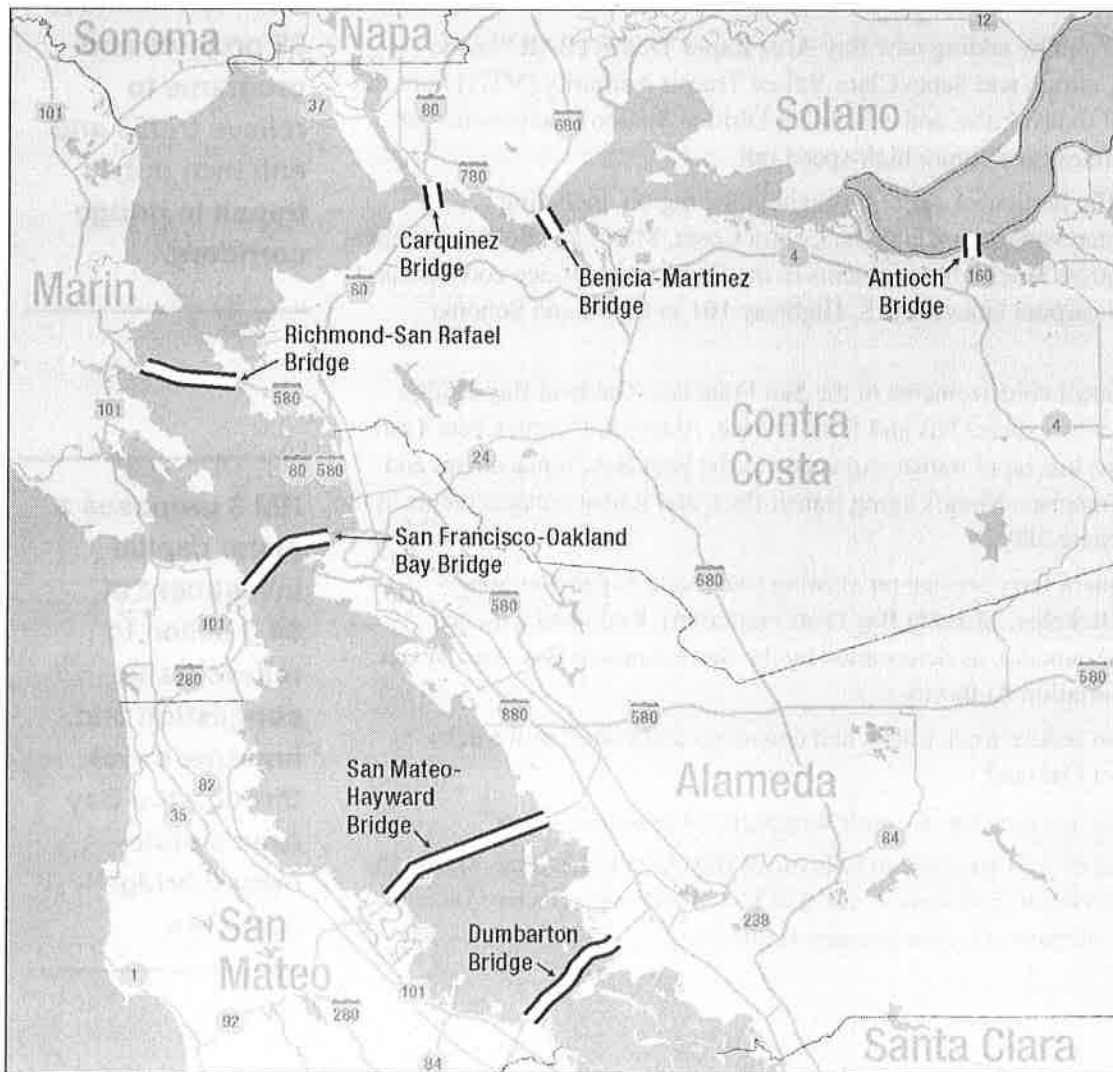
- Enhances passenger rail by adding new Bay Area Rapid Transit (BART) cars; extending BART, Caltrain and Santa Clara Valley Transit Authority (VTA) light rail to jobs and regional transit hubs; and expanding Diridon Station to accommodate BART, Caltrain, Amtrak and future high-speed rail.
- Funds highway traffic bottleneck relief throughout the region, including improvements to interchanges in Alameda, Contra Costa, Marin and Solano counties; an expansion of express lanes; enhancements to the Dumbarton Bridge corridor; and the addition of new carpool lanes on U.S. Highway 101 in Marin and Sonoma counties.
- Funds additional transit enhancements in the San Francisco-Oakland Bay Bridge corridor, including new express bus and ferry service, Alameda-Contra Costa Transit District (AC Transit) bus rapid transit expansion in the East Bay, replacement and expansion of San Francisco Muni's aging transit fleet, and transit enhancements in the Tri-Valley on Interstate 580.
- Provides more frequent ferry service on existing routes and expansion to new locations, such as Berkeley, Mission Bay (San Francisco), Redwood City and Seaplane Lagoon (Alameda), as determined by the San Francisco Bay Area Water Emergency Transportation Authority.
- Invests in projects to reduce truck traffic and emissions associated with trucks accessing the Port of Oakland.
- Supports an upgrade to the region's transit fare payment system, Clipper®.
- The Plan is financed by a \$1 increase in tolls on all Bay Area toll bridges except the Golden Gate Bridge effective January 1, 2019, a \$1 toll increase effective January 1, 2022, and a \$1 toll increase effective January 1, 2025.

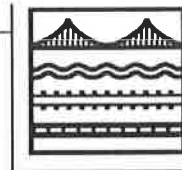
The Plan includes 35 projects and programs to relieve traffic and enhance public transit in bridge corridors.

RM 3 proposes a major capital investment of \$4.5 billion to relieve traffic congestion and improve travel through the Bay Area's state-owned bridge corridors.

History of Bridge Tolls

Map of State-Owned Toll Bridges





Regional Measure 1

In 1988, Bay Area voters approved Regional Measure 1 (RM 1) by a margin of almost 70 percent. The measure standardized all tolls on the region's state-owned bridges at \$1 and used the new revenues to fund a list of bridge and public transit improvements. Previously, tolls were set at different rates on each bridge. The base toll funds were and continue to be used to operate and maintain the bridges. Projects funded by RM 1 include:

- A replacement span for the Carquinez Bridge
- Widening of the San Mateo-Hayward Bridge
- Construction of the new Benicia-Martinez Bridge
- Rehabilitation of the Richmond-San Rafael Bridge
- Richmond Parkway construction
- Improvements to BART, Caltrain and the San Francisco Municipal Railway (Muni)



SOURCE: Bay Area Toll Authority

Seismic Safety

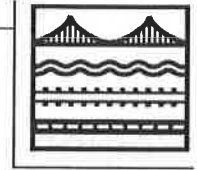
Bridge tolls have been vital to ensuring the safety of Bay Area bridges in the event of earthquakes. In 1997, the California Legislature added a second dollar to the region's bridge tolls to fund needed seismic retrofit work on the Benicia-Martinez, Carquinez, Richmond-San Rafael, San Francisco-Oakland Bay and San Mateo-Hayward bridges. In 2007 and 2010 two additional dollars were added by the Legislature and Bay Area Toll Authority (BATA), respectively, to complete the replacement of the Bay Bridge's East Span, seismically retrofit the Antioch and Dumbarton Bridges, and cover additional bridge capital expenses.

Regional Measure 2

Voters in 2004 approved Regional Measure 2 (RM 2), raising the toll on the region's seven state-owned bridges by \$1. Similar to RM 3, RM 2 established a Regional Traffic Relief Plan to help finance highway, transit, bicycle and pedestrian projects in the bridge corridors and their approaches, and to provide operating funds for key transit services. RM 2 consisted of 36 projects, including:

- BART seismic retrofit and Warm Springs extension
- Muni Metro Third Street light rail
- The Caldecott Tunnel's fourth bore
- Improvements to the Interstate 80/Interstate 680/state Route 12 interchange in Solano County
- Bicycle and pedestrian transit access improvements in all nine Bay Area counties
- eBART, a rail extension of approximately nine miles to eastern Contra Costa County, scheduled to open in 2018
- The new Sonoma-Marín Area Rail Transit (SMART) train

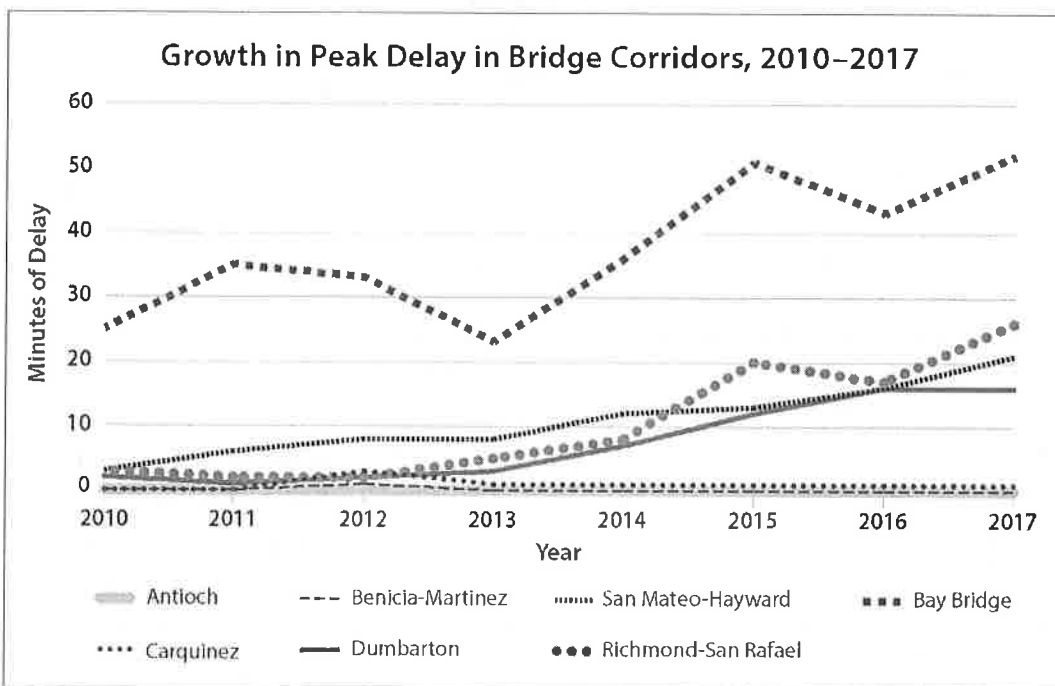
Bridge tolls have funded over 60 percent of the total cost for seismic retrofit work on the Bay Area's seven state-owned toll bridges.



Current Travel Patterns and Future Growth

The Bay Area's dynamic economy and well-developed transportation system give workers access to jobs located in numerous places within the region's 7,000 square miles. Each weekday, over 3.7 million Bay Area workers find a way to their jobs, whether by driving alone, carpooling, walking, biking, or riding buses, trains, ferries and cable cars. Yet traffic delays and transit overcrowding have grown significantly worse in recent years. Overall commute time is at the highest level on record, and the transportation system has been stretched past its limits while the Bay Area has experienced record employment growth.

Each weekday, over 3.7 million Bay Area workers must find a way to their jobs.

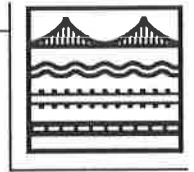


SOURCE: Bay Area Toll Authority

By 2040, the Bay Area is forecast to add 1.3 million jobs, and the population of the nine counties is expected to increase to 9.6 million. This job growth will generate a need for investment in the Bay Area's bridge corridors. To relieve traffic congestion and to help people get where they need to go on the region's seven state-owned toll bridges (Antioch, Benicia-Martinez, Carquinez, Dumbarton, Richmond-San Rafael, San Mateo-Hayward and San Francisco-Oakland Bay bridges), Regional Measure 3 (RM 3) proposes a major capital investment of \$4.5 billion to fund the Bay Area Traffic Relief Plan (the Plan), as described in this summary.

By 2040, the Bay Area is forecast to add 1.3 million jobs.

The San Francisco-Oakland Bay Bridge carries more than one-third of all state-owned toll bridge trips.



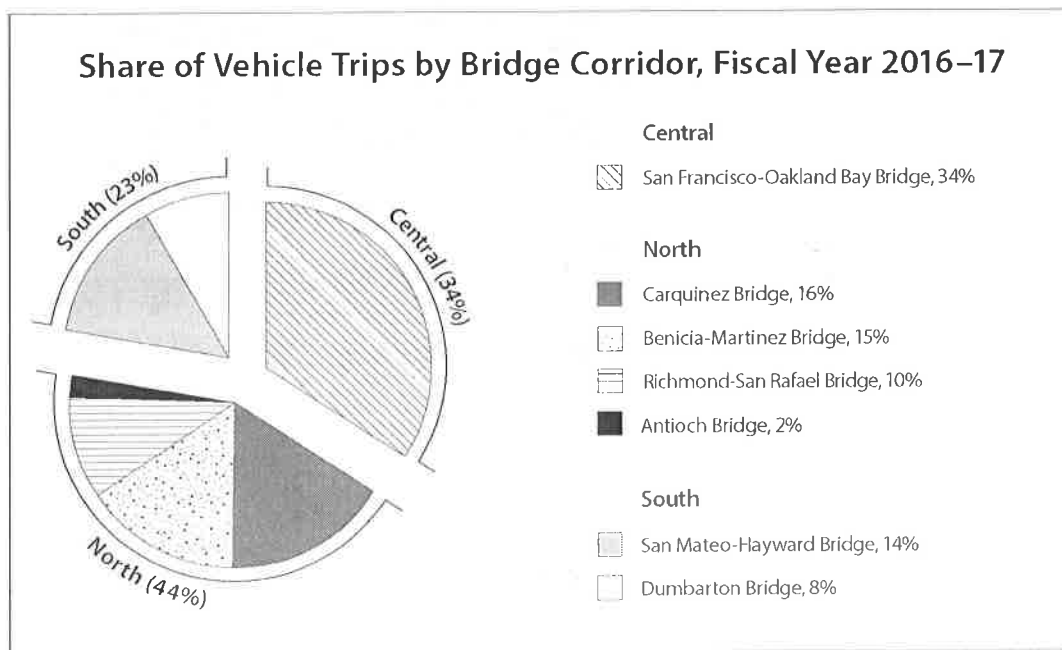
Bridge Tolls Help Fund the Bay Area's Transportation System

The Bay Area's local roads, highways and public transit systems are paid for by taxes and fees, including gas taxes, voter-approved sales taxes and transit fares that are levied at the local, state and federal levels and dedicated to transportation purposes. The majority of these funds are dedicated to maintaining and operating roadways and public transit systems: repaving roads; fixing potholes; and maintaining and operating trains, buses and ferries. Bridge tolls maintain and operate existing toll bridges, build new bridges and fund seismic safety. Tolls also fund transportation improvements that help reduce congestion in the bridge corridors, such as Bay Area Rapid Transit (BART), buses and ferries. If approved by Bay Area voters, RM 3 would fund the next generation of major transportation improvements in bridge corridors.

RM 3 would fund the next generation of major transportation improvements in bridge corridors.

The Plan Prioritizes Improvements in the Most Congested Corridors

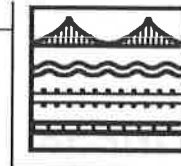
The Bay Area Traffic Relief Plan (the Plan), funded by RM 3, includes projects benefiting each of the Bay Area's nine counties and prioritizes projects in the most congested bridge corridors. Commuters on the Bay Bridge experience the worst delays, so the Plan's biggest investments target this corridor, including \$500 million for new BART cars to accommodate additional riders and \$300 million for an expanded Bay Area ferry system. The Plan will fund dozens of additional improvements in each of the remaining bridge corridors, as described in this summary.



The Plan expands transit service and capacity in the Bay Bridge corridor, where vehicle hours of delay are forecast to double between 2015 and 2040.

SOURCE: Bay Area Toll Authority

NOTE: Totals do not sum to 100% due to rounding. Sum of individual bridge shares do not match bridge corridor shares due to rounding.



Development and Oversight of Regional Measure 3

In 2017, the California Legislature took action to provide congestion relief and public transit improvements in the region's seven state-owned toll bridge corridors. Specifically, Senate Bill 595 (Beall) established a \$4.5 billion capital expenditure plan (the Bay Area Traffic Relief Plan), and authorized the Bay Area Toll Authority (BATA) – which administers bridge toll revenue – to place a toll increase of up to \$3 on the ballot to fund this plan. The Bay Area Traffic Relief Plan (the Plan) includes 35 high-priority transportation projects to reduce traffic congestion and improve movement in bridge corridors.

Independent and Legislative Oversight

Subject to voter approval of Regional Measure 3 (RM 3), BATA is required to establish an 18-member Independent Oversight Committee comprised of two representatives appointed by the board of supervisors in each of the nine counties to ensure toll funds are spent in a manner consistent with the law. In addition, BATA is required to submit an annual report on the status of the Plan to the Legislature.

Toll Funds Subject to Annual Audit

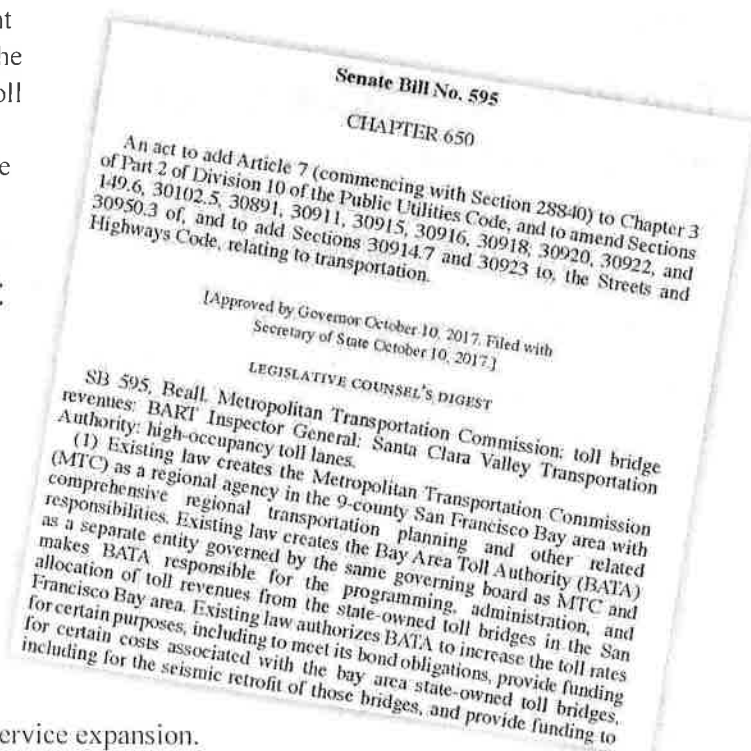
Toll expenditures are subject to an annual independent financial audit by a licensed certified public accounting firm. The audit report is presented by the auditor directly to the BATA Audit Committee on an annual basis. The Fiscal Year (FY) 2016–17 Comprehensive Annual Financial Report is available for download at <https://mtc.ca.gov/bata>.

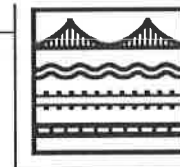
Performance Measures

The Plan provides new operating funding for ferry and bus service expansion. Prior to allocating funds for this purpose, the Metropolitan Transportation Commission (MTC) is required to develop performance measures, such as ridership targets, to ensure tolls are used cost-effectively. A similar requirement existed for RM 2 and led to the substitution of certain routes that did not attract enough riders with routes that were more cost-effective.

Project Level Oversight

Prior to receiving funding, each project must have a completed cost estimate and schedule. Funds will only be allocated to projects with sufficient funds to complete the project.





Bay Area Traffic Relief Plan Projects

Details on the projects included in the Bay Area Traffic Relief Plan (the Plan) are organized into four sections: regionwide improvements, and improvements in three major bridge groupings: Central (San Francisco-Oakland Bay Bridge Corridor), North (Antioch, Benicia-Martinez, Carquinez and Richmond-San Rafael Bridge Corridors), and South (Dumbarton and San Mateo-Hayward Bridge Corridors).

Regionwide Improvements

Capital Program

The Bay Area's dynamic economy and well-developed transportation system give workers access to jobs located in numerous parts of the region. More than one-third of Bay Area commuters travel across county lines to get to work, making them especially reliant on the regional transportation system each day. Regional Measure 3 (RM 3) projects identified as "regionwide" are those that have an impact beyond one county or bridge corridor, including competitive grant programs available across all nine counties.

Almost 70 percent of funds in the Plan are dedicated to improving public transit options in the bridge corridors.

BART Expansion Cars (\$500 million)



Purchase new railcars to expand the Bay Area Rapid Transit (BART) vehicle fleet to allow for more frequent trains, less crowding and improved reliability. According to BART, the funds will help purchase an additional 300 vehicles that, coupled with other system improvements already underway, are expected to boost transbay passenger capacity by up to 30 percent.

Bay Area Corridor Express Lanes (\$300 million)

Invest in the expansion of express lanes to complete the Bay Area Express Lane network. Projects could include express lanes in Alameda, Contra Costa, San Mateo, Santa Clara and Solano counties and in the City and County of San Francisco.

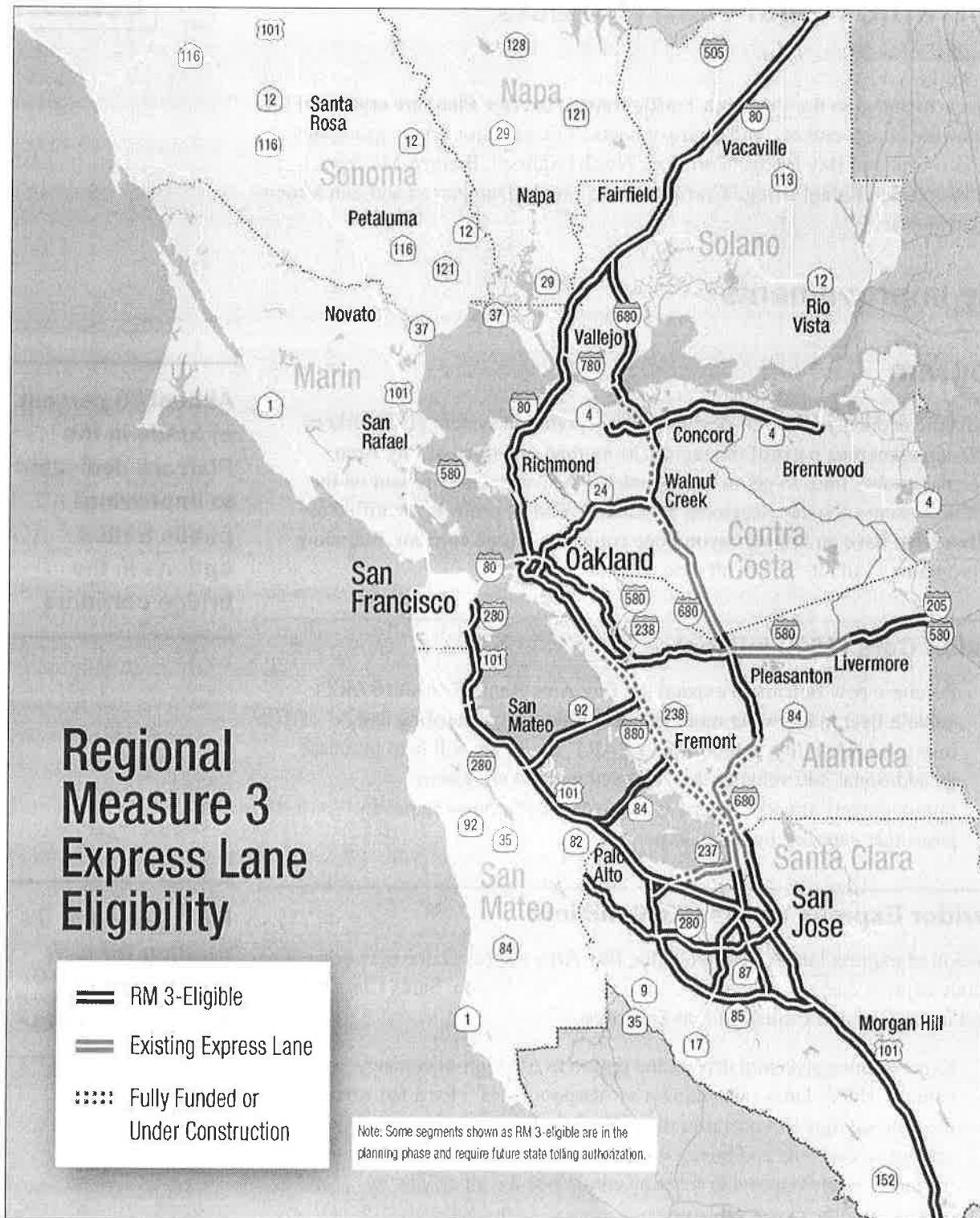
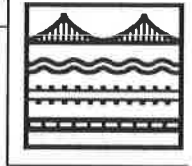


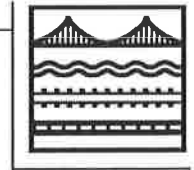
Express lanes give solo drivers the option to use high-occupancy vehicle (HOV) lanes (also known as "carpool lanes") for a fee when the time savings is worth it to them. Express lanes provide travel time savings to carpools and buses, which continue to have free access to the lanes, while improving freeway conditions for all drivers by maximizing the use of all lanes.

RM 3 provides funding for new BART cars to reduce crowding.

Projects will include conversion of existing HOV lanes to express lanes and the construction of new express lanes. Consistent with SB 595, projects will be prioritized based on project readiness and benefit-cost, among other factors. See the map on page 12 for express lane segments that could be funded by RM 3.

Map of Potential New Express Lanes





Regionwide Improvements (*continued*)

Ferry Enhancement Program (\$300 million)



Invest in more frequent ferry service and enhanced capacity on existing routes. Projects will be prioritized by the San Francisco Bay Area Water Emergency Transportation Authority according to its 2016 Strategic Plan, which envisions more frequent service between San Francisco and Alameda/Oakland, Vallejo and Harbor Bay and new service to Seaplane Lagoon (Alameda), Mission Bay (San Francisco), Berkeley and Redwood City. Funds will be used to purchase new vessels, upgrade and rehabilitate existing vessels, build and upgrade existing facilities, and build or expand terminals.

RM 3 aims to reduce truck traffic and mitigate its environmental impacts.

Goods Movement and Mitigation (\$160 million)



Reduce truck traffic congestion and mitigate its environmental impacts. Eligible projects include, but are not limited to, improvements in Alameda County to enable more goods to be shipped by rail; access improvements on Interstate 580, Interstate 80 and Interstate 880; and improved access to the Port of Oakland.

San Francisco Bay Trail/Safe Routes to Transit (\$150 million)



Improve bicycle and pedestrian access on and near the region's toll bridges and to rail transit stations and ferry terminals. Access improvements include sidewalks, bike paths, traffic signal improvements, clearer signage and secure bicycle parking.

RM 3 invests in better bicycle and pedestrian access to San Francisco Bay and regional transit stations.

Capitol Corridor (\$90 million)

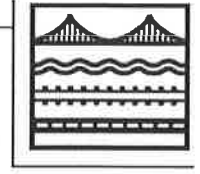


Improve the performance of the Capitol Corridor rail service – which operates weekday and weekend rail service from San Jose to Sacramento. The project is designed to reduce travel times, including between Oakland and San Jose; allow more frequent service; and improve safety and reliability.

Next Generation Clipper® Transit Fare Payment System (\$50 million)



Invest in the next generation of Clipper, the Bay Area's transit fare payment system. Clipper is currently available on each of the Bay Area's two dozen transit systems. The goal of the next generation system is to support a more convenient and mobile-friendly transit fare payment system for Bay Area transit riders.



Annual Transit Operating Funding

The Plan invests up to 16 percent of annual RM 3 toll revenue, up to \$60 million per year, to support bus and ferry service enhancements and the operation of the new Transbay Transit Center in downtown San Francisco. The table below indicates the maximum annual dollar amounts allowed for operating purposes. The dollar amounts are estimates for the amount available in 2025, once the RM 3 toll increase is fully phased in.

Program	Share of Operating Funds (Annual Dollar Amount Not to Exceed)
Transbay Transit Center	8 percent (\$5 million)
Regional Express Bus	34 percent (\$20 million)
Ferry Service Expansion	58 percent (\$35 million) <i>(phased in over five years starting at \$10 million)</i>

Transbay Transit Center

Funds are available for transportation-related costs associated with operating the new terminal, the future hub for regional bus service as well as the new San Francisco terminus for Caltrain and future high-speed rail.

Regional Express Bus

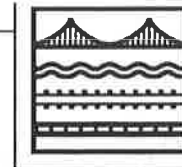


The Plan makes available up to \$20 million per year for transbay express bus service, with a priority given to those routes that carry the greatest number of riders. Prior to allocating the funds, MTC will adopt performance measures related to fare-box recovery, ridership, or other indicators, as appropriate.

Ferry Service Expansion

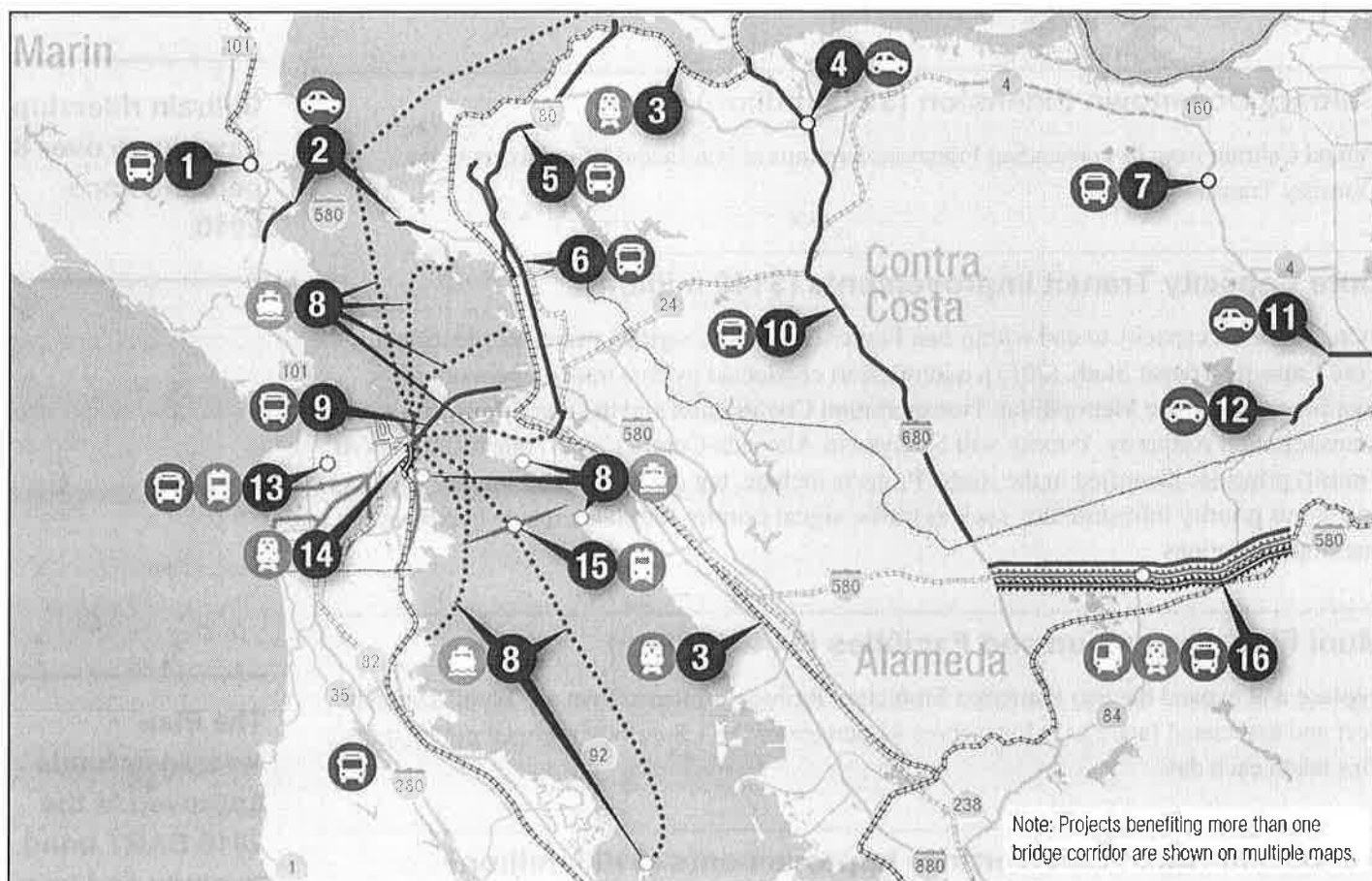


Up to \$35 million per year will be made available to the San Francisco Bay Area Water Emergency Transportation Authority (WETA) to support expanded ferry service, including increased frequencies of existing routes and the operation of new routes. Prior to receiving operating funds, WETA will adopt a plan that includes system-wide and route-specific performance measures related to fare-box recovery, ridership and any other measures as deemed appropriate by WETA, in consultation with MTC.

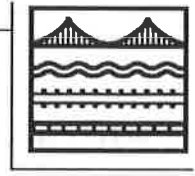


Central Bridge Corridor Projects

San Francisco-Oakland Bay Bridge



- | | |
|---|--|
| 1 San Rafael Transit Center (\$30 million) | 9 Core Capacity Transit Improvements (\$140 million) |
| 2 Richmond-San Rafael Bridge Access Improvements (\$210 million) | 10 I-680 Transit Improvements (\$10 million) |
| 3 Amtrak Capitol Corridor Improvements (\$90 million) | 11 Byron Highway-Vasco Road Airport Connector (\$10 million) |
| 4 I-680/SR-4 Interchange Improvements (\$210 million) | 12 Vasco Road Safety Improvements (\$15 million) |
| 5 I-80 Transit Improvements in Contra Costa County (\$25 million) | 13 Muni Fleet Expansion and Facilities (\$140 million) |
| 6 AC Transit-Rapid Bus Improvements (\$100 million) | 14 Caltrain Downtown Extension (\$325 million) |
| 7 Brentwood Transit Center (\$15 million) | 15 Transbay Rail Crossing (\$50 million) |
| 8 Ferry Enhancement Program (\$300 million) | 16 Tri-Valley Transit Access Improvements (\$100 million) |



Central Bridge Corridor

Public Transit Improvements

Caltrain Downtown Extension (\$325 million)

Extend Caltrain from its current San Francisco terminus at Fourth and King Streets to the Transbay Transit Center.

Caltrain ridership has grown over 80 percent since 2010.

Core Capacity Transit Improvements (\$140 million)

Increase transit capacity to and within San Francisco through various strategies identified in the Core Capacity Transit Study (2017), a joint effort conducted by five transit operators in coordination with the Metropolitan Transportation Commission and the San Francisco County Transportation Authority. Priority will be given to Alameda-Contra Costa Transit District (AC Transit) priorities identified in the study. Projects include, but are not limited to, new transbay buses; bus priority infrastructure, such as traffic signal priority for buses; queue bypass lanes; and bus stop relocations.

Muni Fleet Expansion and Facilities (\$140 million)

Replace and expand the San Francisco Municipal Railway's (also known as "Muni") vehicle fleet and associated facilities. Muni serves 44 percent of the 1.8 million regional public transit trips taken each day.

The Plan leverages funds approved in the 2016 BART bond to study and begin design work on a new transbay rail crossing.

AC Transit Rapid Bus Corridor Improvements (\$100 million)

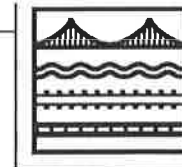
Improve speed and reliability for key AC Transit bus lines, consistent with the Major Corridors Study (2016). Improvements could include transit enhancements in the San Pablo Corridor, the Grand-MacArthur Corridor and the East 14th/Mission Corridor.

Transbay Rail Crossing (\$50 million)

To accommodate additional trains in the San Francisco-Oakland Bay Bridge corridor and its approaches, fund studies, conceptual engineering, design, and operations and service plans for a second transbay rail crossing to serve Bay Area Rapid Transit (BART) and other rail options.

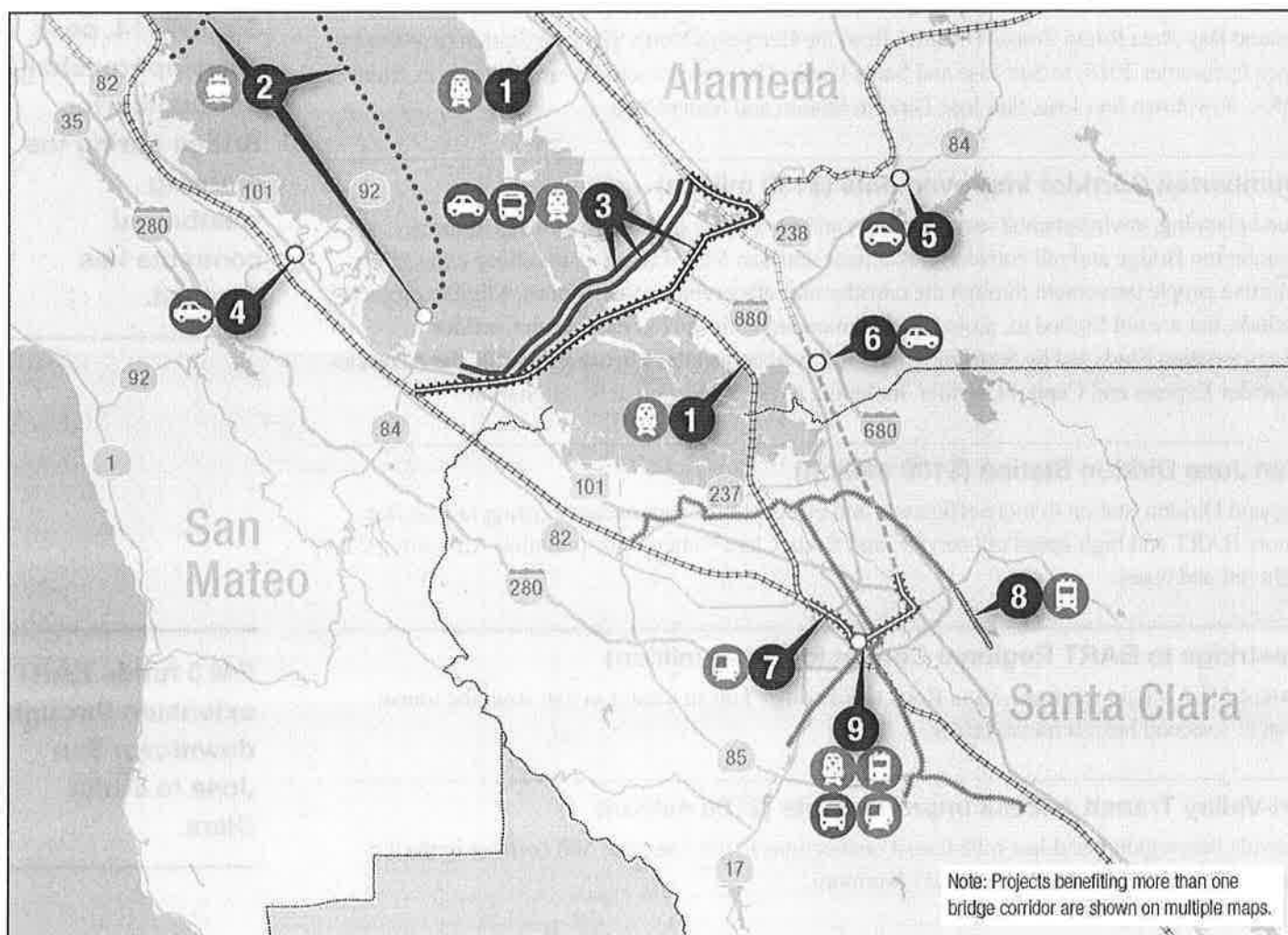
Interstate 80 Transit Improvements (\$25 million)

Support expanded bus service in the I-80 corridor in Contra Costa County through the purchase of new AC Transit and Western Contra Costa Transit Authority (WestCAT) transbay buses, expansion of bus storage and maintenance facilities, and implementation of the San Pablo Avenue Multimodal Corridor.

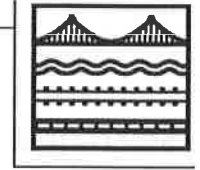


Southern Bridge Corridor Projects

Dumbarton and San Mateo-Hayward Bridges



- | | |
|---|---|
| 1 Amtrak Capitol Corridor Improvements (\$90 million) | 7 BART to San Jose (Phase 2) (\$375 million) |
| 2 Ferry Enhancement Program (\$300 million) | 8 Eastridge to BART Regional Connector (\$130 million) |
| 3 Dumbarton Corridor Improvements (\$130 million) | 9 San Jose Diridon Station (\$100 million) |
| 4 U.S. 101/SR-92 Interchange (\$50 million) | |
| 5 I-680/SR-84 Interchange Reconstruction (\$85 million) | Note: Tri-Valley Transit Access Improvements shown on Central Corridor map, p.15. |
| 6 I-680/I-880/SR-262 Freeway Connector (\$15 million) | |



Southern Bridge Corridor

A. Public Transit Improvements

BART Extension to San Jose (Phase 2) (\$375 million)

Extend Bay Area Rapid Transit (BART) from the Berryessa/North San Jose Station (expected to open in summer 2018) to San Jose and Santa Clara. The project includes new stations in Alum Rock, downtown San Jose, San Jose Diridon Station and Santa Clara.

Dumbarton Corridor Improvements (\$130 million)

Fund planning, environmental review, design and construction of improvements in the Dumbarton Bridge and rail corridor in Alameda and San Mateo counties to relieve congestion, improve people movement through the corridor and offer reliable travel times. Eligible projects include, but are not limited to, projects recommended in the 2016 Dumbarton Corridor Transportation Study led by SamTrans and improved connections between BART, the Altamont Corridor Express and Capitol Corridor, including a rail connection at Shinn Station.

San Jose Diridon Station (\$100 million)

Expand Diridon Station to more efficiently and effectively accommodate existing rail service, future BART and high-speed rail service, and Santa Clara Valley Transportation Authority (VTA) light rail and buses.

Eastridge to BART Regional Connector (\$130 million)

Extend VTA's light rail from Alum Rock to Eastridge Transit Center in San Jose, the transit system's second busiest transit center.

Tri-Valley Transit Access Improvements (\$100 million)

Provide interregional and last-mile transit connections in the Interstate 580 corridor in the Tri-Valley area of Dublin, Pleasanton and Livermore.

Since 2014, peak delay approaching the Dumbarton Bridge during the morning westbound commute has doubled.

RM 3 funds BART's extension through downtown San Jose to Santa Clara.

B. Traffic Bottleneck Relief

Interstate 680/State Route 84 Interchange Reconstruction (\$85 million)

Improve safety and regional and interregional connectivity by upgrading SR 84 from a two-lane highway to a four-lane expressway between south of Ruby Hill Drive and the I-680 interchange in southern Alameda County and by implementing additional improvements between I-680 and SR 84.

U.S. Highway 101/State Route 92 Interchange (\$50 million)

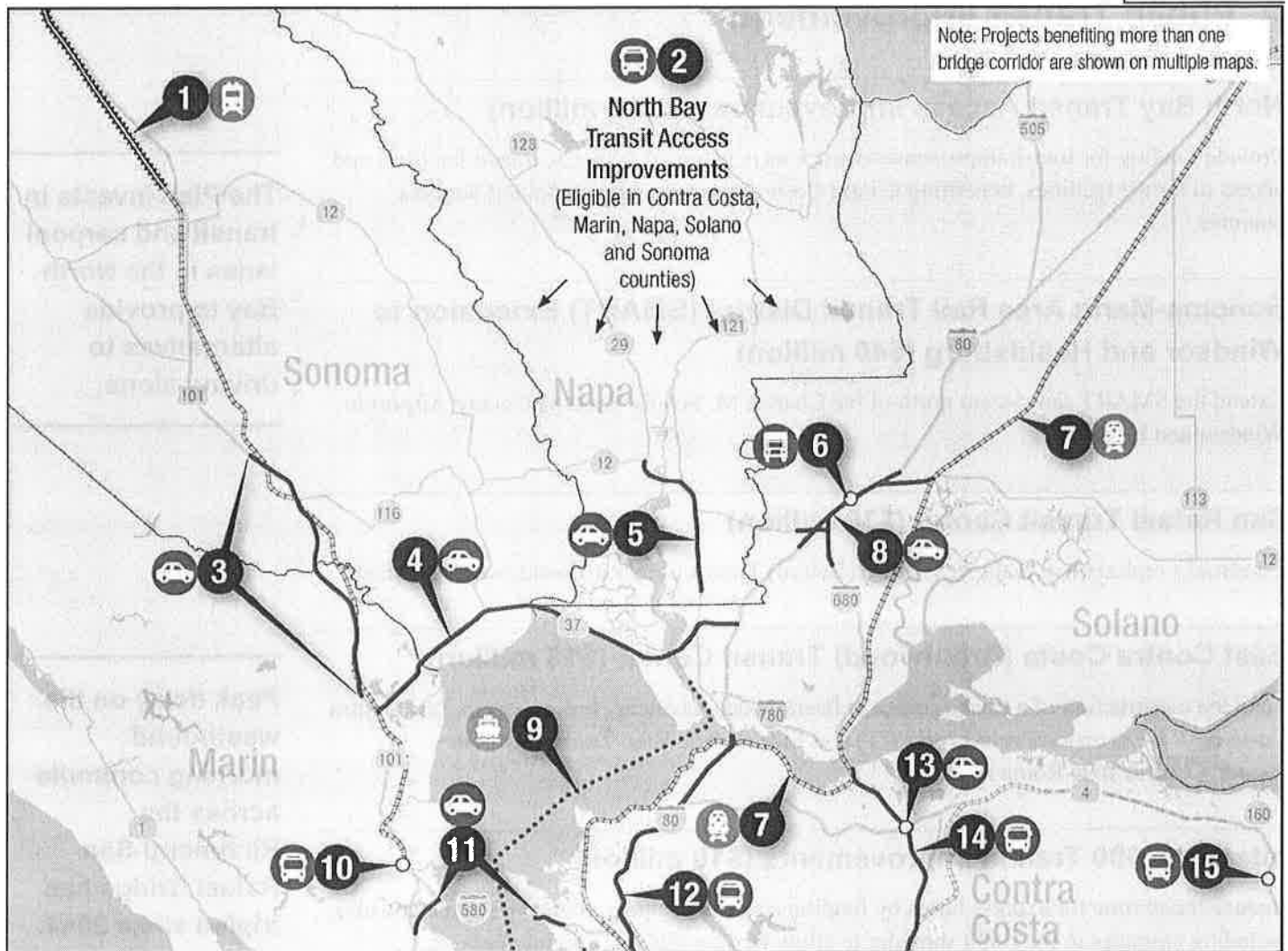
Improve U.S. 101 and SR 92 interchange in San Mateo County, including reconfigured ramps and direct connector ramps.

Interstate 680/Interstate 880/Route 262 Freeway Connector (\$15 million)

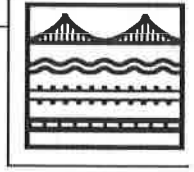
Connect I-680 and I-880 in southern Alameda County to improve traffic movement, reduce congestion, and improve operations and safety.

Northern Bridge Corridor Projects

Antioch, Benicia-Martinez, Carquinez & Richmond-San Rafael Bridges



- | | |
|---|--|
| 1 SMART Extension to Windsor and Healdsburg (\$40 million) | 9 Ferry Enhancement Program (\$300 million) |
| 2 North Bay Transit Access Improvements (\$100 million) | 10 San Rafael Transit Center (\$30 million) |
| 3 U.S. 101 Marin-Sonoma Narrows (\$120 million) | 11 Richmond-San Rafael Bridge Access Improvements (\$210 million) |
| 4 SR-37 Improvements (\$100 million) | 12 I-80 Transit Improvements in Contra Costa County (\$25 million) |
| 5 SR-29 Improvements (\$20 million) | 13 I-680/SR-4 Interchange Improvements (\$210 million) |
| 6 I-80 Westbound Truck Scales (\$105 million) | 14 I-680 Transit Improvements (\$10 million) |
| 7 Amtrak Capitol Corridor Improvements (\$9015 million) | 15 Brentwood Transit Center (\$15 million) |
| 8 I-80/I-680/SR-12 Interchange Improvements (\$150 million) | |
- Note: Vasco Road Safety Improvements and Byron Highway-Vasco Road Airport Connector shown on Central Corridor map, p.15.



Northern Bridge Corridor

A. Public Transit Improvements

North Bay Transit Access Improvements (\$100 million)

Provide funding for transit improvements, such as new transit vehicles, transit facilities and access to transit facilities, benefiting Contra Costa, Marin, Napa, Solano and Sonoma counties.

The Plan invests in transit and carpool lanes in the North Bay to provide alternatives to driving alone.

Sonoma-Marin Area Rail Transit District (SMART) Extension to Windsor and Healdsburg (\$40 million)

Extend the SMART rail system north of the Charles M. Schulz-Sonoma County Airport to Windsor and Healdsburg.

San Rafael Transit Center (\$30 million)

Construct a replacement to the San Rafael (Bettini) Transit Center in downtown San Rafael.

East Contra Costa (Brentwood) Transit Center (\$15 million)

Fund the construction of a transit center in Brentwood, enhancing bus access to East Contra Costa BART Extension Project (eBART) and Mokelumne Bike Trail/Pedestrian Overcrossing at state Route 4.

Peak delay on the westbound morning commute across the Richmond-San Rafael Bridge has tripled since 2014.

Interstate 680 Transit Improvements (\$10 million)

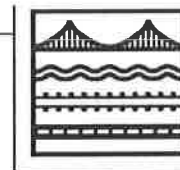
Reduce travel time for express buses by funding a suite of improvements along the corridor, including upgrades to the I-680 shoulder to allow bus use during commute periods, enhanced real-time traveler information and deployment of technology to manage parking at transit centers.

B. Traffic Bottleneck Relief

Richmond-San Rafael Bridge Access Improvements (\$210 million)

Fund eastbound and westbound improvements in the Richmond-San Rafael Bridge corridor, including:

- A direct connector from northbound U.S. Highway 101 in Marin County to the Richmond-San Rafael Bridge (\$135 million)
- Westbound bridge access improvements in Contra Costa County east of the toll plaza, including upgrades to the Richmond Parkway interchange (\$75 million)



Interstate 680/State Route 4 Interchange Improvements (\$210 million)

Improve the interchange to boost safety and reduce congestion on I-680 and SR 4, including, but not limited to, new direct connectors between the two freeways and widening of SR 4 to add auxiliary lanes and high-occupancy vehicle (HOV) lanes.

The Plan invests in state Route 37 in Marin, Solano and Sonoma counties to reduce flooding risk and traffic congestion.

Interstate 80/Interstate 680/State Route 12 Interchange Project (\$150 million)

Construct Red Top Road interchange and westbound I-80 to southbound I-680 connector to improve traffic flow on Lopes Road and Fermi Road by realigning them to accommodate the future I-680 changes.

U.S. Highway 101 Marin-Sonoma Narrows (\$120 million)

Construct northbound and southbound HOV lanes on U.S. 101 in Marin and Sonoma counties by adding one carpool lane in each direction.

RM 3 will add new carpool lanes in the Marin-Sonoma Narrows on U.S. Highway 101.

Interstate 80 Westbound Truck Scales (\$105 million)

Improve freight mobility, reliability and safety on the I-80 corridor by funding improvements to the I-80 Westbound Truck Scales in Solano County.

State Route 37 Improvements (\$100 million)

Fund improvements to SR 37 to provide for mobility, safety and resiliency to sea-level rise and flooding. The project includes the segment of SR 37 from the intersection with U.S. Highway 101 in Marin County to the intersection with Interstate 80 in Solano County.

State Route 29 Improvements (\$20 million)

Fund major intersection improvements on SR 29 to relieve congestion, enhance mobility and improve safety, including improvements for Soscol Junction and between Carneros Highway (State Route 12/121) and American Canyon Road.

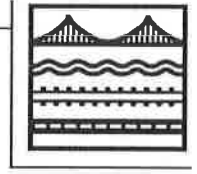
The I-680/SR 4 Interchange project will increase capacity to improve traffic safety for this major highway interchange.

Vasco Road Safety Improvements (\$15 million)

Complete the construction of safety improvements on Vasco Road in the most curvy and hilly section within Contra Costa County. Funds will be used to complete a 2.5-mile median barrier and widen the existing roadway to deliver safety improvements while maintaining the current number of travel lanes.

Byron Highway-Vasco Road Airport Connector (\$10 million)

Construct a new connector between Byron Highway and Vasco Road to provide a bypass for traffic (including significant freight vehicles) around the community of Byron and to improve access to the Byron Airport.



Other Provisions

New BART Inspector General

Subject to voter approval of Regional Measure 3 (RM 3), the Independent Office of the BART Inspector General (IG) will be established to identify opportunities to improve the efficiency of BART operations and delivery of capital projects, including toll-funded projects. If RM 3 is approved, the office would be funded by an annual allocation of at least \$1 million in toll revenue.

Amending the Plan

Recognizing the need for flexibility in a multibillion-dollar investment plan, funds may be reassigned within the same bridge corridor if the original project secures alternate funding or encounters insurmountable obstacles. These changes can occur only after the project sponsor is consulted and a public hearing is held.

RM 3 Leverages Local Matching Funds

Many projects in the Plan have received partial funding from local measures. A local agency may not withdraw matching funds already committed to a project in the Plan unless the funds are needed to pay for a critical safety or maintenance need, or to avoid cuts to transit service.

Two-Bridge Discount

Under RM 3, commuters (including carpoolers) who pay tolls electronically on two of the region's seven state-owned toll bridges (Antioch, Benicia-Martinez, Carquinez, Dumbarton, Richmond-San Rafael, San Mateo-Hayward and San Francisco-Oakland Bay bridges) during commute hours will receive a 50 percent discount on the RM 3 portion of the toll paid on the second crossing within a one-day period.

Toll Rate Adjustments

Subject to voter approval of RM 3, the Bay Area Toll Authority (BATA) would be authorized to index the RM 3 portion of the toll after it is fully phased in to keep pace with inflation. Revenue generated by indexing the toll to inflation could be used to provide bridge maintenance and rehabilitation as well as supplemental funding for the projects and programs in the Plan.

Delivery of the Plan

If RM 3 is approved by voters, revenues from the toll increase will be administered by BATA and the Metropolitan Transportation Commission (MTC), as in RM 1 and RM 2. MTC is the transportation planning, funding and coordinating agency for the San Francisco Bay Area. The governing boards of BATA and MTC are the same and are comprised of appointees from each of the nine counties and other local officials, most of whom are elected officials, as well as state and federal appointees.

ARGUMENT IN FAVOR OF REGIONAL MEASURE 3

Vote YES on Regional Measure 3 to relieve traffic and improve public transportation in Santa Clara County.

Our region is suffering from the worst traffic crisis in its history and, as the Bay Area grows by 2,000,000 additional residents in the next two decades, congestion will get even worse. Too many Bay Area drivers already spend hours and hours commuting every week-keeping them away from their families and homes.

We need a comprehensive, long-term solution to reduce traffic, improve travel times and bring our public transportation system into the 21st century. We need Regional Measure 3.

Vote YES on Regional Measure 3 to extend BART to San Jose and Silicon Valley, run more frequent trains and reduce crowding. Regional Measure 3 will extend Caltrain to the Transbay Transit Center in San Francisco and expand Diridon Station to accommodate BART, Caltrain, Amtrak and high speed rail services.

Even for those who don't use public transportation, Regional Measure 3 improvements will take cars off the road and make everyone's commutes easier.

Regional Measure 3 will construct express lanes on Highways 101, 280 and 237 and expand regional bus services to reduce congestion and commute times. Highway improvements and better transit options will also improve travel times in the Dumbarton Bridge corridor.

Vote YES on Regional Measure 3:

- Extend BART to San Jose and Santa Clara and purchase over 300 new BART cars
- Reduce truck traffic congestion and improve air quality
- Improve bike/pedestrian access to train stations
- Improve transbay bus service and carpool access to improve commute times across bridges
- Extend light rail to connect with BART at the Eastridge Transit Center
- Upgrade the Clipper transit card system to support universal, seamless public transit fare payment

Regional Measure 3 mandates strong taxpayer safeguards, including independent audits, citizen oversight and a Transportation Inspector General to hold elected leaders accountable for spending.

ARGUMENT IN FAVOR OF REGIONAL MEASURE 3-Continued

Join commuters, traffic engineers and community leaders-vote YES on Regional Measure 3.

/s/ Sam Liccardo
Mayor, City of San Jose

/s/ Carl Guardino
President & CEO, Silicon Valley Leadership Group

/s/ Teresa Alvarado
San Jose Director, SPUR, San Francisco Bay Area Planning & Urban Research Association

/s/ Michael Cooper
President, American Council of Engineering Companies, California

/s/ Adam E. Cosner
President, Santa Clara County Firefighters

REBUTTAL TO ARGUMENT IN FAVOR OF REGIONAL MEASURE 3

Imagine being one of countless thousands of low-wage employees who commute over bridges to a job. You leave home at dawn to join the sea of traffic crawling to work, five days/week. The first hour you work just pays for your daily commute.

Regional Measure 3 would raise bridge tolls another \$3.00 each. That's on top of the extra 12¢/gallon they added to gasoline taxes last November.

That's \$8 per day, 5 days a week for 50 weeks a year or \$2,000 in yearly bridge tolls. Ouch!

But the billions in toll hikes will improve your commute, right? Wrong. The few road projects will help developers, not bridge commuters.

They're telling voters Regional Measure 3 will "reduce auto and truck traffic." But their own forecast states, if Regional Measure 3 is implemented, in a few years traffic congestion and delay times will increase 44%!

As experience teaches, many promised projects won't get built due to cost overruns. **Think Bay Bridge: delivered ten years late and \$5 billion over budget**, already rusting, by the same agency now proposing Regional Measure 3.

Regional Measure 3 is a government transportation boondoggle that will 1. **Be over budget**, 2. **Behind schedule**, 3, and **under perform promises**. It's axiomatic.

The agency promoting toll hikes is the same agency that squandered current toll funds to buy itself a new \$257 million offices-not accessible by public transit!

Don't trust them with more of your money.

NO on Regional Measure 3!

For more information: 1. www.SVTaxpayers.org/2018-RM3, 2. occupymtc.org & 3. nine-county-coalition.squarespace.com

/s/ Mark W.A. Hinkle
President: Silicon Valley Taxpayers Association

/s/ Jennifer Imhoff
Chair, Libertarian Party of Santa Clara County

ARGUMENT AGAINST REGIONAL MEASURE 3

Imagine you're one of the hundreds of thousands of low-wage employees who commute over bridges to a job where you can't afford to live. You leave home at dawn to join the sea of traffic crawling to work, five days/week. The first hour you work everyday just pays for your commute.

Regional Measure 3 would raise bridge tolls another \$3.00 each. That's on top of the extra 12¢/gallon they added to gasoline taxes last November.

That's \$8 per day, 5 days a week for 50 weeks a year or \$2,000 in yearly bridge tolls. Ouch!

But the billions in toll hikes will go to improve your commute, right? Wrong. The few road projects budgeted will help developers, not bridge commuters. Helping developers add more population will only make traffic worse!

And as experience teaches, many promised projects won't get built due to cost overruns. Think Bay Bridge: delivered ten years late and \$5 billion over budget, already rusting, by the same agency now proposing Measure 3.

They're telling voters Measure 3 will "reduce auto and truck traffic." But their own forecast states, if Regional Measure 3 is implemented, in a few years traffic congestion and **delay times will increase 44%**!

That's because Regional Measure 3 isn't an integrated regional plan. It's just an hodge-bodge compilation of local projects that politicians and developers in each county want somebody else to pay for.

The agency promoting toll hikes is the same agency that squandered current toll funds to buy itself new \$257 million offices-not accessible by public transit!

Don't trust them with more of your money.

And don't pile heavier burdens on low-wage commuters already struggling to pay their bills. **NO on Measure 3!**

For more information visit these web sites:

1. www.SVTaxpayers.org/2018-RM3, 2. occupymtc.org &
3. nine-county-coalition.squarespace.com

/s/ Mark W.A. Hinkle
President: Silicon Valley Taxpayers Association

/s/ Jennifer Imhoff
Chair, Libertarian Party of Santa Clara County

REBUTTAL TO ARGUMENT AGAINST REGIONAL MEASURE 3

If opponents of Regional Measure 3 got their way, we would do **nothing** to prepare for the additional 2,000,000 residents moving to the Bay Area in the next 20 years.

Bay Area traffic has grown 80% since 2010 and has broken congestion records for the last four years in a row. We cannot afford to wait and watch as commutes grow longer, public transportation becomes more crowded and Bay Area traffic becomes the worst in the country.

This problem will NOT solve itself. Regional Measure 3 makes vital transportation improvements to address the impact of growth BEFORE traffic gets worse.

Vote YES on Regional Measure 3 for a smart, integrated, long-term plan to reduce traffic, improve commutes and expand public transportation in Santa Clara County.

Regional Measure 3 projects are prioritized to fit the needs of Santa Clara County residents. By providing reliable public transportation, Regional Measure 3 helps low-wage employees, working families, seniors, disabled individuals and those without cars get to jobs, training programs and schools.

Vote YES on Regional Measure 3 to:

- Complete comprehensive transportation upgrades that meet the priorities of Santa Clara County commuters and reduce travel times throughout the Bay Area
- Extend BART to San Jose and Santa Clara, purchase new BART cars and help expand BART capacity by 45%
- Mandate strong taxpayer safeguards to help ensure transportation projects are completed on time and on budget

Regional Measure 3 offers discounts to commuters who cross more than one bridge a day and never increases tolls by more than \$1 at a time.

This is our chance to reduce traffic before it brings the Bay Area to a standstill. Vote YES on Regional Measure 3!

/s/ Jim Beall
Senator, California State Senate, State of California

/s/ Cindy Chavez
Supervisor, Board of Supervisors, Santa Clara County

/s/ Dave Cortese
Supervisor, Board of Supervisors, Santa Clara County

/s/ Shiloh Ballard
Executive Director, Silicon Valley Bicycle Coalition

/s/ Rod Diridon, Sr.
Chair Emeritus, League of Conservation Voters, Santa Clara County

MEASURE B

CITY ATTORNEY'S IMPARTIAL ANALYSIS OF MEASURE B

The *San Jose Envision 2040 General Plan* establishes permissible land uses, maximum densities and intensities, and development policies for property in San Jose. Measure B would change San Jose's General Plan; Zoning, Specific Plan, and Inclusionary Housing Ordinances; and the Evergreen-East Hills Development Policy; and would adopt a Specific Plan to develop 910 units on 200 acres in Evergreen currently zoned for 2,000,000 square feet of Campus Industrial development.

Measure B would establish a "Senior Housing Overlay" ("Overlay") designation to allow senior housing (for ages 55+ and "qualified permanent residents") on "Underutilized Employment Lands." The term "underutilized" is not defined in Measure B, but employment lands include land currently designated for various industrial and commercial uses. Measure B could affect an estimated 3,247 acres of vacant employment land in San Jose which is planned to support approximately 129,500 jobs, or 35% of the General Plan's job growth goal.

Development in San Jose must substantially conform with the General Plan. Measure B's proposed changes exempt Overlay developments from many current General Plan policies relating to:

- Balancing jobs and housing
- Preserving limited employment lands
- Focusing development in mixed-use, pedestrian-oriented, and transit-integrated Growth Areas and Urban Villages
- Promoting San Jose's fiscal health

Measure B would prohibit San Jose from counting the senior housing created in Overlay areas towards its housing inventory required by state law. Measure B would also require the City to find substitute employment lands.

Measure B would change some of the Inclusionary Housing Ordinance's requirements regarding for-sale market-rate senior housing in Overlay areas if the project has an approved specific plan that provides the affordable and market-rate units on the same site and specifies the design construction timing, location, parking, amenities, square footage and bedroom count of the affordable units. Additionally, the developer must choose whether to construct 20% for-sale units affordable to moderate-income households (110%) of Area Median Income ("AMI") or to construct 20% rental units consisting of 14% moderate-income affordable and 6% very-low-income (50% AMI) affordable. The 14% moderate-income affordability in the rental option above would replace the City's current requirement of 9% lower-income (80% AMI) affordability.

Measure B would include a veteran housing preference "to the extent permitted by law," and add general veteran housing goals to the General Plan for government and non-profit agencies to implement.

Measure B would exempt the 910 Evergreen senior units from the current 500-unit residential capacity limit in the Evergreen-East Hills Development Policy and from paying currently required traffic impact fees. Measure B depicts the location of the affordable units outside the gated Evergreen senior development.

CITY ATTORNEY'S IMPARTIAL ANALYSIS OF MEASURE B-Continued

Measure B was placed on the ballot by petition signed by the requisite number of voters. Measure B has not been evaluated under the California Environmental Quality Act (CEQA) because it is not required for voter-sponsored initiatives. Future discretionary approvals for the Evergreen site and any other Overlay development require CEQA compliance.

For the first 10 years following adoption, Measure B can only be amended or repealed by the voters.

A "Yes" vote is a vote to implement Measure B's changes.

A "No" vote is a vote against Measure B's changes.

/s/ Richard Doyle

City Attorney, City of San Jose

The above statement is an impartial analysis of Measure B. If you would like to read the full text of the initiative, see

<http://www.sanjoseca.gov/index.aspx?nid=446> (or

<http://www.sanjoseca.gov/index.aspx?nid=5694>) or

call 408-535-1260 and a copy will be sent to you at no cost.