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**COUNTY IS EXEMPT FROM
FILING FEES PER GOV. CODE
SECTION 6103**

8 Attorney for Plaintiffs
JOHN TOS; AARON FUKUDA;
9 AND COUNTY OF KINGS

10
11 SUPERIOR COURT OF THE STATE OF CALIFORNIA
12 COUNTY OF SACRAMENTO

13
14 JOHN TOS, et al.,

15 Plaintiffs,

16 v.

17 CALIFORNIA HIGH SPEED RAIL
AUTHORITY, et al.,

18 Defendants.

CASE NO. 34-2011-00113919

**DECLARATION OF
WILLIAM H. WARREN RE: PLAINTIFFS'
REMEDIES CLOSING BRIEF**

Date: November 8, 2013
Time: 9:00 a.m.
Dept. 31
Hon. Judge Michael P. Kenny

19
20 I, William H. Warren, hereby declare as follows:

21 1. I am a resident of the City of Palo Alto in Santa Clara County. I have personal
22 knowledge of the facts stated in this declaration and am competent to testify as to them if called
23 as a witness.

24 2. I received my undergraduate degree and Master of Business Administration from
25 Stanford University. Since then, for forty years, I have been a practicing business professional in
26 the San Francisco Bay Area. The focus of my professional work has been on product planning,
27 development, sales, and marketing and on financial matters in high-technology marketplaces.

28 3. Over the past three years, I have spent literally thousands of hours studying the

1 High-Speed Rail system, and specifically financial matters related thereto. During that time, I
2 have co-authored nearly forty reports¹, constituting more than 750 pages, addressing issues
3 involved in that system and its financing. Based on the above, I believe that I am qualified as an
4 expert to provide opinions on the California High-Speed Rail system, and specifically on
5 financial matters related thereto.

6 4. In the interest of providing the Court and counsel with convenient reference to key
7 information contained in public documents, I have attached to this Declaration the following
8 Exhibits which are the subject of Plaintiffs' Supplemental Request for Judicial Notice (RJN) filed
9 herewith:

10 (a) **Exhibit A:** This "Funding Contribution Plan" is Exhibit 3 to Amendment 5,
11 dated December 5, 2012, to the Cooperative Funding Agreement between the Federal Railroad
12 Administration ("FRA") and the California High-Speed Rail Authority ("Authority")². It is an 11-
13 page set of spreadsheets which describe the committed sources and uses of HSR funds from June
14 2013 to June 2019.

15 (b) **Exhibit B:** "Authority's ICS Construction Spending Plan to Match FRA
16 Funds." I personally prepared this summary and calculations which are based entirely on data
17 contained in Exhibit 3 to Amendment 5 to the Cooperative Funding Agreement between the FRA
18 and the Authority. Because Exhibit 3 is so unwieldy and difficult to understand, I summarized
19 the data into a more succinct and readable format in this exhibit. Also, on the bottom half of this
20 exhibit, I prepared a set of cumulative columns that show the total amounts of funds used, over
21 time, and their sources, as well as the percentage of the total funds spent that are represented by
22 planned Prop 1A matching-fund contributions.

23 (c) **Exhibit C:** "Sources and Uses of Funds - July 2012 to June 2015." I personally
24 prepared this summary and calculations which are based entirely on data contained in Exhibit 3 to
25 Amendment 5 to the Cooperative Funding Agreement between the FRA and the Authority. As

26
27 ¹ These reports are all available on-line at <http://www.sites.google.com/site/hsrcaiffr>

28 ² See: http://www.hsr.ca.gov/docs/about/funding_finance/funding_agreements/FR-HSR-0009-10-01-05.pdf
These 11 pages follow page 94.

1 with Plaintiffs Exhibit B to this Declaration (Pl. Exh. B to this Decl.), this exhibit summarized the
2 data into a more succinct format, and arranged it in a manner to make it more accessible. In the
3 middle and bottom sections of this Exhibit, I added some analysis which I will discuss in
4 Paragraph 11, below.

5 **(d) Exhibit D:** “References in FRA Agreement to the Use of State of California
6 Sources of Funding.” I personally prepared this Summary of references to Proposition 1-A
7 funding which are based on data contained in Amendment 5 to the Cooperative Funding
8 Agreement between the FRA and the Authority. Sections A and B are based entirely on
9 Amendment 5. Section C compares the content of Amendment 5 to all the earlier versions³ of
10 this Agreement and the FRA FY10 Agreement.

11 **(e) Exhibit E:** “Map of the 130-mile Initial Construction Section (ICS) Showing
12 Construction Projects (CP1 to CP4, and CP5.)” I downloaded this map from the Authority's web
13 site in the course of my preparation of the Briefing Paper that I co-authored, “Diminishing
14 Prospects for the CHSRA's Initial Construction Section,” dated July 29, 2013, and this map is
15 included as Exhibit D to that report⁴. This map shows the location and geographic boundaries of
16 Construction Packages 1 through 5 as of February 2012.

17 **(f) Exhibit F:** “California High Speed Train Project, Construction Package 1,
18 Limits of Work Map.” I downloaded this map from the Authority's web site in the course of my
19 preparation of the Briefing Paper that I co-authored, “Diminishing Prospects for the CHSRA's
20 Initial Construction Section,” dated July 29, 2013, and this map is included as Exhibit E to that
21 report⁵. This map shows the location of the CP1 Project and the Highway 99 Realignment
22 Project (marked as “See Attachment 2a” within the boundaries of CP-1A) as of July 2012.

23 **(g) Exhibit G:** Letter of May 25, 2011 from federal Department of Transportation

24 ³ All of these other Agreements are located at
25 http://www.hsr.ca.gov/About/Funding_Finance/funding_agreements.html

26 ⁴ This report is available on-line to view or download at
27 <https://www.sites.google.com/site/hsrcliff/home/briefing-papers/07-2013-diminishing-prospects-for-the-central-valley-project>

28 ⁵ This report is available on-line to view or download at
<https://www.sites.google.com/site/hsrcliff/home/briefing-papers/07-2013-diminishing-prospects-for-the-central-valley-project>

1 to the Authority regarding Matching Contributions under the Cooperative Funding Agreement.
2 This letter⁶, which was downloaded from the Authority's web site, was in effect at the time the
3 Authority's Funding Plan was approved in November 2011. This letter rejected an Authority's
4 request that federal funds be used first to allow the State's required matching contributions to be
5 deferred. This federal policy remained in effect until it was changed in Amendment 5 dated
6 December 5, 2012.

7 5. As explained in more detail below, based on my analysis of public documents⁷ it is
8 my professional opinion that the Authority has made financial commitments of State funds
9 towards construction of the Initial Construction Segment ("ICS") of the High-Speed Rail system
10 in the Central Valley between Madera and Bakersfield without having prepared or received
11 approval of the second funding plan required under Subsection (d) of Streets and Highways Code
12 §2704.08. These commitments include: (1) a contract with the California Department of
13 Transportation for \$226 Million for the construction of a portion of the CP1 part of the ICS and
14 for the realignment of segments of State Route 99 to accommodate this proposed High-Speed
15 Rail right of way. A majority of these funds would be used for construction activities. These
16 funds would include both federal funds provided under a grant from the FRA and State funds
17 provided under Proposition 1A; (2) a design-build contract between the Authority and Tutor
18 Perini for approximately \$985 Million for a portion of the ICS mainly north of Fresno. The vast
19 majority of these funds would be used for construction activities. These funds would include
20 both federal funds provided under a grant from the FRA and State bond funds provided under
21 Proposition 1A.

22 6. Under the Authority's grant agreement with the FRA, the Authority is committed
23 to expend approximately \$2.7 Billion in Proposition 1A bond funds by 2019 to match \$3.3
24 Billion in FRA grant funds. (Pl. Exh. B to this Decl.) There are many references to the use of

25
26 ⁶ This letter is available at :
http://www.hsr.ca.gov/docs/about/funding_finance/supporting_documents/US%20DOT%20Letter%20Construction%20and%20Funding%20Deadline.pdf

27 ⁷ My analysis is based on public documents of which the Court is concurrently being asked to take judicial
28 notice.

1 Prop 1A funds in the most recent Amendment 5 to the Cooperative Funding Agreement between
2 the Authority and the FRA, with this Amendment 5 adding the very detailed Exhibit 3 to this
3 Agreement. (Pl. Exh. D to this Decl., Sections A and B.) These references to Prop 1A funding
4 started with Amendment 1 to the Agreement in December 2010 (Pl. Exh. D to this Decl., Section
5 C)

6 7. Contrary to the 2011 letter from the federal DOT (Pl. Exh. G to this Decl.),
7 Amendment 5 to the Cooperative Funding Agreement between the Authority and the FRA allows
8 the Authority to use the "Advance Payment Method" for its required matching-fund payments.
9 (Def. RJN Exhibit 1, page 4, section 7, and page 24 section 7 b). Under this arrangement, the
10 Authority is allowed to defer making its matching-fund expenditures--but that does not alter the
11 Authority's obligation to make such matching-fund contributions, starting in April of 2014 or
12 upon the sale of Prop 1A bonds, whichever occurs first. (Def. RJN Exh. 1, following page 94, see
13 Exhibit 3, Notes 11 and 12) Thus, the Authority has an "obligation to repay /reimburse" the FRA
14 for any grant funds that exceed the "matching" percentage specified in the applicable FRA grant
15 agreement, for example 50% for most of the ARRA grant funds'. Thus, the Authority agreed to
16 incur this matching-fund liability in the amount of approximately \$745 Million by agreeing to
17 spend about \$925 Million of ARRA funds in the July 2012 to June 2014 time period, while only
18 contributing about \$180 Million of State funds in this same time period. (Def. RJN Exh. 1,
19 Exhibit 3; Pl. Exh. B, C to this Decl.) These same documents show that as of the end of June,
20 2013 (about four months ago) this contractual liability was already about \$398 Million.

21 8. Should the Authority be unable or unwilling to make its scheduled \$823 Million
22 matching-fund contribution scheduled for the 2014-2015 FY, the FRA can use the contractual
23 conditions of Section 23 (a) and (b) of its Funding Agreement to require the Authority to
24 reimburse the FRA for some, or all, of the FRA funds that have been spent on the California high-
25 speed rail project. (Def. RJN Exh. 1, page 37) Section 5 (j) of the FRA Agreement states that if
26 the Authority does not meet its "matching" obligation, then the FRA reserves the right to exercise
27 these options specified in Section 23 (a) and (b). (Def. RJN Exh. 1, p. 3)

28 9. Under the termination provisions of the FRA's grant agreement with the Authority,

1 if the FRA cancels the grant at some point in the future, a repayment liability will exist. (Def.
2 RJN Exh. 1, p.37, Section 23 (a) and (b).) For example, if the FRA cancels in June 2016, it can
3 demand that the State repay \$1.6 Billion to the FRA in addition to \$1.6 Billion already spent at
4 that point by the Authority. The financial consequences of such an action by the FRA upon the
5 State could be severe. It is unclear from the FRA grant agreement, or any other public document
6 that I have reviewed, or are aware of, what would be the source of these State funds to satisfy the
7 “claw-back” provision of the Authority’s grant agreement with the FRA.

8 10. The FRA Funding Agreement specifically limits the geographic scope of the
9 Authority's ARRA grant: “This Agreement covers final design and construction activities
10 between Fresno and Bakersfield (Kern County), funded with \$2.321 Billion in 2009 ARRA funds
11 that are being awarded through this Agreement.” (Def. RJN Exh. 1, p. 80, 3rd bullet.) The FRA
12 Funding Agreement goes on to state that funding for the Madera County to Fresno section is
13 expected to be provided by a \$929 Million grant of HSIPR [High Speed Intercity Passenger Rail]
14 funds. (Def. RJN Exh. 1, p. 80, 3rd bullet.) That \$929 Million HSIPR grant was provided by the
15 FY 2010 Appropriations Act. The FY10 Grant can be used anywhere on the ICS. However,
16 Exhibit 3 of the FRA Agreement provides that no FY10 funds are to be used until 2016. (Pl.
17 Exhs. B, C to this Decl.) Thus, under the express terms of the Funding Agreement, including its
18 Exhibit 3, neither ARRA nor FY 2010 funds are available to fund CP1 (Def. RJN Exh. 1; see Pl.
19 Exhs. B, C to this Decl.) CP1 includes the Tutor Perini contract and the Caltrans CP1 Highway
20 99 contract, both of which are located in the Madera County to Fresno section. (For locations, see
21 Project Maps, Pl. Exhs. E, F to this Decl.) Moreover, any attempt by the Authority to use FY
22 2010 funds as a substitute for ARRA funds scheduled to be contributed in FY 2012-2013 through
23 FY 2015-2016 would defeat the primary purpose of Amendment 5 (Def. RJN Exhibit 1) and its
24 Exhibit 3 thereto (Pl. Exhs. A, B to this Decl.) by subjecting ARRA funds to automatic forfeiture
25 to the extent not spent and approved prior to September 30, 2017.

26 11. As shown in Plaintiffs Exhibit C to this Declaration, Defendants' contention that
27 both the Tutor Perini contract and the Caltrans CP1 Highway 99 contract can be funded entirely
28 with FRA funds is contrary to the provisions of the FRA Funding Agreement. For the 2014-2015

1 FY, the FRA Funding Agreement provides in its Exhibit 3 that only \$103 Million will be
2 contributed by the FRA, and that most of the funding, \$823 Million, will come from matching
3 “catch-up” Prop 1A funds. (Def. RJN Exh. 1, summarized in Pl. Exh. B to this Decl.) The details
4 are shown in Plaintiffs Exhibit C to this Declaration, titled “Sources and Uses of Funds - July
5 2012 to June 2015”. The top section of this table is taken directly from Exhibit 3 of the FRA
6 Agreement. (Pl. Exh. A to this Decl.) In the middle section of the table I have taken the CP1
7 project and broken it into two parts – the Tutor Perini contract, and all “Other”. The Tutor Perini
8 contract for \$985 Million is the predominate part of the cost of CP1. It is 68% of the \$1,451
9 Million scheduled for CP1 ($\$985/\$1,451 = 68\%$). By applying this percentage to the \$617
10 Million scheduled to be spent on CP1 that year, this amounts to about \$419 Million allocable to
11 the Tutor Perini contract. This allows us to project the cash requirements of the two contracts that
12 have been designated in the Defendant’s Brief as “FRA Funds Only”⁸. In the bottom section of
13 the table I have shown the amount of FRA ARRA funds that are available, and I have subtracted
14 from these funds the funds required for the two construction contracts that are designated as
15 “FRA Funds Only”. The Caltrans CP1 Highway 99 project has a funds requirement of \$48
16 Million in FY 2014-2015, as shown in the top section of the table. The funds required for the
17 Tutor Perini contract during this FY is about \$419 Million, taken from the middle section of the
18 table. The next row shows the amount of FRA ARRA funds available at the end of that year.
19 What becomes very evident, in FY 2014 to 2015, is that there is a deficiency of about \$364
20 Million from the FRA funds to service these two projects. This funding deficiency will be made
21 up by the large planned increase in the Prop 1A matching contribution, of \$823 Million in FY
22 2014-2015, or an equivalent increase in the FRA contribution. In the latter case, it would result in
23 an equivalent increase or acceleration in the State's matching fund obligation.

24 12. Plaintiffs Exhibit C to this Declaration also demonstrates that the total amount of
25 money needed to fund the construction of CP1 is much higher than Defendants have
26 acknowledged. In addition to the \$985 Million cost of the Tutor Perini contract and the \$226

27 ⁸ Defendant’s Brief, page 8, lines 19 and 20; also page 9, lines 11 and 12.
28

1 Million cost of the Caltrans CP1 Highway 99 contract, there are additional expenditures needed to
2 permit the construction work of both these contracts to be performed. These include the \$441
3 Million cost of "CP1 Right of Way Acquisition" and the \$446 Million for "Other Than Tutor
4 Perini" costs. (Pl. Exh. C to this Decl.) The latter would include costs associated with the
5 Authority's agreements with the City of Fresno, utilities such as AT&T and PG&E, the Union
6 Pacific railroad and the BNSF railroad. Altogether these costs needed for the construction of the
7 29-mile CP1 amount to \$2.1 Billion (\$985M + \$226M + \$441M + \$446M = \$2.1B). These
8 commitments of over \$2 Billion amount to one third of the \$6 Billion in funds identified in
9 Exhibit 3 of the FRA Agreement for the entire 130 mile length of the ICS project. (See Pl. Exhs.
10 B, E, F to this Decl.).

11 I declare under penalty of perjury pursuant to the laws of the State of California that the
12 foregoing is true and correct.

13 Executed on this 22nd day of October, 2013, at Redwood City, California.

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15 
16 WILLIAM H. WARREN
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Exhibit A

Cooperative Agreement FR-HSR-0009-10-01-00, as amended, Exhibit 3: Funding Contribution Plan

This Exhibit 3 is the Funding Contribution Plan required by Cooperative Agreement FR-HSR-0009-10-01-00, as amended. Nothing in this Funding Contribution Plan shall be interpreted to modify, supersede, or amend the terms of Cooperative Agreement FR-HSR-0009-10-01-00 including but not limited to the Scope, Schedule and Approved Project Budget contained therein.

Period Start
Period End

Uses	
Phase 1 Planning, PE & Environmental	186,000,000
Real Property Acquisition	
CP1 ROW Acquisition	441,000,000
CP2 ROW Acquisition	179,000,000
CP3 ROW Acquisition	108,000,000
CP4 ROW Acquisition	45,670,021
D-B, Program Management, Contract Work & Contingency	
Program Management	266,422,656
SR-99	225,900,000
CP1	1,450,823,148
CP2	900,704,098
CP3	1,163,348,616
CP4	466,547,844
CP5	512,336,079
Project Reserve	108,000,000
Total Uses	6,053,752,462
Sources	
ARRA Funds	2,414,056,231
FY10 Funds	928,620,000
Prop 1A Funds	2,711,076,231
Total Sources	6,053,752,462

Notes:

Estimates based on input from Authority staff and consultants as of November 2012	
1	Phase I Planning PE & Environmental costs include costs for oversight and management of the regional contractors
Monthly cost estimates for Phase 1 PE/NEPA/CEQA are based on estimated annual expenditures spread uniformly over 12 months .	
2	CP1-5 D-B costs include the cost of construction management and other support costs
Estimated CP1-5 D-B construction costs are estimated following an S-curve for the corresponding construction timeline	
SR-99 Realignment costs are based on the draft agreement between the Authority and Caltrans as of July 19th, 2012.	
3	CP1-5 ROW acquisition costs include the cost of ROW support and mitigation.
4	Program Management costs after March FY 12/13 are spread in a level manner.
5	Portions of Phase 1 will need additional funding for Planning, Preliminary Engineering and Environmental
6	PE/NEPA/CEQA Dollars spent between 2010 and 2012 in the amount of \$202,000,000 are not reflected in the above numbers
7	Amendment #1 in amount of \$91,000,000
8	Reference is made to the Grant Agreement dated September 22, 2010 and to Amendment No. 5
9	Advance payment is requested for all ARRA eligible elements through spring 2014, or earlier.
10	Grantee's ability to issue NTP for any design or construction contract is subject to the limitations in Attachment 3A, Task 5 of Cooperative Agreement FR-HSR-0009-10-01-00, as amended.
11	Red text designates scope activities that are authorized to be paid with Federal funds , using advance payment method, until Prop 1A bond sale or April 2014, whichever is earlier.
12	Blue text designates scope activities that are authorized to be paid with Federal funds, using advance payment method, until Prop 1A bond sale or April 2014, whichever is earlier; however, these activities require FRA approval prior to issuing NTP for any design and construction activities, consistent with Attachment 3A, Task 5 of Cooperative Agreement FR-HSR-0009-10-01-00, as amended.
13	Project contingency is allocated across CP 1-5.
14	Project reserve will be allocated in future grant amendments
15	Preconstruction funding availability estimated mid-June 2012. Does not reflect invoicing lag to the FRA.

Period Start Period End	1-Jul-12 30-Jun-13	1-Jul-13 30-Jun-14	1-Jul-14 30-Jun-15	1-Jul-15 30-Jun-16	1-Jul-16 30-Jun-17	1-Jul-17 30-Jun-18	1-Jul-18 30-Jun-19
	92,691,617	37,161,942	26,937,680	23,669,782	5,538,980	-	-
	225,964,411	215,035,589	-	-	-	-	-
	6,105,322	131,253,009	41,641,669	-	-	-	-
	3,683,658	79,191,760	25,124,582	-	-	-	-
	1,557,711	33,487,864	10,624,446	-	-	-	-
	38,997,826	44,683,740	44,683,740	44,854,942	44,683,740	44,512,538	4,006,128
	28,600,000	29,100,000	47,900,000	61,600,000	52,900,000	5,800,000	-
	-	103,125,689	616,885,196	477,108,209	214,642,875	38,469,733	591,447
	-	13,471,860	35,362,457	437,310,400	367,161,387	47,397,994	-
	-	15,408,362	43,412,826	27,902,926	600,398,243	474,227,285	1,998,973
	-	5,348,379	16,632,000	8,073,736	249,837,366	186,210,053	446,309
	-	-	16,826,719	51,784,732	179,626,665	198,397,588	65,700,374
	-	-	-	-	-	108,000,000	-
	397,600,544	707,268,194	926,031,316	1,132,304,727	1,714,789,256	1,103,015,193	72,743,232
	397,600,544.47	527,662,898	103,021,460	573,308,299	812,463,029	-	-
	-	-	-	-	103,028,444	794,987,654	30,603,902
	-	179,605,296	823,009,856	558,996,428	799,297,783	308,027,539	42,139,330
	397,600,544	707,268,194	926,031,316	1,132,304,727	1,714,789,256	1,103,015,193	72,743,232

[illegible]

Calculations

Red text: Designates scope activities that are authorized to be paid with Federal funds , using advance payment method, until Prop 1A bond sale or April 2014, whichever is earlier.

Blue text: Designates scope activities that are authorized to be paid with Federal funds, using advance payment method, until Prop 1A bond sale or April 2014, whichever is earlier; however, these activities require FRA approval prior to issuing NTP for any design and construction activities, consistent with Attachment 3A, Task 5 of Cooperative Agreement FR-HSR-0009-10-01-00, as amended.

		Period Start Period End	1-Jul-12 31-Jul-12	1-Aug-12 31-Aug-12	1-Sep-12 30-Sep-12
Uses					
Phase 1 Planning, PE & Environmental	186,000,000		5,430,827	6,868,869	6,916,248
Real Property Acquisition					
CP1 ROW Acquisition	441,000,000		-	-	-
CP2 ROW Acquisition	179,000,000		-	-	-
CP3 ROW Acquisition	108,000,000		-	-	-
CP4 ROW Acquisition	45,670,021		-	-	-
D-B, Program Management, Contract Work & Contingency					
Program Management	266,422,656		2,355,598	2,920,418	2,695,929
SR-99	225,900,000		-	-	-
CP1	1,450,823,148		-	-	-
CP2	900,704,098		-	-	-
CP3	1,163,348,616		-	-	-
CP4	466,547,844		-	-	-
CP5	512,336,079		-	-	-
Project Reserve	108,000,000		-	-	-
Total Uses	6,053,752,462		7,786,425	9,789,287	9,612,177
Sources					
Prop 1A Availability - Flag	1-Apr-14		0	0	0
Target Match for ARRA to Prop 1A	50.6%				
Target Match for FY10 to Prop 1A	72.1%				
All ARRA					
All ARRA			1	1	1
Available ARRA Funds (b/f)	2,414,056,231		2,414,056,231	2,406,269,806	2,396,480,519
ARRA Funds Expended	(925,263,443)		(7,786,425)	(9,789,287)	(9,612,177)
Available ARRA Funds (c/f)			2,406,269,806	2,396,480,519	2,386,868,342
Remaining ARRA Funds	1,488,792,788				
Total authorized expenditures until Prop 1A bond sale or April 2014, whichever is earlier	925,263,443		7,786,425	9,789,287	9,612,177
Required Prop 1A to "Catch Up" to Target Match	902,165,484				
Prop 1A Catch up					
Remaining Expenditures	5,128,489,019		-	-	-
Remainining Funds Needed to Catch Up (b/f)	902,165,484		902,165,484	902,165,484	902,165,484
Prop 1A Spent			-	-	-
Remaining Funds Needed to Catch Up (c/f)			902,165,484	902,165,484	902,165,484
Available Prop 1A Funds (b/f)	2,711,076,231		2,711,076,231	2,711,076,231	2,711,076,231
Prop 1A Funds Expended	(902,165,484)		-	-	-
Available Prop 1A Funds (c/f)			2,711,076,231	2,711,076,231	2,711,076,231
Remaining Prop 1A Funds	1,808,910,747				
ARRA, FY10, and Prop 1A Split					
Remaining Expenditures	4,226,323,535		-	-	-
Notional ARRA Expenditures			-	-	-
Notional FY10 Expenditures			-	-	-
Available ARRA Funds (b/f)	1,488,792,788		1,488,792,788	1,488,792,788	1,488,792,788
ARRA Funds Expended	(1,488,792,788)		-	-	-
Available ARRA Funds (c/f)			1,488,792,788	1,488,792,788	1,488,792,788
Remaining Expenditures			-	-	-
Available FY10 Funds for Construction & ROW (b/f)	928,620,000		928,620,000	928,620,000	928,620,000
FY10 Funds Expended	(928,620,000)		-	-	-
Available FY10 Funds for Construction & ROW (c/f)			928,620,000	928,620,000	928,620,000
Remaining Expenditures			-	-	-
Available Prop 1A Funds (b/f)	1,808,910,747		1,808,910,747	1,808,910,747	1,808,910,747
Prop 1A Funds Expended	(1,808,910,747)		-	-	-
Available Prop 1A Funds (c/f)			1,808,910,747	1,808,910,747	1,808,910,747
Funding Gap	-		-	-	-
Total Sources for PE/NEPA/CEQA	6,053,752,462		7,786,425	9,789,287	9,612,177
ARRA Expenditures	(2,414,056,231)		(7,786,425)	(9,789,287)	(9,612,177)
FY10 Expenditures	(928,620,000)		-	-	-
Prop 1A Expenditures	(2,711,076,231)		-	-	-
Total	(6,053,752,462)				

[illegible]

1-Aug-13 31-Aug-13	1-Sep-13 30-Sep-13	1-Oct-13 31-Oct-13	1-Nov-13 30-Nov-13	1-Dec-13 31-Dec-13	1-Jan-14 31-Jan-14	1-Feb-14 28-Feb-14	1-Mar-14 31-Mar-14	1-Apr-14 30-Apr-14	1-May-14 31-May-14	1-Jun-14 30-Jun-14
3,096,829	3,096,829	3,096,829	3,096,829	3,096,829	3,096,829	3,096,829	3,096,829	3,096,829	3,096,829	3,096,829
2,818,180	95,164,420	-	86,932,823	-	-	-	-	-	-	-
11,350,081	8,001,244	11,851,722	8,056,478	11,851,722	11,851,722	11,851,722	11,851,722	11,851,722	11,851,722	11,851,722
6,848,093	4,827,566	7,150,760	4,860,892	7,150,760	7,150,760	7,150,760	7,150,760	7,150,760	7,150,760	7,150,760
2,895,857	2,041,436	3,023,846	2,055,528	3,023,846	3,023,846	3,023,846	3,023,846	3,023,846	3,023,846	3,023,846
3,766,446	3,595,243	3,937,648	3,595,243	3,766,446	3,937,648	3,424,041	3,595,243	3,766,446	3,766,446	3,595,243
2,425,000	2,425,000	2,425,000	2,425,000	2,425,000	2,425,000	2,425,000	2,425,000	2,425,000	2,425,000	2,425,000
1,348,534	1,516,389	3,418,436	3,193,210	5,390,574	8,067,892	8,600,892	11,271,674	15,003,811	17,514,958	19,085,324
-	-	-	-	-	-	-	-	6,451,694	3,378,317	3,641,849
-	-	-	-	-	-	-	-	7,678,709	3,566,726	4,162,927
-	-	-	-	-	-	-	-	2,826,159	1,140,655	1,381,564
-	-	-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-	-	-
34,549,019	120,668,128	34,904,240	114,216,002	36,705,175	39,553,695	39,573,090	42,415,074	63,274,974	56,915,258	59,415,063
0	0	0	0	0	0	0	0	1	1	1
1	1	1	1	1	1	1	1	0	0	0
1,951,377,211 (34,549,019)	1,916,828,192 (120,668,128)	1,796,160,064 (34,904,240)	1,761,255,824 (114,216,002)	1,647,039,822 (36,705,175)	1,610,334,647 (39,553,695)	1,570,780,951 (39,573,090)	1,531,207,862 (42,415,074)	1,488,792,788 -	1,488,792,788 -	1,488,792,788 -
1,916,828,192	1,796,160,064	1,761,255,824	1,647,039,822	1,610,334,647	1,570,780,951	1,531,207,862	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788
34,549,019	120,668,128	34,904,240	114,216,002	36,705,175	39,553,695	39,573,090	42,415,074	-	-	-
-	-	-	-	-	-	-	-	63,274,974	56,915,258	59,415,063
902,165,484	902,165,484	902,165,484	902,165,484	902,165,484	902,165,484	902,165,484	902,165,484	902,165,484 (63,274,974)	838,890,509 (56,915,258)	781,975,251 (59,415,063)
902,165,484	902,165,484	902,165,484	902,165,484	902,165,484	902,165,484	902,165,484	902,165,484	838,890,509	781,975,251	722,560,188
2,711,076,231	2,711,076,231	2,711,076,231	2,711,076,231	2,711,076,231	2,711,076,231	2,711,076,231	2,711,076,231	2,711,076,231 (63,274,974)	2,647,801,257 (56,915,258)	2,590,885,998 (59,415,063)
2,711,076,231	2,711,076,231	2,711,076,231	2,711,076,231	2,711,076,231	2,711,076,231	2,711,076,231	2,711,076,231	2,647,801,257	2,590,885,998	2,531,470,935
-	-	-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-	-	-
1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788
1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788
-	-	-	-	-	-	-	-	-	-	-
928,620,000	928,620,000	928,620,000	928,620,000	928,620,000	928,620,000	928,620,000	928,620,000	928,620,000	928,620,000	928,620,000
928,620,000	928,620,000	928,620,000	928,620,000	928,620,000	928,620,000	928,620,000	928,620,000	928,620,000	928,620,000	928,620,000
-	-	-	-	-	-	-	-	-	-	-
1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747
1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747
-	-	-	-	-	-	-	-	-	-	-
34,549,019	120,668,128	34,904,240	114,216,002	36,705,175	39,553,695	39,573,090	42,415,074	63,274,974	56,915,258	59,415,063
(34,549,019)	(120,668,128)	(34,904,240)	(114,216,002)	(36,705,175)	(39,553,695)	(39,573,090)	(42,415,074)	-	-	-
-	-	-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	(63,274,974)	(56,915,258)	(59,415,063)

Y 14/15										

1-May-15 31-May-15	1-Jun-15 30-Jun-15	1-Jul-15 31-Jul-15	1-Aug-15 31-Aug-15	1-Sep-15 30-Sep-15	1-Oct-15 31-Oct-15	1-Nov-15 30-Nov-15	1-Dec-15 31-Dec-15	1-Jan-16 31-Jan-16	1-Feb-16 29-Feb-16	1-Mar-16 31-Mar-16
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2,244,807	2,244,807	1,972,482	1,972,482	1,972,482	1,972,482	1,972,482	1,972,482	1,972,482	1,972,482	1,972,482
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3,470,139	3,470,139	-	-	-	-	-	-	-	-	-
2,093,715	2,093,715	-	-	-	-	-	-	-	-	-
885,371	885,371	-	-	-	-	-	-	-	-	-

3,595,243	3,766,446	3,937,648	3,595,243	3,766,446	3,766,446	3,595,243	3,937,648	3,595,243	3,595,243	3,937,648
3,991,667	3,991,667	5,133,333	5,133,333	5,133,333	5,133,333	5,133,333	5,133,333	5,133,333	5,133,333	5,133,333
64,326,601	65,541,470	60,413,687	51,820,932	51,211,703	38,283,020	36,986,880	41,412,021	32,670,515	33,702,856	37,657,833
1,496,272	1,561,903	1,632,899	1,490,909	1,657,827	5,119,160	104,386,305	257,076,056	33,057,035	3,742,793	4,099,249
1,729,666	1,807,196	1,853,214	1,692,065	1,772,639	1,772,639	1,692,065	2,443,377	2,337,800	2,337,800	2,560,447
980,015	819,442	649,659	593,166	614,965	607,903	580,271	635,536	591,431	591,431	727,867
2,658,490	2,785,086	2,725,844	2,179,653	2,283,446	3,771,743	3,415,461	3,740,744	3,304,163	3,030,642	5,919,128

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87,471,986	88,967,241	78,318,766	68,477,783	68,412,841	60,426,726	157,762,040	316,351,197	82,662,002	54,106,580	62,007,987
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1	1	1	1	1	1	1	1	1	1	1
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0	0	0	0	0	0	0	0	0	0	0
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1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788
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1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788
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87,471,986	88,967,241	78,318,766	68,477,783	68,412,841	60,426,726	157,762,040	316,351,197	82,662,002	54,106,580	62,007,987
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1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747
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1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747
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87,471,986	88,967,241	78,318,766	68,477,783	68,412,841	60,426,726	157,762,040	316,351,197	82,662,002	54,106,580	62,007,987
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44,288,798	45,045,876	39,654,342	34,671,657	34,638,776	30,595,248	79,878,044	160,174,874	41,853,408	27,395,233	31,395,871
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63,044,597	64,122,289	56,447,502	49,354,707	49,307,901	43,551,985	113,705,482	228,007,101	59,577,848	38,996,800	44,691,664
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1,475,106,002	1,430,817,204	1,385,771,328	1,346,116,987	1,311,445,330	1,276,806,554	1,246,211,306	1,166,333,262	1,006,158,388	964,304,980	936,909,747
(44,288,798)	(45,045,876)	(39,654,342)	(34,671,657)	(34,638,776)	(30,595,248)	(79,878,044)	(160,174,874)	(41,853,408)	(27,395,233)	(31,395,871)

1,430,817,204	1,385,771,328	1,346,116,987	1,311,445,330	1,276,806,554	1,246,211,306	1,166,333,262	1,006,158,388	964,304,980	936,909,747	905,513,876
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43,183,188	43,921,366	38,664,424	33,806,126	33,774,065	29,831,478	77,883,996	156,176,323	40,808,594	26,711,348	30,612,116
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928,620,000	928,620,000	928,620,000	928,620,000	928,620,000	928,620,000	928,620,000	928,620,000	928,620,000	928,620,000	928,620,000
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928,620,000	928,620,000	928,620,000	928,620,000	928,620,000	928,620,000	928,620,000	928,620,000	928,620,000	928,620,000	928,620,000
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43,183,188	43,921,366	38,664,424	33,806,126	33,774,065	29,831,478	77,883,996	156,176,323	40,808,594	26,711,348	30,612,116
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1,795,565,633	1,752,382,445	1,708,461,079	1,669,796,655	1,635,990,529	1,602,216,464	1,572,384,986	1,494,500,990	1,338,324,666	1,297,516,072	1,270,804,725
(43,183,188)	(43,921,366)	(38,664,424)	(33,806,126)	(33,774,065)	(29,831,478)	(77,883,996)	(156,176,323)	(40,808,594)	(26,711,348)	(30,612,116)

1,752,382,445	1,708,461,079	1,669,796,655	1,635,990,529	1,602,216,464	1,572,384,986	1,494,500,990	1,338,324,666	1,297,516,072	1,270,804,725	1,240,192,609
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87,471,986	88,967,241	78,318,766	68,477,783	68,412,841	60,426,726	157,762,040	316,351,197	82,662,002	54,106,580	62,007,987
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(44,288,798)	(45,045,876)	(39,654,342)	(34,671,657)	(34,638,776)	(30,595,248)	(79,878,044)	(160,174,874)	(41,853,408)	(27,395,233)	(31,395,871)
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(43,183,188)	(43,921,366)	(38,664,424)	(33,806,126)	(33,774,065)	(29,831,478)	(77,883,996)	(156,176,323)	(40,808,594)	(26,711,348)	(30,612,116)
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1-Apr-16 30-Apr-16	1-May-16 31-May-16	1-Jun-16 30-Jun-16	1-Jul-16 31-Jul-16	1-Aug-16 31-Aug-16	1-Sep-16 30-Sep-16	1-Oct-16 31-Oct-16	1-Nov-16 30-Nov-16	1-Dec-16 31-Dec-16	1-Jan-17 31-Jan-17
1,972,482	1,972,482	1,972,482	461,582	461,582	461,582	461,582	461,582	461,582	461,582
-	-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-	-
3,595,243	3,766,446	3,766,446	3,595,243	3,937,648	3,766,446	3,595,243	3,766,446	3,766,446	3,766,446
5,133,333	5,133,333	5,133,333	4,408,333	4,408,333	4,408,333	4,408,333	4,408,333	4,408,333	4,408,333
30,128,732	31,573,606	31,246,423	28,255,995	31,093,269	29,436,432	23,340,141	18,134,169	18,134,169	17,871,119
6,547,653	7,447,131	11,053,381	15,080,679	16,690,341	28,037,768	26,763,325	36,213,660	41,116,292	41,907,028
2,337,800	2,449,123	4,653,958	88,601,947	240,406,961	35,141,066	5,095,073	5,184,966	11,335,087	11,553,080
801,718	839,895	839,895	1,547,941	43,785,883	104,440,496	15,466,903	2,150,049	2,745,573	4,862,097
6,924,486	7,244,711	7,244,711	6,915,405	9,133,926	12,964,388	12,482,647	13,216,099	13,216,099	13,470,267
-	-	-	-	-	-	-	-	-	-
57,441,448	60,426,727	65,910,629	148,867,125	349,917,942	218,656,511	91,613,247	83,535,303	95,183,581	98,299,952
1	1	1	1	1	1	1	1	1	1
0	0	0	0	0	0	0	0	0	0
1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788
1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788
-	-	-	-	-	-	-	-	-	-
57,441,448	60,426,727	65,910,629	148,867,125	349,917,942	218,656,511	91,613,247	83,535,303	95,183,581	98,299,952
-	-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-	-
1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747
1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747
57,441,448	60,426,727	65,910,629	148,867,125	349,917,942	218,656,511	91,613,247	83,535,303	95,183,581	98,299,952
29,083,742	30,595,248	33,371,856	75,374,372	177,170,381	110,710,120	46,385,601	42,295,578	48,193,331	49,771,212
41,400,375	43,551,986	47,504,456	107,294,557	252,200,011	157,594,590	66,029,372	60,207,271	68,602,656	70,848,751
905,513,876	876,430,133	845,834,885	812,463,029	737,088,657	559,918,275	449,208,155	402,822,554	360,526,976	312,333,645
(29,083,742)	(30,595,248)	(33,371,856)	(75,374,372)	(177,170,381)	(110,710,120)	(46,385,601)	(42,295,578)	(48,193,331)	(49,771,212)
876,430,133	845,834,885	812,463,029	737,088,657	559,918,275	449,208,155	402,822,554	360,526,976	312,333,645	262,562,433
28,357,706	29,831,479	32,538,773	73,492,752	172,747,561	107,946,391	45,227,646	41,239,725	46,990,250	48,528,740
928,620,000	928,620,000	928,620,000	928,620,000	928,620,000	928,620,000	928,620,000	928,620,000	928,620,000	928,620,000
928,620,000	928,620,000	928,620,000	928,620,000	928,620,000	928,620,000	928,620,000	928,620,000	928,620,000	928,620,000
28,357,706	29,831,479	32,538,773	73,492,752	172,747,561	107,946,391	45,227,646	41,239,725	46,990,250	48,528,740
1,240,192,609	1,211,834,903	1,182,003,424	1,149,464,651	1,075,971,899	903,224,338	795,277,947	750,050,301	708,810,575	661,820,326
(28,357,706)	(29,831,479)	(32,538,773)	(73,492,752)	(172,747,561)	(107,946,391)	(45,227,646)	(41,239,725)	(46,990,250)	(48,528,740)
1,211,834,903	1,182,003,424	1,149,464,651	1,075,971,899	903,224,338	795,277,947	750,050,301	708,810,575	661,820,326	613,291,586
-	-	-	-	-	-	-	-	-	-
57,441,448	60,426,727	65,910,629	148,867,125	349,917,942	218,656,511	91,613,247	83,535,303	95,183,581	98,299,952
(29,083,742)	(30,595,248)	(33,371,856)	(75,374,372)	(177,170,381)	(110,710,120)	(46,385,601)	(42,295,578)	(48,193,331)	(49,771,212)
(28,357,706)	(29,831,479)	(32,538,773)	(73,492,752)	(172,747,561)	(107,946,391)	(45,227,646)	(41,239,725)	(46,990,250)	(48,528,740)

1-Feb-17 28-Feb-17	1-Mar-17 31-Mar-17	1-Apr-17 30-Apr-17	1-May-17 31-May-17	1-Jun-17 30-Jun-17	1-Jul-17 31-Jul-17	1-Aug-17 31-Aug-17	1-Sep-17 30-Sep-17	1-Oct-17 31-Oct-17	1-Nov-17 30-Nov-17	1-Dec-17 31-Dec-17
461,582	461,582	461,582	461,582	461,582	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-	-	-
3,424,041	3,937,648	3,424,041	3,937,648	3,766,446	3,595,243	3,937,648	3,595,243	3,766,446	3,766,446	3,595,243
4,408,333	4,408,333	4,408,333	4,408,333	4,408,333	1,933,333	1,933,333	1,933,333	-	-	-
13,359,050	14,765,050	6,417,322	8,041,169	5,794,991	7,244,958	7,931,174	2,821,464	3,743,099	3,629,438	3,464,466
38,097,297	43,811,892	28,154,739	28,405,802	22,882,564	13,928,761	15,255,308	5,650,615	5,462,999	3,584,357	1,784,117
23,304,460	28,768,004	37,631,752	51,449,710	61,926,137	71,696,268	78,524,484	71,320,531	70,934,233	48,803,549	46,585,206
5,634,042	12,042,927	11,985,273	21,600,932	23,575,250	29,919,807	32,769,313	29,919,807	27,566,262	20,254,786	16,359,925
17,696,821	21,047,878	18,302,503	21,047,878	20,132,753	19,217,628	21,047,878	19,217,628	20,079,338	20,004,895	18,523,830
-	-	-	-	-	-	-	108,000,000	-	-	-
106,385,627	129,243,314	110,785,545	139,353,053	142,948,055	147,535,998	161,399,137	242,458,623	131,552,376	100,043,471	90,312,788
1	1	1	1	1	1	1	1	1	1	1
0	0	0	0	0	0	0	0	0	0	0
1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788
-	-	-	-	-	-	-	-	-	-	-
1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788
-	-	-	-	-	-	-	-	-	-	-
106,385,627	129,243,314	110,785,545	139,353,053	142,948,055	147,535,998	161,399,137	242,458,623	131,552,376	100,043,471	90,312,788
-	-	-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-	-	-
1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747
1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747
106,385,627	129,243,314	110,785,545	139,353,053	142,948,055	147,535,998	161,399,137	242,458,623	131,552,376	100,043,471	90,312,788
53,865,149	65,438,448	56,092,915	70,557,210	72,377,430	74,700,397	81,719,578	122,761,601	66,607,572	50,653,990	45,727,153
76,676,424	93,150,883	79,847,622	100,437,381	103,028,444	106,335,160	116,326,885	174,749,734	94,815,117	72,105,375	65,092,079
262,562,433	208,697,284	143,258,836	87,165,921	16,608,712	-	-	-	-	-	-
(53,865,149)	(65,438,448)	(56,092,915)	(70,557,210)	(16,608,712)	-	-	-	-	-	-
208,697,284	143,258,836	87,165,921	16,608,712	-	-	-	-	-	-	-
52,520,478	63,804,865	54,692,630	68,795,844	126,339,344	147,535,998	161,399,137	242,458,623	131,552,376	100,043,471	90,312,788
928,620,000	928,620,000	928,620,000	928,620,000	928,620,000	825,591,556	719,256,396	602,929,511	428,179,777	333,364,659	261,259,284
-	-	-	-	-	(106,335,160)	(116,326,885)	(174,749,734)	(94,815,117)	(72,105,375)	(65,092,079)
928,620,000	928,620,000	928,620,000	928,620,000	825,591,556	719,256,396	602,929,511	428,179,777	333,364,659	261,259,284	196,167,206
52,520,478	63,804,865	54,692,630	68,795,844	23,310,900	41,200,838	45,072,252	67,708,889	36,737,259	27,938,096	25,220,710
613,291,586	560,771,108	496,966,242	442,273,612	373,477,768	350,166,869	308,966,031	263,893,778	196,184,890	159,447,631	131,509,535
(52,520,478)	(63,804,865)	(54,692,630)	(68,795,844)	(23,310,900)	(41,200,838)	(45,072,252)	(67,708,889)	(36,737,259)	(27,938,096)	(25,220,710)
560,771,108	496,966,242	442,273,612	373,477,768	350,166,869	308,966,031	263,893,778	196,184,890	159,447,631	131,509,535	106,288,826
-	-	-	-	-	-	-	-	-	-	-
106,385,627	129,243,314	110,785,545	139,353,053	142,948,055	147,535,998	161,399,137	242,458,623	131,552,376	100,043,471	90,312,788
(53,865,149)	(65,438,448)	(56,092,915)	(70,557,210)	(16,608,712)	-	-	-	-	-	-
-	-	-	-	(103,028,444)	(106,335,160)	(116,326,885)	(174,749,734)	(94,815,117)	(72,105,375)	(65,092,079)
(52,520,478)	(63,804,865)	(54,692,630)	(68,795,844)	(23,310,900)	(41,200,838)	(45,072,252)	(67,708,889)	(36,737,259)	(27,938,096)	(25,220,710)

FY 18/19									
1-Jan-18 31-Jan-18	1-Feb-18 28-Feb-18	1-Mar-18 31-Mar-18	1-Apr-18 30-Apr-18	1-May-18 31-May-18	1-Jun-18 30-Jun-18	1-Jul-18 31-Jul-18	1-Aug-18 31-Aug-18	1-Sep-18 30-Sep-18	1-Oct-18 31-Oct-18
-	-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-	-
3,937,648	3,424,041	3,766,446	3,595,243	3,937,648	3,595,243	451,973	472,518	410,885	472,518
-	-	-	-	-	-	-	-	-	-
3,781,873	1,565,267	1,084,319	1,035,034	1,133,606	1,035,034	591,447	-	-	-
1,731,837	-	-	-	-	-	-	-	-	-
29,011,904	24,116,636	14,031,126	9,528,075	6,446,164	3,229,109	1,998,973	-	-	-
11,622,426	7,941,181	4,311,949	3,145,815	1,512,618	886,165	85,820	89,721	78,019	52,013
14,491,402	12,601,221	14,332,356	13,648,345	15,002,934	10,230,134	9,019,631	10,459,881	9,153,615	10,439,000
-	-	-	-	-	-	-	-	-	-
64,577,090	49,648,346	37,526,195	30,952,513	28,032,969	18,975,686	12,147,845	11,022,120	9,642,519	10,963,531
1	1	1	1	1	1	1	1	1	1
0	0	0	0	0	0	0	0	0	0
1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788
-	-	-	-	-	-	-	-	-	-
1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788	1,488,792,788
-	-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-	-
64,577,090	49,648,346	37,526,195	30,952,513	28,032,969	18,975,686	12,147,845	11,022,120	9,642,519	10,963,531
-	-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-	-
1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747
-	-	-	-	-	-	-	-	-	-
1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747	1,808,910,747
64,577,090	49,648,346	37,526,195	30,952,513	28,032,969	18,975,686	12,147,845	11,022,120	9,642,519	10,963,531
32,696,659	25,137,940	19,000,255	15,671,870	14,193,647	9,607,765	6,150,695	5,580,718	4,882,198	5,551,053
46,543,320	35,783,571	27,046,646	22,308,728	20,204,494	13,676,544	8,755,443	7,944,088	6,949,753	7,901,860
-	-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-	-
64,577,090	49,648,346	37,526,195	30,952,513	28,032,969	18,975,686	12,147,845	11,022,120	9,642,519	10,963,531
196,167,206 (46,543,320)	149,623,885 (35,783,571)	113,840,314 (27,046,646)	86,793,668 (22,308,728)	64,484,940 (20,204,494)	44,280,446 (13,676,544)	30,603,902 (8,755,443)	21,848,459 (7,944,088)	13,904,371 (6,949,753)	6,954,618 (6,954,618)
149,623,885	113,840,314	86,793,668	64,484,940	44,280,446	30,603,902	21,848,459	13,904,371	6,954,618	-
18,033,770	13,864,775	10,479,549	8,643,785	7,828,475	5,299,142	3,392,402	3,078,032	2,692,766	4,008,913
106,288,826 (18,033,770)	88,255,056 (13,864,775)	74,390,280 (10,479,549)	63,910,732 (8,643,785)	55,266,946 (7,828,475)	47,438,472 (5,299,142)	42,139,330 (3,392,402)	38,746,928 (3,078,032)	35,668,896 (2,692,766)	32,976,130 (4,008,913)
88,255,056	74,390,280	63,910,732	55,266,946	47,438,472	42,139,330	38,746,928	35,668,896	32,976,130	28,967,217
-	-	-	-	-	-	-	-	-	-
64,577,090	49,648,346	37,526,195	30,952,513	28,032,969	18,975,686	12,147,845	11,022,120	9,642,519	10,963,531
-	-	-	-	-	-	-	-	-	-
(46,543,320)	(35,783,571)	(27,046,646)	(22,308,728)	(20,204,494)	(13,676,544)	(8,755,443)	(7,944,088)	(6,949,753)	(6,954,618)
(18,033,770)	(13,864,775)	(10,479,549)	(8,643,785)	(7,828,475)	(5,299,142)	(3,392,402)	(3,078,032)	(2,692,766)	(4,008,913)

Exhibit B

Exhibit B Authority's ICS Construction Spending Plan to Match FRA Funds \$, in Millions (000,000's)							
Fiscal Years July to June	2012 - 2013	2013 - 2014	2014 - 2015	2015 - 2016	2016 - 2017	2017 - 2018	2018 - 2019
Uses of Funds	\$398	\$707	\$926	\$1,132	\$1,715	\$1,103	\$73
Sources of Funds							
ARRA - Fed	\$398	\$527	\$103	\$573	\$813		
FY10 - Fed					\$103	\$795	\$31
Prop 1A - State	\$0	\$180	\$823	\$559	\$799	\$308	\$42
Data above from Exhibit E on page labeled "Exhibit 3, page following page 94". Also see Amendment 5, of FRA Grant/Cooperative Agreement, FR-HSR-0009-10-01-05, signed 12/05/12, Exhibit 3, following page 94. This FRA Agreement can be found on the Authority's Web site, at the following link: http://www.hsr.ca.gov/docs/about/funding_finance/funding_agreements/FR-HSR-0009-10-01-05.pdf							
Additional analysis prepared from the data above for use in this Declaration:							
Cumulative Uses of Funds	\$398	\$1,105	\$2,031	\$3,163	\$4,878	\$5,981	\$6,054
Cumulative Sources of Funds							
ARRA - Fed	\$398	\$925	\$1,028	\$1,602	\$2,414	\$2,414	\$2,414
FY10 - Fed					\$103	\$898	\$929
Prop 1A - State	\$0	\$180	\$1,003	\$1,562	\$2,361	\$2,669	\$2,711
Total	\$398	\$1,105	\$2,031	\$3,163	\$4,878	\$5,981	\$6,054
Cumulative Prop 1A Match							
ARRA - Fed	0.0%	16.3%	49.4%	49.4%	49.0%	48.6%	48.9%
FY10 - Fed				0.0%	30.0%	30.0%	30.0%

Exhibit C

Sources and Users of Funds (\$,M) - July 2012 to June 2015					
From Exhibit 3 of FRA Agreement, version 5, December 2012					
Use of ARRA FRA Funds	Program Totals		Jul 12 to Jun -13	Jul 13 to Jun -14	Jul 14 to Jun -15
Uses					
Planning, PE & Environmental	186		93	37	27
CP1 Right of Way Acquisition	441		226	215	
CP2 through CP4 Right of Way Acquisition	333		11	244	77
Program Management	266		39	45	45
Caltrans SR-99	226		29	29	48
CP1	1,451			103	617
CP2 through CP5	3,043			34	112
Reserve	108				
Total Uses	6,054		398	707	926
Sources					
FRA ARRA Funds	2,414		398	528	103
FRA FY10 Funds	929				
Calif Prop 1A Funds	2,711			180	823
Total Sources	6,054		398	707	926
Details of CP1					
Tutor Perini	985		0	70	419
Other Than Tutor Perini	466		0	33	198
Total	1,451		0	103	617
Tutor Perini as a % of CP1	68%				
Allocated Sources and Uses of Funds					
FRA ARRA Funds Available	2,414		398	528	103
Less "FRA Funds Only" Projects					
Caltrans SR-99	226		29	29	48
Tutor Perini	985		0	70	419
FRA ARRA Funds Remaining	1,203		369	429	(364)
Calif. Prop 1A Funds Available	2,711		0	180	823
Total Funds Available after "FRA Funds Only" Projects			369	608	459
Remaining Projects To Fund					
Planning, PE & Environmental			93	37	27
CP1 Right of Way Acquisition			226	215	0
CP2 through CP4 Right of Way Acquisition			11	244	77
Program Management			39	45	45
CP1 Other (not Tutor Perini)			0	33	198
CP2 through CP5			0	34	112
Reserve			0	0	0
Total			369	608	459
Funds Available to "Roll Over " To The Next Year			0	0	0

Exhibit D

References in FRA Agreement to the Use of State of California Sources of Funding

Section A. From the pages of the first 94 pages of the FRA Agreement. This agreement is available from the Defendants as RJN Exhibit 1, dated October 10, 2013:

Page Number and Location	Reference	Significance
3, paragraph "j"	<p>In Section: Total Project Cost; Cost-Sharing Responsibility</p> <p>j. FRA recognizes that unless otherwise stated herein, the Grantee anticipates using proceeds of Proposition 1A bonds to provide the Grantee's match funding as required by Subsections 5(c), 5(e), and 5(f) hereof, but that the issuance and sale of Proposition 1A bonds are subject to certain other state legal requirements. In the event the Grantee does not expect such proceeds to be available in time to provide the contributory match concurrent with its request for grant funds, the Grantee shall make all reasonable efforts to secure a substitute funding source to deliver the required funding. Notwithstanding the foregoing, if the Grantee does not meet its obligations to deliver the Grantee contributory match according to the terms of this Agreement, FRA reserves all rights under law and this including those in Attachment 2, Section 23.</p>	Vey High, acknowledges Prop 1A funds is the intended source of State funds. If not available, the State must find a substitute source. If the State does not perform per the Agreement, the FRA has the right to cancel and "clawback" the FRA funds.
5, paragraph "d"	<p>In Section: Progress Reports:</p> <p>d. An outline of work and activities planned for the next reporting period. Semiannual Proposition 1A bond sale Progress Reports shall be submitted for periods: January 1 –June 30, July 1 –December 31.</p>	Medium, the FRA clearly wants to track the status of the sales of Prop 1A bonds which they view as the primary State source to match the FRA funds. It is unknown if this requirement is being complied with.
6, sub-paragraph "a" and "b"	<p>In Section: Progress Reports: (continuation of "d" from page 5)</p> <p>Each report shall set forth concise statements concerning activities relevant to the Project, and shall include, but not be limited to, the following:</p> <p>a. The Grantee's actions taken to issue and sell Proposition 1A bonds.</p> <p>b. The amount of Proposition 1A bond proceeds issued, sold and approved for Project</p>	Medium, just the details the FRA wants to see about Prop 1A bond sales.

	use.	
43, first paragraph	<p>ATTACHMENT 3, STATEMENT OF WORK, Background:</p> <p>In 2008, the California State Legislature adopted AB 3034, finding “it imperative that the state proceed quickly to construct a...high-speed passenger train system to serve the major metropolitan areas....It is the intent of the Legislature that the entire high-speed train system shall be constructed as quickly as possible...and that it be completed no later than 2020....” Also in 2008, California voters passed Prop 1A, approving \$9 billion in bonds to support construction of the high-speed train. The Legislature and the voters specifically directed that the system should include California’s Central Valley, as well as other major California population centers.</p>	Low, background information that in 2008 Prop 1A, with \$9 Billion in bonds, was approved by the voters.
57, Footnote “5”	<p>In Section : PROGRAM ESTIMATE or BUDGET</p> <p>Table 2: Cost of the Phase 1 PE/NEPA/CEQA Work. (Footnote 5 refers to the various Sections to be built):</p> <p>5. The total amount budgeted in this Statement of Work for each of these sections includes funds for station area planning as described in Task 3. The non-Federal matching funds (50%) must be provided by local government unless (a) local government can reasonably demonstrate that it cannot provide (or secure from other government or private sources) the matching funds and (b) CHSRA determines that Prop 1A funds are legally available to cover the part of the match not provided by a local government.</p>	Low, clearly affirms that if local government funds are not available, then the CHSRA must determine if Prop 1A funds are available to cover the local government’s responsibilities. The logical conclusion is that if there were no Prop 1A funds available, it is the State’s problem to resolve, somehow, not the FRA’s problem
58, second paragraph	<p>In Section : PROGRAM ESTIMATE or BUDGET:</p> <p>The Grantee shall provide FRA with written notice upon the earliest determination that state funds are available, including proceeds from the sale of Proposition 1A bonds, and this Agreement shall be amended to reflect the availability of such funds.</p>	Low, clearly the FRA wants to know, in writing, when any State funds, including Prop 1A funds, become available.
78, first paragraph	<p>ATTACHMENT 3A, STATEMENT OF WORK, Introduction:</p> <p>(Repeat of page 43, first paragraph,</p>	Low, background information that in 2008 Prop 1A, with \$9 Billion in bonds, was approved by the voters.

	see above)	
93, second paragraph	<p>ATTACHMENT 3A, STATEMENT OF WORK, PROJECT BUDGET</p> <p>The Grantee shall provide FRA with written notice upon the earliest determination that state funds are available, including proceeds from the sale of Proposition 1A bonds, and this Agreement shall be amended to reflect the availability of such funds.</p>	Low, repeating requirement from page 58, second paragraph (see above)

Section B. From Exhibit 3 which follows page 94 of this Agreement:

Location in Exhibit	Reference	Significance
Page 1. Left side of table, half way down the page	<p>Sources:</p> <p>ARRA Funds, FY10 Funds, and Prop 1A Funds</p>	Very High, the Agreement list ONLY three sources of funds to support this agreement for \$6.1 Billion: two from the US Federal Government, and one from the State of California
Page 1. Left side of table, in the “Notes” area	Note 11: “Red Text” designates scope activities that are authorized to be paid with Federal funds , using advance payment method, until Prop 1A bond sale or April 2014, whichever is earlier.	Very High, identifies activities, such as Planning, ROW Acquisition and Program Management, that will be paid via the Advance Payment process, until specifically Prop 1A bond sales occur, or April 2014, which ever is earlier.
Page 1. Left side of table, in the “Notes” area	Note 12: “Blue Text” designates scope activities that are authorized to be paid with Federal funds , using advance payment method, until Prop 1A bond sale or April 2014, whichever is earlier; however, these activities require FRA approval prior to issuing NTP for any design and construction activities, consistent with Attachment 3A, Task 5 of Cooperative Agreement FR-HSR-0009-10-01-00, as amended.	Very High, identifies additional activities, such as Contract Work on CP1 (the Tutor Perini contract) and SR-99 (the Caltrans contract) that will be paid via the Advance Payment process, until specifically Prop 1A bond sales occur, or April 2014, which ever is earlier.
Page 2. Left side of table, top of page, in the “Calculations”	Red Text - designates scope activities that are authorized to be paid with Federal funds , using advance payment method, until Prop 1A bond sale or April 2014, whichever is	Repeat of Note 11

area	earlier.	
Page 2. Left side of table, top of page, in the “Calculations” area	Blue Text - designates scope activities that are authorized to be paid with Federal funds , using advance payment method, until Prop 1A bond sale or April 2014, whichever is earlier; however, these activities require FRA approval prior to issuing NTP for any design and construction activities, consistent with Attachment 3A, Task 5 of Cooperative Agreement FR-HSR-0009-10-01-00, as amended.	Repeat of Note 12
Page 2. Left side of table , bottom part of page, in the “Sources” area	Section identified as; “Prop 1A Catch up”	Very High, this table is focused on reporting, on a monthly basis, the amount of Prop 1 funds needed to catch up to a point where the various “matched contributions” have been, and are being made, with respect to the various ARRA and FY10 grants.

Section C. References to “Prop1A” in FRA Agreement and Amendments, over time

Grant Type	ARRA	ARRA	ARRA	ARRA	FY10	ARRA	ARRA
Amendment	00	01	02	03	00	04	05
Date M/YY	9/10	12/10	8/11	9/11	11/11	4/12	12/12
Number of Pages	57	62	56	18	50	4	102
Grant Award	\$194M	\$2,466M	\$2,552M	\$2,552M	\$929M	\$2,552M	\$2,552M
Reference to “Prop 1A”, based on content of this page reference in Amendment 5							
Page 3, j	No	Yes	Yes	No	Yes	No	Yes *
Page 5, d	No	No	No	No	No	No	Yes
Page 6, a & b	No	No	No	No	No	No	Yes
Page 43, 1 st parag.	No	Yes	Yes	Yes	No	No	Yes
Page 57, FN 5	No	Yes	Yes	No	No	No	Yes
Page 58, 2 nd parag.	No	No	No	No	No	No	Yes
Page 78, 1 st parag.	No	Yes	Yes	No	No	No	Yes
93, 2 nd parag.	No	No	No	No	No	No	Yes
Exhibit 3	No	No	No	No	No	No	Yes

* First time the use of the word “substitute” appears.

Exhibit E

INITIAL CONSTRUCTION SEGMENT

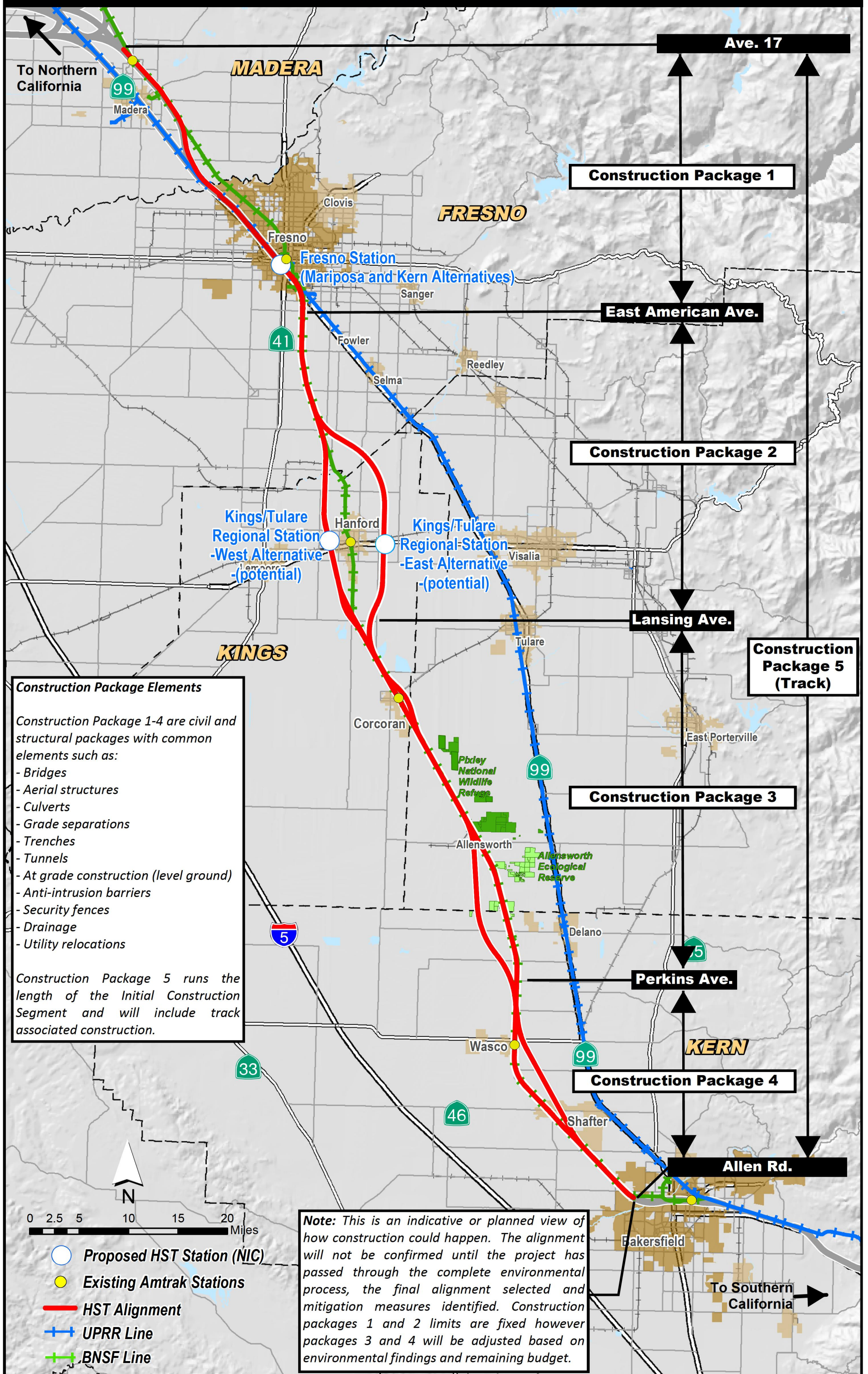
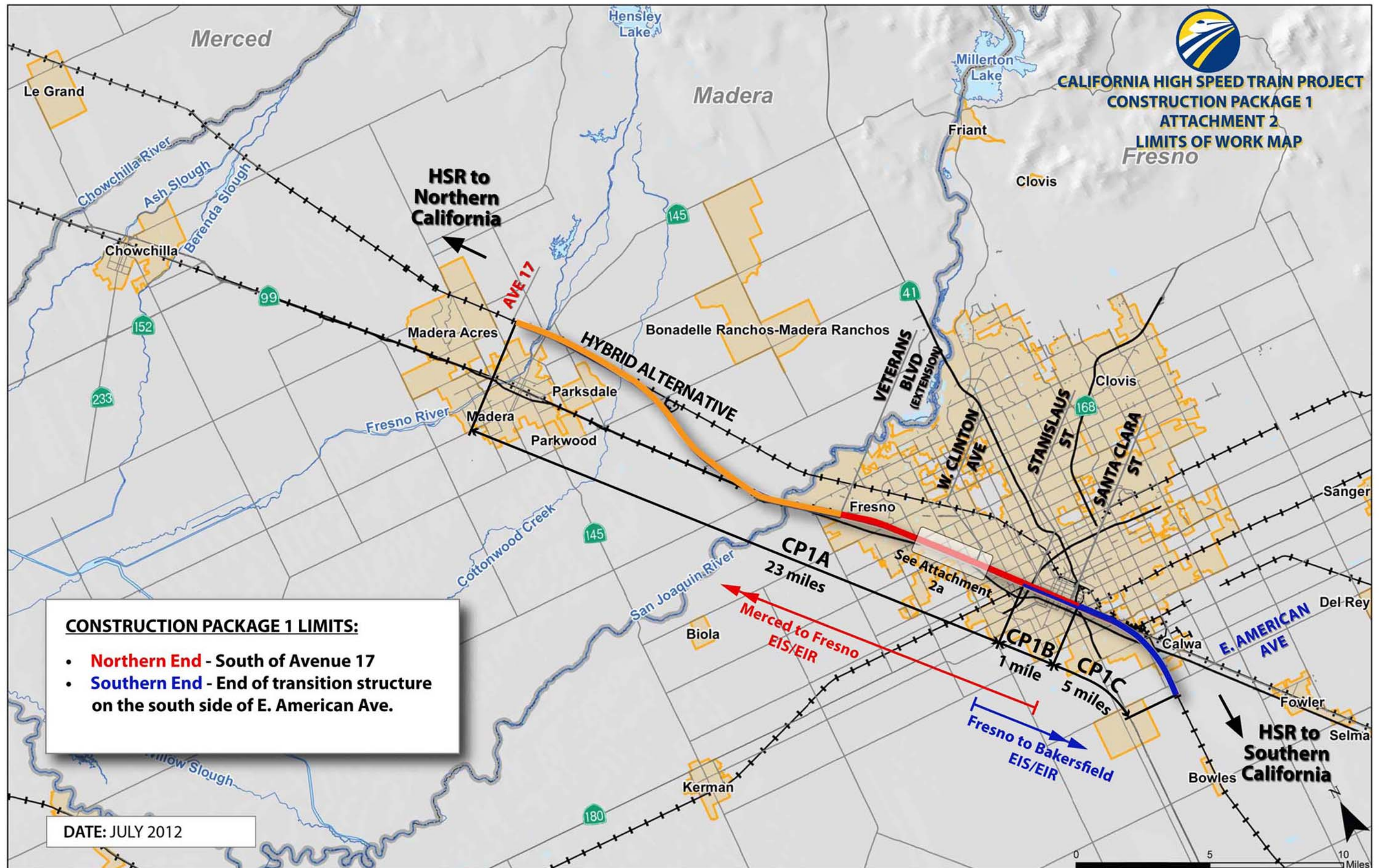


Exhibit F



**CALIFORNIA HIGH SPEED TRAIN PROJECT
CONSTRUCTION PACKAGE 1
ATTACHMENT 2
LIMITS OF WORK MAP
Fresno**



CONSTRUCTION PACKAGE 1 LIMITS:

- **Northern End** - South of Avenue 17
- **Southern End** - End of transition structure on the south side of E. American Ave.

DATE: JULY 2012

Exhibit G



**U.S. Department of
Transportation**

Office of the Secretary
of Transportation

Under Secretary for Policy

1200 New Jersey Avenue, S.E.
Washington, DC 20590

May 25, 2011

Mr. Roelof van Ark
Chief Executive Officer
California High Speed Rail Authority
770 L Street, Suite 800
Sacramento, CA 95814

Dear Mr. van Ark:

It was a pleasure to meet with you last week while I was in Sacramento. As we discussed, the California Legislative Analyst's Office report released on May 10, 2011 suggested that you inquire of the U.S. Department of Transportation (U.S. DOT) with regard to the expenditure deadline for funds awarded to the California high-speed rail project, the ability to use federal funds as upfront funding, as well as the decisions that have been memorialized in agreements between the Federal Railroad Administration (FRA) and the Authority regarding the initial construction segment in the Central Valley.

As to the expenditure deadline, you should know this is a matter of law prescribed by both the Recovery Act and general appropriations law. Most Recovery Act funds provided by U.S. DOT to its state and local partners had a period of availability not to exceed Fiscal Year (FY) 2010. Fortunately, Congress recognized the unique, start-up nature of high-speed rail projects in this country and granted these funds a period of availability period through 2012, which together with 5 additional fiscal years for adjustment and liquidation (pursuant to 31 U.S.C §§ 1552 and 1553) creates the 2017 final deadline for expenditures.

This was one of the most lenient deadline for transportation funding in the Recovery Act, which was primarily designed to stimulate the economy in the short term during one of the country's most challenging economic times. We believe the time allowed is more than reasonable, and that deadlines are necessary to ensure that Recovery Act funds are used with all due speed. U.S. DOT has no administrative authority to change this deadline, and do not believe it is prudent to assume Congress will change it. We recommend that policy makers in California proceed on the basis that this deadline will remain fixed and make every effort to move the project forward accordingly.

On the matter of using federal funds up front to postpone use of the State's matching funds, we hope you will understand why this is not feasible. Both the fiscal year 2010 appropriations law and the FRA grant commitments require matching funds as a prerequisite for this project to go forward. California was awarded funding based in part on the impressive state match promised in the grant applications. Withholding these matching funds would put the California's high-speed rail project in serious jeopardy.

On the matter of the initial construction segment, we view the Central Valley as a logical place to begin building the core line to connect the San Francisco Bay Area with the Los Angeles Basin. We believe the decision to begin there was and remains a wise one. This selection was based on careful consideration of the options put forward by California through a competitive application process. First and foremost, construction can begin and be completed in the Central Valley more quickly than in other places. With this central piece built, more complex construction can extend north, south or simultaneously in both directions as additional sections of the project are ready to be built.

When construction of the Interstate Highway System began, the first segments to be completed were not in major population centers. The interstate began in the middle of the country, with the very first sections laid in Kansas and Missouri, allowing this core to extend to more populated areas and over more challenging terrain as the system grew. The Central Valley line is the essential core of any viable high-speed rail plan for California. It will support top speeds of 220 mph and will deliver jobs and future access to a part of the state that could use a serious economic boost. Once major construction is underway and approvals to complete other sections of the line have been obtained, the private sector will have compelling reasons to invest in further construction.

Sincerely,

A handwritten signature in black ink, appearing to read 'Roy Kienitz', with a long, sweeping line extending from the end of the signature towards the top right of the page.

Roy Kienitz
Under Secretary for Policy
U.S. Department of Transportation