

The six-county public transportation system serving northeastern Illinois

Proposed Operating Budget, Two-Year Financial Plan and Five-Year Capital Program



RTA Final Budget Hearing

The Regional Transportation Authority (RTA) is holding a final public hearing to discuss the regional mass transit budget for 2009. The hearing will also address the capital investment needs of the regional transit system.

Monday, December 15, 2008 9:00 a.m.

The Loop/River Room (2nd floor) University Center 525 S. State Street Chicago (Entrance near State & Congress)

The meeting is open to the general public and is ADA accessible. If you require a reasonable accommodation in order to attend a meeting or have questions, please call (312) 913-3153 or TTY (312) 913-3111 at least 2 business days before the meeting. For more information, visit www.MovingBeyondCongestion.org.



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Executive Director

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2009 RTA Proposed Budget, Two-Year Financial Plan and Five-Year Capital Program

Letter from the Executive Director

Enclosed is a copy of the proposed 2009 Budget and Two-Year (2010-2011) Financial Plan from the Regional Transportation Authority (RTA), which includes the proposed budgets for the Chicago Transit Authority (CTA), Metra and Pace. In January 2008, the General Assembly and the Governor enacted landmark reform and operating funding legislation that allowed the cancellation of massive service cuts, fare increases and layoffs. This 2009 budget reflects the first full year of the implementation of that legislation. It is a compilation of individual budgets of the CTA, Metra, Pace and the RTA (Agency), that still require approval by the RTA Board in December. It is our collective intent to improve transparency and increase accountability in our budgets, and improve public understanding of the costs and benefits of transit to the region.

In response to unstable gas prices and severe traffic congestion choking our region, transit ridership is at historic highs. Despite this, the financial challenges facing the transit agencies in 2009 are significant due to a slowed economy, reduced tax revenues, high fuel prices and deteriorating capital infrastructure. This potent combination has forced the CTA and Pace to consider fare increases to help balance their budgets.

While advocating for the funding and reform bill, we always knew that small, periodic fare increases would be necessary. Since 1983, the RTA Act has required that 50% of our funding come from fares and other system generated revenue. Mass transit still remains a tremendous bargain compared with driving. Metra implemented a fare increase earlier this year and the CTA and Pace have proposed to implement increases in 2009.

The regional transit system still faces a serious shortfall in capital funding. The State has not approved a capital infrastructure funding plan since 1999, and we have not received any state capital dollars since 2004. Aged trains and buses, deteriorating tracks and stations, and equipment that has exceeded its useful lifespan all result in higher operating costs. There is a dire need to make capital investments to maintain, enhance, and expand the transit system. With high gas prices, a struggling economy, record-high ridership, and a desire to better protect our environment, the need to invest in transit has never been greater than it is today. The RTA joins with others across Illinois to urge the General Assembly to pass a capital plan that addresses not only transit infrastructure, but roads, bridges, schools and other critical needs.

Thank you once again for your continued support of transit and your partnership in implementing important management and fiscal reforms designed to enhance the coordination and efficiency of the regional transit system. For more information, visit www.MovingBeyondCongestion.org, and consider joining as a Partner for Transit so we can continue to provide you with updates.

Sincerely,

Stephen E. Schlickman

Executive Director, Regional Transportation Authority

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Overview

The Regional Transportation Authority (RTA or the Agency) provides funding, planning and fiscal oversight for regional bus and rail operations in northeastern Illinois as set forth by the RTA Act. The Act designates the Agency as the primary public body in the region to secure funds for public transportation. The Agency is authorized to impose taxes in the region, issue debt, and is responsible for the allocation of federal, state and local funds to finance both the operating and capital needs of public transportation in the region.

The RTA Board of Directors governs the Agency. Three independent Service Boards, the Chicago Transit Authority (CTA), Metra commuter rail and Pace suburban bus, have operational (set fares and provide service) responsibility for public transportation within the six-county region and are governed by their own boards of directors. The CTA provides bus and rapid transit rail service in the City of Chicago and neighboring suburbs. Metra provides commuter rail service throughout the six-county region. Pace provides bus service in the suburbs and from the suburbs to the City of Chicago, and Pace is responsible for all ADA paratransit service in the region.

Yearly, the RTA Board must adopt an annual budget, two-year financial plan and a five-year capital program for each Service Board. The principal features of this process are outlined in the following paragraphs.

In September, the RTA Board approves the "marks" for each Service Board. The marks include the recovery ratio for the annual budget, operations funding for the annual budget and two-year financial plan, and the five-year capital program.

The marks guide the Service Boards' budgetary process. Each Service Board prepares and publishes, for public hearing and comment, a comprehensive budget document that is to conform to the RTA marks. After considering public comment, the CTA, Metra and Pace board members adopt their respective budgets.

In November, those budgets are forwarded to the RTA, which consolidates the Agency and the Service Board budgets into a proposed RTA budget document. The RTA distributes this document for public hearing and comment before adoption in December.

Challenges

A variety of economic and funding challenges will put significant pressure on the RTA and Service Board's budgets in 2009. Many of these problems have already begun to stress the 2008 budget.

Through July 2008, revenues from the old RTA sales tax were nearly \$11 million (2.5%) unfavorable to budget and slightly less than sales tax revenues during the first seven months of 2007. In September, the RTA reduced the estimate of total sales tax and Public Transportation Fund (PTF) revenues during 2008 by \$11 million. The value of taxable sales in 2009 is not expected to exceed that of 2008. Traditionally, the RTA sales tax has grown on average by more than 3% per year.

State legislation that provided free travel on public transportation to seniors 65 and older living in the RTA service area and to people with disabilities enrolled in the State Circuit Breaker program will result in an annual reduction in farebox revenue of approximately \$40 million. The RTA supports efforts to improve mobility options for all residents in our region and the State, especially those of the elderly and the disabled. However, the loss of fares represents approximately 3% of annual Service Board revenue.

Rising motor fuel costs were nearly \$14 million unfavorable to budget through July 2008 and \$34 million greater than during the first seven months of 2007. Despite recent declines in gasoline prices, fuel costs in 2009 are expected to be \$50 million greater than previously estimated.

The RTA is working in support of State legislation for comprehensive, long-term capital funding for public transportation. Without capital funding to replace or overhaul aging rolling stock, renovate deteriorating facilities, and upgrade outdated signal and communications equipment, maintenance costs are expected to increase at least \$50 million in 2009.

Continued tight credit conditions and the enduring housing recession have reduced both the number of homes sold and the average sales price. During the first three quarters of 2008, the value of real estate transactions in the City of Chicago declined by almost one-third compared to the first nine months of 2007. Since April, when the Real Estate Transfer Tax (RETT) in the City of Chicago was increased to fund the CTA, the value of real estate transactions in the City of Chicago has declined by approximately one-half compared to the corresponding period in

2007. RETT receipts and the corresponding PTF are expected to be at least \$25 million lower than previously estimated. Combined, these budget pressures reach nearly \$200 million. (Exhibit 1-1)

Budget and Financial Plan

A consolidated RTA statement of revenue and expenditures from 2008 through 2011 is presented in Exhibit 1-2. The discussions that follow correspond to the line items on this schedule.

Total Revenues

As shown in Exhibit 1-2, total revenues are estimated to grow from \$1.4 billion in 2008 to \$1.6 billion million in 2011.

Exhibit 1-1: 2009 Budget Pressures (dollars in millions)

Total	\$175
Lower than expected Real Estate Transfer Tax receipts	25
Increased maintenance costs from lack of capital funding	50
Increased fuel costs	50
Revenue loss from People with Disabilities Ride Free	10
Revenue loss from Seniors Ride Free	30
Lower than expected sales tax receipts	\$10

RTA Sales Taxes and Public Transportation Funds (Part I)

RTA sales tax is the primary source of revenue for the RTA. The tax is authorized by Illinois statute, imposed by the RTA in the six-county region of northeastern Illinois and collected by the State.

Exhibit 1-2: 2009 Funding Sources (dollars in thousands)

	2008 Estimate	2009 Budget	2010 Plan	2011 Plan
System-Generated Revenue				
RTA Sales Tax (Part I)	758,400	758,400	768,639	789,392
RTA Public Transportation Fund (Part I)	189,600	189,600	192,160	197,348
RTA Sales Tax (Part II)	248,557	281,746	285,549	293,259
RTA PTF (Part II)	-	147,688	149,682	153,724
State Financial Assistance	116,476	116,500	116,500	116,500
State Reduced Fare Reimbursement	36,275	36,275	36,275	36,275
Other Revenue	33,250	18,500	18,500	18,500
Total Revenue	1,382,558	1,548,709	1,567,305	1,604,998
Operating Expenditures				
RTA Total for CTA operations	558,832	655,753	616,605	633,550
RTA Total for Metra Operations	280,100	315,860	327,200	338,810
RTA Total for Pace Suburban Service	102,441	121,807	120,251	123,498
RTA Suburban Community Mobility Funding for Pace	20,000	19,800	20,067	20,609
RTA South Suburban Job Access Funding for Pace	3,750	7,500	7,500	7,500
RTA Total for ADA Paratransit Service	85,626	98,595	108,076	110,078
RTA Funding for Innovation, Coordination, and Enhancement	3,851	3,812	3,912	4,019
State Reduced Fare Reimbursement & Sales Tax Interest	37,975	37,975	37,975	37,975
Agency Administration	7,499	8,784	9,100	9,500
RTA Regional Services and Programs	25,063	23,375	24,200	25,100
Total Operating Expenditures	1,125,137	1,293,261	1,274,886	1,310,639
Debt Service & Capital Expenditures				
Principal and Interest for Service Board Capital Programs	183,300	183,300	183,300	183,300
Regional Technology and Agency Capital	1,870	4,566	4,600	4,500
RTA Funding for Innovation, Coordination, and Enhancement	6,149	6,088	6,121	6,285
Transfer Capital - Metra Funds	30,661	53,174	46,816	45,304
Transfer Capital - Discretionary RTA Funds to CTA	20,353	20,353	20,353	20,353
Total Debt Service and Capital Expenditures	242,333	267,481	261,190	259,742
Total Expenditures	1,367,470	1,560,742	1,536,076	1,570,381
Fund Balance (undesignated/unreserved)				
Beginning Balance	25,848	22,642	6,707	34,436
Change in Fund Balance	15,088	(12,032)	31,229	34,618
RTA Funds Reserved for ADA paratransit	(14,374)	(403)	-	-
RTA Joint Self-Insurance Fund Funding	(3,920)	(3,500)	(3,500)	(3,500)
Ending Unreserved/Undesignated Fund Balance	22,642	6,707	34,436	65,553
% of Total Operating Expenditures	2.0%	0.5%	2.7%	5.0%
Total System-Generated Revenue Recovery Ratio %	54.8%	55.3%	n/a	n/a
ADA paratransit service Recovery Ratio %	10%	10%		

The traditional RTA sales tax (sometimes identified in this document as "Old" (or Part I) Sales Tax has been the major source of funding for public transportation in northeastern Illinois for nearly three decades. This sales tax is the equivalent of 1% of sales in Cook County and 0.25% of sales in each of the collar counties (DuPage, Kane, Lake, McHenry and Will counties). The 1% sales tax in Cook County is comprised of 1% of sales of food and drugs and 0.75% of sales of general merchandise, with the State then providing a "replacement" amount to the RTA equivalent to 0.25% of sales of general merchandise. The RTA retains 15% of the proceeds of the old sales tax for discretionary funding and allocates the remaining 85% to the Service Boards according to a statutory formula based on the sub-region where the sales transaction occurred. Of the remaining amount, the CTA receives 100% of the collections in the City of Chicago and 30% of the collections in suburban Cook County. Metra receives 55% of the collections in suburban Cook County and 70% of the collections in the collar counties. Pace receives 15% of the collection in suburban Cook County and 30% of the collections in the collar counties.

Receipts from the State Public Transportation Fund (PTF) are based on a formula tied to Part I sales tax results. The fund provides the RTA with a 25% match of its sales tax proceeds which means that for every \$4 collected in old sales tax the RTA receives an additional dollar in PTF.

RTA Sales Taxes, Real Estate Transfer Taxes (RETT), and PTF – (Part II)

In January, Illinois Public Act 95-0708 increased the RTA sales tax rate throughout the region, increased the Real Estate Transfer Tax (RETT) in the City of Chicago, and raised the portion of RTA tax revenues matched by PTF (sometimes identified in this document as "New" or Part II Taxes). The RTA sales tax rate was increased 0.25% in Cook County and 0.50% in the collar counties effective April 1, 2008. Proceeds of the sales tax increase in the collar counties are divided evenly between the RTA and the county where the tax is collected. Effective April 1, 2008, the RETT in the City of Chicago was increased by \$1.50 per \$500 to fund the CTA.

In February 2008, the PTF match of the old RTA sales tax increased from 25% to 30%. In April 2008,

the 5% PTF match was applied to the RETT and the RTA portion of the sales tax increase. Beginning in January 2009, the PTF match of both the RETT and the RTA portion of the sales tax increase will rise from 5% to 30%. While the 25% PTF match of the RETT funds only the CTA, the proceeds of the other increases in both the PTF match and the RTA portion of the sales tax fund all three Service Boards as follows: In 2008, \$100 million will fund Pace ADA Paratransit Service, \$20 million will fund the Suburban Community Mobility Fund for Pace Suburban Service, and \$10 million will fund the RTA Innovation, Coordination, and Enhancement (ICE) Fund. In future years, these amounts will vary in proportion to sales tax receipts. The remaining proceeds of the increases in the sales tax and PTF match are allocated 48% to the CTA, 39% to Metra, and 13% to Pace. The legislation also requires that the RTA provide Pace suburban service with RTA South Suburban Job Access Funds in the amount of \$3.75 million in 2008 and \$7.5 million annually thereafter.

Exhibit 1-3 contains the source and distribution of RTA Part I Sales Tax and Part II sales tax and PTF in the 2009-2011 planning period.

State Financial Assistance

This revenue source is state-authorized assistance to reimburse the debt service expenses for RTA Strategic Capital Improvement Program (SCIP) bonds. Subject to the appropriation of funds by the state, the RTA will continue to be eligible to receive State Financial Assistance payments. Budgeted receipts for 2009 are \$116.5 million.

Reduced Fare Reimbursement

This operating assistance is partial reimbursement from the State of Illinois to the Service Boards for discounts (mandated by law) provided to students, elderly and disabled riders. The funds are distributed by the state through the RTA and then to the Service Boards. Available funds are projected to be \$38.3 million in 2009.

Subsequent to the Service Boards submitting their budgets to the RTA, the Governor signed Senate Bill 1103 reinstating funding in State fiscal year 2009 for reduced fare reimbursement. Since the State fiscal year spans from July 1, 2008, through June 30, 2009, this legislation favorably impacts RTA revenues in both 2008 and 2009.

Other Revenue

This revenue category includes sales tax interest, investment income, financial transaction receipts, working cash loans, miscellaneous revenue, and

grant funds from state and local agencies for regional coordination and technology initiatives. The amount in 2008 includes a working cash loan of \$16 million. Total receipts in 2009 are budgeted at \$18.5 million.

Exhibit 1-3: Source & Distribution of RTA Part I Sales Tax & Part II Sales Tax, PTF, and RETT (dollars in thousands)

Source of Funds	2009 Budget	2010 Plan	2011 Plan
Part I			
Sales Tax	025 000	020.047	045 504
City of Chicago	235,862	239,047	245,501
Suburban Cook County	399,677	405,073	416,010
Collar Counties	122,861	124,519	127,881
Total Part I - Sales Tax	758,400	768,639	789,392
Part II - Sales Tax, PTF & RETT			
City of Chicago	58,966	59,762	61,375
Suburban Cook	99,919	101,268	104,002
Collar Counties	122,861	124,519	127,882
Total Part II - Sales Tax	281,746	285,549	293,259
Part II - COC Real Estate Transfer Tax (RETT) (1)	67,547	85,100	87,400
Total Part II - Sales Tax & RETT	349,293	370,649	380,659
Part II - Public Transportation Funds (PTF)			
25% of Part II Sales Tax	70,436	71,387	73,315
25% of RETT - to CTA	21,037	21,321	21,897
5% Part I & Part II Taxes	56,215	56,974	58,512
Total Part II PTF	147,688	149,682	153,724
Total Part II - Sales Tax, PTF & RETT	496,981	520,331	534,383
Total Source of Funds	1,255,381	1,288,970	1,323,775
Distribution of Funds			
Part I Allocation			
RTA - 15% of Part I	113,759	115,297	118,411
CTA	302,401	306,483	314,757
Metra	259,951	263,460	270,573
Pace	82,288	83,399	85,651
Total Part I	758,400	768,639	789,392
Part II Allocation			
Pace ADA Paratransit Service	98,998	100,334	103,043
Pace Suburban Community Mobility	19,800	20,067	20,609
RTA Innovation, Coordination & Enhancement (ICE)	9,900	10,033	10,304
25% of RETT - to CTA	21,037	21,321	21,897
RETT to CTA	67,547	85,100	87,400
Sub Total	217,282	236,855	243,253
Remaining Balance to Service Boards			
CTA - 48%	134,256	136,068	139,742
Metra - 39%	109,083	110,556	113,541
Pace - 13%	36,361	36,852	37,847
Total Part II	496,981	520,331	534,383
Total Distribution of Funds	1,255,381	1,288,970	1,323,775
Part I Service Board Allocation Formula (2)	City of Chicago	Suburban Cook	Collar Counties
CTA	100%	30%	-
Metra	-	55%	70%
Pace	-	15%	30%
Total	100%	100%	100%

^{(1) 2009} reflects the amount needed to balance the CTA's budget which is more representative of current economic conditions. The marks amount in 2009 was \$84 million. (2) After the RTA's allocation of 15%, the Service Boards receive 85% of the remaining funds, which are allocated to each Service Board based on the percentages shown.

Total Operating Expenditures

As shown in Exhibit 1-2, total RTA operating expenditures are expected to increase from \$1.1 billion in 2008 to \$1.3 billion in 2011.

Operations Funding to Service Boards

The RTA's primary expenditure is the funding of the Service Boards' operating deficits. An operating deficit is the difference between a Service Board's system-generated revenue (farebox and other revenue) and system operating expenditures. Exhibit 1-4 shows funding for Service Board operations in the 2009-2011 planning period. The amount for Pace suburban service includes Suburban Community Mobility Funds and South Suburban Job Access Funds. A discussion of each Service Board's revenues, expenditures, and deficit is provided in the Service Boards Operating Plans Section.

Innovation, Coordination and Enhancement (ICE)

In January 2008, Illinois Public Act 95-0708 established the Innovation, Coordination and Enhancement (ICE) program, a new competitive funding program (with a \$10 million annual appropriation in 2008) to enhance the coordination and integration of public transportation, and to develop and implement innovations to improve the quality and delivery of public transportation. ICE program funds are for operating or capital grants or loans that advance the goals and objectives of the RTA's strategic plan. Eligible recipients include the CTA, Metra, and Pace, as well as transportation agencies and units of local government. In 2008, Metra and Pace were awarded operating funds and the CTA was awarded capital funds for ICE projects that will begin in 2009 (Exhibit 1-5).

Reduced Fare and Sales Tax Interest

State reduced fare reimbursements are received as revenue by the RTA, as previously described, and flow directly to the Service Boards to help defray program costs. The 2009 budget level is \$36.3 million. Subsequent to the Service Boards submitting their budgets to the RTA, the Governor signed Senate Bill 1103 reinstating funding in State fiscal year 2009 for reduced fare reimbursement. Since the State fiscal year spans from July 1, 2008, through June 30, 2009, this legislation impacts RTA expenses in both 2008 and 2009.

Since there is a lag between when the State collects the RTA Sales Tax and when it distributes the funds to the RTA, the RTA receives interest on these holdings and disburses 85 percent of these funds to the Service Boards based on their Sales Tax - Part 1 allocation formula shown in Exhibit 1-3. Payments in 2009 are budgeted at \$1.7 million.

Agency Expense Summary

Spending for the Agency's proposed budget in 2009 totals \$36.7 million, which is a 3.5% increase over the 2008 budget of \$35.5 million. The increase reflects resources – staff and outside expertise – to implement new legislation and mandates. Historically, the RTA has limited the percent increase in its budget to that of the CTA and Pace. In 2009, the budgets of CTA and Pace are expected to increase by 9.3% and 17.8%, respectively, and Metra's budget is expected to increase by 18.8%.

Agency Administration, Regional Services and Programs

In 1985, a statutory cap for administrative spending was set at \$5 million, with a growth rate of 5 percent per year. Proposed 2009 administrative expenditures of \$8.8 million are 45.5% below the cap allowance of \$16.1 million.

From a regional perspective, the RTA coordinates and funds several initiatives that bring together public transportation across the region (regional services and programs). Through partnerships with other state and local agencies, the RTA receives external funds that pay a portion of some program costs. Regionwide programs include the Travel Information Center (TIC), ADA certification, the Seniors Ride Free and People with Disabilities Ride Free programs, and the Transit Benefit Fare Program. The RTA also plans to continue to support strategic planning and coordination initiatives which develop transit options in the region, such as sub-regional and corridor plans, community planning programs, and regional coordination programs. Total expenditures proposed for these regional initiatives are \$23.4 million.

Total Debt Service and Capital Expenses

Total expenditures in this classification for the 2009 budget are \$267.5 million. Exhibit 1- 2 provides a summary of debt service and capital expense in 2008 through 2011.

Exhibit 1-4: Funding for Service Board Operations (dollars in	thousands) (6)		
DT4 5 11 484 1 6 0T4	2009 Budget	2010 Plan	2011 Plan
RTA Funding Marks for CTA RTA Sales Tax (Old - Part I)	302,401	306,483	314,758
RTA Sales Tax and PTF (New - Part II)	155,293	157,389	161,639
RTA Discretionary	198,059	152,733	157,153
Total RTA Funds	655,753	616,605	633,550
RETT - City of Chicago (New Part II) (1)	67,547	75,000	90,000
Total Funding	723,300	701,705	720,950
CTA Adopted Budget/Financial Plan			
Revenue	601,113	638,947	668,680
Expense	1,324,413	1,388,738	1,476,770
Deficit	723,300	749,791	788,090
Total Funding vs. Service Board Deficit (2), (3)	-	(58,186)	(64,540)
RTA Funding Marks for Metra RTA Sales Tax (Old - Part I)	259,951	263,461	270,574
RTA Sales Tax and PTF (New - Part II)	109,083	110,555	113,540
Total RTA Funds	369,034	374,016	384,114
Metra Adopted Budget/Financial Plan	303,034	314,010	304,114
Revenue	315,800	331,400	343,300
Expense	631,660	658,600	682,110
Deficit	315,860	327,200	338,810
Total Funding vs. Service Board Deficit (3), (4)	53,174	46,816	45,304
RTA Funding Marks for Pace Suburban Service			
RTA Sales Tax (Old - Part I)	82,288	83,399	85,651
RTA Sales Tax and PTF (New - Part II)	36,361	36,852	37,847
RTA Discretionary	3,158	-	-
Sub Total	121,807	120,251	123,498
RTA Suburban Community Mobility	19,800	20,067	20,609
South Suburban Community Job Access	7,500	7,500	7,500
Total RTA Funds	149,107	147,818	151,607
CMAQ/JARC Funds	2,395	1,657	531
Total Funding	151,502	149,475	152,138
Pace Adopted Budget/Financial Plan			
Revenue	54,248	56,037	58,937
Expense	204,597	213,513	223,715
Deficit	150,349	157,476	164,778
Total Funding vs. Service Board Deficit (3), (5)	1,153	(8,001)	(12,640)
RTA Funding Marks for Pace ADA Paratransit Service Total RTA Sales Tax and PTF (PA 95-0708)	00 000	100 334	102 042
Use of RTA Reserves for ADA Paratransit	98,998	100,334 7,742	103,043 7,035
Total Funding	98,998	108,076	110,078
RTA Reserved ADA Paratransit Funds	14,777	7,035	110,076
Pace Adopted Budget/Financial Plan	±1,777	1,000	
Revenue	8,558	9,042	9,554
Expense	107,153	117,118	127,176
Deficit	98,595	108,076	117,622
Total Funding vs. Service Board Deficit (5)	403	-	(7,544)

^{(1) 2008} reflects the amount needed to balance the CTA's budget which is more representative of current economic conditions. The marks amount in 2008 was \$84 million. The amounts in 2010 and 2011 reflect the CTA's estimates versus the RTA marks estimates of \$85.1 million and \$87.4 million. (2) The CTA's 2010 and 2011 financial plans exceed the RTA marks by the respective amounts of \$48 million and \$66.4 million, using the RTA's RETT estimates. (3) The Service Board funds for ICE programs, which are used for operations or capital program expenditures, are shown on a separate schedule. (4) Metra's remaining balance, which can be used for operations, is available for capital programming. The figure shown does not include capital farebox receipts of \$10 million. (5) Pace's suburban service deficit in 2010 and 2011 exceeds the marks set by the RTA Board by \$8 million and \$12.6 million respectively; Pace's ADA Paratransit financial plan in 2011 exceeds the RTA's funding mark by \$7.5 million. (6) This schedule does not include the Service Boards' ICE funds shown in Exhibit 1-5 which were awarded after the marks were set in September.

Exhibit 1-5: **2009 Innovation, Coordination, and Enhancement (ICE) Projects** (dollars in thousands)

	Operating	Capital	Total
CTA		3,177	3,177
Metra	340		340
Pace	1,500		1,500
Service Board Total	1,840	3,177	5,017
Local Agencies	1,965	2,898	4,863
Total Programmed (1)	3,805	6,075	9,880
Carry-Over to 2010			120
Total			10,000
Operating/Capital (2)	39%	61%	100%

^{(1) 2009} Innovation, Coordination, and Enhancement (ICE) Projects are funded from the 2008 budget appropriation.(2) Percentage used to allocate 2009-2011 expenditures.

Principal and Interest

Principal and interest payments reflect debt services costs related to the general obligation bonds issued by the RTA for Service Board Capital Programs. In 1989, the Illinois General Assembly authorized the RTA to issue a maximum of \$500 million of Strategic Capital Improvement Program (SCIP) bonds, and have a maximum of \$500 million RTA (non-SCIP) bonds outstanding. Effective January 1, 2000, authorization was amended and the RTA gained approval (Illinois FIRST) to issue an additional \$1.3 billion in SCIP bonds and have outstanding an additional \$300 million in RTA bonds. The RTA issued the remaining balance of bonds authorized by Illinois FIRST in 2006, and there has not been any new State funding program for capital since Illinois FIRST. The budget for principal and interest expenditures in 2009 is \$183.3 million.

Regional Technology and Agency Capital

The 2009 budget continues to fund region-wide capital-driven technology initiatives and agency programs. Program expenditures include funds for a regional green transit plan, regional transit incident reporting system and data exchange standards, the RTA multi-modal info kiosk, and transit hub system. Through partnerships with other state and local agencies, the RTA receives external funds that pay a portion of these program costs. Other agency capital program initiatives include the implementation of the new Integrated Management System (IMS), the move of the Travel Information Center (TIC), and office renovation. The total 2009 budget for the regional technology and agency capital program is \$4.6 million.

Transfer Capital

Two funding sources cover this category of expense, statutory and the RTA discretionary. If the statutory apportionment of sales tax to a Service Board exceeds its operating budget, the funds which are available for operations can be transferred to their capital program. Statutory transfers in 2009 are expected to be \$53.2 million.

Since 1995, the RTA has transferred a portion of its discretionary funds, available for region-wide capital or operating initiatives, to the CTA for capital investment. The funding to the CTA in 2008 for this program was \$20.4 million and continues at that level through 2011.

Total Expenditures

Total RTA expenditures (operating, debt service and capital) for 2009 are budgeted at \$1.6 billion (Exhibit 1-2).

Fund Balance

In 1998, the RTA Board adopted an ordinance establishing a 5% minimum level in the unreserved and undesignated fund balance. If the amount is below 5%, the financial plan must show full replenishment by the end of the current planning cycle.

The percentage is based on total operating expenditures for the year (as shown on Exhibit 1-2). The purpose of the ordinance was to formalize a practice of maintaining a level of available financial resources for funding during unfavorable economic periods. This policy has proved its value as economic growth in recent years has limited the increase of sales tax receipts.

Beginning Fund Balance

The beginning balance is the amount of funds in the undesignated and unreserved (General Fund) fund balance after the previous year's results have been audited and the accounting records are closed. The beginning balance in 2008 reflects the ending balance from the RTA's 2007 audited results which was \$25.8 million.

Change in Fund Balance

When total RTA revenue is less than the total RTA expenses, it produces an annual change to the fund balance. When the total revenues exceeds the total expenses, the remainder is added to the fund

balance. If total expenses exceed total revenues, the fund balance is reduced by the deficit amount. Total expenses in 2009 are expected to exceed total revenue by \$12 million (Exhibit 1-2).

RTA Funds Reserved for ADA Paratransit

As previously discussed, the Illinois Public Act 95-0708 required the RTA to set aside a base appropriation of \$100 million from new sales tax in 2008 to fund Pace ADA Paratransit Service. The new legislation also acknowledged that the amount in future years will vary from the baseline amount of \$100 million in proportion to the change in the RTA sales tax receipts throughout the region. The amount in 2009 is budgeted at \$99 million (\$98.6 million to Pace for ADA Paratransit Service with the remaining balance of 0.4 million held in reserve by the RTA for future operating use).

RTA Joint Self-Insurance Fund (JSIF)

The Joint Self-Insurance Fund (JSIF) is used to finance claims incurred by the Service Boards and the RTA on a cost-reimbursement basis. The fund provides a source from which to borrow to pay for a portion of catastrophic losses and other claims incurred by the Service Boards and the RTA, arising out of personal injuries, property damage and certain other losses. The RTA plans to make a \$3.5 million contribution to this fund during the 2009-2011 planning period to help forestall further erosion of the fund. In the meantime, the RTA, the CTA, Metra, and Pace are working to address the long-term financial stability of the plan's fund.

Ending Fund Balance

The ending fund balance for 2008 is estimated to be \$22.6 million. The 2009 budget shows a year-end fund balance estimate of \$6.7 million or 0.5% of total operating expenditures. The balance at the end of 2011 is \$65.6 million or 5% of the total operating costs as shown on Exhibit 1-2.

Recovery Ratio

The RTA Act requires the RTA Board to set a recovery ratio for the next fiscal (calendar) year for each Service Board. The RTA Act further requires that the combined revenue from the RTA operations cover at least 50% of the system operating cost.

In meeting the 50% recovery ratio, the RTA Act requires that the revenue figures include all receipts

consistent with generally accepted accounting principles with certain specified exceptions. Therefore, the revenue figure used to determine whether the RTA system meets this 50% requirement includes not only all of the items contained in the recovery ratio for the Service Board budgets, but also the net gain on lease/leaseback transactions. The RTA Act, as amended in January 2000 by the Illinois Public Act 95-0708, excludes from the 2008 recovery ratio calculation costs in the amount of \$200 million. This exclusion is reduced by \$40 million each year thereafter until the exemption is eliminated (\$160 million in 2009, \$120 million in 2010, \$80 million in 2011, and \$40 million in 2012). The 2009 proposed budget produces a system-generated revenue recovery ratio that exceeds the mandated 50% (Exhibit 1-6).

Statutory Compliance

The RTA Act requires that the CTA, Metra and Pace each have a balanced budget; the region's recovery ratio is at least 50%; and the RTA administrative expenditures do not exceed an established statutory cap. The Act also requires that prudent fiscal practice be followed, such as proper cash management, use of reasonable assumptions, and sound accounting and financial practices.

The proposed budgets for the CTA, Metra, Pace suburban service, and Pace ADA Paratransit all meet the 2009 funding and recovery ratio marks set by the RTA Board on September 15, 2008. Metra also meets the 2010 and 2011 funding marks, and Pace ADA Paratransit also meets the 2010 funding mark using current funds and funds reserved from prior years. The 2010 and 2011 financial plans of both the CTA and Pace suburban service and the 2011 financial plan of Pace ADA Paratransit indicate funding needs in excess of those established by the RTA Board. The RTA Act requires that the Service Boards' budgets and financial plans be balanced with no anticipation of funding in excess of what has been established by the RTA.

Exhibit 1-6: 2009 Recovery Ratio	
CTA	50.0%
Metra	55.0%
Pace	36.0%
Region	55.3%

The regional recovery ratio of 55.3%, using the Service Board marks, includes a statutory expense exclusion of \$160 million. Without this exclusion, the regional recovery ratio would be 50.9%, down 4.4% points.

2 Service Board Operating Plans

CTA Overview

The Chicago Transit Authority (CTA) was created by the Illinois State legislature in 1945 and began operations in 1947. It became the sole operator of Chicago transit in 1952 when it purchased the Chicago Motor Coach System. The CTA is the region's largest transit operator providing service on 154 bus routes and eight rapid transit routes (service prior to 2007 and 2008 budget balancing actions). A sevenmember Chicago Transit Board governs the CTA.

The 2008 State funding package increased the percentage of State sales tax dedicated to mass transit and gave authority to the City of Chicago to increase the Real Estate Transfer Tax (RETT) to support the CTA. The legislation also provided for long-term pension reforms that will increase the funded ratio of the CTA's pension to 90% by 2059. Despite the new source of revenue, CTA amended it's 2008 budget in July to reflect reduced projected revenues as a result of a sluggish economy, the unanticipated free ride programs, unexpected higher fuel, power and material costs, and the elimination of \$32 million in

annual reduced-fare subsidy in the last half of 2008 and the first half of 2009. The CTA's 2008 results are based on CTA's amended budget adopted by the CTA Board in July.

The 2009 budget contains fare increases, 396 eliminated positions, and limited capital resources. However, service levels will be maintained, investment in improved customer satisfaction will continue, ongoing removal of slow zones is planned, and new construction projects will be completed.

System-Generated Revenue

Total system-generated revenue is expected to increase from \$545.9 million in 2007 to \$688.7 million in 2011. This is an increase of \$142.8 million over the four-year period, which is a 6.0 percent average annual increase. System-generated revenue includes: passenger revenue, reduced fare reimbursement, and other revenue (Exhibit 2-1).

Passenger revenue is expected to increase from \$457.3 million in 2007 to \$565.8 million by 2011, a \$108.5 million increase, or a 5.5 percent, annual increase. The growth in passenger revenue is expected

Exhibit 2-1: CTA 2009 Budget and 2010-2011 Financial Plan (1) (dollars in thousands)

System-Generated Revenue	2007 Actual	2008 Estimate	2009 Budget	2010 Plan	2011 Plan
Passenger Revenue	457,299	466,707	519,213	533,812	565,841
Reduced Fare Subsidy	33,308	32,000	16,100	32,300	32,300
Other Revenue	55,313	49,400	65,800	72,835	90,539
Total Revenues	545,920	548,107	601,113	638,947	688,680
Operating Expenses:					
Labor	784,841	884,683	890,623	926,248	1,003,000
Material	84,178	89,469	94,763	96,658	98,591
Fuel	71,181	91,095	102,852	112,109	115,472
Power	28,141	38,326	39,944	41,941	42,780
Insurance & Claims	25,000	14,000	30,000	30,600	31,212
Purchase of Security Services	31,363	32,442	33,441	35,113	35,815
All Other	69,465	59,625	132,790	146,069	149,900
Total Operating Expenses	1,094,169	1,209,640	1,324,413	1,388,738	1,476,770
Operating Deficit	548,249	661,533	723,300	749,791	788,090
Deficit Funding					
RTA Sales Tax	295,098	357,208	457,697	463,872	476,397
RTA Discretionary Funds	169,251	201,624	198,059	152,733	157,153
Use of Service Board Funds	-	20,000	-	-	-
Federal Capital Funds used for Operations (2)	83,900	20,000	-	-	-
Real Estate Transfer Tax	41,166	62,701	67,544	75,000	90,000
Total Deficit Funding	589,415	661,533	723,300	691,605	723,550
Additional funding (3)	-	-	-	58,186	64,540
Grand Total Deficit Funding	589,415	661,533	723,300	749,791	788,090
Recovery Ratio % (4)	53.1%	49.0%	52.7%	53.1%	53.4%

⁽¹⁾ As released by the CTA with exceptions noted. (2) In 2008, the CTA balances its budget using federal capital funds for operatins total-ling \$20 million. The RTA Board has not approved the use of captal funds for operating purposes in 2008. (3) Public funding that exceeds the marks set by the RTA Board. (4) Items excluded from expenses are for security and POB debt service. Grant revenue and In kind revenues and expenditures from the CPD of \$22,000 are included in the recovery ratio.

despite the proposed fare plan in January 2009 due to continuing increases in gasoline prices. Revenue from fares is estimated at \$519.2 million in 2009, which is \$52.5 million higher than the 2008 forecast.

The Illinois General Assembly passed legislation in 1989 that provided funds to reimburse the CTA for the cost of providing reduced fares for the elderly, students and people with disabilities. The fare reimbursement is included as revenue and became available in July 1989. However, in the state's 2009 fiscal year, which started July 1, 2008, the reimbursement was eliminated. Therefore, in the state's 2009 fiscal year budget, the appropriation for reduced fare for the RTA region is \$18.6 million. These funds are split between the three Service Boards based on their reduced fare revenue. The CTA estimates its share at \$16.1 million in 2009. The CTA is working with its sister agencies and the RTA to restore the funding which reflects in the plan for 2010 and 2011 as \$32.3 million.

The Other Revenue and Investment Income category includes: advertising, charters, concessions, contributions from local governments, investment income, the funding for paratransit services under contract, and other revenue. Revenue for this category was approximately \$55.3 million in 2007, and is expected at \$90.5 million in 2011

Operating Expenditures

Total operating expenditures are forecast to increase from \$1,094.2 million in 2007 to \$1,476.8 million in 2011. This \$382.6 million increase equals a 7.8 percent annual increase (Exhibit 2-1).

2008 operating expenditures are estimated at \$1,209.6 million. This is 10.5 percent higher than the 2007 actual expense of \$1,094.2 million. The increase is due mainly to higher labor, material, fuel, power, and security costs.

Fuel expense for revenue equipment in 2008 is expected to finish at \$91.1 million. This is \$1.2 million, or 1.3 percent, higher than budget. The 2008 budget assumed an average price of \$3.52 per gallon. Fuel prices have been running above budget and are estimated to end the year at an average price of \$3.56 per gallon for 25.6 million gallons.

The provision for injuries and damages represents the expense for claims and litigation for injuries and damages that occur on the CTA's property, or with the CTA's vehicles. The 2008 forecast is \$14.0 million which is even with budget.

The 2009 expense budget of \$1,324.4 million is 9.4 percent higher than the 2008 projected results. The 2010 and 2011 financial projections show operating expenditures of \$1,388.7 million and \$1,476.8 million, respectively. The 2010 financial projection represents an increase of 4.9 percent over the 2009 operating budget. The 2011 financial projection represents an increase of 6.3 percent over the 2010 plan.

Deficit and Funding

System-generated revenue (fares and other revenue) generally total slightly less than one-half of the CTA's operating budget, with the remainder (operating deficit) covered by public funding from the RTA. The deficit (total system-generated revenue minus total operating expenditures) for the budget and two-year financial plan (2009-2011) is \$723.3 million, \$749.8 million and \$788.1 million, respectively. The 2008 budget has been balanced by transferring \$40.0 million from capital preventive maintenance and prior year positive balance (Exhibit 2-1).

RTA Sales Tax and RTA discretionary funding represent the major sources of public funds to the CTA and are usually slightly less than one-half of the CTA's operating budget.

The RTA Sales Tax is a primary source of the CTA's operating funding. The RTA retains 15 percent of the sales tax funds, and passes on the remaining 85 percent to the service boards. The CTA receives 100 percent of the RTA Sales Tax dollars collected in Chicago and 30 percent of the sales tax dollars collected in suburban Cook County. RTA discretionary funds for the CTA are expected to range between \$169.3 million and \$157.2 million from 2007 to 2011. Apportionments from the RTA's 15 percent share of the sales tax revenue and the state's public transportation fund (PTF) are the primary source of RTA discretionary funds. CTA's 2010 and 2011 financial plan asks for public funding that exceeds the RTA's funding mark by \$58.2 million and \$64.5 million respectively.

Recovery Ratio

The recovery ratio equals total (system-generated) revenue, with statutory and approved adjustments, divided by total operating expenditures, with statutory and approved adjustments. In 2009, the CTA recovery ratio is 52.7 percent exceeding RTA's mark of 50%.

METRA Overview

Metra was formed in November 1983 as part of the reorganization of the RTA by the State of Illinois. Metra (the commuter rail division) is responsible for the day-to-day operations of the region's commuter rail system including fare and service levels, capital improvements, finances, passenger services, safety, and systems planning. Service is operated by private carriers under contract to Metra and by Metra directly.

The Metra system is comprised of 11 separate lines, which run north, west, and south of the Chicago central business district. The system (not including the South Shore line) extends 488 route-miles to the limits of the six-county area and serves 238 local rail stations in more than 100 communities. Metra provides safe, reliable commuter rail service with an average weekday ridership of 317,200.

Budget and Financial Plan

In January 2008, the Illinois State Legislature passed a comprehensive proposal to increase funding for public transit operations in the northeastern Illinois through an increase in the sales tax across the region. This legislation has provided much-needed funding to maintain Metra's current level of operations. However, the increase in operations funding is only a part of the solution. Public transportation relies on operations and capital funding. The legislation approved by the Legislature expands the funds available for day-to-day operations but does not address capital funding. Without a state-sponsored capital program, Metra does not possess adequate resources to maintain, upgrade or expand the commuter rail system.

The last state-sponsored capital program (Illinois FIRST) expired in 2004. Without a new capital program, operating costs will grow and Metra will continue to fall behind in its efforts to purchase new or rehab old rail cars and locomotives, replace aging bridges, and renew rail and track.

The funding crisis has forced Metra to come up with some creative and relatively inexpensive ways to address increased ridership. Metra bought back some of their old railcars that were sold to other railroads during less crowded times. To free up more space on trains, Metra eliminated the remaining bar cars and started removing some bathrooms. Metra

continues looking for ways to be more efficient and cost-effective.

In 2008, the State also eliminated a promised subsidy to help transit agencies provide free rides for seniors. Still, Metra is committed to maintaining current levels of service and fares for 2009.

System-Generated Revenues

Total Revenue is expected to increase from \$317.5 million in 2008 to \$353.3 million in 2011 with an annual compound growth rate of 3.6% (Exhibit 2-2). Metra is not assuming any general fare increase in these projections.

Passenger revenue in 2009 is expected to continue to increase over the 2008 cstimate by \$7.6 million or 3.1% as the result of increased ridership due to the higher cost of gasoline and traffic congestion, in 2010 and 2011, Metra estimates a 2% growth rate in each year.

In 2008, the State of Illinois eliminated funding for the reduced fare reimbursement program for its Fiscal Year ending June 30, 2009, an annual reduction to Metra of \$3.4 million. Assuming that this program will be restored for the July to December period, Metra budgeted \$1.7 million in 2009 and \$3.4 million for 2010 and 2011, respectively.

Other revenue, such as capital credits and leases are expected to increase from \$61.4 million in 2008 to \$77.4 million in 2011. The 2009 budget anticipates higher levels of capital project work than in 2008. This will help to offset the lower levels of investment income expected due to lower interest rates as the result of the recent turmoil in the financial markets.

Operating Expenses

Total operating expenses are expected to increase from \$603.5 million in 2008 to \$682.1 million in 2011 with an annual compound growth rate of 4.2% (Exhibit 2-2).

The 2009 budget for base operating expenses, such as transportation, maintenance, risk management & claims, administration, pension, regional services and downtown stations, is 4.1% higher than the 2008 estimates. For the period 2009 through 2011, expenses are estimated to increase in accordance with the terms of contracts and agreements, or with projections of market indices, as they may be applicable.

Exhibit 2-2: Metra 2008 Estimate, 2009 Budget, and 2010-2011 Financial Plan—(dollars in thousands)

System-Generated Revenue	2008 Estimate	2009 Budget	2010 Plan	2011 Plan
Passenger Revenue	\$244,400	\$252,000	\$257,200	\$262,500
Reduced Fare Reimbursement	1,700	1,700	3,400	3,400
Other Revenue (Capital Credits, Leases, etc.)	61,400	62,100	70,800	77,400
Capital Farebox Revenue	10,000	10,000	10,000	10,000
Total Revenues	\$317,500	\$325,800	\$341,400	\$353,300
Operating Expenses				
Transportation	\$159,600	\$164,000	\$170,340	\$176,840
Maintenance	204,300	212,500	220,700	229,100
Risk Mgmt. & Claims	10,800	15,800	19,500	20,200
Administration	22,800	21,950	22,710	23,400
Regional Services & Downtown Stations	26,300	27,150	28,050	28,950
Pension	4,800	4,740	4,900	5,200
Diesel Fuel	87,400	92,560	95,100	96,320
Security	15,300	16,000	17,000	18,000
Health Insurance	56,000	59,360	62,300	65,800
Electricity	16,200	17,600	18,000	18,300
Total Operating Expenses	\$603,500	\$631,660	\$658,600	\$682,110
Operating Deficit	\$286,000	\$305,860	\$317,200	\$328,810
Deficit Funding				
Sales Tax	\$307,687	\$369,034	\$374,016	\$384,114
RTA Discretionary	3,074	-	-	-
Funds Available for Capital	(24,761)	(63,174)	(56,816)	(55,304)
Total Deficit Funding	\$286,000	\$305,860	\$317,200	\$328,810
Recovery Ratio % (1)	55.9%	55.0%	55.0%	55.0%

⁽¹⁾ Recovery ratio revenue includes credits for the senior free rides for 2008-2011 and half year of reduced fare reimbursement not funded by the State of Illinois for 2008-2009. Recovery ratio expense includes the \$10 million for capital farebox and exludes costs related to the acquisition and use of transportation facilities, security, and depreciation.

Diesel fuel is one of the most volatile items in Metra's budget. Annual diesel fuel expense has been growing dramatically each year. Fuel has risen from a low \$0.79 a gallon in 2004 to an estimated \$3.41 for 2008, and is projected at \$3.60 for 2009. Total fuel expense was \$18.8 million in 2004, and it is estimated to be \$87.4 million in 2008, \$20 million over a budget that assumed an average of \$2.65 per gallon. For 2009 Metra projects a total fuel cost of \$92.6 million, which is nearly five times the amount spent in 2004 for diesel fuel. It represents 15% of the total operating expenses in 2009 versus 4% in 2004. The projected annual average prices for diesel fuel in 2010 and 2011 are \$3.70 and \$3.75 per gallon, respectively.

The 2009 budget for security is \$16 million, which is 4.6% above the 2008 estimate of \$15.3 million. In 2010 and 2011 security expenses are expected to increase annually from 2009 levels by \$1 million.

Health insurance costs in 2008 are projected to be on budget. In 2009 costs are expected to increase by 6% over 2008, with slightly more moderate growth rates of 5% in 2010 and 5.6% in 2011.

Electric power was deregulated in 2007. Metra negotiated favorable power supply contracts which expire in May 2009. For 2009, Metra is budgeting motive power and electric utility costs to increase by \$1.4 million or 8.6% over the 2008 estimate. Cost increases are expected to moderate in 2010 and 2011.

Deficit and Funding

The operating deficit is derived from total system-generated revenue minus total operating expenditures. Metra's 2009 budget deficit is \$305.9 million. This deficit is offset by public funding to reach a balanced budget. Metra projects a funding surplus of \$63.2 million in 2009, \$56.8 million in 2010, and \$55.3 million in 2010, which are available for capital programs.

RTA Sales Tax (enacted by 1983 legislation) is the major source of public funds used to cover the budgeted operating deficit. By statute, the RTA retains 15 percent of the sales tax receipts and passes the remaining balance of 85 percent to the Service Boards. Of this remaining amount, Metra receives 55 percent of the RTA Sales Tax dollars collected in suburban Cook County, and 70 percent of the RTA Sales Tax collected in the collar counties.

Illinois Public Act 95-0708, which became effective April 1, 2008, increased the RTA sales tax rate throughout the region, created a real estate transfer tax in the City of Chicago to fund the CTA, and raised from 25% to 30% the portion of RTA tax revenues matched by the State Public Transfer Fund (PTF). With this new funding source Metra's budgeted statutory sales tax receipts are \$369.0 million in 2009, \$374.0 million in 2010, and \$384.1 million in 2011.

Recovery Ratio

The recovery ratio equals total system-generated revenue (including statutory and approved adjustments), divided by total operating expenditures, with statutory and approved adjustments. The 2009 recovery ratio is 55%, which equals the RTA's mark.

Pace Suburban Service Overview

Pace was formed in 1983 as part of the reorganization of the Regional Transportation Authority (RTA), and began service in 1984. A thirteen-member board of directors made up of current and former village presidents and mayors and the Commissioner of the City of Chicago Mayor's Office of People with Disabilities governs Pace.

Through 2005, Pace operated bus, vanpool, Dial-A-Ride, and ADA paratransit service in suburban Cook County and the Collar Counties. Effective July 1, 2006, Pace has provided all ADA paratransit service in the RTA region, including the service previously provided by the CTA in the City of Chicago and adjacent suburbs. Beginning in 2007, Pace's revenue and expenditures are separated into suburban service and regional ADA paratransit service. Pace's regional ADA paratransit service is discussed in a separate section.

System-Generated Revenue

In 2007, Pace's suburban service system-generated revenue totaled \$52.2 million. Pace estimates

2008 suburban service system-generated revenue will decline to \$52.1 million. Combined increases in farebox revenue, local share, and advertising revenue of \$2.2 million are not expected to compensate for reductions in investment income and reduced fare reimbursement totaling \$2.3 million. In 2008, fare box revenue is expected to increase 2.6% resulting from fixed route ridership growth and the expansion of Pace's van pool programs. Pace expects this trend to continue in 2009 with farebox revenue growth of 2.5% from existing service plus revenue of \$1.9 million from new or expanded service. Pace projects suburban service system-generated revenue of \$54.2 million in 2009, \$56.0 million in 2010, and \$58.9 million in 2011, corresponding to a compound annual growth rate of 4.2%. With uncertainty looming in the State's reduced fare reimbursement program, Pace excluded this source of revenue during the 2009-2011 planning period.

Along with its budget, Pace is taking to public hearing a proposal to increase bus, Dial-A-Ride, and vanpool fares. Pace is also considering not accepting CTA 7-Day Passes, U-Passes, and Visitor/Fun Passes effective January 1, 2009. However, no fare increases or pass acceptance changes are assumed in Pace's revenue or ridership projections.

Operating Expenditures

In 2007, Pace's suburban service operating expenditures totaled \$162.5 million. Pace estimates that in 2008 suburban service operating expenditures will increase 13.3% to \$184.2 million, resulting from substantial increases in fuel (63.4%), insurance (44.2%), parts/supplies (19.3%), and purchased transportation (12.0%). Pace projects suburban service operating expenditures will increase 11.1% in 2009 when Pace will launch \$7.5 million of new or expanded service. Pace projects suburban service operating expenditures of \$204.6 million, \$213.5 million, and \$223.7 million in 2009, 2010, and 2011, respectively, corresponding to a compound annual growth rate of 4.6%. These expenses include a regional ADA support credit averaging \$3.7 million annually that reflects many of the administrative and overhead costs to be incurred throughout Pace in support of regional ADA paratransit service.

Deficit and Funding

The operating deficits are derived from total system-generated revenue minus total operating

expenditures. Although Pace suburban service achieved a funding surplus of \$6.1 million in 2007, Pace estimates a suburban service funding deficit of \$3.4 million in 2008. Pace projects a funding surplus of \$1.2 million in 2009 followed by funding deficits of \$8.0 million and \$12.6 million in 2010 and 2011, respectively. In 2008, Pace will need to make operating adjustments to achieve a balanced budget. Balancing Pace's 2010 and 2011 financial plan requires an additional \$8.0 million and \$12.6 million beyond the respective RTA funding mark.

The traditional RTA sales tax is the primary source of funding for Pace suburban service. The RTA retains 15% of these sales tax funds for discretionary

funding and allocates the remainder to the Service Boards by statutory formula. Of this remaining amount, Pace receives 15% of the sales tax collected within suburban Cook County and 30% of the sales tax collected in the collar counties. Pace's portion of the traditional RTA sales tax total is estimated to increase 2.0% from \$81.2 million in 2007 to \$82.9 million in 2008. This amount is projected to decline 0.7% to \$82.3 million in 2009 before increasing 1.4% to \$83.4 million in 2010 and 2.7% to \$85.7 million in 2011. In 2007, Pace also received from the RTA \$7.0 million of discretionary funding and \$4 million to reimburse Pace for accepting the CTA's 7-Day Pass, U-Pass, and Visitor Fun Passes. The RTA does

Exhibit 2-3: Pace Suburban Service 2009 Budget and 2010-2011 Financial Plan (dollars in thousands)

	2007 Actual	2008 Estimate	2009 Budget	2010 Plan	2011 Plan
System-Generated Revenue					
Farebox Revenue (1)	28,249	28,973	29,689	30,640	31,628
Local Share/Other	14,397	15,744	16,476	17,441	19,287
Advertising Revenue	4,572	4,713	5,015	5,316	5,645
Investment Income	2,230	1,361	1,193	682	330
Reduced Fare Reimbursement	2,704	1,291	-	-	-
New Initiatives/Fare Changes	-	-	1,875	1,959	2,048
Total Revenues (2)	52,152	52,082	54,248	56,038	58,938
Operating Expenditures					
Labor/Fringes	80,895	84,769	88,429	91,257	94,412
Health Insurance	14,737	14,780	16,412	18,267	20,331
Parts/Supplies	5,481	6,541	6,796	6,945	7,098
Purchased Transportation	23,627	26,462	28,295	29,902	31,459
Fuel	16,108	26,319	29,545	29,601	30,197
Utilities	2,376	2,693	2,992	3,145	3,293
Insurance	7,923	11,422	12,459	13,942	15,632
Other	12,704	14,588	15,728	16,318	16,952
New Initiatives	-	-	7,500	7,838	8,190
ADA Indirect Overhead Credit	(1,340)	(3,422)	(3,559)	(3,701)	(3,849)
Total Expenditures	162,511	184,152	204,597	213,514	223,715
Operating Deficit	110,359	132,070	150,349	157,476	164,777
Deficit Funding					
RTA Sales Tax	81,232	82,889	82,288	83,399	85,651
RTA Sales Tax & PTF (PA95-0708)	-	15,413	36,361	36,852	37,847
RTA Discretionary Funds	6,960	4,139	3,158	-	-
RTA Suburban Community Mobility Funds (SCMF)	-	20,000	19,800	20,067	20,609
RTA South Suburban Job Access Funds	-	3,750	7,500	7,500	7,500
RTA Pass Reimbursement (3)	4,000	-	-	-	-
CMAQ/JARC/New Freedom	1,645	2,459	2,395	1,657	531
Federal 5307 Funds (4)	22,585	-	-	-	-
Total Deficit Funding	116,422	128,650	151,502	149,475	152,138
Funding Surplus (Deficit)	6,063	(3,420)	1,153	(8,001)	(12,639)
Recovery Ratio % (5)	36.0%	36.0%	36.0%		

⁽¹⁾ Includes fixed route, vanpool, Dial-ARide, Ride DuPage, Ride in Kane, and other services. (2) Excludes ADvAntage Program—in-kind revenue and expense (of equal amount) that are included in Pace's recovery ratio calculation. (3) Pass reimbursement is considered revenue for Pace's recovery ratio calculation. (4) Federal Section 5307 funding (preventive maintenance and ADA complimentary) transferred from the capital program to operations. (5) The recovery ratio in 2007 includes ADvAntage program—in-kind revenue and expense credits (of equal amount). The recovery ratio in 2008 includes ADvAntage program—in-kind revenue and expense credits (of equal amount), as well as revenue credits for lost revenue from the Seniors Ride Free program and for accepting the CTA 7-Day Pass, U-Pass, and Visitor/Fun Passes. The recovery ratio in 2009 meets the 36% mark set for Pace by the RTA Board on September 15, 2008.

not plan to fund Pace to accept these CTA passes after 2007. The RTA expects to provide Pace with discretionary funds in the amount of \$4.1 million in 2008 and \$3.2 million in 2009. The RTA does not plan to provide discretionary funding to Pace after 2009. In 2007, federal funding for Pace suburban service operations included \$22.6 million of Section 5307 funds transferred from Pace's capital program and \$1.6 million of combined Congestion Mitigation Air Quality (CMAQ), Job Access Reverse Commute (JARC) and New Freedom funds. Combined CMAQ, JARC, and New Freedom funds for Pace suburban service are expected to increase to \$2.5 million in 2008 before declining to \$0.5 million by 2011.

Illinois Public Act 95-0708 increased the RTA sales tax rate throughout the region beginning on April 1, 2008, created a real estate transfer tax in the City of Chicago to fund the CTA, and raised from 25% to 30% the portion of RTA tax revenues matched by the State Public Transfer Fund (PTF). From this new funding source, RTA sales tax & PTF (PA95-0708) and RTA Suburban Community Mobility Funds (SCMF) will increase support for Pace suburban service operations beginning in 2008. RTA sales tax & PTF (PA95-0708) is projected to increase from \$15.4 million in 2008 to \$37.8 million in 2011. SCMF of approximately \$20 million are projected from 2008 through 2011. The legislation also required that the RTA provide Pace suburban service with RTA South Suburban Job Access Funds in the amount of \$3.8 million in 2008 and \$7.5 million annually thereafter.

The Pace budget and financial plan presented in Exhibit 2-3 satisfy the 2009 RTA funding mark set by the RTA Board on September 15, 2008, but not the 2010 and 2011 funding marks. The marks set the total RTA funding levels at \$149.1 million for 2009, \$147.8 million for 2010, and \$151.6 million for 2011.

Recovery Ratio

The recovery ratio equals total (system-generated) revenue, with statutory and approved adjustments, divided by total operating expenditures, with statutory and approved adjustments. The budget and financial plan presented in Exhibit 2-3 satisfy the 2009 Pace suburban service recovery ratio mark of 36% set by the RTA Board on September 15, 2008.

ADA Paratransit Overview

Effective July 1, 2006, Pace expanded its operating responsibility for ADA paratransit service to include the CTA service area. Thus, 2008 is the second full calendar year in which Pace will operate this service throughout the RTA region.

System-Generated Revenue

Pace estimates that regional ADA paratransit farebox revenue will increase 15.9% from \$6.2 million in 2007 to \$7.2 million in 2008. Regional ADA paratransit ridership is expected to increase 4.4% from 2.6 million in 2007 to 2.7 million in 2008. The Pace Board voted to increase the price of the monthly pass for ADA paratransit service in the CTA service area from \$75 to \$150 effective February 1, 2008. With the addition of reimbursements from the RTA for transporting paratransit applicants to assessment sites, total regional ADA paratransit revenue is projected to increase 9.3% from \$7.0 million in 2007 to \$7.7 million in 2008. In 2009, total ADA paratransit revenue is projected to reach \$8.6 million with a 10.8% increase in ridership. Pace projects total ADA paratransit revenue of \$9.0 million in 2010 and \$9.6 million in 2011 with ridership increases of 5.8% in each year. No further fare increases are assumed in Pace's revenue or ridership projections.

Operating Expenditures

In 2007, Pace's regional ADA paratransit operating expenditures totaled \$83.7 million. Pace estimates suburban service operating expenditures in 2008 will increase 17.5% to \$98.3 million, resulting from increases in purchased transportation costs of \$9.2 million (14.6%) in the CTA service area and \$1.7 million (12.7%) in the suburban service area. The amount of administrative and overhead expenses allocated to the regional ADA paratransit is estimated to increase from \$1.3 million in 2007 to \$3.4 million in 2008. Total ADA paratransit service operating expenditures of \$107.2 million are projected in 2009 with increases in purchased transportation costs in the CTA service area and suburban service area of \$5.3 million (7.2%) and \$2.5 million (15.9%), respectively. Total operating expenditures are projected to increase 9.3% to \$117.1 million in 2010 and 8.6% to \$127.2 million in 2011.

Deficit and Funding

The operating deficits are derived from total system-generated revenue minus total operating expenditures. In 2007, funding for regional ADA paratransit service consisted of State funding of \$54.3 million and RTA funding of \$19.8 million, resulting in a shortfall of \$2.7 million. In 2008, Illinois Public Act 95-0708 allocated to the funding of ADA paratransit service \$100 million of the revenue from the increase in the RTA sales tax rate and the increase in the portion of RTA tax revenues matched by the State Public Transfer Fund (PTF). According to the legislation, this amount will vary in future years in proportion to annual RTA sales tax collections, and funding not required for the current year deficit will be applied to regional ADA paratransit operating deficits in future years. Pace estimates that the \$85.6 million budgeted for 2008 regional ADA paratransit service will result in a shortfall of \$5.0 million.

RTA paratransit funding is projected to increase 15.1% to \$98.6 million in 2009, 9.6% to \$108.1 million in 2010 and 1.9% to \$110.1 million in 2011. In 2009 and 2010, the funding levels are projected to

match the corresponding operating deficits. However, in 2011, the operating deficit exceeds by \$7.5 million the mark set by the RTA Board on September 15, 2008. This amount combined with the \$5.0 million shortfall Pace estimates for 2008 results in a cumulative shortfall of \$12.6 million.

The budget and financial plan for ADA paratransit service presented in Exhibit 2-4 meet the 2009 and 2010 funding marks set by the RTA Board on September 15, 2008 but not the 2011 funding mark. The marks set the total funding levels at \$98.6 million for 2009, \$108.1 million for 2010, and \$110.1 million for 2011.

Recovery Ratio

The recovery ratio equals total (system-generated) revenue, with statutory and approved adjustments, divided by total operating expenditures, with statutory and approved adjustments. The RTA Act requires that regional ADA paratransit service meet a recovery ratio of 10%. Statutory expense exemptions for costs incurred in paying ADA paratransit contractors for their capital expenses provide sufficient relief.

Exhibit 2-4: Pace Regional ADA Paratransit Service 2009 Budget and 2010-2011 Financial Plan (dollars in thousands)

	2007 Actual	2008 Estimate	2009 Budget	2010 Plan	2011 Plan
System Generated Revenue					
Farebox revenue	6,182	7,166	8,010	8,465	8,946
RTA Certification Trips	834	500	548	577	607
Total Revenues	7,016	7,666	8,558	9,042	9,553
Operating Expenditures					
Labor/Fringes	2,007	2,107	2,382	2,472	2,566
Health Insurance	280	266	294	327	364
Administrative Expense	779	1,555	1,782	1,820	1,867
Fuel	1,498	2,269	2,644	2,614	2,631
Insurance/Claims	428	337	366	409	459
RTA Certification	464	500	548	577	607
Suburban ADA Purchased Transportation	13,678	15,411	17,866	20,420	23,340
CTA Service Area ADA Purchased Transportation	63,230	72,462	77,713	84,777	91,492
Indirect Overhead Allocation	1,340	3,422	3,559	3,701	3,849
Total Expenditures	83,704	98,329	107,154	117,117	127,175
Operating Deficit	76,688	90,663	98,595	108,076	117,622
Deficit Funding					
State ADA Paratransit Funding	54,252	-	-	-	-
RTA Paratransit Funding	21,758	-	-	-	-
Sales Tax and PTF (PA 95-0708)	-	100,000	98,998	100,334	103,043
RTA Funds (Reserved)/Used for ADA service	-	(14,374)	(403)	7,742	7,035
Total RTA Funding (1)	76,010	85,626	98,595	108,076	110,078
Funding Surplus/(Deficit)	(678)	(5,037)	-	-	(7,544)
Total Funding Requested (2)	76,688	90,663	98,595	108,076	117,622
(1) Cumulative RTA (PA 95-0708) Fund Balance	N/A	14,374	14,777	7,035	-
(2) Cumulative RTA (PA 95-0708) Fund Balance	N/A	9,337	9,740	1,998	(12,581)
Recovery Ratio %	8.4	10.0	10.0		

3 Capital Program

Regional Overview

The RTA Act requires that the capital expenditures of the CTA, Metra and Pace be subjected to continuing review so that the RTA may budget and expend funds available to the region with maximum efficiency. The RTA Board must adopt a five-year capital program every year. The RTA's five-year capital program describes the nature, location, and budget by project and by fiscal year of all anticipated Service Board capital improvements. Public hearings are held in each county in the northeastern Illinois region to inform the public and government officials of the Authority's capital development plans.

The RTA emphasizes the need to preserve and enhance the RTA system's valuable infrastructure. This includes bringing the system's \$34.7 billion in assets (as measured in terms of replacement value) to good condition and extending or expanding service when demand is justified and funding available. This translates into a need over \$1 billion per year just to maintain and preserve the existing system. In 2005, Congress passed a reauthorization of federal funding for transportation projects. Although this legislation provided an increase over previous levels of funding, it stills leave a substantial shortfall.

In January 2008, the Illinois State Legislature passed legislation which amended the RTA Act. This amendment increased funding for public transit operations, but it did not address capital funding for public transportation in northeastern Illinois. Without a state-sponsored capital program, the Service Boards do not have the resources to maintain, enhance or expand the RTA system.

With funding needs for capital improvements and rehabilitation greatly exceeding expected resources, the RTA and the Service Boards must actively pursue additional funding opportunities to preserve and enhance the economic viability of the RTA system. It is critical that the RTA allocate our available capital resources consistent with long-range plans and short-range needs.

Continued financial support for public transit is vital to the region's economic health. However, the region's current transit needs, based upon bringing the entire system to a state of good repair, continue to outpace projected funding levels. The \$34.7 billion asset of trains, buses, vans and stations and tracks belongs to the people of northeastern Illinois.

On April 17, 2008, the RTA approved the 2009 Business Plan Call that included a request for information regarding the Five-Year (2009-2013) Capital Program and Ten-Year (2009-2018) Capital Plan. The Business Plan Call established forms and schedules, assumptions and projections, and information that the RTA requires from the Service Boards in order to execute its responsibilities and authority under the RTA Act. In addition, the Five-Year Capital Program will be developed in concert with RTA Resolution 2008-46 adopted on July 17th that endorsed the work done by the RTA and Service Boards' task forces on the interim capital evaluation process for the 2009 budget. On July 17th, the RTA Board amended the previously adopted Business Plan Call (RTA Ordinance 2008-17) to include a uniform capital process and criteria to use in the 2009 RTA capital plan development.

Consistent with the amended RTA Act, the Moving Beyond Congestion Strategic Plan and the recommendations of the management and performance audit by the Illinois Auditor General, the Business Plan Call has been enhanced to provide a more comprehensive evaluation of longer-term operating and capital program trends. The RTA is also developing a comprehensive set of performance measurements that will track and report at a frequency appropriate for each measurement. The Service Boards are to incorporate these measurements in the proposed business plan and capital program documents they provide for public hearing and submit to the RTA in November. As required by the amended RTA Act, the RTA is working with the Service Boards on the development of a new system for prioritizing projects based on regional goals that is intended eventually to replace fixed allocation percentages. The Capital Evaluation task force is reviewing existing processes at the individual Service Boards and selecting and prioritizing common criteria. The use of these common capital criteria represents an interim evaluation process for the development in 2008 of the 2009 Capital Plan - which the RTA Ordinance 2008-44 incorporated into the Business Plan Call for this year. To begin to institute these capital criteria, the Service Boards will evaluate projects for this Capital Program in a review process based on customers' needs. Evaluation criteria included customer and employee safety, reductions to travel time, increased comfort and convenience, system security, impact on system reliability, compliance with regulations and community impact. The development of a regional criteria-based capital investment evaluation process is currently underway as part of the development of a comprehensive update to the Strategic Plan.

Sources of Funds

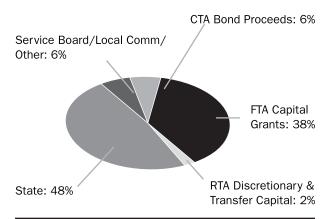
The funding sources for the RTA Capital Program include the U.S. Department of Transportation's Federal Transit Administration (FTA), the Illinois Department of Transportation (IDOT), the RTA, and the Service Boards. The total estimated new capital funds available for 2009 are projected at \$551.3 million. After deducting \$74.7 million to provide for the CTA's repayment of principal and interest on borrowed funds, \$476.6 million is available for capital projects. At this time, the final federal appropriation figures for 2009 have not been determined. Once this amount is established, the capital program will be adjusted to reflect the available funding.

On September 15, 2008, the RTA adopted preliminary capital funding marks for 2009-2013. When the RTA adopts its budget on December 18, 2008, these marks will be revised to update various federal and local funding sources based on the latest information from the Service Boards and the RTA. (Exhibits 3-1 and 3-2). Of the estimated \$476.6 million of new funding sources for 2009, federal funding accounts for \$396.4 million or 83 percent, RTA funds account for \$20.3 million or 4 percent, and Service Board and other funds account for \$59.9 million or 13 percent (Exhibits 3-3 and 3-4).

Federal

The RTA receives federal funds authorized under federal sections 5307, 5340 and 5309 of the Safe, Accountable, Flexible, and Efficient Transporta-

Exhibit 3-1: RTA 2009-2013 Capital Program Marks— \$5 billion



tion Equity Act: A Legacy for Users (SAFETEA-LU). SAFETEA-LU provides funding for federal surface transportation programs, including transit through federal fiscal year (FFY) 2009. For planning purposes, the RTA preliminary marks assume the continued availability of federal funds in 2010 through 2013. Note, because of reduced balances in the federal Highway Trust Fund, which is the source of money for federal transit funding, and general budget shortfalls, the RTA is cautious regarding future rates of growth. Therefore, the RTA is using the historic annual average growth rate of 4% beyond 2009 for federal formula funds.

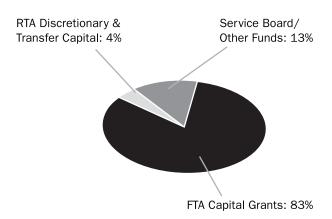
On September 30, 2008, President Bush signed into law a Continuing Resolution (CR) to fund federal agencies until March 6, 2009. The CR funds the Department of Transportation at FFY 2008 levels until the new Congress convenes next year. The CR includes the full FFY 2009 appropriation bill for Homeland Security.

Certain federal funding programs are allocated to urbanized areas based on statuatory defined formulas. The RTA region receives federal Section 5307

Exhibit 3-2: RTA 2009-2013 Capital Program Marks (dollars in thousands)

Service Board Capital Funding	СТА	Metra	Pace	Total	Adjusted total for CTA Principal and Interest
FTA Capital Grants	1,376	800	213	2,389	1,891
RTA Discretionary & Transfer Capital	102	-	-	102	102
State	1,200	1,080	120	2,400	2,400
Service Board/ Local Comm/ Other	33	283	2	318	318
Total New Service Board Capital Funding	\$2,711	\$2,163	\$335	\$5,209	\$4,711
De-obligations	-	-	-	-	-
CTA Principal and Interest	(498)	-	-	(498)	-
CTA Bond Proceeds	325	-	-	325	325
Total Service Board Available	\$2,538	\$2,163	\$335	\$5,036	\$5,036

Exhibit 3-3: Capital Funding in 2009—\$477 million



Urbanized Area Formula funds and federal Section 5309 (m)(2)(B) Fixed Guideway Modernization funds in this fashion. SAFETEA-LU included a new program, federal Section 5340 Growing and High Density States, also distributed by formula that will provide funds to northeastern Illinois. All of these formulabased funds are allocated by the RTA to the Service Boards according to the historical distribution of 58 percent to the CTA, 34 percent to Metra, and 8 percent to Pace. However, while the RTA is using these distribution percentages for the 2009-2013 Capital Program, these amounts may be adjusted based on regional priorities for future programs.

Funds from federal discretionary programs are made available on a competitive basis nationally. The RTA traditionally receives funding from the Section 5309 Discretionary Bus program. The region is expected to receive all funds earmarked for the Service Boards in SAFETEA-LU for this program. The Service Boards will develop projects in the future to compete for additional federal resources.

At this time, with insufficient capital funding, the region must concentrate the Capital Program on the preservation of existing facilities and equipment. Therefore, no New Starts funding for construction will be allocated for the Five-Year programming period. In the event federal funds are available for planning purposes, including Alternatives Analysis and Preliminary Engineering, the marks may need to be revised.

Other Federal Flexible funds, such as the Congestion Mitigation and Air Quality (CMAQ) and Surface Transportation Program (STP) funds, are sought by the Service Boards through a regional competitive process.

In addition, the CTA and Metra have requested to program \$6.5 million and \$5 million, respectively for each year in the RTA's Five-Year funding marks from the Department of Homeland Security based on amounts they have received in the past for security projects.

Finally, other federal funds will be made available to the region by formula but may be allocated among a variety of agencies, including but not limited to transit operators, on a competitive basis. These programs include the Section 5316 Job Access and Reverse Commute (JARC) Program and Section 5317 New Freedom Program (for services supplemental to ADA requirements). Since projects using funds for these programs will be selected in 2009 based on a competitive selection process led by the RTA, in cooperation with the MPO Policy Committee, no funding marks have been proposed at this time. In 2009, the RTA Capital Program marks will be amended to include JARC and New Freedom funding for capital projects only.

In summary, the 2009 RTA preliminary federal estimates reflecting the SAFETEA-LU legislation are \$167.1 million for federal Section 5309 (m)(2)(B)

Exhibit 3-4: Capital Funding in 2009 (dollars in thousands)

Service Board Capital Funding	СТА	Metra	Pace	Total	Adjusted total for CTA Principal and Interest
FTA Capital Grants	279,775	151,584	39,704	471,063	396,361
IDOT Grants	-	-	-	-	-
RTA Disrectionary & Transfer Capital	20,353	-	-	20,353	20,353
Service Board/Other Funds	6,718	51,774	1,387	59,879	59,879
Total New Service Board Capital Funding	\$308,846	\$203,358	\$41,091	\$551,295	\$476,593
De-obligations	-	-	-	-	-
CTA Principal and Interest	(74,702)	-	-	(74,702)	
Total Service Board Available	\$225,426	\$203,358	\$41,091	\$476,593	\$476,593

Fixed Guideway Modernization funds, \$244.6 million for federal Section 5307 Urbanized Area Formula funds combined with Section 5340 Growing and High Density States, \$30.5 million for federal Section 5309 (m)(2)(A) New Start funds, \$5.2 million for federal Section 5309 (m)(2)(C) Bus and Bus Facility funds, \$12.2 million for federal flexible including CMAQ and other funds, and \$11.5 million for Department of Homeland Security funds for systemwide security projects for the CTA and Metra. Furthermore, the CTA requested to reduce their federal funding by \$74.7 million for the payment of debt principal and interest for 2009 and \$423.7 million for this purpose in the out years.

State

State funds historically are awarded to the Service Boards by the Illinois Department of Transportation (IDOT) on a discretionary basis and are used primarily for federal match purposes to ensure that sufficient local funds are made available for critical transit projects in the region. The State of Illinois has historically provided capital support of public transportation in northeastern Illinois. This funding was provided through IDOT's Series B Bond program and RTA's Strategic Capital Improvement Program (SCIP) Bonds. As background, in 1999, the RTA Act was amended as part of Illinois FIRST legislation. The legislation increased the RTA borrowing authority by \$1.6 billion for capital infrastructure improvements. This amount included \$1.3 billion in authorization for SCIP Bonds. The State of Illinois reimburses the RTA for the principal and interest expense on these bonds. The remaining \$300 million represented RTA Bonds for which the RTA does not receive State reimbursement. All of these funds (SCIP and RTA bonds) have been programmed to the Service Boards since 2004. Also, there has been no commitment on the part of the State to fund a major new capital program for public transportation. This means no State Series B Bonds, the traditional source of local match for federal funds, and no successor to the successful SCIP Bond programs. However, the RTA, CTA, Metra and Pace, as well as other supportive partners, are working with members of the General Assembly and the Governor's Administration to secure funding to support this level of investment.

The marks assume \$3 billion in state funding will become available beginning with the 2010 budget

year, therefore, the 2009-2013 Capital Program includes \$2.4 billion in state funding. This amount maintains the same value in today's dollars as the Illinois FIRST program in 1999. These funds are distributed among the Service Boards in the same proportion as has been historically used for RTA bond programs: 50% to the CTA, 45% to Metra and 5% to Pace. This allocation represents a distribution for planning purposes at this time and not a commitment for the future. It must be noted that even the \$3 billion of new state funding is unlikely to bring the assets of the region's public transportation system to a state of good repair much less allow investment in capacity improvements to meet market demands.

However, without an adequate State capital program, the transit system will have insufficient funds to maintain, let alone enhance and expand the transit system. The RTA had shown in its Regional Transportation Strategic Plan that \$10 billion is needed in order to fully fund all needed system maintenance and to initiate all authorized system expansion projects.

RTA

Since 1995, the RTA has funded a Transfer Capital (TC) program. Transfer Capital are funds that can be used for operations but have, through cost containment, been reallocated for use on capital improvement projects. A total of \$20.4 million has been allocated to transfer capital for the CTA for 2009. The 2010-2013 out-year Capital Program includes \$81.4 million for the CTA from Transfer Capital funds.

The RTA discretionary funds are yet another source of capital funding. Discretionary funds, which are the portion of the 15 percent of the RTA Sales Tax receipts that remain after funding RTA Agency operations, can be used to match federal funds or to fully fund Service Board projects. In the past, the RTA has used these discretionary funds to address the backlog of unfunded capital needs. In the last several years, due to limited RTA Sales Tax receipts, the RTA deferred an allocation of any discretionary funds to the Service Boards for capital projects and the funds have been used primarily to fund operations.

Service Boards

Five-Year funding for this category includes Service Boards' own funds, local community and other non-traditional funding from state and federal agen-

cies based on information supplied by the Service Boards. Historically, the Service Boards have occasionally transferred monies from current revenues or fund balances to the Capital Programs. These marks contain estimates provided by the Service Boards of funds that will be available from these sources.

CTA Financing

The CTA is proposing to borrow funds of \$150 million in 2010 and \$175 million in 2011 from the proceeds of bonds which would be repaid with future federal formula funds. The CTA will secure all funds and pay for all borrowings from their federal Section 5307 formula funds and federal Section 5309 Fixed Guideway Modernization funds.

Tollway Revenue Credits

Without the needed new state funds discussed previously, the Service Boards will not have sufficient funds available to provide the entire local match for federal funding in 2009. Therefore, the Service Boards may exercise the toll revenue credit provision that was established in the Intermodal Surface Transportation Efficiency Act of 1991 (ISTEA), incorporated in TEA-21 and continued in SAFETEA-LU. The toll revenue credit provision permits states to use certain expenditures of toll revenue as a "credit" toward the required local match for certain highway and transit programs. These credits are not actually funds that can be used; rather they are a mechanism to count toll revenues already spent for tollway capital projects as local matching dollars for federal capital funds for transit.

Use of Funds

The RTA Capital Program increased dramatically in 2000 primarily as a result of the increased funding included in the Illinois FIRST program. The 1999 program totaled \$552.7 million. The average funding level from 2000 through the 2004 program was \$918.8 million, a 60 percent increase. The CTA, Metra and Pace have responded by significantly increasing their project implementation performance. An average of \$418 million was obligated annually by the Service Boards from 1995 through 1999. From 2000 through 2008 (estimated), the Service Boards have awarded an annual average of \$806 million in contracts. Project spending has also increased

substantially, from an average of \$420 million per year from 1995 through 1999 to \$801 million from 2000 through 2008 (estimated). Exhibits 3-5 and 3-6 illustrate these trends. These results show that the Service Boards are putting the monies available to good use, providing benefits to public transportation riders. Obligations and expenditures for Metra in recent years are showing the effects of the elimination of state funding since 2004 and the diversion of federal monies to operations in 2005 through 2007. The CTA has been able to ameliorate these trends through the issuance of a substantial amount of debt to fund capital projects which must be repaid with future federal funds.

The primary emphasis of the 2009 Capital Program is to continue efforts to bring the system's assets to a state of good repair. When replacing worn out items, it is imperative to utilize modern technologies that often result in improved functionalities of equipment, facilities and rolling stock. In addition, a balanced capital program is responsive to customer

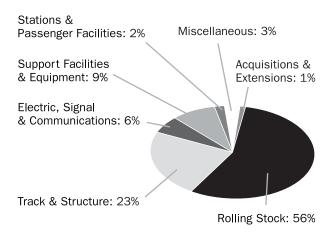
Exhibit 3-5: **RTA Capital Program Obligations** (dollars in millions)

	CTA	Metra	Pace	Total
Ave. 1995-1999	240	154	24	418
2000	320	202	55	577
2001	322	500	61	883
2002	489	473	53	1,015
2003	599	365	25	989
2004	414	351	41	806
2005	494	216	37	747
2006	536	202	24	762
2007	489	109	38	636
2008 Estimate	650	180	10	840

Exhibit 3-6: **RTA Capital Program Expenditures** (dollars in millions)

	CTA	Metra	Pace	Total
Ave. 1995-1999	234	166	20	420
2000	277	182	31	490
2001	351	316	55	722
2002	486	340	35	861
2003	477	468	81	1,026
2004	450	402	26	878
2005	351	354	33	738
2006	570	257	27	854
2007	612	166	35	813
2008 Estimate	650	150	25	825





needs and shifting markets by including investment in system expansion. For the 2009 Capital Program, the percent of the budget for capital projects to maintain the system is 89 percent. While the current funding level does not satisfy all needs, an appropriate balance of investment is achieved in light of the current condition of the RTA system.

Investments in the Capital Program can also be broken down by various asset categories. Exhibits 3-7 and 3-8 show that \$2.8 billion or 56 percent of the program is spent on rolling stock and \$1.1 billion or 23 percent for track and structure which are considered to have the greatest direct impact on transit users. Substantial investment in other infrastructure is also critical to maintaining safe, reliable transportation services.

The 2009-2013 Capital Programs for the CTA, Metra, and Pace are presented by major asset categories in Exhibits 3-9—3-12. Some of the more significant projects included in the proposed 2009-2013 capital program are:

- \$593.4 million for the repair of CTA track and structure;
- \$543.4 million for the purchase of 406 CTA rail cars:
- \$488.2 million for the rehabilitation and overhaul of CTA rail cars:
- \$364.3 million for the continuation of the purchase of CTA buses;
- \$200 million for the rehabilitation and overhaul of CTA buses;
- \$133 million for the improvement of CTA facilities;

Exhibit 3-8: **2009-2013 Capital Program Uses** (dollars in thousands)

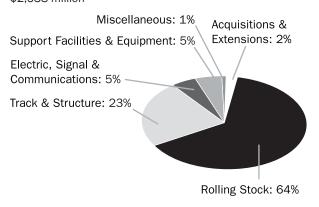
Asset Category	СТА	Metra	Pace	Total
Rolling Stock	\$1,630	\$1,020	\$183	\$2,833
Track & Structure	594	537		1,131
Electric, Signal & Communications	119	176	26	321
Support Facilities & Equipment	133	208	101	442
Stations & Passenger Facilities	-	76	20	96
Miscellaneous	20	139	2	161
Acquisitions & Extensions	42	-	-	42
Contingencies & Administration	-	7	3	10
Totals	\$2,538	\$2,163	\$335	\$5,036

- \$42.3 million for the expansion of the CTA Ravenswood Brown Line;
- \$540.5 million to purchase 160 bi-level cars for the Metra Electric District;
- \$349.7 million for Metra bridge rehabilitation and renewal;
- \$177.1 million for the rehabilitation of Metra commuter rail cars;
- \$146.6 million for the construction and renewal of Metra yards, shops and facilities;
- \$127 million for the rehabilitation and improvement of Metra locomotives;
- \$80 million to purchase 50 bi-level commuter cars:
- \$74.6 million for the upgrade of Metra signal systems;
- \$86.3 million for the purchase of 261 Pace fixed route buses;
- \$42.6 million for the purchase of Pace vans and community vehicles;
- \$42 million for improvements to Pace garages and facilities;
- \$32.4 million for the purchase of 376 Pace paratransit vehicles;
- \$30.5 million for the purchase of a replacement Pace farebox system;
- \$20 million for the purchase of a replacement of Pace's fixed route radio system;
- \$16.8 million for the construction of Pace passenger and transfer facilities;
- \$10.2 million for the purchase of the replacement for the HPe3000 computer system; and
- \$4.5 million for the implementation of Transit Signal Priority projects.

CTA Overview

The proposed projects in the CTA's portion of the 2009-2013 capital program total \$2.5 billion. The CTA's portion of the capital program continues the rehabilitation and replacement of their capital assets. The percentage for the general categories of capital improvements of the total program are: rolling stock at 64 percent, track and structure at 23 percent, electric, signal and communications at 5 percent, support facilities and equipment at 5 percent, acquisitions and extensions at 2 percent and miscellaneous at 1 percent. The general categories of capital improvements comprising the CTA's portion of the capital program are illustrated in Exhibit 3-9.

Exhibit 3-9: **CTA Five-Year Assets by Category**—\$2,538 million



Highlights of the CTA's portion of the 2009-2013 Capital Program are as follows:

Rolling Stock

The CTA's portion of the 2009-2013 Capital Program includes \$564.3 million in the bus rolling stock category. The CTA's bus fleet consists of approximately 2,100 vehicles. The CTA's portion of the 2009-2013 capital program contains \$364.3 million for replacement of overage buses with low-floor, fully accessible and air-conditioned buses. The buses that will be replaced will have reached the industry standard retirement age of 12 years by the end of the five-year program. Continued operation of these buses imposes unnecessarily high maintenance and operating costs and reduces service reliability for the CTA's customers.

In addition, \$200 million is budgeted for capitaleligible bus maintenance activities and life extending overhauls over the five-year program with \$19.8 million planned in 2009. The CTA will continue its aggressive Bus Capital Maintenance Program to schedule the replacement of parts nearing the end of their useful life. This program will improve the comfort, quality and reliability of the CTA's bus service and will reduce operating expenses by avoiding service disruptions and unscheduled maintenance of buses. Buses placed into service in 1999 through 2004 will be overhauled and returned to a state of good repair.

The rail rolling stock category includes over \$1 billion in 2009-2013 to rehabilitate or purchase CTA rail cars. The CTA's rail fleet consists of approximately 1,190 rail cars. The average car in the CTA rail fleet is over 24 years of age in 2008 and approximately 46% of the fleet exceeds the 25-year FTA standard life.

The five-year program includes \$543.4 million for the replacement of aging 2200 and 2400 Series rail cars and the purchase of additional cars to meet the service requirements associated with the Brown Line capacity expansion. The CTA is proposing \$78.5 million towards the purchase of new rail cars in 2009. Also, the 2009-2013 capital program contains \$522.9 million for the CTA systematic maintenance and upgrade of rapid transit rolling stock including the overhaul and mid-life rehabilitation for rail cars. The CTA anticipates new rail cars will be delivered between 2010 and 2012. Until this occurs, the CTA must continue to use the 2200 and 2400 Series cars. The 2200 Series cars have been in service for more than 38 years and the 2400 Series cars have been in service for more than 30 years; both have already exceeded their expected service life. Funding is provided in the proposed program to complete life extending overhauls for the 2200 and 2400 Series cars to permit the CTA to keep them in service until they will be replaced.

In addition, the CTA plans to perform quarter life overhauls for the 2600 Series rail cars and midlife overhauls of the 3200 rail cars as a part of the program for rail car overhaul and rehabilitation. By performing these scheduled maintenance activities and replacing rail cars at the appropriate time, generally at 25 years of age, the CTA will improve the comfort, quality and service reliability of the rail cars while reducing operating maintenance costs.

Track and Structure

The track and structure category includes \$593.4 million in 2009-2013 to rehabilitate and expand

existing rail lines with \$9.8 million programmed in 2009 to continue the systematic rehabilitation of the CTA right-of-way, ties, track and structure to reduce slow zone restrictions. The CTA rail system contains over 287.8 total track miles, including yard track. The rail system provides 620,000 rides each weekday; customers depend on the CTA's rail system to deliver them to their destinations quickly and safely. The CTA has committed to an aggressive slow zone rehabilitation schedule. As of October 2008, slow zones on the CTA's system have been reduced to 9.1 percent. While these are considerable achievements, the rest of the CTA's rails and ties are continuing to age. Many of the remaining ties in the subways are past their useful life and will need replacement soon.

Electrical, Signal, and Communications

The electrical, signal, and communications category totals \$119.1 million for the CTA's portion of the proposed five-year program, with \$26.1 million programmed in 2009. The CTA's five-year program includes \$86.6 million for systemwide replacement and upgrade of signals and power distribution and \$32.5 million for systemwide security and communication enhancements. The CTA is proposing \$19.6 million for upgrading and replacing the signal system for the entire Dearborn Subway, the Congress Branch and a portion of the O'Hare Branch on the Blue Line, and \$6.5 million for security and communication enhancements in 2009.

Support Facilities and Equipment

The CTA's portion of the 2009-2013 capital program includes \$133 million in the support facilities and equipment category with 2009 funding of \$13.3 million. During this capital program period, the CTA will make significant progress in increasing rail station accessibility.

The CTA's five-year program includes upgrades and improvements to various CTA facilities that need repair and require security enhancements. A significant number of rail stations and bus turnarounds have not been improved or enhanced in many years and are in need of upgrades that will improve appearance and give customers a greater sense of security. Many roofs and canopies are nearing or are at the end of their service life and require replacement in order to avoid safety hazards and prevent damage to building interiors and roof structures.

Acquisitions & Extensions

The CTA's portion of the 2009-2013 capital program includes \$42.3 million in the acquisition and extensions category in 2009 to complete the funding for the capacity expansion of the Ravenswood Brown Line from Kimball Terminal to Tower 18 in the Loop by extending platforms to accommodate eight-car trains.

Metra Overview

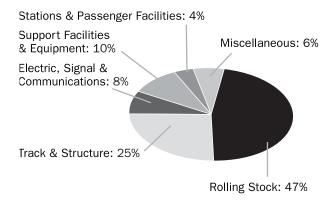
Metra's portion of the proposed 2009-2013 capital program totals \$2.2 billion. During this five-year period, Metra will continue to renew its extensive commuter rail infrastructure and replace aging rolling stock. The percentage for the general categories of capital improvements of the total program are: rolling stock at 47 percent; track and structure at 25 percent; electric, signal, and communications at 8 percent; support facilities and equipment at 10 percent; stations and passenger facilities at 4 percent; and contingencies, administration and miscellaneous at 6 percent (Exhibit 3-10).

Highlights of Metra's portion of the 2009-2013 Capital Program are as follows:

Rolling Stock

The five-year rolling stock program totals \$1 billion, with \$26.4 million planned for 2009. Metra's fleet includes 144 locomotives, 818 non-electric bilevel cars and 171 electric-propelled highliner cars. In order for Metra to maintain a state of good repair, rail cars must undergo rehabilitation every 15 years, meaning that 50 rail cars per year must go through our rehab program. Without a state capital program, Metra has been able to rehab 23 cars per year since

Exhibit 3-10: Metra Five-Year Assets by Category - \$2,163 million



2005, resulting in an 18 to 19-year rehabilitation cycle. Metra's locomotives must be rehabbed every ten years to maintain a state of good repair. Currently, that cycle has been extended from 10 to 12 years.

Most pressing is Metra's need to replace 160 highliner cars used on the Metra Electric District. These cars are nearly 40 years old and must be replaced. Replacement costs are currently estimated at \$585 million.

In addition to the highliner cars, Metra's fiveyear capital program calls for the replacement of 50 bi-level gallery cars at \$80 million, ten new locomotives at \$40 million, the rehab/remanufacture of 130 locomotives at \$127 million and the rehab of 213 bi-level cars at \$177 million.

Track and Structure

The track and structure category totals \$537.1 million over the five years of the program, with \$85.1 million planned for 2009.

Track and structure are the foundation of the Metra system. Without the continual renewal of track components, retaining walls and bridges, Metra's reliable on-time service would decline and the wear and tear on our rail cars and locomotives would increase.

To maintain a state of good repair, Metra has established a continual cycle of inspection and renewal for its track and structures. Metra currently replaces 80,000 ties and 45 rail crossings per year. Ballast and track resurfacing is performed on a 4-year cycle, and since 1980, 82 bridges on the Metra system have been replaced.

Track and structure projects includes \$350 million for the replacement of bridges, including 29 on the Union Pacific-North Line that are more than 100 years old. Tie and ballast replacement is set at \$48 million, railroad crossing replacement is set at \$17 million, rail renewal at \$28 million, structural upgrades at \$30 million and other improvements at \$65 million.

Electrical, Signal and Communications

A total of \$176.4 million is planned for the fiveyear program for electric, signal and communications projects that include upgrades and improvements to existing facilities such as interlockers, switches, signal systems, and electrical power control facilities. The 2009 program provides \$25 million for numerous projects throughout the system. Signals and communications systems are vital to safe railroad operations. These signal systems are aging and replacement parts are limited in availability. Although the five-year capital program includes \$39.6 million to upgrade our signal systems, without a new state program Metra will be unable to sufficiently fund these necessary upgrades.

The Metra system has 534 at-grade crossings, including 148 that are interconnected with traffic signals. Maintaining and upgrading crossing signal systems is also critical for safety. The 2009–2013 program includes \$13 million for crossing signal improvements.

The 2009-2013 program also includes \$34 million to upgrade interlockings, which will improve operations efficiency and enable increased capacity on the Metra system; \$11 million to upgrade electrical substations on the Metra Electric District; and \$35 million for the installation of a communications based train control on the Metra Electric District, Milwaukee District and SouthWest Service Lines. Communications-based train control will provide an added level of safety for their train crews and passengers. In addition, \$9 million is allocated for passenger communications improvements, including upgrades to the GPS-based train monitoring system.

Support Facilities and Equipment

The support facilities and equipment category totals \$208.7 million for the 2009-2013 planning period, with \$17.9 million in the 2009 capital program. Support facilities and equipment includes rail car and locomotive maintenance buildings, storage yards, work crew headquarters, maintenance vehicles and equipment, office buildings, and associated computer hardware and software.

Metra has 18 rail yards and seven maintenance facilities. When Metra took over commuter rail operations in northeastern Illinois in 1984, most of these facilities were out of date and inefficient. Additional capital investments must be made so that Metra can efficiently repair track, service their rail cars and locomotives and respond to failures such as a signal problem or a broken crossing gate. Equipment and vehicles have reached the end of their useful life and must be replaced

Upgrades and expansions are also necessary to accommodate system expansion. The five-year program includes upgrades to the Weldon Yard on

the Electric District. These projects can have an immediate impact on Metra's operating budget since operational costs increase when equipment doesn't run at optimum efficiency.

Stations and Passenger Facilities

Station and parking improvements are some of the most visible capital improvements to our customers. The 2009-2013 Capital Program allocates \$75.7 million for station and parking improvements. Due to constraints in capital funding, station improvements are being limited to necessary rehabilitation to maintain the integrity of the facilities and upgrades that meet the requirements of the Americans with Disabilities Act (ADA). Parking improvements will be limited to areas where Metra currently owns property that will enable expansion.

Miscellaneous, Contingencies and Administration

Metra's portion of the 2009-2013 capital program includes \$138.7 million for station studies, project management and oversight, security improvements, advertising, material additives, insurance, support engineering, unanticipated capital, administration and contingencies, with \$26 million programmed in 2009.

Pace Overview

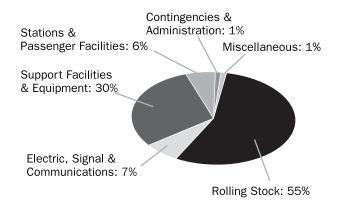
Pace's portion of the proposed 2009-2013 capital program totals \$335 million. A majority of the funding is provided for the replacement and expansion of rolling stock. The percentage for the general categories of capital improvements of the total program are: rolling stock at 55 percent; electric, signal and communications at 7 percent; support facilities and equipment at 30 percent; stations and passenger facilities at 6 percent, miscellaneous, contingencies and administration at 2 percent. These allocations are illustrated in Exhibit 3-11.

Highlights of Pace's portion of the 2009-2013 capital program are as follows:

Rolling Stock

In the five-year capital program, Pace plans to purchase up to 1,664 transit vehicles for replacement and expansion at a cost of \$161.3 million. Pace's fleet consists of 702 fully accessible fixedroute buses, 355 fully accessible paratransit vehicles

Exhibit 3-11: Pace Capital Program by Category — \$335 million



and 789 vanpool vehicles. Pace's 2009 fixed route bus purchase budget of \$11.5 million includes the replacement of 37 fixed route buses. The new 30 foot vehicles will replace buses that have exceeded their useful life.

In 2012 and 2013, Pace also plans to spend \$22.1 million to purchase up to 248 paratransit vehicles. In 2009, Pace plans to spend \$10.2 million to purchase up to 128 paratransit buses to replace vehicles that have exceeded four years of useful lives or 100,000 miles of service. These vehicles will replace 112 Eldorado buses and add 16 vehicles to the spare fleet to bring the spare fleet ratio up to 20 percent which is within FTA guidelines. These vehicles will be a combination of buses and vans.

In addition, Pace's portion of 2009-2013 capital program includes \$39.9 million for the purchase of vanpool vans. The vanpool program includes 656 vans for the replacement of the vanpool vehicles which have exceeded their useful life and 341 vans for the expansion of service. Pace's vanpool program is comprised of four elements: the Vanpool Incentive Program (VIP), the Corporate Shuttle, the Advantage Program and the Community Transit Program.

Furthermore, this program contains \$5.7 million in 2009 to retrofit Detroit Diesel Series 50 engines in existing buses with improved mechanical components and software upgrades that reduce engine exhaust emission through the installation of a diesel multi-stage filter (DMF).

Electrical, Signal and Communications

Pace's portion of the five-year capital program includes \$20 million for the purchase and installation

of a new systemwide radio system to replace Pace's existing radio system. The existing system is 13 years old, has exceeded its useful life, and parts are becoming difficult to find. The new radio system will not only save operating money, the technology will provide Pace with better communication coverage.

Support Facilities and Equipment

Pace proposes to program \$101.2 million over five years for support facilities and equipment. Pace's portion of the capital program includes \$42 million for critical improvements to facilities such as the replacement of overhead doors and concrete and upgrade of underground storage tanks. The replacement of facility systems and equipment must be addressed based on a life cycle cost approach, otherwise system failures will result in using operating funds for these repairs which will have a negative impact on the operating budget. Pace's proposed outyear capital program includes \$30.5 million for the purchase of a replacement farebox system and \$1.7 million for the purchase of bus safety equipment. Pace installed the current farebox system in 1994. Parts for the system are now obsolete. Pace is finding that it is becoming more difficult to find replacement parts due to the age of the system. In addition, the proposed capital program includes \$6.1 million in 2010-2012 for the continuation of funding for the purchase and installation of a computer system to replace the existing HPe3000 system with \$4.1 million proposed for 2009. Phase IV of this project involves implementing the Human Resources module which will replace the legacy human resources system and the legacy safety sub-system. The HPe3000 technology is no longer supported by Hewlett Packard.

Stations & Passenger Facilities

The five-year program includes \$19.8 million for Pace stations and passenger facilities. This funding will provide for improvement to transportation centers and transfer facilities, expansion of the Homewood Park-n-Ride facility and construction of a new Park-n-Ride facility in Plainfield, as well as the purchase of bus stop signs, shelters and other passenger amenities.

Miscellaneous and Project Administration

The 2009-2013 capital program contains Congestion Mitigation and Air Quality (CMAQ) funding of \$1 million for the I-GO Car Share Program. The CMAQ committee has authorized Pace to apply for \$1 million to launch an I-Go Car Share Program in the suburbs. Pace will work with the Center for Neighborhood Technology (CNT) in the development of this program. The City of Chicago has a similar program in place since 2002. Pace's CMAQ grant will allow 75 cars to be leased for use in the suburbs. This program has no operating cost impact.

Exhibit 3.12: CTA Five-Year Capital Program—(dollars in thousands)

Project & Title	Classification	2009	2010-2013	TOTAL
Rolling Stock—Bus				
O21.803 Perform Bus Overhaul and Maintenance Activities— Systemwide	Maintain	9,274	20,353	29,627
021.806 Perform Mid-Life Bus Overhaul Systemwide	Maintain	10,500	159,833	170,333
031.054 Purchase Replacement Buses (Partial \$) Systemwide	Maintain	6,718	357,628	364,346
Subtotal Rolling Stock		26,492	537,814	564,306
Total Bus		26,492	537,814	564,306
Rolling Stock—Rail				
022.903 Perform Rail Car Overhaul and Mid-Life Rehabilitation (2200, 2400, 2600, and 3200 Series, Partial \$) – Systemwide	Maintain	20,669	467,547	488,216
022.906 Perform Rail Car Overhaul Activities - Systemwide	Maintain	10,863	23,839	34,701
132.056 Replace a Minimum of 406 Rail Cars (2200 and 2400 Series, Partial \$) – Systemwide	Maintain	78,527	464,880	543,407
Subtotal Rolling Stock		110,059	956,266	1,066,325
Track & Structure—Rail				
171.133 Repair Track and Structure Defects – Systemwide	Maintain	9,844	21,603	31,447
181.500 Repair Track and Structure Systemwide	Maintain	0	561,915	561,915
Subtotal Track & Structure		9,844	583,518	593,362
Electrical, Signal, & Communications—Rail				
121.500 Replace/Upgrade Power Distribution and Signals – Systemwide	Maintain	19,603	67,000	86,603
Subtotal Electrical, Signal, & Communications		19,603	67,000	86,603
Acquisitions & Extensions—Rail				
194.115 Expand CTA Ravenswood Line/ Design, Land Acquisition, and Construction/ Ravenswood (Partial \$) – Brown Line	Expand	42,339	0	42,339
Subtotal Acquisitions & Extensions		42,339	0	42,339
Rail Total		181,845	1,606,784	1,788,629
Electrical, Signal, & Communications—System				
150.028 Implement Security & Communication Projects - Systems	ride Maintain	6,500	26,000	32,500
Subtotal Electrical, Signal, & Communications		6,500	26,000	32,500
Support Facilities & Equipment—System				
073.500 Improve Facilities – Systemwide	Maintain	7,116	94,971	102,087
073.500 Provide for Headquarter Lease	Maintain	6,190	24,753	30,944
Subtotal Support Facilities & Equipment		13,307	119,724	133,031
Miscellaneous—System				
404.500 Implement CMAQ Projects Systemwide	Maintain	4,000	16,000	20,000
Subtotal Miscellaneous		4,000	16,000	20,000
System Total		23,807	161,724	185,531
CTA Total		232,144	2,306,322	2,538,465

Exhibit 3-12: **METRA Five-Year Capital Program**—(dollars in thousands)

Project & Title	Classification	2009	2010-2013	TOTAL
Rolling Stock—Rail P-121 Provide Miscellaneous Locomotive Improvements MET	Maintain	3,300	3,674	6,974
P-112 Rehabilitate a Minimum of 130 Locomotives MET	Maintain	0	127,000	127,000
P-104 Purchase up to 10 Diesel Locomotives - MET	Maintain	0	40,000	40,000
P-141 Purchase a Minimum of 50 Accessible Bi-Level Commuter Cars (Expansion		0	80,000	80,000
- MET	,		,	
P-151 Rehabilitate Bi-level Commuter Cars –BNSF, MET	Maintain	14,500	162,558	177,058
P-161 Provide for Miscellaneous Rolling Stock Improvements MET	Maintain	842	1,952	2,794
P-181 Purchase a Minimum of 160 Accessible Bi-Level Electric Multi-Unit Commuter Cars (Repl., Partial \$) – MED	Maintain	0	540,500	540,500
P-183 Rehabilitate and Improve MU Electric Cars – MED	Maintain	750	3,445	4,195
P-191 Overhaul Rolling Stock Fleet Components MET	Maintain	7,036	34,218	41,254
Subtotal Rolling Stock Total		26,428	993,347	1,019,775
Track & Structure—Rail				
P-203 Provide for Rail, Ties, Ballast & Surfacing BNSF, MWD, UPR, MET	Maintain	12,550	35,662	48,212
P-211 Provide for Track Improvements – MET	Maintain	415	6,889	7,304
P-215 Upgrade Crossings (Road and Track) MET	Maintain	3,000	13,779	16,779
P-221 Provide for Rail, Ties, Ballast & Surfacing – UPR, MET	Maintain	500	5,512	6,012
P-233 Provide for Rail Renewal BNSF, MED, MWD, RID, SWS, UPR, MET	Maintain	5,550	22,045	27,595
P-234 Improve North Central Service NCS	Maintain	624	2,756	3,380
P-240 Provide for Right-of-Way Improvements MET	Maintain	500	0	500
3837 Perform Engineering and Construction for Chicago Regional Environment and Transportation Efficiency (CREATE) Project – MET	al Enhance	0	20,000	20,000
P-250 Rehabilitate or Replace Bridges - BNSF, MED, MWD, RID, SWS, UPR, ME	T Maintain	50,100	299,581	349,681
P-271 Provide for Structural Improvements – BNSF, MWD, RID, UPR, MET	Maintain	9,300	12,890	22,190
P-281 Provide for Miscellaneous Right-of-Way Work MET	Maintain	200	1,378	1,578
P-294 Rehabilitate Catenary Structure – MED	Maintain	400	3,445	3,845
P-296 Provide for Station Structural Improvements MET	Maintain	0	27,558	27,558
P-298 Provide for Structural Improvements – MED	Maintain	2,000	459	2,459
Subtotal Track & Structure		85,139	451,954	537,093
Electrical, Signal & Communications—Rail		40.000	00.000	00.500
P-301 Upgrade Signal System BNSF, MED, MWD, UPR, MET	Maintain	10,600	28,983	39,583
P-301 Install Communications-Based Train Control (ETMS) MED. MWD, SWS	Enhance	0	35,000	35,000
P-311 Upgrade Signal System – MWD, UPR, MET	Maintain	1,600	11,484	13,084
P-321 Upgrade Interlockers and Crossovers – RID, UPR, MET	Maintain	7,200	26,766	33,966
P-331 Upgrade Signal System BNSF, UPR, MET	Maintain	500	3,215	3,715
P-341 Upgrade Electric Equipment MET	Maintain	0	22,244	22,244
P-351 Provide for Electrical System Improvements MED, MET	Maintain	1,500	5,278	6,778
P-361 Upgrade Backup and Standby Power – MET	Maintain	0	3,650	3,650
P-371 Improve Electrical Equipment MED, MET	Maintain	0	4,593	4,593
P-381 Purchase Communication Equipment - MET	Maintain	2,800	6,283	9,083
P-391 Replace Switch Heaters - UPR, MET	Maintain	150	3,674	3,824
P-395 Replace Signal Batteries and Rectifiers MET	Maintain	150	689	839
Subtotal Electrical, Signal, & Communications		24,500	151,858	176,358
Support Facilities & Equipment—Rail				
P-411 Improve Yards, Shops and Facilities – BNSF, MED, MWD, RID, UPR, MET	Maintain	6,050	140,519	146,569
P-421 Upgrade Buildings MED, RID, MET	Maintain	3.100	8,070	11,170
P-431 Improve Support Facilities – MET P-441 Purchase Equipment and Vehicles – MET	Maintain Maintain	500 5,000	2,296 22,294	2,796 27,294
P-451 Purchase Equipment and Vehicles - MET	Maintain	1,270	7,429	8,699
P-472 Upgrade Revenue Accounting Systems - MET	Maintain	2,000	10,129	12,129
Subtotal Support Facilities & Equipment		17,920	190,738	208,658

(continued on next page)

Exhibit 3-12: **METRA Five-Year Capital Program continued**—(dollars in thousands)

Project & Title	Classification	2009	2010-2013	TOTAL
Stations & Passenger Facilities—Rail				
P-511 Rehabilitate/Improve Stations RID, UPR, MET	Maintain	11,831	0	11,831
P-520 Improve Stations and Parking – MET	Maintain	0	55,161	55,161
P-521 Construct 35th Street Intermodal Station RID	Enhance	1,129	0	1.129
P-550 Expand Commuter Parking RID, UPR, MET	Enhance	2,908	0	2,908
P-550 Expand Commuter Parking RID, UPR, MET	Maintain	4,660	0	4,660
Subtotal Stations & Passenger Facilities		20,527	55,161	75,688
Miscellaneous—Rail				
P-741 Provide Support Activities – MET	Maintain	700	3,215	3,915
P-748 Conduct Feasibility Study for Kennedy-King and Auburn Park Stations R	ID Enhance	68	0	68
P-766 Provide for Material Handling MET	Maintain	1,560	6,889	8,449
P-789 Improve Metra System Security MET	Maintain	5,000	20,000	25,000
P-790 Provide for Project Management MET	Maintain	7,384	32,610	39,994
P-794 Provide for Program Support Engineering MET	Maintain	10,000	44,490	54,490
P-796 Provide for Unanticipated Capital MET	Maintain	1,248	5,512	6,760
Subtotal Miscellaneous		25,960	112,716	138,676
Contingencies & Administration—Rail				
P-797 Provide for Project & Grant Administration MET	Maintain	800	3,674	4,474
P-799 Provide for Contingencies – MET	Maintain	2,085	0	2,085
Subtotal Contingencies & Administration		2,885	3,674	6,559
TOTAL Rail		203,358	1,959,448	2,162,806
Total METRA		203,358	1,959,448	2,162,806

Exhibit 3-12: Pace Five-Year Capital Program—(dollars in thousands)

Proje	ct & Title C	lassification	2009	2010-2013	TOTAL
Rolling	g Stock—Bus				
4401	Purchase a Minimum of 261 Fixed Route Accessible Buses - Systemwide	Maintain	11,470	74,830	86,300
4402	Purchase a Minimum of 376 Paratransit Vehicles Systemwide	Maintain	10,240	22,110	32,350
4403	Purchase a Minimum of 2 Community Vehicles – Systemwide	Enhance	226	0	226
4403	Purchase a Minimum of 28 Community Vehicles – Systemwide	Maintain	0	2,520	2,520
4404	Purchase a Minimum of 656 Vanpool Vans (Replacement) – Systemwid	le Maintain	0	13,640	13,640
4404	Purchase a Minimum of 341 Vanpool Vans (Expansion) – Systemwide	Enhance	0	26,240	26,240
4406	Provide for Associated Capital Items – Systemwide	Maintain	1,500	4,000	5,500
4407	Provide for Bus Overhaul – Systemwide	Maintain	2,000	8,000	10,000
4408	Provide for Diesel Engine Retrofit Systemwide	Maintain	5,685	0	5,685
	Subtotal Rolling Stock		31,121	151,340	182,461
Electr	ical, Signal, & Communications—Bus				
4126	Implement Transit Signal Priority Project – Cermak Road	Enhance	500	0	500
4127	Implement Transit Signal Priority Project Rand Road	Enhance	181	400	581
4128	Implement Transit Signal Priority Project Cicero Avenue	Enhance	226	0	226
4129	Implement Transit Signal Priority Projects South Suburbs	Enhance	113	0	113
4309	Purchase Replacement Radio System – Systemwide	Maintain	0	20,000	20,000
4410	Replace Intelligent Bus System (IBS) and Mobile Data Terminals (MDT) – Systemwide	Maintain	0	1,000	1,000
4411	Implement Transit Signal Priority Projects Systemwide	Enhance	0	3,500	3,500
	Subtotal Electrical, Signal & Communications		1,019	24,900	25,919
Sunno	rt Facilities & Equipment—Bus				
	Purchase and Installation of Replacement for HPe3000	Maintain	4,100	6,100	10,200
4047	Computer System – Systemwide	Maintain	4.4	0	4.4
4317	Purchase Bus Equipment - Systemwide	Maintain	11	0	11
4414	Purchase Maintenance/ Support Equipment and Vehicles Systemwide		840	3,120	3,960
4415	Purchase Bus Safety System - Systemwide	Maintain	1 000	1,650	1,650
4416 4417	Purchase Computer Hardware and Software Systems – Systemwide	Maintain	1,000 0	11,400	12,400
4418	Purchase Office Equipment Systemwide	Maintain	800	400 41,247	400
4420	Improve Garages & Facilities Systemwide	Maintain Enhance	0	*	42,074
4420	Purchase Replacement Farebox System – Systemwide Subtotal Support Facilities & Equipment	Maintain	6,7 51	30,500 94,417	30,500 101,168
	Subtotal Support Facilities & Equipment	Walitalii	6,751	94,417	101,100
	ns & Passenger Facilities—Bus	Enhance	0	FOF	FOF
	Construct Park-N-Ride Plainfield	Enhance	0	595	595
	Expand Park-N-Ride Homewood	Enhance	500	0 16.838	500
	Improve Transportation Centers and Transfer Facilities – Systemwide	Maintain	100	1,800	16,838
4424	Install Shelters/ Signs/ Passenger Amenities – Systemwide Subtotal Stations & Passenger Facilities	Maintain	100 600	1,800 19,233	1,900 19,833
	Subtotal Stations & Lassenger Lacinties		000	13,233	13,000
	llaneous—Bus	Follows	4.000	0	4.000
	Lease Cars for I-GO Car Sharing Program – Systemwide	Enhance	1,000	0	1,000
4427	Provide for Unanticipated Capital Systemwide	Maintain	250	1,000	1,250
	Subtotal Miscellaneous		1,250	1,000	2,250
	ngencies & Administration—Bus				
4428	Provide for Project Administration	Maintain	350	3,010	3,360
	Subtotal Contingencies & Administration		350	3,010	3,360
	Total Bus		41,091	293,900	334,991
	Total Pace		41,091	293,900	334,991
	Grand Total		476,593	4,559,669	5,036,262

Addendum

On October 23, 2008, the RTA Board approved the RTA 2009 Programs of Projects consistent with legislative mandates and RTA's updated Strategic Plan. Innovation, Coordination and Enhancement (ICE) Program is available to units of local government, transportation agencies and the RTA Service Boards for operating and capital projects that enhance the coordination and integration of public transportation, or that develop and implement

innovations to improve the quality and delivery of public transportation. Funding for the program was provided through \$10 million from the regional 2008 budget as mandated by the new RTA Act amendments, matched by the project sponsor 50/50% for operating projects and 80/20% for capital projects. This Addendum adds seven capital projects totaling \$7.6 million to the previously published Exhibit 3-13, Five-Year Capital Program.

Exhibit 3-13 (Addendum): CTA Five-Year Capital Program/ICE Projects—(dollars in thousands)

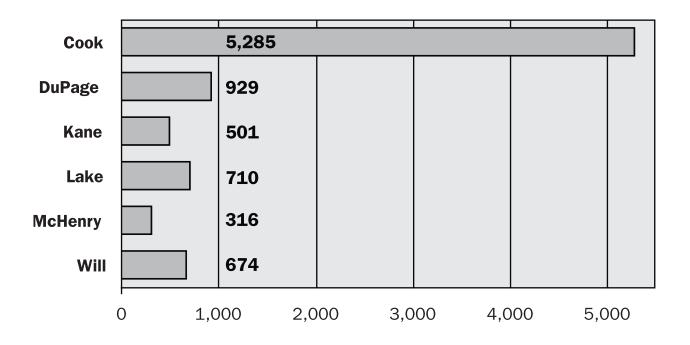
Project & Titl	e al & Communications—Bus	Classification	2009
073.171 110.014	Purchase/Install Automatic Bay Reading System for Bus Garages – Systemwide Install up to 100 Bus Arrival Signs – Systemwide	Enhance Enhance	1,600 2,371
	Subtota Electrical, Signal & Communications-Bus		3,971
	Total for CTA ICE Projects		3,971
,	ddendum): Non-Service Board Five-Year Capital Program/ICE Projects — les & Equipment-Bus	- (dollars in thousands)	
	Provide for Improvements to Bus Facilities for Circulator Routes – DuPage County	Enhance	778
	Purchase Dispatching System for Paratransit Service – Rich Township	Enhance	190
	Subtotal Support Facilities & Equipment-Bus		968
Stations & Pas	senger Facilities-Rail		
	Provide for Access Improvements at Metra Station – Village of Riverside	Enhance	665
	Provide for Station Area Improvements at Oakton Station Village of Skokie	Enhance	1,622
	Provide for Sheltered Bike Parking at CTA and Metra Stations City of Chicago	Enhance	375
	Subtotal Stations & Passenger Facilities-Rail		2,662
	Total for Non-Service Board ICE Projects		3,630
	Grand Total for ICE Projects		7,601

4 Appendices

Exhibit 4-1A: System Characteristics

Asset Value	2	007
СТА	22.3	billion
Metra	11.8	billion
Pace	0.6	billion
Total Asset Value	34.7	billion
Regional Population	8.4	million
Service Area	3,749	sq. mi.
Passenger Miles	3.9	billion
Vehicle Miles	235	million
Stations Served	383	
Vehicles & Routes		
Buses	2,806	
Cars & Locomotives	2,325	
Vanpools Operated	678	
Rail Routes	20	
Bus Routes	382	

Exhibit 4-1B: **2007 Population by County** (in thousands)



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Exhibit 4-2A: **RTA Sales Tax** (dollars in millions)

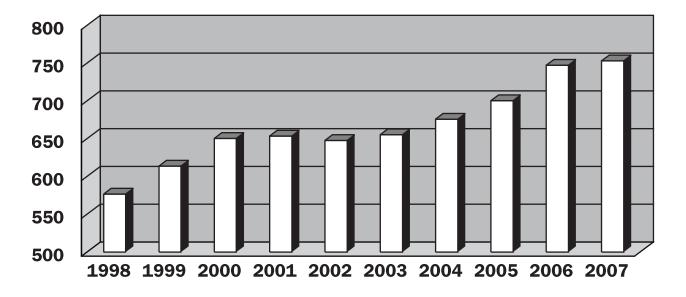


Exhibit 4-2B: Sales Tax Collections by County (dollars in millions)

	1998	1999	2000	2001	2002	2003	2004	2005	2006	2007
										_
Chicago	177	188	199	197	195	198	205	214	231	237
Suburban Cook	315	334	354	358	354	356	364	373	396	395
Total Cook	492	521	553	555	549	555	569	587	627	632
DuPage	39	42	43	42	41	41	43	44	47	47
Kane	10	11	12	12	12	13	14	15	16	16
Lake	20	22	24	25	25	25	26	27	29	29
McHenry	6	7	7	7	7	8	8	9	9	9
Will	10	11	12	12	13	14	15	17	19	20
Total Collar	85	92	97	99	98	100	106	113	120	121
Sales Tax	577	614	650	654	648	655	676	700	747	753
% change	3.8%	6.4%	6.0%	0.5%	(0.9%)	1.1%	3.2%	3.7%	6.6%	0.8%

Exhibit 4-3A: RTA Ridership (in millions)

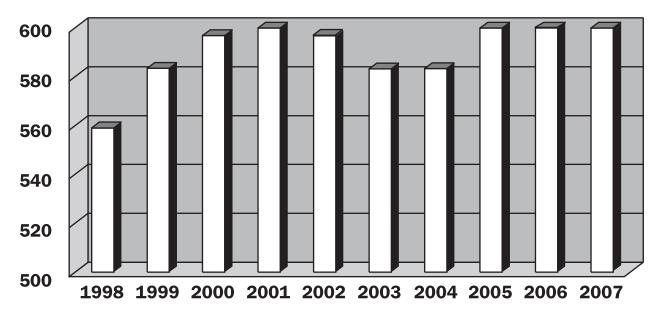


Exhibit 4-3B: Service Board Ridership (in millions)

	1998	1999	2000	2001	2002	2003	2004	2005	2006	2007
										_
CTA Bus	292	300	303	303	305	294	296	306	300	309
CTA Rail*	154	167	176	182	180	181	179	187	195	190
Total CTA	445	467	480	485	485	475	475	492	495	500
Metra	75	77	79	79	77	75	74	77	81	84
Pace	39	40	39	37	35	34	34	37	38	39
Total RTA	559	584	597	601	597	583	583	606	614	623
% change	1.6%	4.4%	2.3%	0.7%	(0.7%)	(2.3%)	0.0%	3.9%	1.2%	1.6%

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Exhibit 4-4A: Service Board Operating Expenditures (dollars in millions)

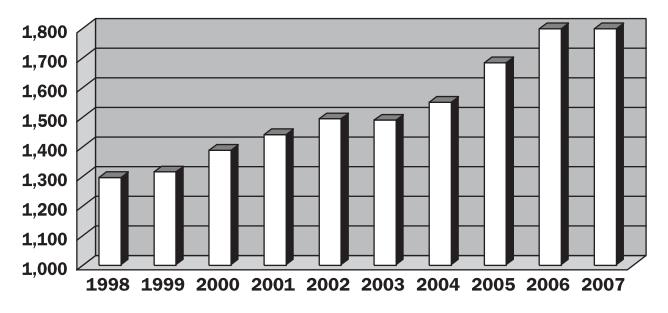


Exhibit 4-4B: Service Board Operating Expenditures (dollars in millions)

	1998	1999	2000	2001	2002	2003	2004	2005	2006	2007
										_
CTA	808	805	851	884	920	897	938	1,021	1,076	1,094
Metra	379	397	416	431	445	455	466	504	525	548
Pace	111	114	122	127	131	139	147	160	199	246
Total	1,297	1,316	1,389	1,442	1,496	1,491	1,552	1,685	1,801	1,889
% change	1.1%	1.4%	5.6%	3.8%	3.7%	-0.3%	4.1%	8.6%	6.9%	4.9%

Exhibit 4-5A: Service Board Farebox Revenue (dollars in millions)

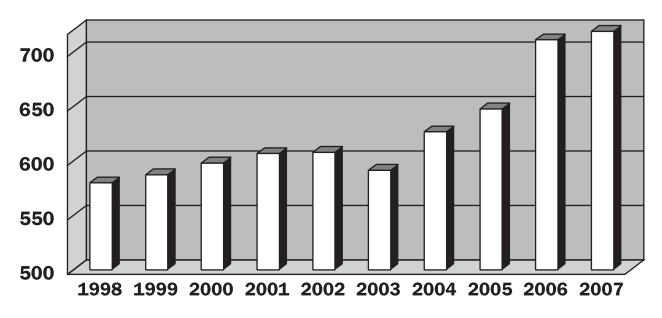


Exhibit 4-5B: Service Board Farebox Revenue (in thousands)

	1998	1999	2000	2001	2002	2003	2004	2005	2006	2007
CTA	364	366	369	374	384	368	403	417	462	457
Metra	181	186	192	192	190	191	192	198	218	227
Pace	36	35	37	41	34	32	32	32	31	34
Total	580	587	598	607	608	591	627	648	711	719
% change	1.7%	1.3%	1.8%	1.4%	0.2%	-2.7%	6.0%	3.4%	9.8%	1.1%

Six-County Transit Region





RTA Main Office

175 West Jackson Boulevard, Suite 1550 Chicago, Illinois 60604 (312) 913-3200 www.rtachicago.com

RTA Customer Service

165 North Jefferson Street Chicago, Illinois 60661 (312) 913-3110

RTA ADA Certification Helpline

Voice (312) 663- 4357 TTY (312) 913-3122

Travel Information Center and RTA Reduced Fare Card

Call 836-7000 from any local area code in the six-county region TTY (312) 836-4949 www.rtachicago.com

RTA Transit Benefit Fare Program

(800) 531-2828

Chicago Transit Authority

567 West Lake Street Chicago, Illinois 60661 1-888-968-7282 www.transitchicago.com



Metra

547 West Jackson Boulevard Chicago, Illinois 60661 (312) 322-6777 www.metrarail.com



Pace

550 West Algonquin Road Arlington Heights, Illinois 60005 (847) 364-7223 www.pacebus.com





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