A "no" vote is a vote not to authorize the special sales tax. A "yes" vote is a vote to authorize a special sales tax of one-half cent

arrange for an annual independent audit of expenditures.

oversight committee for ensuring that proceeds of the tax are expended

guidelines to administer tax revenues received from the measure.

states that the VTA will establish a program and develop program

corridor; and Transit Operations.

Improvements; Highway Interchanges; County Expressways; SR 85 Corridor; and Transit Operations.

The estimated amounts for each category will be affected by various economic factors, such as inflation and
economic growth or decline. The estimated amounts for each category

VTA shall allocate the Program Tax Revenues to the following categories of transportation projects: Local Streets and Roads; BART Phase II; Bicycle and Pedestrian Safety; Complete Streets Transportation; Core Corridor Improvements; Highway Interchanges; County Expressways; SR 85 Corridor; and Transit Operations.

The present value (i.e., present day purchasing power) of the Program Tax Revenues, as of April 2017, is forecasted to be approximately $6.3 Billion. The actual revenues to be received over the 30-year life of the tax will be affected by various economic factors, such as inflation and economic growth or decline. The estimated amounts for each category reflect the allocation of approximately $6.3 Billion. The estimated amounts for each category, divided by $6.3 Billion, establishes ratios for the allocation among the categories. The VTA Board of Directors may modify those allocation amounts following the program amendment process outlined in this resolution.

- Local Streets and Roads—Estimated at $1.2 Billion of the Program Tax Revenues in 2017 dollars.

To be returned to cities and the County on a formula basis to be used to repair and maintain the street system. The allocation would be based on the population of the cities and the County of Santa Clara's road and expressway lane mileage. Cities and the County will be required to demonstrate that these funds would be used to enhance and not replace their current investments for road system maintenance and repair. The program would also require that cities and the County apply Complete Streets best practices in order to improve bicycle and pedestrian elements of the street system. If a city or the County has a Pavement Condition Index score of at least 70, it may use the funds for other congestion relief projects.

By: /s/ Danielle L. Goldstein
Acting Deputy County Counsel
PR-8405-2ENG

**COMPLETE TEXT OF MEASURE B-Continued**

- **BART Phase II—Estimated at $1.5 Billion of Program Tax Revenues in 2017 dollars** (capped at a maximum of 25% of Program Tax Revenues).
  To fund the planning, engineering, construction, and delivery costs of BART Phase II, which will create a new regional rail connection by extending BART from the Berryessa Station in San Jose to Santa Clara with stations at Alum Rock/28th Street, downtown San Jose, San Jose Diridon Station, and Santa Clara.

- **County Expressways—Estimated at $750 Million of Program Tax Revenues in 2017 dollars.**
  To fund regional transportation projects that will provide increased safety benefits for drivers, bicyclists, and pedestrians and also reduce congestion at the intersections.

- **Caltrain Grade Separation—Estimated at $700 Million of Program Tax Revenues in 2017 dollars.**
  To fund grade separation projects along the Caltrain corridor in the cities of Sunnyvale, Mountain View, and Palo Alto, separating the Caltrain tracks from roadways to provide increased safety benefits for drivers, bicyclists, and pedestrians and also reduce congestion at the intersections.

- **Caltrain Corridor Capacity Improvements—Estimated at $314 Million of Program Tax Revenues in 2017 dollars.**
  To fund Caltrain corridor capacity improvements and increased service in Santa Clara County in order to ease highway congestion, including: increased service to Morgan Hill and Gilroy, station improvements, level building, extended platforms, and service enhancements.

- **Highway Interchanges—Estimated at $750 Million of Program Tax Revenues in 2017 dollars.**
  To fund highway projects throughout the valley that will provide congestion relief, improved highway operations and freeway access, noise abatement, roadway connection overcrossings, and deploy advanced technology through Intelligent Transportation Systems (ITS). Candidate Projects are set forth in Attachment B.

- **County Expressways—Estimated at $750 Million of Program Tax Revenues in 2017 dollars.**
  To fund Tier 1 improvement projects in the County's Expressway Plan in order to relieve congestion, improve safety and increase the effectiveness of the expressway system in the county. Candidate Projects are set forth in Attachment C.

- **State Route 85 Corridor—Estimated at $350 Million of Program Tax Revenues in 2017 dollars.**
  To fund new transit and congestion relief projects on SR 85, including a new transit lane from SR 87 in San Jose to U.S. 101 in Mountain View. Additionally this category will fund noise abatement along SR 85 and will provide funding to study transportation alternatives that include, but are not limited to, Bus Rapid Transit with infrastructure

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**COMPLETE TEXT OF MEASURE B-Continued**

such as stations and access ramps, Light Rail Transit, and future transportation technologies that may be applicable.

- **Transit Operations—Estimated at $500 Million of Program Tax Revenues in 2017 dollars.**
  The revenue from this program category will provide additional funds specifically for bus operations to serve vulnerable, underserved, and transit dependent populations throughout the county. The goals of the program category are to increase ridership, improve efficiency, enhance mobility services for seniors and disabled, and improve affordability for the underserved and vulnerable constituencies in the county. As VTA considers modifications to bus operations and routes to improve ridership and efficiencies, these funds may also be utilized to maintain and expand service to the most underserved and vulnerable populations. The funds may be used to increase core bus route service frequencies, extending hours of operations to early mornings, evenings and weekends to improve mobility, safe access and affordability to residents that rely on bus service for critical transportation mobility needs. Attachment D describes the list of Candidate Projects and Programs.

The Program Categories will be administered in accordance with program guidelines and policies to be developed and approved by the VTA Board of Directors.

An independent citizen's oversight committee shall be appointed to ensure that the funds are being expended consistent with the approved Program. Annually, the committee shall have an audit conducted by an independent auditor. The audit shall review the receipt of revenue and expenditure of funds. The committee shall hold public hearings, and issue a report annually to inform the Santa Clara County residents how the funds are being spent. The hearings will be public meetings subject to the Brown Act.

To support and advance the delivery of projects in the Program, VTA may issue or enter into financial obligations secured by the tax revenues received from the State Board of Equalization (SBOE), including but not limited to, bonds, notes, commercial paper, leases, loans and other financial obligations and agreements (collectively, "Financing Obligations"), and may engage in any other transactions allowed by law. Notwithstanding anything to the contrary, to obtain the strongest credit ratings and lowest financing costs, VTA may pledge up to the full amount of tax revenues received from the SBOE as security for any Financing Obligations of the Program and may contract with the SBOE to have pledged amounts transferred directly to a fiduciary, such as a bond trustee, to secure Financing Obligations to fund any project in the Program. Any Financing Obligation shall be fully paid prior to the expiration of this tax measure.

If approved by a 3/4 majority of the VTA Board of Directors, and only after a noticed public meeting in which the County of Santa Clara Board of Supervisors, and the city council of each city in Santa Clara County have been notified at least 30 days prior to the meeting, VTA may modify the Program for any prudent purpose, including to account for the results of any environmental review required under the California Environmental Quality Act of the individual specific projects in the Program; to account for increases or decreases in federal, state, and local funds, including revenues received from this tax measure; to account for unexpected increase or decrease in revenues; to add or delete a project from the Program in order to carry out the overall purpose of the Program; to maintain consistency with the Santa Clara Valley Transportation Plan; to
shift funding between project categories; or to take into consideration new innovations or unforeseen circumstances.

ATTACHMENT A
ENVISION SILICON VALLEY BICYCLE AND PEDESTRIAN CANDIDATE LIST

Project
Implementation of Santa Clara Countywide Bicycle Plan*
Trails in Expressway Rights-of-Way
Alum Rock Trail
Coyote Creek Trail Completion
Lions Creek Trail
Lower Silver Creek Trail
Miramonte Avenue Bikeways
Fremont Road Pathway
Los Gatos Creek Trail Connector to SR 9
Berryessa Creek Trail
West Llagas Creek Trail
Guadalupe River Trail-Extension to Almaden
Three Creeks Trail East from Guadalupe River to Coyote Creek Trail
Five Wounds Trail from William Street to Mabury Road/Berryessa Hwy.
237 Bicycle Trail: Great America Parkway to Zanker (Class I, II, and IV)
Lower Guadalupe River Access Ramps
Los Gatos Creek Trail Gap Closure
Calabazas Creek Trail
San Tomas Aquino Trail Extension to South & Campbell Portion
Union Pacific Railroad Trail
Stevens Creek Trail Extension
Hamilton Avenue/Highway 17 Bicycle Overcrossing
Pedestrian/Bicycle Bridge over SR 17 from Railway/Sunnyside to Campbell Technology Parkway
Mary Avenue Complete Streets Conversion
UPRR Bicycle/Pedestrian Bridge Crossing: Stevens Creek Boulevard to Snyder Hammond House/Rancho San Antonio Park
Montague Expressway Bicycle/Pedestrian Overcrossing at Milpitas BART Station
Shoreline/101 Bicycle/Pedestrian Bridge
Mayfield Tunnel Pedestrian/Bicycle under Central Expressway connecting to San Antonio Caltrain Station
South Palo Alto Caltrain Bicycle/Pedestrian Crossing
Matadero Creek Trail Undercrossing
Caltrain Capitol Undercrossing
Phelan Avenue Pedestrian/Bicycle Bridge over Coyote Creek
Newhall Street Bicycle/Pedestrian Overcrossing over Caltrain Tracks
Kiely Bicycle/Pedestrian Overcrossing
Winchester Bicycle/Pedestrian Overcrossing
Bernardo Caltrain Undercrossing
San Tomas Aquino Creek Trail Underpass at 49er Stadium
Latimer Avenue Bicycle/Pedestrian Overcrossing

ATTACHMENT B
ENVISION HIGHWAY PROGRAM CANDIDATE LIST

Project
US 101 Improvements in the cities of Palo Alto and Mountain View to address regional connectivity and circulation between San Antonio Road and Charleston Road at the US 101/San Antonio Road, US 101/Rengstorff/Charleston Road and US 101/Shoreline Boulevard interchanges.
SR 85/SR 237 Area Improvements in Mountain View to address mainline congestion and regional connectivity through the SR 85/SR 237 connector, SR 85/El Camino Real interchange, and the SR 237/El Camino/Grant Road interchange.
SR 237/US 101/Mathilda Avenue Area Improvements to address local roadway congestion.
SR 237 Corridor Improvements in the cities of San Jose, Santa Clara and Milpitas to address mainline congestion and regional connectivity by addition of SR 237 westbound/eastbound auxiliary lanes between Zanker Road and North First Street, improvements at the SR 237/Great America Parkway westbound off-ramp, and replacement/widening of the Calaveras Boulevard structures over the UP RR tracks.
West County Improvements along I-280 in Cupertino, Los Altos, Los Altos Hills and Sunnyvale to address mainline congestion with mainline and interchange improvements from Magdalena Avenue to the San Mateo County line.
SR 85/SR 280 Area Improvements in Cupertino, Los Altos, and Sunnyvale to address regional connectivity through a northbound I-280 braided ramp between SR 85 and Foothill Boulevard and improvements at the northbound I-280 off-ramp to Foothill Boulevard.
US 101/Trimble Road/De La Cruz Boulevard to Zanker Road Area Improvements to address local roadway connectivity and mainline congestion in San Jose and Santa Clara with US 101/Trimble Road/De La Cruz Boulevard interchange improvements, southbound US 101/SR 87 connector improvements, and a new US 101/Zanker Road interchange.
US 101/Old Oakland Road Improvements in San Jose to address local roadway congestion, access and connectivity.
A new interchange at US 101/Mabury Road in San Jose to address regional access.
I-680 Corridor Improvements in San Jose to address mainline congestion and regional connectivity by improving the I-680/Alum Rock Avenue and I-680/McKee Road interchanges.
I-280/Lawrence Expressway/Ste vesns Creek Boulevard Interchange Improvements to address mainline and local roadway congestion.
I-280/Saratoga Avenue Interchange Improvements to address local circulation and mainline congestion.

SR 87 Corridor Technology-based Improvements in San Jose to address mainline congestion and system reliability through the implementation of technology-based operational improvements to the freeway.

Highway 17 Corridor Congestion Relief: Upgrade Highway 17/9 interchange to improve pedestrian and bicycle safety, mobility, and roadway operations; deploy advanced transportation technology to reduce freeway cut through traffic in Los Gatos, including traffic signal control system upgrades in Los Gatos, Traveler Information System, advanced ramp metering systems; support Multi-Modal Congestion Relief Solutions, including enhanced Highway 17 Express Bus service, implementing local bus system improvements that reduce auto trips to schools, work, and commercial areas in Los Gatos; and develop park and ride lots to serve as transit hubs for express bus, shuttles, local bus system connections.

SR 17 Southbound/Hamilton Avenue Off-ramp Widening Improvements in Campbell to address mainline congestion and local circulation.

SR 17/San Tomas Expressway Improvements in Campbell to address mainline congestion and local circulation.

US 101/Blossom Hill Boulevard Improvements in San Jose to address local roadway congestion and connectivity, including for bicyclists and pedestrians.

US 101 Improvements in Gilroy to address mainline congestion and regional connectivity with a new US 101/Basu Vista Avenue interchange and US 101/SR 152 10th Street ramp and intersection improvements.

SR 152 Corridor Improvements in Gilroy including US 101/SR 25 interchange improvements to address regional connectivity and goods movement network improvements.

I-280/Wolfe Road Interchange Improvements in Cupertino to address mainline congestion and improve local traffic circulation.

I-880/Charcot Avenue Overcrossing in San Jose to address local relief circulation and adjacent I-880 interchanges congestion relief.

Noise Abatement Projects in Santa Clara County to implement treatments to address existing freeway noise levels throughout the county.

Intelligent Transportation Systems (ITS) Projects in Santa Clara County such as integrated corridor management systems, traffic operations systems, ramp metering, managed lanes, and local traffic signal control systems to address freeway mainline congestion and local roadway congestion caused by cut-through traffic.

**ATTACHMENT C**

**SANTA CLARA COUNTY EXPRESSWAY IMPROVEMENTS (TIER 1)**

**Project**
- Almaden Expressway at SR-85-Interim Improvements
- Almaden Expressway at Branham Lane Intersection Improvements
- Almaden Expressway at Camden Ave Intersection Improvements
- Capitol Expressway Widening and Interchange Modifications between I-880 and Capitol Avenue
- Central Expressway at Thompson Intersection Improvements
- Foothill Expressway Auxiliary Lanes between El Monte and San Antonio
- Lawrence Expressway at Homestead Road Intersection Improvements
- Lawrence Expressway at Homestead Road Grade Separation
- Lawrence Expressway from Reed/Monroe to Arques Grade Separation
- Montague Expressway Complete 8-lane Widening including HOV lanes and Auxiliary Lanes between Great Mall and McCarthy/O'Toole
- Oregon-Page Mill Widening (possible HOV lanes) and Trail between I-280 and Foothill Expressway
- Oregon-Page Mill Intersection Improvements between Porter and Hansen
- Oregon-Page Mile/El Camino Real Intersection Improvements
- San Tomas Expressway Widening and Trail between Homestead and Stevens Creek
- Santa Teresa-Hale Corridor Road and Trail between Dewitt and Main
- Santa Teresa-Hale Corridor Widening and Trail between Long Meadow and Fitzgerald
- SR 17/San Tomas Expressway Interim Improvements
- I-280/Foothill Expressway Interchange Modifications and Auxiliary Lane to Homestead
- I-280/Oregon-Page Mill Road Interchange Reconfiguration
- Expressway ITS/Signal System Countywide

**ATTACHMENT D**

**TRANSIT OPERATIONS CANDIDATE PROJECTS AND PROGRAMS LIST**

- Expand mobility services and affordable fare programs for seniors, disabled, students and low-income riders.

This project would provide funds to develop and expand senior and disabled transportation mobility programs and services. The proposed program would provide mobility options such as coordinated eligibility services and enhanced mobility options provided in a secure and safe manner for the most vulnerable and underserved residents in the County, such as seniors and persons with disabilities. It would support mobility options including maintaining the paratransit service coverage area and service expansion by extending hours of operation and weekend service. The funds would also establish permanent and augment discount fare programs to increase transit access for low-income, underserved and vulnerable populations unable to afford standard fares.
ARGUMENT IN FAVOR OF MEASURE B

Uncommon allies united for a common goal: Relieve Traffic; Repair our Roads. That’s why the League of Women Voters, San Jose Silicon Valley Chamber of Commerce, League of Conservation Voters, former U.S. Transportation Secretary Norman Mineta and Senator Dianne Feinstein are championing Measure B to provide vital local funding to fill potholes, maintain roads and reduce traffic throughout Santa Clara County.

We are fortunate to enjoy a special quality of life here. Unfortunately, many of Santa Clara County’s roads are in dire need of repair and we’re spending too much time trapped in traffic. We need meaningful countywide congestion relief.

Measure B will:
- Finish the BART extension to downtown San Jose and Santa Clara
- Relieve traffic congestion on all 10 Expressways (Almaden, Capitol, Central, Foothill, Lawrence, Montague, Page Mill, San Tomas, Santa Teresa, Hale) and key highway interchanges
- Protect and enhance transit options for seniors, the disabled, students and the poor
- Repair roads and fix potholes in all 15 cities
- Improve bicycle and pedestrian safety, especially near schools
- Increase Caltrain capacity, easing highway congestion and improving safety at grade crossings
- Connect BART/Caltrain in downtown San Jose and Santa Clara, with platform-to-platform connections, to finally provide rapid rail around the entire Bay Area

Voting YES on Measure B provides Santa Clara County with a source of locally controlled funding to repair and maintain our roads and improve safety. Measure B helps Santa Clara County secure state and federal matching funds, otherwise lost to other regions.

The state or federal government cannot take away Measure B funds. We need to act now; the longer we wait, the more expensive these improvements become.

Measure B mandates strong taxpayer safeguards, including independent financial audits with citizen oversight. Elected leaders will be held accountable to spend funds as promised.

Measure B repairs our roads and contributes to a better quality of life throughout Santa Clara County. Join us in supporting Measure B.
Has your commute improved since Measure A in 2000? One thing is abundantly clear: If VTA actually could deliver “meaningful countywide congestion relief” they would have done it by now. This is a promise they can’t deliver on.

Measure B would add a big increase to an already hefty transportation sales tax. What confidence do you have that you will ever benefit from it? Look at the performance of Measure A from 2000. VTA’s Capital Program Dashboard shows that no Measure A projects have been completed. The most expensive project, BART to Santa Clara, was cut in half. Why trust that Measure B will be any different? Voters deserve to see projects delivered before being asked to pay more taxes!

We’ve seen all this before: traffic keeps getting worse. The billions spent from existing taxes are not making our lives better. Clearly, the strategy doesn’t work. Doing more of the same will continue to produce unacceptable results.

Measure B is a recipe for failure. We need a new direction. For example, voters need to consider whether major employers should pay more to reduce the congestion impacts of their employees’ commutes.

Voting NO on Measure B sends a strong message: Find a new direction for our county—one that is good for the environment, good for the economy, and good for our health.

Please vote NO on Measure B. After the “bait and switch” of 2000’s Measure A, let’s not give VTA a $6.3 billion blank check.

/s/ Michael J. Ferreira  
Executive Committee Chair, Loma Prieta Chapter, Sierra Club

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

/s/ John M. Inks  
Mountain View City Councilmember

/s/ Elizabeth C. Brierly  
Santa Clara County Homeowner and Lifelong Resident
ARGUMENT AGAINST MEASURE B

Each year you are stuck in worse congestion. The 1% sales tax you’ve paid for the past thirty years to "relieve traffic" hasn’t worked. Will raising the tax by 44% really "relieve traffic"?

Santa Clara County has tremendously congested roadways and one of the very worst performing light rail systems in the nation. Bus service is unusable and scheduled to get worse.

Population has increased since 2001, while transit ridership has declined 23 percent. If allowed to continue, the whole county will end up in gridlock.

Let's not put even more money into a failed strategy!

Here is the actual list of projects promised by Measure A in 2000, and what happened since then:
- Connect BART to Milpitas, San Jose, Santa Clara (project was cut in half and is still not complete)
- Build rail connection from San Jose Airport to BART, Caltrain, light rail (project canceled)
- New vehicles for disabled access, senior safety, clean air buses (completed)
- New light rail throughout Santa Clara County (one corridor changed into a bus lane project; other corridors canceled)
- Expand, electrify Caltrain (project is delayed more than 15 years)
- Increase rail, bus service (2015 service was 13% below 2001 levels)

The County Civil Grand Jury determined in 2004 that "The VTA Board has proceeded with a transit capital improvement plan that cannot accomplish all that was promised in Measure A." That certainly turned out to be the case.

Why vote for another bait-and-switch?

This election will be close. Your vote can help defeat this tax increase and send a message that new thinking is needed. Air quality and climate change demand new solutions.

For short and long-term traffic relief, please vote No.

Demand a new direction!

ARGUMENT AGAINST MEASURE B-Continued

For more information: www.No2VTAmearureB.org
Twitter: #No2VTAmearureB
Phone: 408-604-0932

/s/ Gladwyn d’ Souza
   Regional Chair, Loma Prieta Chapter, Sierra Club

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

/s/ John M. Inks
   Mountain View City Councilmember

/s/ Andy Chow
   President, BayRail Alliance

/s/ Elizabeth C. Brierly
   San Jose Homeowner & Lifelong Santa Clara County Resident

For short and long-term traffic relief, please vote No.

Demand a new direction!
When reading the argument against Measure B, please consider the sources and review the facts for yourself. The opponents offer no solutions to the traffic congestion we face every day.

Some of the organizations signing the argument against Measure B have histories of opposing absolutely everything, including measures to support our schools, parks and public safety. The text of their argument is even less credible.

Here are the facts:

* The first segment of the BART extension is running $75 million under budget and a year ahead of schedule, with passenger service beginning in fall 2017.
* Thanks to major investments, electrification of Caltrain will begin in 2020, which helps nearly double ridership capacity from 65,000 daily trips to 110,000.

Why is Measure B important? Please review the official ballot question for yourself. Measure B will accomplish the following while also mandating annual audits by an independent citizens watchdog committee to ensure accountability:

- Repair streets and fix potholes in all 15 cities & towns
- Finish the BART extension to downtown San Jose and Santa Clara
- Improve bicycle/pedestrian safety, especially near schools
- Increase Caltrain capacity, ease highway congestion and improve safety at crossings
- Relieve traffic on all 10 expressways and key highway interchanges
- Enhance transit for seniors, students, low-income citizens and the disabled

All of us are Santa Clara County taxpayers and residents (the signers of the argument against cannot say the same thing). Please join community leaders and organizations from across Santa Clara County in supporting Measure B for better commutes and better roads.