



VENTURA COUNTY TRANSPORTATION COMMISSION SANTA PAULA BRANCH LINE ADVISORY COMMITTEE (SPBLAC)

**Wednesday, June 14, 2017
3:00 PM**

www.goventura.org

AGENDA*

****Actions may be taken on any item listed on the agenda***

**Ventura County Transportation Commission
Lobby Conference Room
950 County Square Drive, Ventura, CA 93003**

In compliance with the Americans with Disabilities Act and Government Code Section 54954.2, if special assistance is needed to participate in a Commission meeting, please contact the Clerk of the Board at (805) 642-1591 ext 101. Notification of at least 48 hours prior to meeting time will assist staff in assuring that reasonable arrangements can be made to provide accessibility at the meeting.

1. CALL TO ORDER

2. ROLL CALL

3. PUBLIC COMMENTS (For items not on the agenda)– *Each individual speaker is limited to speak three (3) continuous minutes or less. Any written documents to be distributed or presented to the Commission shall be submitted to VCTC SPBLAC staff. This policy applies to Public Comments and comments on Agenda Items.*

Under the Brown Act, SPBLAC should not take action on or discuss matters raised during Public Comment portion of the agenda which are not listed on the agenda. SPBLAC members may refer such matters to staff for factual information or to be placed on the subsequent agenda for consideration.

4. APPROVE SUMMARY FROM 3/3/2016 SPBLAC MEETING – PG.3

5. COMMITTEE MEMBER/STAFF REPORT

This item provides the opportunity for the SPBLAC members VCTC staff to report on attended meetings and any other items related to SPBLAC activities.

6. **ADDITIONS/REVISIONS** – *The SPBLAC may add an item to the Agenda after making a finding that there is a need to take immediate action on the item and that the item came to the attention of the SPBLAC subsequent to the posting of the agenda. An action adding an item to the agenda requires 2/3 vote of the SPBLAC. If there are less than 2/3 of the SPBLAC members present, adding an item to the agenda requires a unanimous vote. Added items will be placed for discussion at the end of the agenda.*
7. **SANTA PAULA BRANCH LINE FISCAL YEAR 2017/2018 BUDGET – PG. 5**
Recommended Action:
Receive and File
8. **SANTA PAULA BRANCH LINE 2016 BRIDGE INSPECTION – PG. 9**
Recommended Action:
Receive and File
9. **SANTA PAULA BRANCH LINE DEVELOPMENT EASEMENTS, HARVEST AT LIMONEIRA AND HERITAGE VALLEY PARKS – PG. 15**
Recommended Action:
Receive and File
10. **ADJOURN**



Item #4

MEETING SUMMARY

VENTURA COUNTY TRANSPORTATION COMMISSION SANTA PAULA BRANCH LINE ADVISORY COMMITTEE (SPBLAC) Thursday, March 3, 2016 2:00 PM

Ventura County Transportation Commission
Lobby Conference Room
950 County Square Drive, Ventura, CA 93003

1. CALL TO ORDER
2. ROLL CALL
3. PUBLIC COMMENTS
4. **APPROVE SUMMARY FROM 5/12/2015 SPBLAC MEETING –**
Commissioner Gherardi made a motion to approve the summary. The motion was seconded by Commissioner Minjares and passed unanimously.
5. **COMMITTEE MEMBER/STAFF REPORT - None**
6. **ADDITIONS/REVISIONS –**
Commissioner Gherardi requested to add a discussion regarding a grant funding opportunity. Commissioner Minjares made a motion to add the discussion to the agenda. The motion was seconded by Commissioner Gherardi and passed unanimously.

Commissioner Gherardi made a motion to direct staff to explore the options for submitting an application to receive a grant of state and federal funds to be used for Freight Movement on the Santa Paula Branch Line. The motion was seconded by Commissioner Minjares and passed unanimously.
7. **DRAFT FISCAL YEAR 2016/2017 SANTA PAULA BRANCH LINE BUDGET–**
Commissioner Gherardi made a motion to Approve the Draft Fiscal Year 2016/2017 Santa Paula Branch Line Budget and recommend approval by the full Commission. The motion was seconded by Commissioner Minjares and passed unanimously.
8. **SANTA PAULA BRANCH LINE BRIDGE INSPECTIONS/LOAD CALCULATIONS –**
The report was received and filed.
9. **ADJOURN**

THIS PAGE INTENTIONALLY LEFT BLANK



Item #7

June 14, 2017

MEMO TO: SANTA PAULA BRANCHLINE ADVISORY COMMITTEE
FROM: STEVE DEGEORGE, PLANNING & TECHNOLOGY DIRECTOR
SUBJECT: SANTA PAULA BRANCH LINE FISCAL YEAR 2017/2018 BUDGET

RECOMMENDATION:

- Receive and File

DISCUSSION

Attached is the Final Fiscal Year 2017/2018 Santa Paula Branch Line (SPBL) Budget which contains funding for ongoing activities on the Branch Line but also factors in multiple contingencies due to uncertainty brought about by the ongoing litigation and the needed capital repairs that are discussed later in Item 8 of this agenda. Overall there is an increase of approximately \$35,000 in the Fiscal Year 2017/2018 SPBL Budget. The increase is largely due to unknown personnel costs associated with a currently vacant position. It is anticipated that the vacant position will not be filled at the top of the pay range and there will be some cost savings when the position is filled.

The SPBL Budget contains funding for routine activities such as VCTC's continuing "Good Neighbor" policy of weed abatement and trash removal along the thirty-two mile corridor. In the past year there has been a noticeable increase in the cleanup of homeless encampments, requiring coordination with local law enforcement, code enforcement and social services. Additionally, the Budget contains funding for the Federal Railroad Administration (FRA) mandated Bridge Management Plan annual bridge inspections. Each year VCTC must conduct a visual inspection assessing the condition of all thirty-five bridges along the SPBL.

The SPBL Budget also contains funds for onetime events such as unanticipated repairs at the highway crossings on Highway 126 and debris removal at Haun Creek Bridge to prevent flooding. This year, the SPBL Budget also contains funding for a small consultant assisted study to provide guidance on lease values along the SPBL.

Item #7
SPBL Fiscal Year 2017/2018 Budget
Page 2

Lastly the SPBL budget contains funding for the eventual resolution of litigation and contemplates either resumed operation and maintenance payments or the contractor services that would be required to take the SPBL out of service. Funding for any of the above expenses that are not expended the fiscal year are rolled over into the following year, and this is reflected in the Funding Source table of the attached Fiscal year 2017/2018 Budget.

Revenues for the Santa Paula Branch Line come from three primary sources, Local Fees, in the form lease revenue from the seventy-five paying leases along the SPBL, State Transit Assistance (STA), and Local transportation Funds (LTF). To minimize the use of STA, Local Fees generated by the Branch Line, approximately \$269,000, are the first funds used for Branch Line activities. Staff salaries are funded by LTF.

Adopted Fiscal Year 2017/2018 Budget

BUDGET TASK: SANTA PAULA BRANCH LINE

DIRECTOR: Steve DeGeorge

BUDGET MANAGER: Steve DeGeorge

OBJECTIVES: Manage the asset that is the Santa Paula Branch Line (SPBL) corridor.

ACCOMPLISHMENTS: The Ventura County Transportation Commission purchased the thirty-two mile long Santa Paula Branch Line in 1995. With the purchase of the Branch Line came a large number of leases for cultivation, utilities, crossings and pipelines which provide a portion of the revenue needed to support the line. In 2001, VCTC entered into a lease agreement with the Fillmore and Western Railway Company for maintenance and operation of the SPBL.

In 2012 VCTC began in-depth examinations of the Branch Line's operational costs and revenues and has been aggressively attempting to bring the SPBL in line with industry standards in terms of operating agreements, maintenance and costs. VCTC retained a specialized railroad consultant support to assist in the SPBL effort. The pursuit of an industry standard agreement with VCTC's rail operator led to the termination of the operator's lease agreement as well as mediation and litigation. As of this writing these matters are still moving forward and are unresolved.

Across Fiscal Year 2016/2017 staff continued to manage the day-to-day business of owning the SPBL, issuing rights-of-entry, license agreements, weed abatement, trash removal and interfacing with other jurisdictions on property management issues. In addition, staff met the Federal Railroad Administration (FRA) requirement to have all bridges inspected annually under VCTC's Bridge Management Plan and have all bridges evaluated for their load carrying capacity.

The completed Load Capacity Study identified six bridges that were identified as being overstressed by loads being placed upon them. Four of those bridges have been repaired or removed and two remain in limited operation with restrictions on the locomotives that are allowed to cross.

DESCRIPTION: The uncertainty brought about by the ongoing litigation and the potential substantial capital repairs outlined in the 2016 Bridge Inspection Report makes it difficult to assess the budgetary needs of the Branch Line; and consequently, the Fiscal Year 2017/2018 Budget must factor in multiple contingencies. The budget assumes that the SPBL will remain in service, at a minimum, from Montalvo to Santa Paula and contains a prudent \$300,000 track maintenance line item should track maintenance needs or emergency repairs arise.

In addition to maintenance of the rail line and right-of-way, the Fiscal Year 2017/2018 SPBL Budget includes \$45,000 for consultant support for the federally mandated annual Bridge Inspection Report and Bridge Management Plan update and \$55,000 for appraisal services to evaluate VCTC's leases and establish new rates.

Overall, there is an increase of approximately \$35,000 in the Fiscal Year 2017/2018 SPBL Task Budget due to the unknown hourly cost of filling a vacant position. For the purpose of this budget, staff has assumed the top of the salary range for this position but anticipates filling the position under the maximum realizing some cost savings.



BUDGET TASK: SANTA PAULA BRANCH LINE (continued)**DIRECTOR:** Steve DeGeorge**BUDGET MANAGER:** Steve DeGeorge**WORK ELEMENTS:**

1. Manage the day-to-day operation of the SPBL, consistent with policies of the VCTC and requirements of the California Public Utilities Commission (CPUC), the Federal Railroad Administration (FRA), and, the Surface Transportation Board (STB).
2. Investigate revenue opportunities for the SPBL.
3. Prepare and administer leases and rights of entry for use of SPBL corridor property.
4. Quickly respond to neighbor complaints; conduct weed abatement activities including application of pre-emergent and weed killer sprays; trim and/or remove brush and trees on the rail ROW; and contract for regular monthly operations and maintenance.
5. Complete annual FRA required rail bridge inspections.
6. Evaluate SPBL leases and establish new rate schedule.

PRODUCT: Continued safe and cost-efficient management of the thirty-two mile-long SPBL corridor.

FUNDING:

Funding Source	Funding Dollars
LTF Fund Transfer	\$146,100
STA Fund Transfer Carry-over	404,200
Signal Revenue	17,800
Local Fee – Leases	267,000
Local Fee – Permits	2,000
Total Funding	\$837,100

EXPENDITURE COMPARISON:

	Fiscal Year 2015/2016 Actual	Fiscal Year 2016/2017 Budget*	Fiscal Year 2017/2018 Budget
Salaries	\$ 50,277	\$ 48,900	\$ 62,300
Fringe and Tax	17,653	16,800	27,100
Indirect Cost Allocation	36,247	36,100	56,700
Mileage	371	500	500
Office Support	0	200	500
Consultant Services	121,845	100,000	100,000
Legal Services	158,562	100,000	100,000
Non-Rail Maintenance	47,762	99,800	100,000
Signal Repair/Replacement	0	100,000	90,000
Track Maintenance	67,796	300,000	300,000
Union Pacific Lease Payments	97,203	0	0
Total Expenditures	\$597,716	\$802,300	\$837,100

* This budget task was amended after the Commission approved the budget in June 2016.





Item #8

June 14, 2017

MEMO TO: SANTA PAULA BRANCHLINE ADVISORY COMMITTEE
FROM: STEVE DEGEORGE, PLANNING & TECHNOLOGY DIRECTOR
SUBJECT: SANTA PAULA BRANCH LINE 2016 BRIDGE INSPECTION

RECOMMENDATION:

- Receive and File

BACKGROUND

In July of 2010, the Federal Railroad Administration (FRA) enacted Title 49, Code of Federal Regulations (CFR) Part 237, and Bridge Safety Standards which mandates that owners of railroads develop and adopt a Bridge Management Plan (BMP). As part of the BMP, bridges must be inspected annually for safety and engineering deficiencies and by March of 2017, all bridges in service must have had bridge load capacity ratings performed to determine the weight each bridge can safely carry. As owners of the Santa Paula Branch Line (SPBL) the VCTC must comply with the federally mandated 49CFR part 237 on the prescribed schedule.

DISCUSSION

In December of 2016 Wilson & Company, VCTC's rail engineering consultant conducted the annual BMP Bridge Inspection, inspecting all thirty-five bridges along the SPBL. Each bridge was assessed in terms of condition, needed repair, and estimated cost of repairs. Wilson & Company provided a written report, on schedule, in January of 2017.

Notable in that report was a dramatic increase in the total estimated cost of repairs for the bridges along the SPBL. The 2016 BMP indicated a \$531,850 increase from the 2015 estimate bringing the total estimated cost of repairs to \$1,167,500. While five bridges showed an increase in estimated cost of repair, one bridge in particular, Haun Creek Bridge at Mile Post 416.32 just east of Santa Paula, was significantly worse than all the rest. The repair estimates for Haun Creek Bridge alone is \$506,000. The increase in cost is attributed to a non-linear decay as the bridge timbers age. The process of decay speeds up in timbers as they age and Haun Creek Bridge has been listed as one of the bridges most in need of repair for some time.

Item 8
SPBL Bridge Inspection 2016
Page 2

Subsequent to the 2016 bridge inspection, the heavier than average rainfall in late winter and early spring further complicated matters at Haun Creek Bridge. Heavy rainfall in March resulted in severe runoff conditions further damaging the bridge. Large rocks, tree stumps and other debris flowed downstream striking the bridge and filling the creek channel with nearly six feet of silt and cobble. The conditions required that staff have the bridge inspected for damage and operational ability.



Haun Creek Bridge March 2, 2017



Haun Creek Bridge March 29, 2017

Item 8
SPBL Bridge Inspection 2016
Page 3

Wilson & Company performed the initial inspection immediately after the rains subsided and could not determine that the bridge could safely carry a load. Wilson & Company recommended closure of the bridge to train traffic until the silt and rock could be excavated exposing the bridge's structure for full inspection. Staff provided the engineer's report to Fillmore and Western Railway Company and took steps to close the bridge. Once cleared, the bridge was re-inspected and Wilson & Company found the underlying structure to have sustained damage and in such need of repair that it could not be reopened for train traffic. At this time the bridge remains closed to train traffic and there are no funds allocated for the replacement of this structure.

While Haun Creek Bridge is a worst case example of bridge condition on the SPBL, the other bridges along the SPBL are progressing in similar manner to Haun Creek and the Commission should expect the cost estimates to continue to climb as they did from 2015 to 2016. The 2016 Bridge Maintenance Estimate is attached to this item for your review.

2016 Maintenance Listing

Structure #	Priority (years)	Description of Work - Maintenance	Est. Cost
407.48	1	Repair northwest wingwall to retain ballast	\$2,000
	1	Repair handrail	\$2,000
	1	Raise east approach	\$2,000
408.02	1	Repair NE fence breach	\$500
	3	Replace fouled ballast	\$2,000
	1	Raise approaches	\$2,000
	3	Replace ties	\$5,000
408.84a	1	Remove vegetation under span	\$2,000
	1	Repair backwall and scour before next rainy season	\$5,000
	3	Replace ballast floor planks	\$7,000
	1	Raise approaches on both ends	\$2,000
	1	Replace walkway	\$2,000
	1	Repair handrail cable	\$2,000
408.84b	1	Repair walkway	\$4,000
	1	Repair handrail	\$1,000
	1	Remove vegetation under bridge	\$2,000
408.84c	1	Remove vegetation under all spans	\$2,000
	3	Replace ballast floor planks	\$7,000
	1	Replace walkway	\$2,000
	3	Replace backwall	\$10,000
	1	Repair handrail cable	\$1,000
409.74	1	Replace ballast	\$2,000
	1	Raise both approaches	\$2,000
	1	Remove bees	\$500
410.40	1	Remove vegetation from under and around bridge structure	\$2,000
	1	Raise approaches	\$2,000
	1	Replace ties. Replace spacers with tie renewal	\$2,000
	1	Repair handrail	\$1,000
	1	J-Bolts need to be installed along with new properly sized guard timber to prevent tie movement	\$1,000
	1	Repair west wingwall to prevent further ballast loss	\$1,000
411.97	1	Repair handrail	\$1,000
412.25	1	Remove vegetation from under and around bridge	\$3,000
	1	Clean debris from around bearings both ends	\$1,000
	1	Raise approaches both ends	\$2,000
	1	Replace guard timbers	\$2,000
	1	Add handrails	\$1,000
415.20	1	Raise approaches	\$2,000
	1	Repair handrail	\$1,000
	1	Replace ballast	\$5,000
	1	Excavate to allow inspection	\$5,000
	3	Repair wingwalls	\$2,000
415.32	1	Replace walkway grating	\$2,000
	1	Raise approaches	\$2,000
	1	Replace handrail	\$1,000
415.59b	1	Clean bearings	\$1,000
	1	remove material between inside guard rail and running rail both ends, both sides	\$1,000
415.69	1	Raise east approach	\$1,000
	3	Replace deck planks	\$25,000
	3	Replace stringers	\$100,000
	1	Repair wingwalls	\$1,000
415.79	1	Repair ballast guard	\$1,000
	1	Add ballast to approaches	\$1,000
	1	Clean channel to allow inspection	\$3,000
415.82	1	Repair wingwalls both ends	\$1,000
	2	Replace sway braces	\$3,000
	1	raise approaches	\$2,000
	1	shim pier to provide bearing	\$1,000
	1	Replace sway braces	\$2,000
415.92	3	Ballast planks beginning to fail. Monitor and replace if maintained as a bridge	\$5,000
	1	Walkway has uneven surface and is a tripping hazard - add ballast	\$2,000
	1	Shim helper bents to all stringers	\$2,000

2016 Maintenance Listing

416.02	1	Remove vegetation from under bridge	\$1,000
	1	Raise approaches	\$2,000
	1	Replace bad stringers	\$12,000
	3	Repair wingwalls	\$2,000
	1	Repair stringer retainers	\$5,000
	1	Entire bridge is sagging, shim stringers at Pier #2	\$2,000
416.21	1	Raise ballast guard	\$2,000
	1	Repair wingwalls both sides both ends	\$2,000
416.32	3	Dredge Channel down stream	\$5,000
	1	Raise west approach	\$1,000
	1	Replace Bridge in 2017	\$500,000
416.63	1	Raise approaches	\$2,000
417.24	1	Remove vegetation under and around bridge	\$1,000
	1	Replace bad track ties	\$2,000
	1	Clear boulders, trees & other debris from under bridge to allow max flow & prevent damage to pi	\$2,000
	3	Replace ballast planks with stringer replacement.	\$35,000
	3	Replace stringers.	\$100,000
	3	Repair wingwalls to prevent ballast loss	\$2,000
418.02	1	Clear debris from under bridge	\$2,000
	1	Raise approaches	\$2,000
	3	Install wingwall east end to prevent ballast loss	\$2,000
419.42	1	Remove overhead vegetation	\$2,000
	3	Repair scour and protect both abutments	\$10,000
	1	Raise approaches	\$2,000
	1	Repair handrail both sides	\$2,000
419.92	1	Protect Abutment #1 from further scour clear channel of debris	\$5,000
	1	Raise approaches both ends	\$2,000
	1	Replace 22' of broken ballast guard north side east end	\$2,000
	1	Replace missing, rotted and broken bracing	\$5,000
	1	Replace rotten backwall planks	\$5,000
	1	Repair holes in ballast near abutment 1	\$2,000
420.20	1	Raise approaches	\$2,000
	1	Replace broken ballast stringers w/in 1 year	\$5,000
	1	shim temporary bents	\$1,000
	1	Add additional steel stringer to spans 1, 2, and 4 to replace temporary bents	\$15,000
	1	Add handrail	\$2,000
	1	Repair ballast, and deck planks	\$10,000
420.46	1	Raise approaches	\$2,000
	1	Repair abutment ballast retainer west end	\$2,000
	1	Shim abutment 1 piles	\$1,000
	1	Shim stringer at bent 6	\$1,000
	1	Replace broken and rotted sway and sash braces within 1 year	\$5,000
421.05	1	Remove debris from around bridge	\$2,000
	1	Raise approaches both ends	\$2,000
	3	Replace / Repair / Install wingwalls both ends both sides	\$2,000
421.23	1	Clean channel upstream	\$4,000
	1	Raise approaches both ends	\$2,000
	1	Repair walkway	\$5,000
	1	Repair handrail	\$2,000
	3	Replace ballast planks with stringer replacement.	\$20,000
	3	Replace stringers. Monitor if condition worsens and raise priority.	\$50,000
	1	Increase ballast depth to 12 in minimum	\$2,000
422.53	1	Remove vegation around bridge	\$2,000
	1	Add j-bolts to attach stringers to ties	\$2,000
	1	Raise approaches on both ends	\$2,000
	1	Repair cable	\$2,000
422.89	1	Raise approaches on both ends	\$2,000
	1	Replace fouled ballast	\$2,000
423.28	1	Raise approaches	\$2,000
	1	Repair handrail cable left side	\$2,000
	3	Clean bearings. Monitor condition and raise priority if necessary	\$2,000
	1	Remove bees at abutment 1	\$500

2016 Maintenance Listing

423.44	1	Add ballast - ballast 3" below top of tie	\$5,000
	1	Raise west approach	\$2,000
	1	Remove debris from bents	\$5,000
425.15	1	Repair loose handrail cable	\$2,000
427.64	1	Clear vegetation on north and south side of bridge	\$2,000
	1	Clear channel	\$2,000
	1	Raise approaches both ends	\$2,000
	1	Replace ties	\$1,000
	1	Repair backwalls	\$5,000
429.79b	1	Clear debris and silt from under bridge, bridge seats and bearings	\$5,000
Total Maintenance Costs 2017=			\$1,167,500



Item #9

June 14, 2017

MEMO TO: SANTA PAULA BRANCHLINE ADVISORY COMMITTEE
FROM: STEVE DEGEORGE, PLANNING & TECHNOLOGY DIRECTOR
**SUBJECT: SANTA PAULA BRANCH LINE DEVELOPMENT EASEMENTS,
HARVEST AT LIMONEIRA AND HERITAGE VALLEY PARKS**

RECOMMENDATION:

- Receive and File

BACKGROUND

The Santa Paula Branch Line (SPBL) is a thirty-two mile long corridor running from the Coast Main Line in east Ventura to the Los Angeles County Line traversing the Cities of San Buenaventura, Santa Paula, Fillmore and portions of the unincorporated County of Ventura. When VCTC purchased the rail line in 1995 it inherited hundreds of agreements, leases, and crossings from Southern Pacific Railroad. In the last few years, staff has been working to standardize any new agreements and bring older agreements into alignment with modern requirements.

During the past year, two significant developments, Harvest at Limoneira in Santa Paula and Heritage Valley Parks in Fillmore have been working with staff to develop agreements for access across the rail line as well as utility and storm water crossing under the rail line. Developers for both projects have entered into cost recovery agreements with VCTC to cover the costs associated with staff time, legal review, and engineering plan review.

DISCUSSION

The Harvest at Limoneira development by Limoneira – Lewis Community Builders LLC is comprised of approximately 1,500 residential units and 240,000 square feet of industrial and commercial development. The development requires a new rail crossing at Hallock Drive and utility crossings and storm water crossings as well as temporary access for emergency vehicles at the existing Padre Lane crossing, see Figure 1 below. To accommodate the project's needs, staff working with General Counsel, Limoneira – Lewis Community Builders LLC, and the City Attorney for Santa Paula have created three non-exclusive easements and a temporary access agreement for Padre Lane. All agreements preserve VCTC's ability to use its property and develop rail or a recreational trail as well limit liability for VCTC to the greatest extent possible.

Item 9
SPBL Easements
Page 2

To value the easements, staff required the developer to hire an independent appraiser to determine an appropriate fee. The appraisal completed by Bender Rosenthal Inc. placed a value to each of the easements which totals approximately \$127,000. In order to accomplish the work needed the developers must construct a new crossing, upgrade portions of the rail line and reconstruct one bridge and remove another. In consideration of the work on VCTC's bridges, staff has credited the developers \$28,000 in accordance with the estimates for bridge repairs developed by Wilson & Company for the Bridge Management Plan. VCTC will be receiving a net sum of \$99,000 for the non-exclusive use of VCTC's property.

The temporary access agreement for Padre Lane is for emergency vehicle access only and additional use is not anticipated. The agreement expires in three years and requires the developer to remove the crossing at the end of the agreement. The developers have agreed to provide a cash deposit of approximately \$67,000 to ensure the work on removal of the crossing is completed and an additional \$500 annually, for three years, for use of the crossing.

New agreements for each of the utilities that service the project are being developed and rather than following the historic path of receiving a onetime payment from utilities each utility is being required to pay an annual fee subject to CPI providing additional ongoing revenue sources for the SPBL.

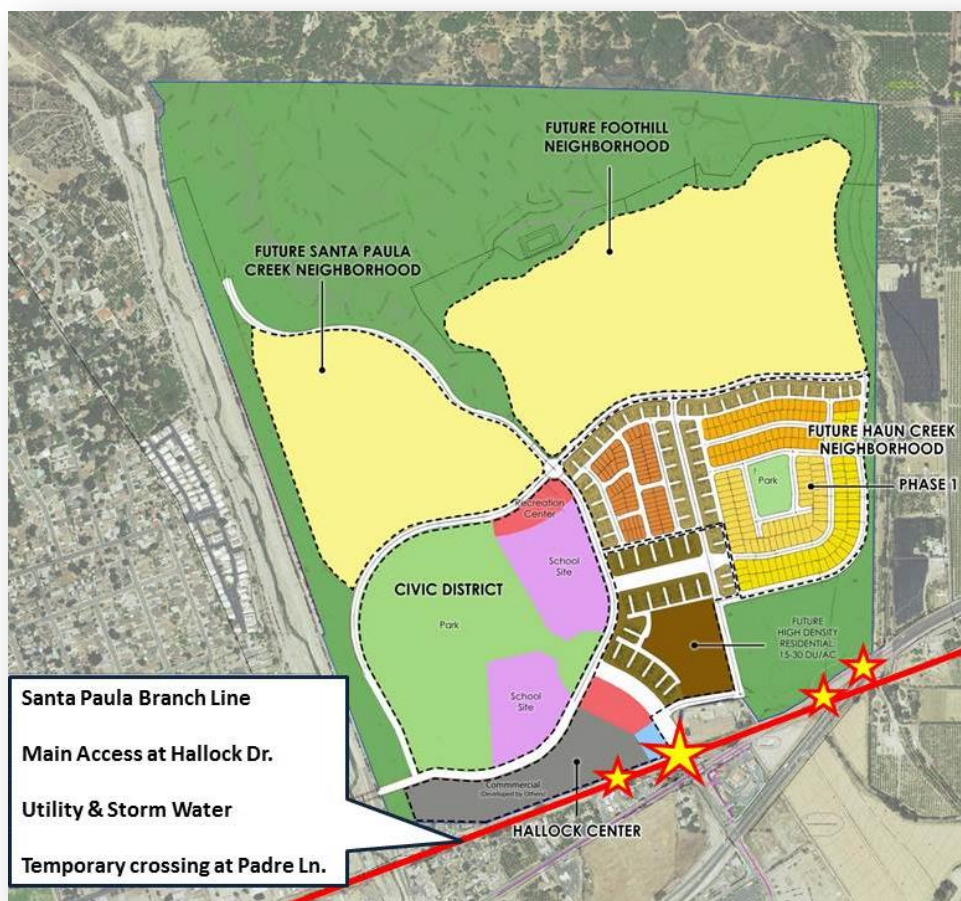


Figure 1, Harvest at Limoneira

Item 9
SPBL Easements
Page 3

Heritage Valley Parks by Hearthstone in Fillmore is developing additional phases to its existing development and adding approximately 800 homes. The project requires similar access across VCTC's property to that of Harvest at Limoneira, see figure 2 below. The project is not as far along as Harvest at Limoneira and consequently the agreements are still being scoped in terms of required project activities. It is anticipated that once the scope of work is clearly defined, that the agreements developed for the project in Santa Paula will be the model for Heritage Valley Parks.

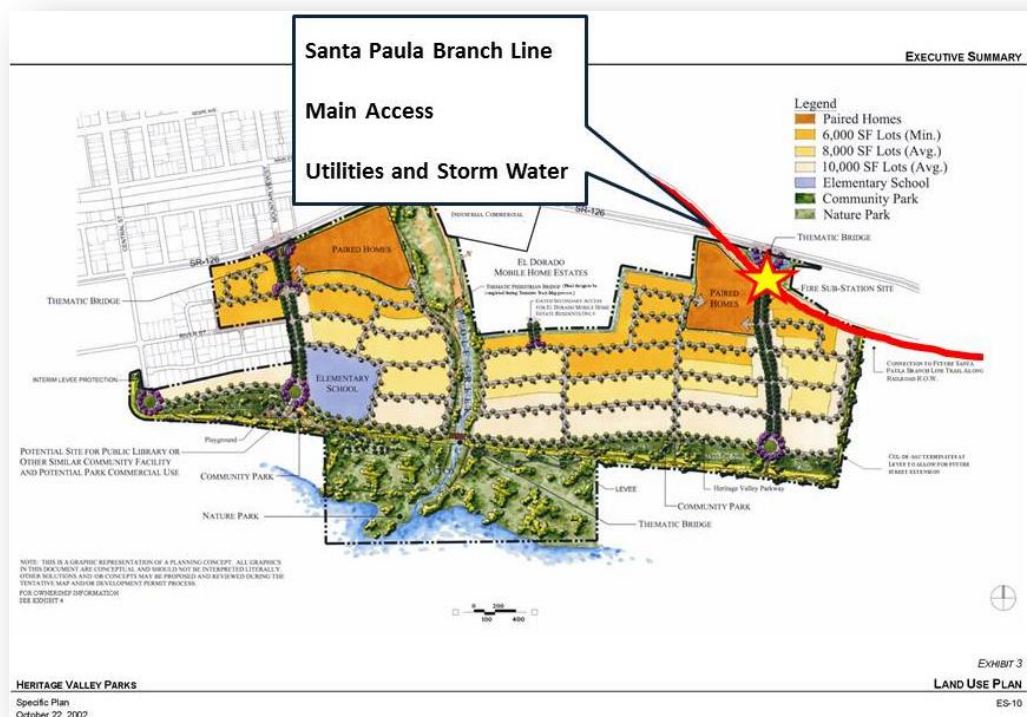


Figure 2, Heritage Valley Parks