

**BOARD POLICY NO. 038****SANDAG STATE ROUTE 125 ~~FASTRAKSOUTH BAY EXPRESSWAY~~ TOLL POLICY**

The purpose of this policy is to establish guidelines for maintaining the operational and financial integrity of the ~~SANDAG FasTrakSouth Bay Expressway~~ toll road franchise, which SANDAG operates on a portion of State Route ~~(SR)~~ 125 pursuant to the Amended and Restated Development Franchise Agreement (ARDFA) with the State of California, which is the agreement governing the day-to-day operations of the ~~toll road, State Route 125 South Bay Expressway (SR 125)~~.

The policy is designed to inform decision making and provide transparency to the Board of Directors and the public when actions are being considered for adjusting toll rates to support operating and maintenance costs, funding current and future capital and rehabilitation projects, paying debt service, ensuring a minimum level of service related to traffic, and meeting legally required covenants and terms in debt financing transactions such as debt service coverage ratios. Nothing in this policy is intended to supersede the requirements of Title VI of the Civil Rights Act.

**1. Financing Requirements**

SANDAG shall charge and collect tolls that generate enough revenue to maintain the debt service coverage ratios as required in the Master Indenture and subsequent supplemental indentures for SR 125. SANDAG recognizes that it must review and actively manage toll rates in order to satisfy the covenants in the financing documents for the SR 125. The requirement to maintain debt service coverage ratios and comply with covenants in the Indenture (Master Indenture and subsequent supplemental indentures) supersedes the specific policies for setting and modifying tolls and discounts to the extent permitted by law.

**2. Operating and Maintenance Expenses**

SANDAG shall charge and collect tolls that generate enough revenue to operate and maintain the toll road in a safe condition in accordance with Caltrans standards found in ~~the~~ Caltrans Maintenance Manual, maintenance directives, policy and procedure memorandums, and applicable safety orders; and in compliance with the Memorandum of Understanding for Traffic and Incident Management, and as outlined in the ARDFA and all other laws and regulations applicable to operations of SR 125. The sufficiency of toll revenues to satisfy covenants in the financing documents and to meet upcoming funding requirements will be annually reviewed in the context of the SANDAG's Annual Program Budget, with particular attention to the SR 125.

**3. Capital Projects**

Capital projects will be determined as outlined in the ARDFA. Capital projects deemed necessary to achieve SANDAG's objective of improving mobility in the region will either be funded on a pay-as-you-go basis or with bond proceeds: following any bond issuance.

The appropriate financing strategy to meet capital costs will be determined in the context of SANDAG's long-term fFinancial pPlan for the SR 125 and Board Policy No. 037.

#### **4. Financial Planning and Debt Obligations**

SANDAG will develop a long-term financial plan with regard to operation of State Route (SR) 125 to submit as part of the annual credit rating surveillance and bond disclosure processes. This financial plan will include forecasted operating costs, toll revenues, ongoing capital expenditures related to SR 125, other available funding sources, and borrowing needs, if any, through the life of the Development Franchise Agreement (i.e., through 2042). Outputs from the financial plan will be used to inform the annual Program Budget. If at any time the plan indicates there is a risk to meeting required coverage ratios or a risk of downgrade in the credit rating, the CEO or CFO will notify the Board of Directors and present recommendations to the Board for review and approval, including whether there is a need to adjust toll rates to meet the financial and operational objectives of SANDAG and satisfy the related legal covenants to bond holders.

#### **4.5. Minimum Level of Service**

As part of the region's broader transportation network, the SR 125 tolls are used by SANDAG to manage traffic congestion and infrastructure needs consistent with the purposes described in California Streets & Highways Code Section 143.1(b); and the ARDFA. SANDAG reserves the right to charge tolls sufficient to meet these objectives, so long as procedures for setting and implementation of the tolls are consistent with all relevant laws, contract terms, covenants, and this policy.

Adopted September 2017

Amended \_\_\_\_\_ 2025