

EXHIBIT 3-FF

Docket No. DCA-08-MR009

**NATIONAL TRANSPORTATION SAFETY BOARD
WASHINGTON, D.C. 20594**

**Copies of the Two FRA 217 Audits Conducted in
January 2009, and the Previous Test; the Results and
Recommendations of these Audits**

Memorandum

Robert Schrecengost
Operating Practices Inspector
Federal Railroad Administration

Date: April 2, 2007
To: Rick Peterson
From: Robert Schrecengost
Subject: Closeout for Metrolink, Southern California Regional Rail Authority Audit (SCRRA), at Pomona, California. Items audited included Accident and Incident reporting / Operating Practices testing records.

Present: Tommy McDonald, General Superintendent
Brenda Lettengarver, Director Safety and Operating Rules
Thad Laferriere, OP Inspector CPUC
Robert Schrecengost, OP Inspector FRA/Team Leader

An Accident Incident/Operating Practices audit was conducted on March 13th, and 14th at Pomona, CA regional headquarters for Southern California Regional Rail Authority (SCRRA). Robert Schrecengost of the FRA led the team of four, which also included, Thad Laferriere, Thomas Logan and Matthew Cardiff, OP Inspectors for the State of California. The audit consisted of a focused inspection on Metrolinks compliance with the record keeping requirements of Accident and Incident reporting and Operating Practices Testing records, as defined by Code of Federal Regulations.

The audit consisted of reviewing records for all injuries, derailments, and incidents for a two year period for both operating employees and sub-contractors of SCRRA. No defects were found on the information that was provided. Several sub-contractors had provided incomplete information with regard to medical records. These files have been held in abeyance pending receipt of required medical documents. Receipt of the medical records will determine if the injuries were categorized correctly. FRA has requested of SCRRA that medical records be made a portion of their record keeping or, at a minimum, be made available at the time of future audits. They have agreed to make that a requirement of their sub-contractors. All actual injuries of category A and B (operating employees) have been reported to the FRA. Injuries of sub-contractors have been reported correctly with the exception of the item sited above.

The audit for Operating Practices testing consisted of review of testing records for the second half of 2006 for all SCRRA operating officers and ramp officers. SCRRA appears to meet or, in most cases, exceed the requirements of their submission. Examples are as follows:

Signal Compliance	Delayed in Block	50 required	144 tested
	Stop Tests	30 required	107 tested
	Restricted Speed	30 required	126 tested
Calling signals		30 crews	195 tested

In addition, crews are monitored for fatigue, speed checks, emergency preparedness, skills performance, and normal operating and safety rules. All testing requirements were met and no defects were noted.

FRA did note and request that SCRRA reflect that all testing be reflected as observed or unobserved, and that any testing that was unobserved not be used to fulfill testing requirements. SCRRA indicated that a modification would be made to assure that all tests were properly categorized in the comments field.

The audit and closeout with Superintendent McDonald was able to focus attention on several specific items that need additional attention. During the Accident and Incident reporting portion, it became apparent that several of SCRRA's sub-contractors were not making medical records available when providing information on accountable accidents. This information is required to ascertain if the sub-contractors are categorizing the accidents correctly, i.e. accountable vs. reportable. In addition, during the OP testing portion of the audit, FRA requested that SCRRA be extremely clear on whether the testing and any subsequent rules violations are observed, or after the fact, when entering them into the testing records. The Operating Practices inspector, Robert Schrecengost, will do additional monitoring for compliance on a regular basis.

Copies of this letter, as well as inspection reports, are attached for ready reference, and will be sent to all parties of interest.

INSPECTION REPORT

Inspector's Name SCHRECKENGOST, ROBERT		Inspector's Signature		Inspector's ID No. 77565	Report No. 31	Date Yy: 2007 , mon: 03 , dt: 14							
Railroad/Company Name & Address SOUTHERN CALIFORNIA REGIONAL RAIL AUTHORITY 2558 Supply St. Building A Pomona CA 91767				R/C R	Division SYSTEM	RR/Co. Representative (Receipt Acknowledged) Name: Tommy McDonald Title: General Manager Signature: _____							
From: City: POMONA		Code: 2870	Destination City & County		Code:	From Latitude							
State: CA		06	City			From Longitude							
County: LOS ANGELES		C037	County			To Latitude							
Mile Post: From _____ To _____		Inspection Point: POMONA HEADQUARTERS				To Longitude							
Activity Code:	217P												
Units:	1												
Item	Initials/Milepost	Equipment/Track #	Type/Kind	49 CFR/USC	Defect	Subrule	Speed	Class	Train #/Site	SMFR*	RCL**	# of Occ.***	Activity Code
1										N	N	0	
Description - [** Comment to Railroad/Company **] FOCUS INSPECTION CONDUCTED AT THIS LOCATION TO ASCERTAIN COMPLIANCE WITH CARRIER RULES AND FEDERAL REGULATIONS. ALL VIOLATIONS, DEFECTS OR EXCEPTIONS WERE DISCUSSED WITH A CARRIER MANAGER WITH RESPONSIBILITY ON THIS DISTRICT. INFORMATION DISCUSSED WITH TRAINING OFFICER AND GENERAL MANAGER TOMMY McDONALD.													
Violation Recommended: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Latitude: _____ Longitude: _____													
Written Notification to FRA of Remedial Action is: <input type="checkbox"/> Required <input checked="" type="checkbox"/> Optional Railroad Action Code: _____ Date(mm/dd/yyyy): _____ Comments on back? _____													
Item	Initials/Milepost	Equipment/Track #	Type/Kind	49 CFR/USC	Defect	Subrule	Speed	Class	Train #/Site	SMFR*	RCL**	# of Occ.***	Activity Code
2										N	N	0	
Description - [** Comment to Railroad/Company **] REVIEWED RECORDS FOR EFFICIENCY TESTING FROM 07/01/2006 THRU 9/30/2006 FOR RULE 6.27 RESTRICTED SPEED TESTS AND RULE 6.20/21/47 CALLING SIGNAL TESTS. REQUIREMENTS FOR EACH MANAGER SHOWED 20 TRAINS QUARTERLY FOR RULE 6.27 TESTS AND 6 CREWS QUARTERLY FOR CALLING SIGNALS. SUBMISSION REQUIREMENTS FOR RESTRICTED SPEED TESTS INDICATE 30 REQUIRED WITH 126 PERFORMED. SUBMISSION REQUIREMENTS FOR CALLING SIGNALS SHOWS 50 CREWS TO BE TESTED WITH 195 TESTS PERFORMED. CONTINUE IN ITEM #3.													
Violation Recommended: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Latitude: _____ Longitude: _____													
Written Notification to FRA of Remedial Action is: <input type="checkbox"/> Required <input checked="" type="checkbox"/> Optional Railroad Action Code: _____ Date(mm/dd/yyyy): _____ Comments on back? _____													
Item	Initials/Milepost	Equipment/Track #	Type/Kind	49 CFR/USC	Defect	Subrule	Speed	Class	Train #/Site	SMFR*	RCL**	# of Occ.***	Activity Code
3										N	N	0	
Description - [** Comment to Railroad/Company **] REQUIREMENTS FOR DELAYED IN BLOCK, STOP TESTS, RESTRICTED SPEED, EVENT RECORDER REVIEW, CALLING SIGNALS, T&E EFFICIENCY TESTS FOR ALL CREW MEMBERS, SPEED CHECK, MANAGER TESTING, EMERGENCY PREPAREDNESS, SKILLS PERFORMANCE, JOINT TESTING, ROAD CREWS LOCAL, ALL MET OR EXCEEDED REQUIREMENTS. NO DEFECTS NOTED.													
Violation Recommended: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Latitude: _____ Longitude: _____													
Written Notification to FRA of Remedial Action is: <input type="checkbox"/> Required <input checked="" type="checkbox"/> Optional Railroad Action Code: _____ Date(mm/dd/yyyy): _____ Comments on back? _____													

Source Code A	File Number	ID's of Accompanying Inspector(s)
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FORM FRA F 6130 95 (Revised 10/02) *SMFR-Special Notice for Reports FRA COPY **RCL-Remote Control Location ***# of Occ.-Number of Occurrences

DEPARTMENT OF TRANSPORTATION
FEDERAL RAILROAD ADMINISTRATION (FRA)

INSPECTION REPORT
(Continuation)

OMB Approval No.: 2150-0509

Inspector's ID No.	Report No.	Report Date
77505	31	03/14/2007

Item	Initials/Address	Equipment/Track #	Type/Kind	49 CFR/USC	Defect	Subsidiary	Speed	Class	Train #/Site	SNFR*	RCL**	# of Occ.***	Activity Code
4										N	N	0	

Description - [** Component to Railroad/Company **]

ONE ITEM WAS DISCUSSED WITH CARRIER OFFICERS IN CHARGE OF RECORD KEEPING. FRA WISHES TO MAKE CLEAR THAT ALL RECORDS CAPTURED FOR EFFICIENCY TESTING REFLECT THAT TESTS ARE OBSERVED OR UNOBSERVED. CARRIER OFFICERS AGREED AND INDICATED THAT A MODIFICATION WOULD BE MADE TO ASSURE THAT TESTS ENTERED WOULD BE INDICATED IN COMMENTS AS OBSERVED OR UNOBSERVED AND THAT UNOBSERVED TESTS WOULD NOT BE COUNTED TO FULFILL REQUIREMENTS OF METROLINKS FRA SUBMISSION FOR SPECIFIC TESTS.

Violation Recommended	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	Latitude:	Longitude:	
Written Notification to FRA of Remedial Action is:	<input type="checkbox"/> Required	<input checked="" type="checkbox"/> Optional	Railroad Action Code	Date (mm/dd/yyyy):	Comments on back?

Source Code	File Number	RVs of Accompanying Inspectors(s)
A		

FORM FRA F 0180.56 (Revised 10/02) **SNFR-Special Notice for Repairs

FRA COPY

RCL-Remote Control Licensee *# of Occ.-Number of Occurrences

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INSPECTION REPORT

Inspector's Name SCHRECKENGOST, ROBERT		Inspector's Signature		Inspector's ID No. 77505	Report No. 30	Date yy mm dd 2007 03 13		
Railroad/Company Name & Address SOUTHERN CALIFORNIA REGIONAL RAIL AUTHORITY 2558 Supply St. Building A Pomona CA 91767				RR/Co Code SCAX	Division SYSTEM	RSCe Representative (Receipt Acknowledged) Name: Tommy McDonald Title: General Manager Signature: _____		
From City LOS ANGELES	Code 1980	Destination City & County		Code	From Latitude			
State CA	06	City			From Longitude			
County LOS ANGELES	C037	County			To Latitude			
Mile Post From	To	Inspection Point POMONA/HEADQUARTERS			To Longitude			
Activity Code 217P	225R							
Unit J	1							

Item	Initials/Milepost	Equipment/Track #	Type/Kind	49 CFR/USC	Defect	Subrule	Speed	Class	Train #/Site	SNFR*	RCL**	# of Occ.***	Activity Code
1										N	N	0	
Description - [** Comment to Railroad/Company **] FOCUS INSPECTION CONDUCTED AT THIS LOCATION TO ASCERTAIN COMPLIANCE WITH CARRIER RULES AND FEDERAL REGULATIONS. ALL VIOLATIONS, DEFECTS OR EXCEPTIONS WERE DISCUSSED WITH A CARRIER MANAGER WITH RESPONSIBILITY ON THIS DISTRICT. INFORMATION RELAYED VIA EMAIL.													
Violation Recommended <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Latitude: _____ Longitude: _____													
Written Notification to FRA of Remedial Action is: <input type="checkbox"/> Required <input checked="" type="checkbox"/> Optional Railroad Action Code: _____ Date(mm/dd/yyyy): _____ Comments on back? _____													
2										N	N	0	217P
Description - [** Comment to Railroad/Company **] CONDUCTED A GENERAL AUDIT OF METROLINK ACCIDENT AND INCIDENT REPORTING AT COMPANY HEADQUARTERS IN POMONA, CA. AUDIT INCLUDED EMPLOYEES AND SUB-CONTRACTORS.													
Violation Recommended <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Latitude: _____ Longitude: _____													
Written Notification to FRA of Remedial Action is: <input type="checkbox"/> Required <input checked="" type="checkbox"/> Optional Railroad Action Code: _____ Date(mm/dd/yyyy): _____ Comments on back? _____													
3										N	N	0	225R
Description - [** Comment to Railroad/Company **] INSPECTED ALL ACCIDENT AND INJURY RECORDS FROM APRIL 2005 THROUGH JUNE 2005. ALL RECORDS REVEALED ATTENTION TO DETAIL. DOUBLE CHECKED TO ASCERTAIN IF 55A REPORTS HAD BEEN FILED FOR OVER TIME NOISE INDUCED HEARING LOSS AND THEY HAD. RECORDS FOR THIS TIME FRAME IN EXCELLENT SHAPE. NO DEFECTS NOTED.													
Violation Recommended <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Latitude: _____ Longitude: _____													
Written Notification to FRA of Remedial Action is: <input type="checkbox"/> Required <input checked="" type="checkbox"/> Optional Railroad Action Code: _____ Date(mm/dd/yyyy): _____ Comments on back? _____													

Source Code A	File Number	ID's of Accompanying Inspector(s)
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INSPECTION REPORT

Inspector's Name LAFERRIERE, THAD		Inspector's Signature		Inspector's ID No. P0621	Report No. 25	Date yy mm dd 2007 03 14							
Railroad/Company Name & Address SOUTHERN CALIFORNIA REGIONAL RAIL AUTHORITY 2558 Supply Street Building A Pomona CA 91767				R/C R	Division SYSTEM	RR/Co. Representative (Receipt Acknowledged) Name Tommy McDonald Title General Manager Signature							
From City POMONA		Code 2870	Destination City & County			Code	From Latitude						
State CA		Code 06	City			From Longitude							
County LOS ANGELES		Code C097	County			To Latitude							
Mile Post: From		To	Inspection Point POMONA OFFICE			To Longitude							
Activity Code 217P													
Units 1													
Item	Initial/Milepost	Equipment/Track #	Type/Kind	49 CFR/USC	Defect	Subrule	Speed	Class	Train #/Site	SNFR**	RCL**	# of Occ.***	Activity Code
1										N	N	0	
Description - [** Comment to Railroad/Company **] Focus inspection conducted at this location to ascertain compliance with carrier rules and federal regulations. All violations, defects or exceptions were discussed with a carrier manager with responsibility on this district.													
Violation Recommended <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Latitude: Longitude:													
Written Notification to FRA of Remedial Action is: <input type="checkbox"/> Required <input checked="" type="checkbox"/> Optional Railroad Action Code: Date(mm/dd/yyyy): Comments on back?													
Item	Initial/Milepost	Equipment/Track #	Type/Kind	49 CFR/USC	Defect	Subrule	Speed	Class	Train #/Site	SNFR**	RCL**	# of Occ.***	Activity Code
2										N	N	0	
Description - [** Comment to Railroad/Company **] Inspected carrier testing records July 06 through October 06. Inspection reveals compliance with submitted testing program. Discussion with carrier officers in relation to the need for more information to be entered in the comment section to differentiate between observed and un-observed stop test or FRA303C tests. ***													
Violation Recommended <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Latitude: Longitude:													
Written Notification to FRA of Remedial Action is: <input type="checkbox"/> Required <input checked="" type="checkbox"/> Optional Railroad Action Code: Date(mm/dd/yyyy): Comments on back?													
Item	Initial/Milepost	Equipment/Track #	Type/Kind	49 CFR/USC	Defect	Subrule	Speed	Class	Train #/Site	SNFR**	RCL**	# of Occ.***	Activity Code
3										N	N	0	
Description - [** Comment to Railroad/Company **] *** Discussion with carrier officers in relation to the need for more information to be entered in the comment section to differentiate between observed and un-observed specifically stop test or FRA303C tests. Carrier officers agreed and expressed that there would be a modification made in the entry process. ***													
Violation Recommended <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Latitude: Longitude:													
Written Notification to FRA of Remedial Action is: <input type="checkbox"/> Required <input checked="" type="checkbox"/> Optional Railroad Action Code: Date(mm/dd/yyyy): Comments on back?													