



RESOLUTION AMENDING THE SCOPE, SCHEDULE, AND BUDGET FOR
DOWNTOWN RAIL EXTENSION PROJECT PHASING AND PARTIAL 15% DESIGN
AND RELEASING \$6,210,000 IN PREVIOUSLY ALLOCATED PROP K FUNDS FOR
ACCELERATED DEVELOPMENT OF THE PROJECT

WHEREAS, In November 2019, through Resolution 20-15, the Transportation Authority Board accepted the Final Report of the Peer Review Expert Panel convened to recommend changes to the governance, oversight, management, and project delivery of the Downtown Rail Extension Project (DTX); and

WHEREAS, In April 2020, through Resolution 20-48, the Transportation Authority Board authorized the execution of a six-party Memorandum of Understanding (MOU) to implement many of the recommendations from the Expert Panel and establish a new organizational structure to support the efforts of the Transbay Joint Powers Authority (TJPA) in the development of the DTX to a ready-for-procurement status; and

WHEREAS, The MOU sets out a DTX development work program and establishes both an Integrated Program Management Team (IPMT), consisting of senior staff from all six agencies, to support delivery of the technical work program, and an Executive Steering Committee (ESC), consisting of senior executive leadership from all six agencies, to provide oversight of the work program, with the ESC reporting to the TJPA Board of Directors; and

WHEREAS, In April 2020, through Resolution 20-49, the Transportation Authority Board allocated \$11,906,558 in Prop K local transportation sales tax funds, with conditions, to the TJPA for DTX Phasing and Partial 15% Design; and

WHEREAS, The April 2020 allocation to TJPA was broken into two Notices to Proceed (NTPs), with the first NTP (NTP #1), valued at \$3,052,000, to be initiated immediately and the second NTP (NTP #2), valued at \$8,854,557, to be subject to



later action by the Transportation Authority Board to release reserved funds; and

WHEREAS, Release of \$8,854,557 in NTP #2 funds was originally to be conditioned on acceptance by the Transportation Authority Board of the Project Phasing Strategy and Interim Budget and Schedule for DTX, and the identification of a new DTX Program Director; and

WHEREAS, DTX development activities within NTP #1 are proceeding, including the Project Phasing Study, Operations Analysis Study, Preliminary Real Estate Management Plan, Configuration Management Plan, Project Re-branding Study, and other work; and

WHEREAS, In December 2020, the TJPA Board of Directors approved the DTX Comprehensive Work Plan, as prepared by the IPMT and recommended by the ESC; and

WHEREAS, The largest single source of planned funding for DTX is the New Starts program of the Federal Transit Administration (FTA), which receives funding submissions on an annual basis in August of each year; and

WHEREAS, TJPA has prepared a potential accelerated schedule for DTX that would target advancing the FTA funding submission by one year from August 2024 to August 2023; and

WHEREAS, The Transportation Authority has received a request from TJPA to amend the scope and schedule of NTP #2 to identify a distinct NTP #2A and NTP #2B, as described in Attachment 1, and to release \$6,210,000 in previously allocated NTP #2 funds to undertake the NTP #2A scope of work; and

WHEREAS, The request would provide for accelerated development of DTX, to advance project readiness, prepare for near-term funding opportunities, and enable targeting the 2023 FTA funding submission date; and

WHEREAS, The scope of NTP #2A is limited to those activities not dependent



on acceptance of the DTX Phasing Strategy; and

WHEREAS, After reviewing the request, Transportation Authority staff recommended amending the scope and schedule of NTP #2 and releasing \$6,210,000 in previously allocated funds, with conditions, as described in Attachment 1; and

WHEREAS, There are sufficient funds in the Capital Expenditures line item of the Transportation Authority's approved Fiscal Year 2020/21 budget to cover the proposed actions; now therefore, be it

RESOLVED, That the Transportation Authority hereby amends the scope, schedule, and budget for NTP #2 of the DTX Project Phasing and Partial 15% Design, as described in Attachment 1; and be it further

RESOLVED, That the Transportation Authority hereby releases \$6,210,000 in previously allocated Prop K local transportation sales tax funds, with conditions as described in Attachment 1, for accelerated project development of DTX; and be it further

RESOLVED, That release of remaining NTP #2 funds, in the amount of \$2,644,557, is subject to action by the Transportation Authority Board at a later date; and be it further

RESOLVED, That the Transportation Authority hereby authorizes the actual cash reimbursement of funds for these activities to take place subject to the Fiscal Year Cash Flow Distribution Schedule in Attachment 1; and be it further

RESOLVED, That the Capital Expenditures line item for subsequent fiscal year annual budgets shall reflect the maximum reimbursement schedule amounts adopted and the Transportation Authority does not guarantee reimbursement levels higher than those adopted; and be it further

RESOLVED, That as a condition of this authorization for expenditure, the



Executive Director shall impose such terms and conditions as are necessary for the project sponsor to comply with applicable law and adopted Transportation Authority policies and execute a Standard Grant Agreement to that effect; and be it further

RESOLVED, That as a condition of this authorization for expenditure, the project sponsor shall provide the Transportation Authority with any other information it may request regarding the use of the funds hereby authorized; and be it further

RESOLVED, That the Capital Improvement Program of the Congestion Management Program is hereby amended, as appropriate.

Attachment:

1. Amendment Request and Staff Recommendations

Attachment 1

San Francisco County Transportation Authority

Prop K Amendment Request

FY of Allocation Action:	FY2020/21
Project Name:	Downtown Extension - NTP 2 (Amendment)
Grant Recipient:	Transbay Joint Powers Authority

EXPENDITURE PLAN INFORMATION

Prop K EP categories:	Transbay Terminal / Downtown Caltrain Extension
Current Prop K Request:	\$8,854,557
Supervisory District(s):	District 06

REQUEST

Brief Project Description

Extension of Caltrain 1.3 miles from Fourth and King Streets to the new Transbay Transit Center at First and Mission Streets, with accommodations for future high-speed rail. The requested funds will support preliminary engineering work including a phasing study, industry review, project delivery and other management plans, and development of 15% design submittals for key elements of the Caltrain Downtown Extension (DTX) project.

Detailed Scope, Project Benefits and Community Outreach

See attached revised scope of work

Project Location

First & Mission Streets, San Francisco, CA

Project Phase(s)

Design Engineering (PS&E)

5YPP/STRATEGIC PLAN INFORMATION

Type of Project in the Prop K 5YPP/Prop AA Strategic Plan?	Named Project
Is requested amount greater than the amount programmed in the relevant 5YPP or Strategic Plan?	Less than or Equal to Programmed Amount
Prop K 5YPP Amount:	\$8,854,557

**DTX Detailed
Scope of Work, Schedule, and Cost:
NTP#2A and NTP #2B
March 2021 – June 2022**

Transbay Joint Powers Authority's (TJPA) staff have reviewed the project master schedule to identify tasks that could be performed immediately which would support a submission a full funding grant agreement (FFGA) application to the Federal Transportation Administration (FTA) in 2023, one year earlier than shown in the approved master schedule. In reviewing opportunities to accelerate tasks, TJPA have honored the desire of the San Francisco County Transportation Authority (SFCTA) Board to not progress work that could potentially be affected by the outcome of the Project Phasing Study. The Project Phasing Study is currently being undertaken to determine if certain elements of the DTX could be deferred to reduce upfront capital costs while still allowing rail operations to commence at the earliest possible date.

It is anticipated that the Project Phasing Study will be complete and ready for TJPA Board approval in mid-August of this year following the approval by the Executive Steering Committee (ESC), of which SFCTA Executive Director is the chair. The approval of the Project Phasing Study will allow the balance of the design work to begin. The design work – and associated funding thereof - is on the critical path for achieving a FFGA a year ahead of the approved project schedule saving the project hundreds of millions of dollars in annual escalation.

Based upon direction from SFCTA staff, the scope of services is split into multiple terms, each of which will have a separate Notice to Proceed (NTP). NTP-1 was initiated in June 2020 and is expected to be completed in August 2021. The scope of previous approved NTP-2 is proposed to be split into two terms, each with a separate NTP, NTP-2A and NTP-2B. The scope of NTP-2A is anticipated to commence in March 2021, while the scope of NTP-2B will be initiated once the scope of NTP-1, in particular the Project Phasing Study, is complete.

NTP-2A (March 2021 – December 2021)

The scope of NTP-2A includes the following deliverables: a third-party agreement plan along with preliminary negotiations with third parties, a contract packaging and project delivery report, a qualitative risk management workshop and report, a draft risk and contingency management plan, a preliminary safety hazard analysis along with associated updated ground motions, an updated project management plan and project controls plan, and an updated quality management plan. Preliminary to a draft 30% design level including utilities, geotechnical, and design and coordination with the Pennsylvania Avenue Extension (PAX) for the u-wall and tunnel stub will be conducted. The project elements will not be impacted by the outcome of the Project Phasing Study. It is anticipated that the NTP-2A scope will take approximately 9 months after NTP.

A. Program Management

\$1,300,000

Manage program scope of work and develop and implement Program Management and Program Controls. Other direct office costs. Manage staff and coordinate the following activities.

A.1 Program Management Staff

- Maintain a Project Director in accordance with the Memorandum of Understanding prepared in coordination with all stakeholders. (TJPA)
- Provide a Program Manager and Deputy Program Manager (referred to collectively herein as the “Program Manager”) with overall responsibility for managing the program scope of work and developing and implementing PMPC. The Program Manager shall provide staff planning, supervision, and support for the Program Team, including coordination among project teams. As requested by TJPA, the Program Manager shall also assist the TJPA in the acquisition of funding for the Program, various Program approvals, and other third party agreements. The Program Manager, or his or her designee, will attend the TJPA’s weekly staff meetings and other meetings as required by the TJPA. The Program Manager will provide all other related services as requested by the TJPA. The Program Manager and Deputy Program Manager are designated as key personnel positions. The Program Manager also works with the project team to ensure schedule adherence.
- Program Management staff serve as a point of technical contact in connection to the planning and Phase 2 design. Coordinate and maintain contact with key Program members, PMPC consultant team members, the Transit Center design team, outside agency representatives, and others as directed.
- Staff provide assistance for the development and management of project cost estimates and schedule.
- Staff also provides technical and project specific assistance to TJPA, including preparation of letters and presentations.

A.2 Program Management Plans.

- Preparation of a third-party agreement plan. The plan will include a matrix showing the status of all existing third-party agreements. A third-party agreement plan will be developed to address:
 - New agreements with the operators Caltrain and CHSRA regarding design oversight, passenger facility charges, and operations and maintenance
 - Coordination with utility companies and government agencies to determine the location of existing utility infrastructure, who will be responsible for relocation costs and the party that undertakes the relocation work, the phasing of the design and construction work needed; and the needed agreements with the various public agencies and utility companies
 - Whether the existing agreements with the State and various City agencies and departments for various services can be amended or whether new agreements are required
- Update a Program Management Plan (PMP) and Project Controls Plan. Management practices and procedures for the Transbay Program are documented in the Transbay Program Management Plan (PMP). The PMP was most recently updated in January 2017, reviewed and accepted by the FTA, and implemented with oversight by the Program’s PMOC. The PMP will be reviewed and updated to focus on Phase 2 and delivery of the rail program. The Project Controls Plan will describe specific processes, procedures, tools, and systems that guide and support effective project control.

Deliverables:

1. *Third-party agreement plan (TJPA with support from PMPC)*
2. *Updated Program Management Plan (PMPC)*
3. *Updated Project Controls Plan (TJPA)*

A.3 Program Meetings and Coordination. PMPC will plan and attend project meetings including bi-monthly meetings with SFCTA staff and the design team. PMPC Program

Coordination activities including organizing project meetings with outside agencies and other stakeholder coordination activities to support design and stakeholder management efforts.

Deliverables:

1. *Bi-weekly meetings/meeting minutes (PMPC, attended by Design Team)*
2. *Analyze at a preliminary level impacts to the project if a specific concern or comment from a stakeholder increases project risk, scope, cost, or duration. (Design Team with support from PMPC)*

A.4 Public Outreach. TJPA and their consultants will conduct public outreach and advocacy group outreach. (TJPA)

B. Program Implementation and Support Activities **\$1,220,000**

B.1.1 Project Implementation Plan: Delivery and Contracting Strategy.

(Task Budget \$330,000)

An in depth, detailed study to determine the most appropriate delivery option for the DTX. This study will analyze traditional methods of delivery such as Design Bid Build and Design Build as well as alternative methods such as Construction Manager at Risk, Design Build Finance, Design Build Finance Maintain, and other forms of Public Private Partnerships as appropriate. Prepare and update the Contract Packaging Strategy Report including project phasing in consultation with the design teams and contractors. Provide recommendations for optimization of program delivery as necessary.

Deliverables:

1. *Project Delivery Report*
2. *Updated Contract Packaging Report*

B.1.2 Project Implementation Plan: Work Plan Update. Update the approved work plan to incorporate the output of the project phasing and contract packaging efforts.

Deliverables: *Updated Work Plan Memorandum (PMPC)*

B.2 Issue Resolution. Track and resolve issues related to design, construction and operations with regulatory agencies and other stakeholders that have an interest or are participants in the Program. Maintain issue-action logs.

Deliverable: *On-going maintenance of issue logs. (PMPC)*

B.3 Risk Management.

- Provide Risk Manager
- Prepare a draft Risk and Contingency Management Plan in accordance with FTA guidelines. The plan will describe the quantitative risk management process, including: periodic risk management workshops and follow-up mitigations developed in conjunction with FTA and other stakeholders, risk simulation modeling, risk register, risk mitigation plans, and quarterly reporting. (TJPA)
- Organize and facilitate qualitative risk management workshop in conjunction with stakeholders. Develop and maintain Risk Register. Summarize all work in performed in risk memorandum. It is assumed that any external experts required to attend the workshop would be provided by the funding partner.

Deliverables:

1. *Draft Risk and Contingency Management Plan (TJPA)*
2. *Develop qualitative Risk Register (PMPC)*

3. *Qualitative risk memorandum (PMPC)*

- B.4 Coordination.** Provide limited utility coordination oversight to verify project teams are successful in making arrangements for timely and cost-effective relocations of existing facilities. (PMPC) Begin negotiating third party agreements as noted in the Program Master Schedule. (TJPA)

Deliverable: Initiated negotiating third party agreements. (TJPA)

C. Phase 2 Design

\$2,490,000

The PMPC Phase 2 Project Manager will be responsible for managing the project scope, schedule, budgets and contracting during the design phase. The PMPC Phase 2 Project Manager and support staff will perform the following:

- C.1 Design Criteria.** Update ground motions and prepare report. A PSHA and DSHA will be performed using the Uniform California Earthquake Rupture Forecast (UCERF3) seismic source model and the most recent NGA-West2 ground motion prediction equations (GMPEs) as implemented in the seismic hazard code HAZ45. Similar to the 2010 analysis, the scope will include developing response spectra that represent two earthquake scenarios: Ground Shaking Level 2 (GSL-2) and Ground Shaking Level 3 (GSL-3), as defined in the design criteria memorandum by Arup, dated August 25, 2009. The overall approach for conducting the study will be the same as that utilized in the 2010 analysis. Prepare updated Preliminary Safety Hazard Analysis. The Preliminary Hazard Analysis reviews the potential hazards for the project at a preliminary level. It identifies the critical hazards and associated criteria to be used as an input to the Safety and Security Management Plan and the Basis of Design Report.

Deliverables:

1. *Updated Ground Motions Report (PMPC)*
2. *Updated Preliminary Safety Hazard Analysis (PMPC)*

- C.2 Engineering Contract Management.** Assist in finalizing the scope, deliverables, schedule and budget for Engineering Contract. (PMPC)

- C.3 Project Management.** Provide project management oversight of the design team. (PMPC)

- C.4 Design Submittal Reviews.** Perform independent reviews of design submittal packages to verify that design intent is properly implemented, project scope is accurately represented in various contracts and QC/QA plans are effective.

Deliverable: Comments on design submittals, as needed. (PMPC)

- C.5 Design Work.** Perform design work for limited Phase 2 elements as described below:

- **Track:** Develop staging plans for cut-over of tunnel stub to a future rail connecting tunnel. Prepare draft submittal for inclusion in u-wall and tunnel stub deliverable. Exclusion: Incorporate Caltrain North Terminal design.
- **Geotechnical:** Conceptual evaluation of 655 Fourth Street impact. All field efforts (including tunnel stub explorations) and 80% of needed lab testing. Monitor groundwater in the existing and new wells for 6 months. Update Geotechnical Data Report (GDR) to include the new explorations and lab testing. Provide update parameters for the soil and rock units as given in the original Geotechnical Interpretive Reports (GIR) in a technical memorandum.

(No other evaluations and updates to the GIR to be performed.) Reapply permitting, signages, and re-start investigation program for additional tunnel stub explorations which were approved in 2018. Prepare draft submittals. Exclusion: Does not include preparation of GBR.

- **U-wall and Tunnel Stub:** Prepare technical memorandum and drawings for permanent structure and shoring to incorporate new track alignment (not to preclude future undergrounding of surface yard tracks by others) and tunnel stub transition. Perform impact analysis for U-Wall/Tunnel Stub adjacent to I-280 6th Street off-ramp foundations. Preparation of a draft submittal.
- **Utilities:** Support advanced utility relocation package scoping by PMPC. Update technical memorandum and 1"=20' PE relocation plans to extend to Townsend Street, Seventh Street and at-grade crossings, including identification of temporary relocations. Technical support of TJPA coordination with City and utilities by discipline lead. Assist in coordination with utility providers as part of the Accela Notice of Intent process. Update existing utility CAD linework based on utility coordination. Coordination for potholing process. Utility potholing to confirm locations/depths/ sizes of utilities. Preparation of draft submittal. Assumptions: Utility companies and agencies will participate in the Accela Notice of Intent process at their own expense.

Deliverables:

1. Draft Update to GDR and Limited Updates to GIR (Design Team)
2. Draft U-wall and Tunnel Stub Technical Memorandum and drawings (Design Team)
3. Draft Potholing Memorandum and Utility Drawings (Design Team)

D. Program/Project Controls

\$290,000

PMPC Program/Project Controls Manager will develop and implement program/project controls. The PMPC Program Controls Manager and support staff will work with the Project Managers in accomplishing the following scope of work.

- D.1 Program Budget.** Update and maintain a Baseline Budget for the Program based on the results of the phasing study in accordance with the updated Work Breakdown Structure. Incorporate construction budgets using cost estimates developed by design teams. Estimate other soft costs for each line item. Conduct market and escalation studies to forecast potential cost increases and market pressures over the life of the Program. Work with Risk Manager to develop contingency budgets at the project and Program level that are consistent with the risks associated with each Program element. Monitor, update and manage the budget over the course of the Program. (PMPC)
- D.2 Program Master Schedule.** Develop and maintain Program master schedule based on the WBS and the Project Delivery and Procurement Plan. Update the Program master schedule monthly, to include current information regarding project and contract progress. Prepare an updated baseline schedule at the conclusion of the NTP-2A.
Deliverables: Quarterly Program Master Schedule update including update to Program Baseline Schedule at conclusion of NTP-2A. (PMPC)
- D.3 Cash Flow Planning.** Working with the Authority's Program Grant Administration, Budgeting, Financial Management and Cost Control consultant, analyze, prepare and maintain current and projected cash flow requirements for the Program. Provide limited support for funding plan development by others. (PMPC)

- D.4 Status Reporting.** Prepare quarterly reports of Program status.
Deliverables: Quarterly Program Status Reports to the Authority Board, Stakeholders and Funding Agencies. (PMPC)
- D.5 Work Breakdown Structure.** Update and maintain a work breakdown structure (WBS) as needed for the implementation of the Program that will be used for organizing and reporting on cost, schedule and scope. (PMPC)
- D.6 Invoicing and Subconsultant Contract Management.** Draft and receipt of appropriate approvals of subconsultant agreements, amendments and work authorizations in accordance with company and contractual guidelines. Coordination with TJPA staff on approvals of subconsultants scopes of work and authorizations including management of billing rates, overhead, coding of invoices and eligibility of charges. Work with TJPA staff on invoicing issues. (PMPC)

E. Quality Control/Quality Assurance (QC/QA) \$160,000

- E.1 QA Oversight.** Provide oversight of design activities relative to implementation of the adopted QC/QA program. Identify areas needing improvement, recommend corrective action plans and provide oversight to confirm compliance.
Deliverables: Quarterly audit reports. (TJPA with support from PMPC)
- E.2 Quality Management Plan.** Prepare updated Quality Management Plan. The TJPA has an established quality policy and quality management system (QMS) that are based on the FTA’s Quality Management System Guidelines. Under the Program QMS, each organization providing management, design, construction, consulting, or other services to the Program was required to develop, adopt, and implement a quality plan appropriate to the service being provided that defined the administrative and control measures to achieve the quality requirements of the QMS. The Program QMS will be reviewed for compliance with the FTA’s most current guidelines, and updated accordingly for Phase 2.
Deliverable: Updated Quality Management Plan. (TJPA)

F. Document Management and Administrative Support \$710,000

- F.1 Administrative Support.** Administrative support will include, but not be limited to, documentation of meetings, report writing, and preparation of correspondence. Edits and produces technical documents and presentations issued by the PMPC team for the Transbay Program. This includes, but is not limited to: status reporting, Board reports and presentations, program plans and procedures, and letters and reports. Ensures that all documents reflect standard practices for good technical writing, are complete and accurate, and adhere overall to the Program’s quality standards. Administrative staff are also responsible for day-to-day operations of the Program office operations and for management of office resources such as scheduling conference rooms. (PMPC). Provide administrative support for the Executive Steering Committee. (PMPC)
- F.2 Document Control.** Maintain document control to serve as the official records management function for the Program and be the source for all official documentation and provide storage for all Program records and files. Perform day-to-day handling of all documents provided to Document Control for coding, reproduction, distribution, file

sharing, storage and document searches and retrieval, and trouble-shooting office equipment such as printers and copiers. Provide quality assurance audits by checking documents for completeness. Provide the Program Information and Support Services as program software administrator responsible for creating and monitoring user accounts, profiles, permission levels, and training and assisting system users by trouble-shooting problems. Develop and updates databases used mostly by Document Control (e.g., software Interface, Protected Information List, Nondisclosure Agreements List, Annual Office Inventory, Reprographic Services, Messenger Services, and Agreements Lists). Implements the Program's compliance to its Protected Information Procedure by maintaining the Protected Information List and List of Approved Nondisclosure Agreement Holders while adhering to proper document handling protocol particularly involving the disseminating and securing of such documents. (PMPC)

F.3 Presentation Support. Provide data, graphics and other materials as required for internal, external and public presentation. Develop maps, diagrams, infographics and general graphics for the program including those needed for funding applications. Assist with all property issues including reviews of plats and legals, and existing and future use planning. (PMPC)

G. Management Information Systems (MIS) Support \$40,000

G.1 Program Software. Maintain the software to facilitate team communication and manage storage of Program documents. (PMPC)

NTP-2B (August 2021 – June 2022)

The remaining balance of the allocated SFCTA NTP-2 will be on reserve until released following: (1) Executive Steering Committee and subsequent TJPA Board acceptance of the Project Phasing Strategy and Interim Budget and Schedule for DTX, and (2) the identification of a new Program Director in accordance with the 6-party Memorandum of Understanding. Generally, this funding would fund scope associated with updating the tunnel design to be in line with the Tunnel Options Study, associated trackwork plans, ventilation studies and structure design, and fire life safety modeling. Additionally, conceptual design and technical memoranda would be prepared associated with the mined undercrossing of Howard Street. Limited management and progress reporting associated the above scope will also be provided. NTP-2B is anticipated to take approximately 10 months.

A. Program Management \$171,000

Limited management of program scope of work and develop and implementation Program Management and Program Controls. Other direct office costs. Manage staff and coordinate the following activities.

A.1 Program Management Staff

- Provide limited hours for a Program Manager and Deputy Program Manager (referred to collectively herein as the “Program Manager”) with overall responsibility for managing the program scope of work and developing and implementing PMPC. The Program Manager shall provide staff planning, supervision, and support for the Program Team, including coordination among project teams. The Program Manager, or his or her designee, will attend the TJPA’s weekly staff meetings and other meetings as required by the TJPA. The

- Program Manager and Deputy Program Manager are designated as key personnel positions. The Program Manager also works with the project team to ensure schedule adherence.
- Program Management staff serve as a point of technical contact in connection to the planning and Phase 2 design. Coordinate and maintain contact with key Program members, PMPC consultant team members, the Transit Center design team, outside agency representatives, and others as directed.

B. Program Implementation and Support Activities \$275,000

B.2 Issue Resolution. Track and resolve issues related to design, construction and operations with regulatory agencies and other stakeholders that have an interest or are participants in the Program. Maintain issue-action logs.

Deliverable: On-going maintenance of issue logs. (PMPC)

C. Phase 2 Design \$2,082,557

The PMPC Phase 2 Project Manager will be responsible for managing the project scope as described below in C.5, schedule, budgets and contracting during the design phase. The PMPC Phase 2 Project Manager and support staff will perform the following:

C.2 Engineering Contract Management. Assist in finalizing the scope, deliverables, schedule and budget for Engineering Contract. (PMPC)

C.3 Project Management. Provide project management oversight of the design team for scope described below in C.5. (PMPC)

C.4 Design Submittal Reviews. Perform independent reviews of design submittal packages as described below in C.5 to verify that design intent is properly implemented, project scope is accurately represented in various contracts and QC/QA plans are effective.

Deliverable: Comments on design submittals, as needed. (PMPC)

C.5 Design Work. Perform design work for limited Phase 2 elements as described below:

- **Track:** Revise precise 1"=40' PE track plan and profiles to include adjustments at Fourth and Townsend Street Station and lower profile for TBM+SEM. Verification of special trackwork elements and identification of long-lead specialty items. Revised at-grade interlocking design concept along Seventh Street, including MOW tracks, turnback tracks and provisions for at-grade crossings. Continue to coordinate with Transit Center Phase 2 planning. Update track alignment and profile design calculations. Prepare technical memorandum documenting assumptions, outstanding issues and variances. Prepare draft submittal. Exclusion: Incorporate Caltrain North Terminal design.
- **Fire/Life/Safety (FLS):** Update design plans for 2nd and Harrison emergency vent/exit building. Develop mechanical design for 3rd and Townsend emergency ventilation. Develop design for Fourth and Townsend Street Station emergency ventilation. Perform CFD station fire/life/safety modeling. Perform SES FLS modeling for DTX tunnel. Perform pedestrian flow/exit analysis for underground station. Update tunnel exiting technical memorandum (SES & CFD report). Prepare draft submittal. Assumption: Update for TBM+SEM and deeper tunnel profile.

- **Tunnel:** Replace and extend with TBM+SEM method proposed in Tunnel Options Study including mining under 235 Second Street (and associated underpinning, as necessary) and mining under Howard Street. Assumes no code updates or review comments for previously accepted memos, calculations or drawings. Preparation of a draft submittal. Design temporary shafts, as needed. Continue technical support of TJPA coordination with adjacent properties related to the staging locations by discipline lead.

Deliverables:

1. *Trackwork Technical Memorandum and draft updated trackwork drawings (Design Team)*
2. *FLS Modeling Technical Memorandum and draft updated submittal (Design Team)*
3. *Draft Tunnel Drawings for TBM+SEM method (Design Team)*
4. *Draft Underpinning Drawings for 235 Second Street (as necessary) (Design Team)*
5. *Draft Temporary Shaft Drawings (as necessary) (Design Team)*

D. Program/Project Controls \$16,000

The PMPC Program Controls Manager and support staff will work with the Project Managers in accomplishing the following scope of work.

D.6 Invoicing and Subconsultant Contract Management. Draft and receipt of appropriate approvals of subconsultant agreements, amendments and work authorizations in accordance with company and contractual guidelines. Coordination with TJPA staff on approvals of subconsultants scopes of work and authorizations including management of billing rates, overhead, coding of invoices and eligibility of charges. Work with TJPA staff on invoicing issues. (PMPC)

F. Document Management and Administrative Support \$100,000

F.1 Administrative Support. Provide limited administrative support which will include: documentation of meetings, report writing, and preparation of correspondence. Edits and produces technical documents and presentations issued by the PMPC team for the Transbay Program. This includes, but is not limited to: status reporting, Board reports and presentations, program plans and procedures, and letters and reports. Ensures that all documents reflect standard practices for good technical writing, are complete and accurate, and adhere overall to the Program’s quality standards. Administrative staff are also responsible for day-to-day operations of the Program office operations and for management of office resources such as scheduling conference rooms. (PMPC).

F.2 Document Control. Provide limited document control support to serve as the official records management function for the Program and be the source for all official documentation and provide storage for all Program records and files. Perform day-to-day handling of all documents provided to Document Control for coding, reproduction, distribution, file sharing, storage and document searches and retrieval, and troubleshooting office equipment such as printers and copiers. Provide quality assurance audits by checking documents for completeness. Provide the Program Information and Support Services as program software administrator responsible for creating and monitoring user accounts, profiles, permission levels, and training and assisting system users by troubleshooting problems. Develop and updates databases used mostly by Document Control (e.g., software Interface, Protected Information List, Nondisclosure Agreements List,

Annual Office Inventory, Reprographic Services, Messenger Services, and Agreements Lists). Implements the Program's compliance to its Protected Information Procedure by maintaining the Protected Information List and List of Approved Nondisclosure Agreement Holders while adhering to proper document handling protocol particularly involving the disseminating and securing of such documents. (PMPC)

- F.3 Presentation Support.** Provide limited support for data, graphics and other materials as required for internal, external and public presentation. Develop maps, diagrams, infographics and general graphics for the program including those needed for funding applications. (PMPC)

EXCLUSIONS:

The scope identified in this document as NTP-1, NTP-2A, and NTP-2B does not include many of the documents and design required by the Federal Transportation Administration's New Starts Program to gain entry into the Engineering phase as noted below.

TJPA/PMPC. The required documents will need to be prepared by PMPC during the Project Development phase and include, but are not limited to: updated project management procedures, updated design criteria (including those for threat and vulnerability), project construction and procurement plan, safety and security management plan, negotiated third party agreements (preparation of the plan to develop these agreements is included along with preliminary negotiations), and a value engineering report.

Design Team. Other documentation needed to gain entry into the Engineering phase of the New Starts Program will need to be prepared by the design team including, but not limited to: final submittals of design documents (this proposed scope only includes draft submittals of limited scope), a geotechnical baseline report (also needed to include in procurement documents), further design work to advance certain elements beyond the 15% design level, a fully updated cost estimate for all design elements, and bid documents including specifications.

Other Exclusions. Additionally, this scope does not include any work by PMPC or the design team on advance construction packages such as utility relocation or building demolition. This scope also does not include PMPC or design team work on any bidding documents for the construction of Phase 2. Also, while general coordination with other projects and studies is included, no design engineering or expert panelist involvement related to other projects and studies is included in this scope. Financial planning including O&M and governance reviews are not included in this body of work. The scope also does not include any right-of-way acquisition or funds to pay for TJPA staff, financial consultants, re-branding/public outreach consultants, or legal consultants.

San Francisco County Transportation Authority Prop K Amendment Request

FY of Allocation Action:	FY2020/21
Project Name:	Downtown Extension - NTP 2 (Amendment)
Grant Recipient:	Transbay Joint Powers Authority

ENVIRONMENTAL CLEARANCE

Environmental Type:	EIR/EIS
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PROJECT DELIVERY MILESTONES

Phase	Start		End	
	Quarter	Calendar Year	Quarter	Calendar Year
Planning/Conceptual Engineering (PLAN)		1995	2001	
Environmental Studies (PA&ED)		2001	Oct-Nov-Dec	2018
Right of Way	Jul-Aug-Sep	2004	Oct-Nov-Dec	2022
Design Engineering (PS&E)	Jan-Feb-Mar	2005	Jul-Aug-Sep	2023
Advertise Construction	Apr-May-Jun	2023		
Start Construction (e.g. Award Contract)	Oct-Nov-Dec	2023		
Operations (OP)				
Open for Use			Oct-Nov-Dec	2032
Project Completion (means last eligible expenditure)			Oct-Nov-Dec	2032

SCHEDULE DETAILS

The construction phase start dates above refer to initiation of the Advance Utility Works contract package.

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FUNDING PLAN - FOR CURRENT REQUEST

Fund Source	Planned	Programmed	Allocated	Project Total
PROP K: Transbay Terminal / Downtown Caltrain Extension	\$0	\$0	\$8,854,557	\$8,854,557
Phases in Current Request Total:	\$0	\$0	\$8,854,557	\$8,854,557

FUNDING PLAN - ENTIRE PROJECT (ALL PHASES)

Fund Source	Planned	Programmed	Allocated	Project Total
PROP K	\$0	\$0	\$8,854,557	\$8,854,557
DETAILS IN ATTACHED FUNDING PLAN	\$305,900,000	\$0	\$42,099,423	\$3,926,177,193
Funding Plan for Entire Project Total:	\$305,900,000	\$0	\$50,953,980	\$3,935,031,750

COST SUMMARY

Phase	Total Cost	Source of Cost Estimate
Planning/Conceptual Engineering (PLAN)	\$0	
Environmental Studies (PA&ED)	\$42,099,423	Previous allocation request
Right of Way	\$305,900,000	July 2018 TJPA Board presentation plus 15% Program Reserve
Design Engineering (PS&E)	\$132,363,400	July 2018 TJPA Board presentation plus 15% Program Reserve
Construction (CON)	\$3,454,668,927	July 2018 TJPA Board presentation plus 15% Program Reserve
Operations (OP)	\$0	
Total:	\$3,935,031,750	

% Complete of Design:	N/A
As of Date:	N/A
Expected Useful Life:	N/A

Summary of Scope of Work and Cash Flow: NTP# 2A & NTP#2B

Task	TJPA, PMPC, and GEC Team Scope Category	NTP#2A Scope	March 2021 - December 2021		NTP#2B Scope	August 2021 - June 2022	
			NTP#2A Budget	NTP#2A Cash Flow		NTP#2B Budget	NTP#2B Cash Flow
				FY20-21		FY21-22	
A	Program Management	Prepare a Program Management Plan. Update Project Controls Plan. Provide a Program Manager and Deputy Program Manager for 9 months. Provide a Project Director for 9 months. Conduct public outreach.	\$ 1,300,000	\$ 694,000	\$ 606,000	\$ 171,000	\$ 171,000
B	B.1.1. Project Implementation Plan: Delivery and Contracting Strategy	Prepare agency project delivery questionnaire, project delivery report, and updated contract packaging strategy.	\$ 330,000	\$ 165,000	\$ 165,000	\$ -	\$ -
B	Other Program Implementation and Support Activities	Conduct a qualitative risk management workshop and prepare associated memorandum and updated risk register summarizing results. Update work plan. Prepare draft Risk and Contingency Management Plan. Prepare a third-party agreement plan. Begin negotiations of third party agreements. Track and resolve issues related to design, construction and operations with regulatory agencies and other stakeholders. Provide coordination with utility operators to facilitate utility design work.	\$ 890,000	\$ 567,000	\$ 323,000	\$ 275,000	\$ 275,000
C	Design Management and Design	Prepare updated ground motions and associated report, prepare a Preliminary Safety Hazard Analysis. Prepare draft technical memoranda and drawings for the u-wall/tunnel stub and utilities. Perform utility potholing and limited geotechnical field explorations. Update the Geotechnical Data Report and Geotechnical Interpretive Report. Perform ground water monitoring. On-board and manage new GEC team including contract management and design submittal reviews for utilities, geotechnical, and u-wall/tunnel stub work. Technical staff support of qualitative risk management exercise and project delivery report.	\$ 2,490,000	\$ 1,794,000	\$ 696,000	\$ 2,082,557	\$ 2,082,557
D	Project Controls	Maintain project budget and work breakdown structure. Support TJPA cash flow planning. Quarterly master schedule updates and Quarterly Program Status Reports for 9 months. Invoicing and subconsultant contract management for 9 months.	\$ 290,000	\$ 129,000	\$ 161,000	\$ 16,000	\$ 16,000
E	Quality Control/Quality Assurance	Update Quality Management Plan. Prepare quarterly audit reports for 9 months.	\$ 160,000	\$ 72,000	\$ 88,000	\$ -	\$ -
F	Document Control/Administrative	Administrative support and ESC support for 9 months including documentation of meetings, report writing, and preparation of correspondence. Technical editing, document control, and graphics support for internal and external presentations and reports for 9 months.	\$ 710,000	\$ 317,000	\$ 393,000	\$ 100,000	\$ 100,000
G	Program Software	Partial funding for Program Management Software	\$ 40,000	\$ 40,000	\$ -	\$ -	\$ -
TOTAL			\$ 6,210,000	\$ 3,778,000	\$ 2,432,000	\$ 2,644,557	\$ 2,644,557

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SFCTA RECOMMENDATION

Resolution Number:	2020-049	Resolution Date:	04/28/2020
Total Prop K Requested:	\$8,854,557	Total Prop AA Requested:	\$0
Total Prop K Recommended:	\$0	Total Prop AA Recommended:	\$0

SGA Project Number:		Name:	Downtown Extension - NTP #2A
Sponsor:	Transbay Joint Powers Authority	Expiration Date:	06/30/2022
Phase:	Design Engineering	Fundshare:	

Cash Flow Distribution Schedule by Fiscal Year

Fund Source	FY 2020/21	FY 2021/22	FY 2022/23	FY 2023/24	FY 2024/25	Total
	\$3,778,000	\$2,432,000	\$0	\$0	\$0	\$6,210,000

Deliverables

- Monthly progress reports shall be submitted through the Transportation Authority's grants portal. Monthly progress reports shall include % completion, work performed in the prior month, Quarterly Program Master Schedule update, and any issues that may impact schedule, in addition to all other requirements described in the Standard Grant Agreement.
- On completion of Task B.3 (estimated by June 2021) provide: Qualitative Risk Register and Qualitative Risk Memorandum.
- On completion of Task B.1.1 (estimated by December 2021) provide: Project Delivery Report; and Updated Contract Packaging Report.

Special Conditions

- Budgeted funds in the amount of \$330,000 for Task B.1.1 (Project Implementation Plan: Delivery and Contracting Strategy) are conditioned on pending staff-level agreement between TJPA and SFCTA regarding: the detailed scope of work for Task B.1.1 and TJPA-SFCTA co-management procedures for Task B.1.1. To the extent TJPA incurs expenses for Task B.1.1 before this agreement (anticipated by March 31, 2021), such expenses shall not be eligible for reimbursement by SFCTA.
- Allocation is conditioned upon continued compliance with the attached Oversight Protocol.
- Progress reports may be calendared on a regular or as-needed basis on the Transportation Authority Board and/or CAC meeting agendas, at the discretion of the Board Chair and Executive Director. Project updates may be consent items or discussion items with presentation by SFCTA staff. In either case TJPA staff shall be in attendance to present or answer questions from Board and CAC members, if requested.
- Any procurements funded wholly or partially by this Prop K grant shall be consistent with the City and County of San Francisco's Local Business Enterprise Program, local hire policies, and Ordinances 12.X and 12.X.2 to the extent allowable by the various revenue sources that are used to fund the approved scope of work.

SGA Project Number:		Name:	Downtown Extension - NTP #2B
Sponsor:	Transbay Joint Powers Authority	Expiration Date:	12/31/2022
Phase:	Design Engineering	Fundshare:	

Cash Flow Distribution Schedule by Fiscal Year

Fund Source	FY 2020/21	FY 2021/22	FY 2022/23	FY 2023/24	FY 2024/25	Total
	\$0	\$2,644,557	\$0	\$0	\$0	\$2,644,557

Deliverables

1. On completion of Task C (estimated by June 2022), provide technical memoranda and drawings for the design work undertaken through Task C.

Special Conditions

1. NTP #2B funds (\$2,644,557) are placed on reserve to be released by the Transportation Authority Board following: (1) Demonstrated progress in meeting FTA's requirements for securing funding commitments to undertake the FTA-defined Project Development phase of work (expected by August 2021); (2) Transportation Authority Board acceptance of the Project Phasing Strategy and Interim Budget and Schedule for Phase 2 (see Deliverables #2 and #3, respectively for NTP #1); and (3) the identification of a new Program Director in accordance with the 6-party MOU.

2. See Special Condition 1 for NTP #2A (SGA 105-914037).

3. See Special Condition 2 for NTP #2A (SGA 105-914037).

4. See Special Condition 3 for NTP #2A (SGA 105-914037).

Metric	Prop K	Prop AA
Actual Leveraging - Current Request	0.0%	No Prop AA
Actual Leveraging - This Project	99.77%	No Prop AA

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EXPENDITURE PLAN INFORMATION

Current Prop K Request:	\$8,854,557
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1) The requested sales tax and/or vehicle registration fee revenues will be used to supplement and under no circumstance replace existing local revenues used for transportation purposes.

Initials of sponsor staff member verifying the above statement

CONTACT INFORMATION

	Project Manager	Grants Manager
Name:	Skip Sowko	Mary Pryor
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**SFCTA OVERSIGHT PROTOCOL FOR
THE TRANSBAY TRANSIT CENTER AND CALTRAIN DOWNTOWN EXTENSION**

This oversight protocol sets the framework for a partnership between the Transbay Joint Powers Authority (TJPA) and the San Francisco County Transportation Authority (SFCTA) for the purpose of achieving the shared goal of on time and on budget delivery of a quality project for both the Transbay Transit Center (TTC) and the Caltrain Downtown Extension (DTX). The intent is to integrate the SFCTA Project Management Oversight representative (SFCTA PMO) into the TJPA Project Management Team's (TPMT) processes and protocols to serve as a resource to the team in addition to performing a traditional oversight role. In order to add value to this partnership, the SFCTA agrees that its PMO will have the appropriate technical, project management skills, and background to perform its duties. All SFCTA costs related to the PMO services will be borne by the SFCTA.

1. The TJPA Project Management Team (TPMT) will have an open door policy and work closely with the SFCTA PMO, who will have access to project Section Managers and available information through TJPA staff. The SFCTA understands that some information will be confidential and commits to honor that confidentiality by not sharing or divulging any information so defined.
2. The SFCTA PMO will attend all appropriate progress meetings with the TPMT, to stay abreast of all project activities and when warranted, may also attend, as observer, partnering sessions and progress meetings with the contractor. The TPMT will provide a list of current and anticipated regularly scheduled meetings, and the SFCTA PMO and TPMT will jointly determine the meetings that would be most useful.
3. Subject to FTA and FRA concurrence, the SFCTA PMO will also attend meetings with the FTA and FRA and its PMOCs.
4. The TPMT will make available to the SFCTA PMO all project deliverables, reports, plans, procedures, and progress and cost reports for review and comment, which will be performed within the stipulated review period and submitted to the TPMT for consideration. Should the SFCTA PMO not provide comments by the due date, the TPMT may assume that they are not forthcoming.
5. The SFCTA PMO will review progress and cost reports and provide comments.
6. The SFCTA PMO will participate as an observer in consultant selection panels and proposal/bid reviews.
7. The SFCTA PMO will monitor quality through regular discussions with the TPMT and the TJPA Quality Assurance Manager.
8. The SFCTA PMO will be a member of the Risk Management team and participate in all Risk Management meetings and receive copies of the original risk register, its monthly updates, and reports.
9. For the DTX, the TPMT will institute a Configuration Management Board (CMB), with the SFCTA PMO as voting member, to review all proposed changes, regardless of whether they are owner, designer, or contractor originated, to determine merit, agree on quantum, and ultimately authorize all changes for the project. The SFCTA agrees that its PMO will have the appropriate technical and Project Management background and will not have veto power. Recognizing that the TTC construction is well underway, and in lieu of establishing a new body for the TTC, voting participation by the SFCTA PMO in the existing change order review group will fulfil this requirement.
10. The SFCTA PMO will provide support to the TPMT on funding and financing issues, including proactively identifying grants and other funding opportunities.
11. The SFCTA PMO will review and approve project invoices submitted to the SFCTA and assure that they are processed in a timely manner.
12. The SFCTA PMO will assist the TPMT with development of grant amendments and funding requests which are submitted to the SFCTA for approval



Memorandum

AGENDA ITEM 10

DATE: March 2, 2021

TO: Transportation Authority Board

FROM: Eric Cordoba - Deputy Director for Capital Projects and
Anna LaForte - Deputy Director for Policy and Programming

SUBJECT: 03/09/21 Board Meeting: Amend the Downtown Rail Extension - Phasing and Partial 15% Design Project Scope, Schedule, and Budget and Release \$6,210,000 in Previously Allocated Prop K Sales Tax Funds, with Conditions, for Accelerated Project Development

<p>RECOMMENDATION <input type="checkbox"/> Information <input checked="" type="checkbox"/> Action</p> <ul style="list-style-type: none"> • Amend the Downtown Rail Extension (DTX) - Phasing and Partial 15% Design Project scope, schedule, and budget • Release \$6,210,000 in previously allocated Prop K funds, with conditions, for accelerated project development <p>SUMMARY In April 2020 through Resolution 20-49, the Transportation Authority allocated \$11,906,558 in Prop K funds to the Transbay Joint Powers Authority (TJPA) for DTX project development, with \$8,854,577 placed on reserve to be released upon Board acceptance of the Project Phasing Strategy and identification of a new Program Director. The TJPA has prepared, for consideration, an accelerated schedule for project development, that would target an earlier funding submittal to the Federal Transit Administration (FTA) New Starts Program in 2023 instead of 2024. The TJPA requests the release of \$6,210,000 of the Prop K funds on reserve to partially fund the work required to meet this accelerated schedule and to improve the sequencing of the DTX work program to more quickly advance project readiness, positioning the project for potential near-term funding opportunities. The released funds would support project development activity not directly dependent on the Phasing Strategy. The remaining \$2,644,577 would stay on reserve subject to future release by the Board. DTX will require an additional \$25-30 million to complete the FTA-defined Project Development phase, which needs to be secured by Fall 2021. Attachment 1 provides the Amendment Request, including the updated scope of work for the requested funds and the funds to remain on reserve, and the staff recommendations, including special conditions.</p>	<ul style="list-style-type: none"> <input type="checkbox"/> Fund Allocation <input type="checkbox"/> Fund Programming <input type="checkbox"/> Policy/Legislation <input type="checkbox"/> Plan/Study <input type="checkbox"/> Capital Project Oversight/Delivery <input type="checkbox"/> Budget/Finance <input type="checkbox"/> Contract/Agreement <input checked="" type="checkbox"/> Other: <u>Grant amendment and release of reserved funds</u>
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BACKGROUND

The DTX is a linchpin transportation project for San Francisco, the Northern California mega-region, and the state. DTX will unlock transit connectivity to the region's jobs centers in Downtown San Francisco, the Peninsula, and Silicon Valley, and the project is planned for compatibility with future rail expansion across the Bay. The DTX is a longstanding regional priority for transit expansion, reconfirmed through the current Plan Bay Area process.

The DTX consists of the construction of an approximately two-mile rail extension from Caltrain's current terminus at Fourth and King streets to the new Salesforce Transit Center. The DTX will fully realize investments in the Transit Center, including the underground train station box. The DTX will bring Caltrain from its current north terminal at Fourth and King streets into the heart of downtown San Francisco, and the project will serve as a critical element of the first phase of the California High Speed Rail Project, linking the Bay Area to the Central Valley and Southern California. The previous capital cost estimate for the DTX, prepared in 2016, was \$3.9 billion, assuming project completion in 2028. The current timeline for project delivery assumes completion in the early 2030s.

The DTX is led by the TJPA. On April 28, 2020, the Transportation Authority Board approved a MOU between the major DTX stakeholders: TJPA, Metropolitan Transportation Commission (MTC), Peninsula Corridor Joint Powers Board (Caltrain), California High Speed Rail Authority (CHSRA), City and County of San Francisco (CCSF), and the Transportation Authority. Under the MOU, these six agencies have agreed to jointly undertake a multi-year effort to develop the DTX to ready-for-procurement status. The MOU codified agreement to pursue most of the recommendations resulting from the 2019 Expert Panel review of current and best practices for governance, oversight, management, funding, and project delivery for the DTX. The MOU also established a new organizational structure to support the efforts of the TJPA in the development of the DTX. Specifically, DTX development efforts are guided by an Executive Steering Committee (ESC) composed of senior executives of the MOU agencies, supported by an Integrated Program Management Team (IPMT) of senior management from the agencies.

On April 28, 2020, the Transportation Authority Board allocated \$11,906,558 in Prop K funds to the TJPA to undertake project development work for DTX. The project identified a specific scope of work, broken into two Notices-to-Proceed (NTPs). The first NTP (NTP #1), with a budget of \$3,052,001, is underway and is focused on completion of a Phasing Study, which will identify an initial operating phase for DTX. NTP #1 also includes development of a Comprehensive Work Plan, Preliminary Real Estate Management Plan, Configuration Management Plan, and initial contractor outreach. The second NTP of the TJPA work (NTP #2), with a budget of \$8,854,557, included design development, cost estimation, and risk assessment for the project, including furthering the design of the DTX tunnel and the 4th and Townsend Station.

The \$8.85 million in NTP #2 funds were placed on reserve, subject to release by the Transportation Authority Board. This Board action was to be conditioned on the following: (1) Transportation Authority Board acceptance of the Project Phasing Strategy and Interim



Budget and Schedule for DTX; and (2) the identification of a new DTX Program Director in accordance with the six-party MOU.

DISCUSSION

Progress Update. Since the allocation of funds, the multi-agency team has been progressing the DTX work program. The Phasing Study is underway, and multiple concepts have been proposed for consideration. These concepts include deferral or phased build-out of certain project elements, to reduce the cost of the first phase of the DTX. Work is also underway on the related Operations Analysis Study, which will identify the infrastructure required for a range of service levels. In addition, TJPA is advancing the Preliminary Real Estate Management Plan, Configuration Management Plan, risk management, and a project re-branding effort.

The IPMT and ESC prepared the DTX Comprehensive Work Plan and Program Master Schedule, which the TJPA Board approved in December 2020. The Program Master Schedule shows the DTX submitting a funding application to the FTA in August 2024. FTA receives applications to the New Starts capital investment grant program once per year in August. Some members of the ESC, including our Executive Director who serves as ESC Chair, expressed interest in targeting an advancement by one year of the DTX funding submission to August 2023. Other ESC members cautioned that this may be challenging given the need to assess other regional priorities, gather necessary local funds, and consider the effects of the pandemic. As a result, the DTX Work Plan recommended by the ESC and approved by the TJPA Board sets the FTA funding request in 2024, with a note that the ESC would further explore ways to advance this schedule to 2023.

Since the approval of the DTX Work Plan, TJPA staff have prepared an accelerated schedule for consideration that would provide the potential to advance the FTA submission to 2023.

Recommended Release of Portion of NTP #2 Funds. Delivery of the accelerated schedule will require initiating certain activities planned to occur within NTP #2 prior to completion and acceptance of the DTX Phasing Strategy. TJPA staff have worked with Transportation Authority staff to identify the scope and budget of additional project development activities that would be suitable for initiation prior to completion of the Phasing Strategy. This work includes: design development for foundational infrastructure, such as utilities; geotechnical field investigations and seismic studies; advancing the project delivery strategy; and preparation of various management and controls plans, as required by FTA, to demonstrate project readiness. The IPMT is supportive of moving forward with these activities in the immediate term.

Our recommendation is to split NTP #2 into two sub-phases, as follows:

- a) *NTP #2A*, to be released immediately with a budget of \$6,210,000, to advance certain project development activities not conditioned on completion and acceptance of the DTX Phasing Strategy, with this work to be delivered concurrently to completion of NTP #1; and
- b) *NTP #2B*, with a remaining budget of \$2,644,557, for project development activity to be initiated following completion of the Phasing Study.



The partial release of NTP #2 funds requires an amendment to the scope of work for the allocation. Updated scopes of work for NTP #2A and NTP #2B are provided in Attachment 1 to this memorandum. The scope and budget of NTP #1 is unchanged.

The scope of NTP #2A reflects a combination of work originally planned for NTP #2 and work originally planned to follow NTP #2 activity, but now recommended for initiation based on the more detailed Work Plan and accelerated schedule. Accommodation of these scope changes within the original budget limit of the \$11.9 million allocation will result in the deferral of certain less-urgent NTP #2 activities to a later package of project development activity.

Rationale. The phased release of NTP #2 funds is supportive of multiple objectives, including:

- *Rationalize delivery of the technical work program over the next approximately 12 months.* By advancing certain development activities, NTP #2A will reduce the bottleneck of project work originally planned to occur following the phasing decision. This will utilize mobilized resources more evenly and better sequence the detailed set of work activities identified in the recently-approved Comprehensive Work Plan.
- *Support project readiness for near-term funding opportunities.* There is potential for federal investment in the coming months in infrastructure projects. NTP #2A work, including utility design and management planning, will increase the readiness of the project to pursue these opportunities, including for potential early or advance construction packages, as well as for subsequent phases of project development and design.
- *Provide the ability to target a 2023 funding submittal to FTA.* The federal government receives New Starts submittals on a once-per-year basis in August. The 2023 date would permit FTA review and Congressional authorization to occur within the term of the current administration.

The release of funds would enable but not guarantee achieving the 2023 target date for funding application to FTA. Our assessment is that initiating NTP #2A activities has overall merit beyond simply the FTA timing goal.

Challenges and Risks. There a number of significant challenges associated with the advancement of NTP #2A and continued project development for the DTX work program. The existing allocation, including NTP #2A and NTP #2B funds, does not provide for all the activities that will be necessary to bring the DTX to ready-for-procurement status. The project plans to formally request entry into the FTA New Starts project development process in Fall 2021. FTA consideration of this request will require the demonstration of committed funding to complete the activities within the FTA-defined Project Development phase. This phase is expected to have costs of approximately \$25-30 million, beyond NTP #1/NTP #2 work. The subsequent Engineering phase of development is expected to have costs on the order of \$20-25 million, with the specific scope of work and cost dependent, in part, on the project delivery method selected for DTX.

The Transportation Authority, TJPA, and the other MOU signatory agencies will need to work together to develop a funding approach to complete project development. The current DTX work is 100% Prop K-funded. TJPA was planning to use a portion of the Regional Measure 3



funds programmed for DTX to support project development; however, these funds are currently held up by litigation. We are working with TJPA and other project partners to identify funding alternatives and expect to have preliminary recommendations by May 2021.

Revised Special Conditions. In association with splitting NTP #2 into two sub-phases and recommending a partial release of NTP #2 funds, we have identified some additional special conditions, consistent with the intent of the MOU and the original April 2020 allocation and reflecting the current context for project development. These conditions are specified in Attachment 1 to this memorandum. The primary changes are described below.

NTP #2A includes development of the Project Delivery Strategy. This work will assess alternatives for designing, procuring, and constructing the project, with an eventual recommendation to the TJPA Board of Directors. Under the MOU and Work Plan, this task is to be co-led by TJPA and the Transportation Authority. Budgeted funds (\$330,000) for this work will be conditioned on staff-level agreement between TJPA and the Transportation Authority regarding the detailed scope of work and co-management approach for this task.

Future release of \$2,644,557 in NTP #2B funds will remain subject to the previously identified conditions for NTP #2, specifically: Transportation Authority Board acceptance of the Project Phasing Strategy and Interim Budget and Schedule for DTX; and the identification of a new DTX Program Director in accordance with the six-party MOU. Release of NTP #2B funds will additionally be contingent upon demonstrated progress in meeting FTA's requirements for securing funding commitments for the FTA Project Development phase of work.

FINANCIAL IMPACT

The recommended action would not allocate any additional funds beyond those funds authorized in April 2020. Further the revised cash flow for the project, shown in Table 1 below, is less aggressive than that approved as part of the original allocation, so it will have a reduced impact on the finance costs of the Prop K program.

Table 1: Cash Flow Comparison	FY 2020/21	FY 2021/22	Total
NTP #2 Cash Flow as allocated	\$5,100,000	\$3,754,557	\$8,854,557
NTP #2 Revised Cash Flow (#2A + #2B)	\$3,778,000	\$5,076,557	\$8,854,557

Sufficient funds are included in the Fiscal Year 2020/21 budget to accommodate the recommended action. Furthermore, sufficient funds will be included in the Fiscal Year 2021/22 budget to cover the cash flow distribution for the next fiscal year.



CAC POSITION

None. This item is being brought directly to the Board due to the timing urgency associated with the accelerated project development schedule for DTX. The item was not ready in time to be presented to the CAC at its February 24 meeting; however, we provide a preview of the item as part of a progress report update on the DTX at the February CAC meeting.

SUPPLEMENTAL MATERIALS

- Attachment 1 - Amendment Request and Staff Recommendations