



Memorandum

AGENDA ITEM 7

DATE: March 9, 2023

TO: Transportation Authority Board

FROM: Carl Holmes - Deputy Director for Capital Projects
Anna LaForte - Deputy Director for Policy and Programming

SUBJECT: 3/14/2023 Board Meeting: Allocate \$10,000,000 in Prop K Funds, with Conditions, for Downtown Rail Extension Engineering Development and Procurement Preparation and Appropriate \$3,500,000 in Prop K Funds, with Conditions, for Downtown Rail Extension Rail Program Oversight and Technical Tasks for Engineering and Procurement and \$2,500,000 for Pennsylvania Avenue Extension Pre-Environmental Bridging Study

<p>RECOMMENDATION <input type="checkbox"/> Information <input checked="" type="checkbox"/> Action</p> <p>Allocate \$10,000,000 in Prop K funds, with conditions, to the Transbay Joint Powers Authority (TJPA) for:</p> <ol style="list-style-type: none"> 1. Downtown Rail Extension (DTX) Engineering Development and Procurement Preparation <p>Appropriate \$6,000,000 in Prop K funds, with conditions, for:</p> <ol style="list-style-type: none"> 2. DTX Rail Program Oversight and Technical Tasks for Engineering and Procurement (\$3,500,000) 3. Pennsylvania Avenue Extension (PAX) Pre-Environmental Bridging Study (\$2,500,000) <p>SUMMARY</p> <p>The DTX program of projects represents the most significant set of interrelated rail projects under development in San Francisco. The DTX program includes the DTX project, as well as the Fourth and King Railyards project and the PAX project.</p> <p>The TJPA is the lead agency for the DTX project, which will extend Caltrain from its current terminus at Fourth and King to the Salesforce Transit Center and which is also planned to accommodate future California High-Speed Rail (CHSR) operations. TJPA and DTX partner agencies, including the Transportation Authority, are cooperating to develop the DTX project under the</p>	<ul style="list-style-type: none"> <input checked="" type="checkbox"/> Fund Allocation <input checked="" 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 type="checkbox"/> Other: _____
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terms of a six-party Memorandum of Understanding. In August 2023, TJPA plans to submit a formal request to the Federal Transit Administration (FTA) for a Capital Investment Grant (CIG) commitment to fund up to 49.4 percent of the project, which has an estimated capital cost of \$6.68 billion, excluding financing costs. TJPA has requested \$10 million in Prop K funds for Engineering Development and Procurement Preparation activities, as part of the overall work plan to meet FTA's project development requirements and ready the project for delivery, including a target to secure the FTA Full Funding Grant Agreement (FFGA) by Spring 2025. Of this \$10 million, we recommend putting the \$4,687,100 planned for expenditure from July 1, 2023, forward, on reserve, subject to release by the Board following future presentation from TJPA regarding the planned approach to project governance during DTX procurement and construction.

The Transportation Authority is providing enhanced oversight of the DTX project, as well as leading or supporting certain project development activities. We are requesting \$3.5 million in Prop K funds to provide for our ongoing oversight through the FTA Engineering phase and upcoming procurement phase of the project, as well as for ongoing oversight and support to the continuing planning work for the Fourth and King Railyards site, which is being advanced by Caltrain and the site owner in cooperation with the Transportation Authority and agency partners.

In July 2022, the Transportation Authority Board accepted the PAX Project Initiation Report, which recommended that three PAX alternatives be advanced for further pre-environmental study. The PAX project is on a later timeline than DTX. We are requesting \$2.5 million in Prop K funds for the PAX Pre-Environmental Bridging Study, which will prepare the project technically and organizationally for potential advancement into the subsequent environmental review phase.

Allocating and appropriating Prop K funds for the DTX project requires a cost-neutral Prop K Strategic Plan amendment to advance \$10.5 million in the Downtown Extension to a Rebuilt Transbay Terminal category from FY 2023/24 to FY 2022/23 to allow the Transportation Authority to fully allocate Prop K DTX funds prior to the sunset of the Prop K Expenditure Plan on March 31, 2023.



BACKGROUND

The DTX program of projects represents the most significant set of interrelated rail projects under development in San Francisco. The DTX program includes the DTX project, as well as related projects earlier in the development lifecycle, including the Fourth and King Railyards project and the PAX project.

DTX Project. The DTX project consists of the construction of a rail subway extension from Caltrain's current terminus at Fourth and King streets to the Salesforce Transit Center in downtown San Francisco. DTX will fully realize investments in the Transit Center, including the underground train station box. The project will bring Caltrain from its current northern 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. DTX is also planned for compatibility with future rail expansion across the Bay.

DTX is environmentally cleared at both a state and federal level, and the project received its environmental Record of Decision from the FTA in July 2019. DTX is a local and regional priority for funding from the FTA CIG New Starts program.

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

In December 2021, FTA notified TJPA that the DTX project had been admitted into the Project Development phase of the New Starts process, the first formal step in putting the project forward for federal CIG funding. Since that time, the DTX partner agencies have continued to advance Project Development activities for the project under the terms of the MOU.

On February 9, 2023, the TJPA Board authorized the TJPA Executive Director to submit a request to FTA to advance the project into the Engineering phase of the New Starts process, which follows the FTA Project Development phase. Approval by FTA of this request is a pre-



requisite for the planned August 2023 date for TJPA to submit a formal request for CIG New Starts funds for the project, to fund up to 49.4 percent of project capital costs. The DTX project schedule targets securing the FFGA with FTA by Spring 2025.

In concert with bringing forward the request to FTA to advance the DTX project into the Engineering phase, TJPA has prepared a comprehensive update to the project's capital cost estimate, working in cooperation with the Transportation Authority and the other DTX partner agencies. The current DTX capital cost estimate, including locally-funded costs for the FTA Project Development phase activities, is \$6.68 billion in year-of-expenditure dollars (YOES), excluding financing costs. The cost estimate is based on the current project schedule, which contemplates completion of construction and commissioning in the fall of 2032. The project cost estimate is expected to be refined during 2023 to reflect adjustments stemming from FTA's review of the project and its risks. In addition, the estimate will be updated, as required, to reflect adoption of additional value engineering opportunities. Prior to the planned August 2023 submittal to FTA to request CIG funds, the TJPA Board will consider formal adoption of the DTX Project Baseline Budget and Schedule.

Railyards Project. The Fourth and King Railyards site functions both as Caltrain's northern terminal station and as a site that serves a portion of the railroad's needs for train storage and light maintenance activities. Caltrain operates on the site under a permanent operating easement with the private landowner. Caltrain and the site owner are currently collaborating to develop a Preliminary Business Case (PBC) for the Railyards. The PBC will develop an initial comparative assessment of integrated transportation and site development options for the Railyards. Development of the PBC by Caltrain and the site owner is being undertaken in cooperation with the Transportation Authority, CCSF, TJPA, and CHSRA under the terms of a separate MOU for the Railyards (Railyards MOU), originally executed in 2019. The PBC is an initial phase of project-specific planning, which is anticipated to be followed by subsequent more detailed phases of project planning and design. Potential future development and infrastructure changes at the Railyards site will require multi-party agreement among, at minimum, Caltrain, the site owner, and the City.

PAX Project. The PAX project will grade-separate existing Caltrain passenger rail operations from local vehicular and pedestrian traffic patterns between the Mission Bay and Potrero Hill neighborhoods. When completed, PAX will replace existing at-grade Caltrain crossings at Mission Bay Drive and 16th Street with a rail tunnel. PAX will serve Caltrain and future HSR operations, connecting to DTX near the future 4th and Townsend Station. In September 2018, the Transportation Authority Board endorsed the City's preferred alignment for PAX: a tunnel beneath 7th Street and Pennsylvania Avenue, as recommended by the Railyard Alignment and Benefits Study (RAB Study), which was completed in 2018 by the San Francisco Planning Department.

The Transportation Authority has completed an initial phase of planning and conceptual design for the PAX project. In July 2022, the Transportation Authority Board accepted the



PAX Project Initiation Report, which documented the technical work and recommendations of the completed project initiation phase. The Project Initiation Report recommended that three PAX alternatives be advanced for further pre-environmental study. The Report estimated the capital cost of PAX alternatives at approximately \$2.0-2.5 billion, excluding potential costs to replace the 22nd Street Station. Advancing the project through further planning, environmental review, design, procurement, and construction is expected to require a minimum of 12-15 years, putting the project on a later timeline than implementation of DTX.

DISCUSSION

This memorandum recommends the allocation and appropriation of Prop K sales tax funds to support upcoming phases of work for DTX, the Railyards, and PAX, respectively. Attachment 1 summarizes the subject requests, including information on proposed leveraging of Prop K funds. Attachment 2 includes a brief description of each project. Attachment 3 summarizes the staff recommendations for the requests, highlighting special conditions and other items of interest. Attachment 5 provides the Allocation Request Forms, with more detailed information on scope, schedule, budget, funding, deliverables, and special conditions.

DTX Engineering Development and Procurement Preparation (TJPA, \$10.0 million).

TJPA has requested allocation of the \$10 million in remaining Prop K funds programmed to TJPA, to undertake DTX engineering development and procurement preparation activities. The \$10 million in Prop K funds will specifically fund: the preparation of procurement bid documents for the main civil package, which is planned for progressive-design-build delivery; the preparation of issue-for-bid design plans for the advance utility relocation package, which is planned for design-bid-build delivery; and program management and program controls activities.

The \$10 million request and associated scope of work is part of the multi-year work effort to complete the requirements of the FTA Project Development and FTA Engineering phases of work (collectively, project Pre-Construction activities). The attached Allocation Request Form (Attachment 5) includes TJPA's two-year work plan for remaining Pre-Construction activities during calendar years 2023 and 2024, in addition to the specific scope-of-work proposed to be funded by the subject Prop K request. TJPA estimates the total value of pre-construction activities for DTX from the date of FTA's approval of entry into Project Development (December 2021) through December 2024 at approximately \$149 million. The overall budget and funding plan for Pre-Construction activities are included in the Allocation Request Form. Subject to further funding availability, TJPA plans to initiate certain additional activities, such as right-of-way acquisition, concurrent with completion of the Pre-Construction work program.

Peninsula Rail MOU, Successor DTX Governance, and Conditions. As described above, project development for DTX is governed by the six-party Peninsula Rail MOU. The MOU defines a work program intended to bring the project to ready-for-procurement status,



including assignment of project development task responsibilities across the DTX partner agencies. The MOU work program includes TJPA's work to lead the preparation of draft procurement/bid documents for the project, among numerous other tasks.

Execution of the MOU by all parties was completed on June 5, 2020. The formal term of the MOU is three years or upon completion of the MOU's procurement-readiness work program - whichever is *earlier*. The MOU work program is currently partially complete and will not be fully completed within the 36-month term originally provided for. Parties to the MOU may amend or extend the MOU by mutual agreement in writing.

The Transportation Authority and MTC are currently co-leading the DTX Governance Study, as specified by the Peninsula Rail MOU, in order to recommend the institutional arrangement and governance structure through construction of the project. In September 2022, the TJPA Board approved an initial set of Governance Study recommendations, as prepared by the Transportation Authority and MTC, and as recommended by the ESC. These recommendations call for the development of a successor to the Peninsula Rail MOU, to provide for ongoing multi-agency collaboration to deliver the project. The Transportation Authority and MTC, in consultation with the IPMT, are currently preparing the final Governance Study deliverable, referred to as the DTX Governance Study Blueprint, which will recommend the detailed governance structure for procurement and construction of the project, including the recommend components of the successor to the Peninsula Rail MOU.

The Governance Study Blueprint is scheduled to be considered by the ESC in April 2023, for recommendation to the TJPA Board for its consideration in May 2023. Subsequent to approval of the Blueprint by the TJPA Board, a successor document/agreement to the existing Peninsula Rail MOU would be developed and negotiated among the DTX partner agencies, with the target of completing this process by late 2023. This timeline will create a gap in governance of the project, should the existing MOU be allowed to sunset in June 2023.

Transportation Authority staff's assessment is that the existing Peninsula Rail MOU should be extended through December 2023. Formalized, multi-agency collaboration has been integral to the DTX project achieving project development and funding milestones since establishment of the ESC and IPMT in 2020. This has included completing key activities within the DTX work program, including the project phasing strategy, preliminary design, ridership forecasting, risk management, cost estimate, and funding plan, among other tasks. The MOU has also advanced the Expert Panel's recommendation that development and delivery of DTX "place enhanced emphasis on transparency and accountability." Extension of the existing MOU through year's end will provide for continuing governance of the DTX procurement-readiness work program, in concert with the above-described process to recommend and implement the successor governance approach for procurement and construction of the project.



To support the timely development and agreement of interim and delivery-phase governance arrangements, we have included a special condition in the subject allocation to TJPA, requiring a future presentation by TJPA staff to the Transportation Authority Board on the recommendations of the Governance Study Blueprint and on the planned approach to project governance during DTX procurement and construction. In addition, we recommend that funds planned for expenditure from July 1, 2023, forward, in the amount of \$4,687,100, be placed on reserve, subject to future release by the Board following the aforementioned presentation concerning project governance.

DTX Rail Program Oversight and Technical Tasks (SFCTA, \$3.5 million). The Transportation Authority is providing an enhanced level of oversight for the DTX program, including for the DTX and Railyards projects. This enhanced oversight has been in place since the establishment of the Peninsula Rail MOU. In addition to oversight responsibilities, the Transportation Authority is lead or co-lead for several tasks under the MOU, including the Funding Plan, Ridership Forecast, Project Delivery Strategy, and above-described Governance Study. We expect other/continuing technical and support roles as the project advances into procurement and construction, such as participation in the procurement technical review/evaluation process and membership in project governance bodies.

The requested \$3.5 million in Prop K funds will provide for the Transportation Authority's continued integral role in the DTX program and for our oversight on behalf of the Board. Our oversight will be coordinated with, and complementary to, the federal oversight provided by the FTA's project management and financial management oversight consultants. The subject appropriation will fund our DTX-related work during the FTA Engineering Phase and the upcoming procurement phase, through approximately the target date for FFGA execution of Spring 2025. The attached Allocation Request Form (Attachment 5) provides a more detailed description of the Transportation Authority's planned oversight activities and technical tasks. The \$3.5 million request includes a \$200,000 set-aside for our continued oversight of, and planning support to, the Railyards business case and planning work being led by Caltrain, over approximately the same period as the DTX project-specific work.

PAX Pre-Environmental Bridging Study (SFCTA, \$2.5 million). The completed PAX Project Initiation Report, described above, developed and evaluated a range of initial concept design alternatives for the PAX project; however, it did not identify a single recommended alternative. To continue to develop the PAX project, a Pre-Environmental Bridging Study is required to prepare the project for environmental review and to continue technical coordination with the DTX and Railyards projects. The purpose of the Pre-Environmental Bridging Study is two-fold, as follows: 1) to further refine and narrow PAX alternatives through planning, design, and public outreach; and 2) to develop the organizational and technical approach to the environmental phase through interagency coordination and engagement.

The attached Allocation Request Form (Attachment 5) describes the detailed scope-of-work and budget for the Pre-Environmental Bridging Study, which is expected to take



approximately 18 months to complete and will be completed by Transportation Authority staff working with a competitively-bid consultant team. The study will include deepened engagement with Caltrain and CHSRA, to prepare the project technically and organizationally for potential advancement into the subsequent environmental review phase.

FINANCIAL IMPACT

Allocating and appropriating Prop K funds to the DTX project requires a cost-neutral Prop K Strategic Plan amendment to advance \$10.5 million in programming, while not advancing the existing cash flow reimbursement schedule in the Downtown Extension to a Rebuilt Transbay Terminal category from FY 2023/24 to FY 2022/23 without no impact to financing costs in the Strategic Plan. This will allow the Transportation Authority Board to fully allocate Prop K DTX funds prior to the sunset of the Prop K Expenditure Plan on March 31, 2023.

The recommended action would allocate and appropriate a total of \$16 million in Prop K funds. The allocation and appropriations would be subject to the Fiscal Year Cash Flow distribution schedules contained in the attached Allocation Request Forms.

Attachment 4 shows the approved Fiscal Year 2022/23 allocations and appropriations to date, with associated annual cash flow commitments as well as the recommended allocations, appropriations, and cash flow amounts that are the subject of this memorandum.

Sufficient funds are included in the Fiscal Year 2022/23 Budget to accommodate the recommended actions. Furthermore, sufficient funds will be included in future year budgets to cover the recommended cash flow distribution for those respective fiscal years.

CAC POSITION

The CAC considered this item at its February 22, 2023, meeting and unanimously adopted a motion of support for the staff recommendation.

SUPPLEMENTAL MATERIALS

- Attachment 1 - Summary of Requests Received
- Attachment 2 - Project Descriptions
- Attachment 3 - Staff Recommendations
- Attachment 4 - Prop K Allocation Summary: FY 2022/23
- Attachment 5 - Allocation Request Forms (3)
- Attachment 6 - Resolution

Attachment 1: Summary of Requests Received

Source	EP Line No./ Category ¹	Project Sponsor ²	Project Name	Current Prop K Request	Total Cost for Requested Phase(s)	Leveraging		Phase(s) Requested	District(s)
						Expected Leveraging by EP Line ³	Actual Leveraging by Project Phase(s) ⁴		
Prop K	5	TJPA	DTX Engineering Development and Procurement Preparation	\$ 10,000,000	\$ 148,893,300	86%	92%	Design	6
Prop K	5	SFCTA	Pennsylvania Avenue Extension Pre-Environmental Bridging Study	\$ 2,500,000	\$ 4,100,000	86%	0%	Planning	6, 10
Prop K	5	SFCTA	DTX Rail Program Oversight and Technical Tasks for Engineering and Procurement	\$ 3,500,000	\$ 7,000,000	86%	0% - overall Prop K leveraging exceeds 99% for the project	Design	6
TOTAL					\$ 16,000,000	\$ 159,993,300	86%	85%	

Footnotes

¹ "EP Line No./Category" is either the Prop K Expenditure Plan line number referenced in the 2021 Prop K Strategic Plan or the Prop AA Expenditure Plan category referenced in the 2022 Prop AA Strategic Plan, including: Street Repair and Reconstruction (Street), Pedestrian Safety (Ped), and Transit Reliability and Mobility Improvements (Transit) or the Traffic Congestion Mitigation Tax (TNC Tax) category referenced in the Program Guidelines.

² Acronyms: SFCTA (San Francisco County Transportation Authority); TJPA (Transbay Joint Powers Authority)

³ "Expected Leveraging By EP Line" is calculated by dividing the total non-Prop K funds expected to be available for a given Prop K Expenditure Plan line item (e.g. Pedestrian Circulation and Safety) by the total expected funding for that Prop K Expenditure Plan line item over the 30-year Expenditure Plan period. For example, expected leveraging of 90% indicates that on average non-Prop K funds should cover 90% of the total costs for all projects in that category, and Prop K should cover only 10%.

⁴ "Actual Leveraging by Project Phase" is calculated by dividing the total non-Prop K, non-Prop AA, or non-TNC Tax funds in the funding plan by the total cost for the requested phase or phases. If the percentage in the "Actual Leveraging" column is lower than in the "Expected Leveraging" column, the request (indicated by yellow highlighting) is leveraging fewer non-Prop K dollars than assumed in the Expenditure Plan. A project that is well leveraged overall may have lower-than-expected leveraging for an individual or partial phase.

Attachment 2: Brief Project Descriptions ¹

EP Line No./ Category	Project Sponsor	Project Name	Prop K Funds Requested	Project Description
5	TJPA	DTX Engineering Development and Procurement Preparation	\$ 10,000,000	The Downtown Rail Extension (DTX) project will extend Caltrain 1.3 miles from Fourth and King Streets to the Salesforce Transit Center at First and Mission Streets, with accommodations for future high-speed rail. The requested allocation will fund the preparation of 90%, 100%, and Issue for Bid Documents for Advance Utility design work, preparation of Progressive Design Build Bid Documents for the Main Civil Construction package for the DTX tunnel and structures, and Program Management support. Award of the Main Civil Construction Package is planned at the end of Calendar Year 2025, and construction is planned to be complete in Fall 2032. Future DTX schedule dates are subject to funding availability to proceed to successive project phases.
5	SFCTA	Pennsylvania Avenue Extension Pre-Environmental Bridging Study	\$ 2,500,000	This request will fund the next phase of Pennsylvania Avenue Extension (PAX) development by conducting a Pre-Environmental Bridging Study. The PAX is the preferred route for the DTX to continue south from 4th and King via a tunnel along Pennsylvania Avenue to avoid at-grade crossing conflicts with 16th Street and Mission Bay Drive. The Transportation Authority has completed the PAX Project Initiation Report, which recommends advancing alternatives for additional study. The Pre-Environmental Bridging Study will refine the analysis done for the Project Initiation Report and identify the most viable PAX alternatives to advance into the environmental clearance phase. This will be accomplished through technical analysis and evaluation, as well as engagement with partner agencies, stakeholders, and the public. Upon completion of the Pre-Environmental Bridging Study, expected Fall 2024, staff will present the final report to the Board for approval.
5	SFCTA	DTX Rail Program Oversight and Technical Tasks for Engineering and Procurement	\$ 3,500,000	This request seeks funds for SFCTA program management oversight and technical support for the FTA Engineering phase and procurement phase of the DTX project, planned to culminate in securing FTA New Starts grant funds of approximately \$3.30 billion by Spring 2025. This request also provides for technical support, coordination, and oversight with the completion of the 4th and King Railyards Business Case. The Downtown Rail Extension (DTX) program of projects represents the most significant set of interrelated rail projects under development in San Francisco. Construction of the DTX project is planned to be complete in Fall 2032. Future DTX schedule dates are subject to funding availability to proceed to successive project phases.
TOTAL			\$16,000,000	

¹ See Attachment 1 for footnotes.

Attachment 3: Staff Recommendations¹

EP Line No./ Category	Project Sponsor	Project Name	Prop K Funds Recommended	Recommendations
5	TJPA	DTX Engineering Development and Procurement Preparation	\$ 10,000,000	<p>Special Condition: Allocation is contingent upon concurrent approval of a cost-neutral Prop K Strategic Plan amendment to advance programming, but not the cash flow reimbursement schedule for \$7,000,000 in the Downtown Extension to a Rebuilt Transbay Terminal category from FY 2023/24 to FY 2022/23 to allow the Transportation Authority to fully allocate Prop K DTX funds prior to the sunset of the Prop K Expenditure Plan on March 31, 2023.</p> <p>Special Condition: Allocation is conditioned on ongoing compliance with the attached SFCTA Oversight Protocol (see attachment).</p> <p>Special Condition: Presentations on the Transbay Phase 2/DTX project, including intergovernmental agreements (e.g., Master Cooperative Agreement with Caltrain, Intergovernmental Coordination Agreement with CCSF), will be calendared periodically on a regular basis on the SFCTA Board and/or SFCTA CAC meeting agendas, at the discretion of the Board Chair. TJPA staff shall be in attendance to present or answer questions from Board/CAC members, if requested.</p> <p>Special Condition: Following public release/presentation of the DTX Governance Study Blueprint (anticipated April 2023), TJPA staff will report to the SFCTA Board on the recommendations of the Governance Study Blueprint and the planned approach to project governance during DTX procurement and construction.</p> <p>(continued on next page)</p>

Attachment 3: Staff Recommendations¹

EP Line No./ Category	Project Sponsor	Project Name	Prop K Funds Recommended	Recommendations
5	SFCTA	DTX Engineering Development and Procurement Preparation		<p>(continued from previous page)</p> <p>Special Condition: Funds planned for expenditure from July 1, 2023, forward, in the amount of \$4,687,100, are placed on reserve, subject to future release by the SFCTA Board following presentation to the SFCTA Board, as described in Special Condition immediately above.</p>
5	SFCTA	Pennsylvania Avenue Extension Pre-Environmental Bridging Study	\$ 2,500,000	

Attachment 3: Staff Recommendations¹

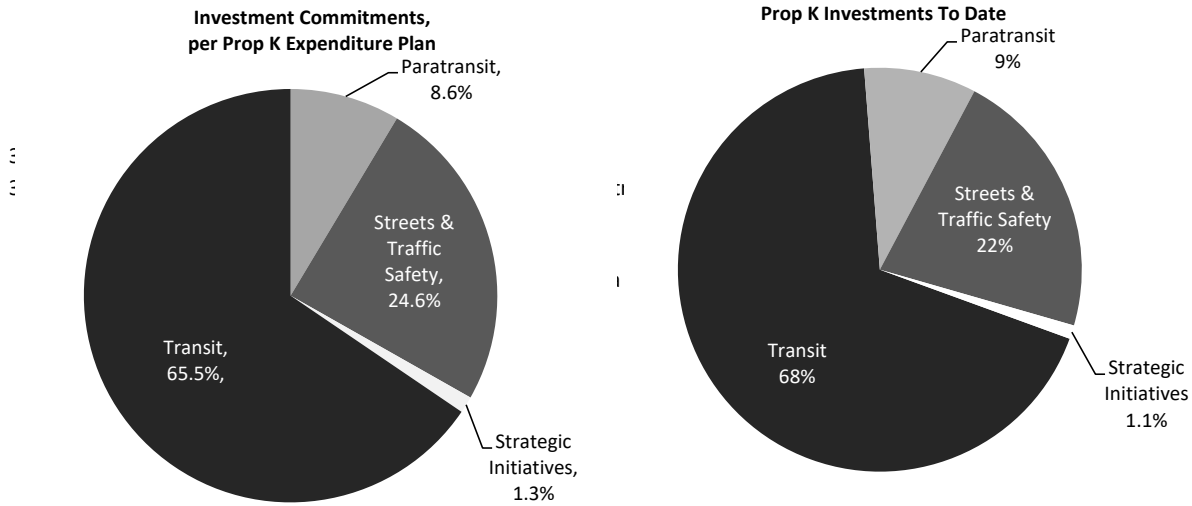
EP Line No./ Category	Project Sponsor	Project Name	Prop K Funds Recommended	Recommendations
5	SFCTA	DTX Rail Program Oversight and Technical Tasks for Engineering and Procurement	\$ 3,500,000	<p>Special Condition: Appropriation is contingent upon concurrent approval of a cost-neutral Prop K Strategic Plan amendment to advance programming, but not the cash flow reimbursement schedule for \$3,500,000 in the Downtown Extension to a Rebuilt Transbay Terminal category from FY 2023/24 to FY 2022/23 to allow the Transportation Authority to fully allocate Prop K DTX funds prior to the sunset of the Prop K Expenditure Plan on March 31, 2023.</p>
TOTAL			\$ 16,000,000	

¹ See Attachment 1 for footnotes.

**Attachment 4.
Prop K Allocation Summary - FY2022/23 (Revised per 12.06.22 Board Action)**

PROP K SALES TAX						
FY2022/23	Total	FY 2022/23	FY 2023/24	FY 2024/25	FY 2025/26	FY 2026/27
Prior Allocations	\$ 107,818,490	\$ 23,284,575	\$ 46,203,645	\$ 37,221,241	\$ 1,109,030	\$ 612,842
Current Request(s)	\$ 16,000,000	\$ 1,250,000	\$ 6,350,000	\$ 8,400,000	\$ -	
New Total Allocations	\$ 123,818,490	\$ 24,534,575	\$ 52,553,645	\$ 45,621,241	\$ 1,109,030	\$ 612,842

The above table shows maximum annual cash flow for all FY 2022/23 allocations and appropriations approved to date, along with the current recommended allocation(s) and appropriation.



San Francisco County Transportation Authority Allocation Request Form

FY of Allocation Action:	FY2022/23
Project Name:	DTX Engineering Development and Procurement Preparation
Grant Recipient:	Transbay Joint Powers Authority

EXPENDITURE PLAN INFORMATION

PROP K Expenditure Plans	Transbay Terminal / Downtown Caltrain Extension
Current PROP K Request:	\$10,000,000
Supervisory District	District 06

REQUEST

Brief Project Description

Extension of Caltrain 1.3 miles from Fourth and King Streets to the Salesforce Transit Center at First and Mission Streets, with accommodations for future high-speed rail.

Detailed Scope, Project Benefits and Community Outreach

The requested allocation will fund the preparation of 90%, 100%, and Issue for Bid Documents for Advance Utility design work, preparation of Progressive Design Build Bid Documents for the Main Civil Construction package for the DTX tunnel and structures and, Program Management support. The work is scheduled to be complete by December 31, 2023. See attached document for details.

Project Location

Fourth and Townsend Streets to the Salesforce Transit Center at First and Mission Streets

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?	Greater than Programmed Amount
Prop K 5YPP Amount:	\$3,000,000

Justification for Necessary Amendment

This request includes a cost-neutral Prop K Strategic Plan amendment to advance programming, but not the cash flow reimbursement schedule for \$7,000,000 in the Downtown Extension to a Rebuilt Transbay Terminal category from FY 2023/24 to FY 2022/23 to allow the Transportation Authority to fully allocate Prop K DTX funds prior to the sunset of the Prop K Expenditure Plan on March 31, 2023.

San Francisco County Transportation Authority Allocation Request Form

FY of Allocation Action:	FY2022/23
Project Name:	DTX Engineering Development and Procurement Preparation
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)				
Environmental Studies (PA&ED)			Oct-Nov-Dec	2019
Right of Way	Apr-May-Jun	2022	Apr-May-Jun	2025
Design Engineering (PS&E)	Oct-Nov-Dec	2021	Oct-Nov-Dec	2025
Advertise Construction	Oct-Nov-Dec	2023		
Start Construction (e.g. Award Contract)	Oct-Nov-Dec	2025		
Operations (OP)	Jul-Aug-Sep	2032		
Open for Use			Jul-Aug-Sep	2032
Project Completion (means last eligible expenditure)			Jul-Aug-Sep	2033

SCHEDULE DETAILS

DTX schedule information in above table reflects the DTX Master Schedule prepared by TJPA. Master Schedule currently contemplates Progressive Design-Build (PDB) procurement approach for the general civil and tunnel contract package, Construction Manager/General Contractor (CMGC) procurement approach for Station Fit-out and Supporting System and Core Systems and Trackwork contract packages, and Design-Bid-Build (DBB) procurement approach for the enabling works packages for the project. Design Engineering dates in above table reflect development of reference design and preparation of PDB, CMGC, and DBB procurement documents. Dates for advertisement and contract award are for the PDB Contract. DTX schedule dates are subject to funding availability to proceed to successive project phases.

San Francisco County Transportation Authority Allocation Request Form

FY of Allocation Action:	FY2022/23
Project Name:	DTX Engineering Development and Procurement Preparation
Grant Recipient:	Transbay Joint Powers Authority

FUNDING PLAN - FOR CURRENT REQUEST

Fund Source	Planned	Programmed	Allocated	Project Total
EP-105: Transbay Terminal / Downtown Caltrain Extension	\$0	\$10,000,000	\$2,300,000	\$12,300,000
Caltrain Contribution FY 2022/23	\$0	\$0	\$1,500,000	\$1,500,000
Caltrain Contribution FY 2023/24	\$1,500,000	\$0	\$0	\$1,500,000
CFD Bond 2021B	\$0	\$0	\$12,000,000	\$12,000,000
CFD Bond 2022B	\$0	\$0	\$40,443,300	\$40,443,300
CFD Pay-Go Funds	\$0	\$0	\$11,400,000	\$11,400,000
CFD Reimbursements (previous issuances)	\$0	\$0	\$6,750,000	\$6,750,000
CHSRA Contribution	\$3,000,000	\$0	\$0	\$3,000,000
TIRCP Cycle 6	\$60,000,000	\$0	\$0	\$60,000,000
Phases In Current Request Total:	\$64,500,000	\$10,000,000	\$74,393,300	\$148,893,300

FUNDING PLAN - ENTIRE PROJECT (ALL PHASES)

Fund Source	Planned	Programmed	Allocated	Project Total
PROP K	\$0	\$10,000,000	\$2,300,000	\$12,300,000
Caltrain Contribution FY 2022/23	\$0	\$0	\$1,500,000	\$1,500,000
Caltrain Contribution FY 2023/24	\$1,500,000	\$0	\$0	\$1,500,000
CFD Bond 2021B	\$0	\$0	\$12,000,000	\$12,000,000
CFD Bond 2022B	\$0	\$0	\$40,443,300	\$40,443,300
CFD Pay-Go Funds	\$0	\$0	\$11,400,000	\$11,400,000
CFD Reimbursements (previous issuances)	\$0	\$0	\$6,750,000	\$6,750,000
CHSRA Contribution	\$3,000,000	\$0	\$0	\$3,000,000
DETAILS IN ATTACHED FUNDING PLAN	\$0	\$0	\$0	\$6,531,106,700
TIRCP Cycle 6	\$60,000,000	\$0	\$0	\$60,000,000
Funding Plan for Entire Project Total:	\$64,500,000	\$10,000,000	\$74,393,300	\$6,680,000,000

COST SUMMARY

Phase	Total Cost	PROP K - Current Request	Source of Cost Estimate
Planning/Conceptual Engineering	\$0		
Environmental Studies	\$0		
Right of Way	\$340,000,000		January 2023 Project Cost Estimate
Design Engineering	\$148,893,300	\$10,000,000	January 2023 Project Cost Estimate
Construction	\$6,191,106,700		January 2023 Project Cost Estimate
Operations	\$0		
Total:	\$6,680,000,000	\$10,000,000	

% Complete of Design:	30.0%
As of Date:	01/31/2023
Expected Useful Life:	70 Years

1. Pre-Construction Budget & Funding Plan

Cost Category/Sub Category		Dec 2021 - Jun 2023	FY 23-24	July 2024 - Dec 2024	Total
Project Management	TJPA	\$ 4,329,420	\$ 3,001,920	\$ 1,500,960	\$ 8,832,300
	Program Management/Project Controls	\$ 9,539,400	\$ 6,614,400	\$ 3,307,200	\$ 19,461,000
Design Engineering	Project Development	\$ 15,700,000	\$ -	\$ -	\$ 15,700,000
	Enabling Works Design	\$ 3,752,000	\$ 1,848,000	\$ -	\$ 5,600,000
	Progressive Design Build Bid Documents	\$ 2,775,000	\$ 2,775,000	\$ -	\$ 5,550,000
	CM/GC Track & Systems Design		\$ 5,400,000	\$ 14,600,000	\$ 20,000,000
	CM/GC Station Fitout Design		\$ 15,390,000	\$ 35,910,000	\$ 51,300,000
Interagency Coordination		\$ 4,085,000	\$ 3,610,000	\$ 1,805,000	\$ 9,500,000
Other Consulting & Engineering Services		\$ 1,280,000	\$ 1,280,000	\$ 640,000	\$ 3,200,000
Professional Services		\$ 1,978,000	\$ 1,548,000	\$ 774,000	\$ 4,300,000
Permits		\$ 160,000	\$ 160,000	\$ 80,000	\$ 400,000
Real Estate Services		\$ 505,000	\$ 2,525,000	\$ 2,020,000	\$ 5,050,000
TOTAL		\$ 44,103,820	\$ 44,152,320	\$ 60,637,160	\$ 148,893,300

Funding Source	Status	Dec 2021 - Jun 2023	FY 23-24	July 2024 - Dec 2024	Total
CFD Reimbursements	Allocated	\$ 2,250,000	\$ 3,000,000	\$ 1,500,000	\$ 6,750,000
CFD Pay Go	Allocated	\$ 11,400,000	\$ -	\$ -	\$ 11,400,000
CFD Bond 2021B	Allocated	\$ 12,000,000	\$ -	\$ -	\$ 12,000,000
CFD Bond 2022B	Allocated	\$ 9,340,920	\$ 1,965,220	\$ 29,137,160	\$ 40,443,300
Prop K	Allocated	\$ 2,300,000	\$ -	\$ -	\$ 2,300,000
Prop K	Programmed	\$ 5,312,900	\$ 4,687,100	\$ -	\$ 10,000,000
Caltrain Contribution	Allocated & Budgeted	\$ 1,500,000	\$ 1,500,000	\$ -	\$ 3,000,000
CHSRA Contribution	Planned	\$ -	\$ 3,000,000	\$ -	\$ 3,000,000
TIRCP Cycle 6	Planned	\$ -	\$ 30,000,000	\$ 30,000,000	\$ 60,000,000
		\$ 44,103,820	\$ 44,152,320	\$ 60,637,160	\$ 148,893,300

2. Prop K Allocation Request Budget

Task	Scope	FY 22-23	FY 23-24	Total	Average Rate	Hours
	PMPC Total	\$ 650,600	\$ 3,132,400	\$ 3,783,000	\$ 257.38	14,698
A	Program Management		\$ 517,600	\$ 517,600	\$ 310.30	1,668
B	Program Implementation	\$ 650,600	\$ 592,900	\$ 1,243,500	\$ 283.90	4,380
C	Design Management/Coordination/Main Civil Procurement Package Front End Specifications		\$ 1,405,200	\$ 1,405,200	\$ 255.95	5,490
D	Project Controls		\$ 164,100	\$ 164,100	\$ 186.40	880
E	Quality Control/Quality Assurance		\$ 21,600	\$ 21,600	\$ 216.00	100
F	Document Control/Administrative/Technical Editing		\$ 431,000	\$ 431,000	\$ 197.70	2,180
	Design Team Total	\$ 4,662,300	\$ 1,554,700	\$ 6,217,000	\$ 307.53	20,216
C: DT-PM	Project Management & Coordination	\$ 884,600	\$ 294,900	\$ 1,179,500	\$ 315.03	3,744
C: DT-PDB	Main Civil Procurement Package	\$ 3,032,200	\$ 1,010,800	\$ 4,043,000	\$ 311.00	13,000
C: DT-AUP	Advance Utility Design and Procurement Package	\$ 745,500	\$ 249,000	\$ 994,500	\$ 286.42	3,472
	TOTAL	\$ 5,312,900	\$ 4,687,100	\$ 10,000,000	\$ 286.42	34,914

Task	TJPA, PMPC, and Design Team Scope	FY 22-23	FY 23-24	Total	Average Rate	Hours
A	Program Management	\$ -	\$ 517,600	\$ 517,600	\$ 310.30	1,668
B	Program Implementation	\$ 650,600	\$ 592,900	\$ 1,243,500	\$ 283.90	4,380
C	Design	\$ 4,662,300	\$ 2,959,900	\$ 7,622,200	\$ 292.10	25,706
D	Project Controls	\$ -	\$ 164,100	\$ 164,100	\$ 186.40	880
E	Quality Control/Quality Assurance	\$ -	\$ 21,600	\$ 21,600	\$ 216.00	100
F	Document Control/Administrative	\$ -	\$ 431,000	\$ 431,000	\$ 197.70	2,180
	TOTAL	\$ 5,312,900	\$ 4,687,100	\$ 10,000,000	\$ 286.42	34,914

San Francisco County Transportation Authority Allocation Request Form

FY of Allocation Action:	FY2022/23
Project Name:	DTX Engineering Development and Procurement Preparation
Grant Recipient:	Transbay Joint Powers Authority

SFCTA RECOMMENDATION

Resolution Number:		Resolution Date:	
Total PROP K Requested:	\$10,000,000	Total PROP K Recommended	\$10,000,000

SGA Project Number:		Name:	DTX Engineering Development and Procurement Preparation
Sponsor:		Expiration Date:	12/31/2024
Phase:	Design Engineering	Fundshare:	6.7%

Cash Flow Distribution Schedule by Fiscal Year

Fund Source	FY2021/22	FY2022/23	FY2023/24	FY2024/25	Total
PROP K EP-105	\$0	\$1,000,000	\$3,000,000	\$6,000,000	\$10,000,000

Deliverables

1. Monthly progress reports shall be submitted through the Transportation Authority's grants portal. Quarterly progress reports shall include % complete of design, 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.
2. On completion of sub-tasks within Task B.1: 1) Contract Model Selection Report (estimated June 2023); 2) Contract Integration and Interface Management Program Plan (estimated July 2023); and 3) Implementation Roadmap Update (estimated December 2023).
3. On completion of sub-tasks within Task C.4: 1) Advance Utility potholing memorandum (estimated April 2023); 2) Advance Utility 90% plans and technical specifications (estimated July 2023); 3) Advance Utility 100% plans and technical specifications (estimated August 2023); 4) Advance Utility Issue for Bid plans and technical specifications (estimated October 2023); and 5) Draft Main Civil Package Progressive Design Build Procurement reference plans, reports, and technical specifications (estimated December 2023).

Special Conditions

1. Allocation is contingent upon concurrent approval of a cost-neutral Prop K Strategic Plan amendment to advance programming, but not the cash flow reimbursement schedule for \$7,000,000 in the Downtown Extension to a Rebuilt Transbay Terminal category from FY 2023/24 to FY 2022/23 to allow the Transportation Authority to fully allocate Prop K DTX funds prior to the sunset of the Prop K Expenditure Plan on March 31, 2023.
2. Allocation is conditioned on ongoing compliance with the attached SFCTA Oversight Protocol.
3. Presentations on the Transbay Phase 2/DTX project, including intergovernmental agreements (e.g., Master Cooperative Agreement with Caltrain, Intergovernmental Coordination Agreement with CCSF), will be calendared periodically on the SFCTA Board and/or SFCTA CAC meeting agendas, at the discretion of the Board Chair. TJPA staff shall be in attendance to present or answer questions from Board/CAC members, if requested.

4. Following public release/presentation of the DTX Governance Study Blueprint (anticipated April 2023), TJPA staff will report to the SFCTA Board on the recommendations of the Governance Study Blueprint and the planned approach to project governance during DTX procurement and construction.

5. Funds planned for expenditure from July 1, 2023, forward, in the amount of \$4,687,100, are placed on reserve, subject to future release by the SFCTA Board following presentation to the SFCTA Board, as described in Special Condition #4.

Notes

1. The SFCTA is preparing the inaugural Prop L Strategic Plan and the Prop L Five-Year Prioritization Programs (5YPPs), which are a prerequisite for allocation of Prop L funds. The TJPA has requested advancement of all the Prop L funds designated for the DTX, in order to support the August 2023 deadline to demonstrate to FTA that 50 percent of non-CIG funds are committed or budgeted. The SFCTA anticipates programming the funds as requested but may condition allocation upon satisfactory progress toward implementation of the recommendations from the Governance Study Blueprint.

Metric	PROP K	TNC TAX	PROP AA
Actual Leveraging - Current Request	91.74%	No TNC TAX	No PROP AA
Actual Leveraging - This Project	99.82%	No TNC TAX	No PROP AA

San Francisco County Transportation Authority Allocation Request Form

FY of Allocation Action:	FY2022/23
Project Name:	DTX Engineering Development and Procurement Preparation
Grant Recipient:	Transbay Joint Powers Authority

EXPENDITURE PLAN SUMMARY

Current PROP K Request:	\$10,000,000
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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:

OQ

CONTACT INFORMATION

	Project Manager	Grants Manager
Name:	Alfonso Rodriguez	Oscar Quintanilla
Title:	DTX Project Director	Budget & Procurement Director
Phone:	(415) 597-4620	(415) 597-4619
Email:	arodriguez@tjpa.org	oquintanilla@tjpa.org

Transbay Program Phase 2 Scope of Work, Deliverables and Schedule January 1, 2023, to December 31, 2024

The San Francisco Peninsula Rail Program Memorandum of Understanding (the MOU) executed by the Transbay Joint Powers Authority (TJPA), Metropolitan Transportation Commission (MTC), San Francisco County Transportation Authority (SFCTA), Peninsula Corridor Joint Powers Board-Caltrain (PCJPB), California High-Speed Rail Authority (CHSRA), and the City and County of San Francisco (the City) (the project partners) outlines the actions required by the project partners to advance the positioning, governance, funding and finance, and development and delivery of the Downtown Rail Extension (DTX), also known as Transbay Program Phase 2 (Phase 2) and as The Portal.

The Federal Transit Administration's (FTA) New Starts policy guidance outlines the requirements for transit capital projects seeking Capital Investment Grants (CIG) Program funding. This work plan is consistent with the requirements of the MOU, as well as guidance as required by FTA for eligibility to participate in the CIG Program. The work discussed herein, a subset of the Comprehensive Work Plan approved by the TJPA Board of Directors in December 2020, would generally be required for any project of this scope and significance.

This document describes pre-construction scope of work. Activities excluded from this scope that may occur during the same period include:

- Right-of-way (ROW) acquisition;
- Construction of enabling works;
- Final design of the main civil and tunnel contract;
- Certain procurement activities for primary PDB/CMGC contract mechanisms, including contract award and associated activities/costs.

As determined by the Integrated Program Management Team (IPMT), in collaboration with the Executive Steering Committee (ESC), certain policy-related deliverables will be presented to the ESC for review, comment, and/or approval. Final approval, as appropriate, will rest with the TJPA Board of Directors.

In December 2021, DTX was accepted into the Project Development phase of FTA's CIG program. During the next 24 months the project team will complete the Project Development and Engineering requirements and, contingent on securing additional funding, be ready to receive construction funding from FTA's CIG program.

The project team is comprised of TJPA staff, a consultant Program Management/Program Controls (PMPC) team, and a General Engineering Consultant (GEC) team.

I. Overall Work Plan

1.0: TRANSBAY JOINT POWERS AUTHORITY STAFF

Transbay Joint Powers Authority Staff lead the development and implementation of Phase 2 of the Transbay Program, the Downtown Rail Extension (Program). Staff oversee and are responsible for the Program scope, schedule and budget. Staff work closely with the PMPC and GEC teams to implement the Program. Some TJPA Staff are fully dedicated to Phase 2, while others are only part-time. See organizational description below.

A. TJPA Staff

The following positions are those that support the Program on a full-time or part-time basis. The list of deliverables that follow are those that TJPA Staff are solely responsible for and do not fit in any other portion of the Overall Work Plan through December 2024.

- A.1 TJPA Staff Full-Time on DTX.** TJPA Staff that are full-time on the Program include the Project Director, Project Controls Manager, Deputy Project Director – Engineering, and a Project Coordination Manager.
- A.2 TJPA Staff Part-Time on DTX.** TJPA Staff that are part-time in support of the Program include the Executive Director, the Communications and Legislative Affairs Director, the Chief Financial Officer, the Budget and Procurement Director, and other members of the Finance Team.

Deliverables:

1. *Program Oversight and Budget*
2. *Staffing IPMT, ESC, and TJPA Board meetings*
3. *Procurement and Contracting Plan*
4. *Quarterly Reporting*

2.0: MANAGEMENT/ PROGRAM CONTROLS

The Program Management/Program Controls team (PMPC) provides support for the TJPA. The PMPC manages the Program scope of work and develops and implements Program Management and Program Controls and provides administrative support. Administrative support includes, but is not limited to, technical editing, document control, documentation of meetings, report writing, preparation of presentations including graphical support, and preparation of correspondence.

A. Program Management Policies and Procedures

Develop and implement Management Policies, Procedures and guidelines and other documents needed to standardize management of the Program and its component projects.

- A.1 Configuration Management Plan.** The Configuration Management Plan will be updated by PMPC to document the baseline configuration and the processes for ensuring that the baseline configuration is not changed without a systematic review of the changes to the design and the impact that design changes may have on all other aspects of the project. The Configuration Management Plan will address how changes are handled during the design and construction phases, interface management, operations and maintenance (O&M) interfaces, and procurement and bid documents.

Deliverable: *Configuration Management Plan*

- A.2 Program Management Plan.** Update the Program Management Plan (PMP) including Program policies that address aspects of Program delivery. Management practices and procedures for the Transbay Program are documented in the Transbay Program Management Plan (PMP).

Deliverable: *Project Management Plan*

- A.3 Safety and Security Management Plan.** Update to focus on the rail program, the safety management organization, and how safety and security activities will be managed. Following FTA guidelines, this work will analyze known hazards and vulnerabilities, categorize them as to their potential severity and probability of occurrence, and develop an approach to resolving them.

Deliverable: *Safety and Security Management Plan*

B. Program Implementation and Support Activities

Coordinate various Program support activities outlined below. The Program Coordinator will be responsible for the following services:

- B.1 FTA New Starts Support.** Provide support for advancing through phases of the New Starts program. PMPC will support TJPA in preparing a letter to request entry into the Engineering Phase. PMPC will provide support to TJPA staff to request the FFGA.

Deliverable: Letter Requesting Entry into FTA New Starts Engineering Phase

- B.2 Project Implementation Plans.** Prepare a Systems-focused industry sounding review, project contract packaging strategy, and a project delivery implementation roadmap method report in consultation with the design teams and consistent with the TJPA Board-approved Project Delivery Alternatives Study (PDAS) report.

1. Industry Sounding Review: It is important that the Phase 2 construction contract procurements be attractive to potential bidders to encourage bid competition and better enable TJPA to realize its project cost goals. The PDAS recommended a delivery strategy that included a single Progressive Design Build (PDB) approach for the heavy civil works and either one or two Construction Manager / General Contractor (CMGC) contracts for the track and systems and station fit out works, respectively. The decision regarding one or two CMGC contracts is to be made after an industry sounding is conducted with transit systems providers.

This work would comprise developing a Request for Information (RFI) and project presentation and holding individual interviews with interested contractors to discuss construction method feasibility, contract packaging, procurement methods, and contractual risk sharing mechanisms that can result in lower bid contingencies. Contractor feedback will again be used to inform the decision regarding one or two CMGC contract.

2. Project Implementation Roadmap: The implementation roadmap work required to produce procurement / bridging documents for early works, civil Progressive Design Build, and one or CMGC contracts for station finishes and track & rail systems. Timely completion of these procurements is essential to provide a meaningful duration of preconstruction and to allow TJPA sufficient time to negotiate the construction costs in a manner that represents fair value and allows construction to commence on time.

Completing the procurement plan is an important first step in detailing the overall approach for each procurement and will result in more efficient and coordinated production of the procurement / bridging documents.

Deliverables:

1. Industry Sounding Review RFI, Presentation, Interviews and Report
2. Contract Packaging Implementation Roadmap

- B.3 Progressive Design Build Bid Documents.** In collaboration with TJPA and outside counsel, prepare bid document suitable for one PDB contract encompassing the heavy civil works generally including tunnel and station shell works, u-wall, tunnel stub and ventilation/emergency exiting shaft structures, and two CMGC contracts encompassing rail track and core systems, and station fit out and non-core systems, respectively. The CMGC contracts may be combined into one contract depending upon the outcome of Task B.2.1 above.

Using a task force approach, PMPC will organize working groups including various project stakeholders to develop bid documents to define contractor requirements for proposal, evaluation, and selection consistent with the PDAS recommendations. The documents will specify the minimum requirements for contractor qualifications, identify the technical and pricing selection criteria, and convey the information developed in the Project Development and Project Engineering phases of the project. Additionally, relevant TJPA and federal requirements for bidding will be provided, along with all details of the selection process.

Deliverables:

1. *Division 00 and Division 01 documents (PMPC support)*
2. *Instructions and Proposal Requirements*
3. *Evaluation Criteria*
4. *Technical Reference documents*
5. *Draft Contract(s) (by TJPA)*

- B.4 Design Criteria.** Maintain the design criteria which summarize and describe the objectives, status, key decisions made and outstanding key issues of design to date and provides the designer with a basis to advance the design. The report is a living document and will be revised as needed to reflect the intended function and configuration of the project, as well the criteria, codes, and standards to be used in its design.

Deliverable: *Updated Design Criteria, as needed*

- B.5 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. The Issue / Action logs list the issue, who is currently responsible for action to resolve the issue, and a description of the action that is being taken, or series of actions. A sequential numbering system will be employed to track the issues. These logs will be updated in progress meetings, posted on-line, and issued monthly if required.

Deliverables: *Issue Action Logs*

- B.6 Risk Management.** Manage the risk process and lead quarterly risk reviews workshops with stakeholders and prepare a quarterly risk memorandum. The risk register will be maintained in conjunction with the GEC, the project team, and stakeholders.

Deliverables: *Quarterly risk register and memorandum*

- B.7 Value Engineering.** A rigorous program of value engineering (VE) will be implemented to satisfy the required project function at the lowest total cost (capital, operating, and maintenance) over the life of the project. A formal VE workshop will be undertaken at appropriate milestones in the design process. A VE report will incorporate the VE recommendations developed during the workshop along with an evaluation of those recommendations, including recommendations for implementation, further study, or rejection. The VE report will also identify items that do not meet the cost/benefit requirements established during the workshops and by the client. Additionally, targeting areas of residual risk as part of the VE process may reduce risk and increase confidence in the project bottom line.

Deliverable: *Value Engineering Report*

- B.8 Constructability Review.** Constructability reviews of the various contract packages are a key component of all design and construction management projects. These reviews can be performed simultaneously with the technical design review to evaluate the contract documents for conformance with the overall goals, objectives, and program mitigation

requirements. In addition to a general check of the plans and specifications to make sure they are accurate, complete, and consistent, and that the design conforms to program standards, the PMPC's constructability reviews will focus on items such as site access and truck routes, maintenance and protection of traffic, lay-down and storage areas, work means and methods in general, and consistency with work by other contractors or utility companies in the vicinity. The constructability reviews will also evaluate construction activities in the Program Schedule to determine whether they are consistent with the plans and specifications. The constructability review of the Program schedule will evaluate the assumptions for sequence of activities, overall production rates, durations for long lead-time procurement items, and conformance with project milestones. The findings of the review will be summarized in a memorandum.

Deliverable: *Constructability Review Memorandum*

- B.9 Contract Administration.** Provide contract administration, including maintaining contract files, records, performing invoice reviews, independent cost estimates, Disadvantaged Business Enterprise (DBE) compliance, verifying compliance with City and County of San Francisco requirements, and FTA and TJPA procurement and contracting policies and procedures.

Deliverables: *Contract files with compliance records, log of invoices, independent estimates, DBE compliance records, etc. Provide a reporting system listing all contracts, their compliance status, and status of invoices received and paid.*

- B.10 Real Estate Acquisition Management.** Provide support, supervision, and management of various consultant disciplines providing services related to right-of-way pre-acquisition activities. Coordinate the selection process of various ROW contractors. Edit and complete a Real Estate Acquisition and Management Plan which will encompass all phases of work necessary for the acquisition and delivery of right-of-way. Ensure that all ROW requirements have been secured by the date required for construction to proceed. Ensure documents, reports, written correspondence, notices, forms, and related materials associated with ROW activities are uniform, complete, and comply with all applicable federal and state requirements and the TJPA's policies and protocols. Establish and maintain files and recordkeeping related to ROW acquisition. Support the TJPA's liaison to stakeholders and interested parties relative to design coordination at a level per approved staffing plan.

Deliverable: *Updated Real Estate Acquisition and Management Plan*

- B.11 Utility Coordination.** Provide utility coordination oversight to verify project teams progressing with timely and cost-effective relocations of existing facilities. Provide written comments on utility relocation plans and schedule submittals. Maintain issue / action log of utility relocation activities.

Deliverables: *Review utility relocation plans and schedule submittals from design teams. Utility coordination meetings, records and documentation of utility relocation agreements.*

C. Design Management

PMPC is responsible for managing the project scope, schedule, budgets and contracting during the design and construction phases of the Program including engineering contract management and negotiations and invoice reviews. PMPC will manage the design team's work for the preparation of final design and/or bid documents for each design package.

- C.1 Design Submittal Reviews.** Organize independent reviews of design submittal packages, where necessary, to verify that design intent is properly implemented, project scope is accurately represented in various contracts and QC/QA plans are effective.

Deliverables: As-needed design submittal reviews

D. Program/Project Controls

The Program Controls support staff will work with the TJPA's Project Controls Manager and other Project Managers in preparing an updated preliminary Program budget and in accomplishing the following scope of work.

- D.1 Work Breakdown Structure.** Update the Work Breakdown Structure (WBS) for the implementation of the Program that will be used in managing cost, schedule, scope and resources. Provide a document that describes the updated Work Breakdown Structure graphically. The Work Breakdown Structure may be modified to reflect changes in project or contract packaging as the Program progresses.

Deliverable: Updated Work Breakdown Structure

- D.2 Program Master Schedule.** Update the Program master schedule monthly based on current information regarding project and contract progress. The Program Master Schedule will include summary graphical schedule information for all components of the Program. The schedule will be time scaled and will include a critical path for the Program. Real estate acquisition and other critical activities impacting planning, design, and construction will also be included in the schedule.

Deliverable: Monthly Updated Program Master Schedule

- D.3 Status Reporting.** Prepare quarterly project and contract status reports outlining the progress, cost, schedule, issue resolution and other aspects of the project or contract.

Deliverables: Quarterly Program Status Reports

E. Quality Control/Quality Assurance (QC/QA) Program

- E.1 QA Audits.** Quarterly quality control/quality assurance audits will be performed, and findings summarized in a quarterly memorandum

Deliverables: Quarterly Quality Audit Reports

3.0: DESIGN

The General Engineering Consultant (GEC) team will undertake technical studies and prepare design documents in keeping with the planned project procurement strategy.

A. Project Development

The design team will complete the project development phase of design.

- A.1 Basis of Design Report.** Prepare Basis of Design Report, to document relevant agreements between TJPA, the train operators, FRA, and other regulators, particularly regarding train operations, objectives, and safety; governing design criteria for each discipline; existing or

planned design variance requests; other critical assumptions; and an outline of expected technical specifications.

Deliverable: *Basis of Design Report*

- A.2 Value Engineering Assessments.** Perform technical studies and prepare cost estimates for concepts developed during the Value Engineering workshop. Prepare summaries of each concept including technical considerations and cost impacts, where applicable. The assessments will be an input to the PMPC's Value Engineering Report.

Deliverable: *Value Engineering Assessment Forms*

B. Enabling Works Design

Enabling works are early construction activities that will facilitate the main civil construction work. The design team will progress the design of these enabling works from a conceptual design level to Issue for Bid documents.

- B.1 DTX 4th and King Site Works.** Prepare advance package design drawings, specifications, and bid documents. This will include:

- a. Track Design
 1. Development of track demolition, upgrade, realignment, and new track plans including alignment data tables and typical sections.
 2. Prepare technical memorandum documenting assumptions, outstanding issues, and design variances.
 3. Develop CAD construction staging/phasing plans.
 4. Provide track alignment and profile design calculations.

- b. Systems Design
 1. Overhead Catenary System (OCS)
 - a. Development of OCS demolition and relocation plans including interim support structures and wiring and cross sections.
 - b. Prepare technical memorandum documenting assumptions, outstanding issues, and design variances.
 - c. Develop construction staging/phasing plans for the interim Caltrain OCS.
 - d. Provide interim OCS profiles and structure design calculations.
 - e. Support TJPA coordination with Caltrain, CCSF, and FRA.
 2. Signals
 - a. Development of signal layout plans for phases of work to support the operational cutovers at both project interfaces.
 - b. Prepare technical memorandum documenting assumptions, outstanding issues, and design variances.
 - c. Develop location (houses/cases) for phases.
 - d. Develop conceptual installation drawings for each type of signal equipment.
 - e. Support for Operations Simulations for each phase.
 - f. Field verification of affected Caltrain signal locations.
 3. Communications
 - a. Development of communications demolition and relocation plans.
 - b. Prepare technical memorandum documenting assumptions, outstanding issues, and design variances.
 - c. Develop construction staging/phasing plans for the interim Caltrain Fiber Optic Backbone and Radio shelter.

- d. Provide backbone fiber link budget calculations.
 - e. Support TJPA coordination with Caltrain, CCSF, and FRA.
 - f. Coordination effort for construction cost estimate.
 - g. Foundation design for Radio Shelter and Antenna pole including attachment to structures.
4. Traction Power
- a. Review Caltrain's PCEP traction power design.
 - b. Provide traction power design support as needed to other disciplines.
- c. Utilities Design
- 1. Development of utility protection, demolition, and relocation plans including utility disposition tables, and typical sections.
 - 2. Prepare technical memorandum documenting assumptions, outstanding issues, and design variances.
 - 3. Provide utility disposition and design of relocations, where necessary.
- d. Survey
- 1. Review survey information provided by Caltrain, Prologis, and others.
 - 2. Provide feedback on coordinate system, datums, etc.
 - 3. Support TJPA in obtaining access to the Railyard for further survey work.
 - 4. Perform full topographic survey of agreed upon features and limits.

Deliverables:

- 1. *30% Design Plans and Memoranda*
- 2. *60% Design Plans and Technical Specifications*
- 3. *90% Design Plans and Technical Specifications*
- 4. *100% Design Plans and Technical Specifications*
- 5. *Issue for Bid Plans and Technical Specifications*

B.2 Building Demolition. Prepare advance package design drawings, specifications, and bid documents for each building to be demolished to allow for cut-and-cover construction access and provide space for ventilation structures.

Deliverables:

- 1. *30% Design Plans and Memoranda*
- 2. *60% Design Plans and Technical Specifications*
- 3. *90% Design Plans and Technical Specifications*
- 4. *100% Design Plans and Technical Specifications*
- 5. *Issue for Bid Plans and Technical Specifications*

B.3 Utility Relocation. Prepare advance package design drawings, specifications, and bid documents. The scope for this task will include:

- 1. Preparation and submittal utility relocation plans and technical specifications
- 2. All associated coordination with both private and public utility companies. and agencies to achieve a design with stakeholder input.
- 3. Preparation of a Traffic Management Plan for Advanced Utility Relocation.
- 4. Utility potholing and preparation of a summary report.

Deliverables:

- 1. *60% Design Plans and Technical Specifications*
- 2. *90% Design Plans and Technical Specifications*
- 3. *100% Design Plans and Technical Specifications*
- 4. *Issue for Bid Plans and Technical Specifications*

C. Progressive Design Build Bid Documents

Develop other drawings and documents, as required, based on the selected project delivery method, such as instrumentation, specifications, technical requirements, and Geotechnical Baseline Report.

C.1 Main Civil Package. In general, work will include providing technical support services to the TJPA and PMPC in developing and advertisement of the Main Civil progressive design build package.

1. Development of Bid Documents
 - a. Assist in determining what technical information is to be provided to the bidders as Contract Documents and as Reference Documents.
 - b. Package the following 30% preliminary engineering documents (e.g. drawings and reports) in the agreed upon format for inclusion in the Contract and Reference Documents.
 - i. Mined tunnel plans (current base case SEM mined tunnel)
 - ii. Cut-and-cover subway structure plans (at the Throat, and Second and Townsend streets)
 - iii. Emergency ventilation/exiting building architectural, structural, mechanical, and electrical plans at the Second and Harrison and Third and Townsend ventilation structures
 - iv. Track plan updates, including adjustments for updated/verified property boundaries (ROW work by others)
 - v. Fourth and Townsend Street Station structural, architectural, emergency ventilation plans including updating the station design for a revised track profile (3% grade on u-wall)
 - c. Provide inputs to updates of Design Criteria.
 - d. General support from: track, systems, and architecture including a longitudinal CFD model in Ventilation Zone 2 (Throat).
 - e. LIDAR as-built survey in Platform and Lower Concourse levels of the transit center.
 - f. Provide technical input on the Design and Construction General Requirements and Standards and Specifications sections of the Technical Provisions.
 - g. Perform necessary redesign services as may be required due to VE concepts and other considerations.
 - h. Preparation of Geotechnical Baseline Report, including additional borings, as necessary.

Deliverables:

1. *Repackaged 30% documents including redesigned elements*
2. *Transit Center Train box LIDAR As-built Survey*
3. *Geotechnical Baseline Report*

D. Track and Systems

Develop final design and procurement documents based on the Construction Manager/General Contractor project delivery method for the track and systems package.

D.1 Track and Systems Package. The scope includes final design work in support of the planned Track and Systems CMGC package. This design focuses on:

- Signals/Train Control
- Communications
- Overhead Contact System (OCS)
- Water/Air
- Tunnel Ventilation
- Tunnel Lighting and Electrical
- Trackwork

- Traction Power, as required

Deliverables:

1. *60% Design Plans and Technical Specifications*
2. *90% Design Plans and Technical Specifications*
3. *100% Design Plans and Technical Specifications*
4. *Issue for Bid Plans and Technical Specifications*

E. Station Fitout

Develop final design and procurement documents based on the Construction Manager/General Contractor project delivery method for the station fitout package.

E.1 Station Fitout Package. The scope includes final design work in support of the planned Station Fitout CMGC package for the fit-out of the train box of the Salesforce Transit Center and the Fourth and Townsend Street Station as well as two ventilation structures along the tunnel alignment. This design focuses on:

- Interior finishes including platforms, partitions, and doors
- Vertical circulation
- Above grade structures
- Mechanical
- Electrical
- Plumbing
- Signage
- Fare collection systems, as required

Deliverables:

1. *60% Design Plans and Technical Specifications*
2. *90% Design Plans and Technical Specifications*
3. *100% Design Plans and Technical Specifications*
4. *Issue for Bid Plans and Technical Specifications*

4.0: INTERAGENCY COORDINATION

Technical and approvals coordination with the relevant agencies having jurisdiction (AHJs), including the negotiation of critical and non-critical third-party agreements between TJPA and the various AHJs as needed. Regular meetings between TJPA and AHJs to advance that coordination and to advance those agreements.

Deliverables:

1. *Third Party Agreements Plan*
2. *Critical Third Party Agreements*
3. *Non-critical Third Part Agreements*

5.0: OTHER ENGINEERING SERVICES

Other engineering services as needed, including, potentially, but not limited to, economics, construction management.

A. Economic Impact

Determine the role of DTX in the region's planned growth and the broader state and national economies. Inform talking points for project benefits.

A.1 Economic Impact Study. TJPA and their consultants will prepare an impact study that looks at the role of the DTX in the region's planned growth and the broader state and national economy will be needed as the TJPA and stakeholders redefine the DTX project as part of a regionwide transportation strategy. The report will describe achieved and expected job, office, and residential growth in the vicinity of the Fourth and Townsend and Salesforce Transit Center Stations. Short- and long-term job growth, and overall economic benefits that can be attributed to the Transbay Program.

Deliverables: *Economic Impact Study*

6.0: PROFESSIONAL SERVICES

Other professional services as needed, including but not limited to, archaeology, right of way support services, and property management services.

7.0: PERMITS

Permit application fees as necessary, including SF Planning, the Dept. of Building Inspection, Caltrans, and others.

**II. San Francisco Proposition K Allocation Request Scope:
DTX Engineering Development and Procurement Preparation**

The subject Prop K allocation request will fund the preparation of 90%, 100%, and Issue for Bid Documents for Advance Utility design work, preparation of Progressive Design Build Bid Documents for the Main Civil Construction package for the DTX tunnel and structures, and Program Management support. This work will be performed by TJPA's consultant team for Program Management/ Program Controls (PMPC) and the General Engineering Consultant (GEC). This work will be supported and supervised by TJPA Staff, though no TJPA Staff time is anticipated to be funded by this request. The work is scheduled to be complete by December 31, 2023. Previous Proposition K allocations for NTP 1, NTP 2A, and NTP 2B assisted TJPA to achieve 30% design and meet FTA's requirements under the Capital Investment Grant (GIG) program. The current allocation request will bring the DTX project closer to ready for procurement status.

A. Program Management \$517,600

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. (PMPC)

- 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 provides staff planning, supervision, and support for the Program Team, including coordination among project teams. The Program Manager also assist the TJPA in completing other program requirements such as developing scope for funding applications, developing third party agreements, assisting TJPA in securing Program approvals, and providing other related services. The Program Manager and Deputy Program Manager are designated as key personnel positions.
- 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.
- Assist in the development and management of project design criteria, cost estimates and schedule.
- Provide technical and project specific assistance to TJPA, including preparation of letters and presentations.

A.2 Program Meetings and Coordination. (PMPC)

PMPC will plan and attend project meetings including, but not limited to: bi-monthly meetings with SFCTA staff and the design team, IPMT, Executive Steering Committee, and TJPA Board meetings. PMPC Program Coordination activities include organizing project meetings with outside agencies and other stakeholder coordination activities to support design and stakeholder management efforts.

Deliverables/Schedule:

1. *Bi-weekly meetings/meeting minutes (ongoing)*
2. *As-needed coordination with stakeholders (ongoing)*
3. *Analyze preliminary level impacts to the project if a specific concern or comment from a stakeholder increases project risk, scope, cost, or duration (ongoing)*
4. *Coordinate with rail operators on design criteria (ongoing)*

B. Program Implementation and Support Activities \$1,243,500

B.1 Project Implementation Plan and Contract Model Selection/Development. (PMPC)

Advance the work outlined in the Project Implementation Roadmap prepared in 2022. Including contract model selection and contract development, development of a Contract Integration and Interface Management Program Plan, facilitation of stakeholder workshops to drive impactful engagement with project partners, continued market engagement aligned with the selected packaging and procurement methods. Support interface management.

Deliverables/Schedule:

1. *Contract Model Selection Report: June 2023*
2. *Contract Integration and Interface Management Program Plan: July 2023*
3. *Implementation Roadmap Update: December 2023*

B.2 Issue Resolution. (PMPC)

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.

Deliverables/Schedule: *Issue Action Logs: On-going*

B.3 Risk Management. (PMPC)

Provide Risk Manager. Organize and facilitate quarterly risk management workshop in conjunction with FTA and stakeholders. Update Risk Register quarterly. It is assumed that any external experts required to attend the workshop would be provided by the funding partner.

Deliverables/Schedule: *Update Risk Register: Quarterly*

B.4 Utility Coordination. (PMPC)

Provide limited utility coordination oversight to verify project teams are successful in making arrangements for timely and cost-effective relocations of existing facilities.

B.5 Real Estate Acquisition Management. (PMPC)

Provide support, supervision, and management of various consultant disciplines providing services related to right-of-way pre-acquisition activities. Coordinate the selection process of various ROW contractors. Ensure that all ROW requirements have been secured by the date required for construction to proceed. Ensure documents, reports, written correspondence, notices, forms, and related materials associated with ROW activities are uniform, complete, and comply with all applicable federal and state requirements and the TJPA's policies and protocols. Establish and maintain files and recordkeeping related to ROW acquisition.

B.6 FTA New Starts Coordination Support. (PMPC)

Support coordination with the FTA and their Program Management Oversight Consultant, this will include monthly calls/virtual meetings with FTA. These meetings will primarily serve to keep FTA staff up to date regarding project and potential decisions that maybe made in the coming weeks and months, as well as keep FTA informed regarding decisions that have been made regarding the project.

C. Phase 2 Design

\$7,622,200

The PMPC Engineering Manager and support staff will be responsible for managing the project scope, schedule, budgets and contracting during the design phase. The General Engineering Consultant (GEC) will perform design and procurement packaging work on the advance utility construction package and the main civil package.

C.1 Engineering Contract Management. (PMPC)

Assist in finalizing the scope, deliverables, schedule and budget for Engineering Contract.

C.2 Project Management. (PMPC)

Provide project management oversight of the design team.

C.3 Design Submittal Reviews and Support for Contract Specifications. (PMPC)

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. Assist TJPA in the preparation of the front-end contract specifications (Division 00 and Division 01) for the Progressive Design Build bid documents for the Main Civil Package.

Deliverables/Schedule:

1. *Comments on design submittals, as needed (ongoing)*
2. *Contract Specifications for Progressive Design Build bid documents (Support for TJPA)*

C.4 Design and Procurement Package Work. (GEC)

Perform design and procurement package preparation work as described below:

- o **Advance Utility Relocation:** Preparation and submittal of 90%,100%, and Issue for Bid design and procurement utility relocation plans and technical specifications. Coordination with both private and public utility companies and agencies. Utility potholing and preparation of a summary report.
- o **Main Civil Package:** Package, and where necessary, update the 30% plans for the: mined tunnel, cut-and-cover structures, ventilation structures, trackwork, and Fourth and Townsend Street Station. Prepare technical specifications. Provide input to the design criteria.
- o **Design Team Management and Stakeholder Coordination:** Monthly status reports, project meetings, monthly GEC input to Program Master Schedule, Quality Control and Quality Assurance, coordination with: train operators, federal/state/local agencies, adjacent projects, and property owners/developments. Including coordination with Caltrain's designer for enabling works in the Fourth and King Railyard. Other direct costs.

Deliverables/Schedule:

1. *Advance Utility potholing memorandum: April 2023*
2. *Advance Utility 90% plans and technical specifications: July 2023*
3. *Advance Utility 100% plans and technical specifications: August 2023*
4. *Advance Utility Issue for Bid plans and technical specifications: October 2023*
5. *Draft Main Civil Package Progressive Design Build Procurement reference plans, reports, and technical specifications: December 2023*
6. *Status reports: Monthly*

D. Project Controls

\$164,100

The TJPA Project Controls Manager will develop and implement program/project controls. The TJPA Program Controls Manager will work with TJPA and PMPC support staff to accomplish the following scope of work. The budget to fund the TJPA Project Controls Manager is not included in this request. What follows is the PMPC support costs.

D.1 Program Master Schedule. (PMPC)

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.

Deliverables/Schedule: *Program Master Schedule Update: Monthly*

D.2 Status Reporting. (PMPC)

Prepare monthly and quarterly reports of Program status.

Deliverables/Schedule:

1. *Quarterly Program Status Reports to the Authority Board, Stakeholders and Funding Agencies (ongoing)*
2. *Monthly Progress Reports to Authority staff*

D.3 Work Breakdown Structure. (PMPC)

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.

D.4 Invoicing and Subconsultant Contract Management. (PMPC)

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.

E. Quality Control/Quality Assurance (QC/QA) \$21,600

E.1 QA Oversight. (PMPC)

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/Schedule: *Audit Reports: Quarterly*

F. Document Management and Administrative Support \$431,000

F.1 Administrative Support/Technical Editing. (PMPC)

Administrative support including, 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. Other direct costs.

F.2 Document Control. (PMPC)

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 PMPC team'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.

F.3 Presentation Support. (PMPC)

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.

DTX FUNDING PLAN

Currently Committed Funding Sources	Amount (YOES Millions)
Regional	
MTC Regional Measure 3	\$ 325
MTC Contribution to Engineering (via Prop K)	\$ 3
Local and Caltrain	
Caltrain FY22/23 Contribution to PD/Engineering	\$ 1.5
SF Sales Tax	
SFCTA Contribution to Engineering (via Prop K)	\$ 3
Other Prop K	\$ 18
Prop L	\$ 300
Transit Center District Funds	
CFD Bond Proceeds/Pay-Go (previous issuances)	\$ 32
CFD Bond Proceeds 2021B & 2022B	\$ 73
CFD Pay-Go Funds	\$ 28
CFD Future Proceeds Thru FY28/29	\$ 89
Tax Increment Bond Proceeds	\$ 114
Transit District Impact Fees	\$ 16
Developer Funds	\$ 62
Subtotal	\$ 1,064

Budgeted Funding Sources	Amount (YOES Millions)
State	
CHSRA Contribution to Engineering	\$ 3
Local and Caltrain	
Caltrain FY23/24 Contribution to Engineering	\$ 1.5
Transit Center District Funds	
Future CFD Funds	\$ 465
Additional Tax Increment Bond Proceeds	\$ 40
Land Sale Revenues	\$ 6
Subtotal	\$ 515

Planned Funding Sources	Amount (YOES Millions)
Federal	
Federal CIG New Start	\$ 3,300
Federal Non-CIG (e.g., MEGA, CRISI, FSP, etc.)	\$ 623
State	
TIRCP (Multi-Cycle)	\$ 560
High-Speed Rail (State/Federal Funds and/or CHSRA TBD)	\$ 550
Local	
Regional Transportation Improvement Program	\$ 18
Central SOMA Impact Fees and/or Other Local Source(s)	\$ 50
Subtotal	\$ 5,101

Potential/Future Funding Sources	Amount (YOES Millions)
Regional	
Regional Grants	TBD
Other Regional/County-Level Sources or Contributions	TBD
Local	
New/Expanded Transit District Sources	TBD
Other Future/Additional Local Sources	TBD
Passenger Facility Charge	TBD
Private Contribution or Investment	TBD
Subtotal	TBD
Total	\$ 6,680

Funding and Cost	Amount (YOES Millions)
Federal CIG New Start – Planned	\$ 3,300
Currently Committed Funding	\$ 1,064
Total Estimated Capital Cost (subject to refinement)	\$ 6,680

49%
31% of non-CIG

DTX COST ESTIMATE

DRAFT 2023 Full DTX Cost Estimate

Subject to change due to FTA review and adjustments after FTA submittal in February 2023. Baseline budget to be adopted by TJPA Board in August 2023

Category	Cost Estimate (\$m)
Utility Relocation	\$34
Demolition	\$8
Civil / Tunnel	\$2,336
Station Fit Out	\$698
Systems & Trackwork	\$526
Allowances	\$114
Subtotal Construction	\$3,716
ROW acquisition	\$340
Programwide	\$904
Design Contingency	\$856
Construction Contingency	\$370
Program Reserve	\$494
Subtotal	\$2,964
GRAND TOTAL	\$6,680

* Estimate is presented in Year of Expenditure Dollars
**Values do not total due to rounding

**San Francisco County Transportation Authority
Prop K Allocation Request Form**

SFCTA OVERSIGHT PROTOCOL FOR DOWNTOWN RAIL 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 the Downtown Rail Extension (DTX). The intent is to integrate the SFCTA Project Management Oversight team (SFCTA PMO) into the TJPA Project Management Team's processes and protocols, in order to serve as a resource to the project, in addition to serving 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 SFCTA oversight will be borne by the SFCTA.

SFCTA oversight is intended to be consistent with, and complementary to, the work program and governance established by the existing San Francisco Peninsula Rail Program Memorandum of Understanding (Existing MOU). It is expected that a successor arrangement for multi-agency governance of DTX (Successor Framework) will be established to replace the Existing MOU following its conclusion. SFCTA oversight is and will be in addition to any specific work program task roles for SFCTA established by the Existing MOU and/or the Successor Framework.

SFCTA oversight is additionally intended to complement oversight by the Federal Transit Administration (FTA) and its Project Management Oversight Consultant (PMOC). Performance of FTA oversight does not satisfy or replace SFCTA oversight requirements.

1. The TJPA Project Management Team (TPMT) will have an open-door policy and work closely with the SFCTA PMO, which 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, in order to stay abreast of all project activities and, when warranted, may also attend, as an observer, partnering sessions and progress meetings with project contractors. The TPMT will periodically 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 for SFCTA attendance.
3. Subject to FTA concurrence, the SFCTA PMO will attend meetings with the FTA and its PMOC and Financial Management Oversight Consultant (FMOC).
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 contractor proposal/bid reviews.
7. The SFCTA PMO will monitor quality through regular discussions with the TPMT and the DTX Quality Manager.

8. The SFCTA PMO will be a member of the Risk Management team and participate in Risk Management meetings and receive copies of the project risk register, its monthly or quarterly updates, and risk reports.
9. The SFCTA PMO will serve as a voting member of the Configuration Management Working Group (CMWG) and any successor body established by the Successor Framework (i.e., Configuration and Change Management Body, as contemplated in the initial DTX Governance Study recommendations approved in September 2022). The SFCTA agrees that its PMO will have the appropriate technical and Project Management background and will not have veto power.
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.

San Francisco County Transportation Authority Allocation Request Form

FY of Allocation Action:	FY2022/23
Project Name:	Pennsylvania Avenue Extension Pre-Environmental Bridging Study
Grant Recipient:	San Francisco County Transportation Authority

EXPENDITURE PLAN INFORMATION

PROP K Expenditure Plans	Transbay Terminal / Downtown Caltrain Extension
Current PROP K Request:	\$2,500,000
Supervisorial Districts	District 06, District 10

REQUEST

Brief Project Description

The Downtown Rail Extension (DTX) will extend Caltrain and future California High-Speed Rail service from the existing 4th and King railyard to the Salesforce Transit Center. The Pennsylvania Avenue Extension (PAX) is the preferred route for the DTX to continue south from 4th and King via tunnel along Pennsylvania Avenue to avoid at-grade crossing conflicts with 16th Street and Mission Bay Drive. The Transportation Authority has completed the PAX Project Initiation Report. This Prop K request will fund the next phase of PAX development by conducting a Pre-Environmental Bridging Study.

Detailed Scope, Project Benefits and Community Outreach

See attached.

Project Location

4th and Townsend Station to 7th Street and Pennsylvania Avenue

Project Phase(s)

Planning/Conceptual Engineering (PLAN)

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:	\$2,500,000

San Francisco County Transportation Authority Allocation Request Form

FY of Allocation Action:	FY2022/23
Project Name:	Pennsylvania Avenue Extension Pre-Environmental Bridging Study
Grant Recipient:	San Francisco County Transportation Authority

ENVIRONMENTAL CLEARANCE

Environmental Type:	Categorically Exempt
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PROJECT DELIVERY MILESTONES

Phase	Start		End	
	Quarter	Calendar Year	Quarter	Calendar Year
Planning/Conceptual Engineering (PLAN)	Jan-Feb-Mar	2020	Oct-Nov-Dec	2024
Environmental Studies (PA&ED)				
Right of Way				
Design Engineering (PS&E)				
Advertise Construction				
Start Construction (e.g. Award Contract)				
Operations (OP)				
Open for Use				
Project Completion (means last eligible expenditure)			Oct-Nov-Dec	2024

SCHEDULE DETAILS

The Pre-Environmental Bridging Study is planned to take approximately 18 months to complete. Advancing the project through the Bridging Study, environmental review, design, procurement, and construction is expected to require a minimum of 12-15 years in total.

San Francisco County Transportation Authority Allocation Request Form

FY of Allocation Action:	FY2022/23
Project Name:	Pennsylvania Avenue Extension Pre-Environmental Bridging Study
Grant Recipient:	San Francisco County Transportation Authority

FUNDING PLAN - FOR CURRENT REQUEST

Fund Source	Planned	Programmed	Allocated	Project Total
EP-105: Transbay Terminal / Downtown Caltrain Extension	\$0	\$2,500,000	\$0	\$2,500,000
Phases In Current Request Total:	\$0	\$2,500,000	\$0	\$2,500,000

FUNDING PLAN - ENTIRE PROJECT (ALL PHASES)

Fund Source	Planned	Programmed	Allocated	Project Total
PROP K	\$0	\$2,500,000	\$1,600,000	\$4,100,000
Funding Plan for Entire Project Total:	\$0	\$2,500,000	\$1,600,000	\$4,100,000

COST SUMMARY

Phase	Total Cost	PROP K - Current Request	Source of Cost Estimate
Planning/Conceptual Engineering	\$4,100,000	\$2,500,000	Engineer's estimate based on scope of work
Environmental Studies	\$0		
Right of Way	\$0		
Design Engineering	\$0		
Construction	\$0		
Operations	\$0		
Total:	\$4,100,000	\$2,500,000	

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

PAX Pre-Environmental Bridging Study						SFCTA Staff						
						Rate	\$331	\$303	\$211	\$257	\$186	\$210
Task	Activity	Cost	Staff Cost	Consultant Cost	Staff Hours	Deputy Director	Rail Program Manager	Senior Engineer	Director Comms	Senior Comms Officer	Principal Planner	Principal Modeler
1	Project Management	\$379,204	\$179,304	\$199,900	676	76	300	300	0	0	0	0
2	Alternatives Refinement and Analysis	\$849,980	\$150,080	\$699,900	635	0	160	295	0	0	100	80
3	Implementation Strategy	\$564,368	\$189,368	\$375,000	716	75	320	241	0	0	80	0
4	Public and Stakeholder Engagement	\$156,604	\$43,229	\$113,375	196	0	30	30	36	100	0	0
5	Pre-Environmental Report	\$149,718	\$49,998	\$99,720	207	0	65	100	0	0	22	20
Total Labor & Direct Costs		\$2,099,873	\$611,978	\$1,487,895	2430	151	875	966	36	100	202	100
Other Agency Costs*		\$200,000										
Contingency		\$200,127										
Total		\$2,500,000										

* Budget to provide for Study task/deliverable work undertaken by other agency(ies).

PAX Pre-Environmental Bridging Study						Consultant								
						Rate	\$300	\$375	\$290	\$250	\$225	\$125	\$300	\$350
Task	Activity	Cost	Staff Cost	Consultant Cost	Consultant Hours	Program Management	Project Director	Project Manager	Design	Project Controls	Admin Support	Operations Analysis	Technical SMEs	Direct Cost
1	Project Management	\$379,204	\$179,304	\$199,900	723	333	17	280	0	8	85	0	0	0
2	Alternatives Refinement and Analysis	\$849,980	\$150,080	\$699,900	2118	333	77	320	821	162	5	80	320	\$100,000
3	Implementation Strategy	\$564,368	\$189,368	\$375,000	1310	250	80	400	340	120	0	0	120	0
4	Public and Stakeholder Engagement	\$156,604	\$43,229	\$113,375	145	0	0	100	30	0	15	0	0	\$75,000
5	Pre-Environmental Report	\$149,718	\$49,998	\$99,720	268	83	20	58	160	0	0	0	30	0
Total Labor & Direct Costs		\$2,099,873	\$611,978	\$1,487,895	4564	999	194	1158	1351	290	105	80	470	
Other Agency Costs*		\$200,000												
Contingency		\$200,127												
Total		\$2,500,000												

* Budget to provide for Study task/deliverable work undertaken by other agency(ies).

San Francisco County Transportation Authority Allocation Request Form

FY of Allocation Action:	FY2022/23
Project Name:	Pennsylvania Avenue Extension Pre-Environmental Bridging Study
Grant Recipient:	San Francisco County Transportation Authority

SFCTA RECOMMENDATION

Resolution Number:		Resolution Date:	
Total PROP K Requested:	\$2,500,000	Total PROP K Recommended	\$2,500,000

SGA Project Number:		Name:	Pennsylvania Avenue Extension Pre-Environmental Bridging Study
Sponsor:	San Francisco County Transportation Authority	Expiration Date:	06/30/2025
Phase:	Planning/Conceptual Engineering	Fundshare:	100.0%

Cash Flow Distribution Schedule by Fiscal Year

Fund Source	FY2022/23	FY2023/24	FY2024/25	Total
PROP K EP-105	\$250,000	\$1,750,000	\$500,000	\$2,500,000

Deliverables

1. Quarterly progress reports shall contain a percent complete by task, percent complete of the overall project, and a summary of stakeholder issues and concerns raised in the previous quarter, in addition to the standard requirements for progress reports.
2. On completion of Task 2 (estimated by June 2024): Provide alternative design concepts, station design concepts, and cost/risk/schedule deliverables.
3. On completion of Task 3 (estimated by September 2024): Provide environmental approach document, environmental governance document, and funding and implementation strategy.
4. On completion of Task 5 (estimated by December 2024): Provide draft report and final report.

Metric	PROP K	TNC TAX	PROP AA
Actual Leveraging - Current Request	0.0%	No TNC TAX	No PROP AA
Actual Leveraging - This Project	0.0%	No TNC TAX	No PROP AA

San Francisco County Transportation Authority Allocation Request Form

FY of Allocation Action:	FY2022/23
Project Name:	Pennsylvania Avenue Extension Pre-Environmental Bridging Study
Grant Recipient:	San Francisco County Transportation Authority

EXPENDITURE PLAN SUMMARY

Current PROP K Request:	\$2,500,000
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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:

JK

CONTACT INFORMATION

	Project Manager	Grants Manager
Name:	Jesse Koehler	Anna LaForte
Title:	Rail Program Manager	Deputy Director for Policy & Programming
Phone:	(415) 522-4823	(415) 522-4805
Email:	jesse.koehler@sfcta.org	anna.laforte@sfcta.org

PROJECT NAME: Pennsylvania Avenue Extension

PHASE: Pre-Environmental Bridging Study

PROP K REQUESTED: \$2,500,000

OVERVIEW:

The Downtown Rail Extension (DTX or The Portal) will extend Caltrain and future California High-Speed Rail (CHSR) service from the existing 4th and King railyard to the Salesforce Transit Center. The Pennsylvania Avenue Extension (PAX) is the City's preferred route for the Caltrain south of DTX, to continue from the DTX's 4th and Townsend station, via a tunnel beneath 7th Street and Pennsylvania Avenue. PAX will grade separate existing at-grade crossings at Mission Bay Drive and 16th Street. The Transportation Authority has completed the PAX Project Initiation Report and is moving forward to the next phase of planning and design development for the project. This Prop K request will fund the next phase of PAX development by conducting a Pre-Environmental Bridging Study.

Project Background

The Rail Alignment and Benefits (RAB) Study, led by the San Francisco Planning Department in cooperation with the Transportation Authority and other agency partners, assessed the major transportation and land use issues resulting from the electrification of Caltrain, the arrival of CHSR, and the DTX project. The RAB Study, which was completed in 2018, examined alternative rail alignments to connect the fast-growing South of Market and Mission Bay neighborhoods with the rest of San Francisco. The RAB Study's recommended alternative for the Caltrain corridor was a tunnel extending south from the environmentally-cleared DTX interface at the 4th and King railyard, down 7th Street and Pennsylvania Avenue, connecting to the existing at-grade Caltrain tracks near Cesar Chavez. This broad alignment was carried forward for further development through the PAX Project Initiation Report phase completed by Transportation Authority in 2022.

The Project Initiation Report developed and evaluated a range of conceptual alignment alternatives for the project, reflecting different tunnel configurations and construction methods, with varying implications for existing and potential future station locations along the alignment. In July 2022, the Transportation Authority Board approved the PAX Project Initiation Report, which identified three broad alternatives, based on a preliminary evaluation of constructability, cost, schedule, risk, environmental considerations, and benefits.

To follow the Project Initiation Report and to continue to develop the PAX project, a Pre-Environmental Bridging Study (Study) is required to prepare the project for environmental review. The purpose of the Study is: 1) to further refine and narrow shortlisted alternatives through planning, design, and public outreach; and 2) to develop the organizational and technical approach to the environmental phase through interagency coordination and engagement.

Scope of Work

Development and delivery of the PAX project is a major undertaking that will require multiple parties to work together over an extended period. In addition, close coordination with related projects managed by various agencies will be needed.

Refining the analysis and study completed through the Project Initiation Report, the Pre-Environmental Bridging Study will seek to identify the most viable PAX alternatives to advance into the environmental

clearance phase. This will be accomplished through technical analysis and evaluation, as well as engagement with partner agencies, stakeholders, and the public.

Task Area 1 – Project Management

This Task Area provides for overall project management, administration, and coordination activities for the Study, including consultant procurement, inter-agency engagement, and ongoing project management.

Estimated Task Schedule: April 2023 through December 2024.

1.1 Consultant Procurement

Prepare draft consultant scope(s) of work and owner’s budget estimate. Prepare procurement documentation. Conduct selection process(es). Negotiate consultant contract(s) and/or task order(s), including agreed scope of work, schedule, and budget.

Deliverables:

- Procurement documentation
- Consultant contract(s) and/or Task Order(s)

1.2 Work Plan

Work with consultant(s) to prepare detailed work plan and schedule for the Study. Maintain work plan and schedule throughout Study as living documents.

Deliverables:

- Study Work Plan
- Study Schedule

1.3 Project Management, Coordination, Administration

Conduct ongoing project management activities, including management of the consultant team. Convene and facilitate regular project management meetings and discussions. Prepare project management reports detailing work activity issues. Manage project issues and Study-phase risks.

Deliverables:

- Project management tools and regular meetings
- Monthly progress reports

1.4 Interagency Engagement

Conduct engagement with partner agencies, including with City departments, Caltrain, California High-Speed Rail Authority (CHSRA), Link21 (BART and Capitol Corridor), Caltrans, Metropolitan Transportation Commission (MTC), Transbay Joint Powers Authority (TJPA), and other agencies as appropriate. Convene Technical Advisory Group (TAG) meetings at regular milestones throughout development of the Study. Engage directly with partners as required for agency-specific needs.

Deliverables:

- TAG roster
- TAG meetings and meeting materials

Task Area 2 – Alternatives Refinement and Analysis

This Task Area encompasses design and other technical work to advance the most viable PAX alternatives and prepared the technical approach to the environmental phase for the PAX project.

Estimated Task Schedule: July 2023 through June 2024.

2.1 Decision Framework and Evaluation

Building on the Project Initiation Report, develop a framework to assess and compare the attributes and costs of PAX alternatives. Framework should be developed to support the Study's recommendation on those alternatives to advance into environmental review. Based on outputs of other tasks, apply the framework and develop recommendations.

Deliverables:

- Decision framework
- Evaluation and recommendation

2.2 Alternative Refinement

2.2.1 Alternative Design Concepts: Develop alternative technical concepts for tunnel configuration/design, interface, and construction. Develop sketch-level concepts working with Study Team and partners in collaborative/working sessions and through consideration of options, such as those enabled by relaxation of certain previously-assumed constraints. For approximately 1-2 promising alternative concept(s), advance design and technical development to a sufficient level to compare with alternatives from the Project Initiation Report phase.

2.2.2 Existing Alternatives Refinement: Refine design understanding of previously-studied alternatives through further consideration of utility/infrastructure conflicts, tunnel geometry, and ground treatment. This may include focus on key constraints or risks, such as the narrow twin-bore arrangement under 7th Street and low ground cover single bore configuration under Pennsylvania Avenue. This sub-task will be supported by (and coordinated with) other tasks within Task Area 2.

Deliverables:

- Alternative design concept(s) – initial concept design
- Existing alternatives – refined design analysis

2.3 Station Design

Develop station design concepts for integration with PAX alternatives. Includes development of design concepts for tunnel station alternative associated with Alternative A (long tunnel) from the Project Initiation Report. Also includes further development of design for options that require some reconfiguration-in-place of the existing 22nd Street Station, as well as any alternative technical concepts developed through Task 2.2. Task 2.3 will bring station design development to a level sufficient to understand cost and risk at a level comparable to other design development activities of the Study.

Deliverables:

- Station design concept plans

2.4 Project Interfaces

Further develop understanding of project interfaces and provide for technical coordination with

partners in support of a coordinated approach to these interfaces. Advance design and sequencing/phasing approach for: 1) DTX/PAX/Railyards interface; and 2) I-280/PAX interface. Includes coordination with the Caltrain Railyards Business Case process, with TJPA for DTX interface, and Caltrans for state highway infrastructure interface(s).

Deliverables:

- Interface coordination meetings/charrettes
- Interface integration and sequencing approach

2.5 Operational Analysis

Work with Caltrain and CHSRA to refine the operational analysis of PAX construction, cut-over, and operation. As appropriate, operational analysis may include consideration of relationship to 22nd Street Station, future Bayview Station, and DTX/Railyards.

Deliverables:

- Technical Memorandum: Operational Analysis

2.6 Existing Infrastructure Assessment

Conduct further assessment of existing infrastructure upon which viable alternatives are contemplated to rely. Includes Caltrain Tunnels #1 and #2, and, to the extent relevant, could include Caltrans infrastructure and the existing 22nd Street Station. Develop analysis to validate/refine assumed design and construction approach(es). Compile other available information from partner agencies. Provide input to alternative evaluation, including risk, cost, and constructability assessments.

Deliverables:

- Technical Memorandum: Existing Infrastructure Assessment

2.7 Constructability

Refine construction approaches for viable alternatives, with considerations of potential lay-down areas, tunneling method, Right of Way (ROW) considerations, utility works, construction sequence, and constructability issues. Level of analysis and investigation will be developed in support of: 1) recommending alternatives to advance into environmental review; and 2) initial development of technical scope-of-work for design and other technical work to be undertaken during the environmental review.

Deliverables:

- Technical Memorandum(s): Constructability and related analyses

2.8 Cost, Risk, and Schedule

This Task will develop cost, risk, and schedule information for new viable alternatives developed through Task 2.2.1 and update information for other alternatives, based on current project understanding.

2.8.1 Cost Estimate: Refine existing capital cost estimate for PAX alternatives based on design and construction concept plans and other project information.

2.8.2 Risk Management: Further understand project risks relating to each viable alternative. Refine

risk analysis by considering refined design, environmental approach, constructability, interagency engagement, and other Study activities. Conduct risk workshops with Study Team and update risk register.

2.8.3 Refined Schedule: Refine the existing program-level schedule with key milestones for the environmental process, design, ROW, procurement, construction, and commissioning and testing.

Deliverables:

- Capital cost estimate
- Risk register
- Schedule

Task Area 3 – Implementation Strategy

This Task Area includes tasks to support organizational preparation for the environmental phase, as well as work to advance funding and implementation considerations for the project.

Estimated Task Schedule: January 2024 through September 2024.

3.1 Environmental Strategy

Develop a strategy for the environmental clearance phase. Identify what level of review is anticipated for CEQA and NEPA. Prepare initial/high-level analysis to document the expected approach for NEPA/CEQA, including delineation of technical scope, schedule, level of effort, and strategic considerations.

Deliverables:

- Environmental Phase Approach Document

3.2 Governance

Develop high-level approach to multi-agency partnership for the environmental phase. Prepare draft charter and/or outline draft memorandum of understanding (MOU) between involved agencies. Work with partner agencies to develop/review approach.

Deliverables:

- Environmental Phase Governance Approach

3.3 Caltrans Process

Caltrans Approach: Based on anticipated viable alternatives, identify type and timing of Caltrans review process and documentation, if any. Conduct initial engagement with Caltrans staff to support identification of Caltrans process, as appropriate.

Coordinate with Caltrans staff and support Caltrans review processes.

Deliverables:

- Technical Memorandum: Caltrans Approach and Requirements

3.4 Funding and Implementation Strategy

3.4.1 Funding Strategy: Develop a preliminary funding strategy, including identification of potential funding sources, funding eligibility, requirements, timing, and agency responsibilities. Support

funding program monitoring and project information requests from funding agencies. Pursue funding/grant opportunities for the environmental phase.

3.4.2 Implementation Roadmap: Develop an implementation Roadmap to encompass activities identified in Task Area 3, including description of anticipated implementation timeline, expected agreements, and other strategic considerations. Roadmap to be incorporated into final report prepared in Task Area 5.

Deliverables:

- Technical Memorandum: Funding Strategy
- Technical Memorandum: Implementation Roadmap

Task Area 4 – Public and Stakeholder Engagement

This Task Area provides for engagement and coordination with partner agencies and the public.

Estimated Task Schedule: To be determined, based on Engagement Plan.

4.1 Engagement Strategy

Develop a public/stakeholder engagement and outreach plan for the Pre-Environmental Bridging Study phase. Seek input from community affairs staff at partner agencies. Retain consultant support, as needed, to prepare and undertake the outreach plan.

Deliverables:

- Engagement Plan

4.2 Project Information

Develop project information to communicate project status, rationale, benefits, and constraints, to support addressing questions raised by the community, including areas surrounding the project corridor and others affected by the project (e.g., commuters, institutions.)

Deliverables:

- Project Collateral (e.g., fact sheet, presentation materials, etc.)

4.3 Engagement Activities

Conduct outreach and engagement activities, per the public outreach plan.

Deliverables:

- Outreach activities/events

Task Area 5 – Pre-Environmental Report

This Task Area will develop a Study final report summarizing the findings of the technical assessment work based on all the tasks conducted above. The Transportation Authority and the partners will utilize this Pre-Environmental Bridging Study Report as a basis for consideration of decision-making to advance the project into the environmental clearance phase.

Estimated Task Schedule: July 2024 through December 2024.

5.1 Draft Report

Prepare draft final report for Study phase, including documentation and synthesis of Study technical and engagement activities, as well as Study findings.

Deliverables:

- Draft Report

5.2 Final Report

Conduct review of Draft Report with TAG and other key stakeholders. Respond to comments. Prepare final report and Board memoranda. Bring forward Final Report for consideration of acceptance by the Transportation Authority Board. Support other agency Board processes as needed.

Deliverables:

- Final Report

San Francisco County Transportation Authority Allocation Request Form

FY of Allocation Action:	FY2022/23
Project Name:	DTX Rail Program Oversight and Technical Tasks for Engineering and Procurement
Grant Recipient:	San Francisco County Transportation Authority

EXPENDITURE PLAN INFORMATION

PROP K Expenditure Plans	Transbay Terminal / Downtown Caltrain Extension
Current PROP K Request:	\$3,500,000
Supervisory District	District 06

REQUEST

Brief Project Description

The Downtown Rail Extension (DTX) program of projects represents the most significant set of interrelated rail projects under development in San Francisco. This request seeks funds for SFCTA program management oversight and technical support for the FTA Engineering phase and procurement phase of the DTX project, planned to culminate in securing FTA New Starts grant funds of approximately \$3.30 billion by Spring 2025. This request also provides for technical support, coordination, and oversight with the completion of the 4th and King Railyards Business Case.

Detailed Scope, Project Benefits and Community Outreach

See attached.

Project Location

District 6

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?	Greater than Programmed Amount
Prop K 5YPP Amount:	\$3,500,000

Justification for Necessary Amendment

This request includes a cost-neutral Prop K Strategic Plan amendment to advance programming, but not the cash flow reimbursement schedule for \$3,500,000 in the Downtown Extension to a Rebuilt Transbay Terminal category from FY 2023/24 to FY 2022/23 to allow the Transportation Authority to fully allocate Prop K DTX funds prior to the sunset of the Prop K Expenditure Plan on March 31, 2023.

San Francisco County Transportation Authority Allocation Request Form

FY of Allocation Action:	FY2022/23
Project Name:	DTX Rail Program Oversight and Technical Tasks for Engineering and Procurement
Grant Recipient:	San Francisco County Transportation 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)				
Environmental Studies (PA&ED)			Oct-Nov-Dec	2019
Right of Way	Apr-May-Jun	2022	Apr-May-Jun	2025
Design Engineering (PS&E)	Oct-Nov-Dec	2021	Oct-Nov-Dec	2025
Advertise Construction	Oct-Nov-Dec	2023		
Start Construction (e.g. Award Contract)	Oct-Nov-Dec	2025		
Operations (OP)	Jul-Aug-Sep	2032		
Open for Use			Jul-Aug-Sep	2032
Project Completion (means last eligible expenditure)			Jul-Aug-Sep	2033

SCHEDULE DETAILS

DTX schedule information in above table reflects the DTX Master Schedule prepared by TJPA. Master Schedule currently contemplates Progressive Design-Build (PDB) procurement approach for the general civil and tunnel contract package, Construction Manager/General Contractor (CMGC) procurement approach for Station Fit-out and Supporting System and Core Systems and Trackwork contract packages, and Design-Bid-Build (DBB) procurement approach for the enabling works packages for the project. Design Engineering dates in above table reflect development of reference design and preparation of PDB, CMGC, and DBB procurement documents. Dates for advertisement and contract award are for the PDB Contract. DTX schedule dates are subject to funding availability to proceed to successive project phases.

4th and King Railyards in-progress Business Case planning process was initiated in Fall 2021 and is ongoing, with completion of Preliminary Business Case phase planned for first quarter of calendar year 2024.

San Francisco County Transportation Authority Allocation Request Form

FY of Allocation Action:	FY2022/23
Project Name:	DTX Rail Program Oversight and Technical Tasks for Engineering and Procurement
Grant Recipient:	San Francisco County Transportation Authority

FUNDING PLAN - FOR CURRENT REQUEST

Fund Source	Planned	Programmed	Allocated	Project Total
EP-105: Transbay Terminal / Downtown Caltrain Extension	\$0	\$3,500,000	\$0	\$3,500,000
Phases In Current Request Total:	\$0	\$3,500,000	\$0	\$3,500,000

FUNDING PLAN - ENTIRE PROJECT (ALL PHASES)

Fund Source	Planned	Programmed	Allocated	Project Total
PROP K	\$0	\$3,500,000	\$3,500,000	\$7,000,000
DETAILS IN ATTACHED FUNDING PLAN	\$0	\$0	\$0	\$6,673,000,000
Funding Plan for Entire Project Total:	\$0	\$3,500,000	\$3,500,000	\$6,680,000,000

COST SUMMARY

Phase	Total Cost	PROP K - Current Request	Source of Cost Estimate
Planning/Conceptual Engineering	\$0		
Environmental Studies	\$0		
Right of Way	\$340,000,000		January 2023 Project Cost Estimate
Design Engineering	\$7,000,000	\$3,500,000	SFCTA Owner's Estimate
Construction	\$6,333,000,000		January 2023 Project Cost Estimate
Operations	\$0		
Total:	\$6,680,000,000	\$3,500,000	

% Complete of Design:	30.0%
As of Date:	01/31/2023
Expected Useful Life:	70 Years

**DTX Rail Program Oversight and Technical Tasks for Engineering and Procurement
Appropriation Budget
18-Month Period**

Task	Scope	Total Cost	Staff Cost	Consultant Cost
A	DTX Program Management and Engagement	\$769,919	1730	1065
			\$442,694	\$327,225
B	DTX Technical Development Support and Oversight	\$1,599,999	1305	4098
			\$325,099	\$1,274,900
C	SFCTA Work Program Activities	\$629,848	1020	1126
			\$255,598	\$374,250

DTX Contingency	\$300,235
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DTX Subtotal	\$3,300,000
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Task	Scope	Total Cost	Staff Cost	Consultant Cost
D	Railyards Planning Support and Oversight	\$199,985	278	412
			\$71,285	\$128,700

Railyards Subtotal	\$200,000
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GRAND TOTAL	\$3,500,000
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Staff Hours					
\$312	\$303	\$257	\$210	\$231	\$211
Deputy Directors	Rail Program Manager	Director Comms	Principal Planner	Principal Modeler	Senior Engineer
225	505	130	180	250	440
\$68,116	\$153,005	\$33,413	\$37,737	\$57,680	\$92,743
140	360	0	25	0	780
\$46,376	\$109,073	\$0	\$5,241	\$0	\$164,408
140	220	30	200	290	140
\$42,884	\$66,656	\$7,711	\$41,930	\$66,909	\$29,509

Staff Hours					
\$312	\$303	\$257	\$210	\$231	\$211
Deputy Directors	Rail Program Manager	Director Comms	Principal Planner	Principal Modeler	Senior Engineer
28	80	30	20	40	80
\$9,052	\$24,238	\$7,711	\$4,193	\$9,229	\$16,862

**DTX Rail Program Oversight and Technical Tasks for Engineering and Procurement
Appropriation Budget
18-Month Period**

Task	Scope	Total Cost	Staff Cost	Consultant Cost
A	DTX Program Management and Engagement	\$769,919	1730	1065
			\$442,694	\$327,225
B	DTX Technical Development Support and Oversight	\$1,599,999	1305	4098
			\$325,099	\$1,274,900
C	SFCTA Work Program Activities	\$629,848	1020	1126
			\$255,598	\$374,250

DTX Contingency	\$300,235
-----------------	-----------

DTX Subtotal	\$3,300,000
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Task	Scope	Total Cost	Staff Cost	Consultant Cost
D	Railyards Planning Support and Oversight	\$199,985	278	412
			\$71,285	\$128,700

Railyards Subtotal	\$200,000
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GRAND TOTAL	\$3,500,000
--------------------	--------------------

Consultant Hours								
\$325	\$300	\$350	\$275	\$325	\$275	\$275	\$350	\$550
Technical Oversight	Program Mgt	Financial	Design	Tunnels	ROW	Cost Estimate	Commercial	Legal
309	756	0	0	0	0	0	0	0
\$100,425	\$226,800	\$0	\$0	\$0	\$0	\$0	\$0	\$0
1340	720	0	680	680	200	300	100	78
\$435,500	\$216,000	\$0	\$187,000	\$221,000	\$55,000	\$82,500	\$35,000	\$42,900
40	377	709	0	0	0	0	0	0
\$13,000	\$113,100	\$248,150	\$0	\$0	\$0	\$0	\$0	\$0

Consultant Hours								
\$325	\$300	\$350	\$275	\$325	\$275	\$275	\$350	\$550
Technical Oversight	Program Mgt	Financial	Design	Tunnels	ROW	Cost Estimate	Commercial	Legal
120	120	40	40	20	0	40	32	0
\$39,000	\$36,000	\$14,000	\$11,000	\$6,500	\$0	\$11,000	\$11,200	\$0

San Francisco County Transportation Authority Allocation Request Form

FY of Allocation Action:	FY2022/23
Project Name:	DTX Rail Program Oversight and Technical Tasks for Engineering and Procurement
Grant Recipient:	San Francisco County Transportation Authority

SFCTA RECOMMENDATION

Resolution Number:		Resolution Date:	
Total PROP K Requested:	\$3,500,000	Total PROP K Recommended	\$3,500,000

SGA Project Number:		Name:	DTX Rail Program Oversight and Technical Tasks for Engineering and Procurement
Sponsor:	San Francisco County Transportation Authority	Expiration Date:	06/30/2025
Phase:	Design Engineering	Fundshare:	100.0%

Cash Flow Distribution Schedule by Fiscal Year

Fund Source	FY2023/24	FY2024/25	Total
PROP K EP-105	\$1,600,000	\$1,900,000	\$3,500,000

Deliverables

1. Quarterly progress reports shall include % complete of the engineering phase and procurement phase, work performed in the prior quarter, work anticipated to be performed in the upcoming quarter, and any issues that may impact schedule, in addition to all other requirements described in the Standard Grant Agreement.
2. On completion of Task B.1 (estimated by December 2023), provide a presentation to the CAC and Board on progress and oversight of procurement preparation, including design development, procurement model, and project governance.
3. On completion of Task B.2, provide a presentation to the CAC and Board on progress and oversight of the procurement process, including technical assessment, procurement status, and next steps (estimated by Fall 2024 for PDB contract).
4. On Caltrain's completion of the Draft Preliminary Business Case for the 4th and King Railyards (estimated by early 2024), provide a presentation to the CAC and Board on the status of planning and next steps for this project.

Special Conditions

1. The recommended appropriation is contingent upon a cost-neutral Prop K Strategic Plan amendment to advance programming, but not the cash flow reimbursement schedule for \$3,500,000 in the Downtown Extension to a Rebuilt Transbay Terminal category from FY 2023/24 to FY 2022/23 to allow the Transportation Authority to fully allocate Prop K DTX funds prior to the sunset of the Prop K Expenditure Plan on March 31, 2023.

Metric	PROP K	TNC TAX	PROP AA
Actual Leveraging - Current Request	0.0%	No TNC TAX	No PROP AA

Metric	PROP K	TNC TAX	PROP AA
Actual Leveraging - This Project	99.9%	No TNC TAX	No PROP AA

San Francisco County Transportation Authority Allocation Request Form

FY of Allocation Action:	FY2022/23
Project Name:	DTX Rail Program Oversight and Technical Tasks for Engineering and Procurement
Grant Recipient:	San Francisco County Transportation Authority

EXPENDITURE PLAN SUMMARY

Current PROP K Request:	\$3,500,000
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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:

JK

CONTACT INFORMATION

	Project Manager	Grants Manager
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DTX Rail Program Oversight and Technical Tasks for Engineering and Procurement

The Downtown Rail Extension (DTX) program of projects represents the most significant set of interrelated rail projects under development in San Francisco. The DTX program includes the DTX project (which is environmentally cleared) and other projects earlier in the development lifecycle, including the 4th and King Railyards (Railyards) site and the Pennsylvania Avenue Extension (PAX) project. The DTX project is a local and regional priority project for funding from the Federal Transit Administration (FTA) New Starts Capital Investment Grant (CIG) program. A New Starts grant of approximately \$3.30 billion is planned for the DTX project.

The DTX project is led by the Transbay Joint Powers Authority (TJPA). In April 2020, the SFCTA Board approved the San Francisco Peninsula Rail Program Memorandum of Understanding (MOU). Signatories to the MOU are TJPA, SFCTA, Metropolitan Transportation Commission (MTC), California High-Speed Rail Authority (CHRSA), Peninsula Corridor Joint Powers Board (Caltrain), and City and County of San Francisco (CCSF). The MOU established a governance structure to support TJPA in the development of the DTX project, specifically an Executive Steering Committee (ESC), composed of senior executives from the MOU agencies, supported by an Integrated Program Management Team (IPMT), composed of senior technical staff.

The MOU defines a work program across the six involved agencies, in order to bring the project to ready-for-procurement status. Under the MOU, SFCTA is identified as lead or co-lead agency for multiple work program tasks, including the project delivery strategy, governance review, funding plan, ridership forecasts, and benefits assessment. Following procurement readiness, the project is planned to advance into subsequent stages of procurement, pre-construction, and construction.

In December 2021, the FTA notified TJPA that the DTX project had been admitted into the "Project Development" phase of the CIG process. Since that time, TJPA and DTX partner agencies have continued to advance Project Development activities for the project under the terms of the MOU. In February 2023, the TJPA submitted a request to the FTA to seek entry into the "Engineering" phase of the CIG process, which follows Project Development. Approval of this request by FTA is a prerequisite for seeking CIG funds for the project. The DTX schedule calls for seeking New Starts funds in August 2023. TJPA is targeting execution of the DTX Full Funding Grant Agreement (FFGA) with FTA by Spring 2025.

During the FTA Engineering process, the pace and scope of project activities will intensify, as will associated oversight requirements. The project team will complete procurement readiness work program, including through preparation of bid documents and advancement of the enabling work program. In addition, the project will transition to a multi-agency governance arrangement, to replace the existing MOU and to serve the needs of procurement and construction of the project. During the procurement phase/process, TJPA will lead efforts to

establish pre-construction contracts with a Progressive Design-Build (PDB) team and with one or two Construction Manager/General Contractor (CMGC) teams.

In parallel to the DTX project development process, Caltrain is continuing to advancing planning and business casing for the 4th and King Railyards site, in partnership with the site owner, and in cooperation with the parties to the separate Railyards MOU. The Railyards site area is a critical location for the successful phasing and delivery of the DTX program, including the DTX project's future underground 4th and Townsend Station and the future PAX project. The in-progress business case is developing and evaluating alternative concepts for the future configuration of infrastructure and site development at the Railyards, with a focus on serving transportation needs in the context of the overall rail investment program. Follow-up stages of planning and design for the site are anticipated, in order to advance agreement on the preferred approach to configuration of the site and interfaces with interfacing projects.

This Scope of Work describes SFCTA activities for:

- The DTX project, in support of the FTA Engineering phase and procurement phase of the project, through approximately the planned date of FFGA execution in Spring 2025 (Tasks A, B, and C); and
- The 4th and King Railyards, for completion of the Business Case phase (Task D).

The next phase of project-specific planning and development activities for PAX is reflected in a separate scope of work.

Scope of Work

Task A: DTX Program Management and Engagement

This Task provides for SFCTA program management, coordination, and engagement activities, including management of SFCTA-led tasks and participation in the current governance and any successor governance structure and for the DTX project, during the period of FTA Engineering and Project Procurement. This scope of work assumes an approximately 18-month period of activity for these two overlapping phases of work.

1. **Project Governance:** Participation in regular IPMT and ESC meetings (and their successor bodies). Technical and decision support to the DTX Project Director, ESC Chair, and ESC Vice Chair. Participation in TJPA Board and SFCTA Board meetings and processes.
2. **SFCTA Work Program Management:** Management and coordination of SFCTA-led (and co-led) tasks, per the current MOU and successor MOU. Management and oversight of consultants retained to undertake SFCTA-led tasks.

3. **Project Advocacy and Engagement:** Advocacy for the project with decision-makers and all levels of government, including regional, state, and federal agencies. Support for and participation in funding advocacy activities.
4. **Communications and Outreach:** Support for public affairs activities for the project, as led by TJPA. Includes review of communications materials, participation in strategy development, and support for public affairs activities, including stakeholder engagement and public outreach.
5. **FTA Review Process:** Participation in and support for the FTA Project Management Oversight (PMO) process.

Deliverables:

- A1 -- Monthly Progress Reports
- A2 -- Periodic Reports to SFCTA Community Advisory Committee (CAC) and Board

Task B: DTX Technical Development Support and Oversight

This Task provides for SFCTA involvement in and oversight of engineering and procurement activities led by other agencies, primarily TJPA. As part of the engineering and procurement process, TJPA will prepare bid documents and lead a procurement process for the project. In addition, TJPA will advance design and procurement of the enabling program, including right-of-way (ROW), utilities, demolition, and site preparation. TJPA will also lead ongoing risk management and change management activities. and with CCSF agencies with an interest in the project.

1. **Design and Bid Document Development:** Participation in, and oversight of, development of the design and bid documents for the project. Review of design deliverables and procurement documents, including for PDB, CMGC, and enabling program. Participation in design reviews, constructability assessments, and value engineering. Regular meetings with TJPA and its General Engineering Consultant (GEC).
2. **Procurement Process:** Participation in and support to procurement process. Participation in procurement technical committees and review processes.
3. **Right of Way:** Technical support and oversight to ROW acquisition activities led by TJPA.
4. **Enabling Program:** Participation in, and oversight of, development of the enabling program. Review of enabling works package, including public and private utility relocation and demolition.
5. **Risk, Change, and Configuration Management:** Participation in the project risk, change, and configuration management processes. Review and oversight of risk and change deliverables.

Deliverables:

- B1 -- Design review/oversight

- B2 -- Procurement documents review/oversight
- B3 -- Enabling program deliverables review/oversight

Task C: SFCA Work Program Activities

This Task includes tasks to be led or co-led by SFCTA, including expected future SFCTA roles consistent with the existing MOU and anticipated project needs. This Task will include technical development by SFCTA staff and consultants. This Task also provides for technical coordination with related/interfacing projects.

- 1. Capital Funding Plan:** During the FTA Project Development process, SFCTA and TJPA developed the initial capital funding plan through a collaborative process with the MOU agencies and funding partners. During the FTA engineering process and in advance of FFGA, SFCTA and TJPA will continue to finalize the capital funding plan through working collaboratively with MOU agencies and funding partners. This task provides for SFCTA engagement and involvement in the ongoing development of the 20-year financial plan, working with TJPA and Caltrain.
- 2. Operations and Maintenance (O&M) Funding Approach:** SFCTA, TJPA, and Caltrain have developed an initial O&M funding approach, as part of the FTA Project Development Process. During the FTA engineering process, the agencies will continue to advance the O&M funding approach, in order to meet FTA requirements.
- 3. Ridership and Benefits:** During the FTA project development process, SFCTA developed an initial ridership forecast for the project, in coordination with TJPA, Caltrain, and FTA. In advance of FTA, SFCTA will continue to provide technical support to ridership forecasting and benefits assessment, in order to meet FTA requirements.
- 4. Related Project Interface:** Support for technical coordination with interfacing projects, such as the Link21 New Transbay Rail Crossing Initiatives led by BART and Capitol Corridor.

Deliverables:

- C1 -- Capital Funding Plan
- C2 -- O&M Funding Approach
- C3 -- Updated Ridership Forecasts (as required)

Task D: 4th and King Railyards Business Case Oversight and Support

This Task provides for technical support, coordination, and oversight with completion of the 4th and King Railyards Business Case and the immediate next phase of planning/design for the site. The Business Case process is currently in the “preliminary” business case (PBC) phase, and is being led by Caltrain and the site owner, in cooperation with parties to the Railyards

MOU. Task D provides for approximately 18 months of SFCTA participation in Railyards planning, anticipated to extend beyond the PBC phase into the immediate next phase of planning and design.

1. **Management and Engagement:** Participate in the Railyards planning and business casing process, including working groups and technical reviews. Facilitation and support of executive decision-making and project strategy. Coordination with CCSF agencies and TJPA.
2. **Technical Planning Support and Oversight:** Provide technical planning support to Railyards planning and business casing, including ridership forecasting and other needs. Provide technical review and oversight of deliverables from the business case process. Advise on technical constraints and opportunities. Develop technical and strategic recommendations on behalf of San Francisco.

Deliverables:

- D1 -- Railyards business case technical deliverables review/oversight
- D2 -- Railyards planning inputs



RESOLUTION ALLOCATING \$10,000,000 IN PROP K FUNDS, WITH CONDITIONS, FOR DOWNTOWN RAIL EXTENSION ENGINEERING DEVELOPMENT AND PROCUREMENT PREPARATION AND APPROPRIATING \$3,500,000 IN PROP K FUNDS, WITH CONDITIONS, FOR DOWNTOWN RAIL EXTENSION RAIL PROGRAM OVERSIGHT AND TECHNICAL TASKS FOR ENGINEERING AND PROCUREMENT AND \$2,500,000 IN PROP K FUNDS FOR PENNSYLVANIA AVENUE EXTENSION PRE-ENVIRONMENTAL BRIDGING STUDY

WHEREAS, the Downtown Rail Extension program of projects represents the most significant set of interrelated rail projects under development in San Francisco and includes the Downtown Rail Extension project (DTX), the Fourth and King Railyards project, and the Pennsylvania Avenue Extension project (PAX); and

WHEREAS, The DTX will bring Caltrain and future California High-Speed Rail to the Salesforce Transit Center in downtown San Francisco; and

WHEREAS, In April 2020, through approval of Resolution 20-48, the Transportation Authority Board authorized the execution of the San Francisco Peninsula Rail Program Memorandum of Understanding (Peninsula Rail MOU) between the Transportation Authority and the Transbay Joint Powers Authority (TJPA), Metropolitan Transportation Commission (MTC), California High-Speed Rail Authority, Peninsula Corridor Joint Powers Board, and City and County of San Francisco, to establish an organizational structure to support the efforts of the TJPA in the development of the DTX to ready-for-procurement status; and

WHEREAS, Under the terms of the Peninsula Rail MOU, the Transportation Authority and MTC are preparing recommendations for governance of the DTX project for its procurement and construction phases, with these recommendations to be brought forward to the Peninsula Rail MOU Executive Steering Committee (ESC) for consideration and advancement to the TJPA Board for its consideration; and

WHEREAS, The PAX project will grade-separate existing Caltrain and future California High-Speed Rail service from local vehicular and pedestrian traffic at Mission Bay Drive and 16th Street, removing barriers between the Mission Bay and Potrero Hill neighborhoods and connecting to the DTX at the future Fourth and Townsend Station; and

WHEREAS, The Transportation Authority completed the PAX Project Initiation Study, which developed and evaluated an initial set of potential design options for the PAX project,



and, in July 2022, through approval of Resolution 23-05, the Transportation Authority Board accepted the PAX Project Initiation Report, which documented the technical work of the Project Initiation Study and recommended that additional analysis and engagement be undertaken to prepare the project for environmental review; and

WHEREAS, Transportation Authority has received three requests for a total of \$16,000,000 in Prop K local transportation sales tax funds, as summarized in Attachments 1 and 2 and detailed in the enclosed allocation request forms; and

WHEREAS, The requests seek funds from the DTX to a Rebuilt Transbay Terminal category of the Prop K Expenditure Plan and will provide funding to the TJPA for DTX Engineering Development and Procurement Preparation, to the Transportation Authority for DTX Program Oversight and Technical Tasks for Engineering and Procurement, and to the Transportation Authority for the PAX Pre-Environmental Bridging Study; and

WHEREAS, The adopted Prop K Strategic Plan has funds programmed to the named projects such as DTX to a Rebuilt Transbay Terminal, which have no requirement for adoption of a 5-Year Prioritization Program (5YPP); and

WHEREAS, After reviewing the requests, Transportation Authority staff recommended allocating \$10,000,000, with conditions, and appropriating \$6,000,000, with conditions, in Prop K Sales Tax funds for the three requests, as described in Attachment 3 and detailed in the enclosed allocation request forms, which include staff recommendations for Prop K allocation and appropriation amounts, required deliverables, timely use of funds requirements, special conditions, and Fiscal Year Cash Flow Distribution Schedules; and

WHEREAS, There are sufficient funds in the Capital Expenditures line item of the Transportation Authority's approved Fiscal Year 2022/23 budget to cover the proposed actions; now, therefore, be it

RESOLVED, That the Transportation Authority hereby amends the Prop K Strategic Plan to advance programming, but not the cash flow reimbursement schedule, for \$10,500,000 in the DTX to a Rebuilt Transbay Terminal category from Fiscal Year 2023/24 to Fiscal Year 2022/23, with no impact on financing costs in the Strategic Plan; and be it further

RESOLVED, That the Transportation Authority hereby allocates \$10,000,000 and appropriates \$6,000,000 in Prop K funds for the three subject requests, as summarized in Attachment 3 and detailed in the enclosed allocation request forms; and be it further



RESOLVED, That the Transportation Authority finds the allocation and appropriation of these funds to be in conformance with the priorities, policies, funding levels, and prioritization methodologies established in the Prop K Expenditure Plans and Strategic Plan; and be it further

RESOLVED, That the Transportation Authority hereby authorizes the actual expenditure (cash reimbursement) of funds for these activities to take place subject to the Fiscal Year Cash Flow Distribution Schedules detailed in the enclosed allocation request forms; 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 sponsors to comply with applicable law and adopted Transportation Authority policies and execute Standard Grant Agreements to that effect; and be it further

RESOLVED, That as a condition of the allocation of \$10,000,000 in Prop K funds to TJPA for DTX Engineering Development and Procurement Preparation, TJPA staff shall make a future presentation to the Transportation Authority Board regarding the recommendations of the Governance Study Blueprint (anticipated to be completed in Spring 2023) and regarding the planned approach to project governance during DTX procurement and construction; and be it further

RESOLVED, That release of \$4,687,100 of the \$10,000,000 in Prop K funds allocated to TJPA is subject to future action by the Transportation Authority Board, following presentation by TJPA staff regarding DTX governance during procurement and construction; and be it further

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



Attachments:

1. Summary of Requests Received
2. Brief Project Descriptions
3. Staff Recommendations
4. Prop K Allocation Summaries - FY 2022/23
5. Allocation Request Forms (3)