



Memorandum

AGENDA ITEM 9

DATE: January 23, 2026

TO: Transportation Authority Board

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

SUBJECT: 2/10/2026 Board Meeting: Allocate \$12,500,000 in Prop L Funds, with Conditions, to the Transbay Joint Powers Authority for The Portal Project Engineering Phase Activities for Fiscal Year 2025/26 and Amend the Prop L Standard Grant Agreement for The Portal Project Engineering Phase Activities for Fiscal Year 2024/25 to Allow Retroactive Expenditures of up to \$267,209 Starting July 1, 2024

RECOMMENDATION	<input type="checkbox"/> Information <input checked="" type="checkbox"/> Action	
<ul style="list-style-type: none">Allocate \$12,500,000 in Prop L funds, with conditions, to the Transbay Joint Powers Authority (TJPA) for The Portal Project Engineering Phase Activities for Fiscal Year (FY) 2025/26Amend the Prop L Standard Grant Agreement for The Portal Project Engineering Phase Activities for FY 2024/25 to allow retroactive expenditures of up to \$267,209 starting July 1, 2024	<input checked="" type="checkbox"/> Fund Allocation <input type="checkbox"/> Fund Programming <input type="checkbox"/> Policy/Legislation <input type="checkbox"/> Plan/Study <input checked="" type="checkbox"/> Capital Project Oversight/Delivery <input type="checkbox"/> Budget/Finance <input type="checkbox"/> Contract/Agreement <input checked="" type="checkbox"/> Other: <u>Amendment to Prop L SGA</u>	
SUMMARY		The Portal project, also known as the Downtown Rail Extension (DTX), will extend Caltrain from its current terminus at Fourth and King streets to the Salesforce Transit Center and will also serve future California High-Speed Rail operations. TJPA is the lead agency for The Portal project and is implementing the project in partnership with the Transportation Authority and other agencies, under the terms of a six-party memorandum of understanding (MOU). In May 2024, the Federal Transit Administration (FTA) approved TJPA's request to advance the project to the Engineering Phase of the FTA Capital Investment Grant (CIG) program. In conjunction with this approval, FTA established the project's CIG funding share of \$3.38 billion. In December 2024, the Transportation Authority allocated \$9 million in Prop L funds to TJPA for The Portal Project Engineering Phase Activities for FY



<p>2024/25. TJPA has requested an amendment to the Standard Grant Agreement for the FY 2024/25 grant to allow Prop L funds to be used to cover expenditures of up to \$267,209 prior to the Board allocating funds, starting July 1, 2024. TJPA has also requested \$12.5 million in Prop L funds for Engineering Phase Activities for FY 2025/26, and seeks a waiver to Prop L policy to allow these funds to be used for expenditures prior to Board approval of the subject request, starting November 1, 2025.</p>	
--	--

BACKGROUND

The Portal 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. The Portal will fully realize investments in the Transit Center, including the completed underground trainbox. The project will bring Caltrain into the heart of downtown San Francisco, and the project will serve as a critical element of the first phase of the California High-Speed Rail project, linking the Bay Area to the Central Valley and Southern California. The Portal is also planned for compatibility with future rail expansion across the Bay. The project's current schedule, subject to completion of the funding plan, anticipates the start of Caltrain service on the project in 2036.

Project Governance. TJPA is the lead agency for The Portal, with responsibility for the development, environmental clearance, design, procurement, construction, and commissioning of the project. In April 2020, the Transportation Authority Board authorized execution of the San Francisco Peninsula Rail Program Memorandum of Understanding (Peninsula Rail MOU) among the major stakeholder agencies for The Portal: TJPA, Caltrain, California High-Speed Rail Authority (CHSRA), Metropolitan Transportation Commission (MTC), City and County of San Francisco (CCSF), and the Transportation Authority. Under the Peninsula Rail MOU, the six partner agencies agreed to jointly undertake a multi-year work program to develop the project to ready-for-procurement status.

In December 2024, the Transportation Authority Board authorized execution of The Portal Project Implementation MOU (Implementation MOU) among the project's six partner agencies, to succeed the framework of the Peninsula Rail MOU. The Implementation MOU describes the administrative organizational structure, established by the TJPA Executive Director, for interagency staff-level coordination and engagement in support of project delivery. The Transportation Authority actively participates in this governance structure, including the Executive Working Group (EWG) consisting of executive representatives and the Integrated Program Management Team (IPMT) consisting of senior technical staff.



Project Cost. In August 2023, the TJPA Board authorized the submittal of the request to FTA to enter the project into the Engineering Phase of the CIG process. This submittal reflected an estimated capital cost for the project of \$8.25 billion, inclusive of the below-grade trainbox constructed as part of the Salesforce Transit Center; excluding the already completed trainbox, project costs were estimated at \$7.52 billion.

In July 2025, the TJPA Board received an informational presentation that described an indicative update to the project's capital cost estimate. This indicative estimate of \$7.57 billion (\$6.84 billion excluding the completed trainbox) reflected developments since the project's entry to the FTA Engineering Phase, including planned modifications to project configuration, updated escalation assumptions, and other adjustments.

Project Funding. The single largest planned source of funding for The Portal is the \$3.38 billion from the FTA CIG New Starts program. The Portal is a longstanding local and regional priority for funding from the CIG program.

Assuming the updated indicative cost estimate discussed above, the project's remaining funding need is approximately \$2.2 billion. Of this amount, approximately \$1.05 billion is planned to come from state sources. In September 2025, state legislation was enacted to extend California's Cap-and-Invest greenhouse gas reduction program, which provides funding for high-speed rail and for the state's Transit Intercity Rail Capital Program (TIRCP), which are key sources in The Portal's funding plan. Closing the funding gap will also require additional local funding, including the expansion or extension of land-based sources associated with the Transit Center area.

FTA Process. In order to secure the CIG funding share of \$3.38 billion, TJPA must complete the requirements of the FTA Engineering Phase of project development, including advancing design, securing third-party agreements, updating management plans, and numerous other activities. In particular, the project's capital funding gap must be closed, to demonstrate commitment of all non-CIG funds. Ultimately, FTA will commit CIG funds for the project through a Full Funding Grant Agreement (FFGA) to be executed between TJPA and FTA.

Project Work Program. In concert with the development of the Implementation MOU described above, The Portal partner agencies prepared and agreed to a multi-year work program of activities in support of securing the FFGA and advancing the project, inclusive of FTA Engineering Phase requirements. This work program includes preparing the project's major construction contracts, including the Progressive Design-Build (PDB/40-CT) contract that will construct The Portal tunnel and other civil works. In December 2025, the 40-CT procurement process was



advanced to the Request for Proposals stage (RFP), with this RFP issued to the short-list of qualified teams identified through the preceding Request for Qualifications (RFQ) process. TJPA is also advancing the project's right-of-way (ROW) program, in order to acquire property and property rights necessary for the construction and operation of the project.

Within the project's work program, the Transportation Authority is leading or co-leading certain tasks, working in partnership with TJPA and the other partner agencies. This work includes co-leading (with TJPA) the project's capital funding strategy and co-leading (with MTC) the continued development of the multi-agency governance framework contemplated in the Implementation MOU. We also will lead ridership forecasting efforts, at such time as FTA requires these forecasts to be updated in support of seeking the FFGA.

DISCUSSION

This memorandum recommends the allocation of \$12.5 million in Prop L funds to TJPA for continued advancement of The Portal project within the FTA Engineering Phase. Attachment 1 summarizes the subject funding request, including information on proposed leveraging of sales tax funds. Attachment 2 includes a brief description of The Portal project Engineering Phase activities for FY 2025/26. Attachment 3 summarizes the staff recommendations for the Prop L request, highlighting special conditions and other items of interest. Attachment 5 provides the Allocation Request Form, with more detailed information on scope, schedule, budget, funding, deliverables, and special conditions, including the SFCTA Enhanced Oversight Protocol for the project.

TJPA 3-Year Work Plan and Funding. The attached Allocation Request Form includes a three-year work plan describing TJPA's planned activities to progress The Portal from FY 2025/26 through FY 2027/28, consistent with the broader multi-agency work program described above. TJPA's 3-year work plan includes project development and pre-construction activities, procurement preparation, advancement of the ROW program, funding and advocacy tasks, and completion of FTA Engineering Phase requirements, among other activities. Excluding ROW costs, the estimated cost of this 3-year work plan is approximately \$235 million. Non-FTA funding sources to support this work plan include Prop L and past Prop K grants; CCSF transit district sources, including Transbay Community Facilities District (CFD) funds; MTC Regional Measure 3 (RM3) funds; a state TIRCP project development (TIRCP-PD) grant; and remaining funds from a previous \$3 million contribution to the Engineering Phase from Caltrain.

FY 2025/26 Prop L Request. TJPA has requested \$12,500,000 in Prop L funds to support Engineering Phase activities for The Portal. This amount is equal to the level



of Prop L funding programmed in FY 2025/26 in the Caltrain Downtown Rail Extension and Pennsylvania Avenue Alignment 5-Year Prioritization Program, adopted by the Board in February 2024. Requested Prop L funds will be used for consultant activities as described in the Allocation Request Form (Attachment 5), including tasks performed under TJPA's Program Management/Construction Management (PM/CM) and General Engineering Consultant (GEC) contracts.

TJPA's request includes a waiver to Prop L policy to allow funds to be used for project expenditures since November 1, 2025, prior to Board approval of this request. Several funding sources currently available to the project have restrictions on eligible scope, including state TIRCP-PD funds and MTC RM3 funds. In the absence of granting retroactivity to November 1, 2025, TJPA would need to cover these costs with Transbay CFD funds, which are generally the most flexible project funds available for The Portal. Allowing retroactive expenditures to be covered by Prop L funds will maximize this flexibility, in support of continued progress of the project's Engineering Phase work plan. Out of the \$12.5 million of the subject request, an estimated \$2.55 million would be used for retroactive expenditures on eligible project costs included in the scope of this request between November 1, 2025 through February 28, 2026.

FY 2024/25 Prop L Grant Amendment. We are also recommending an amendment to the Standard Grant Agreement for Prop L funds allocated in December 2024 for The Portal Project Engineering Phase Activities in FY 2024/25, to allow retroactive expenditures of up to \$267,209 starting July 1, 2024. Similar to the rationale for allowing retroactive expenditures for this year's request, this amendment will help TJPA preserve flexible funding for other current project priorities, including TJPA staff costs and other specialized consultant costs.

Transportation Authority Oversight. The Portal is the largest single investment in the Prop L program, with \$300 million programmed to the project in the Prop L Strategic Plan. Transportation Authority staff provide an enhanced level of oversight for The Portal project. This oversight is in addition to our participation in the multi-agency governance bodies described in the six-agency Implementation MOU. Our enhanced oversight is conducted on behalf of both the Transportation Authority and CCSF, and this work is coordinated with the federal oversight provided by the FTA and its Project Management Oversight Consultant (PMOC). Our oversight activities, work program responsibilities, and staff participation in governance bodies are funded by sales tax appropriations, the most recent being \$3.3 million in Prop K funds appropriated in March 2023. We anticipate bringing forward an appropriation request to the Board in the coming months to provide for our continued work on the project.



Parameters for our oversight are described in the Enhanced Oversight Protocol included in Attachment 5. In consultation with TJPA, we substantially revised the Oversight Protocol in conjunction with this year's allocation request, reflecting the project's advancement toward the construction phase and the associated increase in project risks. We also worked with TJPA to review The Portal's program management needs and resources going forward, as the pace and breadth of project work continue to intensify.

FINANCIAL IMPACT

The recommended action would allocate \$12.5 million in Prop L funds, with conditions. The allocation would be subject to the Fiscal Year Cash Flow Distribution Schedule contained in the attached Allocation Request Form.

The recommended action would also amend the Prop L Standard Grant Agreement for Engineering Phase Activities for FY 2024/25 to allow up to \$267,209 in retroactive expenditures starting July 1, 2024, to be eligible for reimbursement from the Prop L grant.

Attachment 4 shows the approved Fiscal Year 2025/26 allocations and appropriations to date, with associated annual cash flow commitments as well as the recommended allocation and cash flow amounts that are the subject of this memorandum.

Sufficient funds are included in the Fiscal Year 2025/26 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 will be briefed on this item at its January 28, 2026, meeting.

SUPPLEMENTAL MATERIALS

- Attachment 1 - Summary of Request Received
- Attachment 2 - Project Description
- Attachment 3 - Staff Recommendations
- Attachment 4 - Prop L Allocation Summary: FY 2025/26
- Attachment 5 - Allocation Request Form
- Attachment 6 - Proposed SGA Amendment for SGA 205-914001

Attachment 1: Summary of Requests Received

Source	EP Line No./Category ¹	Project Sponsor ²	Project Name	Current Prop L 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 L	5	TJPA	The Portal Project Engineering Phase Activities	\$ 12,500,000	\$ 583,963,000	94%	85%; overall leveraging exceeds 96% for the project	Design	District 6, Citywide
			TOTAL	\$ 12,500,000	\$ 583,963,000				

Footnotes

¹ "EP Line No./Category" is the Prop L Expenditure Plan line number referenced in the Prop L Strategic Plan (e.g. Caltrain Downtown Rail Extension and Pennsylvania Avenue Alignment).

² Acronyms: TJPA (Transbay Joint Powers Authority)

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

⁴ "Actual Leveraging by Project Phase" is calculated by dividing the total non-Prop L 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 L 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 Descriptions¹

EP Line No./Category	Project Sponsor	Project Name	Prop L Funds Requested	Project Description
5	TJPA	The Portal Project Engineering Phase Activities	\$12,500,000	<p>The Portal (Downtown Extension or DTX) project will extend Caltrain 1.3 miles from its current terminus at Fourth and King streets to the Salesforce Transit Center at First and Mission streets, with accommodations for future high-speed rail. Requested funds will fund a portion of: Program Management Construction Management (PMCM) contract activities, including preparation of procurement documents for construction contracts, procurement process support, development of critical third party agreements, and Program Management and Project Controls support; and General Engineering Consultant (GEC) contract activities, including utility relocation design work, track and rail systems design work, and program management and coordination. The Portal/DTX project is planned to open for revenue service in 2036, subject to funding availability.</p>
TOTAL \$12,500,000				

¹ See Attachment 1 for footnotes.

Attachment 3: Staff Recommendations¹

EP Line No./Category	Project Sponsor	Project Name	Prop L Funds Recommended	Recommendations
5	TJPA	The Portal Project Engineering Phase Activities	\$12,500,000	<p>Special conditions: Allocation is conditioned on ongoing compliance with the attached SFCTA Enhanced Oversight Protocol for The Portal.</p> <p>TJPA will provide information on a quarterly basis to SFCTA regarding sources and uses of funding for The Portal project.</p> <p>On an annual basis, TJPA will consult with SFCTA staff regarding the project's work program, budget/funding, and schedule; TJPA will meet-and-confer on these topics with SFCTA prior to bringing forward the recommended Summary Work Program to the IPMT/IMT and EWG, as described in The Portal Project Implementation MOU.</p> <p>Presentations on The Portal project will be calendared periodically on the SFCTA Board and/or SFCTA CAC meeting agendas, at the discretion of the SFCTA Board Chair. TJPA staff shall be in attendance to present or answer questions from Board/CAC members, if requested.</p> <p>Recommendation includes a waiver to Prop L policy to allow funds to be used for retroactive expenses incurred since November 1, 2025.</p> <p>The recommended allocation is contingent upon amendment of the Caltrain Downtown Extension and Pennsylvania Avenue Alignment 5YPP to reprogram funds from the right-of-way phase to the design phase. See attached 5YPP amendment for details.</p>
TOTAL			\$ 12,500,000	

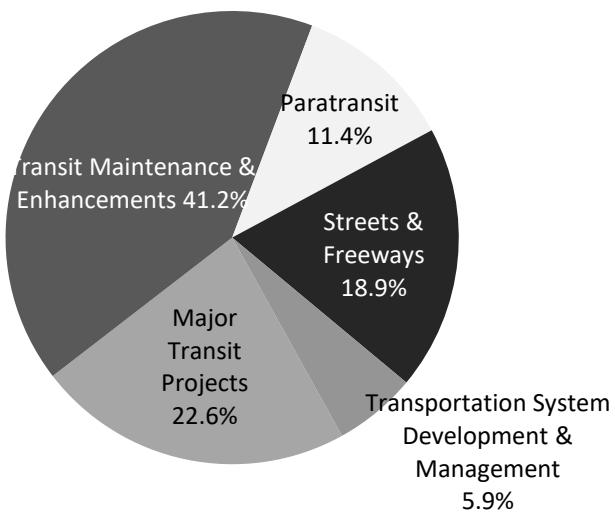
¹ See Attachment 1 for footnotes.

Attachment 4.
Prop L Summary - FY2025/26

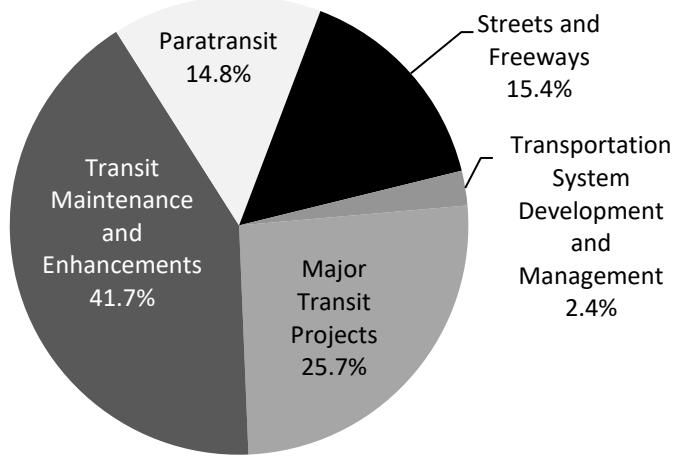
PROP L SALES TAX						
FY 2025/26	Total	FY 2025/26	FY 2026/27	FY 2027/28	FY 2028/29	FY 2029/30
Prior Allocations	\$ 52,554,863	\$ 17,845,000	\$ 23,940,700	\$ 10,209,753	\$ 559,410	\$ -
Current Request(s)	\$ 12,500,000	\$ 12,500,000	\$ -	\$ -	\$ -	\$ -
New Total Allocations	\$ 65,054,863	\$ 30,345,000	\$ 23,940,700	\$ 10,209,753	\$ 559,410	\$ -

The above table shows maximum annual cash flow for all FY 2025/26 allocations and appropriations approved to date, along with the current recommended allocations and appropriation.

Prop L Expenditure Plan



Prop L Investments To Date (Including Pending Allocations)



ATTACHMENT 5
San Francisco County Transportation Authority
Allocation Request Form

FY of Allocation Action:	FY2025/26
Project Name:	The Portal Project Engineering Phase Activities
Primary Sponsor:	Transbay Joint Powers Authority

EXPENDITURE PLAN INFORMATION

PROP L Expenditure Plans	Caltrain Downtown Rail Extension and Pennsylvania Alignment
Current PROP L Request:	\$12,500,000
Supervisorial District	District 06, Citywide

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

TJPA seeks an allocation of \$12.5 million in Prop L funds for the following scope of work. For FY 2025-26, the requested allocation will fund a portion of: Program Management Construction Management (PMCM) contract activities, including preparation of procurement documents for construction contracts, procurement process support, development of critical third party agreements, and Program Management and Project Controls support; and General Engineering Consultant (GEC) contract activities, including utility relocation design work, track and rail systems design work, and program management and coordination. See attached document for details.

The cost and funding information provided in this application is based on the current TJPA Board-adopted project cost estimate and does not reflect estimated changes presented to the TJPA Board as an indicative cost estimate in July 2025.

Project Location

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

Is this project in an Equity Priority Community?	No
Does this project benefit disadvantaged populations?	Yes

Project Phase(s)

Design Engineering (PS&E)

5YPP/STRATEGIC PLAN INFORMATION

Type of Project in the Prop L 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 L Amount	\$12,500,000.00

Justification for Necessary Amendment

This request includes an amendment to the Caltrain Downtown Rail Extension and Pennsylvania Alignment 5YPP to reprogram funds from the right of way phase to the design phase of the project.

San Francisco County Transportation Authority Allocation Request Form

FY of Allocation Action:	FY2025/26
Project Name:	The Portal Project Engineering Phase Activities
Primary Sponsor:	Transbay Joint Powers Authority

ENVIRONMENTAL CLEARANCE

Environmental Type:	EIR/EIS
----------------------------	---------

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	2029
Design Engineering (PS&E)	Oct-Nov-Dec	2021	Jan-Feb-Mar	2029
Advertise Construction	Oct-Nov-Dec	2023		
Start Construction (e.g. Award Contract)	Apr-May-Jun	2029		
Operations (OP)				
Open for Use			Jan-Feb-Mar	2036
Project Completion (means last eligible expenditure)			Oct-Nov-Dec	2037

SCHEDULE DETAILS

The schedule information in above table reflects The Portal September 2025 data date Master Schedule prepared by TJPA. The Master Schedule reflects 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 Track & Rail Systems contract packages, and Design-Bid-Build (DBB) procurement approach for the advanced works packages for the project. Design Engineering dates in above table reflect design activities through start of Civil & Tunnel construction. Dates for advertisement and contract award are for the PDB contract and authorization for start of Civil & Tunnel construction. The Portal schedule dates are subject to funding availability to proceed to successive project phases. TJPA continues to work with all relevant City agencies, rail operators, and other stakeholders regarding project coordination throughout The Portal alignment. Community outreach will be conducted regarding design plans and construction impact mitigation throughout the duration of the design and construction phases.

San Francisco County Transportation Authority

Allocation Request Form

FY of Allocation Action:	FY2025/26
Project Name:	The Portal Project Engineering Phase Activities
Primary Sponsor:	Transbay Joint Powers Authority

FUNDING PLAN - FOR CURRENT REQUEST

Fund Source	Planned	Programmed	Allocated	Project Total
EP-205: Caltrain Downtown Rail Extension and Pennsylvania Alignment	\$0	\$56,045,000	\$9,000,000	\$65,045,000
Federal CIG	\$0	\$70,081,000	\$0	\$70,081,000
Federal Non-CIG and Other Planned Funds	\$100,400,000	\$0	\$0	\$100,400,000
Prop K	\$0	\$0	\$21,500,000	\$21,500,000
Rail Operator Contributions	\$0	\$3,000,000	\$3,000,000	\$6,000,000
TIRCP Project Development	\$0	\$37,400,000	\$22,600,000	\$60,000,000
Transit Center District Funds	\$103,739,000	\$0	\$157,198,000	\$260,937,000
Phases In Current Request Total:	\$204,139,000	\$166,526,000	\$213,298,000	\$583,963,000

FUNDING PLAN - ENTIRE PROJECT (ALL PHASES)

Fund Source	Planned	Programmed	Allocated	Project Total
PROP L	\$0	\$291,000,000	\$9,000,000	\$300,000,000
Central SOMA Fees	\$155,000,000	\$0	\$0	\$155,000,000
Federal CIG	\$0	\$3,384,000,000	\$0	\$3,384,000,000
Federal Non-CIG and Other Planned Funds	\$1,511,200,000	\$0	\$0	\$1,511,200,000
FRA ARRA + Local Match	\$0	\$0	\$728,500,000	\$728,500,000
Prop K	\$0	\$0	\$21,500,000	\$21,500,000
Rail Operator Contributions	\$0	\$3,000,000	\$3,000,000	\$6,000,000
Regional Measure 3	\$0	\$224,300,000	\$100,700,000	\$325,000,000
RTIP Fund Exchange	\$0	\$17,800,000	\$0	\$17,800,000
State (TIRCP, HSR)	\$1,050,000,000	\$0	\$0	\$1,050,000,000
TIRCP Project Development	\$0	\$37,400,000	\$22,600,000	\$60,000,000
Transit Center District Funds	\$529,802,000	\$0	\$157,198,000	\$687,000,000
Funding Plan for Entire Project Total:	\$3,246,002,000	\$3,957,500,000	\$1,042,498,000	\$8,246,000,000

COST SUMMARY

Phase	Total Cost	PROP L - Current Request	Source of Cost Estimate
Planning/Conceptual Engineering	\$0		
Environmental Studies	\$0		
Right of Way	\$351,641,000		August 2023 Cost Estimate
Design Engineering	\$583,963,000	\$12,500,000	August 2023 Cost Estimate
Construction	\$7,310,396,000		August 2023 Cost Estimate
Operations	\$0		
Total:	\$8,246,000,000	\$12,500,000	

% Complete of Design:	30.0%
As of Date:	06/30/2025
Expected Useful Life:	70 Years

San Francisco County Transportation Authority Allocation Request Form

FY of Allocation Action:	FY2025/26
Project Name:	The Portal Project Engineering Phase Activities
Primary Sponsor:	Transbay Joint Powers Authority

SFCTA RECOMMENDATION

Resolution Number:		Resolution Date:	
Total PROP L Requested:	\$12,500,000	Total PROP L Recommended	\$12,500,000

SGA Project Number:		Name:	The Portal Project Engineering Phase Activities
Sponsor:	Transbay Joint Powers Authority	Expiration Date:	09/30/2029
Phase:	Design Engineering	Fundshare:	11.14%

Cash Flow Distribution Schedule by Fiscal Year

Fund Source	FY2025/26	Total
PROP L EP-205	\$12,500,000	\$12,500,000

Deliverables

1. TJPA shall submit a Monthly Report through SFCTA's grants portal. The Monthly Report shall be prepared consistent with the requirements of the SFCTA Enhanced Oversight Protocol and the Standard Grant Agreement.
2. Upon completion of Program Management (PMCM) Task 1.a.A, provide updated Project Management Plan and sub-plans.
3. Upon completion of PMCM Task 1.a.F, provide procurement documents including the 10-UR Draft RFP, 20-4KYA Draft RFP, 30-BD Draft RFP, and 60-SF Draft RFQ.
4. As part of PMCM Task 2.a.D, TJPA must submit quarterly risk reports to SFCTA; these submissions shall be made as part of SFCTA Enhanced Oversight activities.
5. Upon completion of PMCM Task 5.c, provide Integration Management Plan, Interface Management Plan, and Requirements Management Plan.
6. Upon completion of relevant Engineering (GEC) 4KYA tasks, provide Revised 60% Cost Estimate and Basis of Design Amendment at 60%.
7. Upon completion of relevant GEC 4KYB tasks, provide Revised 30% Design Package and Basis of Design Document at 30%.
8. Upon completion of relevant GEC 10-UR tasks, provide Revised 60% Cost Estimate and Basis of Design Amendment at 60%.

Special Conditions

1. Allocation is conditioned on ongoing compliance with the attached SFCTA Enhanced Oversight Protocol for The Portal.

2. TJPA will provide information on a quarterly basis to SFCTA regarding sources and uses of funding for The Portal project.

3. On an annual basis, TJPA will consult with SFCTA staff regarding the project's work program, budget/funding, and schedule; TJPA will meet-and-confer on these topics with SFCTA prior to bringing forward the recommended Summary Work Program to the IPMT/IMT and EWG, as described in The Portal Implementation MOU.

4. Presentations on The Portal project will be calendared periodically on the SFCTA Board and/or SFCTA CAC meeting agendas, at the discretion of the SFCTA Board Chair. TJPA staff shall be in attendance to present or answer questions from Board/CAC members, if requested.

5. Recommendation includes a waiver to Prop L policy to allow funds to be used for retroactive expenses incurred since November 1, 2025.

6. The recommended allocation is contingent upon amendment of the Caltrain Downtown Extension and Pennsylvania Avenue Alignment 5YPP. See attached 5YPP amendment for details.

Metric	PROP AA	TNC TAX	PROP L
Actual Leveraging - Current Request	No PROP AA	No TNC TAX	85.18%
Actual Leveraging - This Project	No PROP AA	No TNC TAX	96.10%

San Francisco County Transportation Authority Allocation Request Form

FY of Allocation Action:	FY2025/26
Project Name:	The Portal Project Engineering Phase Activities
Primary Sponsor:	Transbay Joint Powers Authority

EXPENDITURE PLAN SUMMARY

Current PROP L Request:	\$12,500,000
--------------------------------	--------------

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:

MP

CONTACT INFORMATION

	Project Manager	Grants Manager
Name:	Alfonso Rodriguez	Carolyn Nguyen
Title:	DTX Project Director	Accountant
Phone:	(415) 597-4620	(408) 705-3960
Email:	arodriguez@tjpa.org	cnguyen@tjpa.org

The Portal Scope of Work through FY 2027-28 for Prop L Allocation Request (Subject to Funding Availability)

The Scope of Work described in this document is subject to funding availability. On August 26, 2025, the Federal Railroad Administration (FRA) withdrew the CRISI award of \$24,6550,000 for Track and Rail Systems Design, which leaves this scope only partially funded, supported solely by the local funds originally pledged as the federal match. In FY 2025-26, the IPDT will reassess project priorities to determine how best to allocate these local funds toward durable design work and risk mitigation. This ongoing reassessment may change the scope of work that will be completed through FY 2027-28.

1 PROJECT MANAGEMENT

1.1 Transbay Joint Powers Authority

In April 2001, the City and County of San Francisco (the City), the Alameda-Contra Costa Transit District, and the Peninsula Corridor Joint Powers Board (Caltrain) executed a Joint Powers Agreement under state law, creating the Transbay Joint Powers Authority (TJPA) for the purpose of planning, building, and operating the Transbay Program's facilities, including a new transit terminal (the Salesforce Transit Center) and the extension of Caltrain into the Center (The Portal). The TJPA was granted "primary jurisdiction with respect to all matters pertaining to the financing, design, development, construction, and operation of the new terminal" (see California Public Resources Code Section 5027.1(a)). The TJPA is responsible for ensuring that the final design, construction, testing, and startup phases of the Program conform to design criteria and are executed in accordance with established schedules, budgets, and agreements with the U.S. Department of Transportation's operating administrations and other funding partners.

1.1.1 Funding and Advocacy

Developing the funding plan for The Portal and securing the necessary commitments from funding partners is paramount for the project's success. The Master Schedule includes a target date for FFGA of July 2027, subject to funding availability. This work includes:

- ◆ Integrating planning and funding for The Portal with the broader regional, megaregional, and statewide plans and funding programs.
- ◆ Working with funding agencies to secure funding commitments, including drafting materials for planning and programming documents, preparing and submitting grant applications, and negotiating with funding agencies for specific funding allocations.
- ◆ Identifying new funding sources and developing projections of funding availability.
- ◆ Engaging with financial advisors to integrate future funding streams into the project's schedule.
- ◆ Coordinating with agency partners to prioritize the project in local and regional funding advocacy efforts.
- ◆ Developing and implementing a funding campaign to secure public and private funds.

Working with local and state partner agencies, TJPA will advance a multi-pronged effort to complete the non-Federal Transit Administration (FTA) Capital Investment Grant (CIG) funds needed to unlock those federal dollars. Among the funding opportunities that may be sought are discretionary funds from the Cap and Invest program, Greenhouse Gas Reduction funds as a multi-year award from the same program, extension of the term of the Transbay Redevelopment Plan, commitment of the regional transit funding in the Central SOMA Implementation Strategy to The Portal, among others to be developed. In addition,

TJPA and the partner agencies will explore support for a regional transportation funding mechanism(s) as well as a statewide program to support transit operations and maintenance funding.

In addition to in-house staff, the TJPA manages a team of consultants with advocacy and finance expertise to conduct this work.

1.1.2 Governance

The TJPA is responsible for managing the governance of The Portal, including implementation of The Portal Governance Blueprint, The Portal Project Implementation Memorandum of Understanding (Implementation MOU), and The Portal Project Administrative Management Agreement (Management Agreement).

TJPA will continue implementation of the MOU Engineering Phase Work Plan Task 5, Governance Blueprint Implementation. In summary TJPA, in collaboration with the partner agencies, will:

- ◆ Establish the Portal Board Committee
- ◆ Establish a Change Control Board (CCB)
- ◆ Hold and manage regular meetings of the CCB to be convened near to but prior to the commencement of construction
- ◆ Stand up the Integrated Project Delivery Team (IPDT)
- ◆ Transition from the IPMT to the IPDT
- ◆ Document compliance with Stage Gates for each procurement activity as appropriate
- ◆ Annually update the work plan in support of the Partners annual budget process.

1.1.3 Contract Management

TJPA staff oversees a consultant team that includes program managers, designers, construction managers, security contractors, and others according to the needs of the project. Staff oversees the day-to-day management of design and construction, including all aspects of the work of technical and design consultants, project controls, and project coordination; stakeholder coordination; risk management; budgeting; procurement management; staffing; and construction contracts and claims resolution.

1.1.4 Administration

The TJPA's salaries, benefits, and administrative expenses for The Portal are allocated between the operations and The Portal operating budgets based on the job description for each staff position. Currently, four positions are fully dedicated to The Portal. Staff positions that serve agency-wide functions, such as executive and finance staff, are split evenly between The Portal and operations budgets.

1.2 Program Management/Construction Management

A consultant Program Management/Construction Management (PMCM) team functions as an extension of the TJPA's Portal staff to assist in the delivery of The Portal. The PMCM team's scope of work includes:

- ◆ Project management
- ◆ Engineering management

- ◆ Construction management and construction support
- ◆ Project delivery and contract development/compliance
- ◆ Configuration management
- ◆ Project controls
- ◆ Estimating
- ◆ Community outreach and construction relations
- ◆ Funding advocacy, grant writing, and financial and progress reporting

The specific work plan through FY27-28 is described in the following subsections.

1.2.1 Cost Mitigation

PMCM staff will conduct one or more facilitated value engineering workshops to identify potential cost reductions project-wide. Workshops will include members from the Integrated Program Management Team or Integrated Management Team (composed of technical experts from the TJPA's agency partners), IPDT in brainstorming and evaluating cost reduction concepts, in collaboration with the progressive design-build contractor for the civil and tunnel contract (40-CT) during the preconstruction phase. Workshops will consider capital cost, life cycle cost, passenger experience, and operational constraints or opportunities.

In addition to the formal value engineering workshops, PMCM will continuously evaluate cost reduction secondary mitigation opportunities through stakeholder engagement, preconstruction concepts offered by the 40-CT contractor, and changing technology or third-party interests.

Deliverables:

- ◆ Value engineering report with recommendations for cost-saving alternatives. Continuing analysis of current project costs and identification of cost drivers.
- ◆ Detailed cost reduction secondary mitigation memoranda, including implementation roadmap and risk mitigation strategies for discussion with stakeholders and consideration of adoption in accordance with configuration management procedures.

1.2.2 Project Management Tools Development

- ◆ Cost and Budget. Costs will be continuously monitored as design progresses and decisions, such as the final 4th and King Yard configuration, are made. As configuration changes are developed, analyzed, and approved, changes to the New Starts Engineering phase cost estimate will be documented and tracked. Once required agency and environmental approvals are completed, the changed cost will be incorporated into the Engineering phase cost estimate. After the Federal Transit Administration's (FTA) risk workshop associated with the TJPA's Full Funding Grant Agreement (FFGA) application, the Engineering phase cost estimate will be converted to a baseline cost estimate and budget and presented to the TJPA Board of Directors for approval.
- ◆ Schedule. Updates will be prepared monthly comparing progress against the adopted Master Schedule for all activities. The critical and near-critical path will be identified and tracked. Variances for critical and near-critical activities in excess of 10 working days will be explained, and mitigating actions identified and tracked. After the FTA's risk workshop associated with the TJPA's FFGA application, the Master Schedule will be converted to a baseline schedule and presented to the TJPA Board of Directors for approval.

- ◆ Configuration. Proposed changes will be analyzed for feasibility and safety, operational, cost, schedule, and environmental impacts. Technical memoranda will be prepared for review and discussion by the IPDT, and recommendations for disposition taken to the Configuration Management Working Group (CMWG), Change Control Board (CCB), Executive Working Group (EWG), and TJPA Board of Directors, as appropriate. If approved, any required environmental documentation will be prepared in accordance with the relevant state and federal requirements.
- ◆ Risk. Quarterly workshops, working through the Integrated Program Management Team (IPMT) and the successor Integrated Management Team (IMT), will be continued. Risk workshops may consider The Portal overall or be focused on a particular body of potential risks, as identified by the IPDT and agency partners. Risks will be evaluated for severity and probability using the FTA OP40 protocol. Mitigative actions will be identified, assigned, and tracked for effectiveness. An annual contingency review will be conducted using a Monte Carlo analysis to evaluate the contingency values assigned to categories of risk, or more frequently in the event of a significant risk event.
- ◆ Project Report. A monthly report will be prepared to meet the FTA requirements and the provisions of the Implementation MOU and Management Agreement. The monthly report will be provided to governance bodies, as required and appropriate.
- ◆ Policy Baseline Documents. The TJPA will compile and bring forward the set of policy baseline documents, using, as appropriate, other project deliverables and baseline documents. The Policy Baseline Documents will be reviewed and approved consistent with the provisions of The Portal Governance Blueprint and Implementation MOU. The TJPA will maintain and update the Policy Baseline Documents as needed. The TJPA Board of Directors holds approval authority for the Policy Baseline Documents.

Deliverables:

- ◆ Baseline capital cost estimate in Standard Cost Categories format
- ◆ Baseline schedule along with monthly updates and schedule narrative
- ◆ As-needed technical analysis and associated rough-order-of-magnitude cost estimates for candidate configuration changes
- ◆ Quarterly risk memoranda with mitigation plan status. Annual contingency review using Monte Carlo-based simulations
- ◆ Quarterly contingency management reports
- ◆ Monthly reports (ongoing)
- ◆ Approved Policy Baseline Documents

1.2.3 FTA Engineering Phase Activities/Requirements

- ◆ Update the following plans and procedures using FTA oversight procedures, FTA Project Management Oversight reporting, and sound project management practices and prepare updates to the following plans and procedures. The TJPA will engage Caltrain and other partners on tasks as applicable.
 - Before and After Study
 - Configuration Management Plan
 - Cost Control Procedure
 - Design Change Control Procedure
 - Document Control Procedure
 - Fleet Management Plan
 - Outreach Plan
 - Program Management Plan
 - Quality management plans
 - Real Estate Acquisition Management Plan

- Risk and Contingency Management Plan
- Safety and Security Management Plan
- Safety Plan
- Schedule Control Procedure
- Third Party Agreements Plan and agreements
- Travel Forecast Results Report
- Work breakdown structure
- ◆ Update the 20-Year Financial Plan, in support of the FFGA request and to reflect outcomes of the FTA Risk Review, revisions to the funding plan, and other information.
- ◆ Update ridership forecasts, as required, for the updated 20-Year Financial Plan and FTA rating package, as part of the request for the FFGA.
- ◆ Conduct the FTA's quantitative risk review process as an input to the updated capital cost estimate, PMOC's readiness review, etc.
- ◆ Prepare and submit the FFGA request and all required documentation; facilitate the FTA and PMOC's process and engagement during the FTA review period.
- ◆ Complete all critical third-party agreements required to request the FFGA, as identified in the Third-Party Agreements Plan; these include master cooperative agreements between the TJPA and Caltrain and between the TJPA and the California High-Speed Rail Authority.

Deliverables:

- ◆ Updated plans, procedures, and reports accepted by the FTA as sufficient to support an FFGA application:
 - FTA rating package
 - 20-Year Financial Plan
 - FTA risk review and qualitative risk assessment
 - FFGA request submittal
 - Executed critical third-party agreements
- ◆ Conduct training for all project staff to ensure adherence to the plans and procedures relevant to their responsibilities
- ◆ Conduct regular audits to ensure compliance

2 DESIGN ENGINEERING

2.1 Enabling Works Design

2.1.1 Utility Relocation

The utility relocation contract (10-UR) is a design-bid-build contract that will relocate or protect-in-place over 20 public and private utilities within public right-of-way along Townsend Street. Advance utility relocations will help facilitate construction of the cut-and-cover portions of the tunnel, the excavations for which will affect most of the public right-of-way, leaving limited space for utilities. The relocations,

abandonments, and demolitions are intended to eliminate or reduce utility conflicts with shoring wall construction, road decking installation, excavation, construction of tunnel and station structures while maintaining services to surrounding properties.

As of Fall 2025, the 10-UR package has been developed to revised 60% level of completion and the Final Basis of Design documentation has been submitted. Work through FY27-28 includes:

- ◆ Preparation of the 90%, 100%, and IFB design packages
- ◆ Preparation of the bid package and contract
- ◆ Advertisement and award of the contract using a risk-based, stakeholder-inclusive development process, consistent with the TJPA's goals for The Portal.

Enabling works design associated with utility relocation is anticipated to be complete during this three-year timeframe. Utility Relocation construction may commence in this three-year timeframe, subject to funding availability. The TJPA is actively assessing opportunities to start this construction work prior to the FFGA.

2.1.2 Building Demolition

The building demolition design-bid-build contract (30-BD) will demolish seven buildings as part of the site clearing for construction of the cut-and-cover portions of the tunnel. Five structures located near Second and Howard streets will be demolished to make way for the throat structure where the tunnel widens from two to six tracks as it enters the Salesforce Transit Center. Two structures will be demolished to provide space for a construction shaft, construction laydown area for the mined tunnel, and, ultimately, a ventilation structure at Townsend and Third streets.

As of Fall 2025, the 30-BD package has been developed to 60% design level of completion. Work through FY27-28 includes

- ◆ Preparation of 90%, 100%, and IFB design packages
- ◆ Preparation of the bid package and contract
- ◆ Advertisement of the contract using a risk-based, stakeholder-inclusive development process, consistent with the TJPA's goals for The Portal.

Enabling works design associated with building demolition is anticipated to be complete during this three-year timeframe. Building Demolition construction may commence in this three-year timeframe, subject to funding availability. The TJPA is actively assessing opportunities to start this construction work prior to the FFGA.

2.1.3 4th and King Yard Site Clearing

The 4th and King Yard Preparation Package A: Site Clearing design-bid-build contract (20-YA) will relocate or remove all structures and utilities along the south side of Townsend Street between Fourth and Seventh streets and along Seventh Street between Townsend Street and Mission Bay Drive. Additionally, one pocket track on the north side of the existing Caltrain station at Fourth and King streets and the storage tracks at the corner of Townsend and Seventh streets will be removed.

As of Fall 2025, the 20-YA package has been developed to the 60% design level of completion. Work through FY26-27 includes:

- ◆ Prepare 20-YA 90%, 100%, and Issue for Bid design packages.
- ◆ Prepare the bid package and contract.

- ◆ Advertise and award the contract using a risk-based, stakeholder-inclusive development process, consistent with the TJPA's goals for The Portal.

20-YA construction may commence in this three-year timeframe, subject to funding availability. The TJPA is actively assessing opportunities to start this construction work prior to the FFGA.

2.2 Civil and Tunnel Progressive Design-Build

The civil and tunnel progressive design-build contract (40-CT) comprises the completion of the design and construction of the cut-and-cover structures and mined tunnel (excluding rail systems), the ventilation structures, the Fourth and Townsend Street Station fit-out (excluding rail systems), and utility support and temporary and permanent relocations (excluding advance utility relocations (10-UR)). Preconstruction work includes design engineering, preconstruction management, schedule preparation, estimating, acting as lead for coordination across all contract packages, preconstruction surveys, site investigations, hazardous materials assessment, and coordination with and obtaining approvals and permits from stakeholders and authorities having jurisdiction.

2.2.1 Progressive Design-Build Procurement

Work through FY27-28 includes completing the following for the 40-CT contract:

- ◆ Contract documents, including general requirements and technical documents
- ◆ Complete request for proposals (RFP) package, including the final draft contract
- ◆ Release of the RFP and evaluate proposals
- ◆ Announce the intent to Award
- ◆ Negotiate the preconstruction phase
- ◆ Negotiate open contract terms and conditions
- ◆ Seek TJPA Board of Directors approval to execute a contract
- ◆ Issue Notice to Proceed No. 1

2.2.2 Preconstruction

Preconstruction service will be incremental, pursuant to work packages issued by the TJPA documenting the associated time, price, and scope of work. Preconstruction services will be sufficient to establish a guaranteed maximum price (GMP) for the project.

- ◆ Establish the cost model for joint open-book estimating
- ◆ Review and approve numerous management, quality, safety, and communications submittals as detailed in the Contract and General Requirements
- ◆ Conduct design progress meetings and over-the-shoulder reviews
- ◆ Address design variance requests with operators, as appropriate
- ◆ Reconcile the progressive design-build contractor's opinion of probable construction cost (OPCC) 30% submittal estimate with the TJPA's independent cost estimate
- ◆ Negotiate agreement to progress from 30% to 60% design
- ◆ Approve 30% design and OPCC, authorizing additional preconstruction services to 60% submittal
- ◆ Continue design reviews and cost model discussions
- ◆ Commence 60% design

- ◆ Negotiate early works construction packages as required to maintain project schedule, and as permitted by available cash flow

2.3 Track and Rail Systems

Track and rail systems design will be prepared the TJPA's General Engineering Consultant(GEC) . The track and rail systems construction will be achieved through a construction manager/general contractor (CMGC) procurement, contract (50-TS). That work includes the installation of direct fixation and embedded tracks through the tunnel, stations, and u-wall as well as track and systems modifications to the at-grade 4th and King Yard and trackwork to 16th Street. Trackwork includes the rails, fastening systems, and special trackwork (turnouts, diamond crossings, crossovers, derails, train bumping posts). Associated with trackwork are track alignments, which are the defining horizontal and vertical control lines for the tracks and the structures that support them. Rail systems comprise signaling/train control, overhead contact, communications, central train operations control, and traction power systems and distribution. The systems for tunnel, stations, and ventilation and emergency egress structures include ventilation building systems; fire-life safety and water-air mechanical systems; and security systems.

As of Fall 2025, the track and rail systems design has been developed to the 30% level of completion. Subject to funding availability, work through FY27-28 includes:

- ◆ Initiate 50-TS 60% design package preparation.
- ◆ Draft the general requirements and contract for the 50-TS CMGC contract.
- ◆ Complete the RFP package, including the general requirements and final draft contract.
- ◆ Achieving compliance with the governance stage gate approvals to release the RFP.
- ◆ Release the RFP and evaluate proposals.
- ◆ Negotiate and initiate the preconstruction phase.
- ◆ Negotiate open contract terms and conditions.
- ◆ Establish the cost model for joint open-book estimating.
- ◆ Initiate the CMGC's constructability review of design work to date.

The Federal Railroad Administration's (FRA) October 29, 2024, announcement that the TJPA was selected for a Consolidated Rail Infrastructure and Safety Improvements (CRISI) Program award of up to \$24,655,000 was anticipated to accelerate the track and rail systems (50-TS) design work. However, on August 26, 2025, FRA withdrew the CRISI award, which leaves this scope only partially funded, supported solely by the local funds originally pledged as the federal match. The IPDT will reassess project priorities to determine how best to allocate these local funds toward durable design work and risk mitigation.

2.4 Station Fit-out at Salesforce Transit Center

Station Fit-out design for the Salesforce Transit Center will be prepared the TJPA's GEC. Station fit-out at the Transit Center will be achieved through a CMGC contract (60-SF). The work comprises the fit-out of the already constructed two-level structural box (train box) at the Salesforce Transit Center, construction of a new entrance lobby and stairs at the east end of the Salesforce Transit Center, and construction of a new above-grade ventilation and support systems structure, including excavating a plenum below the structure and connecting it to the lower concourse. The lower concourse, one level below ground, will house ticketing, passenger waiting, and support spaces for the rail operators (Caltrain and the California High-Speed Rail Authority), and leasable retail space. Six tracks and three center platforms on the platform level two levels below ground will serve commuter and high-speed trains. Back-of-house spaces on this level will support rail service. The scope for the contract includes coordinating with other contracts;

obtaining approvals from authorities having jurisdiction; and supplying, installing, testing, and commissioning all elements required for the station fit-out, including manuals, training, spare parts, and record drawings.

As of Fall 2025, the station fit-out design has been developed to 30% level of design completion. Subject to funding availability, work through FY27-28 includes:

- ◆ Initiate 60-SF revised 30% design package preparation.
- ◆ Issue the request for qualifications, evaluate statements of qualifications, and establish a shortlist.
- ◆ Draft the general requirements and contract.
- ◆ Complete the request for proposals (RFP) package, including the general requirements and final draft contract.
- ◆ Achieving compliance with the governance stage gate approvals to release the RFQ and RFP.
- ◆ Negotiate and initiate the preconstruction phase.
- ◆ Negotiate open contract terms and conditions.
- ◆ Establish the cost model for joint open-book estimating.
- ◆ Initiate CMGC constructability review of design work to date.

3 INTERAGENCY COORDINATION

The Portal requires extensive coordination with a range of federal, state, regional, and local agencies. Intergovernmental and interagency coordination is required throughout preliminary engineering, final engineering, construction, and pre-revenue operations for guidance and approvals in the execution of the technical work of the project. The TJPA has entered into cooperation and reimbursement agreements with Caltrain and the City and County of San Francisco for their work on The Portal.

3.1 Caltrain

As the initial operator of The Portal, Caltrain support is required in order to assure that The Portal is designed and built according to Caltrain's safety, service, and maintenance requirements. The TJPA has agreed to fund work in support of this need on an annual work plan basis. The following tasks are anticipated through FY27-28:

- ◆ Program management, including project controls, administration, and agreements
- ◆ Financial planning including O&M, capital, 20-Year Financial Plan development, and travel demand modeling support
- ◆ O&M design and analysis
- ◆ Environmental permitting
- ◆ Engineering, including civil infrastructure, track and systems, systems integration, and utilities
- ◆ Rail vehicles and level boarding requirements
- ◆ Construction/constructability reviews
- ◆ Procurement support
- ◆ 4th and King Yard Preparation Contract 20-YA

- ◆ At grade and below grade Track and Systems Contract 50-TS
- ◆ Real estate support
- ◆ Legal support

3.2 City and County of San Francisco

The Interagency Cooperation Agreement (ICA) is a cooperation and reimbursement agreement between the participating City and County of San Francisco agencies and departments (City agencies) and the TJPA for The Portal. The following City agencies are participating in the ICA:

- ◆ Port of San Francisco
- ◆ Department of Building Inspection
- ◆ Department of Technology
- ◆ San Francisco Fire Department
- ◆ San Francisco Municipal Transportation Agency
- ◆ San Francisco Office of Economic and Workforce Development
- ◆ San Francisco Planning Department
- ◆ San Francisco Public Utilities Commission
- ◆ San Francisco Public Works
- ◆ San Francisco Real Estate Division

As outlined in the ICA, subsequent department actions and/or approvals will be required as the TJPA carries out The Portal.

Each fiscal year, each City agency will propose to the TJPA an annual scope and budget, detailing the anticipated scope of City tasks that the City agency will undertake that fiscal year, a budget for those City tasks, and any other terms that are unique to that City agency, unique to the tasks to be undertaken, or will supersede specific ICA terms. Each City agency's annual scope and budget is an appendix to the ICA. San Francisco Public Works functions as the overall coordinator of City participation under the terms of the ICA.

Through FY27-28, work includes:

- ◆ Reviewing constructability, design deliverables, and plans; providing design and construction support services; assisting/consulting regarding traffic coordination and required permits. Each participating agency provides staff to provide support through a Technical Advisory Committee led by Public Works.
- ◆ Assisting to draft the Public Trust Transfer Agreement and related documents (Port of San Francisco).
- ◆ Providing construction inspector services (San Francisco Public Works).
- ◆ Providing technical analysis in the review of alternative sewer relocation strategies and final sewer design (San Francisco Public Utilities Commission).
- ◆ Providing hydraulic analyses (San Francisco Public Utilities Commission).

4 PROFESSIONAL SERVICES

Professional and specialized services are required for the advancement of The Portal, including legal services, financial advisors, economic and real estate analysis, legislative advocacy, auditing, and public relations. Tasks are assigned based on The Portal's current and anticipated needs. Only those costs directly attributable to The Portal are carried in the project budget.

Examples of this work include the following:

- ◆ Contract development and negotiations
- ◆ Right-of-way acquisition planning, negotiations, and agreements
- ◆ Revenue forecasts
- ◆ Real estate analysis
- ◆ Infrastructure finance and strategic planning
- ◆ Financial plans and presentations
- ◆ Grant development and administration
- ◆ Legislative and funding advocacy
- ◆ Public outreach and communications

5 RIGHT-OF-WAY ACQUISITION, RELOCATION & PROFESSIONAL SERVICES

Right-of-way acquisition for the project requires property acquisition, permanent subsurface easements, temporary construction easements, and interests that would allow the TJPA to permanently install rock dowels in the subsurface of additional properties.

Relocation assistance will be provided to occupants of properties acquired to construct The Portal, in compliance with the federal Uniform Relocation Assistance and Real Property Acquisitions Policies Act of 1970. Right-of-way acquisition and relocation assistance are planned to proceed in four tranches that span approximately two and one-half years. Total acquisitions that result in displacements and complicated relocations are included in the initial tranches to mitigate cost and schedule risks.

The following tasks apply to each tranche of acquisition:

- ◆ Conduct an appraisal and a review appraisal (for properties with an appraised value of more than \$10,000)
- ◆ When required, prepare furniture, fixtures, and equipment appraisals and goodwill appraisals
- ◆ Submit recommended just compensation amount to the FTA for concurrence
- ◆ Meet and negotiate with property owners
- ◆ File eminent domain actions, as required
- ◆ Complete relocations, as required
- ◆ Turn over property access to contractors

Deliverables:

- ◆ Title reports
- ◆ Maps and legal descriptions
- ◆ Environmental site assessments
- ◆ Appraisals
- ◆ Purchase and sale agreements or orders of immediate possession
- ◆ Timely relocation benefit payments

This document provides a detailed description of the Scopes of Work for the Transbay Joint Powers Authority professional services agreements for Program Management / Construction Management (PMCM) support and General Engineering Consulting (GEC) services for the Portal Project.

The Portal PMCM Scope of Services for Prop L Allocation Fiscal Year 2025-26

This document identifies the scope of work for Program Management Construction Management (PMCM) services for the FY 2025-26 Prop L allocation request. The Prop L allocation would fund a portion of the services included in the FY 2025-26 scope of services, consistent with the level of effort negotiated with TJPA. This Proposition L allocation request would fund a portion of The Portal's program-wide tasks, as well as the tasks specific to Enabling Works.

TASK 1: Program Management

1.a Program Management

- A. Update Project Management Plan (PMP): Continue to provide an updated Project Management Plan (PMP) and subplans consistent with the requirements of the current status of the project and identifying those activities that must be implemented in support of finalized procurement, commencement of construction activities, grants management, and final design and construction administration. The PMP will be consistent with the requirements of the Integrated Project Delivery Team (IPDT) and depict organizational relationships describe communications protocols and be consistent with the Work Breakdown Structure (WBS). The PMP will be consistent with the requirements for a Federal Transit Administration (FTA) Capital Investment Grant (CIG), the Portal Project Implementation Memorandum of Understanding (Implementation MOU), and the Portal Administrative Management Agreement. To the extent there are conflicts between these documents, the FTA requirements will prevail.

Deliverable: Develop an updated PMP and subplans addressing all requirements, including recommendations from the FTA Project Management Oversight Consultant (PMOC).

- B. Coordinate with FTA and Authorities Having Jurisdiction (AHJ), Utilities, and other agencies: PMCM will continue to assist TJPA with updated submittals to FTA including New Starts documentation, support with PMOC requirements, and monthly and quarterly meetings. PMCM will coordinate with AHJ's including agencies from the City and County of San Francisco, state of California, and railroad operators.

Deliverable: PMCM will provide meeting agendas, meeting materials, subject matter experts, and other support functions to monitor requirements, proactively manage communications, action item matrices, and collection and management of responses to questions.

- C. Update plans and procedures, and PMOC required documentation: PMCM will assist TJPA in addressing all required plans and procedures to effectively manage the project. Best practices, TJPA requirements, and FTA requirements will all be addressed to provide guidance to the IPDT in delivering a successful project. All PMOC recommendations developed during the capability and capacity evaluation will be addressed.

Deliverable: Updated plans and procedures for project management, project controls, contract administration, engineering management, and construction management.

- D. Organize Peer Reviews and Partnering: PMCM will assist TJPA in outreach to peer organizations, subject matter experts, and professional organizations to conduct peer reviews on appropriate topics. PMCM will organize and conduct partnering sessions with the primary rail operator, and

construction contractors, through the IPDT.

Deliverable: PMCM will arrange for, prepare agendas, facilitate, record, and prepare actions resulting from peer reviews and partnering sessions.

E. Provide Design Management: PMCM will provide design oversight of the general engineering consultant. This work will generally include negotiation of scopes of work, cost proposals and deliverables. In addition, PMCM will provide oversight and review of design deliverables for completeness and consistency with the approved design scopes of work. PMCM will assist the general engineering consultant (GEC) with coordination and collaboration with authorities having jurisdiction and the rail operating partners.

Deliverable: Fully negotiated GEC scopes of work and cost proposals suitable for TJPA's review and approval. Over the shoulder, draft, and final design deliverable reviews and dispositions.

F. Procurement Documents and Process: PMCM will work to develop the procurement and contracting documents to support the planned design-bid-build, progressive design-build (PDB), and Construction Manager/General Contractor (CMGC) Portal procurements. This task is highly collaborative and dependent upon cooperation and input from Construction and General Counsel, the GEC, TJPA Procurement and Finance, Agency Partners, and other stakeholders. The scope of this subtask is comprised of:

- preparing and issuing RFQ documents,
- conducting workshops with external partners,
- preparing and issuing industry review documents,
- developing and issuing RFP documents,
- evaluation of contractor proposals,
- negotiation of the Contracts, and
- supporting the board award process.

Deliverables: The following deliverables are planned for FY 2025-26:

1. 10-UR: PMCM will prepare the draft RFP, update based on industry review and finalize the RFP for issuance.
2. 20-4KYA: PMCM will prepare the draft RFP
3. 30-BD: PMCM will prepare the draft RFP and issue for industry review
4. 40-CT: PMCM will prepare the final RFP and General Requirements based on industry review, support RFP issuance to the short-listed contractors, and support to the TJPA during the evaluation and negotiation processes.
5. 50-TS: PMCM will prepare the draft RFP for industry review
6. 60-SF: PMCM will develop the draft RFQ

G. Readiness Assessment: PMCM will assist with the implementation of the accepted recommendations of the CIG Construction Readiness Assessment. Based on the outcomes from TJPA's internal partnering program, conducted by others, PMCM will meet with TJPA regularly during the process to update on the progress and obtain guidance. Support will be provided in drafting job descriptions and FFGA Readiness Summary Report implementation

Deliverable: PMCM will conduct interviews and draft job descriptions, prepare RASCIs, provide updates to strategic plan objectives implementation, and provide other as-directed support.

H. Development of the Integrated Program Delivery Team (IPDT): PMCM will assist TJPA in the development of an integrated program delivery team to optimize collaboration and communication and clarify roles and responsibilities among all parties responsible for the implementation of the Portal Project.

Deliverables: PMCM will assist TJPA in the development of necessary tools, graphics, charts, and reports outlining the establishment of the IPDT.

I. General Program Support: PMCM will provide administrative support for agency and

intra-agency correspondence, documentation, and reporting, meeting logistics, and grant writing.

Deliverables: Staff reports, documentation and correspondence, technical exhibits, and grant submissions.

TASK 2: Project Management

2.a Project Management

- A. Contract Administration: PMCM will ensure compliance with TJPA's prime contract and execute subcontract agreements with team members including required flow downs from the prime contract. PMCM will prepare monthly invoices in accordance with TJPA requirements including detailed labor, overhead, profit, and other direct costs. Monthly reports will be prepared in accordance with TJPA requirements.

Deliverable: Monthly Invoices, Monthly Progress Reports, Quarterly Reports.

- B. Cost Oversight: PMCM will continually update project costs as secondary mitigations and other scope changes are adopted. The general engineering consulting contract and CCSF and Caltrain invoices will be monitored for cost trends and any concerns will be promptly reported to TJPA. Cash flow sensitivity analyses will be prepared based on schedule shifts, funding availability, color of money, and other variables.

Deliverable: Periodic updates of the SCC workbook. Cost trending for the PMCM contract, the general engineering consulting contract, and CCSF and Caltrain agreements. Cash flow scenarios and sensitivity analyses.

- C. Schedule Oversight: The master schedule will be updated monthly and, when appropriate, converted to a baseline schedule. Analysis of the critical path will be conducted, including recommendations to protect project float. Support TJPA with updating and maintaining schedule controls processes and procedures.

Deliverable: Monthly schedule updates, fragnet analysis, and recommendations for activity resequencing or rescheduling.

- D. Risk Management: Quarterly risk workshops will be conducted in accordance with federal transit administration procedures and best practices. One full Monte Carlo analysis to monitor contingency drawdown will be prepared. A continuous risk management process will be upheld through monthly risk reviews with the project team to maintain the risk register, including tracking of ongoing risk mitigations.

Deliverable: Quarterly Risk Reports and monthly updates to the risk register as required.

- E. Scope Management: PMCM will carefully monitor work activities for adherence to the agreed upon scope of services. Where additional or different scope is required, PMCM will promptly bring it to the attention of TJPA's project director with suggested modifications consistent with the overall cost budget for the PMCM NTP for FY 2025-26.

Deliverable: Monthly tracking for adherence to agreed-upon scope of services. Proposed modifications to scope when appropriate.

- F. Value Engineering: PMCM will conduct one value engineering exercise with a certified value engineer. Additionally, secondary mitigations will be evaluated, and as appropriate, presented to the configuration management working group or contract change board as appropriate.

Deliverable: One value engineering workshop and value engineering report will be prepared and submitted. Secondary mitigation analysis and reporting will be prepared and submitted per the resource allocation negotiated with TJPA.

- G. Industry Outreach Support: PMCM will coordinate industry outreach, meetings, and assist with raising industry awareness of the Portal and increasing community support.

Deliverable: Meeting materials, minutes, website content, and action items.

H. Finance Support: PMCM will provide support to TJPA Finance focused on compliance reviews of third-party invoices, third party payments, and other tasks, as assigned.

Deliverables: Compliance Reviews, checklists, recommendations to process, modify, or reject.

TASK 3: Construction Management and Construction Support Services

3.a 3rd Party Coordination: PMCM will coordinate and manage interfaces of all planned procurement activities with third parties, including the coordination of agreements, variances needed, permitting requirements, and potential clashes with planned construction work requiring utility relocations.

Deliverable: Coordination as needed.

3.d This section reserved for future use.

3.e Preconstruction Services: PMCM will provide as-needed support for preconstruction surveys necessary for the development of the designs and procurement documents for the Portal projects, including any constructability analyses needed.

Deliverable: Technical, Management, or Outreach support for surveys. Constructability analyses as determined necessary by TJPA.

TASK 4: Project Delivery and Contract Development/Compliance

4.a Project Delivery

A. Procurement Support: PMCM will support TJPA in implementing the procurement program including, contract terms and conditions, procurement reviews, and program requirements to support delivery of the Portal, including:

- Supporting review of proposals and bids,
- Assist in the updating and implementation of overall project delivery and procurement strategy,
- Advise TJPA on proposer/bidder comments and requests for changes in the procurement documents, and
- Develop specifications, solicitation technical packages, and draft intergovernmental agreements.
- Deliverable: Advice and support as required by TJPA for the 10-UR, 20-YA, and 50-TS contracts in collaboration with Construction Counsel.

TASK 5: Configuration Management

5.a This section reserved for future use.

5.b Document Management: PMCM will provide document management procedures, training, and Staff to ensure proper control of project documents across all stakeholders. A searchable database will be established and maintained to provide centralized control of communications. Provide support for the buildout and integration of the PMIS system as it relates to document and records management

Deliverable: Document control procedures, training, administration of the document control module of the PMIS system (InEight document) & records management system.

5.c Contract Interface Management: PMCM will, in coordination with IPDT, develop plans for contract interface management, contract integration management and requirements management. Further deliverables will be outlined in the respective plans as they are developed. Provide support, as required, for implementation of the plans.

Deliverable: PMCM will develop an Integration Management Plan, an Interface Management Plan and a Requirements Management Plan.

TASK 6: Project Controls

6.a Digital Delivery Management: PMCM will continue to maintain and expand the project's established PMIS, CAD, BIM and GIS digital delivery tools, including continued software development, training, process mapping, and implementation and integration. A particular focus will be on AutoCAD Construction Cloud (ACC), ArcGIS Online (AGOL) and continued development of the PMIS system (InEight), providing multi-functional data collection and reporting capabilities across multiple functions such as schedule, cost, contracts and risk.

Deliverable: PMCM will provide software, training, system maintenance, and continued improvements

6.b Project Controls: PMCM will prepare updated program budgets in SCC format broken down by contract package incorporating construction budgets using cost estimates noted above2.a.B, Cost Oversight, estimates for other soft costs for each line item.

Support TJPA's Project Controls Manager to update the Program master schedule based on the WBS and the Program implementation plan on a monthly basis to include current information regarding project and contract progress.

Prepare monthly and quarterly reports of Program status. Prepare quarterly project and contract status reports outlining the progress, cost, schedule, risk, issue resolution and other aspects of the project or contract.

Deliverable:

- SCC workbooks detailing program cost by contract package and for the overall program.
- Monthly and Quarterly Program Status Reports to the IPDT, TJPA Board, Stakeholders and Funding Agencies

TASK 7: Estimating

7.b Cost Estimating: PMCM will develop and prepare cost estimates to support TJPA procurement activities for professional services planning, environmental, and construction contracts, including Independent Cost Estimates, (ICE) when required such as initial GEC Task Orders/Annual Work Plan(s) and the 30% Design Validation Phase for the PDB contract. PMCM will develop design and construction capital cost budgets, including any needed design optimization and value engineering studies, constructability reviews, life-cycle cost analyses, and risk assessments determined necessary by TJPA.

Deliverable: Secondary Mitigations estimates as requested by TJPA. Independent Cost Estimates for Procurements

TASK 8: Community Outreach and Construction Relations

8.a Public Outreach: PMCM will support TJPA on all community relations activities including public outreach, and stakeholder communications as determined necessary by TJPA.

Deliverable: Community Outreach support as requested by TJPA.

Other Direct Costs (ODCs)

In the course of completing this scope of work, PMCM will incur ODCs, including InEight Maintenance, other software (P6, Bluebeam, etc.), computer equipment, personal protective equipment (PPE), printing, other miscellaneous expenses, and travel. As with all other expenses, TJPA will review ODCs for appropriateness and consistency with the TJPA contract prior to payment to PMCM.

**GEC Scope of Services for
Prop L Allocation Fiscal Year 2025-26**

Scope of Work

This document identifies the scope of work for the General Engineering Consultant (GEC) services for the FY 2025-26 Proposition L allocation request. The Prop L allocation would fund a portion of the services included in the FY 2025-26 annual budget, consistent with the level of effort negotiated with TJPA and the current GEC for work performed from July 1, 2025, to April 30, 2026. TJPA anticipates that Prop L would also be used for design work to be conducted following the GEC procurement that is currently underway. The scope of work for the new GEC will be developed during negotiations and finalized at contract award. A general scope of work is included at the end of this document.

Project Management Tasks

1. Project Management
 - a. Submission of monthly status report with each monthly invoice, indicating work performed on each of the approved tasks for which payment is being requested. Submit a weekly budget status Excel report of billing inclusive of subconsultant billing, as available.
 - b. Project meetings (e.g., TJPA staff, TJPA Board meetings, TJPA Project Controls, or TJPA consultants).
 - c. Scheduling. Maintaining the design schedule and submitting input to PMCM on the overall project schedule monthly no later than the 7th workday of the month.
 - d. Quality Control and Quality Assurance.
 - e. Risk Management.
 - f. Submission of native files for all project design work from beginning of contract including, but not limited to, CADD, Excel, 3D Revit, Civil 3D, MicroStation, and other modeling program files. All files to be submitted in TJPA's ISO 19650 Compliant Common Data Environment (CDE). All native files submitted should be accompanied by a table describing the files submitted along with any pertinent information regarding the use of the files (i.e. xrefs, etc.). All active Bluebeam sessions shall be transferred to PMCM, and all comments from all Bluebeam sessions from the beginning of contract shall be exported to Excel and submitted in a format as stipulated by PMCM.
 - g. Other Direct Costs as requested and/or agreed by the TJPA.
2. Coordination and Applicable Approvals.
 - a. Train Operators: Coordination including participation and materials preparation for meetings on topics including but not limited to: criteria; programmatic requirements; operator design review and as applicable, approval; analysis of rolling stock impacts to the TJPA infrastructure; and right-of-way considerations for the Fourth and King Station/Yard (owned by Prologis and operated by Caltrain).
 - b. Not Used.
 - c. State and Federal Agencies: Coordination with Federal Transit Administration (FTA), Federal Railroad Administration (FRA), Bay Area Rapid Transit (BART), California Public Utilities Commission (CPUC), State Fire Marshal, other utilities, and as-needed SEIS/EIR addenda coordination.
 - d. City and County of San Francisco (City): Coordination with City agencies for design, permitting, and construction needs.
 - e. Adjacent Projects: Coordination with adjacent projects such as Central Subway, the Pennsylvania Avenue Extension, Railyards Development, Link21, and others. Property

Owners/Developments: Coordination with adjacent property developments and, if necessary, the City Department of Building Inspection to protect DTX from adverse impacts along its alignment; as-needed coordination with property owners. ROW record of survey property drawings are excluded.

f. Utilities: Coordination with public and private utilities to obtain utility plans, perform potholing, and respond to utility operator comments on design drawings and bid documents.

3. Intentionally left blank.

4. Code Compliance and Design Criteria

- a. Code Compliance: The GEC shall comply with requirements of all applicable codes, regulations, and current written interpretation thereof published and in effect during the GEC's services. In the event of changes in such codes, regulations, or interpretations during the course of the Project that were not and could not have been reasonably anticipated by the GEC and which result in a substantive change to the construction documents, the GEC shall not be held responsible for the resulting additional costs, fees or time, and shall be entitled to reasonable additional compensation for the time and expense of responding to such changes. The GEC shall be responsible, however, to identify, analyze, and report to the TJPA pending changes to codes and regulations that would reasonably be expected to affect the design of the Project, including pending changes to the California building codes, National Fire Protection Association codes, and San Francisco Building Code to adopt provisions of the International Building Code and other amendments.
- b. Design Criteria: Review and commenting on the project design criteria, including design criteria variances prepared by TJPA/PMCM.
- c. Intentionally left blank.

5. Intentionally left blank.

6. Intentionally left blank

Engineering Tasks

Engineering: The scope for this task will include the following design work:

1. 4th and King Yard Preparation Package A (4KYA):

The 4KYA scope of work is site clearing and preparation in order to make necessary space to facilitate the construction of a related, but separate and subsequent scope of work (described below). The key focus of the next year will be progressing the design to a 90% level, including updating construction staging plans and updating the cost estimate for this scope of work. The 90% will be completed under the new GEC contract.

- a. Technical management including meeting minute preparation, issue tracking, and coordination with Caltrain and authorities having jurisdiction.
- b. Comment Resolution
 - a) Responses to the 60% Stakeholder Review comments have been completed. Resolution of some of these comments will be resolved as part of design progression to 90%. Collect and begin resolving all deferred comments from previous stages
- c. Concept of Operations (ConOpss) Support
 - i) Communicate significant comments from the 60% stakeholder review to the ConOps team that would affect Stage 1.
 - ii) Discuss and process preliminary/OTS ConOps results.

- d. SMR Compliance/Permitting Coordination
 - a) Continue ongoing compliance and permitting coordination, which falls under the scope of PM Task #2 above.
- e. Base Flood Elevation Determination Support
 - a) Attend a limited number of calls to support (not lead) TJPA/Caltrain/SFPUC/PW BFE coordination as necessary by presenting information from the current design plans (without doing further analysis), and to discuss the essential elements included in the PW modeling scope.
- f. Exclusions:
 - a) Incorporation of revised Railyards layout currently under study by Caltrain, Prologis, and the City
 - b) Addition of a paralleling station (even if the LFA report reveals that it is necessary)
 - c) Making recommendations for agency-wide flood criteria or policy
 - d) Further analysis of SFPUC/PW flood data
 - e) Discussion of PW fees for base flood elevation modeling
 - f) Design advancement.
- g. Deliverables
 - a) Completion of a Handover Documentation Memorandum for the 4KYA project with accompanying Design Issue Log
 - b) Revised 60% cost estimate (incorporating PMCM's second over-the-shoulder comments) and associated documentation for Form B cost allocation breakdown
 - c) Draft and Final Basis of Design Amendment reflecting 60% design package comments

2. 4th and King Yard Track and Systems Revised Draft 30% Detailed Scope

The revised draft 30% 4th and King Yard Package B (4KYB) is the track and systems scope of work at the surface level where the existing 4th and King Station and Yard are located. The scope of the 4KYB package is relocating the existing surface station and yard tracks to make room for the new tracks that will go into the portal tunnel structure.

The revised draft 4KYB 30% will be completed under the current GEC contract.

In September, the TJPA Board approved combining the design and construction packages for the above ground and the below ground track and systems scopes of work. Therefore, the above ground and below ground track and systems design work will progress as one package after 30%. This next phase of design will be performed under the new GEC contract.

Key focus areas for this year include:

- Completion of revised draft 30% 4KYB design package,
- Completion of a 30% Basis of Design document,
- 4KYB handover package (due to new GEC contract)
- Design Issue Log

- a) Track
 - a) Further develop 30% track design defining track removals, upgrades, realignments and extensions for north yard area and 7th Street corridor, including Mission Bay Drive, maintenance of way tracks (51 and 52), and storage tracks 24 and 25
 - b) Develop 30% track design defining new storage tracks and station leads in south yard area
 - c) Support resolution of in-progress track DVRs.
 - d) Submit track plans, profiles, and details per Caltrain CAD standards in coordination with and support of other disciplines.

- b) Railroad System Design. These are the various individual systems that must be designed in order to facilitate the safe operation of the railroad.
 - a) Overhead Contact System (OCS)
 - b) Railroad Signal System
 - c) Railroad Communication System
 - d) Positive Train Control (PTC). GPS based safety system. Mandated by FRA for all Class 1 railroads.
 - e) Traction Power
 - a. Load Flow Analysis. The updated simulation model will cover the entire electrified Caltrain system with the purpose of analyzing the electrification of storage tracks at the 4th and King Railyard and the extension of tunnel tracks from Fourth and King to the Salesforce Transit Center and its impact on the existing system. The updated simulation will be conducted for a 2035 scenario (6 (8-car) Caltrain trains and 4 (8 car) CHSRA trains). The scope for this task will include comment resolution on the draft report, and incorporation of agreed-upon comments into a final report. Exclusion: Rerunning of simulations or new analyses.
 - f) Duct Bank design required for installation of new signal and communication facilities (i.e. a new Wayside Power Cubicle or relocation of a signal house)
 - g) Electrical design required for all railroad systems.
- c) Utilities
 - a) Develop a utility matrix based on the result of existing utility information provided by the utility owner, and field survey of existing features.
 - b) Develop utility protection, demolition, and relocation plans including utility disposition tables, and typical sections
 - c) Provide utility disposition and design of relocations plans, where necessary
- d) Civil
 - a) Demolition plans: buildings, utilities, and other existing facilities
 - b) Drainage Plans
 - c) Roadway Plans
 - d) Site Engineering Plans:
- e) Basis of Design Report: Prepare a Basis of Design Report which documents: a checklist of Caltrain drawings (revisions, dates) used as the basis of the design; assumptions; outstanding issues; relevant agreements; governing criteria for each discipline; outline of expected technical specifications; updated construction staging scenario; and planned and approved design variances. (Assumption: The Basis of Design Report will be submitted as one submittal, not draft and final.)
- f) The draft design is estimated to include approximately 390 sheets of drawings prepared by the GEC.
- g) Exclusions from current engineering pending review by Configuration Management Working Group (CMWG):
 - a) Design for facility providing inspection and or maintenance functions is excluded.
 - b) Incorporation of revised Railyards layout currently under study by Caltrain, TJPA Prologis, is excluded.
- h) Deliverables
 - a) Draft 30% design package
 - b) 30% Basis of Design
 - c) Design Issue Log
 - d) Completion of a Handover Documentation Memorandum for the 4KYB project with accompanying Design Issue Log

3. Utility Relocation

The 10-UR package is an advanced works package to relocate utilities within Townsend Street prior to the commencement of construction for the 40-CT package. The work consists of designing the relocation of dry and wet utilities out of the open cut area.

a) Utility Coordination, Design, and On-Going Work:

1. Prepare a Risk Register as a tool to report best value and long-term buildability for TJPA. Provide an example of the Risk Register within ten (10) workdays after the issuance of the NTP.
 - a. GEC to develop and maintain a project risk register with an emphasis on constructability and buildability, and review during the coordination meeting on a monthly basis (starting at the end of July). Risk register will be discussed in the coordination meeting and if needed, will be elevated to the UR Management meeting.
 - b. Participate in a Risk Management Workshop, the PMCM team shall hold a Risk Management Workshop.
2. Issue Action Resolution Log:
 - a. Maintain the Issue Action Resolution (IAR) log with updates to the status and prioritization of the issue.
3. Design Variance Requests:
 - a. Maintain a Design Variance log of all potential variances with status updates at least weekly.
4. Meetings:
 - a. Meeting agendas identifying the issues and proposed solutions and any associated materials for stakeholder meetings should be provided prior to scheduling the meeting.
 - b. Prepare meeting minutes for all meetings and any one-on-one calls with stakeholders, excluding the weekly coordination meetings hosted by PMCM.
5. Exhibits and Long Plots:
 - a. Provide PDF long plots or exhibits as needed that clearly and concisely identify the problem and the solution for coordination with stakeholders.
6. Basis of Design Amendment:
 - a. Prepare draft and final Basis of Design Report amendment to be submitted to Stakeholders and permitting authorities for review, comment, and approval reflecting 60% comments
 - b. Amendment to be provided after comment resolution of 60%.
 - c. Include updated language, figures, and tables that accurately reflect the agreed changes and assumptions.
 - d. Clearly identify where changes have occurred in the document.
7. Construction Cost Estimate at each design milestone including revised 60% and associated documentation for Form B cost allocation breakdown
8. Completion of comment resolution for Technical specifications for revised 60% design package
9. Develop and submit Draft Project Work Plan (PWP) submittals for the Utility Relocation

b. 10-UR Deliverables

1. Draft Project Work Plan (PWP) to be submitted within ten (10) workdays after issuance of the NTP
2. Example of the Risk Register to be submitted within ten (10) workdays after issuance of the NTP
 - a. Review Risk Register during the coordination meeting on a monthly basis
 - b. Participate in a Risk Workshop
3. Maintain the Issue, Action, and Resolution Log
 - a. Items to be added within approximately one (1) workday of identification

- b. A weekly PDF of the log shall be issued with the UR Management Meeting minutes
4. Maintain the Design Variance Log: A weekly PDF of the log shall be issued with the UR Management Meeting minutes
5. Prepare meeting agendas and minutes: Meeting minutes to be issued within two (2) workdays of the meeting
6. Prepare exhibits and long plots no more than five (5) workdays from the request unless a time extension has been requested and approved
7. Complete comment resolution for the 60% deliverable.
8. Provide list of technical specifications within twenty (20) workdays of the issuance of the NTP. The list shall include the status of each section listed (e.g. included in 60%, received from SFDTs, etc)
9. Completion of a Handover Documentation Memorandum for the 10 UR project including Key Technical Decisions and issue loh

New GEC Contract Engineering Support

Pending negotiations for the planned new GEC contract in Spring 2026, the scope planned for the new GEC in the remainder of FY 25/26 is anticipated as follows:

- 10-UR: Progress towards 90% design
- 20-YA: progress design towards 90%,
- 50-TS (above and below ground track and systems): progress design towards 60%
- 60-SF: Progress towards 90% Design

San Francisco County Transportation Authority Prop L Allocation Request Form

SFCTA ENHANCED OVERSIGHT PROTOCOL FOR THE PORTAL PROJECT

This Oversight Protocol sets the framework for the San Francisco County Transportation Authority (SFCTA) to provide Enhanced Oversight of The Portal project (also known as the Downtown Rail Extension). The Portal is led by the Transbay Joint Powers Authority (TJPA), in cooperation with multiple partner agencies, including SFCTA.

SFCTA oversight is intended to be consistent with, and complementary to, the multi-agency governance and Work Program described in The Portal Project Implementation Memorandum of Understanding (Implementation MOU), approved in January 2025, and the Administrative Management Agreement, approved in November 2024. SFCTA participation in IPMT/IMT and CMWG/CCB does not satisfy or replace SFCTA oversight requirements.

The SFCTA Project Management Oversight team (SFCTA PMO) will have the appropriate technical qualifications, project management skills, and background to perform its duties. All SFCTA costs related to SFCTA oversight will be borne by SFCTA, funded in whole or part by Prop L appropriations.

SFCTA oversight shall 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. Project Information:** TJPA will provide SFCTA with current project information on a regular basis, including but not limited to: Management Agreement Work Program tracking document, with current status and schedule of tasks; Look Ahead Schedule for IPMT/IMT, EWG, and TJPA Board; project documentation prepared for FTA (e.g., Project Management Plan and Sub-plans, Master Schedule, Risk Register and Risk Reports, Project Cost Estimate/Budget); and the Capital Funding Plan and Sources/Uses of Capital Cashflow. TJPA will maintain a document library with this Project Information, accessible to designated SFCTA staff and/or consultants. On a monthly basis, and at least one week prior to the Monthly SFCTA Oversight Meeting, TJPA will ensure Project Information reflects current versions and will advise SFCTA of material changes.
- 2. Monthly SFCTA Oversight Meeting:** SFCTA and TJPA will convene a regular SFCTA Oversight Meeting (Monthly Meeting), to provide for bilateral discussion regarding: Project progress, including task areas where TJPA/SFCTA are co-leads (Capital Funding, O&M Funding, Advocacy, Legislative Strategy, Governance development, FTA process including ridership and financial plan); Work Program tracking document and Look-Ahead Schedule for IPMT/IMT, EWG, and TJPA Board; risks and issues of concern; and other relevant topics in support of the Project. The Monthly Meeting shall facilitate: problem solving; the discussion and resolution of issues; and the identification of issues meriting further action and/or escalation. Meetings shall be calendared on a monthly basis, for approximately a 90-minute duration. SFCTA's lead representative shall be the Deputy Director for Capital Projects or their designee; TJPA's lead representative shall be The Portal Project Director or their designee. Each agency shall include attendance by additional staff and/or consultant personnel, as appropriate.
- 3. Monthly Report:** On a monthly basis, TJPA shall prepare a single Monthly Project Summary Report, to provide a summary of progress and upcoming activities across the project, as required by funding partners including the Federal Transit Administration (FTA). As a supplement to the monthly report, TJPA shall provide other information reasonably requested by SFCTA, including to incorporate Prop L grant progress reporting requirements. The format of the SFCTA Monthly Report supplement shall be mutually agreed by SFCTA and TJPA. TJPA shall endeavor to transmit the Monthly Report to

SFCTA at least one week prior to the Monthly Meeting, and the report shall serve as a basis for discussion at the meeting. TJPA shall upload the report, when finalized, to the SFCTA grants portal.

4. **Monthly Meeting Agenda Management:** At the outset of the process described herein, SFCTA and TJPA shall prepare a proposed standing agenda, as mutually agreed, for the Monthly Meetings. On an ongoing basis, TJPA shall prepare the meeting agenda and shall share a draft agenda with SFCTA for input at least three days prior to the Monthly Meeting. Both SFCTA and TJPA may propose items for discussion, in addition to standing items. TJPA shall prepare and circulate draft meeting notes for the Monthly Meetings.
5. **FTA PMOC AND FMOC:** A representative of the SFCTA PMO shall be invited to attend the Project's regular meetings with the FTA and its PMOC, including regular monthly and quarterly meetings, unless FTA objects to SFCTA's participation. At such time as the FTA Financial Management Oversight Management Consultant (FMOC) is engaged, a representative of the SFCTA PMO shall be invited to attend the project's regular meetings with the FMOC, unless FTA objects to SFCTA's participation. SFCTA acknowledges TJPA's role as the FTA grantee agency for the Project.
6. **Risk Management:** The SFCTA PMO will support risk management activities and will participate in Risk Workshops, including those convened with FTA, IPMT/IMT, and IPDT. The IPDT will provide SFCTA with risk reports, including documentation of periodic quantitative risk assessments.
7. **Open-Door Policy and Confidentiality:** The IPDT will have an open-door policy and work closely with the SFCTA PMO, which will have reasonable access to project managers and project information. SFCTA understands that some information will be confidential and commits to honor that confidentiality by not sharing or divulging any information so defined.
8. **Other Meetings:** SFCTA may request to participate in or observe other IPDT meetings that would support the Enhanced Oversight effort. The TJPA Project Director (or their designee) will periodically provide a list of current and anticipated regularly-scheduled meetings, and SFCTA and the TJPA Project Director (or their designee) will jointly agree any meetings for SFCTA attendance.
9. **Review of Project Deliverables:** TJPA will make available to the SFCTA PMO significant project deliverables, reports, and plans for review and comment, with reasonable and clearly specified requested timelines for SFCTA review. TJPA will also consult with the SFCTA PMO in the preparation of project baseline documents, including cost/budget, schedule, funding plan, configuration, and risk. Should the SFCTA PMO not provide comments by the due date, TJPA may assume that they are not forthcoming. TJPA will share final deliverables, including resolution of comments from SFCTA and (as applicable) other partner agency reviewers.
10. **Procurements:** Prior to the initiation of procurement processes for The Portal's construction contracts and primary/dedicated consultant contracts, TJPA and SFCTA shall meet-and-confer in order to mutually agree to the nature of SFCTA's participation in proposal/bid review processes (for example, as an observer or as an evaluation panel member, or non-participation).
11. **SFCTA Board/SFBOS:** TJPA staff shall inform SFCTA staff at least two months in advance of any Project items advancing to the SFCTA Board or the San Francisco Board of Supervisors, with discussion at the Monthly SFCTA Oversight Meeting.
12. **SFCTA Grant Requests and Grant Management:** TJPA staff shall engage with the SFCTA PMO regarding planned requests for SFCTA funding, at least one month in advance of formal submission. TJPA shall submit invoices with required and sufficient documentation to support the request for reimbursement. SFCTA will review Project invoices submitted to the SFCTA and

support timely processing, including communication regarding any questions with respect to invoiced work. SFCTA will assist TSPA staff with development of grant amendments and funding requests which are submitted to the SFCTA for approval.

2023 Prop L 5-Year Project List (FY 2023/24 - FY 2027/28) (As Amended April 2025)

Caltrain Downtown Extension and Pennsylvania Avenue Alignment (EP 5)

Programming and Allocations to Date

Pending February 2026 Board

Agency	Project Name	Phase	Status	Fiscal Year					Total	
				2023/24	2024/25	2025/26	2026/27	2027/28		
TJPA	The Portal	1	PS&E	Allocated		\$9,000,000			\$9,000,000	
TJPA	The Portal	1,2	PS&E	Pending			\$12,500,000		\$12,500,000	
TJPA	The Portal	1	PS&E	Programmed			\$65,000,000		\$65,000,000	
Total Programmed in 2023 5YPP					\$0	\$9,000,000	\$12,500,000	\$65,000,000	\$0	\$86,500,000
Total Allocated and Pending					\$0	\$9,000,000	\$12,500,000	\$0	\$0	\$21,500,000
Total Unallocated					\$0	\$0	\$0	\$65,000,000	\$0	\$65,000,000
Total Programmed in 2023 Strategic Plan					\$0	\$9,000,000	\$12,500,000	\$65,000,000	\$0	\$86,500,000
Deobligated Funds					\$0	\$0	\$0	\$0	\$0	\$0
Cumulative Remaining Programming Capacity					\$0	\$0	\$0	\$0	\$0	\$0
Pending Allocation/Appropriation										
Board Approved Allocation/Appropriation										

FOOTNOTES:

¹ Programming and cash flow as amended in the Final Prop L Strategic Plan, Resolution 25-42, adopted by the Board 4/22/25.

² 5YPP amendment to change phase from Right of Way to Design.

Attachment 6
Proposed Standard Grant Agreement (SGA) Amendment - 205-914001 The Portal Project Engineering Phase Activities (FY25)

Resolution	Prop L SGA Number	Project Name (Project Sponsor)	Need for Amendment and Project Description	Recommendations
25-26	205-914001	The Portal Project Engineering Phase Activities (Amendment) (TJPA)	<p>In December 2024, the Board allocated \$9,000,000 in Prop L funds to TJPA to support engineering phase activities on the Portal project. TJPA has requested to amend the Prop L SGA to permit retroactive expenditures on eligible scope starting July 2024. Several other funding sources currently available to the project have restrictions on how they can be used, including state Transit Intercity Rail Capital Program project development funds and MTC Regional Measure 3 funds. Using Prop L funds would allow TJPA to preserve flexible Transbay Community Facilities District funding for costs, including TJPA staff and other specialized consultant costs, supporting continued progress of the project's Engineering Phase work plan.</p>	<p>1. Waive Prop L policy to allow retroactive expenditures prior to Board approval, up to \$267,209 starting July 1, 2024.</p>