

**THIRD AMENDMENT TO  
THE FUNDING AGREEMENT  
BETWEEN THE SAN MATEO COUNTY TRANSPORTATION AUTHORITY AND THE  
CITY OF MENLO PARK  
FOR THE  
RAVENSWOOD AVENUE GRADE SEPARATION STUDY**

THIS THIRD AMENDMENT to FUNDING AGREEMENT for SAN MATEO COUNTY NEW MEASURE A GRADE SEPARATION PROGRAM FUNDS for the CITY OF MENLO PARK RAVENSWOOD AVENUE GRADE SEPARATION STUDY (Funding Agreement) is made as of the 29<sup>th</sup> day of July, 2019, by and between the San Mateo County Transportation Authority (TA) and the City of Menlo Park (Sponsor), referred to herein individually as "Party" and jointly as "Parties."

**WHEREAS**, on May 1, 2014, through Resolution 2014-10, the TA's Board of Directors programmed and allocated up to \$750,000 in Measure A Grade Separation Program funds for the Planning phase (Scope of Work), for the Ravenswood Avenue Grade Separation Study (Project); and

**WHEREAS**, the Parties entered into a Funding Agreement for the Project on June 22, 2015 for the Project; and

**WHEREAS**, the Parties entered into a first amendment to the Funding Agreement on February 22, 2016 (First Amendment) to allow the Sponsor and the Peninsula Corridor Joint Power Board (JPB) to revise their respective roles, responsibilities, and funding shares for the Project; and

**WHEREAS**, the Parties entered into a second amendment to the Funding Agreement on May 1, 2018 (Second Amendment) to allow the Sponsor an additional sixteen (16) months through September 1, 2018 to complete the Scope of Work; and

**WHEREAS**, the Sponsor submitted a request on May 23, 2019, to allow for an additional ten months (10 months) through June 30, 2019 to complete the Scope of Work due to JPB technical review and City Council final approval on the Project Study Report; and

**WHEREAS**, the Parties desire to enter into a third amendment to allow for an additional twelve (12) months through September 30, 2019 (Third Amendment) to complete the Scope of Work, and the Sponsor will continue to contribute, or otherwise provide for the contribution of, any amount in excess of \$750,000 of Measure A Grade Separation Program funds needed to implement the Project.

**IT IS HEREBY AGREED** by the Parties that the Funding Agreement is revised and amended as follows:

1. **EFFECTIVE DATE.** This Third Amendment is effective as of the day and year first written above.

2. **PROJECT INFORMATION.** Exhibit A-2 is replaced with Exhibit A-3, which is attached to this Third Amendment and incorporated herein by this reference.

3. **TERM.** Section 3.1, Term, of the Funding Agreement is hereby deleted and replaced in its entirety with the following language:

3.1 Term. The term of this Agreement will commence upon the Execution Date and conclude on March 31, 2020.

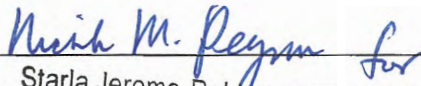
4. **TIME OF PERFORMANCE.** Section 3.5, Time of Performance, of the Funding Agreement is hereby deleted and replaced in its entirety with the following language:

3.5 Time of Performance. The Scope of Work must be completed no later than September 30, 2019.


5. **EFFECT.** Except as and solely to the extent amended by the First, Second and Third Amendments, the Funding Agreement will continue in full force and effect in accordance with its terms.

IN WITNESS WHEREOF, the Parties hereto have caused this Third Amendment to be executed by the persons authorized to act in their respective names on the day and year first written above.

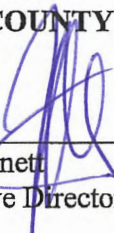
**CITY OF MENLO PARK**

By:   
Name: Starla Jerome-Robinson  
Its: City Manager

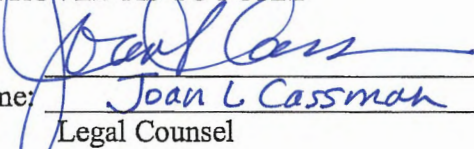
APPROVED AS TO FORM

By:   
Name: Gregory J. Rubens  
Its: Legal Counsel

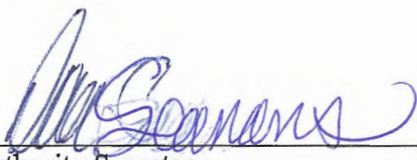
**SAN MATEO COUNTY TRANSPORTATION  
AUTHORITY**

By:   
Name: Jim Hartnett  
Its: Executive Director

APPROVED AS TO FORM

By:   
Name: Joan L. Cassman  
Its: Legal Counsel

ATTEST

By:   
Its: Authority Secretary

## EXHIBIT A-3: SCOPE OF WORK INFORMATION

### Ravenswood Avenue Grade Separation Project Study Report

**Sponsoring Agency:** City of Menlo Park

**Contact:** Justin Murphy  
Public Works Director  
650.330.6740  
jicmurphy@menlopark.org  
701 Laurel Street  
Menlo Park CA 94025

**Lead Implementing Agency:** *(same as above)*

**Contact:** *(same as above)*

#### **Overall Project Description:**

The existing Ravenswood Avenue at-grade crossing of Caltrain is a critical rail crossing within the City of Menlo Park. This crossing is within the Menlo Park El Camino Real/Downtown Specific Plan Area, and falls within the City's Priority Development Area. A grade separation would improve both safety and traffic flow on Ravenswood Avenue approaching El Camino Real.

#### **Measure A Funded Scope of Work:**

The Scope of Work will result in a comprehensive Ravenswood Avenue Grade Separation Project Study Report (PSR), which analyzes feasible alternatives for the construction of the Ravenswood Grade Separation. The PSR would expand on the 2003-2004 Grade Separation Studies prepared by BKF Engineers and complete an in depth study of alternatives for the Ravenswood Avenue crossing.

The prior study identified six alternatives for the four existing at-grade crossings in Menlo Park: Encinal Avenue, Glenwood Avenue, Oak Grove Avenue, and Ravenswood Avenue, assuming an ultimate 4-track alignment through Menlo Park. However, changes to the Caltrain/California High Speed Rail (HSR) Blended System potential plans since that time have eliminated the 4-track options in Menlo Park, and no alternative has yet been recommended as a preferred alternative for detailed design.

This Project Study Report would refine the preliminary concepts identified in the prior study in order to develop design concepts and gain community consensus around a preferred alternative. The recommended preferred alternative, to be described in the PSR, will reflect the consensus developed from the City of Menlo Park, Caltrain/JPB, and the Menlo Park community regarding a viable grade separation project at Ravenswood Avenue. Depending on the alternatives reviewed as part of this PSR, options and impacts to adjacent crossings would also be considered.

As described above, all alternatives developed as part of the PSR would be identified to be consistent with the Caltrain/HSR blended system with two tracks through Menlo Park. Consistent with the Measure A funding requirements, at least one alternative would be developed to allow for the addition of a third passing track through Menlo Park, which is currently an alternative for the Caltrain/HSR blended system.

Performance of the Scope of Work will begin with careful selection of a consultant Project Manager with experience in rail projects and transportation planning/engineering, to be jointly agreed on by Caltrain/JPB and the City of Menlo Park. Following selection of this Project Manager, a community engagement firm will be selected by the City. The engineering/technical studies to support this PSR would be developed by the City. An organizational chart depicting this arrangement is detailed below under “Roles and Responsibilities,” and is collectively referred to as the “Project Team.”

Following selection of the Project Team, the Team will carry out the following tasks to complete the PSR:

- *Analysis and review of previous studies*
- *Collect data*
- *Alternatives development and screening criteria process*
- *Analysis of alternatives and recommendation of preferred alternative design*
- *Production of draft and final report*
- *Draft and final report, with 15% design plans*
- *City Council selects preferred alternative*

<b>Scope of Work Schedule:</b>	<u>Begin</u>	<u>End</u>
Project Team Selection	10/2015	3/2016
Analysis & Review of Previous Studies (1990, 2003-2004 grade separation studies) including City Council Study Session	4/2016	7/2016
Collect Data	4/2016	7/2016
<ul style="list-style-type: none"> <li>• <i>Field surveys</i></li> <li>• <i>As-built records</i></li> <li>• <i>Collision records</i></li> <li>• <i>Traffic (vehicle, bicycle, pedestrian) counts</i></li> <li>• <i>Right-of-Way research &amp; surveys</i></li> <li>• <i>Utility mapping</i></li> <li>• <i>UPRR/Caltrain coordination</i></li> <li>• <i>Historical assessment information for nearby properties</i></li> </ul>		
Alternatives Development	5/2016	6/2017
<ul style="list-style-type: none"> <li>• <i>Community engagement plan</i></li> <li>• <i>Host community events and gather feedback</i></li> <li>• <i>Identify alternatives</i></li> <li>• <i>Project webpage &amp; fact sheets</i></li> <li>• <i>Develop list of stakeholders</i></li> <li>• <i>Community engagement summary report</i></li> </ul>		

Alternatives Analysis & Recommendation	7/2016	9/2017
<ul style="list-style-type: none"> <li>• <i>Engineering feasibility</i></li> <li>• <i>Local access, circulation assessments</i></li> <li>• <i>Cost risk assessment</i></li> </ul>		
Draft & Final Report Production	12/2016	3/2019
Final Report, Presentation, 15% Design Plans	3/2017	3/2019
City Council Selects Preferred Alternative	10/2017	3/2019

**Scope of Work Budget/ Source of Funding:**

Include funding plan for Scope of Work defined above, including requested portion of budget for sponsor and the JPB led activities.

Task/Activity	Measure A Funding Amount	Other Sources		Total	Task Allocation		Funding Allocation		
		List Fund Source	Amount		City	JPB	City (\$)	JPB (\$)	Total (\$)
Project Team Selection	\$10,000	N/A	\$0	\$10,000	70%	30%	\$7,000	\$3,000	\$10,000
Review of Previous Studies	\$20,000	N/A	\$0	\$20,000	80%	20%	\$16,000	\$4,000	\$20,000
Collect Data	\$50,000	N/A	\$0	\$50,000	90%	10%	\$45,000	\$5,000	\$50,000
Alternatives Development	\$200,000	N/A	\$0	\$200,000	97%	3%	\$195,000	\$5,000	\$200,000
Alternatives Analysis & Recommendation	\$300,000	N/A	\$0	\$300,000	85%	15%	\$255,276	\$44,724	\$300,000
Draft & Final Report Production	\$100,000	N/A	\$0	\$100,000	90%	10%	\$90,000	\$10,000	\$100,000
Final Report, Presentation, 15% Design	\$70,000	N/A	\$0	\$70,000	80%	20%	\$56,000	\$14,000	\$70,000
<b>Total</b>	<b>\$750,000</b>		<b>\$0</b>	<b>\$750,000</b>	<b>89%</b>	<b>11%</b>	<b>\$664,276</b>	<b>\$85,724</b>	<b>\$750,000</b>

\*Total costs listed by each task/activity are best estimates and may be subject to change within the overall total amount for the awarded phase of the Project work scope during the course of the Project upon mutual agreement by the Parties' authorized representatives.

**Cash Flow Projection for Measure A funds only**

The cash flow projection is provided for informational purposes only. Include for both sponsor and JPB led activities.

Phase/Activity (e.g. Planning, PSE, Construction)	FY19				Subtotal FY19					Project Total
	Q1 (Jul 1-Sept 30)	Q2 (Oct 1-Dec 31)	Q3 (Jan 1-Mar 31)	Q4 (Apr 1-Jun 30)		Q1 (Jul 1-Sept 30)	Q2 (Oct 1-Dec 31)	Q3 (Jan 1-Mar 31)	Q4 (Apr 1-Jun 30)	
Project Team Selection				\$10,000	\$10,000					\$10,000
Review of Previous Studies				\$20,000	\$20,000					\$20,000
Collect Data				\$50,000	\$50,000					\$50,000
Alternatives Development				\$200,000	\$200,000					\$200,000
Alternatives Analysis & Recommendation				\$300,000	\$300,000					\$300,000
Draft & Final Report Production				\$100,000	\$100,000					\$100,000
Final Report, Presentation, 15% Design				\$70,000	\$70,000					\$70,000
<b>Total</b>	\$0	\$0	\$0	\$750,000	\$750,000	\$0	\$0	\$0	\$0	\$750,000
<b>Cumulative to Date</b>	\$0	\$0	\$0	\$0		\$0	\$0	\$0	\$0	

\*Total costs listed by each task/activity are best estimates and may be subject to change within the overall total amount for the awarded phase of the Project work scope during the course of the Project upon mutual agreement by the Parties' authorized representatives.

**Roles and Responsibilities:**

The City of Menlo Park and the JPB/Caltrain have worked closely together to develop an appropriate partnership arrangement to move this Project forward as quickly as possible. The summary of roles and responsibilities for the City and JPB was based on coordination meetings held February 25, 2015 and August 31, 2015. A Project organizational chart developed by the JPB with concurrence from the City as a result of that coordination meeting is attached as part of the section below.

*Sponsor:*

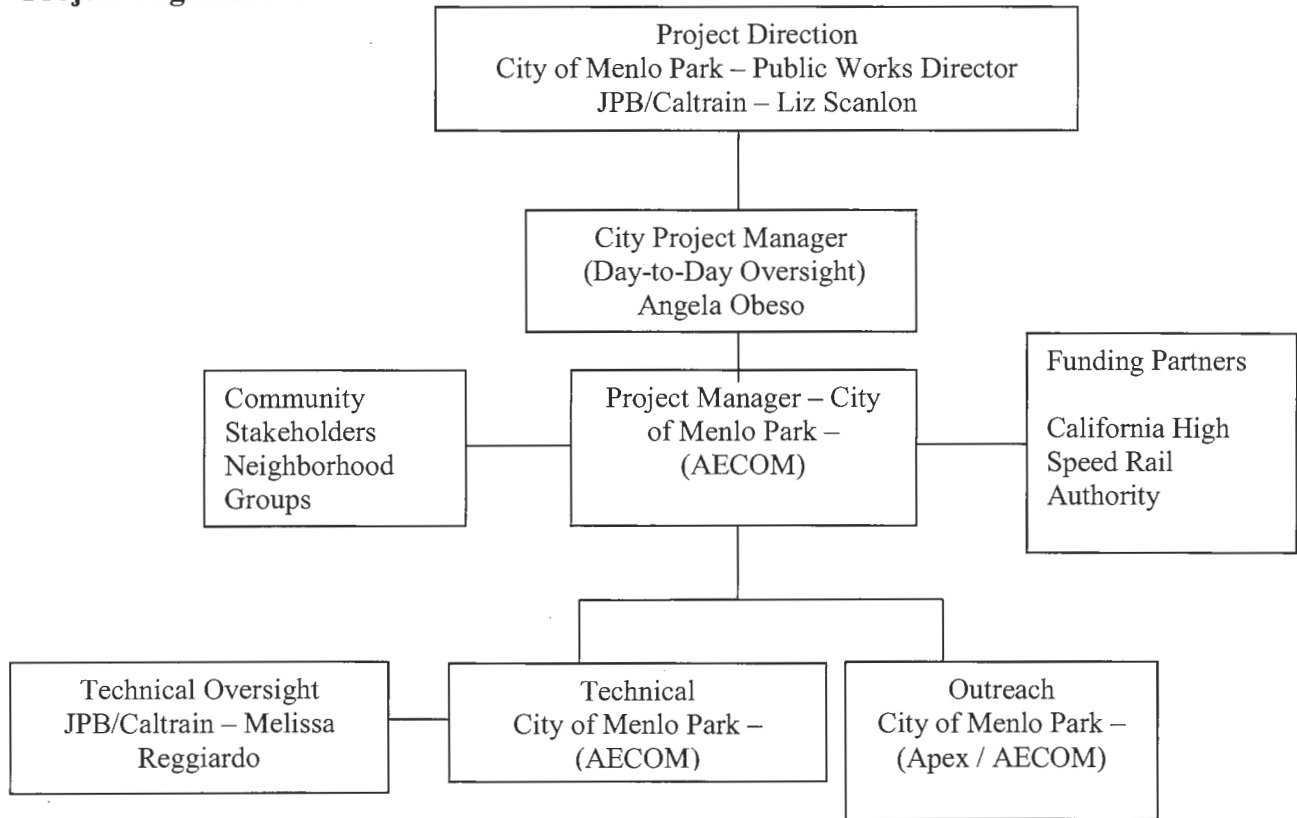
The City of Menlo Park will be responsible for joint Project oversight and direction, in collaboration with the JPB/Caltrain. The City will oversee a contract project manager to lead the Project efforts, including community engagement (performed by a consultant team) and technical and engineering studies (performed by a consultant team).

*JPB:*

The JPB/Caltrain will be responsible for joint Project oversight and direction, in collaboration with the City of Menlo Park. The JPB/Caltrain, or a consultant on their behalf, will prepare and review documentation to ensure compliance with JPB standards, operations, the Caltrain Modernization Program and tenant services, including High Speed Rail and freight operations.

Up to approximately \$166,000 has been allocated in the Project budget for Caltrain/JPB staff time, with the understanding of both the City and Caltrain/JPB that any unused funding from this allocation will be used for City portion of the "Analysis & Review" task for this Project. The total billing for JPB's final cost came out to \$85,724.

**Project Organization Chart**







# Memorandum

**To:** Nancy Melgar

**From:** Jennifer Williams

**Date:** August 5, 2019

**Re:** Measure A Grade Separation Program, 3<sup>rd</sup> Amendment to the Funding Agreement

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Enclosed is one fully-executed original, 3<sup>rd</sup> Amendment to the Funding Agreement for the Ravenswood Avenue Grade Separation Project for your records.

If you have any questions, please contact me at 650-508-6343 or [williamsj@samtrans.com](mailto:williamsj@samtrans.com).

Jennifer Williams  
Analyst II, Programming and Monitoring  
San Mateo County Transportation Authority