



# West Santa Ana Branch City Manager Technical Advisory Committee

Tuesday, March 17, 2020, 2:00 PM – 4:00 PM

Columbia Memorial Space Center  
12400 Columbia Way  
Downey, CA 90242

## AGENDA

1. Welcome and Introductions Nancy Michali/Group
2. Approval of Minutes
- 50 Min 3. WSAB Corridor Alignment and Station Design Documents – Overview Meghna Khanna, LA Metro Senior Director, Countywide Planning & Development
- 10 Min 4. Environmental Document Schedule Meghna Khanna, LA Metro Senior Director, Countywide Planning & Development
- 15 Min 5. Update on TODSIP Efforts Melani Smith, LA Metro Senior Director, Transit Oriented Communities
- 5 Min 6. Update on State Funding Outlook Meghna Khanna, LA Metro Senior Director, Countywide Planning & Development
7. TAC Member Discussion
8. Next Meeting
  - a. Work Session on Master Cooperative Agreements
9. Adjournment

**MINUTES OF THE MEETING OF THE  
GATEWAY CITIES COUNCIL OF GOVERNMENTS  
West Santa Ana Branch Technical Advisory Committee  
16401 Paramount Blvd.  
Paramount, California  
February 18, 2020**

PRESENT: Chair, John Moreno, City of Paramount  
Vice-Chair, Gilbert Livas, City of Downey  
William Rawlings, City of Artesia  
Sabrina Chan, City of Cerritos  
Raul Alvarez, City of Huntington Park  
Elaine Kunitake, Los Angeles County  
Jennifer Vasquez, City of Maywood

ABSENT: Paul Phillips, City of Bell  
Michael O'Kelly, City of Bell Gardens  
Jeff Stewart, City of Bellflower  
Michael Flad, City of South Gate  
Carlos Fandino, City of Vernon  
Santor Nishizaki, City of Cudahy

ALSO PRESENT: Cesar Roldan, Sergio Infanzon – City of Huntington Park , Allyn Rifkin-Eco Rapid Transit JPA, Fanny Pan, Ivan Gonzalez, Shawn Atlow, Adam Stevenson – Metro, Anna Hermelin - Ashurst consultants, Sabrina Chan – City of Cerritos, Sharon Weisman – Transportation Deputy, MTA Director, Mayor Robert Garcia, Michael Ervin, Transportation Deputy – Supervisor Janice Hahn, 4th District, Karen Heit – Gateway Cities COG staff.

Committee Chair, Paramount City Manager John Moreno called the meeting to order at 2:10 pm. The meeting began without a quorum.

Roll-call was taken by self-introduction. Agenda items were reordered to accommodate the expected late arrival of MTA Project Manager Meghna Khanna.

**Local Cities 3% Requirement**

Chair Moreno introduced Adam Stevenson – Senior Director, Grants Management to discuss the 3% local contribution requirement. Stevenson began with the Measure R background where the 3% local contribution was not as enforceable. He indicated the recent Measure M Expenditure Plan details the 3% contribution as an integral part of the plan. He gave an example as to how the 3% is calculated and when it is calculated; during the 30% design stage. The allocation of the 3% requirement is a function of a city's acreage within ½ mile of proposed stations as well as the mileage of the proposed

line affecting a city. He stated that the 3% estimates are likely to be higher when the project reaches the 30% mark in 2023.

A key milestone will be the selection of a Public Private Partner (3P) for the project. The 3P RFIQ is anticipated to be released in 2021 and when the project will be at 15% design. The actual 3P contract, scheduled for 2023, will require the advancement of the design to the 30% level. Construction may start in 2023. Credit can be given for costs incurred now ahead of the 30% design. He reviewed the different methodologies for determining the 3% from center track line to the half-mile radius to First/Last Mile (FL/M) one-fourth mile. Michael Ervin asked if a city's border is more than half-mile outside the station area then there is no 3% contribution required; this was affirmed to be the case.

He then went on to discuss funding options. He discussed the eligibility of cities using Local Return Funds and Subregional Equity Funds. He also discussed the use of in-kind contributions such as waiving permits and fees, and real estate. Elaine Kunitake from Los Angeles County asked about First/Last Mile ( FL/M ) projects and how they integrate into the plan. Stevenson explained the difference between FL/M improvements and betterments. Betterments are specifically not counted as part of the project. FL/M projects are an integral part of the project design and count as part of the project cost; this is the distinction. FL/M projects must be in effect and developed by the 30% design phase. The FL/M project must be included in the 30% design. Moreno brought up the example of the City of Paramount's FL/M bikeway project that will run through the project area and when will it start. According to the Metro planners the WSAB FL/M plan hasn't started but there should be some initial conversation on its elements with the cities.

Elaine Kunitake from LA County asked about the cost of segments. Right now the entire project is being considered to assess the 3%. Karen Heit, Gateway COG staff mentioned the Inglewood 3 % assessment and how the city negotiated away the inclusion of the more expensive Los Angeles subway sections that provided no benefit to Inglewood thereby reducing the basis for the assessment. A question was asked about how the percentages will be calculated to individual cities. MTA staff will return in August to have more discussion on applicability of cost.

### **Master Cooperative Agreements**

Anna Hermelin with Ashurst Consultants stepped in for Meghna Khanna regarding the topic of Master Cooperative Agreements (MCA).

Hermelin began by reviewing the overall project timeline objective which is to deliver the operating line in time for the 2028 Olympics. She then went on to review and discuss the elements of the MCA document that defines the roles and responsibility of each city and MTA during the final design, planning and construction of the line as well as the

reimbursement for costs accrued by the cities. MTA will do some preliminary utility work on its own and the 3P design/builder will come in a little later. Chair Moreno asked about when the “design freeze” occurs. The 3P design/builder determines the scope of the project and sets the baseline for development.

She reviewed elements of the design phase including traffic management, construction rearrangements, maintenance and final maintenance. She reviewed constraints and risk elements such the Union Pacific Railroad right-of-way negotiations, California Public Utility Commission grade crossing approvals, real estate acquisitions, hazard materials remediation and timing. Traffic management, permanent and temporary street closures are also negotiated through the MCA.

Hermelin reviewed the time line with the Locally Preferred Alternative selection process continuing through 2021 and achieving Advanced Civil Engineering to 15% design. The timing for the Record of Decision is in 2022. MTA expects the MCAs to be signed in 2021. She went over a chart that outlined roles and responsibilities for all three parties under the 3P process. 3P developer generally performs the majority of the responsibilities under an MCA.

She reviewed a very tight MCA schedule for negotiating and approving MCAs with comments due by April 20 and Metro Board approval by 7/25/20; executing the MCAs by 8/3/20. Chair Moreno – expressed concern about the very, very, tight schedule and trying to get the MCA through the city approval process and the city attorney’s office. MTA doesn’t think they will need to change the MCA after the 3P franchisee is selected. There might be changes to project design but they should not change the MCA. Moreno asked about the relationship between the MTA and the 3P developer. The developer will act as a subcontractor. The 3P developer will be viewed as the contractor for the project. Gilbert Livas asked how will suggested changes be managed though the different cities and how will consistency be assured? The response was there will be a procedure for changes within the MCA, but Livas was asking about managing different requirements for the MCA. Moreno asked if there is a hold-out what happens as there might be a city that holds out. Heit asked, as an example, if the City of Beverly Hills ever signed an MCA for the Purple Line Subway Phase 2 and how that project was proceeding without an MCA. The WSAB cities don’t want the project to be held up by lack of an MCA with any city.

The April WSAB TAC meeting will include a session on the MCA. Moreno asked about trying to schedule a conference call for the city attorneys. Hermelin asked about what information would be required ahead of time. Moreno asked about the relationship between the developer and MTA who is the responsible party. Sergio Infanzon, community Development Director – City of Huntington Park asked about the relationship between the maintenance, traffic and the actual design, How can cities put a cost on something that is undefined, he expressed the need for a baseline. The response was scope elements of the LPA help will help determine the cost of the alignment. The MCA

will specify costs for reviewing documents and contain funds for plan review for the cities.

### **Other discussion items**

A report on the last WSAB TAC as provided to the Eco-Rapid Transit JPA was included as information for Committee.

A 3P update reviewed the RFP/RFPQ elements. The development of the performance contract is underway.

Union Pacific Railroad (UP) negotiations will begin when the negotiation agreement is executed. The WSAB Line and UP potential have 10 miles of shared corridor. UP is talking ground rules for the negotiation, the process has just started. Metro staff is estimating any potential agreement is a year away.

There was further discussion of economic development.

The next meeting will be held in Columbia Memorial Space Center, 12400 Columbia Way, Downey CA 90242, on March in Downey on Tuesday, March 17, from 2pm – 4pm.

The meeting adjourned at 3:45 pm.



## **7. TAC Member Discussion**

**Metro**

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Metropolitan Transportation Authority

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**PLANNING AND PROGRAMMING COMMITTEE  
OCTOBER 16, 2013**

**SUBJECT: SUPPLEMENTAL MODIFICATIONS TO TRANSIT PROJECTS POLICY**

**ACTION: ADOPT POLICY**

**RECOMMENDATION**

Adopt the policy contained in Attachment A which provides direction for considering requests from local jurisdictions, third parties, and other stakeholders for supplemental modifications to transit corridor projects at various stages in the project development process.

**ISSUE**

Supplemental Modifications to transit corridor projects such as betterments or enhancements to the project scope are often requested by cities, other agencies, and outside parties – sometimes after the project definition is approved and the environmental review is certified by the Board, after the project has received a Record of Decision (ROD) from the Federal Transit Administration (FTA), or after the design is frozen at the release of advanced design and construction procurement documents.

For our two most recent projects, the Crenshaw/LAX and Regional Connector, we have received such requests. This will become more prevalent as we continue to deliver the Measure R Transit projects.

A policy is needed to clearly outline the formal process Metro will follow upon receipt of any request, including the process for evaluating the Supplemental Modification, agreement on the scope, cost allocation and Board approval. This will ensure that all parties receive the same consideration. The Policy is designed to be consistent with all existing processes (such as environmental review), policies (such as the Grade Crossing Safety Policy and Uniform Cost Management Process and Policy), and agreements (such as Master Cooperative Agreements with local cities and utilities), which contain requirements related to Betterments. Board approval of the Policy is being requested.

## **DISCUSSION**

Metro currently addresses “Betterments” in its Master Cooperative Agreements. As we move through the delivery of the Measure R Transit Corridors, we are receiving requests to make design modifications or enhancements to the approved project definition. These requests which may be much larger in scope than utility infrastructure are being made after the design has been frozen and procurements released and/or awarded to contractors. They could result in contract modifications which may require Board approval and increased cost and risk to project delivery and potentially to federal funding and loans.

## **DETERMINATION OF SAFETY IMPACT**

The adoption of this policy will have no impact on the safety of our customers and employees.

## **FINANCIAL IMPACT**

There is no impact to the FY14 budget. This policy captures and clarifies past Board policy, practices, and agreements. It clarifies roles and responsibilities as well financial responsibility for supplemental modifications to the scope of a project requested by other entities.

### **Impact to Bus and Rail Operating and Capital Budget**

There is no impact to the bus and rail operating and capital budget.

## **ALTERNATIVES CONSIDERED**

The Board could choose not to adopt the Policy. This is not recommended. As we develop and implement the Measure R Transit Corridor projects, requests for changes to the approved Project Definition will continue to be received. A consistent framework for addressing these requests is needed for uniformity and to avoid last-minute requests that cannot be considered. Further, a policy as to who is financially responsible for the changes also needs to be adopted to ensure clarity.

## **NEXT STEPS**

Upon Board approval, we will continue applying all existing policies, processes, and procedures within this adopted framework. We will also share this policy with cities, entities, and stakeholders affected by all Measure R Transit Corridor projects in the planning and design phase to provide clarity as to how supplemental modifications are to be considered.

## **ATTACHMENT**

### A. Supplemental Modifications to Transit Projects Policy

Prepared by: Roderick Diaz, Director, Systemwide Planning (213) 922-3018  
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for

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Arthur T. Leahy  
Chief Executive Officer

## Supplemental Modifications to Transit Projects Policy

### Introduction

The Los Angeles County Metropolitan Transportation Authority (LACMTA) will follow a uniform process and policy for defining and evaluating whether requests by outside entities for Supplemental Modifications to a Transit Project (Project) can be incorporated into the Project's scope of work either as part of the Project itself or as a separate activity that might be implemented concurrently with the Project.

### Definition of Supplemental Modifications

For the purpose of this Policy, Supplemental Modifications are defined as physical elements or features requested to be added to the Project Scope of Work which are outside of the scope of a transit project, as they were not included in the most recent project description or requirements approved under the Project's most recent environmental review documents and under the Project's Record of Decision (for projects completing federal [National Environmental Policy Act – NEPA] review), but are being requested to be implemented with the Project by a local jurisdiction, agency, or a third party.

Supplemental Modifications typically fall under two general categories – Betterments and project enhancements.

- A Betterment is usually specifically defined in the LACMTA's Master Cooperative or Utility Agreements as an upgrading of a Utility, assets or property of a Third Party, be it a public or private entity, that is not attributable to the approved design or related requirements of the construction of the Project or is made solely for the benefit of and at the election of a Utility owner or third party. Examples of assets that can be classified as generating a betterment would include such assets as utilities, street infrastructure, development sites, and other types of infrastructure elements within a community.
- Project Revisions are defined as potential revisions to a Project's Scope of Work that may or may not have been originally considered during the environmental review process, but were either rejected or were raised after the Project's Notice of Determination or after the issuance of a Project's Record of Decision. Project Enhancements may or may not ultimately be classified as Betterments depending upon what kind of infrastructure is identified in the request for inclusion. Project Enhancements may also include requests for improvements where the primary feature is something other than another element of infrastructure. Project Enhancements might include features which benefit the Transit Project, but are not necessary for its implementation, purpose or usefulness and were not included in the LACMTA Board approved Project Definition or Life-of-Project budget.

LACMTA defines Betterments in Master Cooperative Agreements established with local, regional and state related jurisdictions in which the Project will be constructed or other third parties. For ease of use, many of the principles, processes, and terms that define how Betterments are addressed may be applied to other Project Enhancements as well.

Entities Requesting Supplemental Modifications

Requests for Supplemental Modifications may come from a single source or a combination of sources. Examples of groups that have requested Supplemental Modifications include, but are not limited to:

- Private individuals
- Private entities (e.g., developers, businesses, etc.)
- Utilities
- Other Governmental entities
- Elected Officials
- Community Groups
- Other Third Parties

When considering a request for a Supplemental Modification, it is important to note whether or not the Supplemental Modification is an element of another entity’s own work program or requirements for mitigation of another entity’s work program. In these cases, whether or not implementation has already been approved, such a requested Supplemental Modification should be referred to that entity.

Stages of Project Definition and Supplemental Modification Consideration

Projects are defined with increasing level of detail through several stages. While coordination with stakeholders, third parties and other entities is ongoing, specific milestones define discrete points at which the scope of a Project is defined or refined.

<b>Milestone</b>	<b>Level of Scope Definition</b>
At the end of Alternatives Analysis	Definition of Alternatives for Environmental Review (Received by Board)
At the end of Draft Environmental Review	Adopted Locally Preferred Alternative (LPA) and preliminary mitigations
At the end of Final Environmental Review (Environmental Impact Statement/Environmental Impact Report [EIS/EIR])	Adopted Project Definition and Mitigation Monitoring Plan, Notice of Determination (per CEQA), and Record of Decision (for federally cleared projects)

Milestone	Level of Scope Definition
DESIGN FREEZE – At the end of Preliminary Engineering/issuance of Procurement Documents	Preliminary Engineering Design (incorporating design refinements and value engineering) and additional detail on Project Mitigations are finalized for contract purposes.
Award of Construction Contracts	Detailed Design of the Project and Project mitigations. For Design/Build Contractors, the Contractor will complete the design and construction begins.

**Requests for a Supplemental Modification**

Any entity which desires to request a Supplemental Modification to a Project Scope of Work shall do so at the earliest possible point in the project development process. However, LACMTA is not obligated, nor does this Policy require it to accept, consider, or implement the requested Supplemental Modification. The timing of the request for a Supplemental Modification with respect to certain Project Milestones affects how it may be evaluated:

- Supplemental Modifications that are requested after the adoption of the Project Definition and of the mitigation measures and certification of the EIR and Record of Decision are more likely to require additional environmental review and have the potential for significant delays associated with them than if they were offered up prior to this milestone.
- Supplemental Modifications which are not incorporated into agreements for implementation by the Design Freeze milestone, and especially after the award of a contract, are expected to have a significantly higher cost, contain greater Project schedule impacts, and could jeopardize funding or loan agreements, and introduce financial risk.
- Supplemental Modifications that are not included in agreements for implementation by the end of the procurement process of a construction contract (including design/build contracts) would have to be considered a contract change, which will likely result in higher Project costs which will require a funding source outside of the project budget and consideration and approval by the LACMTA Board of Directors. Requests which are proposed toward the end of the procurement process may potentially reopen the procurement or may necessitate a contract change.

LACMTA is under no obligation to accept or implement any Supplemental Modifications. Such modifications may:

- Create a delay in obtaining Project approval by the LACMTA Board of Directors, or any state and/or federal agency responsible for approving and funding the Project;
- Require deferring or delaying approval of a Project's Notice of Determination and/or Record of Decision;
- Require additional environmental review, resulting in cost and schedule impacts;
- Require use of a Project's unallocated contingency and/or changes to the approved Project's Life-of-Project Budget;
- Conflict with the requirements of any grant or loan obtained in support of the Project;
- Require a material redesign of the Project, which would necessarily involve a significant delay in implementation of the Project Contract or the need to initiate or coordinate with an entirely separate procurement effort and contract.

### Evaluation Process

The evaluation process for Supplemental Modifications consists of a methodical review that is undertaken in accordance with the particular point in the process as described in the previous chart and will not require an additional set of rules or criteria. The final determination will be to assess whether a requested Supplemental Modification should be included as part of the Project Work Scope, treated as an element to be handled and addressed separate from the Project, or dropped from further consideration. At each milestone in Project implementation process, LACMTA will consider each requested Supplemental Modification in a three-part evaluation. The three parts of the evaluation ensure that (1) requests for Supplemental Modifications are evaluated according to a consistent and rigorous analysis to determine if they are necessary; (2) elements that are deemed not to be necessary for the scope of the Project are included in the work scope only if commitments (including funding) by the requesting entity are satisfaction to ensure there is no risk to the delivery schedule and the cost of the project; and (3) Board direction is required to authorize any Supplemental Modification in all other circumstances. The three parts of the evaluation are described below:

## **PART 1 – Evaluation of Necessity of Supplemental Modifications**

The first step in the evaluation of a Supplemental Modification is a determination of whether a requested modification should be added to the Project Definition. A modification to the Project Definition may occur if it is required by ANY of the criteria described below:

- **Physical Necessity:** Essential for the basic function or operation of the project
- **Capacity:** Required to provide the level of capacity (throughput) required for projected demand or projected operation of the system for the horizon year of analysis
- **Policy:** Required to satisfy LACMTA's existing Policies related to planning and design of transit facilities (e.g., the Grade Crossing Safety Policy) and the operation of service on those facilities
- **Environmental Mitigation:** Required as a result of the analysis of the environmental impacts which will be resolved through the approval of an appropriate set of environmental mitigations
- **Standards:** Required by adopted and published standards which are identified and incorporated into the contractually established Design Freeze. Such standards must be adopted and published by the Design Freeze date and must also be determined to apply to LACMTA.

If a Supplemental Modification meets ANY of these requirements and fits within the project budget and is not part of another entity's required work program or mitigation requirements, it may be considered for inclusion as part of the Project Definition. In considering whether or not to include a Supplemental Modification, the impact of the cost of the change to the Project Scope will be analyzed at the appropriate stage of the review process and this analysis may determine whether or not the modification will be included in the Project Budget. The inclusion of the Supplemental Modification depends upon the LACMTA's ability to accommodate the modification within the Project Budget. Should the Project Budget be insufficient to cover the cost of the inclusion of the entire scope of the Supplemental Modification, the entire Project (if a Measure R project) shall be analyzed in accordance with the Unified Cost Management Process and Policy for Measure R Transit Projects. In the analysis per the Unified Cost Management Process and Policy, it is important to highlight that any project features which are contemplated to be removed from the Project Definition (in order to accommodate the requested Supplemental Modification) should also be analyzed using the criteria outlined in Part I.

Depending on the size of the requested Supplemental Modification or of the significance of the impacts of its incorporation into the Project, any findings may be reported to the Board.

## PART 2 – Consideration of Non-Required Supplemental Modifications

For Supplemental Modifications which, upon initial review, are determined not to be included as part of the Project per the Part 1 analysis, then the requested modification will be analyzed in accordance with all of the conditions below, prior to incorporation of into the Project Work Scope:

- Funding – The Modification is (1) cost neutral, (2) results in a reduction in the Project cost, or (3) committed funding is identified from sources outside the Project Budget to cover the cost of the full Supplemental Modification and all related Project cost impacts
- Lack of Need for Additional Environmental Review – Upon review of the modification request, it is determined that there is no basis for additional changes or supplements to the environmental review that could jeopardize the implementation of the Project. (Supplemental Modifications that do require additional public disclosure and environmental analysis may create additional schedule risk and may increase the scope of the project and thus the cost.)
- Lack of Impact to Contract Procurement – The analysis indicates that implementation of the modification will cause no delays or negative impacts on the procurement process for final design and construction
- Lack of Schedule Impact – The analysis indicates that implementation of the modification will cause no delays or negative impacts on the Contractor's approved schedule and will not extend the Project beyond the projected Revenue Service Date.
- Adopted Agreement – An adopted agreement between Metro and the requesting entity defining roles, responsibilities, and funding contributions. In the case of Betterments, Master Cooperative Agreements define how Betterments are negotiated and incorporated.
- Funding and Program Requirements – That the cost and associated schedule issues required by inclusion of the Supplemental Modification will not jeopardize the ability of LACMTA to meet any project scope delivery requirements for any funding, grant programs (e.g., New Starts), or loan programs (e.g., TIFIA [Transportation Infrastructure Finance and Innovation Act] loans) that apply to the Project.

If a Supplemental Modification meets ALL of these requirements, it may be recommended for inclusion into the Project Work Scope (either as a modification to the Project Definition or as a parallel work effort to the defined Project.) This would need LACMTA Board approval and the approval of any project implementation and funding partners (e.g., appropriate state and federal agencies involved with environmental review and grant and loan programs).

### PART 3 – Supplementary Board Direction

The LACMTA Board may consider the inclusion of additional work scope at any publicly-noticed meeting and as such, may provide additional direction to the Project staff that either supplements, rejects or overrides the analytical criteria described in Parts 1 and 2 above. LACMTA Board direction to pursue any specific Supplemental Modification shall include and identify all relevant funding to cover the cost of inclusion of the Supplemental Modification in the same action. It is important to note that LACMTA Board direction is required for any Supplemental Modification that exceeds the contractually-specified dollar value limit after the award of Project Construction Contracts (including Design/Build Contracts) because such a modification would necessarily result in contract change orders.

#### Funding Supplemental Modifications

As indicated by the evaluation process described above, LACMTA will not pay for or bear the Cost of any Betterment of other Supplemental Modification that is not explicitly required by any policy, standard, regulation, or law in operation relied upon to define any element of the approved Project. Funding shall be committed by requestors of Supplemental Modifications in those cases where the request results in an increase in cost, except as otherwise directed by the Board.