

**FIRST AMENDMENT TO CONSULTANT SERVICES AGREEMENT BETWEEN
CITY OF SUNNYVALE AND BKF ENGINEERS FOR THE CALTRAIN GRADE
SEPARATION FEASIBILITY STUDY PROJECT**

This First Amendment to Consultant Services Agreement, dated _____, is by and between the CITY OF SUNNYVALE, a municipal corporation ("CITY"), BKF ENGINEERS a California corporation. ("CONSULTANT").

WHEREAS, on February 23, 2017, CITY and CONSULTANT entered into a Consultant Services Agreement whereby CONSULTANT would provide professional services necessary for development of a safe and efficient design, technical studies, conducting public outreach, producing text and illustrations, preparing cost estimate, and coordinating with Caltrain and high speed rail for the Caltrain Grade Separation Feasibility Study project; and

WHEREAS, the parties now agree that a First Amendment to said Agreement is advisable;

NOW, THEREFORE, THE PARTIES ENTER INTO THIS FIRST AMENDMENT TO CONSULTANT SERVICES AGREEMENT:

1. Services by CONSULTANT

[Replace the first sentence with the following]:

CONSULTANT shall provide services in accordance with Exhibit "A" entitled "Scope of Work" and Exhibit "A-1" entitled "Additional Scope of Work."

2. Time for Performance

[Replace the second sentence with the following]:

CONSULTANT shall deliver the agreed upon services to CITY as specified in Exhibits "A" and "A-1".

4. Payment of Fees and Expenses for Core Services and Additional Alternative

[Replace the first paragraph this section with the following]:

Payments shall be made to CONSULTANT on a monthly basis as described in the attached Exhibits "B" entitled "Compensation Schedule" and Exhibit "B-1" entitled "Additional Compensation Schedule." All compensation will be based on monthly billings as provided in Exhibits "B" and "B-1". Compensation will not be due until said detailed billing is submitted to CITY within a reasonable time before payment is expected to allow for normal CITY processing. An estimate of the percent of total completion associated with the various categories of the services shall be furnished by CONSULTANT with said billing. When applicable, copies of pertinent financial records will be included with the submission of billing(s) for all direct reimbursables. Compensation shall not exceed the amounts set forth in Exhibit "B" for each phase, and shall include base services as identified in Exhibit "A" in an amount not-to-exceed Five Hundred Fifty Six Thousand Three Hundred Fifty Seven and No/Dollars (\$556,357.00), for the duration of the contract, optional services in an amount not-to-exceed One Hundred Seven Thousand Ninety Two and No/Dollars (\$107,092.00). Compensation shall not exceed amounts set forth in Exhibit "B-1" for each phase of work identified in Exhibit "A-1" in an amount not-to-exceed One Hundred Three Thousand Fifty One and No/Dollars (\$103,051.00), for the duration

of the contract. In no event shall the total amount of compensation payable under this agreement exceed the sum of Seven Hundred Sixty Six Thousand Five Hundred and No/Dollars (\$766,500.00) unless upon written modification of this Agreement. All invoices, including detailed backup, shall be sent to City of Sunnyvale, attention Accounts Payable, P.O. Box 3707, Sunnyvale, CA 94088-3707.

All other terms and conditions remain unchanged.

IN WITNESS WHEREOF, the parties have executed this Agreement.

ATTEST:

CITY OF SUNNYVALE ("CITY")

By _____
City Clerk

By _____
City Manager

APPROVED AS TO FORM:

BKF ENGINEERS
CIVIL ENGINEERS ("CONSULTANT")

By _____
City Attorney

By _____

Name/Title

By _____

Name/Title

EXHIBIT "A-1"
Additional Scope of Work for
Caltrain Grade Separation Feasibility Study
Additional Alternatives

General

As the original scope for the Caltrain Grade Separations Feasibility Study does not include the analysis of the Depressed Rail alternatives, the scope would need to be expanded to include concept design and traffic analysis for the Mary Avenue Depressed Rail and Sunnyvale Avenue Depressed Rail alternatives. The traffic analysis has additionally been expanded to include construction phase traffic analysis.

Background

To date, the Work has concentrated on developing conceptual alternatives for the Caltrain Grade Separations at Mary Avenue and Sunnyvale Avenue and presenting those to the community and stakeholders. After the development of the conceptual alternatives, it was assumed that 2 alternatives for Mary Avenue and 3 alternatives for Sunnyvale Avenue would be advanced beyond the initial schematic geometric development. As the Project progressed and community outreach meetings were conducted, the selection of alternatives to move forward to be evaluated as part of the feasibility study was not limited to 2 and 3 per location. Based on Work to date and direction from the City, the Project is requested to address the following alternatives in the feasibility study.

Mary Avenue

- Mary Avenue Underpass
- Mary Avenue Underpass with Jughandle
- Mary Avenue Depressed Rail

Sunnyvale Avenue

- Sunnyvale Avenue Underpass Tunnel
- Sunnyvale Avenue Pedestrian/Bicycle Undercrossing
- Sunnyvale Avenue Depressed Rail

As the original traffic analysis scope does not include the traffic analysis on the Depressed Rail alternatives, the scope would need to be expanded to include traffic analysis for the construction phase of the Mary Avenue Depressed Rail and Sunnyvale Avenue Depressed Rail alternatives.

Project Scope of Work and Effort

The work and magnitude of cost required to include the Depressed Rail alternatives for Mary Avenue and Sunnyvale Avenue into the feasibility study including the additional traffic analysis is defined below:

Task 16.1: Depressed Rail Project Management

BKF will oversee the work to be performed, review the information presented, assess its impacts and engage in the discussions related to the results of the analysis. Other costs identified in this task include reimbursable costs associated with each of the tasks presented in the extra work request and the subconsultant mark-up for the associated traffic analysis work.

Labor Cost: \$1,222

Reimbursable Cost: \$814

Subconsultant Mark-up based on 5%: \$2,931

Task 16.1 Cost: \$4,967

Task 16.2: Depressed Rail Alternatives Development

Depressed Rail alternatives will be assessed for both the Mary Avenue and the Sunnyvale Avenue location.

This study will require the assessment of additional alternatives for Mary Avenue and Sunnyvale Avenue to be included in the feasibility study. For the Depressed Rail alternatives, cost estimates will be reviewed and updated with the information developed as part of the alternatives evaluation. The additional alternatives will be assessed in the same manner as the other alternatives that have been identified as feasible alternatives. The design will be advanced to a 15% design level consisting of a (1) plan and profile sheet for both the shoofly and proposed rail alignment, (2) roadway plan and profile sheet, (3) typical cross sections, (4) stage construction plans and (5) a right of way requirement map. The information developed and results of the evaluation will be summarized and included in the grade separation study.

Task 16.2 Cost: \$39,466

Task 16.3a: Traffic Analysis of Construction Impacts of Depressed Rail at Mary Avenue

The depression of the Caltrain alignment at Mary Avenue is anticipated to restrict Evelyn Avenue to a single lane between approximately SR-237 and Sunnyvale Avenue. Due to constraints in signal operations and signing and marking, it is assumed that it will be converted to a one-way street in the same direction all-day with no turn lanes. Kimley Horn (KH) will assess the impacts of the loss of a travel lane and turn lanes on Evelyn Avenue and detour routes. KH will analyze conditions with both eastbound and westbound-only operations on Evelyn Avenue.

Based on the location of the lane reduction and expected detour routes, it is assumed that Washington Avenue, California Avenue, and Central Expressway will be the most widely used detour routes. KH will study the following intersections to analyze impacts under construction conditions:

- Sylvan Avenue and Moorpark Way
- Dana Street and Sylvan Avenue
- Washington Avenue and S Mary Avenue
- Washington Avenue and S Mathilda Avenue
- Washington Avenue and S Sunnyvale Avenue
- Arques Avenue and Fair Oaks Avenue
- E California Avenue and Fair Oaks Avenue
- W California Avenue and N Mary Avenue
- Central Expwy and N Mary Avenue
- Central Expwy and Whisman Station Drive
- Ferry Morse Way and S Whisman Road/SR-237 Ramps

Year 2025 baseline volumes have been developed for the 6 italicized intersections as part of the original traffic analysis scope or a task in a previous change order. Existing conditions traffic volumes will need to be collected by KH and Year 2025 projections developed for the other 5 locations (and for the E California Avenue and Fair Oaks Avenue intersection, as only 2035 volumes will be developed as part of a previous change order). It is assumed that existing conditions traffic volumes at the two County intersections will be obtained from County staff.

Based on projected year 2025 AM and PM peak hour traffic counts on Evelyn Avenue, KH will redistribute traffic along the closed direction of travel to the detour routes. BlueMAC data will be collected across two days at three locations along Evelyn Avenue between Fair Oaks Avenue and SR-237 to assess current trip patterns on Evelyn Avenue, namely between regional trips and trips with origins/destinations along Evelyn Avenue. KH will develop construction Year 2025 AM and PM peak hour volumes for all study intersections and provide the redistribution and resulting traffic volumes to the City for one round of review.

KH will analyze Year 2025 AM and PM peak hour operations at each of the study intersections using the Synchro software both with and without detour routing. The analysis will be performed both under the assumptions of Evelyn Avenue as a westbound-only and as an eastbound-only street.

Task 16.3a Cost: \$17,260

Task 16.3b: Traffic Analysis of Construction Impacts of Depressed Rail at Sunnyvale Avenue

The depression of the Caltrain alignment at Sunnyvale Avenue is anticipated to require the closure of Hendy Avenue between approximately Sunnyvale Avenue and Fair Oaks Avenue. KH will assess the circulation impacts of the closure on detour routes. The primary detour route is assumed to be California Avenue. KH will study the following intersections to analyze impacts under construction conditions:

- Kifer Road and Hendy Avenue (assumed to require new counts)
- Sunnyvale Avenue and Hendy Avenue (in original study area)
- Kifer Road and Fair Oaks Avenue (count data to be provided by City)
- California Avenue and Fair Oaks Avenue (assumed to require new counts via previous change order)
- California Avenue and Sunnyvale Avenue (in original study area)

The intersections of Sunnyvale Avenue and Hendy Avenue, and California Avenue and Sunnyvale Avenue were included in the original study area and thus Year 2025 volumes have already been developed. For the other three intersections, Year 2025 volumes will need to be developed. Traffic counts at Kifer Road and Fair Oaks Avenue, and California Avenue and Fair Oaks Avenue will be obtained from previous amendment. Existing conditions traffic volumes at Kifer Road and Hendy Avenue will be required.

Based on projected year 2025 AM and PM peak hour traffic counts on Hendy Avenue, KH will redistribute traffic to the detour routes. AM and PM peak period tube counts will be collected at four locations along Hendy Avenue to determine the number of vehicles using driveways that may be affected by the closure. KH will develop construction Year 2025 AM and PM peak hour volumes for all study intersections. The City will provide guidance on whether this construction should be assumed concurrent with the Mary Avenue rail depression (Task 16.3a). Only one construction scenario will be analyzed. KH will provide the redistribution and resulting traffic volumes to the City for one round of review. KH will analyze Year 2025 AM and PM peak hour operations at each of the study intersections using the Synchro software both with and without detour routing.

Task 16.3b Cost: \$6,760

Task 16.3c: Traffic Analysis of Ultimate Depressed Rail Conditions

For Sunnyvale Avenue, KH will perform the traffic analysis on the Depressed Rail Alternative using both Synchro and VISSIM. KH will modify baseline Year 2035 Synchro and VISSIM models to depict the depression of rail alignment at Sunnyvale Avenue crossing. The models will assume Year 2035 baseline volumes. KH will perform Synchro and VISSIM analysis, obtain quantitative intersection results and compare results against No-Build and other project alternatives. KH will also prepare two VISSIM simulation videos for the build alternative.

The Sunnyvale model will include the expanded study area proposed in Change Order 1, which includes four intersections along Mathilda Avenue, one intersection along Washington Avenue, three intersections along Fair Oaks Avenue, and the original six study intersections along Sunnyvale Avenue and Evelyn Avenue.

For Mary Avenue, KH will perform the traffic analysis on the Depressed Rail Alternative using Synchro only and will modify baseline Year 2035 Synchro models to depict depression of rail alignment at the Mary Avenue crossing. The models will assume Year 2035 baseline volumes. KH will perform Synchro and VISSIM analysis, obtain quantitative intersection results and compare results against No-Build and other project alternatives.

Task 16.3c Cost: \$17,430

Task 16.4: Structural Elements of Depressed Rail Alternatives

To support the alternatives analysis and grade separation study, the structural elements and conceptual design for the Depressed Rail alternatives will be developed by Biggs Cardosa Associates. The conceptual structural will be added as part of the 15% design level drawings. Construction costs for the structural elements will be developed and structural considerations that may impact the feasibility of the alternatives will be identified and documented in the grade separation study.

Task 16.4 Cost: \$17,168

Summary

The work effort as described in the above Project Scope of Work and Effort is associated with a not to exceed fee of \$103,051. Should any additional services be requested or required which are not included in the Scope of Work above, BKF will notify the City for approval and processing prior to executing any additional work task. BKF understands that the City has a limited budget and may intend to use the Optional Service Task in the project agreement and discuss with the City areas of scope that may be reduced to meet the targeted costs.

Exhibit "B-1"
Additional Compensation Schedule

Additional Alternative Analysis Extra Work Services

Tasks		Labor													ODCs	Total	
Task #	Task Description	Principal	Senior Associate	Associate	Project Manager	Engineer III/ Survey III	Engineer II/ Survey II	Engineer I/ Survey I	Tech	Field Survey	Project Assistant	Clerical		Total Hours	Total Labor Costs	Other Direct Costs	Total Fee
		\$223	\$200	\$194	\$184	\$157	\$138	\$120	\$135	\$262	\$75	\$63					
16.1	Project Management for Depressed Rail	2		4										6	\$1,222	\$3,745	\$4,967
16.2a	Rail Depression Update Cost Estimates	6		8				16						30	\$4,810		\$4,810
16.2b	Rail Depression Grade Sep Study	10		16	14		14	12						66	\$11,282		\$11,282
16.2c	Rail Depression 15% Drawings	8		14	20			36						78	\$12,500		\$12,500
16.2d	Rail Depression SC Sheets	4		10	12			20						46	\$7,440		\$7,440
16.2e	Rail Depression RW Requirement Map	2		6	6			6						20	\$3,434		\$3,434
	Proposal Subtotal	32	0	58	52	0	14	90	0	0	0	0		246	\$40,688	\$3,745	\$44,433
	Subconsultants	Project Manager	Grade Sep Mgr	Traffic Mgr	Circulation Prof II	Traffic Analysis Prof I	Support Staff										
	Kimley-Horn	\$230	\$325	\$180	\$135	\$130	\$105	\$0	\$0	\$0	\$0	\$0	\$0				
16.3a	Rail Depression Traffic Analysis of Construction Impacts at Mary	6		10	18	55								89	\$12,760	\$4,500	\$17,260
16.3b	Rail Depression Traffic Analysis of Construction Impacts Sunnyvale	4			10	30								44	\$6,170	\$590	\$6,760
16.3c	Rail Depression Traffic Analysis of Ultimate Conditions	12		14	90									116	\$17,430		\$17,430
	Kimley Horn Total	22	0	24	118	85	0	0	0	0	0	0	0	249	\$36,360	\$5,090	\$41,450
		Principal III	Principal I	Associate	Senior Engineer	Project Engineer	Staff Engineer	Senior Cad Drafter	Admin								
	Biggs Cardosa Associates	\$270	\$210	\$186	\$132	\$130	\$118	\$118	\$85	\$0	\$0	\$0	\$0				
16.4	Structural Assessment for Rail Depression Alternatives		8	16	16	80								120	\$17,168		\$17,168
	Biggs Cardosa Total	0	8	16	16	80	0	0	0	0	0	0	0	120	\$17,168		\$17,168
	Total Subconsultant Work														\$53,528	\$5,090	\$58,618
	Total														\$94,216	\$8,835	\$103,051