

AMENDMENT NO. 2
TO
PROFESSIONAL SERVICES AGREEMENT BETWEEN
VENTURA COUNTY TRANSPORTATION COMMISSION
AND
RAILPROS, INC.

This Amendment No. 2 (“Second Amendment”) is made as of this 7 day of June, 2024 (“Effective Date”) by and between the VENTURA COUNTY TRANSPORTATION COMMISSION (“VCTC”), and RailPros, Inc. (“Contractor”), (sometimes referred together as the “Parties” and singularly as a “Party”).

RECITALS

WHEREAS, VCTC and Contractor entered into an agreement on April 7, 2023 pursuant to which Contractor agreed to provide preliminary engineering, final design, and project management support services related to the Camarillo Americans with Disabilities Act (ADA) Improvement Project (“Agreement”); and

WHEREAS, the Parties desire to amend the Agreement to provide for \$120,000 in additional compensation under the Agreement for completion of an additional task by Contractor, which entails preparing an Equivalent Facilitation Request Report for the Project with supporting documentation.

NOW THEREFORE, VCTC and Contractor agree as follows:

1. Section 5.1 Compensation and Payment is hereby amended to increase the not to exceed amount under the Agreement by \$120,000 for a new not to exceed amount under the Agreement of \$1,446,367. This additional compensation is based on the hourly rates and fees specified in Attachment 1 “Additional Services Fee Breakdown,” plus \$8,798 for contingency. Attachment 1 is incorporated herein by this reference.
2. Exhibit A to the Agreement is amended to add an additional task to prepare an Equivalent Facilitation Request Report for the Project with supporting documentation in accordance with the requirements outlined in Attachment 2 “Additional Scope of Work” attached hereto and incorporated herein.
3. The costs and scope contemplated in Attachment 1 and Attachment 2 include the costs and work necessary to complete an Equivalent Facilitation Request Report at both the Camarillo and Oxnard rail stations. VCTC may remove the work associated with Oxnard rail station from the Report upon written notice to Contractor. Upon such notice, Contractor will remove such work and issue VCTC a revised statement of costs, which only includes the Camarillo rail station.

Except to the extent amended herein, all other provisions of the Agreement remain in full force and effect.

This Second Amendment may be executed in counterparts and/or by facsimile or other electronic means, and when each Party has signed and delivered at least one such counterpart, each counterpart shall be deemed an original, and, when taken together with other signed counterpart, shall constitute one original, which shall be binding upon and effective as to all Parties.

IN WITNESS THEREOF, the parties have executed this First Amendment on the ____ day of _____, 2024.

VENTURA COUNTY TRANSPORTATION COMMISSION

by: _____
Martin Erickson, Executive Director

Approved as to form

by: _____
Steve Mattas, General Counsel

RAILPROS, INC

by: _____
Its: Nathan Ortega, Vice President of
Engineering – West Region

Attachment 1

RailPros, Inc. - Fee Breakdown
Equivalent Facilitation Request Report for Level Boarding Fee Breakdown



Task Descriptions	PM											Civil		CM	Summary		
	Technical Staff (PIC)	Project Manager	Project Controls	QA/QC Manager	Project Engineer	Engineer IV	Operations Manager	Civil Lead	Civil Engineer	Civil Designer	Construction Manager	RailPros Total Hours	RailPros Total Cost	Total Team Costs			
1 FTA Equivalent Facilitation Request	\$350.00	\$300.29	\$217.23	\$299.49	\$261.12	\$214.04	\$289.30	\$276.33	\$188.48	\$106.95	\$345.01						
1.1 Overall Management		54			6							60	17,782	17,782			
General Coordination with FTA and team meetings (6 program meetings, 2 FTA meetings, 2 FRA Meetings, 2 miscellaneous meetings)		42			6							48	\$14,179	\$14,179			
Milestone Schedule Only (4 Updates)		12										12	\$3,603	\$3,603			
1.2 ADA Accessibility Compliance Review and Recommendations					62	56	40					158	\$39,641	\$39,641			
Review and summarize existing accessibility procedures currently in place. Includes research on existing freight aspects and national elements					8	6	10					24	\$6,266	\$6,266			
Review and summarize existing passenger train equipment					8	6	10					24	\$6,266	\$6,266			
Agency interviews and Coordination on specific technical needs (8 calls - LOSSAN, Metrolink)					32	24						56	\$13,493	\$13,493			
Recommended resolution method includes pros and cons for each method, specific issues to mini-high platforms, operational analysis					10	8	20					38	\$10,003	\$10,003			
Cost Comparison (includes Capital costs for mini-high platform, operating and maintenance cost)					4	12						16	\$3,613	\$3,613			
1.3 Equivalent Facilitation Request Report					42	86	4					132	\$30,532	\$30,532			
Draft Report (including QA/QC)					20	40	4					64	\$14,941	\$14,941			
Site Maps (4 exhibits, 2 per station and miscellaneous) (Project vicinity Maps, UPRR route maps, SCRRRA System Maps, LOSSAN System Map)						4						4	\$856	\$856			
Station Exhibits - Project description summary with the proposed design, 1 cross section of the station, 1 mini high plan and cross section - 2 Exhibits per station, 4 total					4	12						16	\$3,613	\$3,613			
Revised Report (1 revisions) included 1 CRM					8	10						18	\$4,229	\$4,229			
Final Report (including QA/QC)					10	20						30	\$6,892	\$6,892			
1.4 Public Outreach					51	40						91	\$21,879	\$21,879			
Prepare Fact Sheet, Timeline, and 2 Exhibits for Public Outreach					8	16						24	\$5,514	\$5,514			
Establish Regional ADA Group List and provide to VCTC - County, LOSSAN, and Metrolink, City					8							8	\$2,089	\$2,089			
Board Meetings and Support - Assumed 3 Meetings, PPT Preparation - Initial Prep, Main Public Hearing, and Finalization.					27							27	\$7,050	\$7,050			
Provide website information updates to VCTC.						8						8	\$1,712	\$1,712			
Compile and address public and board comments.					8	16						24	\$5,514	\$5,514			
Additional Services(Optional)																	

Total Staff Hours	54			161	182	44						440.5 Hours	\$109,834	\$109,834
Total Staff Costs	\$16,216			\$42,041	\$38,848	\$12,729								

Other Direct Costs (ODC's)		ODC's	\$	\$1,369	\$1,369
3 Site visits	\$	900			
Mileage (750 at \$0.625 per mile)	\$	469			
Printing and Production	\$	-			
Flagging - no flagging	\$	-			
Total	\$	1,369			

Total	\$	111,202			\$111,202
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Task 1 Overall FTA – Equivalent Facilitation Request

1.1 Overall Management

Activities and Deliverables

- Activities:
 - General Coordination with FTA and team meetings (2 FTA meetings, 2 FRA Meetings, 2 Miscellaneous meetings). These meetings primarily cover status, next steps, and follow-up on key action items.
 - Timeline and Milestone schedule Only (includes 4 updates)
 - Assumed approximately 6 month process

Task Assumptions and Exclusions

- Assume all meetings except board meetings are held virtually (includes preparations, agenda, meeting minutes, actions items, and follow-up). Flagging is not required.
- Assume no site visits are required or in-person meeting.
- Assumes only 1 report will be required to submit to FTA and FRA, which includes 2 stations – Camarillo and Oxnard

1.2 ADA Accessibility Compliance Review and Recommendations

Activities and Deliverables

- Activities:
 - Review and summarize existing accessibility procedures currently in place
 - Includes research on existing freight aspects and national elements
 - Review and summarize existing passenger train equipment
 - Agency Interviews and Coordination on specific needs (8 interview calls to review technical approach with key parties and recommendations)
 - Recommended resolution methods
 - Pros and Cons of each method
 - Specific issues related to mini-high platforms
 - Train reversal
 - Train crew Communications
 - Operational Delays
 - Cost Analysis and Comparison
 - Capital Costs for mini-high platforms
 - Operating and Maintenance Cost

Task Assumptions and Exclusions

- Assume all interviews calls are held virtually (includes preparations, agenda, meeting minutes, actions items, and follow-up)

1.3 Equivalent Facilitation Request Report

Activities and Deliverables

- Activities:
 - Develop Draft Report (including QA/QC)
 - Site Maps (4 exhibits, 2 per station and miscellaneous) (Project vicinity Maps, UPRR route maps, SCRRA System Maps, LOSSAN System Map)
 - Revised Report (1 revisions and 1 CRM) (including QA/QC)
 - Develop Final Report (including QA/QC)

Task Assumptions and Exclusions

- Assume site maps developed will be an overlay of google maps (no drones will be used)
- Assume each station will provide the following:
 - Proposed Station layout exhibits
 - Provide 3 to 4 paragraphs of project description summary for their respective design station
 - 1 cross-section for each station
 - Mini high proposed plan view and cross-section
- Assumes others will provide exhibits of the following:
 - Exhibits of the locomotive fleet for both services (ACE and San Joaquins) will be provided by others showing the critical dimensions for the fleet car, interior layout, and ADA-designated area of that car
 - Assume others will provide a picture of the fleet with doors open at existing stations (one for every car type)
- Assume Freight will review and provide the necessary rights and oversize loading constraints that exist on the corridor

1.4 Public Outreach Support

Activities and Deliverables

- Activities:
 - All internal public outreach will be completed by VCTC with RailPros support on the content and technical information. All physical signage will be printed and posted by VCTC.
 - Prepare Fact Sheet, Timeline, and 2 Exhibits for Public Outreach
 - Establish Regional ADA Group List and provide to VCTC - County, LOSSAN, and Metrolink, City. VCTC will lead the effort to send the public meeting notice out to the ADA groups.

- Board Meetings and Support - Assumed **3** Meetings, PPT Preparation - Initial Prep, Main Public Hearing, and Finalization.
- Provide website information updates to VCTC.
- Compile and address public and board comments.

Assumptions and Exclusions

- VCTC will provide all signage material and post them at the regional stations that will go beyond Camarillo and Oxnard. Signage production and postage is excluded.
- VCTC will lead all the public outreach and will be the main contact for the ADA groups as well as the Board presentations. RailPros will provide technical and content support to the Public Outreach. Public Outreach support can be scoped at VCTC's request.