



Alameda Corridor-East Construction Authority

4900 Rivergrade Rd. Ste. A120 Irwindale, CA 91706 (626) 962-9292 fax (626) 962-3552 www.theaceproject.org

ALAMEDA CORRIDOR-EAST CONSTRUCTION AUTHORITY

BOARD OF DIRECTORS

REGULAR MEETING AGENDA

Monday, June 28– 2:00 P.M.

Irwindale City Hall

5050 Irwindale Avenue

Irwindale, CA 91706

Members of the public may comment on any item on the agenda at the time it is taken up by the Board. We ask that members of the public come forward to be recognized by the Chair and keep their remarks brief. If several persons wish to address the Board on a single item, the Chair may impose a three-minute time limit on individual remarks at the beginning of the discussion.

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| I. | Pledge of Allegiance | |
| II. | Roll Call and Introductions | |
| III. | Approval of Minutes of May 24, 2010 (to be distributed separately) | Action |
| IV. | Public Comment | |
| V. | Chairman's Remarks | |
| VI. | Chief Executive Officer's Report (Pages 3-4) | Information |
| VII. | Presentation of Phase II Update Study | Information |
| VIII. | Approval of Plans, Specifications and Estimates for Fiber Optic Relocation for the San Gabriel Trench (Pages 5-6) | Action |
| IX. | Approval of Agreement with Sprint Communications Company and Level 3 Communications for Fiber Optic Line Relocations for the San Gabriel Trench (Page 7) | Action |
| X. | Approval of Ongoing Authority Support Contract Amendments and Annual Task Orders (Pages 8-12) | Action |

The ACE Construction Authority is constituted of seven (7) member jurisdiction; the Cities of El Monte, Industry, Montebello, San Gabriel and Pomona, the County of Los Angeles and the San Gabriel Valley Council of Governments. A San Bernardino County Council of Governments representative is an ex-officio Board member. Each member or alternate has one vote. A quorum of the ACE Construction Authority is no less than four (4) of its total voting membership. Actions taken by the ACE Construction Authority shall be by simple majority of the members present with a quorum in attendance except for personnel actions, the annual budget, matters dealing with the Administrative Code or matters requiring subsequent approval by the SGVCOG, all of which shall require five (5) votes. All disclosable public records related to this meeting are available for viewing at the ACE office above during normal working hours.

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| XI. Closed Session: The Board will adjourn to closed in accordance with Government Code Section 54965.9(a) to discuss existing litigation Los Angeles Superior Court Case No. BC429699 Alameda Corridor-East Construction Authority vs MIPCO, L.L.C., et al., and in accordance with Government Code Section 54957 to discuss the Performance Evaluation of the Chief Executive Officer | Possible
Action |
| XII. Adjournment | Action |



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MEMO TO: ACE Construction Authority Board Members & Alternates

FROM: Rick Richmond
Chief Executive Officer

DATE: June 28, 2010

SUBJECT: CEO Report

The following are items of note since the last meeting:

Senate Environment and Public Works Committee – Staff submitted a letter regarding nationally significant projects program policy recommendations to staff of the Senate Environment and Public Works Committee, which is drafting a Senate version of the multi-year surface transportation reauthorization legislation. The proposed language submitted is intended to ensure that the ACE Construction Authority and similar governmental entities are considered eligible applicants for Projects of National Significance (PNS) program funding. As currently written, the House version of the bill permits only individual States, or a collaborative team employing a single State as a lead applicant, to submit applications for the PNS program of competitive, merit-based grants to be administered by the USDOT. A copy of the letter is included in the Board Information Packet. ACE staff will continue to interact with committee staff as the reauthorization process progresses, and will provide updates.

Community Outreach Update – Staff has conducted the following project outreach activities:

- Distributed construction alert notices concerning lanes closures on Sunset Avenue for roadway lowering work;
- Provided staff assistance for ACE project briefing for California Transportation Commission staff; and,
- Conducted ongoing business support program, community outreach and construction coordination activities for the Sunset Ave. grade separation project.

Contracting – Our Administrative Code delegates to the CEO the authority to approve new contracts or change orders for Board-approved contracts within certain limits, with a requirement that I report to the Board any such contract action. In addition to the changes identified in the monthly construction reports, the following changes have occurred:

<u>Consultant/Vendor</u>	<u>Reason for Change</u>	<u>Change Amount</u>	<u>Total Contract Value</u>
AECOM USA, Inc.	Amend contract value to reflect budge claim settlement for Nogales (Alhambra Sub) project.	\$11,325.80	\$2,706,637.80
Interior Demolition, Inc.	Amend contract due to decrease of Task	(\$27,724.12)	\$201,760.06

	Orders 1 and 2 issued based on actual invoices paid.		
KOA Corporation	Extend contract term through 9/30/10.	\$0.00	\$507,134.14



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MEMO TO: ACE Construction Authority Board Members and Alternates

FROM: Rick Richmond
Chief Executive Officer

DATE: June 28, 2010

SUBJECT: Approval of Plans, Specifications and Estimates for Fiber Optic Relocation for the San Gabriel Trench Project

RECOMMENDATION: Staff recommends Board approval of the plans, specifications and estimates and authorization to solicit construction bids for the fiber optic relocation necessary for the San Gabriel Trench located in the Union Pacific Railroad right-of-way within the cities of Alhambra, San Gabriel, Rosemead, and the County of Los Angeles. Bidding authorization is subject to Caltrans' approval of a Finding of No Significant Impact (FONSI) for the project under the Federal environmental compliance process (NEPA).

BACKGROUND: At your March 2010 meeting, the Board approved the Project Definition Report for the SGT Grade Separation Project. Design of the advanced fiber optic relocation for this Project has been completed and staff is seeking approval of the plans, specifications, estimates and authorization to solicit bids. The fiber optic relocation is planned to precede the main construction contract so as to reduce the overall construction duration.

SCOPE OF WORK: The fiber optic relocation work includes installation of a fiber optic duct bank for Level 3 and Sprint, including installation of manholes and pull boxes, excavation and backfill, and placement of asphalt pavement. Coordination with the UPRR, utility owners, stakeholders, and public agencies will be required. The duct bank will be installed by trench excavation and directional bore from approximately MP 490.00 to MP 491.7 along the Union Pacific Railroad Alhambra Subdivision right-of-way.

On completion of the duct bank installation, the two fiber companies will install their lines.

Environmental Clearance: On April 26, 2010, the Board certified a Final EIR and adopted the Findings of Fact and Statement of Overriding Considerations, and the Mitigation Monitoring and Reporting Program for the project, completing the State environment clearance requirements (CEQA). Caltrans, acting for the Federal Highway Administration (FHWA), is the Lead Agency under the National Environmental Policy Act (NEPA) and our Final EIR and Memorandum of Agreement for cultural resources

(Section 106) is currently under review. The requested authorization to proceed with bidding is conditioned on completing the NEPA process.

Right Of Way Acquisition: The advanced fiber optic relocation package will not require any property acquisition. It will require clearance of minor encroachments on UPRR right of way which we are working on with the property owners and the UPRR.

Utility Relocations: None other than the fiber lines.

Public Utilities Commission: No Public Utilities Commission approval is required for this scope of work.

Other Pending Approvals:

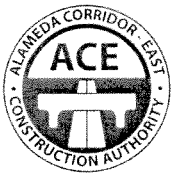
- **Local Agency:** In accordance with ACE's policy, cooperative agreements will be executed with the City of San Gabriel prior to opening bids.
- **Union Pacific Railroad:** UPRR final design sign-off is pending. ACE has obtained a comprehensive right-of-entry for use of UPRR rights-of-way for all pre-construction and construction activities. A master railroad construction and maintenance agreement will be needed with the Union Pacific Railroad. The contractor receiving the award of this contract will be required to execute a separate right-of-entry agreement with the UPRR.

Permits: The ACE Storm Water Pollution Prevention Plan (generic) has been approved and will be released to the general contractor for specific site adaptation. All other required permits shall be obtained by the contractor.

Estimated Contract Cost: The estimated value of this contract is \$4-5 million.

Contract Schedule: It is anticipated that the project will go out to bid by August 2010 and a contract awarded in November 2010. Construction is expected to be completed by March 2011.

BUDGET IMPACT: Funds for this construction contract are available from MTA Measure R and have been budgeted for the anticipated costs.



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MEMO TO: ACE Construction Authority Board Members & Alternates

FROM: Rick Richmond
Chief Executive Officer

DATE: June 28, 2010

SUBJECT: Approval of Agreements with Sprint Communications Company and Level 3 Communications for Fiber Optic Relocations for the San Gabriel Trench

RECOMMENDATION: Staff recommends that the Board authorize a collectible work authorization with the Sprint Communications Company, L.P., and Level 3 Communications, LLC, for fiber optic line relocations necessary for the San Gabriel Trench (SGT). The estimated cost of the Sprint relocation is \$837,849, and the estimated cost of the Level 3 relocation is \$915,734, excluding the related cost of the fiber optic duct bank installation.

BACKGROUND: At your March 2010 meeting the Board approved the Project Definition Report for the SGT grade separation project. Among the many tasks necessary for the project is the relocation of fiber optic lines running parallel to the Union Pacific tracks. We have confirmed that Sprint and Level 3 lines are required to be relocated in order to construct our project, and ACE is responsible for the costs to relocate per their occupancy agreement with the Union Pacific Railroad (UPRR). UPRR does not elect to enforce its rights to have the lines relocated at the fiber optic companies' expense on a non-UPRR capital improvement project.

Utility relocation agreements, like railroad force agreements, require the agency to reimburse actual costs as opposed to a fixed price. The estimated combined cost for the Sprint Communications & Level 3 Communications relocation is \$1,753,583, though the final cost could be higher or lower. ACE has the right to audit their costs on this work.

BUDGET IMPACT: Funds for the Sprint and Level 3 relocation are available from MTA Measure R and are included in the Authority's FY 2010-11 budget.



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MEMO TO: ACE Construction Authority Board Members and Alternates

FROM: Rick Richmond
Chief Executive Officer

DATE: June 28, 2010

SUBJECT: Approval of Ongoing Authority Support Contract Amendments and Annual Task Orders

RECOMMENDATION: It is recommended that the Board authorize the Chief Executive Officer to amend or issue annual task orders for the following contracts for continuing support services from July 1, 2010 through June 30, 2011:

- Prince Global Solutions, LLC annual task order for \$208,600;
- Capital Representation Group contract amendment for \$55,000;
- Padilla & Associates annual task order for \$292,000;
- First Southwest Company contract amendment for \$15,000;
- BICEP contract amendment for \$65,000;
- CLMC, Incorporated contract amendment for \$72,000;
- Paragon Partners, Ltd. annual task order for \$1,393,101;
- Del Richardson & Associates, Inc. annual task order for \$145,842;
- J.L. Patterson & Associates, Inc. annual task order for \$40,000;
- Wagner Engineering & Survey annual task order for \$120,400;
- Terry A. Hayes Associates annual task order for \$157,197;
- MWH Americas, Inc. annual task order for \$230,557;
- David Lang & Associates annual task order for \$67,000;
- Lee Andrews Group Inc. annual task order for \$742,000;
- Epic Land Solutions, Inc. annual task order for \$704,370;
- Vasquez and Company, LLC annual task order for \$35,000; and
- Burke, Williams & Sorensen, LLC for \$355,000.

These authorizations would include a 10% contingency allowance in accordance with normal agency procedures.

BACKGROUND:

Continuation of contracted agency support services is necessary for FY 2011. The following is summary of work activities and proposed contract amendments/annual task orders:

- **Prince Global Solutions, LLC** – This firm was selected to provide assistance to the Authority for federal legislative support in Washington DC. Prince Global Solutions' services include assisting staff in responding to questions/information from congressional members and federal officials regarding pending federal funding requests for the ACE Project. Prince Global will be acting on behalf of the Authority in seeking the essential funding to complete the remaining ACE projects. At this time, staff is recommending an authorization for FY 2011 of \$208,600, which reflects an increase of 1% over last year's budget.
- **Capital Representation Group** – This contract was competitively procured to provide support services for the ACE Project in Sacramento for the life of the project at our option. The firm provides assistance in responding to questions/information from legislators and state officials concerning the ACE Project. Also, the firm assists in monitoring transportation related bills/legislations and regulations impacting the ACE Project. The firm's assistance will be critical in accessing bond funding through the CTC. The recommended amount for FY 2011 is \$65,000, which represents no change from the FY 2010 budget.
- **Padilla & Associates** - This contract was competitively procured for labor compliance and disadvantaged business outreach activities for the life of the project at our option. Labor compliance activities will continue on Sunset and expected to begin on the Baldwin, Nogales and San Gabriel Trench projects. DBE compliance activities will continue on all active projects under a race conscious program. The recommended FY 2011 budget is \$292,000. This represents a 21% increase from FY 2010 authorization. The increase is contingent upon the need for an additional labor compliance staff on the San Gabriel Trench project and increased efforts on DBE and small business outreach and compliance monitoring on upcoming construction projects for FY 2011.
- **First Southwest Company** – This firm was competitively selected to implement our working capital financing. Their role extends to assisting staff with our reporting requirements for the existing financing, monitoring the services being provided by the paying agent, investment banker and letter of credit bank and advising and assisting any subsequent note issuance. The recommended amount for FY 2011 is \$15,000, which represents no change from the FY 2010 budget.
- **Big Independent Cities Excess Pool (BICEP)** - This JPA was selected to perform risk management and claims administration for ACE for the life of the project. Their role includes coordination of ACE's insurance program, review of evidence of insurance provided by ACE's contractors and consultants, as well as periodic risk assessment and review of ACE's contracts. BICEP's role also includes

involvement in coordinating third party claims between ACE and its contractor. This year, BICEP will be coordinating the renewal of our excess liability coverage for construction projects. The recommended amount for FY 2011 is \$65,000, which represents no change from the FY 2010 budget. The \$65,000 budget does not include any premium costs for policies.

- **CLMC, Incorporated** - This firm was selected to provide assistance to the Authority in reviewing the invoices submitted by the Union Pacific Railroad (UPRR). The services are needed for the duration of the project; however the contract was intended to be authorized on an incremental basis. The scope of services includes the monitoring and validating the accuracy of the labor and material reporting on UPRR invoices, as well as monitoring and validation of peripheral project costs associated with activities undertaken by the UPRR in support of the ACE project. For the first nine months of the current authorization period, the consultant has questioned \$108,355 in costs. We will recover all the erroneous charges. Payments to the consultant for this same period total \$53,980. The current level of effort as of June 2010 involves 15 work orders. That number is expected to maintain or increase as UPRR construction activities will continue on Sunset, and start on Nogales, Baldwin, and San Gabriel Trench projects. The recommended amount for FY 2011 is \$72,000, which represents no change from the FY 2010 budget.
- **Paragon Partners, Ltd.** - Paragon Partners provides right of way acquisition services for the ACE Program. Acquisition activities, including disposition of excess property, are on-going for the following projects: Temple, Baldwin and San Gabriel. Paragon also assists in managing the work of the relocation assistance consultant, the survey consultant and the on-call demolition contractors. The recommended FY 2011 budget is \$1,393,101. This represents a 23% decrease from FY 2010 authorization. The decrease in the proposed budget is a function of reduced workload on the Baldwin project and overall program management functions.
- **Del Richardson & Associates, Inc.** - Del Richardson & Associates, Inc. provides relocation assistance services. The proposed FY 2011 scope includes relocation assistance on the San Gabriel Trench project, which will include a 379-unit public storage facility. The recommended contract amount for FY 2011 is \$145,842. This authorization does not provide for any potential remaining relocation assistance on the Baldwin project, which cannot be reliably predicted at this time. In the event work at Baldwin is necessary an increased authorization may be required.
- **J.L. Patterson & Associates, Inc.** - J.L. Patterson & Associates, Inc. provides railroad engineering services and safety training for the ACE Project. The proposed

FY 2011 scope includes minor design activities on the Baldwin project and safety training for roadway worker certification. The recommended FY 2011 budget is \$40,000. This represents a 43% decrease from FY 2010 authorization. The decrease in the proposed budget is a function of reduced workload on the Baldwin project.

- **Wagner Engineering & Survey** - Wagner Engineering & Survey provides property surveys for the ACE project. Their proposed FY 2011 scope includes property acquisition and excess land disposition surveys, preparation of plat maps and legal descriptions for the Brea Canyon, Temple, Sunset, Nogales and Baldwin projects. The recommended FY 2011 budget is \$120,400. This represents a 31% decrease from FY 2010 amended budget. The decrease in proposed budget is a function of reduced workload and incorporation of survey work into the design contracts on a going forward basis.
- **Terry A. Hayes Associates (TAHA)** – TAHA's provides environmental services for the ACE projects. TAHA's proposed FY 2011 scope will include conducting environmental mitigation monitoring program for the Sunset, Baldwin, Nogales, San Gabriel Trench projects. Additionally, together with their subconsultant SWCA Environmental Consultants, they will be responsible for coordinating with the California State Historic Preservation Office (SHPO) staff for all required environmental documents submitted by ACE. Additionally, in compliance with Section 106, they will coordinate the execution of an MOA between ACE and SHPO for the San Gabriel Trench project. The recommended FY 2011 budget is \$157,197. This represents a 77% decrease from FY 2010 amended budget. The decrease in proposed budget is a function of reduced scope on the archeological services for the San Gabriel project.
- **MWH Americas, Inc.** – MWH Americas, Inc. provides environmental management services during construction for ACE. These services consist of testing hazardous materials that may be encountered on the ACE project sites. MWH Americas, Inc. proposed scope for FY 2011 includes work on the Sunset, Baldwin, Nogales and San Gabriel projects, along with general program-wide support. The proposed budget for FY 2011 is \$230,557, which is a decrease of 9% from the FY 2010 amended budget.
- **David Lang & Associates** – David Lang & Associates is a part of ACE's community outreach team, particularly providing assistance with the Asian community outreach across all ACE's projects. The firm's proposed budget for FY 2011 is \$67,000, which is a decrease of 11% from the FY 2009 budget.

- **Lee Andrews Group, Inc.** – This firm provides public outreach services to ACE on a program-wide basis. The Lee Andrews Group proposed budget is \$742,000. This consists of three full time equivalent positions to support our public information and field community outreach and the production of all public information material (project video, brochures, handouts, community events, advertising, etc.). This represents a 9% increase from FY 2010 authorization. The increase is due to the anticipated need for additional outreach personnel on the San Gabriel project.
- **Epic Land Solutions, Inc.** - This contract was competitively procured for property acquisition and relocation assistance services. Epic's initial task order authorized in September 2009 is the Nogales (LA Sub) project. Epic's proposed budget for FY 2011 is \$704,370. The firm's services will include acquisition of 42 parcels, preparation of right of way certifications and property management oversight.
- **Vasquez and Company** – This contract was competitively procured by the San Gabriel Council of Governments in a manner consistent with our procurement policy. Vasquez and Company will conduct financial and compliance audits in preparation of all required management and financial reports, including the Single Audit Report on federal grant activities. The recommended amount for FY 2011 is \$35,000, which represents no change from the FY 2010 budget.
- **Burke, Williams & Sorensen** – This contract was competitively procured for general counsel and property acquisition legal services for the ACE project. An increase of \$355,000 to the authorization is requested to support the ongoing legal services required for ACE projects, including the existing litigation on the Baldwin project. The firm also serves as the Authority's the General Counsel, which includes review of all pro-forma contracts and proposals, negotiation of agreements between ACE and third parties, and general Board and staff support.

BUDGET IMPACT: Funds for these contracts are included in the FY 2011 budget and available from grant funds, except in the case of First Southwest Company expenses, which will be paid from interest earned from Grant Anticipation Note proceeds.