

**U.S. DEPARTMENT OF TRANSPORTATION
MARITIME ADMINISTRATION**

**GRANT AGREEMENT UNDER THE
FISCAL YEAR 2019 PORT INFRASTRUCTURE DEVELOPMENT PROGRAM (PIDP)
GRANTS**

MARAD FY 2019 PIDP Grant No. 693JF72040021

70X17130DG 2021 1PLA201003 0000150002 41010 61006600 — \$5,746,021
70X17130TG 2021 1PLA201003 0000150002 41010 61006600 — \$12,438,722

This agreement is between the United States Department of Transportation Maritime Administration (“**MARAD**”) and the LOS ANGELES, CITY OF (the “**Recipient**”).

This agreement reflects the selection of the Recipient to receive a PIDP Grant for the Port of Los Angeles National Multimodal Freight Network Improvement Program: Fenix Container Terminal Intermodal Railyard Expansion and Modernization Project.

The parties therefore agree to the following:

**Article 1
GENERAL TERMS AND CONDITIONS**

1.1 General Terms and Conditions.

- (a) In this agreement, “General Terms and Conditions” means the content of the document titled “General Terms and Conditions Under The Fiscal Year 2019 Port Infrastructure Development Program For Grants Executed After May 14, 2022,” dated May 25, 2022, which is available at <https://cms.marad.dot.gov/grants-finances/federal-grant-assistance/2019-pidp-terms-and-conditions-awards-executed-after-may>. Articles 8–24 are in the General Terms and Conditions. The General Terms and Conditions are part of this agreement.
- (b) The Recipient states that it has knowledge of the General Terms and Conditions.
- (c) The Recipient acknowledges that the General Terms and Conditions impose obligations on the Recipient and that the Recipient’s non-compliance with the General Terms and Conditions may result in remedial action, terminating of the PIDP Grant, disallowing costs incurred for the Project, requiring the Recipient to refund to MARAD the PIDP Grant, and reporting the non-compliance in the Federal-government-wide integrity and performance system.

Article 2
APPLICATION, PROJECT, AND AWARD

- 2.1 Application.** The application for funding was dated September 16, 2019, and titled “Port of Los Angeles National Multimodal Freight Network Improvement Program: Fenix Container Terminal Intermodal Railyard Expansion and Modernization Project.” It contained Standard Form 424 and all information and attachments submitted with that form through Grants.gov.
- 2.2 Project.** In this agreement, the “**Project**” means the project proposed in the application identified in Section 2.1 as modified by the negotiated provisions of this agreement, including Article 3 and Attachments A-E.
- 2.3 Federal Award and Federal Obligation.**

MARAD hereby awards a PIDP Grant to the Recipient in the amount of \$18,184,743 and obligates that amount for the budget period.

2.4 Award Dates.

Budget Period End Date:	April 30, 2026
Period of Performance End Date:	March 30, 2029
Estimated Closeout Date:	March 30, 2030

- 2.5 Federal Award Identification Number.** MARAD identifies this award with the following federal award identification number: 693JF72040021

Article 3
SUMMARY PROJECT INFORMATION

3.1 Summary of Project’s Statement of Work. (See Attachment A for additional details).

The grant will fund construction of approximately 16,200 linear feet of track and related infrastructure (switches, turnouts, utilities, and drainage improvements). The project adds capacity to the existing on-dock railyard at the Port of Los Angeles by adding five new tracks just north of the existing railyard.

3.2 Project’s Estimated Schedule.

Milestone	Schedule Date
Planned Plan, Specification, & Estimate (PS&E) Approval Date:	September 30, 2022
Planned Construction Start Date:	July 1, 2023
Planned Construction Substantial Completion Date:	June 30, 2025

3.3 Project’s Estimated Budget. (See Attachment B for additional details).

Eligible Project Costs	
PIDP Grant Amount:	\$18,184,743
Other Federal Funds ¹ :	\$8,857,995
Local Funds: ²	\$28,147,262
Total Eligible Project Cost:	\$55,190,000

**Article 4
CRITICAL MILESTONE DEADLINES**

4.1 Critical Milestone Deadlines.

Milestone	Deadline Date
Construction Start Date	December 30, 2023
Execution of a Port Performance Data Sharing Agreement with USDOT	30 days from the execution date of the Grant Agreement
MARAD receives first reimbursement request	March 30, 2024
Construction substantially completed	December 30, 2025

¹ California Transportation Commission’s Trade Corridor Enhancement Program

² Port of Los Angeles

Article 5
PARTY INFORMATION

5.1 Recipient's Unique Entity Identifier.

Recipient's Unique Entity Identifier: TYUJZWJ8N568

5.2 Recipient Contact(s).

Dina Aryan-Zahlan
Chief Harbor Engineer
Port of Los Angeles
425 S. Palos Verdes Street
San Pedro, CA 90731
DAryan-Zahlan@portla.org

and

Sue Lai
Harbor Engineer
Port of Los Angeles
425 S. Palos Verdes Street
San Pedro, CA 90731
slai@portla.org

5.3 Recipient Key Personnel.

None. The parties have not identified any individuals as key personnel for this award.

5.4 MARAD Project Contact(s).

Wilbur Turner
Grants/Contracting Officer, Office of Acquisition
DOT Maritime Administration
1200 New Jersey Ave, SE
Washington, DC 20590
MAR-380
W26-435
Mailstop 5
(202) 366-0700
wilbur.turner@dot.gov

and

Kelly Mitchell-Carroll
Grants and Cooperative Agreement Officer
DOT Maritime Administration

1200 New Jersey Ave, SE
Washington, DC 20590
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W26-422
Mailstop 5
(202) 366-9714
k.mitchell-carroll@dot.gov

and

David Bohnet
Supervisory Grant Management Specialist
DOT Maritime Administration
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MAR-510
W21-226
Mailstop 3
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david.bohnet@dot.gov

Article 6 MARAD ADMINISTRATIVE INFORMATION

6.1 Payment System.

MARAD Payment System: Delphi eInvoicing System

6.2 Office for Subaward and Contract Authorization.

MARAD Office for Subaward and Contract Authorization: None

Article 7 SPECIAL GRANT TERMS

7.1 Mitigation Measures.

The Recipient shall complete the mitigation activities described in the MARAD Finding of No Significant Impact (FONSI) and accompanying Environmental Assessment (EA), dated September 16, 2021, including the terms and conditions contained in the required permits and authorizations for the project.

7.2. Additional Buy America Requirements.

In addition to the Buy America requirements incorporated at Section 18.2 of the General Terms and Conditions and Exhibit C6 of this agreement (collectively, “MARAD Buy America Requirements”), Recipient acknowledges that the execution of this agreement will also subject steel, iron, and manufactured products used in the Project to 23 U.S.C. 313 and the grant agreement is neither a waiver of 23 U.S.C. 313(a) nor a finding under 23 U.S.C. 313(b). In the event of a conflict between MARAD Buy America Requirements and 23 U.S.C. 313, the most stringent requirements shall control. No waiver from any domestic content procurement preferences shall apply to the Project unless such waiver applies to both the PIDP funds and the other Federal funds incorporated into the Project.

7.3. Other Federal Funds Requirements.

By entering into this agreement and incorporating other Federal funds from California Transportation Commission’s Trade Corridor Enhancement Program (originating from the United States Department of Transportation’s National Highway Freight Program), the Recipient assures and certifies, with respect to any Project components that apply such other Federal funds, it will comply with all applicable Federal laws, regulations, executive orders, policies, guidelines, and requirements, including but not limited to, all applicable Highway Federal Legislation under Title 23, U.S.C. and all applicable Federal Highway Regulations under Title 23, C.F.R. Recipient acknowledges that these requirements are in addition to and not a waiver of all requirements otherwise incorporated into this agreement.

ATTACHMENT A STATEMENT OF WORK

The grant will be used to increase the capacity of the existing on-dock railyard by adding 16,200 linear feet of 5 new parallel tracks, including turnouts. This project will improve the terminal's rail capacity by 10 percent while also creating utility corridors and draining systems that will minimize the impact of storm-related damage.

Component 1 - Construction

1.1. Rail Work:

- a.) New Loading Tracks (15,570 TF): 5 New Tracks (44, 45, 46, 47, 48); new storage yard/main line connection: 3 track throat and 9 powered turnouts. Vertical Grade not to exceed 0.1% slope
- b.) New Tail Track (630 TF).
- c.) Rail Signal Improvements: Train in Motion system, derails, track bumpers, compressed air system.

1.2. Infrastructure Improvements:

- a.) Removals, storm drain low impact development, grading, paving, striping, water line relocation: Removals include asphalt pavement, crushed miscellaneous base (subgrade) and existing rail that is in conflict with the proposed rail alignment.

1.3. Electrical Improvements:

- a.) Electrical improvements include the relocation of high mast poles and associated appurtenances (conduit, vault boxes). There is a possibility that these poles may need to be new if the condition is not suitable for relocation; Recipient is currently researching this scope of work.

Component 2 - Construction Management

The construction management charges include the construction management contract for administrative support and charges for staff inspection, construction management support, and design services during construction.

**ATTACHMENT B
ESTIMATED PROJECT BUDGET**

Component 1 - Construction Eligible Costs	
PIDP Funds:	\$16,402,148
Other Federal Funds: ³	\$8,857,995
Local Funds: ⁴	\$25,388,162
Total:	\$50,648,305

Component 2 - Construction Management Eligible Costs	
PIDP Funds:	\$1,782,595
Local Funds:	\$2,759,100
Total:	\$4,541,695

2. Cost Classification Table

Cost Classification	Total Costs	Non-PIDP Previously Incurred Costs	Eligible Costs
Land, structures, rights-of-way, appraisals, etc. (Environmental)	\$300,000	\$300,000	
Architectural and engineering fees	\$1,500,000	\$1,500,000	
Construction	\$39,824,000		\$39,824,000
Miscellaneous (Construction Mgmt.)	\$5,410,000		\$5,410,000
Contingency	\$9,956,000		\$9,956,000
Project Total	\$56,990,000	\$1,800,000	\$55,190,000

³ California Transportation Commission's Trade Corridor Enhancement Program

⁴ Port of Los Angeles

**ATTACHMENT C
OUTCOME PERFORMANCE MEASUREMENT TABLE**

Study Area: Fenix Container Terminal Intermodal Railyard Expansion

Pre-project Measurement Date: August 1, 2022, to July 31, 2023

Pre-project Report Date: October 1, 2023

Project Outcomes Report Date: March 30, 2029

Table 1: Outcome Performance Measurement Table Measure	Description and Category of Measure	Measurement Period	Reporting Period
Freight Movements	Economic Competitiveness Quarterly TEU's (On-dock and Off-dock freight movements)	Baseline Measurement: Annual average, accurate as of the Pre- project Measurement Date Post- construction Performance Measures: Accurate as of the first full quarter after Construction Substantial Completion Date	Baseline Measurement: Pre-project Report Date Post-construction Performance Measures: For a period of 3 years (12 consecutive quarters), beginning the first full quarter after Construction Substantial Completion Date
Truck Miles reduced	Economic Competitiveness Miles	Baseline Measurement:	Baseline Measurement: Pre-project Report Date

	<p>Total truck miles reduced, calculated into reduced Green House Gas (GHG) emissions, carbon monoxide, and particulate matter for mode of transportation defined in the project study area.</p>	<p>Annual average, accurate as of the Pre-project Measurement Date</p> <p>Post-construction Performance Measures:</p> <p>Accurate as of the first full quarter after Construction Substantial Completion Date</p>	<p>Post-construction Performance Measures:</p> <p>For a period of 3 years (12 consecutive quarters), beginning the first full quarter after Construction Substantial Completion Date</p>
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**ATTACHMENT D
MATERIAL CHANGES FROM APPLICATION**

Scope: The total track length was updated from 11,500 total feet to 16,200 total feet to include a new tail track and main line connection. The remaining scope remains consistent with the application.

Schedule: The Fenix Container Terminal and Intermodal Railyard Expansion and Modernization Project schedule was revised due two main factors including: 1) the COVID-19 pandemic where project resources were affected; and 2) a revised concept based on the long-term rail study simulation analysis resulting in some design rework.

POLA is requesting to increase the construction schedule to 24 months in order to mitigate any risk due to lead times.

Budget: Recipient’s 2019 PIDP grant application reflected \$40,489,162 for total project costs. Due to errors in calculating the Estimated Future Eligible Project Costs, MARAD’s internal Decision Memo reflected such costs as \$40,349,162. The “Application” project costs listed in this agreement are the total project cost amounts included in the Recipient’s FY 2019 PIDP grant application.

Recipient was awarded \$18,184,743 in FY 2019 PIDP grant funding, and the approved Estimated Future Eligible Project Costs were \$40,389,162. The total eligible project cost is now \$55,190,000, due to adding tail track, mainline connectors, and improved geotechnical data. The “Other Federal Funds” were not included in the Recipient’s grant application because the Port of Los Angeles did not apply for the California Transportation Commission Trade Corridor Enhancement Program grant until 2020, or one year after the PIPD application was submitted.

Fund Source	Application		Section 3.3 and Attachment B	
	\$	%	\$	%
Total Project Cost	\$40,489,162	100%	\$56,990,000	100%
Non-PIDP Previously Incurred Cost			\$1,800,000	
Federal Funds				
Non-Federal Funds				
Total Eligible Project Cost	\$40,489,162		\$55,190,000	
PIDP Funds	\$18,184,743	44.91%	\$18,184,743	32.95%
Other Federal Funds-State TCEP (USDOT NHFP)			\$8,858,357	16.05%
Non-Federal Funds	\$22,304,419	55.09%	\$28,146,900	51.00%

ATTACHMENT E
APPROVED PRE-AWARD COSTS

None. MARAD has not approved under this award any pre-award costs under 2 C.F.R. 200.458. Because unapproved costs incurred before the date of this agreement are not allowable costs under this award, MARAD will neither reimburse those costs under this award nor consider them as a non-Federal cost sharing contribution to this award. Costs incurred before the date of this agreement are allowable costs under this award only if approved in writing by MARAD before being included the project costs and documented in this Attachment E. See Section 19.2(b).

RECIPIENT SIGNATURE PAGE

The Recipient, intending to be legally bound, is signing this agreement on the date stated opposite that party's signature.

LOS ANGELES, CITY OF, by its
Board of Harbor Commissioners

Dated: _____, 20__

By: _____
EUGENE D. SEROKA
Executive Director

Attest _____
AMBER M. KLESGES
Board Secretary

MARAD SIGNATURE PAGE

MARAD, intending to be legally bound, is signing this agreement on the date stated opposite that party's signature.

UNITED STATES DEPARTMENT OF
TRANSPORTATION MARITIME
ADMINISTRATION

_____ By: _____
Date Signature of MARAD's Authorized Representative

Name

Title