

TRADE CORRIDORS IMPROVEMENT FUND (TCIF) AGREEMENT
Cargo Transportation Improvements – Emission Reduction Program – Phase 1
Agreement No. 75A0386
Page 1 of 8

UNIT	PROJECT ID	PHASE	PROGRAM CODE	OBJECT	PROJECT NUMBER	ENCUMBRANCE DOCUMENT NO.
3811	0013000082	S	30.20.723.000	049	TCIF-87.1	75A0XXX
STATUTES	CHAPTER	FISCAL YEAR	ITEM	TASK SUBTASK	FUND SOURCE	AMOUNT
2011	33	2011-2012	2660-304-6056	1210 0000	TCIF-1B	\$12,705,000
I hereby certify upon my own personal knowledge that budgeted funds are available for this encumbrance. FUNDS CERTIFIED BY:						DATE

AGREEMENT

THIS AGREEMENT made and entered into this **6th** day of December 2012, by and between the STATE OF CALIFORNIA, DEPARTMENT OF TRANSPORTATION, hereinafter referred to as **State**, and THE CITY OF LOS ANGELES, a municipal corporation acting by and through its Board of Harbor Commissioners, a political subdivision of the State of California which includes Cities, Counties, Port Districts and Joint Powers Authorities, hereinafter referred to as **Public Agency**.

WITNESSETH

WHEREAS, pursuant to the provisions of Sections 8879.23(c)(1) and 8879.50 of the California Government Code, the California Transportation Commission (CTC), by Resolution No. TCIF –P–0708-01, issued on April 10, 2008, established Trade Corridors Improvement Fund (TCIF) Guidelines (Exhibit A attached); and

WHEREAS, The CTC initiated a process to select projects and the **Port of Los Angeles Cargo Transportation Improvements – Emission Reduction Program – Phase 1** hereinafter **Project** was selected for funding. **The City of Los Angeles** hereinafter **Public Agency**; and

WHEREAS, on **August 23, 2012**, **Public Agency** entered into a Project Baseline Agreement, hereinafter **Baseline Agreement**, for the construction and maintenance of said **Project** (Project Baseline Agreement) (Exhibit B attached); and

WHEREAS, **Public Agency** has certified and reaffirms herein to **State** that sufficient **Public Agency** funds are available to construct the **Project**, and that all other matters, including regulatory approval and environmental clearance, prerequisite to awarding a construction contract within a period of one year after the allocation have been or will be taken care of within that time; and

WHEREAS, an agreement is to be entered into between **Public Agency** and **State** to provide reimbursement to **Public Agency** in a sum not to exceed the CTC allocation of

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\$12,705,000 (Resolution TCIF-A-1213-03 at the December 2012 CTC Meeting) (Attachment I, II, III and IV) from the TCIF fund: and

WHEREAS, reimbursement is provided subject to the **Public Agency** establishing to the satisfaction of **State** that all sums expended by **Public Agency** for **Project** are reasonable and a necessary part of the **Project** as defined by the Commission Guidelines and the project's Baseline Agreement;

NOW THEREFORE, in consideration of the premises and mutual undertakings of the parties hereto, as hereinafter set forth, **State** and **Public Agency** agrees as follows:

1. **Public Agency** hereby reaffirms its prior certification that it has sufficient **Public Agency** funds to construct the **Project**.
2. **Public Agency** agrees to comply with all TCIF guidelines as if set forth fully herein and in the "**Baseline Agreement**".
3. The **Project** scope, a description of anticipated benefits, and delivery schedule are attached hereto as the Project Benefits Form (Exhibit E attached).
4. The **Project** budget and funding plan are attached hereto as the Project Programming Request Form (PPR) (Exhibit C attached).
5. The **Project** Study Report for the Port of Los Angeles Alameda Corridor West Terminus Intermodal Railyard – Cargo Transportation Improvement – Emission Reduction Program is attached hereto as the Final Project Study Report (Exhibit D attached).
6. **Public Agency** will undertake **Project** using its own documented management, project delivery procedures and practices.
7. The costs attributable to **Project** are limited to the following:
 The funds will be limited to the costs of construction work.
Public Agency agrees that the 48 CFR, Chapter 1 Part 31 et seq., Contract Cost Principles and Procedures, Federal Acquisition Regulations System, shall be used to determine the allowable individual items of indirect cost. **Public Agency** agrees to comply with the applicable Federal procedures in accordance with Office of Management and Budget Circular A-87, Cost Principles for State and Local Governments and CFR 49, Part 18, Uniform Administrative Requirements for Grants and Cooperative Agreements with State and Local Governments.
8. **Public Agency** agrees to submit quarterly reports on the activities and progress made toward implementation of the **Project**, including **Project** development prior to receipt of a TCIF allocation, to the California Transportation Commission and to the California Department of Transportation.
9. As promptly as possible, and in any event within one year after the TCIF allocation, **Public Agency** shall award a contract for construction of **Project** pursuant to the laws governing the **Public Agency** in the advertising and award of public construction

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contracts, and in conformance with plans and specifications prepared by or on behalf of **Public Agency**. Construction shall be under the control of **Public Agency**.

10. As the work progresses, and upon receipt of a valid invoice, **State** will promptly reimburse **Public Agency** all allowable construction costs authorized, not to exceed the **\$12,705,000** allocated/**\$26,695,000** project cost, the amount approved for allocation under the TCIF Program. The **Public Agency** shall submit invoices in accordance with Chapter 5 of the California Department of Transportation's Local Assistance Procedures Manual. The final invoice shall include a detailed statement of all costs, both reimbursable and matching, as required under the TCIF Program Guidelines. Should the total construction costs for the project, as described, be less than or equal to the original construction costs, those cost savings are to be returned to the **State** as immediately due and payable. The cost savings reimbursement shall be in proportion to the TCIF funding portion of the construction costs.
11. Within six (6) months after the **Project** becoming operable, the **Public Agency** will provide a final delivery/close out report to program manager. Final reports will be posted on the bond accountability web site and made available to the California Transportation Commission and the **State**. The report shall include a comparison between the **Project** application and the final **Project** detailing differences in the scope of the completed **Project**, its final costs compared to the approved **Project** budget, actual construction schedule compared to the initial **Project** schedule, and performance compared to anticipated benefits.
12. **Public Agency** will also provide a Final Bill to supplement the final delivery report at the completion of the **Project**. The **Final Bill** is to reflect final **Project** expenditures at the conclusion of all **Project** activities. The **Final Bill** will consist of a detailed statement of the cost of the **Project**, which will be furnished to the **State**. Upon approval of the "**Final Bill**" **State** will pay **Public Agency** the balance not already reimbursed, if any, of "**State's** share of said costs. If upon final accounting it develops that **State** previously paid more than its share of said participating portion of **Project** cost, computed in said manner, **Public Agency** will refund to bond fund the difference between **State's** share of the participating portion of **Project** cost, and the amount paid by **State**.
13. **Public Agency** agrees that the **State**, the California Department of General Services, the California Bureau of State Audits, or their designated representative shall have the right to review and to copy any records and supporting documentation pertaining to the performance of this Agreement. **Public Agency** agrees to maintain such records for possible audit for a minimum of four (4) years after final payment, unless a longer period of records retention is stipulated. **Public Agency** agrees to allow the auditor(s) access to such records during normal business hours and to allow interviews of any employees who might reasonably have information related to such records. Further, Contractor agrees to include a similar right of the **State** to audit records and interview staff in any subcontract related to performance of this Agreement. (Gov. Code §8546.7, Pub. Contract Code §10115 et seq., CCR Title 2, Section 1896).

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14. Any obligation by **State** for payment of moneys contained herein is subject to and contingent upon the **Public Agency** establishing to the satisfaction of **State** that all sums expended by **Public Agency** for **Project**, for which **Public Agency** requests partial reimbursement from **State**, are reasonable and are a necessary part of **Project**.
15. Payment of invoiced **State** funds to **Public Agency** for **State's** share of the **Project**, must be made within four (4) years after the date of project allocation, otherwise the un-disbursed balance shall revert to **State**.
16. Any progress payments made by **State** pursuant to Section 9 herein are not an admission by **State** that such expenditures were reasonable and a necessary part of the **Project**, and if **State** finds later that such expenditures were not reasonable and a necessary part of the **Project**, **Public Agency** will reimburse **State** for such advance funds.
17. Two (2) copies of each invoice shall be submitted to the **State**.
18. All invoices and all written correspondence from **Public Agency** to **State** will reference this Agreement Number **75A0XXX**.
19. All **Public Agency** invoices for payments are to be submitted to the following address:

California Department of Transportation
Division of Rail
P.O. Box 942874-MS 74
Sacramento, CA 94274-001

Attn: Trade Corridors Improvement Fund (TCIF)

20. No amendment or variation of the terms of this Agreement shall be valid unless made in writing, signed by the parties and approved as required. No oral understanding or Agreement not incorporated in the Agreement is binding on any of the parties.
21. ASSIGNMENT: This Agreement is not assignable in whole or in part, without the consent of the **State** in the form of a formal written amendment.
22. PERIOD OF PERFORMANCE: Reimbursable work under this Agreement shall begin no earlier than **December 6, 2012**, and will terminate on **December 5, 2015**, unless there is a formal written amendment extending the period of performance.
23. INDEMNIFICATION: **Public Agency** agrees to indemnify, defend and save harmless the **State**, its officers, agents and employees from any and all claims and losses accruing or resulting to any and all contractors, subcontractors, suppliers, laborers, and any other person, firm or corporation furnishing or supplying work services, materials, or supplies in connection with the performance of this Agreement, and from any and all claims and losses accruing or resulting to any person, firm or corporation who may be injured or damaged by Contractor in the performance of this Agreement.

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24. GOVERNING LAW: This contract is governed by and shall be interpreted in accordance with the laws of the **State** of California.

25. UNENFORCEABLE PROVISION: In the event that any provision of this Agreement is unenforceable or held to be unenforceable, then the parties agree that all other provisions of this Agreement have force and effect and shall not be affected thereby.

26. RESOLUTION: A County, City, District, or other local public body must provide the **State** with a copy of a resolution, order, motion, or ordinance of the local governing body which by law has authority to enter into an agreement, and authorizing execution of the agreement.

27. AIR OR WATER POLLUTION VIOLATION: Under the **State** laws, the **Public Agency** shall not be: (1) in violation of any order or resolution not subject to review promulgated by the State Air Resources Board or an air pollution control district; (2) subject to a cease and desist order not subject to review issued pursuant to Section 13301 of the Water Code for violation of waste discharge requirements or discharge prohibitions; or (3) finally determined to be in violation of provisions of federal law relating to air or water pollution.

28. DISPUTES

- a) Any dispute concerning a question of fact arising under this Agreement that is not disposed of by agreement shall be decided by the Caltrans Contract Officer, who may consider any written or verbal evidence submitted by the contractor. The decision of the Contract Officer, issued in writing, shall be the final decision of Caltrans.
- b) Neither the pendency of a dispute nor its consideration by the Contract Officer will excuse the **Public Agency** from full and timely performance in accordance with the terms of the Agreement.
- c) The final decision by the Caltrans Contract Officer does not preclude subsequent litigation of the dispute in a court of competent jurisdiction.
- d) **Public Agency** shall continue with its responsibilities under this Agreement during any dispute.

29. TERMINATION

- a) The Department of Transportation reserves the right to terminate this Agreement without cause upon thirty (30) days written notice to the **Public Agency** or immediately in the event of material breach by the **Public Agency**.
- b) In the event that the total contract amount is expended prior to the expiration date, the **State** may, at its discretion, terminate this contract with 30 days notice to **Public Agency**.

30. LAWS TO BE OBSERVED: The **Public Agency** shall keep fully informed of all existing and future state and federal laws and county and municipal ordinances and regulations which in any manner affect those engaged or employed in the work, the

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materials used in the work, or which in any way affect the conduct of the work, and of all such orders and decrees of bodies or tribunals having any jurisdiction or authority over the same. **Public Agency** shall at all times observe and comply with, and shall cause all agents and employees to observe and comply with, all such existing and future laws, ordinances, regulations, orders, and decrees of bodies or tribunals having any jurisdiction or authority over the work. The **Public Agency** shall protect and indemnify the **State** of California and all officers and employees thereof connected with the work against any claim, injury, or liability arising from or based on the violation of any such law, ordinance, regulation, order, or decree, whether by the contractor, a subcontractor, or an employee. If any discrepancy or inconsistency is discovered in the plans, drawings, specifications, or Agreement for the work in relation to any such law, ordinance, regulation, order, or decree, the **Public Agency** shall immediately report the same to the contract manager in writing.

31. SPECIFIC STATUTORY REFERENCE: Any reference to certain statutes in this Agreement shall not relieve the **Public Agency** from the responsibility of complying with all other statutes applicable to the service, work, or rental to be furnished hereunder.

32. LIABILITY INSURANCE PROVISIONS

- a) **Public Agency** is responsible for any deductible or self-insured retention contained within the insurance program.
- b) The insurance policy shall contain a provision that states that coverage will not be cancelled without 30 days prior written notice to the **State**.
- c) Coverage must be in force for the complete term of this Agreement. If insurance expires during the term of this Agreement, a new certificate must be received by the **State** at least ten (10) days prior to the expiration of this insurance. This new insurance must still meet the terms of this Agreement.
- d) In the event **Public Agency** fails to keep in effect at all times the specified insurance coverage, the **State** may, in addition to any other remedies it may have, terminate this Agreement upon the occurrence of such event, subject to the provisions of the Agreement.
- e) Any insurance required to be carried shall be primary, and not excess, to any other insurance carried by the **State**.
- f) The **State** will not be responsible for any premiums or assessments on the policy.
 1. Commercial General Liability
 - i. **Public Agency** shall maintain general liability with limits of not less than **\$1,000,000** per occurrence for bodily injury and property damage liability combined. The policy shall include coverage for liabilities arising out of premises, operations, independent contractors, products and completed operations, personal and advertising injury, and liability assumed under an insured Agreement. This insurance shall apply separately to each insured

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against whom claim is made or suit is brought subject to the contractor's limit of liability.

- ii. The State of California, its officers, agents, employees, and servants shall be included as additional insured, but only with respect to work performed for the State of California under this Agreement. The insurance carrier should provide an endorsement for the additional insured statement.
2. Workers' Compensation/Employer's Liability: **Public Agency** shall maintain statutory workers' compensation and employer's liability coverage for all its employees who will be engaged in the performance of the Agreement, including special coverage extensions where applicable. Employer's liability limits of \$1,000,000 per incident shall be required.
33. LABOR CODE COMPLIANCE: PREVAILING WAGES: If the work performed on this **Project** is done under contract and falls within the Labor Code section 1720(a)(1) definition of a "public work" in that it is construction, alteration, demolition, installation, repair or maintenance **Public Agency** must conform to the provisions of Labor Code sections 1720 through 1815 and all applicable regulations and coverage determinations issued by the Director of Industrial Relations. **Public Agency** agrees to include prevailing wage requirements in its contracts for public work. Work performed by **Public Agency's** own forces is exempt from the Labor Code's prevailing wage requirements.
 34. PREVAILING WAGE REQUIREMENTS IN SUBCONTRACTS: **Public Agency** shall require its contractors to include prevailing wage requirements in all subcontracts funded by this Agreement when the work to be performed by the subcontractor is a public work as defined in Labor Code section 1720(a)(1). Subcontracts shall include all prevailing wage requirements set forth in **Public Agency's** contracts.

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IN WITNESS WHEREOF, the parties hereto have executed this Agreement the day and year first above written.

STATE OF CALIFORNIA
DEPARTMENT OF TRANSPORTATION

BY

Debra Anderson, Contract Officer
Division of Procurement and Contracts

BY

William D. Bronte, Chief
Division of Rail

**The City of Los Angeles, a municipal
corporation acting by and through its Board of
Harbor Commissioners**

BY

Geraldine Knatz Ph.D. Executive Director

Approve as to Form

CTC Financial Vote List

December 5-6, 2012 Page 1 of 2

2.5 Highway Financial Matters

Project # Allocation Amount Recipient RTPA/CTC District-County	Project Title Location Project Description	PPNO Program/Year Phase Prgm'd Amount Project ID	Budget Year Item # Fund Type Program Code	Amount by Fund Type
2.5g.(5)	Proposition 1B – Locally Administered Rail TCIF Projects		Resolution TCIF-A-1213-03	
1 \$12,705,000 Port of Los Angeles LACMTA 07-Los Angeles	<p>TCIF Project 87.1 - Cargo Transportation Improvements - Emission Reduction Program – Phase 1. West of Pier A Street and south of Water Street in the city of Wilmington, within the TRAPAC container terminal at Berths 144-145. Project consists of 21 of backland improvements, including grading, paving, storm drain, sump, rail, reefer racks, telecommunications, electrical, lighting and fire protection systems, utility relocations, fencing, gates and striping.</p> <p>(Original programming under Resolution TCIF-P-1112-017; February 2012.)</p> <p>(Baseline Agreement Resolution – TCIF-P-1213-04B – August 2012)</p> <p>(Future Consideration of Funding - Resolution E-11-41; June 2011.)</p> <p>(Project TCIF funding is broken down as \$11,550,000 for CONST and \$1,155,000 for CON ENG.)</p> <p>(Contributions from other sources: \$13,990,000.)</p> <p><u>Outcome/Output:</u> The project will allow use of electrically-powered automatic stacking cranes, resulting in zero emissions when in operation, which will reduce greenhouse gases by up to 2,550 metric tons per year by 2038; increased efficiency; improved safety.</p>	07-TC87A TCIF/12-13 CONST \$12,705,000 0013000057	2011-12 304-6058 TCIF 30.20.723.000	\$12,705,000

State of California
 DEPARTMENT OF TRANSPORTATION

Business, Transportation and Housing Agency

Memorandum

TAB 108

To: CHAIR AND COMMISSIONERS
 CALIFORNIA TRANSPORTATION COMMISSION

CTC Meeting: December 5-6, 2012

From: NORMA ORTEGA
 Chief Financial Officer

Reference No.: 2.5g.(5)
 Action Item

Prepared by: Steven Keck
 Division Chief
 Budgets



Subject: FINANCIAL ALLOCATION FOR LOCALLY ADMINISTERED TRADE CORRIDOR
 IMPROVEMENT FUND PROJECTS OFF THE STATE HIGHWAY SYSTEM
 RESOLUTION TCIF-A-1213-03

RECOMMENDATION:

The California Department of Transportation (Department) recommends the California Transportation Commission (Commission) allocate \$12,705,000 for TCIF Project 87, the locally administered Proposition 1B Trade Corridor Improvement Fund (TCIF) Program Cargo Transportation Improvements - Emission Reduction Program – Phase 1 (PPNO TC87A) project in Los Angeles County, off the State Highway System.

ISSUE:

The attached vote list describes one locally administered TCIF Rail project totaling \$12,705,000, plus \$13,990,000 from other sources. The local agency is ready to proceed with this project and is requesting an allocation at this time.

FINANCIAL RESOLUTION:

Resolved, that \$12,705,000 be allocated from the Budget Act of 2011, Budget Act Item 2660-304-6056 for one locally administered Proposition 1B Trade Corridors Improvement Fund project described in the attached vote box.

Be it further resolved that as a condition of allocation of these funds and to perform its administrative role established by Senate Bill 88, the Commission requests that the Department perform the functions necessary to ensure proper accountability measures are employed and reporting requirements are met for the Proposition 1B Trade Corridor Improvement Fund.

Attachment

State of California
DEPARTMENT OF TRANSPORTATION

Business, Transportation and Housing Agency

M e m o r a n d u m

TAB 66

To: CHAIR AND COMMISSIONERS
CALIFORNIA TRANSPORTATION COMMISSION

CTC Meeting: March 5, 2013

PASSED BY

Reference No.: 2.9a.
Action Item



From: 
NORMA ORTEGA
Chief Financial Officer

MAR 5 2013
CALIFORNIA
TRANSPORTATION COMMISSION

Prepared by: William D. Bronte
Chief
Division of Rail

Subject: TECHNICAL CORRECTION TO PREVIOUSLY APPROVED RESOLUTION
RESOLUTION TCIF-A-1213-03

RECOMMENDATION:

The California Department of Transportation recommends the California Transportation Commission (Commission) approve a technical correction to Resolution TCIF-A-1213-03, originally approved on December 6, 2012.

ISSUE:

At its December 2012 meeting, the Commission allocated \$12,705,000 for Trade Corridor Improvement Fund (TCIF) Project 87, the locally administered Proposition 1B TCIF Program Cargo Transportation Improvements – Emission Reduction Program – Phase 1 Project in Los Angeles County, off the State Highway System. A technical correction is needed to correct the PPNO and the Project ID in the vote box Book Item Attachment. The changes are reflected in strikethrough and bold on the attached document.

There is no change to the Book Item Memorandum.

Attachment

State of California
 DEPARTMENT OF TRANSPORTATION

Business, Transportation and Housing Agency

Memorandum

To: CHAIR AND COMMISSIONERS
 CALIFORNIA TRANSPORTATION COMMISSION

CTC Meeting: December 5-6, 2012
Technically Corrected March 5, 2013

Reference No.: 2.5g.(5)
 Action Item

From: NORMA ORTEGA
 Chief Financial Officer

Prepared by: Steven Keck
 Division Chief
 Budgets

Subject: FINANCIAL ALLOCATION FOR LOCALLY ADMINISTERED TRADE CORRIDOR
 IMPROVEMENT FUND PROJECTS OFF THE STATE HIGHWAY SYSTEM
 RESOLUTION TCIF-A-1213-03

RECOMMENDATION:

The California Department of Transportation (Department) recommends the California Transportation Commission (Commission) allocate \$12,705,000 for TCIF Project 87, the locally administered Proposition 1B Trade Corridor Improvement Fund (TCIF) Program Cargo Transportation Improvements - Emission Reduction Program – Phase 1 (PPNO TC87A) project in Los Angeles County, off the State Highway System.

ISSUE:

The attached vote list describes one locally administered TCIF Rail project totaling \$12,705,000, plus \$13,990,000 from other sources. The local agency is ready to proceed with this project and is requesting an allocation at this time.

FINANCIAL RESOLUTION:

Resolved, that \$12,705,000 be allocated from the Budget Act of 2011, Budget Act Item 2660-304-6056 for one locally administered Proposition 1B Trade Corridors Improvement Fund project described in the attached vote box.

Be it further resolved that as a condition of allocation of these funds and to perform its administrative role established by Senate Bill 88, the Commission requests that the Department perform the functions necessary to ensure proper accountability measures are employed and reporting requirements are met for the Proposition 1B Trade Corridor Improvement Fund.

Attachment

CTC Financial Vote List

December 5-6, 2012

2.5 Highway Financial Matters

Technically Corrected March 5, 2013

Project # Allocation Amount Recipient RTPA/CTC District-County	Project Title Location Project Description	PPNO Program/Year Phase Prgm'd Amount Project ID	Budget Year Item # Fund Type Program Code	Amount by Fund Type
2.5g.(5)	Proposition 1B – Locally Administered Rail TCIF Projects		Resolution TCIF-A-1213-03	
1 \$12,705,000 Port of Los Angeles LACMTA 07-Los Angeles	TCIF Project 87.1 - Cargo Transportation Improvements - Emission Reduction Program – Phase 1. West of Pier A Street and south of Water Street in the city of Wilmington, within the TRAPAC container terminal at Berths 144-145. Project consists of 21 of backend improvements, including grading, paving, storm drain, sump, rail, reefer racks, telecommunications, electrical, lighting and fire protection systems, utility relocations, fencing, gates and striping. (Original programming under Resolution TCIF-P-1112-017; February 2012.) (Baseline Agreement Resolution – TCIF-P-1213-04B – August 2012) (Future Consideration of Funding - Resolution E-11-41; June 2011.) (Project TCIF funding is broken down as \$11,550,000 for CONST and \$1,155,000 for CON ENG.) (Contributions from other sources: \$13,990,000.) <u>Outcome/Output:</u> The project will allow use of electrically-powered automatic stacking cranes, resulting in zero emissions when in operation, which will reduce greenhouse gases by up to 2,550 metric tons per year by 2038; increased efficiency; improved safety.	07-TC87A 75-TC87A TCIF/12-13 CONST \$12,705,000 0048000057 0013000082	2011-12 304-0056 TCIF 30.20.723.000	\$12,705,000

Memorandum

TAB 26

To: CHAIR AND COMMISSIONERS

CTC Meeting: February 22-23, 2012

Reference No.: PASSED BY
 Action



From: *Bimla G. Rhinehart*
 BIMLA G. RHINEHART
 Executive Director

Subject: TRADE CORRIDORS IMPROVEMENT FUND (TCIF) – PROGRAM AMENDMENT
RESOLUTION TCIF-P-1112-017

ISSUE:

Should the Commission approve the proposed TCIF Program Amendment to delete TCIF Project 16: *SR-47 Expressway Project* and TCIF Project 31: *New Cerritos Channel Rail Bridge Project* and related funding totaling \$196.3 million from the Los Angeles/Inland Corridor element of the TCIF Program and reprogram \$20.7 million to the *Alameda Corridor West Terminus Intermodal Railyard-West Basin Railyard Extension Project*, \$35.9 million to the *Cargo Transportation Improvement Emission Reduction Program*, and \$37.6 million to the *Baldwin Avenue Grade Separation Project*?

RECOMMENDATION:

Commission staff recommends that the Commission approve the proposed TCIF Program Amendment to delete TCIF Project 16: *SR-47 Expressway Project* and TCIF Project 31: *New Cerritos Channel Rail Bridge Project* and related funding totaling \$196.3 million from the Los Angeles/Inland Corridor element of the TCIF Program and reprogram \$20.7 million to the *Alameda Corridor West Terminus Intermodal Railyard-West Basin Railyard Extension Project*, \$35.9 million to the *Cargo Transportation Improvement Emission Reduction Program*, and \$37.6 million to the *Baldwin Avenue Grade Separation Project*?

BACKGROUND:

The Southern California Consensus Group (SCCG) and the Alameda Corridor Transportation Authority (ACTA) propose to amend the TCIF Program by deleting TCIF Project 16: *SR-47 Expressway Project* and TCIF Project 31: *New Cerritos Channel Rail Bridge Project* and related funding totaling \$196.3 million from the Los Angeles/Inland Corridor element of the TCIF Program. The projects have funding and schedule challenges which prohibit delivery within the constraints of the TCIF Program.

It is important to note, that with the deletion of TCIF Projects 16 and 31, the SCCG has eliminated all over programming for their corridor and is approximately \$95 million below the financially constrained target of \$1.5 billion for their corridor.

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CHAIR AND COMMISSIONERS

Reference No.: 4.11
February 22-23, 2012
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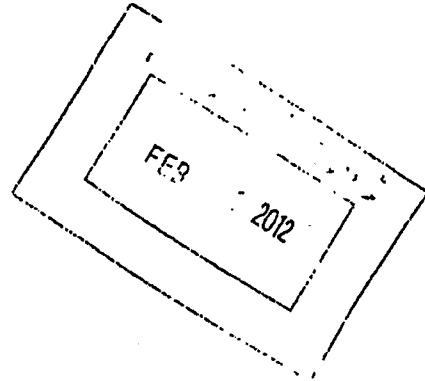
As the deletion of TCIF Projects 16 and 31 provide TCIF programming capacity of \$95 million within the SCCG corridor, the SCCG is concurrently requesting that the Commission program \$20.7 million to the *Alameda Corridor West Terminus Intermodal Railyard-West Basin Railyard Extension Project*, \$35.9 million to the *Cargo Transportation Improvement Emission Reduction Program*, and \$37.6 million to the *Baldwin Avenue Grade Separation Project*, representing a total of \$94.2 million in reprogramming.

The SCCG supports the proposed amendment to the TCIF Program and requests the Commission's concurrence (see attached letter dated January 18, 2012).



January 18, 2012

Ms. Bimla G. Rhinehart
 Executive Director
 California Transportation Commission
 1120 "N" Street, Mail Stop: 52
 Sacramento, CA 94273-0001



Dear Ms. Rhinehart:

The Southern California Consensus Group regrets to inform you that, due to circumstances beyond their immediate control, ACTA will be unable to meet the TCIF deadline and must delete their projects from the TCIF program. The two projects (SR 47 Port Access Expressway/Heim Bridge Replacement and Ports Rail System – Tier I (New Cerritos Rail Bridge)) have a combined TCIF allocation of \$196,330,000. For more details regarding this matter, please see ACTA's attached letter.

The deletion of these two projects addresses the Corridor's over-programming at this time. However we anticipate future project savings which will bring our allocation below the statutory minimum for the Corridor, providing additional allocation capacity for eligible new projects. We will return to you to seek approval of programming of the remaining balance as the Corridor realizes project savings.

At this time, the Corridor agencies would like to recommend the following projects for consideration by the Commission:

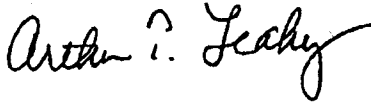
<u>Port of Los Angeles</u>	
Alameda Corridor West Terminus Intermodal Railyard-West Basin Railyard Extension (TCIF#32; to be operated with electrified handling equipment)	\$20,712,157
POLA Cargo Transportation Improvement Emission Reduction (CTIER) Program	\$35,868,843
<u>Alameda Corridor-East Construction Authority</u>	
Baldwin Avenue Grade Separation Project – City of El Monte	\$37,637,800
TOTAL	\$94,219,800

TRADE CORRIDORS IMPROVEMENT FUND (TCIF) AGREEMENT
Cargo Transportation Improvements - Emission Reduction Program - Phase 1
Agreement No. 75A0386
Attachment 3
Page 4 of 6

Both ACE and the Port of Los Angeles have submitted the necessary documents seeking Commission approval of the programming of the TCIF funds requested at the February Commission meeting.

As always, we thank you for your leadership and remain strongly committed to improving the movement of goods as well as people in this region.

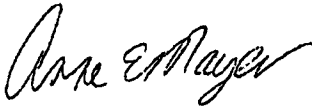
Sincerely,



Arthur T. Leahy
Chief Executive Officer
LACMTA



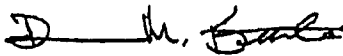
Will Kempton
Chief Executive Officer
OCTA



Anne Mayer
Executive Director
RCTC



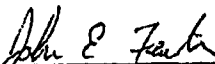
Ty Schuiling
Interim Executive Director
SANBAG



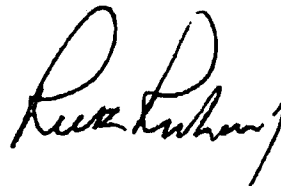
Darren Kettle
Executive Director
VCTC



Hasan Ikhata
Executive Director
SCAG



John E. Fenton
Chief Executive Officer
Metrolink



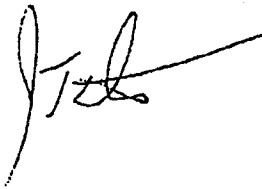
Rick Richmond
Chief Executive Officer
ACE



Geraldine Knatz
Executive Director
Port of Los Angeles



J. Christopher Lytle
Executive Director
Port of Long Beach



John Doherty
Executive Director
ACTA

**ALAMEDA CORRIDOR TRANSPORTATION AUTHORITY**

ONE CIVIC PLAZA, SUITE 650, CARSON, CALIFORNIA 90745 • TEL. (310) 233-7480 • FAX (310) 233-7483

January 20, 2012

Ms. Bimla G. Rhinehart
Executive Director
California Transportation Commission
1120 N Street, MS52
Sacramento, CA 94273

Dear Ms. Rhinehart:

The Alameda Corridor Transportation Authority (ACTA) respectfully submits to the California Transportation Commission (CTC) its need to deprogram \$196.3 million in TCIF funds allocated to two projects: the SR-47 Expressway Project and the New Cerritos Channel Rail Bridge Project.

Both projects are being delayed due to local match and schedule issues. The local match issue involves the indefinite deferral of the infrastructure fee that the ports of Los Angeles and Long Beach had proposed to implement. In addition, the schedule issues are as follows:

1. The SR-47 Expressway Project, with \$158 million in TCIF funding, is awaiting the resolution of environmental litigation, causing postponement of final design. ACTA will, therefore, be unable to meet the December 2013 construction start deadline as required by the TCIF program.
2. The New Cerritos Channel Rail Bridge Project, with \$38 million in TCIF funding, has been reprioritized, due to the decline in cargo volume and slow economic recovery, which substantially delays the need for the project.

The Southern California Consensus Group will submit a proposal for reprogramming the funds. We appreciate the support the CTC had originally provided for these two projects.

Sincerely,


John T. Doherty, P.E.
Chief Executive Officer

Memorandum

TAB 20

To: CHAIR AND COMMISSIONERS

CTC Meeting: August 22, 2012

PASSED BY

Reference No.: 4.11

Action

CTC

AUG 22 2012

CALIFORNIA
TRANSPORTATION COMMISSION

From: 
 BIMLA G. RHINEHART
 Executive Director

Subject: TRADE CORRIDORS IMPROVEMENT FUND – PROJECT BASELINE AGREEMENTS
RESOLUTION TCIF-P-1213-04B

ISSUE:

Should the Commission approve the Trade Corridors Improvement Fund (TCIF) Project Baseline Agreements for TCIF Project 86: *Alameda Corridor West Terminus Intermodal Railyard-West Basin Railyard Extension* and TCIF Project 87: *Cargo Transportation Improvement Emission Reduction Program* submitted in accordance with the Commission's TCIF Guidelines and establish these agreements as the baseline for project delivery monitoring?

RECOMMENDATION:

Commission staff recommends that the Commission approve the TCIF Project Baseline Agreements for TCIF Project 86: *Alameda Corridor West Terminus Intermodal Railyard-West Basin Railyard Extension* and TCIF Project 87: *Cargo Transportation Improvement Emission Reduction Program* in accordance with the Commission's TCIF Guidelines and establish these agreements as the baseline for project delivery monitoring.

BACKGROUND:

In accordance with Commission's TCIF Guidelines, the Port of Los Angeles, the sponsoring agency for TCIF Project 86: *Alameda Corridor West Terminus Intermodal Railyard-West Basin Railyard Extension* and TCIF Project 87: *Cargo Transportation Improvement Emission Reduction Program*, has provided executed Project Baseline Agreements to the Commission. Commission staff has reviewed these Project Baseline Agreements and has determined that they set forth the proposed project scope, measurable expected performance benefits, delivery schedule, and project budget and funding plan; are consistent with the Commission's TCIF Guidelines; and include the required signatures.



CALIFORNIA TRANSPORTATION COMMISSION

Adoption of Program of Projects for the Trade Corridors Improvement Fund (TCIF) April 10, 2008

RESOLUTION TCIF-P-0708-01

- 1.1 WHEREAS the Highway Safety, Traffic Reduction, Air Quality, and Port Security Bond Act of 2006 was approved by voters as Proposition 1B on November 7, 2006, and
- 1.2 WHEREAS the Bond Act provides that \$2 billion shall be transferred to the Trade Corridors Improvement Fund (TCIF) for allocation by the California Transportation Commission, upon appropriation in the annual Budget Bill by the Legislature, for infrastructure improvements along corridors that have a high volume of freight movement, and
- 1.3 WHEREAS the TCIF program is subject to the provisions of Government Code Section 8879.23(c)(1), as added by Proposition 1B, and to Section 8879.50, as enacted through implementing legislation in 2007 (SB 88 and AB 193) designating the Commission as the administrative agency responsible for programming TCIF and the agency authorized to adopt guidelines for the program, and
- 1.4 WHEREAS the Bond Act provides that eligible projects for the TCIF include, but are not limited to all the following:
 - a) highway capacity improvements and operational improvements;
 - b) freight rail system improvements;
 - c) enhancements to the capacity and efficiency of ports;
 - d) truck corridor improvements;
 - e) border access improvements;
 - f) surface transportation improvements to and from airports,and

RESOLUTION TCIF-P-0708-01

April 10, 2008

- 1.5 WHEREAS the Bond Act mandates that the Commission shall allocate TCIF for trade infrastructure improvements in a manner that:
- a) addresses the state's most urgent needs;
 - b) balances the demands of various ports;
 - c) provides reasonable geographic balance between regions; and
 - d) places emphasis on projects that improve trade corridor mobility while reducing emissions of diesel particulate and other pollutant emissions,
- and
- 1.6 WHEREAS the Bond Act also mandates the Commission shall also consider the following factors when allocating the TCIF:
- a) Velocity: the speed by which large cargo would travel from the port through the distribution system;
 - b) Throughput: the volume of cargo that would move from the port through the distribution system;
 - c) Reliability: a reasonably consistent and predictable cargo travel time between points on any given day or time;
 - d) Congestion reduction: the reduction in recurrent daily hours of delay to be achieved,
- and
- 1.7 WHEREAS the Bond Act further mandates that the Commission allocates TCIF to projects that have identified and committed supplemental funding from appropriate local, federal, or private sources. The Bond Act also mandates that except for border access improvements, projects funded from the TCIF shall have supplemental funding that is at least equal to the amount of the contribution from the fund, and
- 1.8 WHEREAS the Commission recognizes that statewide goods movement needs far exceed the amount authorized by the Bond Act, and that other sources of funding should be explored for meeting these needs, and
- 1.9 WHEREAS the Commission supported the funding strategies proposed by the Business, Transportation and Housing Agency, the Department of Transportation, and the corridor agencies to increase TCIF funding by approximately \$500 million from the State Highway Account (SHA) to fund state-level priorities that are critical to goods movement, and
- 1.10 WHEREAS the Commission agreed with the Department of Transportation's proposal that SHA funds not be subject to the 1:1 match mandated by the Bond Act, and
- 1.11 WHEREAS the Commission anticipated over-programming beyond that of the resulting TCIF and SHA funds, with the assumption that new revenue sources

RESOLUTION TCIF-P-0708-01

April 10, 2008

- (e.g. additional federal funding, user fees, tolls, etc.) will become available and will be dedicated to funding the adopted TCIF program, and
- 1.12 WHEREAS the Commission required that the inclusion of each of the projects is based on a demonstration that the project, among other factors, can commence construction no later than December 31, 2013, and
 - 1.13 WHEREAS the Commission adopted the TCIF program guidelines on November 27, 2007, that identified the Commission's policy and expectations for the TCIF program, and
 - 1.14 WHEREAS the Commission received 84 nominations consisting of 107 individual projects, requesting approximately \$4.1 billion of TCIF funding, by the deadline of January 17, 2008, and
 - 1.15 WHEREAS Commission Staff, in developing the initial program recommendations, took into consideration the methods by which corridor agencies had determined the relative priority of their nominations, and
 - 1.16 WHEREAS Commission Staff prepared initial program recommendations that included 79 individual projects with an approximate request for \$3.088 billion, and
 - 1.17 WHEREAS the Commission held a public hearing on March 12, 2008, to hear the Commission Staff's initial program recommendations, and
 - 1.18 WHEREAS the Commission received further comment and testimony at and preceding its April 2008 meeting, and
 - 1.19 WHEREAS the Bond Act requires that the Commission makes certain findings in adopting the TCIF program,
- 2.1 NOW THEREFORE BE IT RESOLVED that the Commission adopts the program of projects for TCIF funding as presented by Commission Staff on April 10, 2008, which proposes to invest \$3.088 billion on 79 projects. The total value of these projects is estimated at approximately \$8.430 billion resulting in an average match of 1.7 to 1.0, and
 - 2.2 BE IT FURTHER RESOLVED the Commission finds that projects in the TCIF program include, but are not limited to, the following:
 - a) highway capacity improvements and operational improvements;
 - b) freight rail system improvements;
 - c) enhancements to the capacity and efficiency of ports;
 - d) truck corridor improvement;
 - e) border access improvements;

RESOLUTION TCIF-P-0708-01

April 10, 2008

- f) surface transportation improvements to and from airports,
and
- 2.3 BE IT FURTHER RESOLVED that the Commission finds that the TCIF program:
- a) addresses the state’s most urgent needs;
 - b) balances the demands of various ports;
 - c) provides reasonable geographic balance between regions; and
 - d) places emphasis on projects that improve trade corridor mobility while reducing emissions of diesel particulate and other pollutant emissions,
and
- 2.4 BE IT FURTHER RESOLVED that the Commission also finds that the TCIF program considers the following:
- a) Velocity: the speed by which large cargo would travel from the port through the distribution system;
 - b) Throughput: the volume of cargo that would move from the port through the distribution system;
 - c) Reliability: a reasonably consistent and predictable cargo travel time between points on any given day or time;
 - d) Congestion reduction: the reduction in recurrent daily hours of delay to be achieved,
and
- 2.5 BE IT FURTHER RESOLVED that the Commission’s approval of individual project TCIF funding is only for the cost of construction (and construction support) except for the ALA-580 Truck Lane Project which is fully funded from the State Highway Account, and
- 2.6 BE IT FURTHER RESOLVED that the project’s approved TCIF funding shall be considered as a “not to exceed amount” and that any increase in cost estimates beyond the levels reflected in the adopted TCIF program are the responsibility of the nominating agency, and
- 2.7 BE IT FURTHER RESOLVED that the Commission expects that the Business, Transportation and Housing Agency, the Department of Transportation and the individual corridor regions will collaborate to pursue additional sources of revenue to fund projects contained in the over-programming, and to identify strategies to backfill State Highway Account monies that are invested in goods movement, and
- 2.8 BE IT FURTHER RESOLVED that the Commission intends to prepare and adopt a fund estimate in the Fall of 2009 that includes all available revenue sources to support the over-programming of the TCIF, and

April 10, 2008

RESOLUTION TCIF-P-0708-01

- 2.9 BE IT FURTHER RESOLVED that the Commission anticipates reviewing the programming and delivery status of all projects in the Spring of 2010, and may adopt amendments to the program to recognize the availability of funds or changes in project delivery, and
- 2.10 BE IT FURTHER RESOLVED that the Commission expects that future program calibrations due to availability of funds or delivery status will be coordinated with corridor programming ranges included in the TCIF program guidelines and the adopted TCIF program, and
- 2.11 BE IT FURTHER RESOLVED that the Commission will amend the TCIF program to delete projects that will be unable to commence construction by December 31, 2013, and
- 2.12 BE IT FURTHER RESOLVED that the Commission requires nominating agencies, no later than its July 2008 meeting (with the exception of grade separation and mainline rail projects where this deadline is extended to the September 2008 meeting), to provide executed project baseline agreements that will set forth the proposed project scope, measurable expected performance benefits, delivery schedule, and the project budget and funding plan. The baseline agreements shall be signed by the Director of the Department of Transportation, the regional agency and nominating agency executive directors, and the CTC executive director, and
- 2.13 BE IT FURTHER RESOLVED that the Commission requires the nominating agency to provide a local board action or resolution that commits the funding identified in the project baseline agreement and funding plan, and
- 2.14 BE IT FURTHER RESOLVED that the Commission requires that the baseline agreements include quantification of projected benefits related to velocity, throughput, reliability, congestion reduction and emissions reduction, and that those benefits are updated and included in the request for TCIF allocations, and
- 2.15 BE IT FURTHER RESOLVED that for investments in rail projects, the Commission requires a memorandum of understanding between the private railroad and the regional agency and/or Caltrans to be in place by the time of execution of the baseline agreement, and
- 2.16 BE IT FURTHER RESOLVED that the Commission requires the memorandum of understanding to include how and when public and private funding would be made available, and what public benefits would be realized as a result of TCIF investments, and
- 2.17 BE IT FURTHER RESOLVED that for grade separation projects the Commission expects that a master agreement or a memorandum of understanding between the railroad and the nominating agency be in place by the time of execution of the baseline agreement. This master agreement shall include as a minimum

RESOLUTION TCIF-P-0708-01

April 10, 2008

agreement in concept to the scope of work, commitments for funding, sequencing of construction operations within a corridor, and overall delivery schedule, and

- 2.18 BE IT FURTHER RESOLVED that for projects involving intermodal facilities and short haul rail proposals that rely on shared-use and access rights to mainline rail facilities, the Commission requires that the memorandum of understanding specifies that such use is authorized and agreements are documented with the railroad(s) and other affected parties, and
- 2.19 BE IT FURTHER RESOLVED that the Commission may delete a project from the adopted TCIF program for which a baseline agreement is not executed by the deadline, and the Commission will not consider approval of project allocations prior to the execution of the baseline agreement, and
- 2.20 BE IT FURTHER RESOLVED that the Commission intends to monitor the outcomes of the environmental process with regard to air quality impacts due to emissions from diesel or other particulates and related mitigation strategies, and that the Commission will only allocate TCIF to projects that can demonstrate compliance with applicable environmental requirements. If environmental clearance is conditioned to the implementation of mitigation measures, the nominating agency must commit, in writing, to the implementation of those mitigation measures, and
- 2.21 BE IT FURTHER RESOLVED that the Commission requires that nominating agencies shall report, on a quarterly basis, on the activities and progress made toward the implementation of the project, including those activities taking place prior to a TCIF allocation and including the commitment status of supplemental funding indentified in the baseline agreement, and
- 2.22 BE IT FURTHER RESOLVED that the Commission intends to apply accountability measures established for the Corridor Mobility Improvement Account (CMIA) and State Route 99 (SR99) programs, including but not limited to quarterly progress reports, Delivery Council, corrective plans, program and project amendments, program reports and project audits, and
- 2.23 BE IT FURTHER RESOLVED that the Commission will create a “watch list” for projects that are unable to maintain delivery and cost commitments, and
- 2.24 BE IT FURTHER RESOLVED that the Commission finds that it has the discretion to determine whether a project on the “watch list” would remain in the TCIF program, and
- 2.25 BE IT FURTHER RESOLVED that the Commission directs Staff and nominating agencies to pursue the development of project baseline agreements to present to the Commission at its July or September, 2008 meetings, as appropriate.

TRADE CORRIDORS IMPROVEMENT FUND
PROJECT BASELINE AGREEMENT
Port of Los Angeles (POLA) Cargo Transportation Improvement-Emission Reduction
Program (TraPac Terminal-automated component)

1. PARTIES AND DATE

- 1.1 This Project Baseline Agreement (Agreement) for the *Port of Los Angeles (POLA) Cargo Transportation Improvement-Emission Reduction Program (TraPac Terminal-automated component)*, effective on August 23, 2012, is made by and between the California Transportation Commission (Commission), the California Department of Transportation (Caltrans), and the City of Los Angeles ("City"), acting through its Board of Harbor Commissioners (Project Sponsor), sometimes collectively referred to as the "Parties".

2. RECITAL

- 2.1 Whereas at its February 22, 2012 Meeting the California Transportation Commission programmed *Port of Los Angeles (POLA) Cargo Transportation Improvement-Emission Reduction Program (TraPac Terminal-automated component)* in the Trade Corridors Improvement Fund the parties are entering into this Project Baseline Agreement to document the project cost, schedule, scope and benefits, as detailed on the Project Programming Request Form attached hereto as (see Exhibit A), the Project Study Report Equivalent attached hereto as Exhibit A, and the Project Benefits Form attached hereto (see Exhibit A), as the baseline for project monitoring by the California Transportation Commission and its Project Delivery Council. The undersigned Project Sponsor certifies that the funding sources cited are committed and expected to be available; the estimated costs represent full project funding; and the scope and description of benefits is the best estimate possible.

3. GENERAL PROVISIONS

The Project Sponsor and Caltrans agree to abide by the following provisions:

- 3.1 To meet the requirements of Government Code Section 8879.23(c)(1), as added by Proposition 1B, and of Government Code Section 8879.50, as enacted through implementing legislation in 2007 (Senate Bill 88 and Assembly Bill 193).
- 3.2 To adhere to the provisions of the California Transportation Commission Resolution TCIF-P-0708-01, "Adoption of Program of Projects for the Trade Corridors Improvement Fund (TCIF)," dated April 10, 2008.
- 3.3 To adhere to the California Transportation Commission's Trade Corridors Improvement Fund Guidelines.

- 3.4 To adhere to the California Transportation Commission's Accountability Implementation Plan and policies, and program and baseline amendment processes.
- 3.5 The Sponsoring Agency agrees to secure funds for any additional costs of the project. Any change to the funding commitments outlined in this agreement requires an amendment.
- 3.6 To report to the California Transportation Commission on a quarterly basis on the progress made toward the implementation of the project, including scope, cost, and schedule.
- 3.7 To report to the California Transportation Commission on the progress, on a quarterly basis, and outcomes, at the end of the environmental phase, of the environmental process with regard to air quality impacts due to emissions from diesel or other particulates and related mitigation strategies. Whereas the Bond Act mandates that the Commission shall allocate TCIF for trade infrastructure improvements in a manner that places emphasis on projects that improve trade corridor mobility while reducing emissions of diesel particulate and other pollutant emissions, the Department of Transportation, the Sponsoring Agency, and the Corridor Coalition understand and agree that the California Transportation Commission will only allocate TCIF to projects that can demonstrate compliance with applicable environmental requirements. If environmental clearance is conditioned to the implementation of mitigation measures, the sponsoring agency must commit, in writing, to the implementation of those mitigation measures.
- 3.8 To maintain and make available to the California Transportation Commission and/or its designated representative, all work related documents, including engineering and financial data, during the course of the project and retain those records for four years from the date of the final closeout of the project. Financial records will be maintained in accordance with Generally Accepted Accounting Principles.
- 3.9 The California Transportation Commission and/or its designated representative, has the right to audit the project records, including technical and financial data, of the Department of Transportation, the Sponsoring Agency, and any subconsultants at any time during the course of the project and for four years from the date of the final closeout of the project. Audits will be conducted in accordance with Generally Accepted Government Auditing Standards.

4. SPECIFIC PROVISIONS AND CONDITIONS

- 4.1 **Project Schedule and Cost**
See Project Programming Request Form (see Exhibit A, Attachment 1).
- 4.2 **Project Scope**
See Project Study Report Equivalent (PSRE), attached as Exhibit A.
- 4.3 **Project Benefits**
See Project Benefits Form (Exhibit C).

4.4 Other Project Specific Provisions and Conditions

4.4.1 This Project Baseline Agreement is subject to the provisions of the Los Angeles City Charter which, among other things, precludes the City from making any expenditure of funds or incurring any liability, including contractual commitments, in excess of the amount currently appropriated. Nothing in this Project Baseline Agreement shall be interpreted to conflict with such requirements. However, the Board of Harbor Commissioners, in approving this Project Baseline Agreement, has expressed its intended commitment to the specific projects covered by this Project Baseline Agreement, and the identified sources of funds and expects such funds to be available and to appropriate such funds in the fiscal years they are to be expended.

STATE OF CALIFORNIA • DEPARTMENT OF TRANSPORTATION
PROJECT PROGRAMMING REQUEST
 DTP-0001 (REV. 2/10)

General Instructions

<input type="checkbox"/> New Project		<input checked="" type="checkbox"/> Amendment (Existing Project)		Date:	06/14/12
Caltrans District	EA	PPNO	MPO ID	TCRP No.	
07			LAOG864		
County	Route/Corridor	PM Bk	PM Ahd	Project Sponsor/Lead Agency	
LA				City of Los Angeles Harbor Department (Port of Los Angeles)	
			MPO	Element	
			SCAG		
Project Mgr/Contact		Phone		E-mail Address	
Adrienne Fedrick		310-732-3642		afedrick@portla.org	
Project Title					
POLA Cargo Transportation Improvements - Emission Reduction Program - Phase 1 (TraPac automation)					
Location, Project Limits, Description, Scope of Work, Legislative Description					
The project is located at Berths 144-145 backland, within the TRAPAC container terminal, west of Pier A Street and south of Water Street in the city of Wilmington. The project consists of 21 acres of backland improvements, grading, paving, storm drain and susmp, rail, reefer racks, tele-communication system, electrical and lighting system, fire protection system, utility relocations, fencing and gates, and striping. The					
Component	Implementing Agency			Reimbursements	
PA&ED	POLA				
PS&E	POLA				
Right of Way	POLA				
Construction	POLA				
Legislative Districts					
Assembly: 54		Senate: 27			
Congressional: 46					
Purpose and Need					
The POLA/POLB is vital component of the State's economy. Between September 2007 and September 2008, the POLA/POLB handled approximately 43% and 27% of the nation's total import and export containers, respectively. The \$287 billion in containerized trade moving through the POLA/POLB annually supports more than 886,000 direct and indirect jobs throughout California, and generates nearly \$7.17 billion in State and local tax revenues. Timely construction of these two newly nominated and current POLA TCIF projects are important to prevent diversion of intermodal containers to other ports in North America, including the US Gulf/East coast ports via the Panama Canal. A third set of locks in the Panama Canal will open in 2014, which					
Project Benefits					
<ul style="list-style-type: none"> • ASCs (automatic stacking cranes) will be electric powered, resulting in zero emissions when in operation (including a reduction of 2,550 metric tons/year of greenhouse gases by the Year 2038) • Automated operation allows for increased efficiency • Improves safety by controlling interaction between manned and automated operations 					
Project Milestone				Existing	Proposed
Project Study Report Approved					NA
Begin Environmental (PA&ED) Phase					Oct 2003
Circulate Draft Environmental Document		Document Type	EIR/EIS		Jun 2007
Draft Project Report					N/A
End Environmental Phase (PA&ED Milestone)					Dec 2007
Begin Design (PS&E) Phase					Oct 2011
End Design Phase (Ready to List for Advertisement Milestone)					Oct 2012
Begin Right of Way Phase					May 2012
End Right of Way Phase (Right of Way Certification Milestone)					Sep 2012
Begin Construction Phase (Contract Award Milestone)					Jan 2013
End Construction Phase (Construction Contract Acceptance Milestone)					May 2014
Begin Closeout Phase					May 2014
End Closeout Phase (Closeout Report)					May 2015

ADA Notice

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TRADE CORRIDORS IMPROVEMENT FUND (TCIF) AGREEMENT
Cargo Transportation Improvements – Emission Reduction Program – Phase 1
Agreement No. 75A0386
Exhibit C
Page 1 of 2

STATE OF CALIFORNIA • DEPARTMENT OF TRANSPORTATION
PROJECT PROGRAMMING REQUEST
 DTP-0001 (REV. 2/10)

Date: 08/18/12

County	CT District	PPNO	TCRP Project No.	EA
LA	07	0	0	0
Project Title: POLA Cargo Transportation Improvements - Emission Reduction Program - Phase 1 (TraPac automation)				

Existing Total Project Cost									Implementing Agency
Component	Prior	11/12	12/13	13/14	14/15	15/16+	16/17+	Total	
E&P (PA&ED)									
PS&E									
RAW SUP (CT)									
CON SUP (CT)									
RAW									
CON									
TOTAL	0	0	0	0	0	0	0	0	
Proposed Total Project Cost									Implementing Agency
E&P (PA&ED)								0	
PS&E		255,000	1,030,000					1,285,000	
RAW SUP (CT)								0	
CON SUP (CT)			1,155,000	1,120,000	35,000			2,310,000	
RAW								0	
CON			11,650,000	11,200,000	350,000			23,100,000	
TOTAL	0	255,000	13,735,000	12,320,000	385,000	0	0	28,695,000	

Fund No. 1:									Program Code
Existing Funding									Funding Agency
Component	Prior	11/12	12/13	13/14	14/15	15/16+	16/17+	Total	
E&P (PA&ED)									
PS&E									
RAW SUP (CT)									
CON SUP (CT)									
RAW									
CON									
TOTAL	0	0	0	0	0	0	0	0	
Proposed Funding									Notes
E&P (PA&ED)								0	
PS&E		255,000	1,030,000					1,285,000	
RAW SUP (CT)								0	
CON SUP (CT)				1,120,000	35,000			1,155,000	
RAW								0	
CON				11,200,000	350,000			11,550,000	
TOTAL	0	255,000	1,030,000	12,320,000	385,000	0	0	13,990,000	

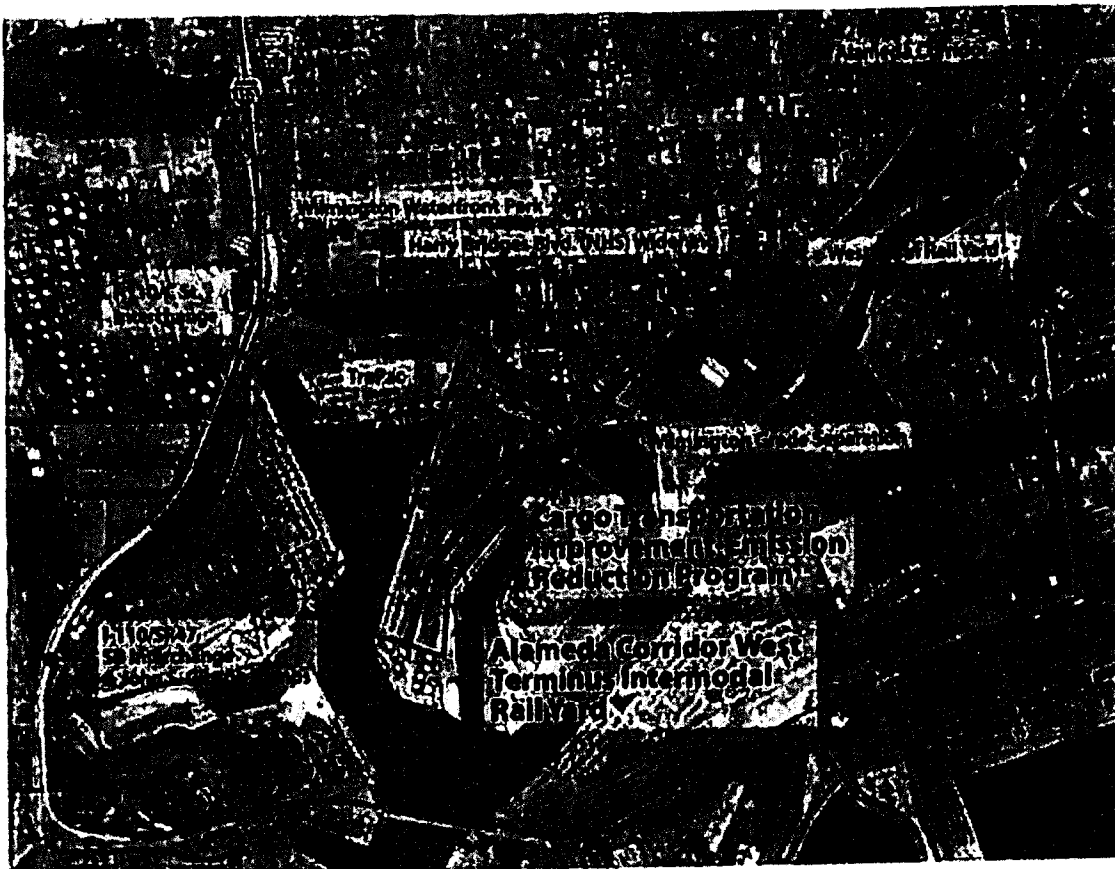
Fund No. 2:									Program Code
Existing Funding									Funding Agency
Component	Prior	11/12	12/13	13/14	14/15	15/16+	16/17+	Total	
E&P (PA&ED)									
PS&E									
RAW SUP (CT)									
CON SUP (CT)									
RAW									
CON									
TOTAL	0	0	0	0	0	0	0	0	
Proposed Funding									Notes
E&P (PA&ED)								0	
PS&E								0	
RAW SUP (CT)								0	
CON SUP (CT)			1,155,000					1,155,000	
RAW								0	
CON			11,550,000					11,550,000	
TOTAL	0	0	12,705,000	0	0	0	0	12,705,000	

PROJECT STUDY REPORT EQUIVALENT

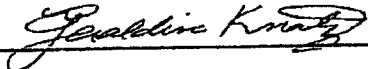


**ALAMEDA CORRIDOR WEST TERMINUS INTERMODAL RAILYARD
(TRAPAC ON-DOCK RAILYARD)**

**CARGO TRANSPORTATION IMPROVEMENT-EMISSION REDUCTION PROGRAM
(TRAPAC TERMINAL AUTOMATED TERMINAL COMPONENT)**




Approved by the Port of Los Angeles:



Agency Chief Executive (i.e. Mayor, City Manager, CEO,
CAO, PW Dir, City Eng., Gen. Mgr., or equivalent)

June 25, 2012
DATE


This Project Study Report Equivalent has been prepared under the direction of the following staff authorized by the sponsoring agency to sign for the work. The person signing below attests to and certifies the technical information contained herein and the engineering data upon which the recommendations, conclusions, and decisions are based.



authorized staff

June 25, 2012
DATE

C039199
If applicable California PE Stamp and Lic #



authorized staff

June 25, 2012
DATE

TR 1858
If applicable California PE Stamp and Lic #

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TRANSPORTATION CHALLENGES/PROJECT NEED 3
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INTRODUCTION

The Port of Los Angeles' (POLA) Alameda Corridor West Terminus Intermodal Railyard (TraPac Terminal on-dock railyard) and Cargo Transportation Improvement-Emission Reduction Program (TraPac Terminal automated terminal component) are located in the West Basin district of the POLA. The TraPac Terminal will be accessed via Harry Bridges Boulevard, which is the southern boundary of the Wilmington community. Alameda Street/Harry Bridges Boulevard is also a federally designated National Highway System Intermodal Connector Route. Figures 1-3 illustrate the projects locations, as they relate to the national, regional, and subregional intermodal transportation system.

Figure 1 - Project National Context



Figure 2 - Project Regional Context

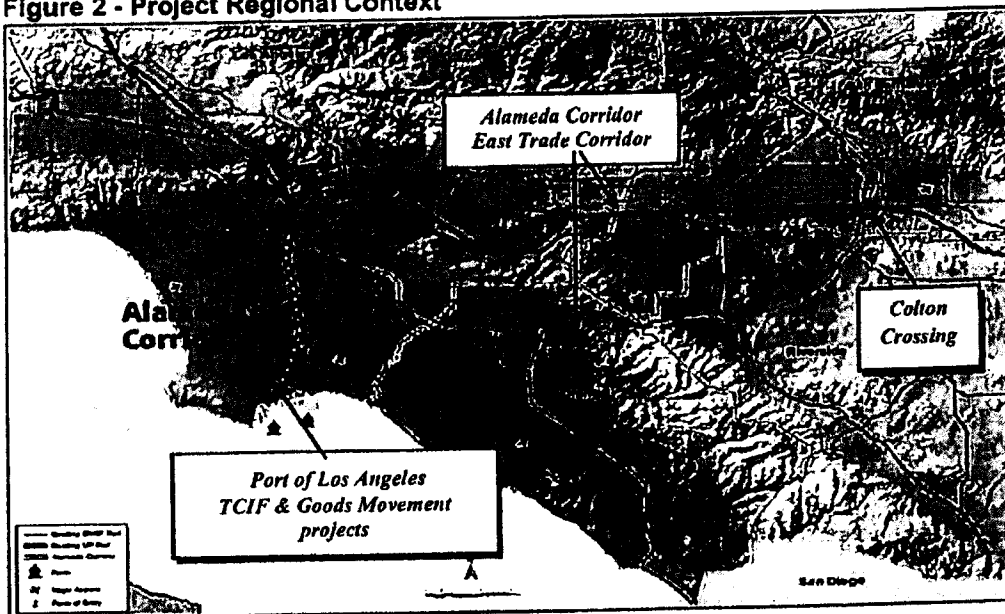


Figure 3 - Project Local Context



The projects consist of the following:

- Alameda Corridor West Terminus Intermodal Railyard-West Basin Railyard (TCIF #32) Extension: This is a key component of the POLA/POLB Rail System Program. The project entails construction of an intermodal railyard for loading/unloading containers. The project is a direct extension of the West Basin Railyard (TCIF #32),



which both function as critical links between the POLA and the Alameda Corridor (which carries about 15% of all waterborne containers entering/exiting the entire United States). This project is also integral to the CTIER Program (described below) and part of the TraPac terminal project. This railyard will have automated/electric RMG cranes. This project is currently at the 30% final design stage.

POLA Cargo Transportation Improvement-Emission Reduction Program: The POLA is the first port in North America to embark upon implementing automation/electrification of a container terminal and on-dock intermodal yard. The POLA is in the midst of completing final design on the expansion and retrofitting of the existing TraPac container terminal to provide for the following elements: automated/electric "mini" straddle-carriers that move containers to/from the wharf, the Alameda Corridor West Terminus Intermodal Railyard (see above), and the container yard (CY); automated/electric RMG cranes in the CY rows/stacks; automated movement of these containers from the CY RMG cranes to the trucks in the loading stalls at the end of the CY stacks; and fully automated truck gates. This project has two phases,

with phase 1 and phase 2 at the 60% and 20% final design stage, respectively (as of June 25, 2012).

These projects are part of an overall cargo transportation improvement and emission reduction program at the POLA. As the POLA/POLB comprises the largest port complex in the western hemisphere, these projects are part of a comprehensive intermodal goods movement system serving the State and nation. Combined with the existing four POLA TCIF and other adjacent projects described below, the POLA will expend \$723,312,000 over the next four years alone, and just in this subarea, adjacent to the City of Los Angeles Wilmington community. The environmental document/clearance for both projects was accepted by the CTC in June 2011 via the FEIR, Findings of Fact, and Statement of Overriding Considerations for the TraPac Container Terminal Project.

TRANSPORTATION CHALLENGES/PROJECT NEED

The POLA/POLB handled 14 million twenty-foot equivalent units (TEUs) in 2011. By 2035, the Ports are projected to handle about 40 million TEUs. The rail system serving the POLA/POLB is instrumental in enabling the efficient transportation of cargo, as rail service is both economically and environmentally beneficial. At the POLA/POLB, about 40-45% of all containers are loaded onto trains via on-dock and off-dock railyards. Of this 40%, about 24% is loaded via on-dock railyards. It is the policy of the Ports to maximize the movement of containers via on-dock rail, and thus providing sufficient infrastructure. To accommodate the growth in rail traffic, which is estimated to increase from about 95 to 315 trains/per day between now and 2035, the POLA/POLB has developed a comprehensive Rail System Program estimated to cost about **\$2 billion** over the next 10-15 years. The Alameda Corridor West Terminus Intermodal Railyard-West Basin Railyard Extension is an integral element of the Rail System Program.

Many intersections, roadways, freeways within the Ports' area, and I-710 Corridor currently operate at unacceptable levels of service. The poor operating conditions are expected to deteriorate within the next 20 years as determined in numerous recent studies, including technical studies prepared for the soon to be released I-710 Corridor Draft Environmental Impact Report/Environmental Impact Statement. Given the expected cost of the proposed I-710 Corridor improvements, the scarcity of public funds, and the lengthy timeframe required for development/implementation, other types of transportation improvements, such as on-dock/near-dock intermodal railyards, are crucial to ensure the overall economic vitality of Southern California, the State, and the nation. On-dock/near-dock intermodal facilities reduce truck trips for a marine container terminal by about 35-50%.

The project provides for the loading/unloading of containers directly onto trains, and thereby maximizes the number of containers moved directly via rail (which is a goal in the draft *United States Department of Transportation Strategic Plan*). The project thus reduces truck trips on streets and freeways within the Southern California Association of Governments (SCAG) area, including I-710, I-110, SR 47/103, and Alameda Street.

KEY PROJECT BENEFITS

Throughout/Velocity/Reliability/Congestion Reduction

- Automation increases capacity, which is needed to accommodate expected increases in container volumes over the next 20 years;
- Automation significantly reduces: handling times of containers inside the terminal, operating hours of terminal equipment, and truck turn-time/idling time inside terminals
- The Alameda Corridor West Terminus Intermodal Railyard Reduces 3,000 truck trips per day (in addition to the estimated amount attributable to TCIF project #32), and 53,000 truck-miles travelled per day

- Combined with other POLA/POLB Rail System projects, both projects help to reduce train delays by around 50 train-hours/day, which also reduces locomotive emissions
- The reduction in truck trips on adjacent roadways/freeways, including the I-710, will result in improved safety. The I-710 between Ocean Boulevard in Long Beach and the I-5 has higher accident and fatal accident rates compared to the State average. The high truck volumes, combined with auto volumes, contribute to the severity of accidents occurring along the I-710. Truck-related accidents account for about 31% of accidents. In a three-year period from October 2004 - September 2007, there were 38 fatal accidents along the I-710 (including interchange ramps).

Eligibility/Benefits	Alameda Corridor West Terminus Intermodal Railyard (West Basin Railyard Extension)	POLA Cargo Transportation Improvement-Emission Reduction Program
▪ Highway and freight capacity improvements (POLA project reduces truck trips, and thus creates capacity for other vehicles).	✓	✓
▪ Freight rail system improvements (POLA project provides on-dock railyard capacity)	✓	✓
• Truck corridor improvements (POLA project reduces truck trips along key corridors including I-710, I-110, and SR 47)	✓	✓
▪ Port capacity and efficiency projects (Both POLA projects' automation provides faster movement of cargo).	✓	✓
▪ State Goods Movement Action Plan Technology Element (both projects): <ul style="list-style-type: none"> - Faster turnaround times for calling vessels - Shorter dwell times for containers and cargo - Optimal use of port resources such as yard space and cranes - Safe handling of cargo (particularly hazardous cargo) - Enhanced facilities and services for users - Effective management of large volumes of information - Improved ability to mitigate public health and environmental impacts in adjacent communities - Improved energy efficiency of goods movement 	✓	✓

Environmental Sustainability/Emission Reduction

The two projects will significantly reduce terminal and truck emissions, which will improve air quality for workers and the adjacent Wilmington community. It should be noted that the emission benefits are understated as the findings do not account for decreased rail locomotive operating hours as a result of the improved rail system infrastructure. The POLA Cargo Transportation Improvement-Emission Reduction Program will eliminate all landside equipment emissions, including 2,550 metric tons/year of greenhouse gases by the year 2038. The Alameda Corridor West Terminus Intermodal Railyard will reduce criteria pollutants as follows:

Emission Reductions (tons; over 20 years, 2013-2033)					
CO ₂	NO _x	PM ₁₀	CO	SO ₂	O ₃
1,848	772,569	2,908	124	8	346

Economic

Construction Jobs: 5,300 in an Economically Distressed Area with 13% unemployment

CONSTRUCTION ELEMENTS

Alameda Corridor West Terminus Intermodal Railyard (30 acres)

- 27,500 feet of trackage to be operated on 5,000 feet of automated/electric rail-mounted gantry crane rail (the cranes themselves are not part of this grant)
- Buildings: 500 sf guard house, 200 sf Customs & Border Protection bldg., 160 sf maintenance trailer, and 770 sf compressed air bldg.
- The railyard will have an ultimate handling capacity of approximately 615,000 TEU/year
- 30 acres of new pavement; mix of Portland cement (PCC) and asphalt cement concrete (ACC)
- LED light fixtures

Cargo Transportation Improvement-Emission Reduction Program-Phase 1 (21 acres)

- Four automated stacking container crane (ASC) rows, totaling 10,000 feet; the cranes themselves are not part of this grant
- automated truck loading bays at the end of each row
- 21 acres of new pavement; mix of Portland Cement (PCC) and asphalt cement concrete (ACC)
- LED light fixtures

Cargo Transportation Improvement-Emission Reduction Program-Phase 2 (61 acres)

- Twelve ASC rows, totaling 32,000 feet; the cranes themselves are not part of this grant
- Buildings: 5,000 sf crane maintenance bldg.
- automated truck loading bays at the end of each row
- 61 acres of new pavement; mix of Portland Cement (PCC) and asphalt cement concrete (ACC)
- LED light fixtures

SCHEDULE/COST ESTIMATE/FUNDING

The two projects are currently in the Plans, Specifications, and Estimates (PS&E) phase (see below for the details). Matching funds have been secured. The following summarizes the schedule:

Alameda Corridor West Terminus Intermodal Railyard

Task	Start	Finish
1. Final Design (PS&E)	8/2011	06/2013
2. Construction Bid and Award	06/2013	10/2013
3. Construction	10/2013	04/2015

Cargo Transportation Improvement-Emission Reduction Program-Phase 1

Task	Start	Finish
4. Final Design (PS&E)	10/2011	10/2012
5. Construction Bid and Award	10/2012	01/2013
6. Construction	01/2013	05/2014

Cargo Transportation Improvement-Emission Reduction Program-Phase 2

Task	Start	Finish
7. Final Design (PS&E)	10/2011	06/2013
8. Construction Bid and Award	06/2013	11/2013
9. Construction	11/2013	11/2016

PROGRAMMING DATA (see attached PPR forms)

ALTERNATIVES

As documented in the EIR/EIS (http://www.portoflosangeles.org/EIR/TraPac/FEIR/feir_trapac.asp) and addendum (<http://www.portoflosangeles.org/EIR/TraPac/FEIR/Final Addendum with Attachments 6-2012.pdf>), several alternatives were analyzed for the projects.

SYSTEM PLANNING

State/Regional Significance

The POLA/POLB is vital component of the State's economy. Between September 2007 and September 2008, the POLA/POLB handled approximately 43% and 27% of the nation's total import and export containers, respectively. The \$287 billion in containerized trade moving through the POLA/POLB annually supports more than 886,000 direct and indirect jobs throughout California, and generates nearly \$7.17 billion in State and local tax revenues. Timely construction of these two newly nominated and current POLA TCIF projects are important to prevent diversion of intermodal containers to other ports in North America, including the US Gulf/East coast ports via the Panama Canal. A third set of locks in the Panama Canal will open in 2014, which will accommodate some of the largest vessels with a capacity to carry 12,500 Twenty-Foot Equivalent Units (TEU) of containerized cargo. Gulf/East coast ports and the railroads are working feverishly to improve their facilities in anticipation of what they hope will be a significant diversion of cargo from west coast ports. Over \$30 billion in port investments have been made at these competitor ports to attract cargo through the Panama Canal. The Panama Canal Authority has signed cooperative agreements with 25 Gulf/East coast ports. Gulf/East coast jurisdictions have also adopted various policies including tax credits and incentives to lure customers away from the California ports.

These two new POLA projects are also endorsed by the SCCG, a coalition of all the transportation agencies in Southern California and comprised of the following agencies (including the POLA):

- Southern California Association of Governments (SCAG)
- Five regional transportation planning/programming agencies (RTPA) in the SCAG region:
 - Los Angeles County Metropolitan Transportation Authority (METRO)
 - Orange County Transportation Authority
 - Riverside County Transportation Commission
 - San Bernardino Associated Governments
 - Ventura County Transportation Commission
- Alameda Corridor-East Construction Authority
- Alameda Corridor Transportation Authority
- Southern California Regional Rail Authority (Metrolink)
- Ports of Long Beach and Hueneme

For the past several years, the SCCG agencies have collaborated to identify more than \$50 billion in multi-modal transportation projects to address mobility, safety, environmental, and quality of life impacts of goods movements. This project is also supported by industry, labor, and environmental organizations, and elected officials. In addition to the aforementioned endorsements, the projects are part of the following programs/plans:

- State Goods Movement Action Plan
- Federally required SCAG Regional Transportation Plan (RTP)

- Multi-County Goods Movement Action Plan (for the Southern California region) that serves as input to the RTP

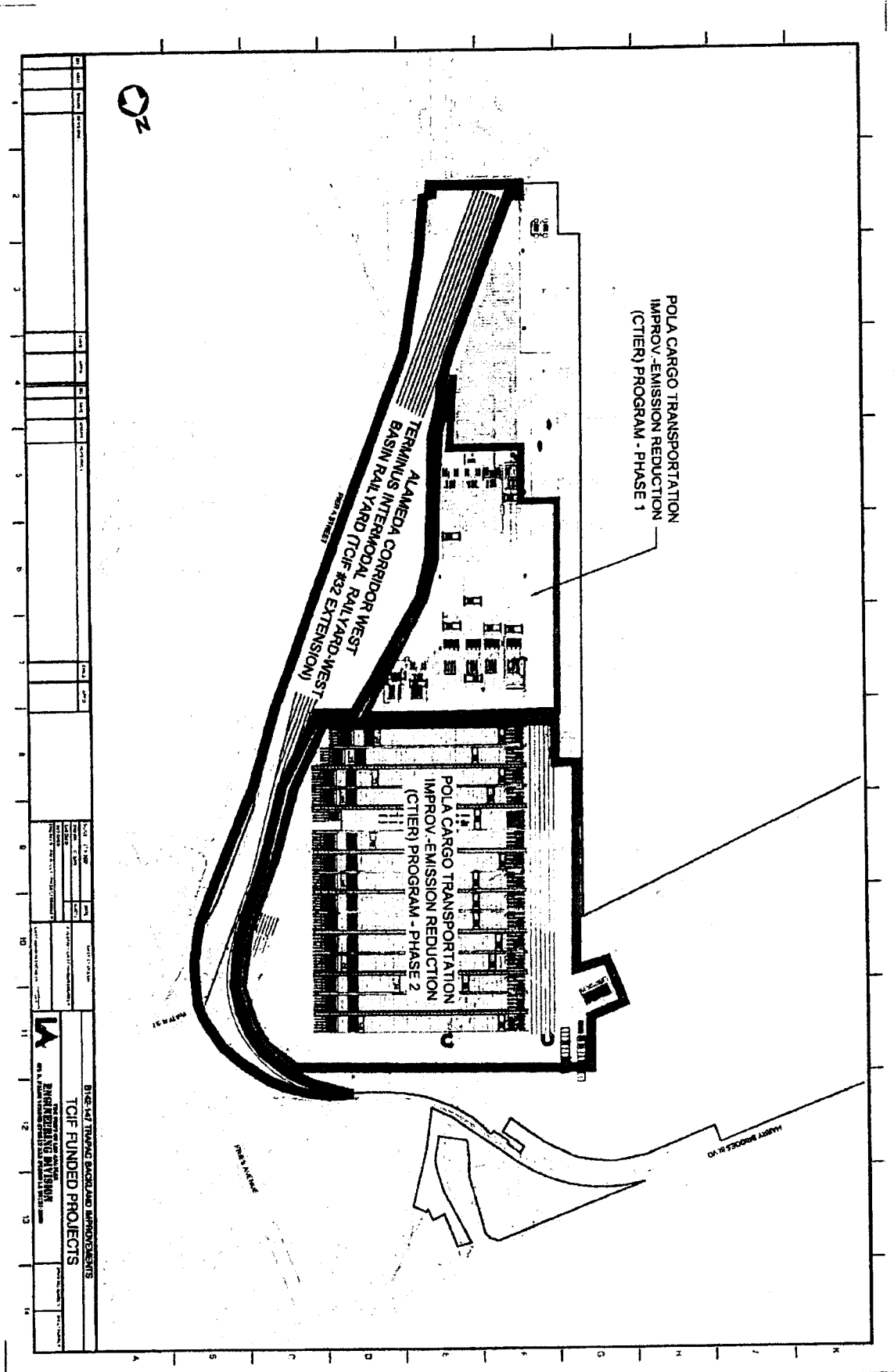
National Significance

The West Basin Railyard (TCIF #32) is endorsed by the United States Department of Transportation, via an award of TIGER II funds. The Alameda Corridor West Terminus Intermodal Railyard functions as a critical link between the POLA (TraPac automated/electric terminal) and the Alameda Corridor, via the West Basin Railyard. Given that the POLA comprises the largest container seaport in North America (and approximately 18% of all U.S. waterborne containers move through the POLA), these projects are vital components of the nation's intermodal transportation system and trade network. The projects serve about 3.3% of the entire nation's containers (with a value of \$52.7 billion). As such, the national significance and benefits of the projects are compatible and consistent with both President Obama's export initiative (which is underscored by the fact that the POLA moves more export containers than any other port in North America), and the draft *United States Department of Transportation Strategic Plan (FY2010-2015)*. Figure 1 illustrates the location and significance of the projects in relationship and interdependence to this national system.

National Economic Competitiveness. The \$287 billion in containerized trade moving through the POLA/POLB annually generates 3.4 million jobs and \$30 billion in income/tax revenue, nationwide. Both nominated POLA projects promote the economic competitiveness of the United States, the State of California, Los Angeles County, and the City of Los Angeles. Both projects, in conjunction with the West Basin Railyard, are important to the efficient movement of intermodal containers to/from the POLA/POLB and inland destinations east of the Rockies, which also entails maximizing use of the Alameda Corridor. *Without these projects, about \$9.1 billion/annum (\$16.7 billion in the Year 2035) in trade will be disrupted; i.e., these containers would be delayed as result of being trucked to off-dock railyards, as opposed to be loaded via on-dock railyards.* The containerized imports moving through the Alameda Corridor West Terminus Intermodal Railyard include not only final consumer goods, but also intermediate goods that go into products manufactured in the United States (e.g., computers). This project expands and improves the POLA/POLB rail infrastructure which is critical to accommodating intermodal containers that could otherwise divert to other ports outside of the United States. Failure to implement improvements in the United States rail network will make routes through the Canadian Pacific Northwest and through Mexico's west coast more attractive for international intermodal traffic. The United States seaports are losing cargo to Canada and, to a lesser extent, Mexico. If this trend continues, it will have seriously detrimental effects on American jobs not only at seaports, but throughout the transportation chain including the trucking, rail, and warehouse/distribution sectors. Investing in our nation's seaports is a vital component to jumpstarting the economy and creating jobs in California and throughout the nation.

Additionally, the Alameda Corridor West Terminus Intermodal Railyard eliminates the drayage of containers to/from off-dock railyards via the highly congested I-710, and thus improves the velocity and reliability of cargo transportation for shippers, which in turn reduces the costs of goods by reducing transportation and inventory carrying costs. These truck trip reductions lessen congestion on freeways/roads in the region, which also improves velocity and reliability of domestic and regionally consumed international goods. For exporters in particular, lower transport costs will improve the competitiveness of U.S. products in world markets. Moreover, reductions in logistics costs have been found in numerous studies to generate significant increases in industrial output, improvements in industry productivity, and reductions in production costs. Such increases in industrial output and productivity lead to both increased hiring of workers as well as higher worker wages. These trip reductions will also improve mobility for commuters (ergo workers), and combined with proposed improvements on the I-710, will help to retain and attract new businesses to the area.

The Alameda Corridor West Terminus Intermodal Railyard and other elements of the POLA/POLB Rail System leverage other key capacity investments outside the POLA/POLB. Significant investments have been made in double-tracking the UP Sunset and the BNSF Transcon routes. Further, the federal government and others have made (and are making) significant investments in the Alameda Corridor East Trade Corridor. To realize the full extent of benefits possible from these other investments, the Alameda Corridor West Terminus Intermodal Railyard is needed.



**Trade Corridor Improvement Fund
 Project Benefits Form**

Project Title: POLA TCIF #87
 Port of Los Angeles Cargo Transportation Improvement-Emission Reduction
 Program (TraPac Container Terminal-Automated Component) Phases I,II

Project Category: Port

Project Type: Port Container Terminal

Outputs: 82 acres of container terminal area, including 16 rows (total of 42,000 lineal feet)
 of automated stacking container rows

<u>Outcomes:</u>	<u>Outcome</u>	<u>Performance Measures</u>
	Safety	improved in-terminal vehicular and pedestrain (worker) safety due to automation
	Velocity	increased velocity of moving/delivering containers
	Throughput	automation increases terminal capacity that is needed to accommodate projected trade demand; projected terminal throughput in the year 2035=2.4 million TEU
	Reliability	automation improves reliability of moving containers
	Congestion Reduction	reduced congestion inside the terminal
	Emissions Reduction	

Emission Reductions (tons; over 20 years)				
154	68,870	107	1	23.

TRADE CORRIDORS IMPROVEMENT FUND (TCIF) AGREEMENT
Cargo Transportation Improvements – Emission Reduction Program – Phase 1
Agreement No. 75A0386
Page 8 of 8

IN WITNESS WHEREOF, the parties hereto have executed this Agreement the day and year first above written.

STATE OF CALIFORNIA
DEPARTMENT OF TRANSPORTATION

BY

Debra Anderson, Contract Officer
Division of Procurement and Contracts

BY

William D. Bronte, Chief
Division of Rail

**The City of Los Angeles, a municipal
corporation acting by and through its Board of
Harbor Commissioners**

BY

Geraldine Knatz Ph.D. Executive Director

Approve as to Form
