

**AGREEMENT NO. GCA 5647
AMENDMENT NO. 2**

This AMENDMENT NO. 2 is made and entered into between the Washington State Department of Transportation, hereinafter the "STATE," and the Regional Transportation Council, P.O. Box 1366, Vancouver, Washington 98666-1366, hereinafter the "RTC," also collectively the "PARTIES" and individually the "PARTY."

WHEREAS, the PARTIES hereto entered into the original Agreement, GCA 5647, on January 3, 2008, which provides for the RTC to perform work elements for the Columbia River Crossing Project, and AMENDMENT NO. 1 on March 25, 2009, which extended the expiration date of the original Agreement from March 31, 2009 to July 31, 2009, and

WHEREAS, it is deemed desirable to amend the original Agreement to provide for Task AF Scope of Work, its budget amount, and extend the expiration date,

NOW, THEREFORE, pursuant to chapter 39.34 RCW and in consideration of the terms, conditions, covenants, and performances contained herein, or attached and made a part hereof,

IT IS MUTUALLY AGREED AS FOLLOWS:

1. The total amount authorized in the original Agreement is hereby increased by Seventy-Three Thousand, Five Hundred, Fifty-Five Dollars and Fifty-Five Cents (\$73,555.55) bringing the total amount authorized to Two Hundred Seventy-Five Thousand, Nine Hundred Dollars and Fifty-Five Cents (\$275,900.55).
2. The original Agreement is hereby amended to include Task AF Scope of Work and its maximum budget amount, as shown on Exhibit A-1, attached hereto and by this reference made a part hereof.
3. The expiration date as extended by AMENDMENT NO. 1 is hereby authorized to be extended from July 31, 2009 to October 31, 2010.
4. All other terms and conditions of the original Agreement and AMENDMENT NO. 1 shall remain in full force and effect except as modified by this AMENDMENT NO. 2.


IN WITNESS WHEREOF, the PARTIES hereto have executed this AMENDMENT NO. 2 as of the PARTY's date last signed below.

RTC

By: 

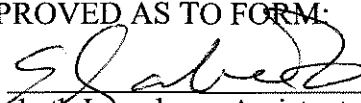
Date: Sept 10, 2009

**WASHINGTON STATE DEPARTMENT
OF TRANSPORTATION**

By: 
Douglas P. Ficco, P.E., Director
Columbia River Crossing Project

Date: 9-14-09

APPROVED AS TO FORM:

By: 
Elizabeth Lagerberg, Assistant Attorney General
Office of the Attorney General, Washington State

Date: 9-1-09

AGREEMENT GCA 5647
EXHIBIT A-1
Task AF SCOPE OF WORK and BUDGET

- Only RTC staff at the Project Development Team level and below will be reimbursed by CRC for work on the project. RTC participation on the Project Sponsors Council, and Sponsor Agency Senior Staff and other related groups is assumed as ongoing agency responsibilities for senior staff and will not be compensated by CRC.
- This scope includes RTC participation in CRC tasks that will include the following milestones: responses to the 2008 FTA New Starts submittal and updates for the FTA New Starts submittal in fall of 2010, publication of the Final Environmental Impact Statement, and issuance of the Record of Decision
- The RTC tasks described below detail RTC's participation in the Columbia River Crossing Project and are in accordance with the work elements described in the consultant's Scope of Work for Task AF. RTC's involvement in the project will include, but is not limited to: local agency liaison, day-to day project development and direction, transportation planning, data and analysis, and travel demand modeling.
- The duration of this work scope and budget is fifteen months, from August 1, 2009 to October 31, 2010 through the Record of Decision for the CRC Project.

WORK ELEMENTS

1.0 PROJECT MANAGEMENT

1.2 Project and Agency Coordination Meetings

RTC will participate in the project development team meetings to provide input and guidance to the project team, and will assist in development of submittals, identify project issues, and develop solutions. RTC may act as a liaison to local Clark County agencies and for regional coordination and feedback as needed.

RTC will assist and participate in an ongoing basis in project team coordination meetings with the Federal Highway Administration and the Federal Transit Administration to ensure that the overall CRC project meets the differing NEPA and New Starts requirements

RTC will be an active participant in Sponsor Agency Senior Staff meetings and provide input and guidance to the project team on items developed in these meetings.

1.4 Expert Review Panels

RTC will continue participation and technical support for expert panels that may be required for bridges, traffic analysis, transit, tolling and financing, performance measures, or other disciplines as identified throughout this phase of the project.

2.0 PROJECT CONTROLS

2.5 Monthly Invoice and Progress Reports

RTC will provide monthly reporting of agencies activities, progress and accomplishments. RTC will provide monthly invoices to the CRC project team to ensure an accurate project accounting of cash-flow and budget. Monthly invoices shall provide sufficient detail to show date, hours worked, hourly rate and dollar amount for each RTC employee.

3.0 FINANCIAL STRUCTURES

The purpose of this work element is to advance the development of (a) coordinated financial plans for the highway and transit components of the CRC project and (b) institutional arrangements required for the CRC Project.

3.3 Tolling Analysis

RTC will provide support to the CRC team to refine tolling methodology to determine optimal toll structure to use for next phase of project development. This includes assessing approaches including testing the value of time differences. RTC will assist in developing a range of tolling scenarios to include in the FEIS. Review data collection methodology and results for field data for origin information and survey work regarding tolling. RTC will work with CRC team and Metro to determine the role and use of the regional model or other approaches to estimate traffic/toll revenues by time of day, mode, and weekends. RTC will also ensure coordination and interface between CRC survey work being conducted for the tolling analysis and the travel behavior survey effort conducted in fall 2009 by RTC.

Other elements that will include review and input by RTC include: testing of alternative toll rate structures to determine optimal structure for use in FEIS and state legislative efforts. RTC will provide input to the CRC team in survey work and analysis conducted for the project.

3.4 Refined Analyses of Financial Plan Issues

RTC will assist and review in the financial plan process. The focus of RTC efforts will be on HCT Act requirements and on the Financial Plan, including review of required FTA finance plan reports and the financial plan review of the FEIS.

3.5 Resolve Institutional, Intergovernmental, and Administrative/Regulatory/Statutory Issues Affecting the Financing of the CRC Project

RTC will provide review regarding financial structures. RTC will assist in oversight of project methodologies, analysis approach and criteria in the discussion and resolution of policy issues with emphasis in the following areas:

- Discussion and analysis of tolling and finance institutional structures and the identification of critical issues.

- Provide review and assessment of the FEIS financial plan and identify its potential affect on institutional arrangements
- RTC will assist in the discussion and evaluation of institutional tolling proposals including identify policy, administrative, and statutory/regulatory needs to integrate CRC toll proposals alternatives
- Review and comment on agreements and arrangements between the States, the States and the Federal government, the States and local governments, the States and the transit sponsors, and between the transit sponsors

4.0 COMMUNICATIONS

The purpose of this work element is to provide timely and accurate information to stakeholders and the general public in Oregon and Washington to engage their interest, enhance their understanding and gain their support for the project.

4.3 Materials

RTC will provide review and comment on materials, including newsletters and other written materials, developed by the communications team prior to release to the broader public to ensure consistency with regional policies and other to regional transportation planning efforts.

4.5 Outreach and Engagement

RTC will assist the Project Team and participate in outreach for the public involvement process. These will include staff participation in open houses/workshops, and special issue workshops. RTC will provide technical expertise and regional knowledge at the events for the public and stakeholders. RTC will also be available for other events as requested by CRC staff.

4.7 Market Research

RTC will participate in the initial input on the purpose and objective of the scientific surveys and provide review and feedback on methodology and the development of questions for scientific surveys. RTC will also provide review and comment on the focus group development and subsequent findings.

5.0 TRANSPORTATION PLANNING

The purpose of this work element is to provide multimodal transportation planning and traffic engineering support to the CRC project team. Major elements of this work element include design support, travel demand forecasting and traffic operations analysis to support the project and for the LPA, and development of technical studies to support the FEIS.

RTC will provide a wide range of assistance for the sub elements in task 5 which and are described below.

5.5 Future Year Traffic Forecasts and Traffic Analysis

RTC, in coordination with Metro, will conduct year future year travel demand (2035) modeling for the preferred alternative, which will include one tolling structure (tolling I-5 only; one set of tolling rates).

The network details for the Clark County area, including highway and roadway lane capacities and speeds, and transit parameters will be coded by RTC who will be the lead north of the river for review and quality control. RTC and will provide all future year travel demand modeling results to the consultant. The modeling will be conducted for four-hour a.m. peak period conditions, one-hour midday peak period conditions, and four-hour p.m. peak period conditions.

RTC will assist in the travel demand modeling for a 2035 forecast as may be needed. RTC will also review and comment on all 2035 results with the 2030 travel demand regional modeling results. In addition, CRC team will coordinate with RTC on VISSIM inputs and review of results.

5.6 Opening Year Traffic Forecasts and Traffic Analysis

RTC will be the lead agency in Clark County for the preparation of opening year transit and highway network assumptions, coding of the networks, accuracy review and quality control. RTC will be responsible for coordinating with local agencies in Clark County to develop and interpolate land use by traffic analysis to be used for the opening year forecast. RTC will assist in the review process for VISSIM inputs as well as VISSIM analysis results.

5.7 Tolling Analysis Support

RTC will assist Metro and the CRC team to support tolling analysis with technical data and products on an as-needed basis. Tolling model runs may include alternatives using various toll rates, time of day rates, and bridge crossing options. In addition, consultant may provide options for value of time for use in the travel model. This may include peak hour forecasts, ADT projections, diversion calculations, and other operational data.

5.8 Traffic Analysis of Alternative Configurations

RTC will provide support to the CRC team and Metro staff by providing network and updated future year regional model data for input to the VISSIM traffic operations software. The VISSIM model will be used to evaluate merging, weaving and diverging operations.

5.9 Traffic Operations Analysis of Alternative HCT Alignments and Park and Ride Facilities

RTC will also provide review and assist in the analysis of Synchro/SimTraffic roadway performance analysis results within the Clark County portion of the BIA and will also be responsible for coordination of traffic operations analysis with local jurisdictions and RTC committees for review and feedback

RTC will review the central Vancouver roadway performance analysis and impact of park and ride generated traffic on the adjacent roadways.

5.10 Other Traffic Support

CRC Team is lead for the activities under this section. RTC will conduct reviews and comment on the final corridor Interchange Justification Report (IJR) for I-5 Bridge Influence Area interchanges in Washington and will track the final Interchange Modification Request (IMR) for I-5 Bridge Influence Area interchanges in Oregon. Other elements reviewed by RTC include: freeway and interchange

design, local street design, bike and pedestrian facilities, construction phasing, and any special technical studies.

5.18 FEIS Preparation

RTC will provide thorough review and support to the project team on the preparation of feedback on the traffic and safety related comments received on the DEIS

6.0 ENVIRONMENTAL

Primary RTC participation under Task 6 will be through input and review on the Environmental Work Group and the project development team. RTC will assist in the refinement of alternatives and ensuring that the EIS approach is consistent with both the FTA and FHWA processes.

For the environmental analysis, RTC will also be most directly involved and will assist in review and input on the air quality, land use, traffic and transit elements of the FEIS as well as coordination and liaison with regional partner agencies on the other FEIS elements.

RTC will also assist in the public outreach activities needed for the FEIS and noted in Task 4.

6.4 Regulatory Agency Coordination

RTC will assist, as needed, with environmental work group and the InterCEP group process.

6.6 FEIS Technical Report Input, Review and Comment

RTC will review and comment on the technical reports produced in preparation for FEIS. This review will cover all elements of the FEIS including: acquisitions, displacements and relocations; ecosystems; electro-magnetic fields; energy and greenhouse gases; environmental justice; geology and soils; hazardous materials; historic resources; land use; neighborhoods and population; public services; parks and recreation and section 6(f); visual quality and aesthetics; water quality and hydrology, and wetlands.

Special attention will be given to transportation, land use and air quality.

RTC will assist in the analysis and more detailed review of land use evaluation report that will address the project's impacts to local land use and compliance with local, regional, and state land use plans, primarily in the area of long-term land use impacts. This will include further evaluation of impacts to land use will include a review of the literature and modeling outputs regarding the possibility of induced growth, especially where it may be inconsistent with growth plans.

The analysis of long-term land use impacts will be based on comparing the LPA to the information collected on existing land uses, zoning, comprehensive plan designations, and up to seven designated special districts, overlays, and sub-area plans. The findings from other reports, such as traffic, displacements, air quality and others, will also help define land use impacts.

6.7 Air Quality, Noise, Economics and Archaeological Technical Reports

RTC will also review technical reports prepared to support the FEIS that includes: Air Quality, Archaeology, Economics, Noise and Vibration. RTC will provide mobile emissions model inputs and

assumptions as needed for the regional emissions analysis and will assist in the analysis of short- and long-term impacts to air quality.

RTC will also provide comment on the economic report for the FEIS which addresses the economic impacts of the LPA and no build alternatives, including the identification of significant adverse impacts and beneficial effects on the local and regional economy. The report includes a discussion of both permanent and temporary (construction-related) impacts, as well as indirect and cumulative effects. Indirect impacts will also contain an evaluation of the potential for induced residential and commercial development associated with the LPA.

6.10 Record of Decision

RTC will review and comment on a draft and final Record of Decision.

6.12 Mitigation Plan

RTC shall review and provide comment on the Mitigation Plan that includes all mitigation measures for each element of the environment. This document will identify and describe all measures for mitigating impacts identified in the FEIS for inclusion in the Record of Decision. These mitigation measures will also be coordinated with the development of a separate sustainability plan (prepared under a different task).

6.14 Sustainability Plan

RTC will be an active participant in the Sustainability Work Group and will review and comment on the sustainability plan developed by the project team, with the following objectives:

- Establish sustainability principles and goals for the project.
- Develop sustainability strategies to evaluate and improve the sustainability of project alternatives.
- Utilize sustainability principles, goals and strategies to enhance the sustainability of the preferred alternative.

RTC will consider the plan and its relationship to adopted plans and policies of the Metropolitan Transportation Plan. This will include providing input to and review of sustainability frameworks, principles and goals, opportunities and strategies, as well as participating in relevant sustainability related meetings. The focus of the plan will be design, construction and long term operations and maintenance.

7.0 TRANSIT PLANNING AND ENGINEERING

This phase of the work will focus on further refinement of transit alignment and project characteristics through preliminary engineering to a design detail sufficient to minimize the likelihood of significant cost overruns or unanticipated impacts or design changes, and advancement of the transit elements of the project through the FTA New Starts rating process.

At the conclusion of preliminary engineering, this scope will also include preparation of materials necessary to prepare for application to FTA to enter the Final Design phase. The work will focus on the transit LPA alternative, as well as design options that might remain after the LPA decision is made.

7.3 Advanced Conceptual Engineering

RTC will provide a review and oversight function to refine the transit LPA alternative and design options in order to support New Start Application process and discussions with public and agency stakeholders.

Work elements for this task include: producing information to support design option decision-making, support for cost analysis for refinement of project capital and operating costs, and public and stakeholder comments and concerns regarding potential alignments and service. Factors such as operations, right-of-way impacts, cost, environmental resource impacts, constructability, traffic circulation and transit travel speeds will be analyzed.

7.4 FTA New Starts Products and Coordination

The purpose of this work element is to satisfy the financial, organizational, environmental and administrative regulations which must be met during the AA/DEIS phase in order to advance the project to the Preliminary Engineering (PE)/FEIS phase of the FTA project development process.

- RTC will participate in and provide guidance on the New Starts process and products under this task.
- RTC will continue management of the bi-weekly New Starts Work Group and participation in the bi-weekly FTA/FHWA coordination meetings. The first group involves specific New Starts discussion among agencies partners and the project team. The second group provides a direct forum for discussing the New Starts process with the federal partners, including FTA.

RTC will assist in the following key activities to support the New Starts process:

- Detailed Definition of the Alternatives report
- Final Definition of the Alternatives report
- FTA Baseline Alternative Memorandum
- Operating and Capital cost models
- Management Oversight (PMO) Coordination
- Review changes in FTA New Start and NEPA rules and procedures, assess impact on this project, and offer advice to CRC team.
- Assistance to the CRC team in preparation of FTA application to enter preliminary engineering
- Monitor potential design options remaining to be addressed following the LPA decision that are being evaluated during the PE/FEIS process (including new costs associated with mitigation decisions) and identify potential impact on project costs and benefits as they relate to the New Starts project rating.

7.5 Transit Service Planning and Analysis

- RTC will work with the CRC Team and the Modeling Support Team, and will assist TriMet and C-TRAN in developing the service plans and technical information to support the FEIS analysis and the FTA New Start applications and templates. Service plans will include routes, termini, and headway assumptions to be included in the New Start submittal. This task includes the initial alternative definition and the optimization of the alternatives based on analysis of travel forecasting results and the analysis of SUMMIT results.
- RTC will coordinate with the CRC team and C-TRAN to identify detailed service plan information at a level of detail so that RTC, who is leading the travel demand network model in Clark County, can prepare the alternatives for use by Metro.
- RTC will participate with the CRC team and Metro in conducting a QA/QC check on transit patronage and station volumes for each alternative.
- RTC in coordination with Metro will run the regional model and prepare New Starts forecast(s) using the EMME/2 modeling platform
- RTC will review post-processed the model results and support a round of alternative optimization model runs to fine tune the draft and final locally preferred alternative as well as the FTA Baseline Alternative.
- Participation, input and analysis of SUMMIT output and assistance in assuring results are reasonable.
- RTC will participate in the review of transportation benefits report developed for the transit alternatives.
- RTC will prepare transit networks and coding for the modeling packages in the New Starts and FEIS model runs, including optimization of the LPA as well as the FTA Baseline, No Build and Opening year model runs.

7.6 Transit Preliminary Civil Engineering

RTC will review all elements of the transit alignments and the design packages containing plans and profiles and design details. The design and details will be prepared to such detail that quantities can be taken off the plans, right-of-way impacts can be assessed, and capital costs can be estimated with a high degree of confidence and will meet FTA requirements for the FEIS and for application to enter Final Design.

7.12 Support FEIS Preparation

This task consists of the preparation of transit technical reports and other materials in support of the FEIS. The transit alternatives evaluation will lead to a major transit investment in the corridor. It will also document the alternatives evaluation and the methodology used for incorporation into the administrative and draft FEIS documents for review.

RTC will work closely with the project team and the agency partners on the FEIS and LPA reports. RTC will provide input, guidance and thorough review of documents developed under this task including:

- Support FEIS preparation
- Revised draft of the Transit Methods and Data Report (MDR) if required
 - Supplemental Technical Analysis Report #1
 - Supplemental Technical Analysis Report #2
- Transit technical report following MDR procedure
- Prepare transit information for the FEIS

8.0 HIGHWAY PLANNING AND ENGINEERING

RTC will provide input and review in Task 8 as needed. RTC will participate through the PDT and other special meetings regarding engineering issues. RTC will also participate in stakeholder meetings with Washington jurisdictions and with federal agencies when needed.

The purpose of this work element is to complete the highway engineering tasks necessary to advance the project to a Record of Decision (ROD). The work also includes providing appropriate responses to comments received from the published DEIS and addressing any mitigation measures proposed for the final EIS. Responses to agency resolutions on the LPA and necessary design refinements will be accomplished as well as providing assistance in obtaining a ROD. Review and comment on engineering drawings.

Specific tasks for completion of the highway engineering are detailed below: staging plans, type size and location. And traffic management plan including active traffic management, architecture, bike and pedestrian accommodation and cost estimating design recommendations accomplished and developed as part of Task AF.

8.6 Aesthetics for Structures and Landsides

RTC will provide input and feedback in design workshops for roadway, bridge, and transit for items relating to architectural elements for project aesthetics and architecture.

GCA 5647 AMENDMENT NO. 2 EXHIBIT A-1

Columbia River Crossing

Washington State Department of Transportation / Oregon Department of Transportation

RTC Task Budget

September 1, 2009 to October 31, 2010

TASK AF

RTC							
TASK							Hours by Task
	Bob Hart	Shinwon Kim					
Work Element 1.0: Project Management	170						170
Work Element 2.0: Project Controls							
Work Element 3.0: Financial Structures	45	15					60
Work Element 4.0: Communications	20						20
Work Element 5.0: Transportation Planning	95	25					120
Work Element 6.0: Environmental	60	10					70
Work Element 7.0: Transit Planning/Engineering	140	110					250
Work Element 8.0: Design Engineering	30						30
Total Hours	560	160					720
Total Budget							\$ 73,555.55