AMENDMENT NUMBER 2 TO
AGREEMENT FOR PROFESSIONAL SERVICES
BETWEEN
SMITHGROUP JJR
AND
THE CITY OF ANN ARBOR

The City of Ann Arbor, a Michigan municipal corporation, with offices at 301 E. Huron Street, P.O. Box 8647, Ann Arbor, Michigan 48107-8647 (“City”) and SmithGroup JJR a Michigan Registered Corporation, having its offices at 201 Depot Street, Ann Arbor, MI 48104 (“Consultant”) agree to amend the professional services agreement for the project Ann Arbor Rail Passenger Station executed by the parties dated August 17, 2009 as previously amended by Amendment Number 1 dated November 5, 2009, as follows:

1) Article III.A, SERVICES, is amended to read and Exhibit A-2 is attached as follows:

A. The Consultant agrees to provide professional engineering services (''Services'') in connection with the Project as described in Exhibit A, in Exhibit A-1, and in attached Exhibit A-2 dated May 31, 2012. The City retains the right to make changes to the quantities of service within the general scope of the agreement at any time by a written order. If the changes add to or deduct from the extent of the services, the contract sum shall be adjusted accordingly. All such changes shall be executed under the conditions of the original agreement.

2) Article IV.A and IV.B, COMPENSATION OF CONSULTANT is amended to read and Exhibit B-2 is attached as follows

A. The Consultant shall be paid in the manner set forth in Exhibit B for the services in Exhibit A, in Exhibit B-1 for the services in Exhibit A-1, and in attached Exhibit B-2 dated May 31, 2012, for the services in Exhibit A-2. Payment shall be made monthly, unless another payment term is specified in Exhibit B, Exhibit B-1 or Exhibit B-2, following receipt of invoices submitted by the Consultant, and approved by the Contract Administrator.

B. The Consultant will be compensated for Services performed in addition to the Services described in Section III, only when those additional Services have received prior written approval of the Contract Administrator. Compensation will be on the basis of reasonable time spent and reasonable quantities of materials used, according to the schedule of rates in Exhibit B, Exhibit B-1 and Exhibit B-2. The Contract Administrator shall be the sole arbitrator of what shall be considered “reasonable” under this provision.

All terms, conditions, and provisions of the original agreement between the parties executed August 17, 2009, as amendment by Amendment Number 1 dated November 5, 2009, unless specifically amended above, are to apply to this amendment and are made a part of this amendment as though expressly rewritten, incorporated, and included herein.

This amendment to the agreement between the parties shall be binding on the heirs, successors and assigns of the parties.

Dated this 4th day of June, 2012.

For Consultant

By_____

For City of Ann Arbor

By_____
John Heiftje, Mayor

By_____
City Clerk

Approved as to form and content

_____
Stephen K. Postema, City Attorney

Approved as to substance

_____
Steven D. Powers, City Administrator

_____
Sumedh Bahl, Community Services Area Administrator

EXHIBIT A-2

SCOPE OF SERVICES

Additional Services supplemented by Amendment No. 2 are detailed in the attached Scope of Services, PSA Amendment No. 2, from SmithGroup JJR dated May 31, 2012.

In the event of any conflict or inconsistency between a provision in the proposal of Professional Services and this Agreement, the provisions in this Agreement shall supersede the provision in the Proposal for Professional Services.

SMITHGROUPJJR

May 31, 2012

Mr. Eli Cooper
Transportation Programming Manager
City of Ann Arbor Public Services
100 N. Fifth Avenue, P.O. Box 8647
Ann Arbor, MI 48107

Re: Fuller Road Station
PSA Amendment No. 2
SmithGroupJJR No. 50156.001

Dear Mr. Cooper:

We are submitting this Scope of Services and attached Estimate Labor Cost detailed in this letter as PSA Amendment No. 2 to our existing contract with the City of Ann Arbor dated August 17, 2009 for the Fuller Road Station (formally the Fuller Intermodal Transportation Station - FITS). This scope has been prepared with the intent of finalizing the Federal Railroad Administration (FRA) environmental clearance process for this project.

1.0 CONCEPTUAL DESIGN

1.1 Review Station Concept Plan

SmithGroupJJR (SGJJR) will meet with City of Ann Arbor representatives to re-engage on the project, discuss substantive changes in program requirements and confirm required tasks and a schedule for completion of the environmental clearance phase.

1.2 Concept Plan Workshop

Due to known changes in the project requirements, including 1) a shift in emphasis from the intermodal facility (IF) elements to the intercity rail passenger station elements of the master concept plan, and 2) the changing roles and relationships among the local stakeholders that may lead to a decrease in parking in the initial phase of the project, it is appropriate to revisit the Fuller Road Station concept plan. The goal is to ensure an ideal site and structure relationship as well as to maximize the efficiency of the rail, transit and vehicular interface. SGJJR will facilitate a one-day workshop to complete this task. Inclusion of an intercity rail passenger station as a component of the initial phase of the project requires review of the Master Concept Plan with an emphasis on ground floor circulation providing access to the rail station. It is anticipated that the basic design of the IF will remain the same; however, it is anticipated that the overall height will be reduced due to the reduced parking need in the initial phase. As such, we have included time to address the connectivity of the rail station to the intermodal structure, on-site circulation and a reduction of the number of parking levels. While the workshop will focus on the Fuller Road site, a comprehensive assessment of the existing Amtrak station site on Depot Street will also be included to fully understand the benefits and constraints of that site as an alternative. It is anticipated that workshop participants will include the City,

AATA, the UM, SEMCOG, MDOT and WATS among other stakeholders. SGJJR will prepare a summary of the workshop discussion and outcomes.

1.3 Draft Revised Concept Plan/Report

The Project Team will synthesize the information and conclusions from the workshop into a revised Concept Plan and Report. This will include a site plan of the proposed facilities, a typical cross section, as appropriate, and the narrative describing the station structure and how it relates to vehicular, transit and non-motorized circulation, rail facilities, site features, construction phasing issues and proposed project budget.

1.4 Existing Amtrak Station Concept Plan

Based on discussion from the Concept Plan Workshop, SGJJR will generate a concept plan for the existing Amtrak station site that meets the project program requirements. It is assumed this task will use the same structure footprint(s) as developed for the Fuller Road site and will not require development of a new structure. This plan will serve as the basis for a more rigorous analysis of the existing Amtrak Station site as an alternative. A brief report will be prepared describing how the station would relate to vehicular, transit and non-motorized circulation, rail facilities, site features and will be accompanies by a generalized project budget.

1.5 Public Involvement

SGJJR will be available to attend one public meeting to be facilitated by the City for the purpose of representing the concept plan and the environmental clearance process.

1.6 Final Concept Plan/Report

Based on final comments from the City, SGJJR will finalize the Concept Plan and Report to be used as a basis for advancing the environmental assessment.

Task 1.0 Deliverables

- Concept Plan Workshop Summary
- Concept Plan and Report in AutoCAD, Word and Excel (as required) for the Fuller Road site and the existing Amtrak Station site

2.0 ENVIRONMENTAL ASSESSMENT

2.1 Prepare Revised Draft Environmental Assessment (EA)

<u>Revise Draft EA per FRA Comments</u>

Based on the August 16, 2011 FRA comments on the Draft EA, SGJJR will revise the EA document. It is anticipated that the revised document will include a more concise description of the proposed project and project purpose and need as well as a more rigorous analysis of alternatives including use of the existing Amtrak site.
This scope includes one review of the document with the City and two reviews with MDOT/FRA.

Analysis of the Existing Amtrak Station Site

As noted above, a more rigorous analysis of alternatives is required to substantiate selection of the preferred site. Expansion of the existing Amtrak Station site was presented as an alternative considered and dismissed in the Draft EA. A more thorough analysis of this site has been requested to ensure that the prior dismissal was appropriate. SGJJR will evaluate expansion of the existing Amtrak Station site in greater detail as part of the revised EA document. This will be based on the conceptual site plan for the site prepared in Task 1. The primary emphasis of this analysis will focus on the motorized and non-motorized transportation network, the ability of the site to accommodate the required program, pedestrian accessibility and rail-related infrastructure.

Updated Transportation Study

An updated transportation study will be performed by URS Corporation (URS). For the Fuller Road site, the transportation study will primarily address the incremental impact of the Fuller Road Station on existing and future traffic conditions, among other issues. For the exiting Amtrak Station site, consideration of the implications of a site access driveway on Broadway will be evaluated. Traffic analysis will be updated using current data and previously developed traffic modeling for the sub-area to assure the project documentation accurately reflects conditions existent at this time.

The transportation study will include the potential intersection improvements under consideration at the Fuller Road/Maiden Lane/East Medical Center Drive intersection, as previously developed by URS for the UM. It is understood that the City of Ann Arbor is considering a roundabout at the intersection, but no roundabout analysis at the intersection will be performed as part of this study.

Traffic Data

Peak-period pedestrian and vehicular traffic data will be collected at the following intersections on a typical weekday (7-9 AM and 4-6 PM):

- Fuller Road at Maiden Lane/East Medical Center Drive
- Main Street at Depot Street
- Broadway Street/Plymouth Street at Maiden Lane
- Fuller Road at Bonisteel Boulevard
- Fuller Road/Glen Avenue at Fuller Street
- Fuller Street/Depot Street at State Street
- Broadway Street at Division Street/Summit Street
- Glen Avenue at Ann Street
- Glen Avenue at Catherine Street
- Huron Street at Glen Avenue

Additional peak-period traffic data will be collected at the existing driveways that service the existing Amtrak parking lots on Broadway Street and Depot Street, to determine the

amount of traffic generated by the existing train station. This data will be collected at such times to capture traffic activity related to train arrivals and departures, based on current Amtrak train schedules.

Additional peak-period traffic data will be collected as part of this study at the existing driveways and the median crossover that service the M71 parking lot, to determine the amount of traffic generated by the existing 249-space parking lot. This data will be collected between 7-9 AM and 4-6 PM.

If these traffic counts are taken during the summer months, they will be adjusted based on historical traffic count information to account for UM traffic that is generated during the semester periods.

Twenty-four hour volumes will be collected during a typical week to establish the daily and hourly variations of traffic. This data will be collected at one location on Fuller Road, one location on Maiden Lane, one location on Broadway Street, and one location on Depot Street when the UM has returned to the semester schedule in the fall (September 2012).

Pedestrian and bicycle data will be collected along Fuller Road and Depot Street during morning and afternoon peak hours on a weekday, including users of the B2B trail adjacent to the proposed Fuller Road Station site on Fuller Road.

Traffic Projections
Future traffic conditions for the opening year will be developed based on past traffic data. Other planned developments will be included as appropriate, as mutually agreed upon with the City of Ann Arbor. The City will be asked to comment on the methodology for the opening year (2015) traffic projections.

The number of buses (including UMHS shuttles and line buses) that may use the Intermodal Station will be estimated based on input from AATA and UM Parking & Transportation Services staff.

Future trip generation and trip distribution for the parking deck will be based on the traffic characteristics determined from the existing parking lot (M71) and the traffic counts performed at the intersections within the study area.

The amount of pick-up and drop-off vehicle activity will be estimated based on previous pick-up and drop-off data collected near the area and the estimated ridership of the rail passenger facility. The pick-up and drop-off activity may be represented by private automobiles and/or taxis.

Capacity Analysis
The study area for the traffic analysis will include the intersections listed in the Traffic Data section, including the following roadway segments:

- Glen Avenue between Huron Street and Fuller Street
- Fuller Road between Fuller Street and Bonisteel Boulevard
- Fuller Street/Depot Street between Glen Avenue/Fuller Road and Main Street
- Maiden Lane between Fuller Road and Broadway Street/Plymouth Road
- Broadway Street between Summit Street and Maiden Lane

The intersection capacity analysis will be conducted for five scenarios:

- Existing (2012)
- No-build opening year (2015)
- Opening year with facility (2015) – Fuller Road Station site
- Opening year with facility (2015) – Amtrak Station site

A horizon year analysis is not included as part of this scope of work.

The morning and afternoon peak-hour level of service (LOS), vehicle delay, and vehicle queue results will be provided for the intersections listed in the Traffic Data section and presented in tables that compare the scenarios. The methodology of the Highway Capacity Manual (HCM) will be used for the analysis of the signalized and un-signalized intersections, and the traffic signal network will be modeled using Synchro and SimTraffic software.

In urbanized areas, LOS D is generally considered acceptable for peak-hour conditions. The intersections that do not meet LOS D will be examined for physical and/or operational improvements to provide LOS D results.

We assume that the City will provide the existing traffic signal timings for the signalized intersections included in the study area.

Report
The transportation study will be included in the EA. The report will include a description of the existing traffic conditions, figures with the traffic data associated with the various scenarios, tables with the intersection metrics for the various scenarios, alternatives for mitigating adverse traffic conditions, and recommendations.

2.2 Prepare Revised 4(f) Report

Section 4(f) of the 1966 Department of Transportation Act specifies that publicly owned land from a park, recreational area, or wildlife/waterfowl refuge of national, state or local significance or land from a historic site of national, state or local significance may not be used for transportation projects unless 1) there is no feasible and prudent alternative to the use of such land, and 2) the proposed project includes all possible planning to minimize harm.

As part of the prior study, SGJJR prepared a preliminary Section 4(f) document to serve as an outline for a 4(f) analysis. Based on an initial assessment, FRA has determined that there is a need to complete a Section 4(f) evaluation for the Fuller Road Station

project. We will use the preliminary document as an outline for analysis. The evaluation will describe the proposed project, its impact to potential Section 4(f) resources, avoidance alternatives and measures to minimize harm.

This scope includes one review of the document with the City and two reviews with MDOT/FRA.

2.3 Public Involvement

SGJJR will be available to attend one public meeting and a public hearing to be facilitated by the City for the purpose of representing the concept plan and the environmental clearance process. The City will be responsible for coordinating the appropriate level of public notice and legal documentation procedures.

2.4 Prepare Final Environmental Assessment/Section 4(f) Reports

Following public and agency comment, SGJJR will revise the final EA and Section 4(f) reports. It is anticipated the Section 4(f) report will need to be completed in advance of finalizing the EA. Each of these documents will include review by the City and two reviews by MDOT/FRA.

2.5 Final Environmental Clearance

Upon final concurrence with the EA/Section 4(f) documents, SGJJR will assist the City and FRA with preparation of a Finding of No Significant Impact (FONSI). SGJJR will assist with distribution of the FONSI as appropriate. All legal notice will be the responsibility of the City.

Task 2.0 Deliverables

- Revised Draft and Final EA and Section 4(f) Reports
- Transportation Report
- FONSI

If the described services are acceptable, please initiate the appropriate authorization. We are prepared to start upon your approval and look forward to advancing this important component of the local, and regional, transit network. If you have any questions, please do not hesitate to contact me.

Sincerely,

Neal Billetdeaux, RLA, LEED BD+C
Principal

Hank L. Byma, ASLA
Vice President

Enclosures: Exhibit A: Estimated Labor Costs

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EXHIBIT B-2

FEE SCHEDULE

Estimated Professional Service Fees in the amount of $196,192.00 for the additional services supplemented by Amendment No.2 and detailed in Exhibit A-2 are detailed in the attached schedules from SmithGroup JJR dated May 31, 2012.

EXHIBIT A:
ESTIMATED LABOR COST

CITY OF ANN ARBOR

FULLER ROAD STATION

ESTIMATED PROFESSIONAL SERVICE FEES PSA2

May 31, 2012

Item		SGJJR		Subconsultants					sum of
		labor	expenses	URS	QUANDEL	MM	CW	others	tasks
1 Conceptual Design									
1.1 Review Station Concept Plan		$3,280	$131						$3,411
1.2 Concept Plan Workshop		$6,280	$251	$4,000	$4,000	$4,000	$2,000		$20,531
1.3 Draft Revised Concept Plan/Report		$5,300	$212	$2,000	$2,000				$9,512
1.4 Existing Amtrak Station Concept Plan		$8,560	$342	$2,000	$2,000				$12,902
1.5 Public Involvement		$1,240	$50						$1,290
1.6 Final Concept Plan/Report		$5,300	$212						$5,512
								Sub-total	**$53,158**
2 Environmental Assessment									
2.1 Prepare Revised Draft EA		$25,080	$1,003	$56,000	$15,000	$4,000			$101,083
2.2 Prepare Revised 4(f) Report		$9,940	$398						$10,338
2.3 Public Involvement		$2,320	$93						$2,413
2.4 Prepare Final EA/4(f) Reports		$10,980	$439	$6,000	$5,000				$22,419
2.5 Final Environmental Clearance		$6,520	$261						$6,781
								Sub-total	**$143,034**
								TOTAL ESTIMATED FEES	**$196,192**

SMITHGROUP JJR

CITY OF ANN ARBOR

FULLER ROADSTATION

SGJJR WORK PLAN PSA 2

05/31/12

Item		PM/EA Billetdeaux 155	CE1 Fekete 165	CE2 Matheii 105	LA1 Doyle 165	LA2 Greene 90	EA 2 Olmsted 100			Assit McFarland 80		hrs	labor	expenses	sum of tasks
1 Conceptual Design															
1.1 Review Station Concept Plan		8	8			8						24	$3,280	$131	**$3,411**
1.2 Concept Plan Workshop		8	8		16	12						44	$6,280	$251	**$6,531**
1.3 Draft Revised Concept Plan/Rpt		8	12			16				8		44	$5,300	$212	**$5,512**
1.4 Exist. Amtrak Station Concept Plan		12	12		16	16				8		64	$8,560	$342	**$8,902**
1.5 Public Involvement		8										8	$1,240	$50	**$1,290**
1.6 Final Concept Plan/Report		8	12			16				8		44	$5,300	$212	**$5,512**
SUB-TOTAL		**52**	**52**	**0**	**32**	**68**				**24**		**228**	**$29,960**	**$1,198**	
2 Environmental Assessment															
2.1 Prepare Revised Draft EA		80	16			60	40			8		204	$25,080	$1,003	**$26,083**
2.2 Prepare Revised 4(f) Report		60								8		68	$9,940	$398	**$10,338**
2.3 Public Involvement		8				12						20	$2,320	$93	**$2,413**
2.4 Prepare Final EA/4(f) Reports		40	12			24				8		84	$10,980	$439	**$11,419**
2.5 Final Environmental Clearance		40								4		44	$6,520	$261	**$6,781**
SUB-TOTAL		**228**	**28**	**0**	**0**	**96**	**40**			**28**		**420**	**$54,840**	**$2,194**	
TOTALS		**280**	**80**	**0**	**32**	**164**	**40**			**52**		**648**	**$84,800**	**$3,392**	**$88,192**

SMITHGROUP JJR