



## Board Report

File #: 2016-0940, File Type: Contract

Agenda Number: 15

**REVISED  
PLANNING AND PROGRAMMING COMMITTEE  
JANUARY 18, 2017**

**SUBJECT: LOS ANGELES UNION STATION MASTER PLAN**

**ACTION: APPROVE RECOMMENDATIONS**

**RECOMMENDATION**

AUTHORIZE the Chief Executive Officer to:

- A. EXECUTE Modification No. 3 to Task Order No. PS2999200FFO2TO1 under Contract No. PS4010-3041-FF-XX, with **Kleinfelder, Inc., for the Union Station Master Plan (USMP), to provide additional environmental services** in the amount of \$82,533, increasing the Total Task Order Value from \$839,362 to \$921,895;
- B. INCREASE Contract Modification Authority (CMA) specific to Task Order No. PS2999200FFO2TO1 for USMP in the amount of \$150,000, increasing the total CMA amount from \$100,000 to \$250,000, to support additional services related to USMP;
- C. EXECUTE Modification No. 7 to Contract No. PS4330-2863, with Gruen Associates, for the USMP, to provide planning services in support of a Request for Interests and Qualifications (RFIQ), in the amount of \$209,532, increasing the Total Contract Value from \$5,901,125 to \$6,110,657, and extend the performance period from March 2017 to June 30, 2019; and
- D. INCREASE Contract Modification Authority (CMA) specific to Contract No. PS4330-2869 PS4330-2863 for the USMP in the amount of \$150,000 increasing the total CMA amount from \$721,825 to \$871,825 to support additional services related to the USMP.

**ISSUE**

In November 2016, staff submitted a Board Box to the Board of Directors that described an updated approach to the redevelopment of Los Angeles Union Station (LAUS), which included two key immediate actions: (1) pursuing the project-level environmental clearance under the California Environmental Quality Act (CEQA) and the National Environmental Policy Act (NEPA) for the LAUS forecourt, Alameda Street, and Los Angeles Street improvements; and (2) exploring the feasibility of releasing a Request for Interest and Qualifications (RFIQ) for the redevelopment of the east side of

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LAUS, once the Link Union Station (Link US) project has reached 35% design and its footprint/ elevation is clear. To advance both efforts, staff is requesting modifications to existing contracts and task orders with Kleinfelder, Inc. and Gruen Associates.

## **DISCUSSION**

Metro purchased LAUS in 2011 and shortly thereafter initiated the master planning process with Gruen Associates (prime) and Grimshaw Architects (design lead). The USMP was prepared over the course of two years and included robust stakeholder engagement, including a series of workshops with the Board of Directors in which the Board approved a preferred approach (October 2013) and later approved moving the project into implementation (October 2014).

### **Environmental Clearance**

In June 2016, Metro awarded a task order to Kleinfelder, Inc. (Kleinfelder) to prepare a Programmatic Environmental Impact Report (PEIR) that would evaluate the major transit improvements (multimodal passenger concourse and relocation of Patsaouras Bus Plaza), the 3.25-million-square-foot development program, and site-wide connectivity improvements at a programmatic level and the perimeter improvements (forecourt, Alameda Esplanade, and Los Angeles Crossing) at a project level under CEQA.

In October 2015, the Board approved an action that called for the Link US project (formerly SCRIP) to incorporate the multimodal passenger concourse (under the railyard) in its environmental analysis and preliminary engineering along with the accommodation of High Speed Rail (HSR) at the Union Station rail yard. The complexity of developing sound assumptions and cumulative impacts for the Link US and HSR projects resulted in numerous modifications to the PEIR assumptions and ultimately changes to the original USMP concept. Staff has determined that the most effective path forward is to no longer proceed with the PEIR and to instead pursue only the project-level clearance for the forecourt, Alameda Esplanade and Los Angeles Crossing (“Los Angeles Union Station Forecourt and Esplanade Improvements”). Additionally, staff would like to leverage work under the existing Kleinfelder task order to advance the NEPA analysis required by the terms of a \$12.3 million State Active Transportation Program (ATP) Grant that was secured for the Alameda Esplanade. This would allow for a more expeditious and cost-effective process.

### **Union Station Redevelopment**

Staff is exploring the feasibility of releasing an RFIQ for the redevelopment of the east side of LAUS, once the Link US project has reached 35% design and its footprint/ elevation is clear. If determined feasible, the RFIQ will not assume changes to the current configuration of Patsaouras Bus Plaza, but will allow relocation or reconfiguration of the plaza subject to operational parameters being met.

To advance this effort, staff is seeking Board authority to amend the existing USMP contract with Gruen Associates to build on the extensive technical knowledge of the station gained by the team and advise on the complexities of developing on the east side of the station. If development is deemed structurally and financially feasible, Gruen Associates will provide support in developing the RFIQ. Because the master planning work focused on commercial development assuming a future configuration of the station, the focus of this additional planning work will be to identify development pads with the current configuration of the east side of the station; clearly define bus and transit patron

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operational needs; and identify structural retrofits needed to support commercial development (for building over the existing garage and red/purple line box). Gruen Associates will also provide support in reviewing proposals received to consult on the structural feasibility and compatibility with optimizing transit functions at the station. To complement the planning work performed by Gruen Associates, staff will procure a financial feasibility consultant from the recently-approved Joint Development bench.

### **DETERMINATION OF SAFETY IMPACT**

The modifications to the Kleinfelder task order and Gruen Associates contract will not have a direct impact on the safety of our customers and employees. Implementation of the projects being studied will create safer connections for Metro transit patrons, including transit connections as well as connections to the surrounding neighborhood destinations and job centers.

### **FINANCIAL IMPACT**

There is sufficient funding in the FY17 budget in Cost Center Number 4530, Strategic Initiatives, under Project Number 405557, Union Station Master Plan, to accommodate the \$82,533 modification for Kleinfelder and the additional \$150,000 in CMA; and the \$209,532 modification for Gruen Associates and the additional \$150,000 CMA.

Since this is a multi-year contract/project, the cost center manager and Chief Planning Officer will be accountable for budgeting the cost in future years.

#### **Impact to Budget**

Source of funds: Local - General Fund ROW lease revenues. These funds are eligible for bus and rail operating and capital expenses. The modifications will not impact ongoing bus and rail operating and capital costs, the Proposition A and C and TDA administration budget or the Measure R administration budget.

### **ALTERNATIVES CONSIDERED**

The Board may consider not allowing the modifications. This is not recommended. Metro secured a \$12.3 million grant and is required to undertake NEPA analysis, which can be completed most efficiently by working with Kleinfelder as they are working on the CEQA clearance for the same project. If the Board does not approve the modification, staff will have to prepare a new Request for Proposals and procure a new environmental consultant to perform the work. This could delay advancing the grant-funded project by six months to one year and would result in a more costly undertaking.

The Board could also consider not funding the Gruen Associates work to explore the development potential of the east side of LAUS. This is not recommended as not doing so would limit staff's ability to develop sound, technically-based assumptions on the feasibility of developing the east side of LAUS. In addition, pursuing a new consultant team would not be cost- or time-efficient as the Gruen Associates team has intimate knowledge of the station through the master planning process and this work is a continuation of that effort in response to new circumstances.

**NEXT STEPS**

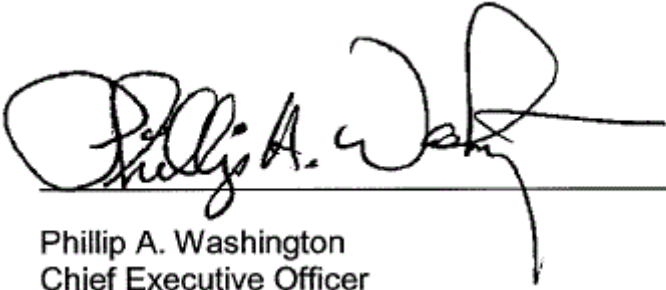
Upon Board approval, staff will execute Modification No. 3 to Task Order No. PS2999200FFO2TO1 with Kleinfelder and Modification No. 7 to Contract No. PS4330-2863 with Gruen Associates. Kleinfelder will proceed with the project-level analysis under CEQA and initiate NEPA analysis for the Los Angeles Union Station Forecourt and Perimeter Improvements, with completion anticipated in summer 2017. Gruen Associates will support staff in assessing the feasibility of redeveloping the east side of LAUS and, if determined viable, preparation of an RFIQ with release by winter 2017.

**ATTACHMENTS**

- Attachment A-1 - Procurement Summary PS2999200FFO2TO1
- Attachment A-2 - Procurement Summary PS4330-2863
- Attachment B-1 - Contract Modification/Change Order Log PS2999200FFO2TO1
- Attachment B-2 - Contract Modification/Change Order Log PS4330-2863
- Attachment C-1 - DEOD Summary for A-1
- Attachment C-2 - DEOD Summary for A-2

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Phillip A. Washington  
Chief Executive Officer

## PROCUREMENT SUMMARY

## LOS ANGELES UNION STATION MASTER PLAN / PS4010-3041-FF-XX

1.	<b>Contract Number:</b> PS4010-3041-FF-XX (Task Order No. PS2999200FF02TO1)		
2.	<b>Contractor:</b> Kleinfelder, Inc.		
3.	<b>Mod. Work Description:</b> Prepare the analysis and noticing required under the National Environmental Policy Act (NEPA) for the Los Angeles Union Station Forecourt and Esplanade Improvements.		
4.	<b>Work Description:</b> Union Station Master Plan		
5.	<b>The following data is current as of:</b> 12/12/16		
6.	<b>Contract/TO Completion Status:</b>		<b>Financial Status:</b>
	<b>Award Date:</b>	06/24/15	<b>Awarded Task Order Amount:</b> \$749,392
	<b>Notice to Proceed (NTP):</b>	06/24/15	
	<b>Original Completion Date:</b>	08/30/17	<b>Value of Mods. Issued to Date (including this action):</b> \$172,503
	<b>Current Est. Complete Date:</b>	08/30/17	<b>Total Amount (including this action):</b> \$921,895
7.	<b>Contract Administrator:</b> Lily Lopez		<b>Telephone Number:</b> (213) 922-4639
8.	<b>Project Manager:</b> Elizabeth Carvajal		<b>Telephone Number:</b> (213) 922-3084

**A. Contract Action Summary**

This Board Action is to approve Modification No. 3 to Task Order No. PS2999200FF02TO1 under Contract No. PS4010-3041-FF-XX to provide additional environmental services under the Union Station Master Plan Programmatic Environmental Impact Report (USMP PEIR) Task Order Contract. This Modification will require the Contractor to prepare the analysis and noticing required under the National Environmental Policy Act (NEPA) for the Los Angeles Union Station Forecourt and Esplanade Improvements.

All Task Order Modifications are handled in accordance with Metro's Acquisition Policy. The contract/task order type is firm fixed price. All other terms and conditions remain in effect.

On June 24, 2015, Task Order No. PS2999200FF02TO1 for the firm fixed price of \$749,392 was issued to Kleinfelder, Inc., a contractor on the Countywide Planning Bench, Discipline 2 (Environmental Planning).

Refer to Attachment B – Contract Modification/Change Order Log for modifications issued to date.

**B. Cost Analysis**

The recommended price has been determined to be fair and reasonable based upon an independent cost estimate (ICE), cost analysis, and technical analysis. Metro's ICE overestimated the level of effort required to conduct the traffic analysis and reporting. All direct labor rates and fee remain unchanged from the original task order.

<b>Proposal Amount</b>	<b>Metro ICE</b>	<b>Negotiated Amount</b>
\$82,533	\$104,658	\$82,533

## PROCUREMENT SUMMARY

## UNION STATION MASTER PLAN/PS4330-2863

1.	<b>Contract Number:</b> PS4330-2863		
2.	<b>Contractor:</b> Gruen Associates		
3.	<b>Mod. Work Description:</b> Planning services to evaluate feasibility of releasing a Request for Information and Qualifications for the redevelopment of the east side of Los Angeles Union Station and extension of period of performance		
4.	<b>Contract Work Description:</b> Professional A&E Services		
5.	<b>The following data is current as of:</b> 12/12/16		
6.	<b>Contract Completion Status</b>		<b>Financial Status</b>
	<b>Contract Awarded:</b>	07/27/12	<b>Contract Award Amount:</b> \$4,145,500
	<b>Notice to Proceed (NTP):</b>	08/08/12	<b>Total of Modifications Approved:</b> \$1,755,625
	<b>Original Complete Date:</b>	08/08/14	<b>Pending Modifications (including this action):</b> \$209,532
	<b>Current Est. Complete Date:</b>	02/28/17	<b>Current Contract Value (with this action):</b> \$6,110,657
7.	<b>Contract Administrator:</b> Lily Lopez		<b>Telephone Number:</b> (213) 922-4639
8.	<b>Project Manager:</b> Elizabeth Carvajal		<b>Telephone Number:</b> (213) 922-3084

**A. Procurement Background**

This Board Action is to approve Contract Modification No. 7 issued in support of the Union Station Master Plan (USMP) to provide planning services to evaluate the feasibility of releasing a Request for Information and Qualifications (RFIQ) for the redevelopment of the east side of the Los Angeles Union Station. This Modification will also extend the period of performance from February 28, 2017 to June 30, 2019.

This Contract Modification was processed in accordance with Metro's Acquisition Policy and the contract type is a firm fixed price.

On July 27, 2012, the Board approved award of Contract No. PS4330-2863 to Gruen Associates, in the firm fixed price of \$4,145,500, to provide professional design service for the USMP.

Refer to Attachment B – Contract Modification/Change Order Log for modifications issued to date.

**B. Cost Analysis**

The recommended price has been determined to be fair and reasonable based upon an independent cost estimate, cost analysis, technical analysis, fact finding, and negotiations. Direct labor rates for this modification were negotiated based on the current Consumer Price Index and fee remained unchanged from the original contract.

<b>Proposal Amount</b>	<b>Metro ICE</b>	<b>Negotiated Amount</b>
\$213,552	\$220,608	\$209,532



**TASK ORDER LOG**  
**COUNTYWIDE PLANNING BENCH/CONTRACT NO. PS4010-3041**  
**TASK ORDER LOG VALUE ISSUED TO DATE**

<b>Mod. No.</b>	<b>Description</b>	<b>Status (approved or pending)</b>	<b>Date</b>	<b>Amount</b>
1	Provided analysis and environmentally cleared Stage 1 at the project level and Stage 2 and 3 and the program level.	Approved	10/14/15	\$89,970
2	No Cost Time Extension	Approved	11/21/16	\$0
3	Prepare the analysis and noticing required under the National Environmental Policy Act (NEPA) for the Los Angeles Union Station Forecourt and Esplanade Improvements.	Pending	Pending	\$82,533
	<b>Task Order Modification Total:</b>			<b>\$172,503</b>
	<b>Original Task Order Amount:</b>	<b>06/24/15</b>		<b>\$749,392</b>
	<b>Total:</b>			<b>\$921,895</b>

**TASK ORDER LOG**

**COUNTYWIDE PLANNING BENCH/CONTRACT NO. PS4010-3041  
TASK ORDER LOG VALUE ISSUED TO DATE**

<b>Discipline No./ Description</b>	<b>Contract No.</b>	<b>Contractor</b>	<b>Value of Task Orders Issued to Date</b>
1/Transportation Planning	PS4010-3041-O-XX	David Evans & Associates, Inc.	\$459,587.68
	PS4010-3041-BB-XX	IBI Group	\$343,471.02
	PS4010-3041-F-XX	Cambridge Systematics, Inc.	\$2,870,664.74
	PS4010-3041-U-XX	Fehr & Peers	\$896,537.11
	PS4010-3041-YY-XX	STV Corporation	\$490,954.00
	PS4010-3041-I-XX	CH2M Hill, Inc.	\$286,865.00
	PS4010-3041-DD-XX	Iteris, Inc.	\$1,911,605.06
	PS4010-3041-Y1-XX	HDR Engineering, Inc.	\$1,641,541.24
	PS4010-3041-Y1-XX	KOA Corporation	\$298,142.85
	PS4010-3041-RR-XX	Parsons Transportation Group	\$1,832,178.00
	PS4010-3041-EE-XX	Kimley Horn & Associates, Inc.	\$291,005.46
	PS4010-3041-A-XX	AECOM Technical Services, Inc.	\$1,567,109.33
	PS4010-3041-QQ-XX	Parsons Brinckerhoff, Inc.	\$920,819.00
		Subtotal	\$13,810,480.49
2/Environmental Planning	PS4010-3041-FF-XX	Kleinfelder, Inc.	\$839,361.71
		<b><i>This Pending Action</i></b>	<b>+ \$82,533.00</b>
		Subtotal	\$921,894.71

6/Architecture	PS4010-3041-RR-XX	Parsons Transportation Group	\$115,817.00
	PS4010-3041-W-XX	Gensler	\$269,041.34
		Subtotal	\$384,858.34
7/Urban Design	PS4010-3041-W-XX	Gensler	\$406,905.18
		Subtotal	\$406,905.18
9/Environmental Graphic Design	PS4010-3041-WW-09	Selbert Perkins Design	\$248,361.00
		Subtotal	\$248,361.00
11/Financial Analysis	PS4010-3041-I-XX	CH2M Hill, Inc.	\$587,011.00
		Subtotal	\$587,011.00
12/Land Use and Regulatory Planning	PS4010-3041-BB-XX	IBI Group	\$299,986.00
		Subtotal	\$299,986.00
13/Sustainability/Active Transportation	PS4010-3041-U-XX	Fehr & Peers	\$1,950,067.67
	PS4010-3041-XX-13	Stantec Consulting Services, Inc.	\$618,390.76
		Subtotal	\$2,568,458.43
14/Database Technical Services	PS4010-3041-PP-14	Novanis	\$1,310,664.93
		Subtotal	\$1,310,664.93
17/Community Outreach/ Public Education & Research Services	PS4010-3041-EEE-17	The Robert Group	\$771,839.00
		Subtotal	\$771,839.00
		<b>Total Task Orders Awarded to Date</b>	<b>\$21,310,459.08</b>
		<b>Board Authorized Not-To-Exceed (NTE) Cumulative Total Value</b>	<b>\$30,000,000.00</b>
		<b>Remaining Board Authorized NTE Cumulative Total Value</b>	<b>\$8,689,540.92</b>

**CONTRACT MODIFICATION/CHANGE ORDER LOG  
UNION STATION MASTER PLAN/PS4330-2863**

<b>Mod. No.</b>	<b>Description</b>	<b>Status (approved or pending)</b>	<b>Date</b>	<b>\$ Amount</b>
1	Revise scope of services with additional work to tasks; modify the contract to include additional SBE subcontractor.	Approved	03/25/13	\$272,901
2	Revise scope of services with additional task.	Approved	12/03/13	\$799,980
3	Revise scope of services with additional task.	Approved	12/10/13	\$220,000
4	Substitute subcontractor for Task 3 services.	Approved	05/01/14	\$0
5	Additional planning services and extension of period of performance	Approved	07/18/14	\$342,000
6	Revise scope of services with additional task requirements	Approved	09/04/14	\$120,744
7	Planning services to evaluate the feasibility of releasing an RFIQ for the redevelopment of the east side of the Los Angeles Union Station and extension of period of performance	<b>Pending</b>	<b>Pending</b>	<b>\$209,532</b>
	<b>Modification Total:</b>			<b>\$1,965,157</b>
	<b>Original Contract:</b>			<b>\$4,145,500</b>
	<b>Total:</b>			<b>\$6,110,657</b>

DEOD SUMMARY

UNION STATION MASTER PLAN / PS4010-3041-FF-XX

**A. Small Business Participation**

Kleinfelder, Inc. made an 18.05% Small Business Enterprise (SBE) commitment. The project is 44% complete. Kleinfelder, Inc. is exceeding their SBE commitment with a current SBE participation of 19.15%. Kleinfelder, Inc. is expected to utilize MARRS Service, Inc. and Entech Consulting Services as task orders are issued for their scopes of work.

<b>Small Business Commitment</b>	<b>18.05% SBE</b>	<b>Small Business Participation</b>	<b>19.15% SBE</b>
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	<b>SBE Subcontractors</b>	<b>% Commitment</b>	<b>Current Participation<sup>1</sup></b>
1.	Entech Consulting	3.47%	0%
2.	MARRS Services	1.35%	0%
3.	Sapphos Environmental	13.23%	19.15%
	<b>Total</b>	<b>18.05%</b>	<b>19.15%</b>

<sup>1</sup>Current Participation = Total Actual amount Paid-to-Date to DBE firms ÷ Total Actual Amount Paid-to-date to Prime.

**B. Living Wage and Service Contract Worker Retention Policy Applicability**

The Living Wage and Service Contract Worker Retention Policy is not applicable to this Modification.

**C. Prevailing Wage Applicability**

Prevailing wage is not applicable to this Modification.

**D. Project Labor Agreement/Construction Careers Policy**

Project Labor Agreement/Construction Careers Policy is not applicable to this Contract.

## DEOD SUMMARY

## UNION STATION MASTER PLAN/PS4330-2863

**A. Small Business Participation**

Gruen Associates (Gruen) made a 25.15% Small Business Enterprise (SBE) commitment. The project is 94.93% complete and the current SBE participation is 24.45%. The current shortfall is 0.70%. Gruen Associates explained that the shortfall is directly attributable to the work that could not be performed by SBE subcontractors.

Metro's Project Manager confirmed that the approach to redevelop Union Station was altered by Metro, and that Gruen was the only consultant team able to provide expert input for work critical to advancing the coordination and integration of the concourse into the Link US project. As such, with the proposed Modification No. 7, it is expected that Gruen's SBE participation will decrease to 22.41%, resulting in a 2.74% shortfall.

<b>Small Business Commitment</b>	<b>25.15% SBE</b>	<b>Small Business Participation</b>	<b>24.45% SBE</b>
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	<b>SBE Subcontractors</b>	<b>% Committed</b>	<b>Current Participation<sup>1</sup></b>
1.	Wiltec	0.96%	0.53%
2.	Cityworks Design	3.60%	2.13%
3.	The Robert Group	9.65%	7.14%
4.	Mia Lehrer + Associates	2.61%	3.00%
5.	VCA Engineers	2.39%	0.64%
6.	Wagner Engineering & Survey	1.93%	1.43%
7.	Diaz Yourman Associates	0.48%	0.36%
8.	Terry A. Hayes Associates	0.72%	0.54%
9.	MARRS Services	1.46%	1.08%
10.	Davis Blue Print	1.35%	0.47%
11.	Selbert Perkins Design	Added	7.13%
	<b>Total</b>	<b>25.15%</b>	<b>24.45%</b>

<sup>1</sup>Current Participation = Total Actual amount Paid-to-Date to DBE firms ÷ Total Actual Amount Paid-to-date to Prime.

**B. Living Wage and Service Contract Worker Retention Policy Applicability**

The Living Wage and Service Contract Worker Retention Policy is not applicable to this Modification.

**C. Prevailing Wage Applicability**

Prevailing wage is not applicable to this Modification.

**D. Project Labor Agreement/Construction Careers Policy**

Project Labor Agreement/Construction Careers Policy is not applicable to this Contract.