

**SECOND AMENDMENT TO AGREEMENT BETWEEN
CITY OF TEMECULA AND T.Y. LIN INTERNATIONAL**

I-15/FRENCH VALLEY PARKWAY IMPROVEMENTS – PHASE II, PW16-01

THIS SECOND AMENDMENT is made and entered into as of May 14, 2024 by and between the City of Temecula, a municipal corporation (hereinafter referred to as "City"), and T.Y. Lin International, a Corporation (hereinafter referred to as "Consultant"). In consideration of the mutual covenants and conditions set forth herein, the parties agree as follows:

1. This Amendment is made with the respect to the following facts and purposes:

a. On August 23, 2022, the City and Consultant entered into that certain Agreement entitled "Agreement for Consultant Services Between City of Temecula and T.Y. Lin International, I-15/French Valley Parkway Improvements – Phase II, PW16-01," in the amount of \$350,00.00.

b. On January 9, 2024, the City and Consultant entered into the First Amendment to the Agreement, in the amount of \$150,000.00.

c. The parties now desire to add scope of work, increase the payment in the amount of \$200,000.00, and to amend the Agreement as set forth in this Amendment.

2. Section 6 of the Agreement entitled "PAYMENT" at paragraph "a" is hereby amended to read as follows:

The City agrees to pay Consultant monthly, in accordance with the payment rates and schedules and terms set forth in Exhibit B, Payment Rates and Schedule, attached hereto and incorporated herein by this reference as though set forth in full, based upon actual time spent on the above tasks. Any terms in Exhibit B, other than the payment rates and schedule of payment, are null and void. The SECOND Amendment amount shall not exceed Two Hundred Thousand Dollars and No Cents (\$ 200,000.00), for additional engineering support and preparation of the project Financial Plan Update for a total Agreement amount of Seven Hundred Thousand Dollars and No Cents (\$700,00.00).

3. Exhibit "A" and Exhibit "B" to the Agreement is hereby amended by adding thereto the items set forth on Attachment "A" to this Amendment, which is attached hereto and incorporated herein as though set forth in full.

4. Except for the changes specifically set forth herein, all other terms and conditions of the Agreement shall remain in full force and effect.

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

CITY OF TEMECULA

T.Y. LIN INTERNATIONAL

(Two Signatures of corporate officers required unless corporate documents authorize only one person to sign the agreement on behalf of the corporation.)

By: _____
James Stewart, Mayor

By:  _____
James Barr, Vice President

ATTEST:

By: _____
Randi Johl, City Clerk

APPROVED AS TO FORM:

By: _____
Peter M. Thorson, City Attorney

CONSULTANT

T.Y. Lin International

Attn: Rodrigo Gonzalez

3633 East Inland Empire Blvd., Suite 700

Ontario, CA 91764

909-912-6903

Rodrigo.Gonzalez@tylin.com

**City Purchasing Mgr.
Initials and Date:**

ATTACHMENT A

EXHIBIT A

SCOPE OF WORK

This scope of work shall be added to Exhibit A of the Agreement, as amended.

TASK 3 – FINANCIAL PLAN UPDATE

TYLin will assist the City of Temecula with the preparation and submittal of a comprehensive Financial Plan Annual Update (FPAU) to the Initial Financial Plan (IFP) in accordance with the requirements of 23 U.S.C. §106 (h)(1) and (3), the Financial Plan annual updates guidance issued by the Federal Highway Administration (FHWA Guidance), and a "Preferred Practices" template provided by Martha Santana, Acting Office Chief, Caltrans District 8, on 3/11/2024 (FPAU Template). If acceptable, we can submit the draft FPAU within 20 working days after receiving Notice to Proceed (NTP) and required data from the City, and the final FPAU within 10 working days after receiving review comments on the draft FPAU from the City.

ASSUMPTIONS:

- City will provide all historical data (actual costs and schedules and funding, from April 2022, IFP date, to present, Q1 2024, for Phase II and III) and projected data (tentative costs and schedules and funding, from Q1 2024 to end of Phase II and Phase III projected completion dates) to update the IFP tables, narrative and cash flow analysis.

SUB TASKS:

Project Management. This includes administrative tasks for project set-up, tracking, monitoring progress, meeting with the City and coordination through the duration of the work. Also included under this task is the QC review of all components of the FPAU.

Deliverable: Meeting minutes

Preparation of Financial Plan Annual Update. In general, the FPAU will be a stand-alone plan, including any changes since the IFP was certified in April 2022 (i.e., two-year update). For both Phase II and Phase III, the FPAU will present current historical data (actual costs and schedules and funding, from April 2022, IFP date, to present, Q1 2024) and projected data (tentative costs and schedules and funding, from Q1 2024 to end of Phase II and Phase III projected completion dates), and financial resources to be utilized to fund the remaining portions of the project. Per FHWA Guidance (23 U.S.C. 106(h)(1) and (3)), the report contents will follow the FPAU Template format:

Preface:

- i. Cover Page (will update)
- ii. Certification Letter (will update)
- iii. Executive Summary (will update)

- iv. Document (Review) History (will update)
- v. Table of Contents (will update)

Chapters:

1. Project Description (minor updates)
2. Schedule (will update)
3. Project Cost (will update)
4. Project Funds (will update)
5. Financing Issues (will include, but explain no financing proposed)
6. Cash Flow (will update)
7. P3 Assessment (will include, but explain not a P3 procurement project)
8. Risk and Response Strategies (will update)
9. Annual Update Cycle (will provide)
10. Summary of Cost Changes (will provide)
11. Summary of Schedule Changes (will provide)
12. Appendices (will provide)

Preface/Letter of Certification/Project Description. This section will update the preface, TOC, 2.4 and project description sections of the report. The Letter of Certification will be updated and also describe this is the initial FPAU report and provide reason why 2023 FPAU was not provided within 90 days after 4/12/2023 (first FPAU due date). Per FHWA Guidance, financial plans must be updated annually and submitted to FHWA no later than 90 days after the end of each reporting period.

Project Schedules. This section will update the delivery milestones in schedules (Phase II and Phase III) including actual and targeted dates; providing matching Gantt charts. Per FHWA Guidance, this section will explain changes in the FPAU estimated schedule from IFP (number of months and main contributing factor(s)) and discuss any trends impacting planned implementation schedule.

Updated IFP Tables Include:

- Table 1: Phase II Schedule including project delivery milestones dates, actual (from April 2022, IFP date, to present, Q1 2024), and targeted (from Q1 2024 to end of projected completion).
- Table 2: Phase II Project Schedule Gantt Chart (matching dates above) including narrative of events completed since IFP, and reasons why targeted schedule dates changed, if any, since IFP. New Comparison: Per FHWA Guidance, the Gantt Chart will include both IFP and current schedules to show a comparison of the schedules, even if there are no or minor changes in current schedule.
- New Table: Phase III Schedule including targeted project delivery milestones dates from Q1 2024 through estimated completion date. IFP estimated Phase III to begin in Fiscal Year (FY) 2025. Table will show targeted schedule FY 2025 through FY 2028, assuming 3 years of construction.
- New Table: Phase III Project Schedule Gantt Chart (matching dates above). Comparison: Per FHWA Guidance, the Gantt Chart will include both IFP and current schedules to show a comparison of the schedules, even if there are no or minor changes in current schedule.

Project Costs. Provide updated Project cost elements for completing the Project in year, stating costs are provided in year-of-expenditure dollars (YOE). Summarize the costs incurred to date by fiscal year since the IFP. Per FHWA Guidance, provide cost changes since IFP with explanation/s of contributing factors and document actions taken to monitor and control cost growth.

Updated IFP Tables Include:

- Table 3: Phase I Project Cost Summary (no change)
- Table 4: Phase II Project Cost Summary (Actual Expenditures at end of Q1 2024 and Expected Future Spending through FY 2026 or completion date) where spending timeline matches Phase II schedule.
- Table 5: Phase III Project Cost Summary (Actual Expenditures as of Q1 2024 and Expected Future Spending FY 2025 through completion, assuming 2 years of construction) where spending timeline matches Phase III schedule.
- New Table/Narrative: Per FHWA Guidance, compare current estimated costs with those reported in IFP (e.g., Phase II and Phase III), even if there are no or minor changes in current costs, show percent change, and explain any changes. Per FHWA Guidance, use YOE dollars and describe assumptions used to arrive at YOE estimates and describe how estimates were developed.

Project Funds.

- Per FHWA Guidance, describe all project funding sources and availability/commitments of funds required to Project completion, including city, state, federal, and other funds (current and future). Update project funding sources dedicated to Project, and any changes since IFP (timing of funds availability, additional expenditures not previously anticipated).
- Per FHWA Guidance, summarize project funding by source and amount (in a table and a chart (e.g. pie chart).
- Per FHWA Guidance, if any, show federal obligated funds and date expended.
- Per FHWA Guidance, discuss any new trends impacting project funding (source) and costs (use of funds) and describe and explain any changes in funding since the IFP.
- Provide actual excerpted pages of FTIP in the appendix, with relevant numbers highlighted.

Updated IFP Tables Include:

- Table 8: Phase II Project Funding Sources overtime (Update Funding Sources received as Q4 2023, and dates obligated/received or expected) (Actual Use of Funds expended by source as of Q1 2024 and Expected Future Use of Funds through FY 2026 or completion date).
- Table 9: Phase III Project Funding Sources overtime (Update Funding Sources and dates obligated/received) received as Q1 2024, and Actual Use of Funds expended by source as of Q1 2024 and Expected Use of Funds extending FY 2025 through completion, assuming 2 years of construction).

- New Table: Federal Obligations and Expenditures Table, by Federal Project Number or Name and date obligated and expended (SAFETEA-LU, etc.).

Financial Issues. Report will include this section and explain Project financing is not required or proposed.

Cash Flow Analyses. Per FHWA Guidance, show fund availability versus expenditures by State Fiscal Year (FY) (cash in versus cash out). Provide an updated annual construction cash flow schedule for the Project with an overview of the planned sources of funds, given availability of data. Note: Ensure Phase II and III schedules matches up with respective funding and expenditures, see below.

Updated IFP Tables Include:

- Table 10: Phase II Project Source and Use of Funds Cash Flow Analysis
- Table 11: Phase III Project Source and Use of Funds, 2024 and beyond Cash Flow Analysis.
- New: Per FHWA Guidance, compare cash flow displayed in IFP to updated cash flow [narrative should explain significant deviations from the IFP]. Discuss changes in estimated timing of fund availability (cash in) and/or expenditures (cash out) since IFP [narrative should explain significant deviations from the IFP].
- New Graph (Phase II): Per FHWA Guidance, include a graph of cumulative revenues vs cumulative costs, reflecting IFP projections and current conditions.
- New Graph (Phase III): Per Guidance, include a graph of cumulative revenues vs cumulative costs, reflecting IFP projections and current conditions.

P3 Assessment. Report will include this section and explain a P3 Assessment is not required or proposed. P3s are defined as contractual agreements between a public agency and a private entity that allow for private sector participation in the delivery and financing of transportation projects.

Risks and Response Strategies. Provide summary of funding and/or scheduling constraints/obstacles since IFP (e.g., increased costs, changed funding availability, scheduling changes), if applicable, with discussion of proposed mitigation measures (e.g., new, or increased funding sources, modified project timelines to manage cash flows, strategies for acquisition of future funds, etc.). Per FHWA Guidance, discuss the status of existing risk(s) and identify new risk(s) in each FPAU.

Annual Update Cycle. New, per FHWA Guidance, designate the annual reporting period for the next FPAU.

Summary of Cost Changes. New, per FHWA Guidance:

- Provide an explanation of the change in total cost from last year's financial plan [identify the primary reason(s) for the change – Identify any scope changes contributed to this change]
- Document actions taken to monitor and control cost growth.

- Discuss trends impacting project costs and funding [Discussion should include the probable reasons for these trends and assess the implications for the remainder of the project– If applicable, indicate that no trends were identified].

Summary of Schedule Changes. New, per FHWA Guidance,

- Provide an explanation of the change in the estimated completion date from last year's financial plan (number of months and main contributing factor(s)) [clearly identify the primary reason(s) for the change – Identify any scope changes that have contributed to this change]
- Document actions taken to monitor and control schedule growth.
- Discuss trends impacting project schedule [Discussion should include the probable reasons for these trends and assess the implications for the remainder of the project – If applicable, indicate that no trends were identified].

Appendices. This section will provide most recent actual excerpted pages (year 2023) from the FTIP, with relevant numbers highlighted. Phase II https://scag.ca.gov/sites/main/files/file-attachments/21-06_conformitydeterminationcomparisonreport.pdf?1625285022
Phase III <https://scag.ca.gov/sites/main/files/file-attachments/23-ftip-state-amend-23-0121-riv.pdf?1704920835>

Deliverable: Draft and final FPAU in both Word and pdf formats.

SCHEDULE:

- Submit draft FPAU within 20 working days after receiving NTP and the required data from the City.
- Submit final FPAU within 10 working days after receiving review comments on draft FPAU from the City.

**EXHIBIT B
PAYMENT RATES AND SCHEDULE**

GENERAL

The tasks described in the Scope of Work (Exhibit A) will be performed on a time and materials basis at the direction of the City or its delegate. It is understood that the actual work effort is not known and will be a function of the extent of inquiries, changes, and clarifications that arise as a result of the construction of the project. Actual cost shall not exceed the Total Fee without prior authorization from the City.

Fee (Original Agreement).....	\$ 350,000.00
Fee (FIRST Amendment).....	150,000.00
Fee (SECOND Amendment).....	<u>200,000.00</u>
Total Fee.....	\$ 700,000.00

T.Y. LIN INTERNATIONAL
CORPORATE AUTHORIZATION

I hereby certify that James Barr, Vice President of T.Y. Lin International a California corporation (the "Corporation"), is a duly elected and appointed officer of the Corporation and holds full corporate authority to enter into project related contracts and proposals and execute and deliver such contracts, proposals, and any supplements related thereto, for and on behalf of the Corporation.

IN WITNESS WHEREOF, I have caused this instrument to be executed and the corporate seal of the Corporation to be hereunto affixed on the 3rd day of March 2022.

T.Y. LIN INTERNATIONAL



By: **David S. Tingley** Digitally signed by
David S. Tingley
Date: 2022.03.04
10:51:08 -05'00'

David Tingley
Vice President and Assistant Secretary