

AMENDMENT NO. 3
TO
PROFESSIONAL SERVICES AGREEMENT BETWEEN
VENTURA COUNTY TRANSPORTATION COMMISSION
AND
RAILPROS, INC.

This Amendment No. 2 (“Second Amendment”) is made as of this __ day of _____, 2024 (“Effective Date”) by and between the VENTURA COUNTY TRANSPORTATION COMMISSION (“VCTC”), and RailPros, Inc. (“Contractor”), (sometimes referred together as the “Parties” and singularly as a “Party”).

RECITALS

WHEREAS, VCTC and Contractor entered into an agreement on April 7, 2023 pursuant to which Contractor agreed to provide preliminary engineering, final design, and project management support services related to the Camarillo Americans with Disabilities Act (ADA) Improvement Project (“Agreement”); and

WHEREAS, the Parties desire to amend the Agreement to provide for \$114,526 in additional compensation under the Agreement for completion of an additional task by Contractor, which entails preparing an Equivalent Facilitation Request Report for the Project with supporting documentation.

NOW THEREFORE, VCTC and Contractor agree as follows:

1. Section 5.1 Compensation and Payment is hereby amended to increase the not to exceed amount under the Agreement by \$114,526 for a new not to exceed amount under the Agreement of \$1,560,893. This additional compensation is based on the hourly rates and fees specified in Attachment 1 “Additional Services Fee Breakdown”. Attachment 1 is incorporated herein by this reference.
2. Exhibit A to the Agreement is amended to add an additional task to prepare an Equivalent Facilitation Request Report for the Project with supporting documentation in accordance with the requirements outlined in Attachment 2 “Additional Scope of Work” attached hereto and incorporated herein.
3. The costs and scope contemplated in Attachment 1 and Attachment 2 include the costs and work necessary to provide architecture detailing support.

Except to the extent amended herein, all other provisions of the Agreement remain in full force and effect.

This Second Amendment may be executed in counterparts and/or by facsimile or other electronic means, and when each Party has signed and delivered at least one such counterpart, each counterpart shall be deemed an original, and, when taken together with other signed counterpart, shall constitute one original, which shall be binding upon and effective as to all Parties.

IN WITNESS THEREOF, the parties have executed this First Amendment on the ____ day of _____, 2024.

VENTURA COUNTY TRANSPORTATION COMMISSION

by: _____
Martin Erickson, Executive Director

Approved as to form

by: _____
Steve Mattas, General Counsel

RAILPROS, INC

by: _____
Its: Nathan Ortega, Vice President of
Engineering – West Region

ATTACHMENT 1

ADDITIONAL SERVICES FEE BREAKDOWN



RailPros, Inc. - Fee Breakdown
Architectural Detailing Fee Breakdown
Camarillo Station ADA Improvements



Task Descriptions	PM				Civil		RailPros Total Hours	RailPros Total Cost
	Technical Staff (PIC)	Project Manager	Project Controls	QAQC Manager	Civil Lead	Civil Designer		
1 Project Management	1	20	5		6	1	32	\$ 9,424
1.1 PM & Team Coordination								
Coordination with team (schedule / quality / progress reporting, schedule updates) - 6 months Duration for ADA Improvements	1	6	5				12	\$ 3,345
PDT and Design Coordination Meetings - 7 Meetings with providing Agendas and Minutes (2) Meetings with Design Team, 3 Meetings with VCTC		14			6		20	\$ 6,079
2 Preliminary Engineering and Final Design		14		8	15	8	45	\$ 12,031
2.1 Architectural Design								
Architectural Notes, Abbreviations, and Schedules (x1 Sheet)								\$ -
Architectural Overall Platform Plan (x1 Sheet)								\$ -
Architectural Hardscape Vehicular Entry Enlargement Plan (x1 Sheet)								\$ -
Architectural Details (x1 Sheet)								\$ -
Specifications and Estimates								\$ -
2.2 PS&E Submittal Support								
Architectural Comment Review Responses. Refine, Revise, and Submit (10 Sheets) - 1 Submittal		4			4		8	\$ 2,392
QAQC, IDR, and Design Reviews (2 Rounds)		2		8	11		21	\$ 6,260
IFB Submittal to VCTC		8				8	16	\$ 3,379
3 Bid Support								\$ 623
Questions and Answer to bidders (Assuming AVA responding up to 2 questions)		2					2	\$ 623
4 Design Support During Construction (DSDC)		8					8	\$ 2,491
4.1 Construction Support								
Request for Information (Assuming AVA reviewing up to 4 RFIs)		4					4	\$ 1,246
Architectural Submittal Review and Response (Assuming AVA reviewing up to 4 Submittals)		4					4	\$ 1,246

RailPros Staff Summary							
Total Staff Hours	1	44	5	8	21	8	87
Total Staff Costs	\$350	\$13,702	\$1,126	\$2,485	\$6,018	\$887	\$24,569

RailPros ODC	\$ -
RailPros Total	\$ 24,569

Anil Verma Associates (AVA)							
Project Manager (Discipline Lead)	Sr. Architect	Architectural CAD Manager IV	Electrical Engineer	Electrical Designer	CAD Technician IV	AVA Total Hours	AVA Total Cost
\$244.82	\$198.92	\$186.68	\$214.22	\$162.20	\$146.89		

\$9	\$6					15	\$ 3,397
6	3					9	\$ 2,066
3	3					6	\$ 1,331
20	120	57			230	391	\$ 73,193
1	10	10			20	41	\$ 7,039
4	10	10			40	64	\$ 10,711
1	10	10			40	61	\$ 9,977
2	20	10			60	92	\$ 15,148
2	24	12				38	\$ 7,504
10	30	5			50	95	\$ 16,694
							\$ -
	16				20		\$ 6,121
							\$ 2,968
4	10					14	\$ 2,968
12	36					48	\$ 10,099
8	12					20	\$ 4,346
4	24					28	\$ 5,753

AVA Staff Summary							
45	172	57			230	504	\$89,657
\$11,017	\$34,214	\$10,641			\$33,786		\$114,226

AVA ODC	\$300
AVA Total	\$89,957

SUMMARY
Total Team Cost

\$ 12,821
\$ 5,411
\$ 7,411
\$ 85,223
\$ 7,039
\$ 10,711
\$ 9,977
\$ 15,148
\$ 7,504
\$ 19,086
\$ 6,260
\$ 9,499
\$ 3,591
\$ 3,591
\$ 12,590
\$ 5,591
\$ 6,999
\$114,226
\$300
\$114,526

ATTACHMENT 2

ADDITIONAL SCOPE OF WORK

Task 1 Project Management

1.1 Overall Management

RailPros' Project Manager will lead the technical efforts, including the direction of subconsultants. RailPros' Project Manager and other key personnel will provide the necessary support and expertise to complete the project.

The Project Manager shall conduct, oversee, and manage the performance of the work, including:

- Coordination of the development of the overall work tasks
- Management of the Schedule, budget, and staff resources
- Reporting work progress and schedule updates to VCTC's Project Manager
- Scheduling, coordinating, and providing Project Development Team (PDT) meeting minutes.
- Quality assurance and quality control

RailPros' Project Manager will conduct status and review meetings with subconsultants to review their progress, and ensure up-to-date information is being used and the appropriate activities are being performed. Subconsultants will submit all reports and plans to the RailPros Project Manager to review conformity with the project scope of work, directives, applicable codes, design criteria, and any other project requirements. All deliverables to VCTC will be made through the RailPros Project Manager. The RailPros Project Manager will meet with the design team on a periodic basis to establish design development tasks and to determine Schedule and budget status.

Activities and Deliverables

- Project Controls – Cost, Scope, Schedule, Quality, Reporting
 - Quality Management Plan (ensures our RailPros Standard Quality Plan is adhered to)
 - Update to Baseline Schedule

Task Assumptions

- Assumes **6** month period for addition of architectural– addition to Camarillo ADA Improvements project.
- Attend and lead **7** Meetings with providing Agendas and Minutes (**2** Meetings with Design Team, **3** Meetings with VCTC).

Task Assumptions and Exclusions

- Assume all meetings are held virtually (includes preparations, agenda, meeting minutes, actions items, and follow-up)
- Assume no site visits are required or in-person meeting.

Task 2 Preliminary Engineering and Final Design

Assumptions:

- RailPros team will add architectural services where the station is in need to incorporate decorative features. **2** Submittals – 100 pct and IFB.

2.1 Architectural Design

The site has decorative features such as walkway patterns, colored concrete, decorative tile. Architectural sheets will be developed to seamlessly match the rest of the station in the areas where existing decorative features will be removed due to the hardscape improvements by the project.

Activities and Deliverables

- Architectural Notes, Abbreviations, and Schedules (x1 Sheet)
- Architectural Overall Platform Plan (x1 Sheet)
- Architectural Hardscape Vehicular Entry Enlargement Plan (x1 Sheet)
- Architectural Details (x1 Sheet)
- Specifications and Estimates

2.2 PS&E Submittal Support

Activities and Deliverables

- **1** Round of VCTC Review
- Architectural Comment Review Responses. Refine, Revise, and Submit (10 Sheets)
- QAQC, IDR, and Design Reviews (**2** Rounds)
- IFB Submittal to VCTC

Task 3 Bid Support

RailPros and AVA will respond to additional questions during bidding phase of the project. This effort will support existing Bid Support services due to the addition of the architectural discipline.

Activities and Deliverables

- Questions and Answer to bidders (Assuming AVA responding up to **2** questions)

Exclusions

- Excludes preparing SCRRRA DPM form 29- Bidding and Documents Checklist and Liquidated Damages Form (SCRRRA DPM Form 30)

Task 4 Design Support During Construction (DSDC)

RailPros and AVA will add additional coordination for review of architectural submittals and RFI's during construction phase. This effort will support existing DSDC services due to the addition of the architectural discipline.

Activities and Deliverables

- Request for Information (Assuming AVA reviewing up to 4 RFIs)
- Architectural Submittal Review and Response (Assuming AVA reviewing up to 4 Submittals)

Exclusions:

- Excludes Review or coordination of Warranties, Maintenance Manuals, Permits, etc.
- Excludes Construction Management Services, which include but are not limited to reviewing pay applications, invoices, values engineer phasing changes, change orders, etc.
- Excludes any emergency field support in its entirety
- Excludes all construction monitoring and field inspection services for QA QC. (Performed by others)
- Excludes review of Contractor and or subcontractor invoices, pay items reports (will be performed by others)
- Excludes any acceptance and any walk-through (will be handled by others)
- Excludes any and all railroad coordination, ROW, services easements license, agreements
- Excludes Construction Schedule changes and updates (performed by others)
- Excludes Construction ROE and it will be obtained by the Contractor
- Excludes all Construction Flagging. During the Construction phase, if the Contractor elects to hire RailPros for flagging services, this will be billed under a flagging contract directly between the Contractor and RailPros field services.
- Excludes Survey: staking, tie-in, confirmation survey, PTC, As built., etc
- Excludes geotechnical and potholing services
- Excludes addressing unforeseen conditions
- Excludes any changes to any/all documents from the design phase, including reports, estimates, matrices, lists, tables, checklists, specifications, etc.
- If elective alternative design or phasing options are (submitted by the Contractor) to be incorporated into the plan, then this will require a review and evaluation of our scope and fee, accordingly, excluded herein.