



June 14, 2021

Peter Ramey, PE - Project Engineer
City of Corona
400 S. Vicentia Avenue, Suite 310
Corona CA 92882

Project No.: IR-19107

RE: McKinley Grade Separation Project – Additional Work Request No. 1

Dear Peter:

Mark Thomas is submitting the Additional Work Request to provide the following additional services associated with the McKinley Street Grade Separation Project ("Project"):

- Project Management: Conduct additional documentation and lead multiple meetings with various agencies, the internal design and construction Project Development Team, City Council, property owners, and utility owners throughout the remaining project.
- Procurement: Preparation of the advertisement and procurement documentation to solicit multiple contractors/professional services and lead interviews / procurement through execution of agreements.
- Eminent Domain/Right of Way Support: Lead additional Resolution of Necessity Hearings, provide as necessary direction and support to the City's eminent domain counsel Best, Best and Kreiger, LLP ("BBK") during miscellaneous trials and hearings, and development of the Caltrans Right of Way Certification documentation.
- Public Outreach Support: Develop the presentations and lead public outreach / business outreach meetings.
- Utility Agreements / Coordination: Develop utility agreements and additional coordination with miscellaneous utility agencies.
- Riverside County Cooperative Agreement: Preparation of the cooperative agreement and coordination with the County through execution due to the portion of the Project within County jurisdiction.

These additional services are not included with the June 19th, 2019 Professional Services Agreement with the City for the McKinley Grade Separation Project (City Project Number 2012-12). The additional services include services previously completed at the direction of the City and anticipated future requirements necessary to complete the Project. Please note a preliminary version of this was provided to Tom Koper in December, 2020.

This is our request to amend the existing Professional Services Agreement through a contract change order.



McKinley Grade Separation Project – Additional Work Request No. 1
Project No.: IR-19107

We look forward in continuing to work with you on this project and thank you for your assistance in this matter. Should you have any questions or concerns please do not hesitate to contact me at (805) 701-9427 or through email at djohnson@markthomas.com or Josh Cosper at (951) 870-3094 or through email at jcosper@markthomas.com.

Sincerely,

MARK THOMAS



Darin Johnson, PE
Division Manager / Project Manager

Attachments: Scope of Services/Fee Proposal



McKinley Grade Separation Project – Additional Work Request No. 1
Project No.: IR-19107

ATTACHMENT “A”

SCOPE OF SERVICES / FEE SCHEDULE



(909) 291-7246
10630 TOWN CENTER DRIVE, SUITE 117
RANCHO CUCAMONGA, CA 91730

MARKTHOMAS.COM

SCOPE OF SERVICES

Task 4.1 Additional Project Management

As part of our July, 2019 Professional Services Agreement, Mark Thomas included the following services:

- Focus Meetings (R/W): 26
- Stakeholder/Property Owner/Utility Owner Meetings: 24
- City Council Meetings: 16

The following have been completed to date:

- Focus Meetings (R/W): 40
- Stakeholder/Property Owner/Utility Owner Meetings: 65
- City Council Meetings: 22

Additional meetings required were due to the following:

- Utility owners were non-responsive early in the project development and required significantly more bi-monthly meetings to coordinate their relocation efforts.
- The City's Right of Way consultant Paragon Partners, LLC ("Paragon") required assistance in communicating Project design issues and impacts to property and business owners without Mark Thomas to outline the design and construction elements.
- With the right of way schedule staggered throughout the beginning, it required more meetings to establish just compensation, discuss administrative settlements, and litigation issues.
- Unanticipated rise in miscellaneous materials costs and the limited availability of steel has required additional workshops with the City and City's Construction Management consultant Falcon Engineering Services, Inc. ("Falcon") to identify risk mitigation plans.

The following is included in this task:

4.1.1 – Focus Meetings (R/W and Construction Management Workshops)

Mark Thomas will conduct Right of Way Focus Meetings with the City, BBK, and Paragon to review project Impacts, outline acquisition and eminent domain strategies, establish the schedule, and outline appraisal instructions. Additionally, Mark Thomas will conduct Construction Management Work Shops with the City and Falcon to review constructability elements, identify potential cost and time saving strategies to offset market trends, and develop alternative schedules. Each meeting includes including preparation of Agendas and distribution of Meeting Minutes/Action Items, as necessary.

The following deliverables were included within the scope:

- *Previously Completed Additional Focus Meetings (14 total) including Agendas, Meeting Minutes and Action Items.*
- *Anticipated Focus Meetings (4 total) including Agendas, Meeting Minutes and Action Items.*



McKinley Grade Separation Project – Additional Work Request No. 1
Project No.: IR-19107

4.1.2 – Miscellaneous Stakeholder/Property Owner/Utility Meetings

Mark Thomas will conduct Meetings with miscellaneous stakeholders including property owners, tenants, BNSF, utility owners, Caltrans, the County of Riverside, California Transportation Commission, and other jurisdictional agencies.

The following deliverables were included within the scope:

- *Previously Completed Additional Meetings (41 total).*
- *Anticipated Additional Meetings (60 total) including Agendas, Meeting Minutes and Action Items.*

4.1.3 – City Council Meetings

Mark Thomas will prepare Staff Reports and Presentations as necessary to conduct City Council Meetings for both closed and open session hearings for Project approvals, administrative settlements with property and business owners, and to provide as necessary Project updates for schedule or key issues.

The following deliverables were included within the scope:

- *Previously Completed Additional City Council Meetings (6 total).*
- *Anticipated Additional City Council Meetings (20 total) including Agendas, Meeting Minutes and Action Items.*

Task 4.2 Procurement

Mark Thomas did not include any development and preparation of any Requests for Proposals (“RFPs”), Requests for Qualifications (“RFQs”), or Notice of Inviting Bids (“NIBs”) to solicit services as it was not a requested scope of the original RFP Number 19-026CA. It was generally assumed the City would provide these services, however when these services were necessary to be complete (between November 2020 and March 2021), multiple City in transition searching for multiple key City staff (the Public Works Director and Project Engineer) who previously retired.

4.2.1 – Construction Management and Construction Inspection Services

Mark Thomas developed the RFP to solicit construction management and inspection services and bid administration services including developing the advertisement notice, providing responses to questions and clarification requests (3 total) during the bidding, and evaluation of six (6) proposals submitted in response to the RFP. Additionally, Mark Thomas conducted the reference evaluations, led interviews with the City and RCTC for the three (3) shortlisted firms, and developed documentation to justify the selection of Falcon. Lastly, Mark Thomas prepared the staff report and led the presentation/responses to Council seeking award of contract.

The following deliverables were included within the scope:

- *RFP, RFP Addenda (3 total), Proposal Acceptance/Rejection, Interview Q/A, Reference Responses, and Notice of Intent to Award*



McKinley Grade Separation Project – Additional Work Request No. 1
Project No.: IR-19107

4.2.2 – Construction Contractor Prequalification

Although most City bids for construction do not typically require a pre-qualification process, this was a necessity due to the specialty construction and steel erection / fabrication involved with this Project. Mark Thomas developed the RFQ to establish a qualified list of contractors, contractor's project managers, and steel fabrication/erection sub-consultants authorized to submit a response to the future Notice of Inviting Bids ("NIB") for the Project construction. Mark Thomas also led the bid administration services including developing the advertisement notice, providing responses to questions and clarification requests (4 total) during the bidding, and evaluation of twelve (12) qualification packages submitted in response to the RFQ. Additionally, Mark Thomas conducted the reference interviews (48 total) and developed documentation to justify the prequalified list recommendation. Lastly, Mark Thomas prepared the staff report and led the presentation/responses to Council seeking approval for the prequalified list.

The following deliverables were included within the scope:

- *RFQ, RFQ Addenda (4 total), Reference Interview Q/A, Submittal Response Letters, and Prequalified List.*

4.2.3 – Demolition Services

Mark Thomas developed the NIB to solicit bids for demolition services to remove the Denny's and Outback buildings including preparation of the advertisement notice, providing responses to questions and clarification requests during the bidding (2 total), and evaluation of two (2) bids submitted in response to the NIB. Lastly, Mark Thomas prepared the staff report and led the presentation/responses to Council seeking award of contract.

The following deliverables were included within the scope:

- *NIB, NIB Addenda (2 total), and Notice of Intent to Award*

Task 4.3 Eminent Domain and R/W Acquisition Support

4.3.1 – Additional Resolution of Necessity Hearings / Support

Mark Thomas originally included up to four (4) Resolution of Necessity Hearings as it was generally assumed only four properties would not settle voluntarily. To date, Mark Thomas has conducted Resolution of Necessity hearings for twelve (13) properties.

The following deliverables were included within the scope:

- *Staff Report, Presentations and Resolution of Necessity Hearings for nine (9) parcels.*

4.3.2 – Final Orders of Condemnation Trial / Case Support

Mark Thomas will provide support to BBK and the City during possession/final orders of condemnation hearings with Riverside Superior Court was not included in the original scope of services. This task includes acting as the City's engineer of record responsible to represent (not as legal counsel, only for engineering and right of way acquisition decisions made for the project) the City during court



McKinley Grade Separation Project – Additional Work Request No. 1
Project No.: IR-19107

hearings for possession, mediation, and final orders of condemnation. Mark Thomas provided as needed support and documentation on nine (9) properties with a court hearing for possession. It is assumed up to five (5) properties will require final orders of condemnation and four (4) properties in will require mediation efforts, all of which will require Mark Thomas to support BBK and the City. Due to the retirement of key City Personnel, it was determined by the City's Legal staff and BBK to utilize Mark Thomas in this capacity to preserve critical information and history with the decisions made by the City and Mark Thomas.

The following deliverables were included within the scope:

- *Supporting Information and Exhibits for Declarations, Stipulations, and Pleadings*
- *Up to Eighty Hours (Sr. Project Manager) for Depositions / Interviews Related to Possession and Final Orders of Condemnation Hearings.*
- *Coordination/Meetings/Oversight for Technical Design/Construction Experts Procured by BBK to support Possession and Final Orders of Condemnation Hearings.*

4.3.3 – R/W Certification Development

Preparation of Caltrans R/W and Utility Certification documentation was not included in the original scope of services. This was originally included in Paragon's scope of work, however it was more efficient to remove these services due to the multidisciplinary information including pertinent utilities coordination, railroad, demolition, and litigation information necessary to be included the Caltrans Right of Way Certification Submittal per the Caltrans Right of Way Manual requirements. Mark Thomas will prepare the Caltrans Right of Way Certification Submittal and coordination through Caltrans District 8 for approvals and conduct up as necessary meetings with the District Utilities, Right of Way, and Railroad Leads for clarifications and supplemental information.

The following deliverables were included within the scope:

- *Caltrans Right of Way Certification Submittal.*

Task 4.4 Public Outreach Support

4.4.1 – Public Outreach Support

Participation/conducting public outreach meetings/forums was not included in the original scope of services. Mark Thomas developed presentations with corresponding scripts, conducted rehearsals with pertinent City staff, reviewed documentation/flyers/exhibits/brochures with the public outreach consultant, and developed responses to questions from the public for the following meetings:

- November 17, 2020 Public Outreach Meeting to the Community
- November 3 – 12, 2020 Business Outreach 1 on 1s (Up to 5)
- May 4, 2021 Public Outreach Meeting to the Community

The following deliverables were included within the scope:

- *Power Point Presentations (3), Scripts, Responses to Public Questions*



McKinley Grade Separation Project – Additional Work Request No. 1
Project No.: IR-19107

- *QA/QC of Miscellaneous Outreach Documentation and Advertisements*
- *Coordination with City and Public Outreach Consultant*

Task 4.5 Utility Agreements/Coordination

Preparation of utility agreements and utility agreement amendments was not included in the original scope of services. Riverside Public Utilities (“RPU”) has superior rights to the City’s ownership of McKinley Street Right of Way as they have water rights dating back to the late 1800s. As a result, the City is responsible for all costs associated with the relocation of their facilities due to the impacts from the Project. RPU opted to prepare standalone plans, specifications, and contract documents, and administer the construction of all relocation prior to the construction of the Project.

Western Municipal Water District (“WMWD”) is located within McKinley Street right of way per statutory franchise agreement rights under the laws defined in the California Public Utilities Code. As a result, WMWD is responsible for all costs associated with the relocation of their facilities due to impacts from the Project. WMWD opted to have the City administer the construction and relocation of their facilities with the construction of the Project.

Southern California Edison (“SCE”) owns electrical service line and transformer facilities within the Food 4 Less shopping center that will be impacted by the Project located within existing private easements owned by SCE. As a result, the City is responsible for all costs to relocate the service line and transformer facilities as impacted by the Project.

All three relocation efforts listed above involve reimbursement from either the utility purveyor to the City or the City to the utility purveyor. Additionally, the utility purveyors and the City will require responsibilities and covenants each shall be responsible during the relocation of each utility facility. Consistent with Caltrans Right of Way Manual and the City of Corona policies, each relocation will require a cooperative agreement between the City and utility purveyor that define reimbursement, payment, responsibilities and covenants, rights allowed after construction, right of way acquisition, and other pertinent terms necessary to facilitate the relocation. Each will likely require an amendment that extends either time, adds compensation, or identifies unforeseen change conditions after the commencement of construction.

4.5.1 – Completed Utility Agreements (RPU / WMWD)

Mark Thomas prepared utility agreements with both WMWD and RPU, including circulation through both agencies legal counsel for comments and approvals, and preparation of supplemental Information including maps, exhibits, schedules, cost estimates. Additionally, Mark Thomas developed staff reports and conducted City Council meetings to gain approval to execute these agreements.

The deliverables on the following page were included within the scope:

- *Utility Agreements (2) and Coordination for Approvals*

4.5.2 – Additional Utility Agreements/Amendments



McKinley Grade Separation Project – Additional Work Request No. 1
Project No.: IR-19107

Mark Thomas will support final utility coordination/relocation planning efforts, including the preparation of one (1) additional utility cooperative agreements between Southern California Edison and the City. Additionally, Mark Tomas will review of all bids, receipts, change orders, invoices, and construction cost/administrative information for each of the three (3) utility owners with agreements to establish true final reimbursement/compensation amounts. Mark Thomas will also prepare up to three (3) utility agreement amendments to close out all utility relocation tasks associated with the original cooperative/reimbursement agreements.

The following deliverables were included within the scope:

- *Utility Agreement (1)*
- *Review / Processing of Bids, Receipts, Change Orders, Invoices, and Construction Cost/Administrative Documentation for Up to Three (3) Utility Agreements*
- *Preparation and Processing of Up to Three (3) Utility Agreement Amendments*

Task 4.6 Riverside County Cooperative Agreement

To enact eminent domain and utility franchise rights agreements for areas outside of the City's jurisdiction, the City must enter into a cooperative agreement with Riverside County pursuant to California Code of Civil Procedure section 1240.140. Mark Thomas led the development of the cooperative agreement in November, 2019 and coordinated with the City and Riverside County through City Council / Board of Supervisor's approvals to have the agreement executed by each agency.

4.6.1 – Complete Riverside County Cooperative Agreement

Mark Thomas developed a cooperative agreement, including exhibit preparation, coordination with the City and County's legal counsel, and development of staff reports for approvals from the Corona City Council and Riverside County Board of Supervisors.

The following deliverables were included within the scope:

- *Cooperative Agreement*



McKinley Grade Separation Project – Additional Work Request No. 1
Project No.: IR-19107

ATTACHMENT “B”


FEE SCHEDULE



(909) 291-7246
10630 TOWN CENTER DRIVE, SUITE 117
RANCHO CUCAMONGA, CA 91730

MARKTHOMAS.COM

COST PROPOSAL FOR PROJECT SCOPE: McKinley Street Grade Separation Project Management Services - Additional Services

<div></div>	Mark Thomas															Subconsultants			TOTAL COST
	Sr. Principal \$463	Project Manager \$362	Engineering Manager \$310	Sr. Technical Lead \$259	Technical Lead \$213	Design Engineer II \$140	Technician \$99	Sr. R/W Engineering Manager \$245	Sr. Utility Coordinator \$182	Sr. R/W Coordinator \$182	Sr. LAUD Division Manager \$268	Sr. Funding Specialist \$169	Sr. Graphic Designer \$128	Total Hours	Total MT Cost	GPA	MONUMENT (R/W)	STK, INC. (R/W)	
ADDITIONAL SERVICES																			
4.1 ADDITIONAL PROJECT MANAGEMENT																			
4.1.1 Focus Meetings (R/W and Construction Management)		72		72										144	\$44,712				\$44,712
4.1.2 Miscellaneous Stakeholder/Property Owner/Utility Meetings		100		240				24	24					388	\$108,608				\$108,608
4.1.3 City Council Meetings		40		80				40	24					184	\$49,368				\$49,368
Subtotal Phase 4.1	0	212	0	392	0	0	0	64	48	0	0	0	0	716	\$202,688	\$0	\$0	\$0	\$202,688
4.2 PROCUREMENT																			
4.2.1 Construction Management & Inspection Services		20		80		24								124	\$31,308				\$31,308
4.2.2 Construction Contractor Prequalification		20		120		24								164	\$41,668				\$41,668
4.2.3 Demolition Services		8		40		60								108	\$21,627				\$21,627
Subtotal Phase 4.2	0	48	0	240	0	108	0	0	0	0	0	0	0	396	\$94,604	\$0	\$0	\$0	\$94,604
4.3 EMINENT DOMAIN AND R/W ACQUISITION SUPPORT																			
4.3.1 Additional Resolution of Necessity Hearings/Support		20		40						100				160	\$35,803				\$35,803
4.3.2 Final Order of Condemnation Trial/Case Support		40		280						560				880	\$188,937				\$188,937
4.3.3 Right of Way Certification Development				20						80				100	\$19,742				\$19,742
Subtotal Phase 4.3	0	60	0	340	0	0	0	0	0	740	0	0	0	1140	\$244,482	\$0	\$0	\$0	\$244,482
4.4 PUBLIC OUTREACH SUPPORT																			
4.4.1 Public Outreach Support		24		80										104	\$29,408				\$29,408
Subtotal Phase 4.4	0	24	0	80	0	0	0	0	0	0	0	0	0	104	\$29,408	\$0	\$0	\$0	\$29,408
4.5 UTILITY AGREEMENTS/COORDINATION																			
4.5.1 Completed Utility Agreements (RPU / WMWD)		4		40					120					164	\$33,648				\$33,648
4.5.2 Additional Utility Agreements / Amendments		4		40					80					124	\$26,368				\$26,368
Subtotal Phase 4.5	0	8	0	80	0	0	0	0	200	0	0	0	0	288	\$60,016	\$0	\$0	\$0	\$60,016
6.0 RIVERSIDE COUNTY COOPERATIVE AGREEMENT																			
6.1 Completed Riverside County Cooperative Agreement		8		40						60				108	\$24,178				\$24,178
Subtotal Phase 6	0	8	0	40	0	0	0	0	0	60	0	0	0	108	\$24,178	\$0	\$0	\$0	\$24,178
TOTAL HOURS - ADDITIONAL SERVICES	0	360	0	1172	0	108	0	64	248	800	0	0	0	2752	\$655,376				\$655,376