Today’s Topics

• Review Mandate of the ECCB
• Reading of the Bylaws
• Contingency 101
• Locally Requested Capital Investments
Review Mandate of the ECCB
ECCB Mandate

- Aug 19, 2014 HCRRA Board
- Aug 20, 2014 CTIB Board
- SWLRT Project Contingency Management
  - Approve change orders, project requirements, contracts and contract cost increases > $250,000
  - Approve scope deferrals and LRCIs > $75,000
  - Review at regular intervals all change orders < $250,000
Scope Deferral or LRCI Criteria for Local Funding*

- Improve benefits to the regional system
- Improve connectivity to the community by increasing ridership
- Increase safety and security for patrons
- Reduce operating costs

*LRCI must meet one or more criteria
Non Voting Membership
First Reading of the Bylaws
Bylaws

• Quorum
  ▪ Minimum of three of the five voting members

• Voting
  ▪ Majority vote of the quorum present

• Regular meetings

• Special meetings

• Emergency meetings
  ▪ Quorum in an emergency

• Minutes, books, and records
Contingency 101
Contingency

• Definition
  ▪ Amount set aside in project budget that accounts for project risks

• FTA sets levels and hold points

• Contingency is a percentage of total construction, right of way, light rail vehicles, and project administration budgeted cost
Current Project Budget: Sources of Funding

- **50% $827 million** (CTIB)
- **30% $496 million** (HCRRA)
- **10% $165 million** (State)
- **10% $165 million** (FTA)

**Total: $1.65 Billion**

**$705 Million Committed Locally**
Potential Contingency Hold Points*

<table>
<thead>
<tr>
<th>Phase Description/Milestones</th>
<th>Hold Point</th>
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</thead>
<tbody>
<tr>
<td>Project Development</td>
<td>25-30%</td>
</tr>
<tr>
<td>Entry into Engineering (Budget Fixed)</td>
<td>20%</td>
</tr>
<tr>
<td>FFGA</td>
<td>15%</td>
</tr>
<tr>
<td>20% Construction</td>
<td>12%</td>
</tr>
<tr>
<td>50% Construction</td>
<td>10%</td>
</tr>
<tr>
<td>75% Construction</td>
<td>8%</td>
</tr>
<tr>
<td>90% Construction</td>
<td>6%</td>
</tr>
<tr>
<td>Revenue Operation Date</td>
<td>5%</td>
</tr>
</tbody>
</table>

*Hold points are shown for example purposes; actual hold points to be determined with consultation with FTA
### Categories Considered for Contingency

<table>
<thead>
<tr>
<th>Unforeseen Construction Change Orders</th>
<th>Project Requirements/Exposures</th>
<th>Locally Requested Capital Investments</th>
</tr>
</thead>
</table>

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Unforeseen Construction Change Orders

• Definition
  ▪ Written authorization to a contractor for addition, deletion, or revision of work within general scope of a construction contract

• Examples
  ▪ Change in field conditions
  ▪ Owner initiated changes

• Reserve of contract value
Project Requirements/Exposures
Project Requirements/Exposures

• **Definition**
  - Project scope elements that are commitments and risk items documented in the NEPA Record of Decision

• **Examples**
  - Commitments through agreements
  - Commitments toward start-up costs
  - Items that may exceed base budget: construction, ROW, force account
Locally Requested Capital Investments
Locally Requested Capital Investments

• Definition:
  - Improvements to a level beyond what is required for the functionality of the project

• Framework:
  - Not part of the approved project budget (i.e., below the line) but could be included as part of construction bid packages
  - Requires environmental clearance through the project
  - **Assumes 100% non-FFGA local funding**
Southwest LRT Locally Requested Capital Investments (LRCIs): Eden Prairie

LRCI Requestors
- Eden Prairie
- Hennepin County

General LRCIs (not shown)
4. Tapered tubular catenary poles
6. Decorative fencing and bridge railing
10. Public plazas at stations
27. Fiber-optic conduit
Southwest LRT Locally Requested Capital Investments (LRCIs): Minneapolis

![Map of Southwest LRTLocally Requested Capital Investments (LRCIs): Minneapolis](image)

**LRCI Requestors**
- **Minneapolis**
- **Hennepin County**

**General LRCIs (not shown)**
- Fiber-optic conduit

**Locations**
- Minneaplis
- Hennepin County

**Stations**
- West Lake Station
- 21st Street Station
- Van White Station
- Royalston Station
- Target Field Station

**Map Extent**
- Extent of Main Map

**Legend**
- 0 0.25 0.5 Miles

**Date**
- 18 Dec. 2014

**Note**
- DRAFT / WORK IN PROGRESS
Locally Requested Capital Investments
Process: Non-FFGA Funding*

<table>
<thead>
<tr>
<th>Event</th>
<th>Timeline</th>
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</thead>
<tbody>
<tr>
<td>Project partners request LRCIs</td>
<td>Sept 2014</td>
</tr>
<tr>
<td>SPO evaluates LRCI impacts on project schedule</td>
<td>Oct 2014</td>
</tr>
<tr>
<td>Project partners identify funding</td>
<td>Nov/Dec 2014</td>
</tr>
<tr>
<td>Execute Master Funding Agreement</td>
<td>Q4 2014/Q1 2015</td>
</tr>
<tr>
<td>Execute Subordinate Funding Agreement for design and environmental</td>
<td>Q4 2014/Q1 2015</td>
</tr>
<tr>
<td>Conduct Environmental Reviews</td>
<td>Q1 2015</td>
</tr>
<tr>
<td>Complete Design</td>
<td>Q4 2015</td>
</tr>
<tr>
<td>Execute Subordinate Funding Agreement for construction costs</td>
<td>Q1/Q2 2016</td>
</tr>
<tr>
<td>Construction</td>
<td>2016-2018</td>
</tr>
</tbody>
</table>

*Non-FFGA Funding could include local funds, federal or state grant secured by others, or other funding source outside of the approved project budget.
Next Steps

• Hold Jan 2015 meeting:
  - Adopt Bylaws
  - ECCB establishes eligible list of LRCIs
More Information

Online:
www.SWLRT.org

Email:
SWLRT@metrotransit.org

Twitter:
www.twitter.com/southwestlrt
<table>
<thead>
<tr>
<th>Requestor</th>
<th>ID#</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>Locally Requested Capital Investments: Eden Prairie and Hennepin County</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Eden Prairie</td>
<td>1</td>
<td>New north-south road from Town Center Station to Singletree Lane</td>
</tr>
<tr>
<td>Eden Prairie</td>
<td>2</td>
<td>New trail from Golden Triangle Station south to connect to existing trail to Valley View Road</td>
</tr>
<tr>
<td>Eden Prairie</td>
<td>3</td>
<td>New trail from Prairie Center Drive and the Highway 212 off-ramp to Southwest Station</td>
</tr>
<tr>
<td>Eden Prairie</td>
<td>4</td>
<td>Tapered tubular catenary poles throughout Eden Prairie</td>
</tr>
<tr>
<td>Eden Prairie</td>
<td>5</td>
<td>Decorative street lighting on Technology Drive and at Town Center Station</td>
</tr>
<tr>
<td>Eden Prairie</td>
<td>6</td>
<td>Decorative fencing and bridge railing (upgrade over base design) throughout Eden Prairie</td>
</tr>
<tr>
<td>Eden Prairie</td>
<td>7</td>
<td>Planter boxes along Technology Drive and Eden Road</td>
</tr>
<tr>
<td>Eden Prairie</td>
<td>8</td>
<td>Enhanced aesthetics of LRT bridges over Prairie Center Drive, Shady Oak Road and Valley View Road</td>
</tr>
<tr>
<td>Eden Prairie</td>
<td>9</td>
<td>Embedded LRT track on Eden Road from Glen Lane to the new north-south road</td>
</tr>
<tr>
<td>Eden Prairie</td>
<td>10</td>
<td>Public plazas at Eden Prairie stations</td>
</tr>
<tr>
<td>Eden Prairie</td>
<td>11</td>
<td>Extension of Technology Drive improvements approximately 150 feet beyond road modifications required for Project</td>
</tr>
<tr>
<td>Hennepin Co.</td>
<td>26</td>
<td>New trail between LRT track and CSAH 61 from Technology Drive to Valley View Road</td>
</tr>
<tr>
<td>Hennepin Co.</td>
<td>27</td>
<td>Conduit for fiber-optic line installed along the length of the corridor</td>
</tr>
<tr>
<td>Locally Requested Capital Investments: Minnetonka, Hopkins and Hennepin County</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Minnetonka</td>
<td>12</td>
<td>Extension of 17th Avenue from Shady Oak Station south to K-Tel Drive (includes necessary utility connections)</td>
</tr>
<tr>
<td>Minnetonka</td>
<td>13</td>
<td>Accommodation of potential future infill station at Smetana Road (includes platform foundation and direct fixation track)</td>
</tr>
<tr>
<td>Hopkins</td>
<td>14</td>
<td>New water and sanitary sewer under portion of 17th Avenue included in the Project base</td>
</tr>
<tr>
<td>Hopkins</td>
<td>15</td>
<td>Bury power lines along the trail between 8th and 5th Avenues</td>
</tr>
<tr>
<td>Hopkins</td>
<td>16</td>
<td>New pedestrian lighting along the trail alignment from Jackson Avenue to Blake Road</td>
</tr>
<tr>
<td>Requestor</td>
<td>ID#</td>
<td>Description</td>
</tr>
<tr>
<td>------------------------</td>
<td>-----</td>
<td>------------------------------------------------------------------------------</td>
</tr>
<tr>
<td>Hennepin Co.</td>
<td>27</td>
<td>Conduit for fiber-optic line installed along the length of the corridor.</td>
</tr>
<tr>
<td>Hennepin Co.</td>
<td>28</td>
<td>Grade separated trail crossing at Blake Road</td>
</tr>
<tr>
<td><strong>Locally Requested Capital Investments: St. Louis Park and Hennepin County</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>St. Louis Park</td>
<td>17</td>
<td>Xenwood Avenue underpass near Wooddale Station</td>
</tr>
<tr>
<td>St. Louis Park</td>
<td>18</td>
<td>Beltline Boulevard underpass at rail and trail crossings near Beltline Station</td>
</tr>
<tr>
<td>St. Louis Park</td>
<td>19</td>
<td>Circulation and access improvements at Beltline Station</td>
</tr>
<tr>
<td>Hennepin County</td>
<td>27</td>
<td>Conduit for fiber-optic line installed along the length of the corridor</td>
</tr>
<tr>
<td>Hennepin County</td>
<td>29</td>
<td>Grade separated trail crossing at Wooddale Avenue</td>
</tr>
<tr>
<td>Hennepin County</td>
<td>30</td>
<td>Grade separated trail crossing at Beltline Boulevard</td>
</tr>
<tr>
<td><strong>Locally Requested Capital Investments: Minneapolis</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Minneapolis</td>
<td>20</td>
<td>Improvements based on outcomes and recommendations from the West Lake Station area-wide multi-modal traffic study</td>
</tr>
<tr>
<td>Minneapolis</td>
<td>21</td>
<td>Enhanced bike facilities at all stations including additional bike parking, pumping stations, and all-weather storage facilities</td>
</tr>
<tr>
<td>Minneapolis</td>
<td>22</td>
<td>On-street bike improvements connecting 21st St station to Hennepin Ave via Penn Ave., including lane striping, shared lane or bike boulevard markings, route signage and wayfinding</td>
</tr>
<tr>
<td>Minneapolis</td>
<td>23</td>
<td>Relocate Cedar Lake Trail west of Van White Station to be parallel to and adjacent with minimum clear distance of the LRT alignment</td>
</tr>
<tr>
<td>Minneapolis</td>
<td>24</td>
<td>Extend off-street bike improvements along Dunwoody Blvd from Linden Ave to Hennepin Ave., including lighting under I-94 Bridge at Hennepin and Lyndale Avenues</td>
</tr>
<tr>
<td>Minneapolis</td>
<td>25</td>
<td>Improve Cedar Lake Trail underpass lighting at the I-394, I-94, and Royalston/12th St. bridges</td>
</tr>
<tr>
<td>Hennepin Co.</td>
<td>27</td>
<td>Conduit for fiber-optic line installed along the length of the corridor</td>
</tr>
<tr>
<td>Hennepin Co.</td>
<td>31</td>
<td>Steam line to connect Hennepin Energy Recovery Center (HERC) to the Farmers Market area of the North Loop neighborhood</td>
</tr>
</tbody>
</table>
1.0 Name

The name of this board shall be the Executive Change Control Board ("ECCB").

2.0 Purpose

The purpose of the ECCB is to ensure orderly and appropriate coordination of significant changes to the project baseline cost, including the use of Project Cost Contingency, relating to the Southwest Light Rail Transit Project ("Project"). Specifically, the purpose of the ECCB is to:

A. To approve all change orders, project requirements, contracts and contract cost increases of $250,000 or more, as well as changes to project schedule that will delay the revenue service date.
B. To approve the use of contingency funds for all scope deferrals/enhancements/enrichments, including but not limited to joint development, and Locally Requested Capital Investments (LRCIs) costing $75,000 or more. Only LRCIs that use contingency are subject to ECCB approval.
C. To review at regular intervals all change orders less than $250,000.

3.0 Guiding Principles

A. The ECCB will act in a timely manner to avoid delays in project delivery.
B. When considering approval of the use of contingency funds, the ECCB may consider such factors as the ECCB deems relevant, including but not limited to known and unknown project costs or schedule risks, current circumstances, the potential need for contingency funds to complete the project, the amount of remaining contingency and known or potential competing demands for the funds.
C. Scope deferrals/enhancements/enrichments or LRCIs are eligible to be funded only if the proposed improvement results in a regional system benefit, improves connectivity to the community with a resultant increase in ridership or safety and security for patrons, or reduces operating costs.

4.0 Effect of Bylaws

These Bylaws are intended to give effect to the Procedures for SWLRT Project Contingency Management, adopted on August 15, 2014 by the Counties Transit Improvement Board (CTIB) in Resolution #49-2014, and on August 6, 2014 by the Hennepin County Regional Railroad Authority (HCRRA) in Resolution No. 14-
HCRRA-0050. These Bylaws shall become effective upon approval by the ECCB and shall continue in full force and effect until such time that project construction close-out is complete. In the event of any inconsistency between these Bylaws and applicable resolutions of CTIB or HCRRA, the resolutions shall govern.

5.0 Structure of ECCB

5.1.1 Representatives

Representation on the ECCB shall include the following voting and non-voting representatives:

VOTING REPRESENTATIVES

| Hennepin County Regional Railroad Authority (HCRRA) Commissioner |
| Three Counties Transit Improvement Board (CTIB) Commissioners |
| One Metropolitan Council Member |

NON-VOTING REPRESENTATIVES

| Hennepin County |
| Eden Prairie |
| Hopkins |
| Minneapolis |
| Minnetonka |
| St. Louis Park |
| MnDOT |

Each member shall appoint one or more alternates to serve in the event the representative is unable to fulfill his or her duties. CTIB and HCRRA alternates shall be county commissioners. The Metropolitan Council alternates shall be a council member.

Representatives shall not receive expenses, per diem or any salary from CTIB for their services.

5.1.2 Quorum

A minimum of three of the five voting representatives shall constitute a quorum, except as stated in 6.1.2 Emergencies. The quorum shall be determined by the number of people present without regard to weighted voting rights at CTIB.

5.1.3 Voting

The ECCB shall function by majority vote of the quorum present at the meeting. Each voting representative shall be entitled to one vote without regard to
weighted voting rights at CTIB. If a representative is absent, the appointed alternate may exercise the voting rights for the representative.

5.1.4 Officers

The Metropolitan Council Member shall be the chair of the ECCB. The ECCB may elect a Vice-Chair from the membership of the ECCB.

These officers shall perform the duties prescribed below and by the parliamentary authority adopted by the ECCB. Such duties shall include:

- The Chair shall provide, or cause to be provided, notice of meetings or cancellations, set the agenda, and preside at all meetings.
- The Vice-Chair shall perform the duties of the Chair in the absence of the Chair.

5.1.5 Technical Advisory Group

The ECCB may establish a technical advisory group consisting of staff representatives of the voting and non-voting members of the ECCB. The technical advisory group must be used solely for technical consultation purposes.

6.0 Meetings and Notice

6.1.1 Regular Meetings

The ECCB shall establish a calendar of regular meeting dates, which may from time to time be changed in the discretion of the ECCB.

The Chair may, at his or her discretion, cancel a regular meeting upon furnishing reasonable notice to each representative.

6.1.2 Emergency Change Orders or Other Emergency Uses of Contingency Funds

6.1.2.1 Emergency Meetings. The Chair may, at his or her discretion, call an emergency meeting where, (1) in the Chair's judgment, circumstances require immediate consideration by the ECCB of a matter subject to the ECCB's jurisdiction; (2) SPO staff have identified a change order or any other requested use of contingency funds where the total spending exceeds $250,000; and (3) the chair believes that either (a) the health and safety of the public, contractors, and/or employees is compromised or likely to be compromised without immediate remedial action or the structural integrity of facilities or infrastructure is threatened and requires immediate action to correct, or (b) the change may impact the contractor's critical path schedule and must proceed immediately to avoid a substantial likelihood that a contractor may have a meritorious and substantial delay claim. No LRCI or scope deferral/enhancement/enrichment of any amount may qualify for consideration under these emergency procedures.
Notice shall be provided as required in the Minnesota Open Meeting Law, Minn. Stat. § 13D.04, subd. 3. A quorum for an emergency meeting is a minimum of two of the following three representatives of ECCB, but one of the two must be a CTIB representative or his/her alternate:

- One CTIB representative or his/her alternate
- The Met Council representative or his/her alternate; and
- The HCRRA representative or his/her alternate

Process for emergency meetings:

1. A likely emergency situation is encountered and the Chair determines that there should be an emergency meeting based on the criteria in the first paragraph of this subsection 6.1.2.1.
2. The SPO Project Director shall immediately provide notice of the meeting as required in Minn. Stat. §13D.04, subd. 3.
3. ECCB meeting shall be held as soon as reasonably possible based on the facts and circumstances but not later than three days after notification is sent to the ECCB voting representatives.

6.1.2.2 Emergency Authorization Without ECCB Action Where a Quorum Cannot Be Timely Assembled. In the event that a quorum cannot be timely assembled for emergency action under section 6.1.2.1, change orders or contracts will be subject to approval using a Two Part Change Order system according to the requirements of this section 6.1.2.2. The Two Part Change Order system is defined as follows, and will also apply to the use of contingency for contracts in an emergency situation:

A Two-Part Change order is a Change Order that is issued where the exact scope of the extra work is unpredictable or the cost is indeterminate in nature at the time when the Contractor is directed to proceed with the work. Any changes to Contract Price and/or Contract Time are made and agreed to upon completion of changed work or before completion of the changed work, if possible. Part 1 of the Change Order authorizes the change in scope up to a not-to-exceed price. Part 2 of the Change Order authorizes the Change in Contract Price and/or Contract Time based on either a negotiated price or time and materials expended to complete the work scope.

The ECCB shall designate one of its non-Met Council members to have approval authority for a Part 1 change order or contract request in the following situation: (a) a quorum for an emergency meeting cannot be timely assembled; and (b) in the judgment of the Met Council Regional Administrator a decision must be made before a quorum can be assembled to avoid or remediate either (i) an imminent threat to the health and safety of the public, contractors, and/or employees or to the structural integrity of facilities or infrastructure, or (ii) a substantial likelihood that a contractor may have a meritorious and substantial delay claim. If the above criteria in this subsection 6.1.2.2 are met, a Part 1 change order or contract request may proceed if the ECCB member with designated approval authority provides authorization to the Met Council Regional Administrator. Such
authorization is effective if provided by telephone or email so long as a written signature is obtained within 72 hours. The ECCB shall also designate, in ranked order, additional non-Met Council ECCB members to have such approval authority in the event that the designated ECCB member cannot be timely reached. After any authorization of a Part 1 change order or contract request under this paragraph, the Part 1 change order or contract request shall otherwise proceed by following appropriate procedures established by the Metropolitan Council. At its next meeting, the ECCB shall ratify the actions taken. ECCB approval through its regular process is still required before any Part 2 (final) change order or contract request is approved.

6.1.3 Special Meetings

Special meetings may be called at any time by the Chair, upon notice consistent with Minn. Stat. §13D.04, subd. 2, to consider a use of contingency prior to the next regular meeting.

6.1.4 Minutes and Records

Minutes shall be taken at each regular, special or emergency meeting. The minutes shall document all ECCB actions and shall be approved by the ECCB. The SPO shall be responsible for maintaining a complete and accurate set of all minutes and records. At such time as the SPO may no longer exist, the minutes and records shall be maintained by the Metropolitan Council.

6.1.5 Books and Records

All books shall be retained by the SPO and be available for review by any member during normal hours.

7.0 Parliamentary Authority

The Rules of Parliamentary Procedure and Practice contained in the most recent edition of Robert's Rules of Order Revised shall govern the ECCB in all cases to which they are applicable and in which they are not inconsistent with these Bylaws or any special rules of order the ECCB may adopt and any statutes applicable to this organization or its members. The Chair shall rule on any disputed parliamentary matter, which ruling shall stand unless appealed by a representative of the ECCB present and overruled by a majority vote of those ECCB representatives present.

8.0 Amendments

These Bylaws may be amended at any regular meeting of the ECCB, provided that the amendment has been submitted in writing at the previous regular meeting and that the amendment is not inconsistent with any statutes applicable to this organization.
These Bylaws may be amended only if four of the five representatives agree.

THESE BYLAWS WERE APPROVED BY THE ECCB on the ______, ______

witness the attached minutes reflecting the official action of the ECCB.