

Exhibit “A”, Scope of Services
SunRail
Project Engineering and Administration
Financial Project Number 412994-2-32-04, 412994-8-82-21, 442065-1-82-02

II PROJECT BACKGROUND

The Florida Department of Transportation (Department), in cooperation with the federal government and local officials in Orange, Seminole, Volusia and Osceola counties and the City of Orlando is continuing the SunRail commuter rail transit project that runs along a 61-mile stretch of existing rail freight tracks in the four-county area.

SunRail is being built in two phases, Phase one includes 32-miles from DeBary, in the County of Volusia to Sand Lake Road in Orange County. Construction on Phase 1 was complete in 2014. Phase II will be built in two sections: the north section from DeBary to DeLand expected completion in 2023, and the south section from Sand Lake Road to Poinciana which was completed in 2018. Additional Phases for expanded services to other areas may become part of the work under this contract

The state acquired the 61.5 mile corridor from CSX in 2007. The state is responsible for all operations and maintenance of the corridor, including dispatch of all rail traffic, including freight, during the FDOT funding period. Local governments will assume the operations, maintenance, and the funding commitment afterwards. The local governments approved financing SunRail capital costs, as well as long-term operating and governance agreements.

II CONTRACT PURPOSE

This SunRail Continuing Services for Project Engineering and Administration Contract (CSC for E & A) will provide engineering and administrative support for rail operations and maintenance, oversight of various rail contracts, signal design, Positive Train Control oversight and engineering, and support for on-going rail projects and rail studies. These activities may include but are not limited to engineering, architectural, surveying and mapping, technical, management and administrative services associated with the construction, maintenance, operation and management of the Central Florida Rail Corridor (CFRC) and the SunRail Commuter Rail Service.

The Engineering and Administration Consultant shall function as an extension of the Department's resources by providing qualified technical and professional personnel to perform the duties and responsibilities assigned under the terms of this agreement.

The Engineering and Administration Consultant shall minimize to the maximum extent possible the Department's need to apply its own technical resources to assignments authorized by the Department.

The Department shall request Engineering and Administration Consultant services on an as-needed basis. There is no guarantee that any or all of the services described in this agreement will be

assigned during the term of this agreement. Further, the Engineering and Administration Consultant is providing these services on a non-exclusive basis. The Department, at its option, may elect to have any of the services set forth herein performed by other consultants or Department staff.

II. GENERAL

A. Beginning & Length of Service

Services to be provided by the Engineering and Administration Consultant will be initiated and completed as directed by the Sunrail Chief Operating Officer or designee for each assignment authorized under this agreement. The Project Manager shall furnish the Engineering and Administration Consultant an executed Task Work Order outlining the scope of services to be performed, the fees, and schedule. No payment for work performed shall be made to the Engineering and Administration Consultant until a Task Work Order has been executed (refer to attached Exhibit "B", Method of Compensation).

The contract may be assigned to the Central Florida Commuter Rail Commission pursuant to an assignment that effects a novation and releases the FDOT from being a party to the contract, in which case, the contract will continue for a period of three years following the eventual end of the FDOT Funding Period. The Contractor hereby consents to and agrees to execute such an assignment, effective as of the end of that period. The current expiration date of the Funding Period is June 30, 2024. The FDOT Funding Period is defined as seven years from the commencement date of Revenue Service.

III. SERVICES

The following types of work elements may be assigned under the terms of this agreement:

A. Transportation Support

Fixed Capital Outlay

The Engineering and Administration Consultant may assist the Department with architectural, electrical, mechanical, and structural services as they relate to the facilities, including buildings, stations, parking and grounds owned and maintained by the Department.

B. Transportation Development

Planning

The Engineering and Administration Consultant may be authorized to assist the Department with the following services:

- a. Submission and review of design traffic reports.
- b. Collection of vehicle count and classification data.
- c. Preparation and review of corridor access management plans and access management classifications.
- d. Development and preparation of Level of Service (LOS) analysis studies.
- e. Conduct and/or review analyses related to the Efficient Transportation Decision Making (ETDM) process, Social-Cultural Effects (SCE) evaluations and Public Involvement Plan (PIP) activities.
- f. Assist with the Strategic Intermodal Systems (SIS) plan development and implementation.
- g. Documentation and Configuration Management of all activities

Public Transportation

The Engineering and Administration Consultant may be authorized to assist the Department with the following services:

- a. Review documents and provide written comments.
- b. Attend meetings, conduct field inventories, and/or perform on-site reviews.
- c. Prepare action plans, written reports of findings, computer aided design drawings or other graphics.
- d. Provide Project Management Services.
- e. Provide operations planning.
- f. Documentation and Configuration Management of all activities
- g. Project Development and Environment

The Engineering and Administration Consultant may be authorized to review and comment on the Project Development and Environment (PD&E) submittals and coordinate preconstruction and design activities between design and PD&E staff, Federal Rail Administration (FRA), and Federal Transit Administration (FTA), other interested agencies and the public.

The Engineering and Administration Consultant may be authorized to assist the Department with the following services:

- a. Perform and/or review engineering studies in accordance with Department procedures and environmental impact assessments.

- b. Analyze alternative designs, review overall compatibility of designs from a constructability point of view, and develop reports and schedules.
- c. Provide a peer review and analyze the alternative designs so as to minimize the total project cost, including right of way, construction and long term maintenance.
- d. Prepare and/or manage a Project Implementation Plan.
- e. Provide Public Involvement Program services.

Design

The Engineering and Administration Consultant may be authorized to assist the Department with the following services:

- a. Review/coordinate and/or manage the work of design staff including phase submittals as directed by the Department.
- b. Assist in expediting and obtaining necessary permits as authorized.
- c. Assist in evaluation and preparation of revised/supplemental environmental assessments.
- d. Advise and consult on questions of engineering with respect to the design and/or construction of a project.
- e. Accomplish design activities as authorized.
- f. Provide special engineering services including special studies and economic advisory/analytical services such as benefit/cost analyses.
- g. Assist with utility coordination services as required
- h. Establish, monitor and/or evaluate project scheduling requirements and major milestone events for engineering/construction activities.
- i. Develop, implement, and/or maintain a program-wide document control and filing system.
- j. Perform Quality Assurance reviews of design plans and supporting documents.

- k. Provide project specific public involvement/community awareness as authorized.

Right-of-Way

The Engineering and Administration Consultant may be authorized to provide the services necessary to support the Department's efforts to plan, direct, and control the right-of-way program.

Surveying and Mapping

The Engineering and Administration Consultant may be authorized to provide services for incidental surveying and mapping support services as authorized in accordance with Department procedures.

Value Engineering

The Engineering and Administration Consultant shall provide a Certified Value Specialist (CVS), qualified in value engineering of highway, rail and bridge projects, and/or team members for conducting Value Engineering studies as authorized in accordance with Department procedures.

C. Transportation Operations

Construction

The Engineering and Administration Consultant may be authorized to assist the Department with the following services:

- a. Analyze contract change requests, claims and disputes during the course of construction and recommend appropriate action.
- b. Prepare and/or monitor the preparation of as-built plans.
- c. Prepare, review and recommend approval of critical path method (CPM) schedules.
- d. Provide necessary staff to adequately perform construction engineering services (CEI) services on construction projects.
- e. Assist in constructability review of plans and specifications.
- f. Study the need for and recommend advanced construction contracts for clearing, grubbing, and removal of obstacles and buildings prior to sectional construction contract awards.

- g. Review and report on compliance for each segment of construction.
- h. Monitor the project safety program.
- i. Perform special studies.
- j. Coordinate utility relocation activities with CEI consultant and utility company.
- k. Prepare and implement a public awareness program.
- l. Provide oversight of CEI consultants in their work as to their compliance with their contracts with the Department.
- m. Review/approve shop and erection drawings as submitted by design consultants and/or contractors.
- n. Documentation and Configuration Management of all activities

Traffic Operations

The Engineering and Administration Consultant may be authorized to assist the Department with the following services:

- a. Perform design phase review for all signing and marking, signalization and lighting plans for future construction and maintenance projects.
- b. Perform review of maintenance of traffic activities for construction projects.
- c. Review and report on adherence to the Department's "Lane Closure Policy".
- d. Develop sign inventory for selected roadway sections.
- e. Perform data collection and special studies.
- f. Documentation and Configuration Management of all activities

Maintenance

The Engineering and Administration Consultant may be authorized to assist the Department with the following services:

- a. Prepare scope of services for bridge inspection contracts, perform bridge inspections, review bridge inspection reports and recommend corrective actions, prepare special analyses and documentation to correct identified

deficiencies, conduct load rating analysis, conduct scour analysis, and complete major and minor design tasks for bridge repair.

- b. Assist the Department in the review of permit application and implementation including field reviews and analyses.
- c. Assist the Department in the planning, scheduling and schedule and management of the various transportation related maintenance contracts.
- d. Assist the Department with the inspection, certification, evaluation, and permitting of surface and stormwater management and conveyance systems.
- e. Assist the Department with engineering, design and other related functions for hazardous materials.
- f. Assist the Department with National Pollutant Discharge Elimination Systems (NPDES) permit compliance.
- g. Assist the Department with preparing emergency response plan for roadway spills, providing skilled support personnel to respond to emergencies and other related duties as authorized.
- h. Assist the Department in performing design environmental assessment inspections on storage tank management systems.
- i. Assist the Department with minor design, plans and document review, scope development, management of district wide materials and geotechnical consultants, and construction monitoring.
- j. Assist the Department with data collection and evaluation of straight line diagrams, roadway characteristics inventory, Highway Performance Monitoring System (HPMS), base maps, and other inventories as needed.
- k. Assist the Department with the Electronic Data Management System (EDMS) as needed.
- l. Assist the Department with the oversight of the Positive Train control operations and maintenance and ongoing project activities
- m. Documentation and Configuration Management of all activities

D. Rail Operations

All consultants working in the corridor shall have a background check performed and employee security clearance, Roadway Worker Protection Training (RWP) and proper Personal Protection Equipment (PPE).

Program Management

The Engineering and Administration Consultant may be authorized to assist the Department with the following services:

- a. Program Management Consultant (PMC) activities:
 - i. Review of technical designs and documents related to drainage, roadway improvements, stations, station areas, risk assessment, Value Engineering, design reviews, FTA/FRA/Project Management Oversight Committee (PMOC) coordination, Quality Assurance (QA) audits, and other site civil activities.
 - ii. Provide assistance with the technical aspects of the project including review of documents, coordination with local jurisdictions, coordination with FTA/FRA, and coordination with other rail agencies.
 - iii. Assist with technical reviews and coordination with the FTA
 - iv. Assist the Department with on-going PMC activities including, but not limited to the following: track work reviews, structure reviews, maintenance facilities reviews, utility coordination review, track drainage reviews, FTA/FRA/PMOC coordination, design/build contract reviews, risk assessment and meeting attendance.
 - v. Review of FTA/FRA documents including project development, new starts, small starts.
- b. Assist the District with the preparation of procurement documents.
- c. Attend meetings in the Orlando Metropolitan Area, Tallahassee, Washington D.C., Atlanta and other locations as necessary.
- d. Assist with negotiating inter-local agreements with the local jurisdictions; strategy development and other management activities.
- e. Bus services planning and documents.
- f. Financial planning and documents.
- g. Assist the Department with finance and accounting activities.
- h. Assist the Department with performing Quality Assurance reviews.

- i. Attend the Customer Advisory Committee, Technical Advisory Committee and Central Florida Commuter Rail Commission meetings.
- j. Assist with the coordination of public involvement events such as the planning and implementation of public meetings, and various public involvement speaking engagements.
- k. Assist the Department with updating brochures and assorted media material as graphic support.
- l. Assist the Department with efforts to facilitate Transit Oriented Development (TOD) with the station areas of SunRail as well as the business development and marketing strategy efforts for the corridor.
- m. Assist the Department with public awareness, business development/marketing activities.
- n. Documentation and Configuration Management of all activities
- o. Oversight and management of the various training programs, plans, policies and required documentation

Operations and Maintenance

The Engineering and Administration Consultant may be authorized to assist the Department with the following services:

- a. Having daily oversight of CFRC commuter rail operations and service to ensure compliance with service standards schedules and budgets, including oversight of all contracted services.
- b. Oversight of operations and maintenance activities performed by various rail contractors.
- c. Coordinate with the appropriate staff of each individual Local Government Partner, LYNX, VOTRAN and CSX Transportation in the event of an emergency (such as the need for bus bridges, public service announcements, security, or railroad property issues).
- d. Timely and comprehensive input to and coordination with the CFRC-SunRail Chief Executive Officer (CEO), Chief Operating Officer (COO) and the Contract Operator in order to enable the FDOT (during the FDOT Funding period) and the Commission (following expiration of the FDOT Funding Period) to effectively respond to the needs and requirements of the users of the CFRC and to enhance CFRC service and future expansions.

- e. Provide expertise in information systems technology.
- f. Oversee the development and implementation of the CFRC fleet management plan and safety program plan.
- g. Oversight and coordination of the activities and operations for the CFRC's rolling stock
- h. Oversight on the enforcement of all applicable FRA and FDOT regulations pertaining to operations.
- i. Corridor management and oversight of various agreements with CSXT, Amtrak, Florida Central Railroad (FCEN).
- j. Support efforts to maintain positive customer relations with all users of CFRC; and
- k. Performance of additional duties and responsibilities pertaining to the CFRC may be assigned by the CEO, COO or FDOT during the FDOT Funding Period and by the CEO, COO or the Governing Board following the expiration of the FDOT Funding Period.
- l. Support and oversight of the Positive Train Control program
- m. Support and oversight of the CFRC Signal Maintenance contractor
- n. Documentation and Configuration Management of all activities
- o. Oversight and management of the various training programs, plans, policies and required documentation

Fare Collection System

The Engineering and Administration Consultant may be authorized to assist the Department with the following services:

- a. Assist the Department with the technical support associated with the implementation and ongoing support of the Fare Collection Equipment, technical support for Phase 2 and coordination with LYNX and Votran elements of the ongoing SunRail project
- b. Fare policy and pricing recommendations.

- c. Fare product recommendations such as cash fares, single and round trip fares, multi-ride products and pass products
- d. Transfer policy recommendations
- e. Pricing recommendations
- f. Fare enforcement recommendations
- g. Staffing recommendations for the ongoing operation of the system
- h. Drafting regional memorandums of understanding to support policy decisions
- i. Equipment placement review to support a high level of customer service and compliance with Americans with Disabilities (ADA) guidelines
- j. Design review support
- k. Equipment testing plans
- l. Other technical support related. to Fare Collection, ridership, technology, train fleet management and Wi-Fi systems

Rolling Stock

The Engineering and Administration Consultant may be authorized to assist the Department with the following services:

- a. Oversight of the daily operations and maintenance activities for the rolling stock
- b. Coordination with other contractors, Operations, Maintenance, heavy maintenance, and technology
- c. Plan the life cycle maintenance activities necessary to ensure service is met.
- d. Coordination with Program Management regarding all activities relating to Rolling stock
- e. Oversight of vehicle procurements
- f. Communication with vendors, oversight of the production/manufacturing processes and providing required documentation.
- g. Inspection staff at vendor facilities

- h. Vehicle commissioning and warranty support
- i. Other technical support related to Rolling Stock
- j. Documentation of all activities

Safety and Security

The Engineering and Administration Consultant may be authorized to assist the Department with the following services:

- a. Assist the Department with the safety and security elements of the CFRC.
- b. Assist the Department with operating safety practices for the CFRC.
- c. Assist with rail operational safety activities under FRA, the Florida State Safety Oversight and in areas that pertain to OSHA.
- d. Conduct and supervise railroad accident investigations to determine probable cause, identify related factors, and establish corrective actions.
- e. Coordinate all aspects of safety for facilities, rolling stock and non-revenue vehicles, maintenance, operations, and maintenance of way under the direction of the Department.
- f. Initiate, facilitate, and participate in meetings with various SunRail departments as well as outside agencies regarding safety matters.
- m. Serve as an advisor to local safety committees and support executive safety committee meetings with safety information updates; assist in resolving hazards, and follow-up on safety suggestions.
- n. Review specifications for safety standards, as well as lead in the development, implementation, and instruction of safety programs and a Safety Management System.
- o. Assist the Department with the Safety and Security Certification of the new SunRail line and work with the Operating Practices Specialist to report and evaluate various statistics to the National Transit Database, FRA, the State Safety Oversight for Florida and OSHA.

Review safety and security elements of the project as required by FRA and FTA.

- k. Other technical support related to Safety and Security.

On-going Rail Studies and Projects

The Engineering and Administration Consultant may be authorized to assist the Department with providing technical support for any on-going rail studies and projects.

Related Services

The listing of work elements shown in the Scope of Services is not in any way intended to be a restriction on the task work orders that may be issued under this contract and that the Department is authorized to issue task work orders under this contract for any matter related to SunRail that falls within the statutes and rules that govern this type of Engineering and Administration professional services contract.

IV. RESPONSIBILITY OF THE DEPARTMENT

The Department will furnish, without cost to the Engineering and Administration Consultant, the following services and data under the terms of this agreement:

- A. Provide all criteria and full information as to the Department's requirements for consultants' and contractors' services including objectives, constraints, budgetary limitations and time restraints.
- B. Furnish all Department procedures, standards, plans and policies applicable to the services that may be required under this agreement.
- C. Furnish drawings, specifications, schedules, reports and other information prepared by and/or for the Department by others which are available to the Department and which Department considers pertinent to the Engineering and Administration Consultant's responsibilities, as described herein.
- D. Provide pre-numbered field books in which to record field data.
- E. Furnish standard Department brass disks, for concrete monuments needed for project control points.

Provide existing plans, studies and other available data.

- F. Furnish all necessary utility form letters, agreements, relocation schedules and other document forms as needed.
- H.. Review and comment on the submittals from the Engineering and Administration Consultant.

V. SUBCONTRACTING

Services assigned to sub consultants must be approved in advance by the Department in accordance with Standard Consultant Agreement. The sub consultants must be qualified by the Department to perform all work assigned to them.

Subconsultants/subcontractors/subvendors must be authorized in the contract prior to use. In the event services of a sub consultant are authorized, the Engineering and Administration Consultant shall obtain a schedule of rates, and the Department shall review and must approve any rates to be paid to the sub consultant.

VI. COMPUTER SERVICES

The Engineering and Administration Consultant may utilize the Department's data processing and computer services in accordance with the Standard Consultant Agreement.

Computations based on computer programs other than the Department's must conform to the Department's general format. (See "Plans Preparation Manual").

. SPECIFICATIONS FOR WORK

A. Plans & Specifications

The Engineering and Administration Consultant shall ensure that all work efforts are completed in accordance with the latest standards adopted by the Department.

B. Professional Services Contract Documents

The Engineering and Administration Consultant shall ensure that all contract documents and support forms have been prepared using the Department's current software.