

Attachment 1

**AMENDMENT NO. 1 TO AGREEMENT
BETWEEN
THE WASHINGTON METROPOLITAN AREA TRANSIT AUTHORITY
AND
THE COUNTY BOARD OF ARLINGTON COUNTY, VIRGINIA
FOR THE DESIGN AND APPROVAL (PHASE ONE) OF CERTAIN
PUBLIC TRANSPORTATION PROJECTS**

This FIRST AMENDMENT ("FIRST AMENDMENT") is made, this _____ day of _____, 2007, by and between the Washington Metropolitan Area Transit Authority ("WMATA"), a body corporate and politic created by Interstate Compact, and the County Board of Arlington County, Virginia ("COUNTY" or "COUNTY BOARD"), a political subdivision of the Commonwealth of Virginia, collectively referred to herein as the "PARTIES".

RECITALS

WHEREAS, WMATA and COUNTY executed an agreement entitled "AGREEMENT BETWEEN THE WASHINGTON METROPOLITAN AREA TRANSIT AUTHORITY AND THE COUNTY BOARD OF ARLINGTON COUNTY, VIRGINIA FOR THE DESIGN AND APPROVAL (PHASE ONE) OF CERTAIN PUBLIC TRANSPORTATION PROJECTS" dated August 2, 2000, which defined the respective obligations and responsibilities of the PARTIES regarding certain locally-initiated proposed public transportation projects ("ORIGINAL PHASE ONE AGREEMENT"); and

WHEREAS, the WMATA Board of Directors adopted Resolution No. 99-63 on October 28, 1999, to establish a policy for reimbursable projects, including those identified in WMATA's Transit System Improvement and Expansion Program ("TSIEP") which program was modified subsequently by WMATA, as set forth in WMATA's 10-Year Capital Improvement Plan dated November 2002, to include System Access Capacity Program ("SAP"), System Expansion Program ("SEP"), and Project Development Program; and

WHEREAS, the PROJECTS (as defined in the Original Phase ONE AGREEMENT and listed in Exhibit A thereto) have been included in either the SAP, SEP, Project Development Program, TSIEP, or the WMATA Infrastructure Renewal Program ("IRP"); and

WHEREAS, the COUNTY has received, and/or is expected to receive in the future, certain Federal and State transportation grants and funds, local capital funds, and private developer contributions to finance the PROJECTS; and

WHEREAS, by this FIRST AMENDMENT, the PARTIES desire to amend the ORIGINAL PHASE ONE AGREEMENT, to, inter alia, add certain new PROJECTS to Exhibit A, and to indicate those PROJECTS or portions thereof which are complete.

NOW, THEREFORE, in consideration of the understandings, mutually agreeable covenants contained herein, and for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the PARTIES amend the ORIGINAL PHASE ONE AGREEMENT as follows:

1. **Incorporation of Recitals.** Each of the recitals set forth above is hereby incorporated by reference as if set forth fully at this point in this FIRST AMENDMENT.

2. **Defined Terms.** Capitalized terms used in this FIRST AMENDMENT and not defined in the FIRST AMENDMENT shall have the meaning ascribed to them in the ORIGINAL PHASE ONE AGREEMENT.

3. **Section 2.01(a)(3). Required Approvals.** Subsection 2.01(a)(3) of the ORIGINAL PHASE ONE AGREEMENT is amended to read, in its entirety, as follows:

“Approval by the WMATA Board of any PROJECT not previously included in an adopted TSIEP, SAP, SEP and IRP.”

4. **Article 1E Definitions; Section 3.02 Funding from Grants; and Section 12.03 Project Cancellation.** Article 1E Definitions; Section 3.02 Funding from Grants; and Section 12.03 Project Cancellation are amended as follows:

All references to “grant funds” in such sections shall be deleted and such deleted phrase shall be replaced with “grants and/or funds.”

5. **Article 13, Notices.** Article 13 is deleted in its entirety and is replaced with a new Article 13 to read as follows:

All notices hereunder shall be in writing and shall be deemed to have been given or served for all purposes when delivered personally or when received by certified or registered mail, first-class, postage paid, return receipt requested to any party hereunto and received at the following addresses:

COUNTY BOARD OF ARLINGTON
COUNTY, VIRGINIA

County Manager
Arlington County
2100 Clarendon Blvd.
Arlington, VA 22201

cc: 1. Director, Division of Transportation
2. Director, Department of Management
and Finance
3. PROJECT OFFICER

Washington Metropolitan
Area Transit Authority (WMATA)

Director of Procurement
WMATA
600 Fifth St., N.W.
Washington, D.C. 20001

cc: 1. General Counsel
2. Assistant General Manager for
Department of Operation Services
3. PROGRAM MANAGER

6. **Exhibit A, Arlington County Initiated Public Transportation Projects.** Exhibit A is deleted in its entirety and is replaced with Amended Exhibit A entitled "Arlington County Initiated Public Transportation Projects", to read as attached to this FIRST AMENDMENT.

7. **Ratification of Agreement.** Except as set forth in this FIRST AMENDMENT, all the terms, conditions, and provisions contained in the ORIGINAL PHASE ONE AGREEMENT are hereby ratified and shall remain in full force and effect. If conditions and provisions of this FIRST AMENDMENT conflict with any of the terms, conditions, and provisions of the ORIGINAL PHASE ONE AGREEMENT, then and in such event, the terms, conditions and provisions of this FIRST AMENDMENT shall prevail and be controlling.

8. **Counterparts.** This FIRST AMENDMENT may be executed in counterparts, each of which shall be deemed an original and all of which together shall constitute one and the same instrument.

IN WITNESS WHEREOF, the Washington Metropolitan Area Transit Authority and The County Board of Arlington County, Virginia, certify that this FIRST AMENDMENT is executed by their respective authorized signatories and shall be effective as of the date last executed on behalf of a party hereto.

Approved as to form:

WASHINGTON METROPOLITAN AREA
TRANSIT AUTHORITY

By: _____
Carol B. O’Keeffe,
General Counsel

By: _____
John Catoe,
General Manager

Date: _____

The COUNTY BOARD OF ARLINGTON
COUNTY, VIRGINIA

By: _____

Witness

By: _____

Ron Carlee,
County Manager

Date: _____

Approved as to form:

By: _____
County Attorney

AMENDED EXHIBIT A
Arlington County Initiated Public Transportation Projects

Completed Projects – projects listed in the Original Phase One Agreement that are closed or in the process of being closed

1. **Ballston-MU Station Access Improvement Project – East End Elevators.** This PROJECT provided for the following improvements to the Ballston-Marymount University Metrorail station:
 - a) The design and construction of an additional elevator next to the existing station elevator on the northern side of Fairfax Drive.
 - b) The design and construction of a new pair of elevators, emergency stairway, and a connecting tunnel to the station from the southern side of Fairfax Drive.The total cost for the three new elevators and other related improvements at the east end of the station was approximately \$15,000,000.
2. **Virginia Square Station Canopy and Plaza Project.** This PROJECT provided for the design and construction of a canopy over the Virginia Square Metrorail station entrance. The PROJECT was funded by Federal grants and developer contributions at a cost of approximately \$300,000.
3. **Rosslyn Station Second Entrance Study Project.** This PROJECT provided for the evaluation of the future needs and opportunities for improvements to the Rosslyn Metrorail Station. The PROJECT was funded by WMATA Transit System Expansion Engineering funds and COUNTY CIP funds with Rosslyn Fund contributions at an approximate cost of \$70,000.
4. **Pentagon Metrobus Station Renovation Project.** This PROJECT was intended to study the future requirements and identify necessary improvements to the Pentagon Metrobus facility. The U.S. Department of Defense (DOD) re-built and expanded the bus station, but DOD did not allow the County to undertake any planning so the study was never conducted.
5. **Crystal City Canopy Project.** This PROJECT provided for the construction of a canopy over the Crystal City Metrorail station entrance. The PROJECT was funded by a Federal grant and matching COUNTY CIP contributions to supplement funding provided by the WMATA CIP.
6. **Columbia Pike Signal Prioritization Project.** This PROJECT provided for the design and implementation of a bus priority signal module to the County's traffic signal system on Columbia Pike, the installation of equipment on Metrobuses and the development of operating procedures to reduce travel time and improve reliability of bus service on Columbia Pike. The PROJECT was funded by

Federal ITS earmarks, CMAQ grants and local in-kind and cash contributions of approximately \$1,200,000.

Active Projects – projects listed in the Original Phase One Agreement and on-going

1. **Ballston-MU Station Access Improvement Project – West Entrance.** This PROJECT will provide for the design and construction of a new western entrance to the Ballston-MU station. The new entrance will include street-level elevators and escalators, an emergency stairway, and a fare gate area and underground passageway connecting to a new station mezzanine at the west end of the station platform. The new entrance will be located at the intersection of North Vermont Street and North Fairfax Drive. This PROJECT will be implemented in conjunction with the design and construction of a new private development project, called Fairmont, located at 4420 N. Fairfax Dr. The County is responsible for the management of this PROJECT. WMATA will provide technical support and reviews during the design and construction phases. Project costs will be funded by Federal grants, State grants and bonds, regional funds, local funds, and developer contributions. This PROJECT is on hold because the developer's project is on indefinite hold.
2. **Bus Stop Technology Demonstration Project.** This PROJECT provides for the development and implementation of customer service and information facilities and services in selected Metrobus corridors in Arlington. The County is responsible for implementing this PROJECT. WMATA is providing technical review and support. The PROJECT is funded with Federal grants and local funds totaling approximately \$500,000.
3. **Clarendon Station Canopy and Plaza Improvement Project.** This PROJECT provided for the design and construction of a canopy over the Clarendon Metrorail station entrance. WMATA completed the canopy installation. This PROJECT also involves the planning, design, and construction of improvements on the adjacent plaza area between the Metro elevator and the escalators. The County is responsible for the design and construction of the plaza improvements and will coordinate with WMATA regarding any improvements on WMATA property. The PROJECT is funded with Federal grants and local bonds at an estimated cost of approximately \$900,000. The balance of WMATA's two Federal grants for this PROJECT total approximately \$302,000 which will be used to cover the design and construction work for the plaza improvements.
4. **Shirlington Bus Station Project.** This PROJECT provides for the design and construction of an off-street transfer facility, at the intersection of South Randolph Street and 31st Street South, for Metrobuses and ART buses serving Shirlington Village. WMATA is managing the design-build contractor and overseeing the construction of this facility in coordination with County staff. The PROJECT is funded by a Federal RSTP grant, other Federal and State grants, a portion of the

County's allocation of WMATA Transit Infrastructure Improvement Funds (TIIF), and COUNTY CIP funds at an approximate cost of approximately \$5,600,000.

New Projects – projects initiated since the ORIGINAL PHASE ONE AGREEMENT was signed; the County Board either has or will approve any funding for these projects in case by case.

1. **Ballston-MU Station Multi-modal Improvements Project.** This PROJECT will provide for the planning of additional access improvements at the street level adjacent to the station's entrance. The PROJECT seeks to improve bus circulation, bus stops, passenger waiting areas and shelters, and provide other multi-modal curbside street improvements, and plaza street level improvements. WMATA will prepare a concept plan and cost estimate for implementing improvements in coordination with the County. The County will manage this PROJECT which will be funded by County funds and a portion of the County's allocation of WMATA TIIF funds at an estimated cost of \$200,000.
2. **Columbia Pike Streetcar Project.** This PROJECT will consist of technical studies, right-of-way analysis and planning, cost estimation, financial planning, environmental planning, and preliminary engineering for the implementation of a streetcar system along Columbia Pike between Bailey's Crossroads in Fairfax County and Pentagon City in Arlington. WMATA will assist the County in performing the above work. The County will be responsible for managing this Project. The full Project costs are yet to be determined. This PROJECT will be funded by Federal, State and local funds.
3. **Columbia Pike Super Stops.** This PROJECT will include complete construction of prototype customized bus shelters along Columbia Pike. Under the direction of County staff, WMATA's work will include demolition of existing bus shelters and associated area, construction of new concrete foundations, retaining walls, ADA ramps, sidewalk, curb, landscaping improvements and fabrication and installation of special designed shelters. The PROJECT budget of \$3,550,000 is funded by Federal, State and local funds.
4. **Crystal City – Potomac Yard Busway.** This PROJECT involves environmental planning, engineering technical studies, traffic analysis, and design work for that portion of the planned busway (also known as transitway) in Arlington County from Alexandria's Braddock Road Metrorail station to Arlington's Pentagon City Metrorail station and the Pentagon. WMATA is providing the above technical assistance under direction of the County on a task order basis. The initial PROJECT budget of approximately \$983,000 is funded by a Federal discretionary grant and local funds.
5. **East Falls Church Station Access Improvement Project.** This PROJECT involves planning and implementing access improvements to the East Falls Church Metro station as part of the County's East Falls Church Land Use and

Transportation Study. WMATA is assisting the County with access studies, planning and concept design work for access improvements to the station. WMATA's budget of approximately \$70,000 is programmed using a portion of County's share of WMATA Project Development Program funds.

6. **Pentagon City Multimodal Improvements**. This PROJECT provides for preliminary engineering, design, and construction for a range of improvements around the Pentagon City Metro station and along South Hayes Street between Army-Navy Drive and 18th Street South in Pentagon City. The focus is to improve access and circulation for all modes of travel in the area, particularly at the bus stops and street intersections. The PROJECT includes the addition of a new Metro elevator to the station on the west side of South Hayes Street. The County is responsible for managing this PROJECT and coordinating with WMATA regarding the design and construction of the elevator and any other improvements on WMATA property in the area. WMATA will provide technical review and support regarding the design and construction of the new elevator and bus stop improvements. Funding for the PROJECT includes, but is not limited to, Federal secondary aid funds, Federal earmarks, Federal and state grants, local funds, and private sector contributions.

7. **Rosslyn Station Access Improvement Project**. This PROJECT seeks to plan and implement a number of access and multimodal capacity improvements to the Rosslyn Metrorail station and the street level bus station and bus alleyway. The PROJECT will involve studies to evaluate station access and capacity needs and alternatives, and it will also involve preparation of concept plans, preliminary cost estimates, preliminary engineering, design, and construction for improvements to the rail station and bus station. These improvements are to be planned, designed, and constructed in coordination with the planning, design and construction of adjacent and nearby private developments including but not limited to Rosslyn Central Place. Specific tasks are expected to include:
 - a. **Rosslyn Station New Elevators and Related Improvements** – This work involves preliminary engineering, final design, and construction of three high speed elevators, an emergency stairway, new mezzanine with underground connecting passageway, and related infrastructure. WMATA will provide technical support including fire exit analysis, preliminary engineering, and construction cost estimation in coordination with COUNTY staff and the Central Place developer. WMATA's budget for the above work is being covered by WMATA TIF funds previously approved by the County Board. In addition, WMATA will be responsible for preparing the final design and construction bid documents in coordination with the County and the Central Place developer and assisting the County in its procurement of a construction contractor and negotiation of price. The cost of final design and bid documents is yet to be determined. The County will be responsible

for funding and constructing these improvements. The County will procure and manage the construction contractor in coordination with WMATA and the Central Place developer. Funding to cover the cost will include Federal, State, NVTA regional funds, County funds, and developer contributions.

- b. Rosslyn Multi-modal Access Study – WMATA will provide additional station entrance studies and coordination with Arlington County's comprehensive Multimodal Transportation Study for the Rosslyn area; initial budget of \$250,000 will be covered by remaining funds in an existing RSTP grant of \$300,000 that WMATA previously executed and is managing for the COUNTY.