AGENDA

Capital Construction Oversight Committee Meeting
Tuesday, January 14, 2020, 2:30 p.m.
DART Conference Room C - 1st Floor
1401 Pacific Ave., Dallas, Texas 75202

1. Approval of Minutes: December 10, 2019
2. Declare Public Necessity, Establish Just Compensation, and Authorize the Acquisition of Parcel CB2-030 Located in Carrollton, Texas, for the New Silver Line Regional Rail Corridor Project, and Authorize Eminent Domain Proceedings, if Necessary (Michele Wong Krause/Tim McKay)
3. Conveyance of a Waterline Easement to Dallas Water Utilities (DWU) Located in Carrollton, Texas, for the New Silver Line Regional Rail Corridor Project (Michele Wong Krause/Tim McKay)
4. Increase Contract Value for the Design-Build Contract for the Silver Line Regional Rail Project to Include Metes and Bounds Surveying to Support Real Estate Acquisitions (Michele Wong Krause/Tim McKay)
5. Identification of Future Agenda Items
6. Adjournment

The Capital Construction Oversight Committee may go into Closed Session under the Texas Open Meetings Act, Section 551.071, Consultation with Attorney, for any legal issues, or under Section 551.072, Deliberation Regarding Real Property for real estate issues arising or regarding any item listed on this Agenda.

This facility is wheelchair accessible. For accommodations for the hearing impaired, sign interpretation is available. Please contact Community Affairs at 214-749-2543, 48 hours in advance.

Chair – Michele Wong Krause
Vice Chair – Gary Slagel
Members – Mark Enoch, Doug Hrbacek, Ray Jackson, Patrick J. Kennedy, Amanda Moreno, Dominique P. Torres, and Paul N. Wageman
Staff Liaison – Tim McKay and Carol Wise
The Dallas Area Rapid Transit, Capital Construction Oversight Committee meeting convened at 1:41 p.m. on Tuesday, December 10, 2019, at DART Headquarters, 1401 Pacific Avenue, Dallas, Texas, with Chair Wong Krause presiding.

The following Committee members were present: Michele Wong Krause, Gary Slage, Mark Enoch, Doug Hrbacek, Ray Jackson, Dominique P. Torres,

Other Board Members present: Lee Ruiz, and Rick Stopfer.

Pursuant to Article V, Section 4 to the DART Board Bylaws, amended by Resolution No. 000159, dated September 12, 2000, Board Member Lee Ruiz, was hereby appointed to the Capital Construction Oversight Committee to serve as alternate member of the committee for purposes of making a quorum. The above-named Board Member shall have all the privileges of other committee members so long as the Board Member's presence is necessary to maintain a quorum. This appointment shall be effective only until the adjournment of the meeting for which the appointment is made.

This appointment form shall be filed with the Office of Board Support prior to the convening of the Committee meeting.

Others Present: Gary Thomas, Gene Gamez, Carol Wise, Tim McKay, Joseph Costello, Nicole Fontayne-Bárdowell, John Rhone, Donna Henry, John Adler, Nancy Johnson, and Yvette Bayer.

1. **Approval of Minutes:** November 12, 2019

   Chair Wong Krause moved for the approval of the November 12, 2019, Capital Construction Oversight Committee Meeting, to be entered into record, as written.

   Chair Wong Krause directed the Committee’s attention to Agenda Item 4.

4. **Declaration and Sale of Surplus Property Located Near the Intersection of Wyman Street and Denton Drive in the City of Dallas to Southwest Airlines**

   Mr. Tim McKay, Executive Vice President of Growth and Regional Development, briefed the Committee (slides on file with the Office of Board Support) as follows:

   - Today’s Consideration
   - Location Map (2)
   - Business Purpose
   - Recommendation

   Chair Wong Krause questioned if the parcel is used as a pedestrian crossing by DART passengers. Mr. McKay replied selling the parcel has no impact on DART passenger walkways.
Mr. Slagel moved to forward this draft resolution to the Committee-Of-The-Whole agenda, with a recommendation, stating:

Section 1: The interest of DART in and to the Wyman Tract described in Exhibit 1 is hereby declared surplus to DART.

Section 2: The President/Executive Director or his designee is authorized to take such action and execute such documents as shall be necessary to sell the Wyman Tract for fair market value to Southwest Airlines, subject to approval of the Federal Transit Administration.

Mr. Ruiz seconded, and the item was approved unanimously.

Mr. Jackson entered the meeting at 1:46 p.m., creating a natural quorum.

Chair Wong Krause redirected the Committee's attention to the remaining items on the agenda.

2. **Contract for Construction Services for the DART Hidden Ridge Station in Irving, Texas and Amend Interlocal Agreement (ILA) with City of Irving for Funding**

Mr. David Ehrlicher, Assistant Vice President of Capital Program Delivery, briefed the Committee (slides on file with the Office of Board Support) as follows:

- Today's Recommendation
- Hidden Ridge Station Location
- Background
- Section 1: Solicitation Information
- Section 1: DMWBE Considerations
- Section 2: Amendment to ILA
- Section 2: Construction Cost
- Section 2: Total Project Cost
- Section 2: ILA Amendment to Schedule
- Recommendation

Mr. Jackson moved to forward this draft resolution to the Committee-Of-The-Whole agenda, with a recommendation, stating the President/Executive Director, or his designee, is authorized to:

Section 1: Award a contract for Hidden Ridge Station Construction Services to Archer Western Construction in the amount of $11,067,000, plus a supplemental work contingency of $553,350 (5%) for unanticipated expenses, for a total authorized amount not to exceed $11,620,350.

Section 2: Execute an amendment to the existing Interlocal Agreement with the City of Irving, to amend sections 2.04 and 3.02 of the existing ILA, in the form attached to the Resolution as Exhibit 1, to permit contract award prior to second payment to be made by City of Irving before June 30, 2020.

Mr. Slagel seconded, and the item was approved unanimously.

Mr. Hrbacek entered the meeting at 1:58 p.m.
3. **Declaration of DART’s Atchison Topeka & Santa Fe (AT&SF) Trestle Bridge Structure Excess to DART’s Needs and Conveyance of the Bridge Structure to the City of Dallas**

Mr. McKay briefed the Committee (slides on file with the Office of Board Support) as follows:

- Today’s Consideration
- Location Map (5)
- Business Purpose
- Recommendation

Mr. Slagel moved to forward this draft resolution to the Committee-Of-The-Whole agenda, with a recommendation, stating:

**Section 1:** The interest of DART in and to the subject bridge located on the land described in Exhibit 1 is hereby declared surplus to DART’s mass transit requirements.

**Section 2:** The President/Executive Director or his designee is authorized to take such action and execute such documents as shall be necessary to proceed with the conveyance of the Santa Fe Trestle Bridge structure to the City of Dallas.

Mr. Jackson seconded, and the item was approved unanimously.

5. **Briefing on the Cotton Belt (Silver Line) Project**

Mr. John Rhone, Vice President of Capital Design and Construction, briefed the Committee (slides on file with the Office of Board Support) as follows:

- DART Betterments Program – Reaching Consensus

Chair Wong Krause relayed concerns from the neighborhood that Bank Creek Condo residents did not receive mailings or door hangers detailing voting opportunities. She added a comment was received that the 30-year landscaping was not given as an option on one of the ballots.

Mr. Enoch questioned if DART is promising to do certain betterments that receive a majority vote. Mr. Rhone replied yes, assuming they fit within the established budget.

Chair Wong Krause requested staff provide information regarding DART completing an analysis on building a tunnel in the 1.8-mile portion in North Dallas. She noted this was a concern brought to her by the community adjacent to the Silver Line rail. Mr. Gary Thomas, President/Executive Director, noted that the North Central Texas Council of Governments (NCTCOG) had completed that analysis and it is included in the Final Environmental Impact Statement (FEIS), though, he did not recall the exact numbers. He stated he would have staff provide that information.

Mr. Hrbacek requested clarification that the neighborhood is only wanting the portion in North Dallas in a tunnel. Chair Wong Krause replied that he was correct.

Mr. Stopfer entered the meeting at 2:15 p.m.
• Questions from November 12 Briefing (2)
• Design-Build (DB) Progress (2)
• Downtown Carrollton Station
• Design Development at Hillcrest Road and Coit Road
• Vehicle Manufacturer and EMF Design Progress
• Community Engagement – Addison
• Community Engagement – Dallas

Regarding slide 19, Community Engagement – Dallas, Chair Wong Krause requested staff investigate the claims from the Bank Creek Condo area residents in reference to getting fair notice in receiving those ballots in a timely manner. She further requested that information be provided to her as soon as possible due to the upcoming deadline of December 20, 2019.

• Community Engagement – Plano
• Community Engagement – Richardson
• Upcoming Activities
• Upcoming Meetings
• Questions

6. Identification of Future Agenda Items

There were no future agenda items identified for this Committee.

7. Adjournment

There being no further business to discuss, the meeting was adjourned at 2:30 p.m.

[Signature]

Yvette Bayer
Board Support Analyst

/yb
+Same Night Item
*Briefing Item
Date: January 14, 2020

Subject: Declare Public Necessity, Establish Just Compensation, and Authorize the Acquisition of Parcel CB2-030 Located in Carrollton, Texas, for the New Silver Line Regional Rail Corridor Project, and Authorize Eminent Domain Proceedings, if Necessary

Recommendation

Approval of a resolution: 1) declaring public necessity, establishing just compensation, and authorizing the acquisition of Parcel CB2-030 located in Carrollton, Texas, for the new Silver Line Regional Rail Corridor Project; and 2) authorizing eminent domain proceeding if necessary.

Financial Considerations

1. This real estate acquisition is included in the Silver Line project budget of the approved FY 2020 Capital Budget.

2. Sufficient funding of this real estate acquisition is included in both the Silver Line project budget and the Commuter Rail and Railroad Management line item of the FY 2020 Twenty-Year Financial Plan.

Business Purpose

1. The parcel illustrated in Attachment 1, and fully described in Exhibit 1 of the resolution, has been identified as necessary for parking for the new North Carrollton Station of the Silver Line project.

2. Approval of this real estate transaction will help achieve the Board Strategic Priority 3: Optimize DART's influence in regional transportation planning and Priority 4: Expand DART's transportation system to serve cities inside and outside the current service area.

3. The Board has been provided a confidential packet under separate cover outlining the details of the proposed transaction. Deliberation of a possible purchase, lease, or value of the identified parcel of land in an open meeting could have a detrimental effect on the position of DART in negotiations with third parties.
APPRAISAL INFORMATION

- An appraisal has been prepared by a Texas State Certified Appraiser and reviewed by a Texas State Certified Appraiser.

LEGAL CONSIDERATIONS

- Section 452.054 of the Texas Transportation Code grants Dallas Area Rapid Transit (DART) authority to acquire real property.

- Section 452.058 of the Texas Transportation Code grants DART the authority to acquire real property by eminent domain.
Declare Public Necessity, Establish Just Compensation, and Authorize the Acquisition of Parcel CB2-030 in the City of Carrollton, Texas for the Cotton Belt Silver Line Project and Authorize Eminent Domain Proceedings, if necessary.
DART LRT Green Line
DART Silver Line RR
Parcel CB2-030

DALLAS AREA RAPID TRANSIT

Declare Public Necessity, Establish Just Compensation, and Authorize the Acquisition of Parcel CB2-030 in the City of Carrollton, Texas for the Cotton Belt Silver Line Project and Authorize Eminent Domain Proceedings, if necessary.

Source: Esri, DigitalGlobe, GeoEye, Earthstar Geographics, CNES/Airbus DS, USDA, USGS, AeroGRID, IGN, and the GIS User Community
DRAFT
RESOLUTION
of the
DALLAS AREA RAPID TRANSIT BOARD
(Executive Committee)

Declare Public Necessity, Establish Just Compensation, and Authorize the Acquisition of Parcel CB2-030 Located in Carrollton, Texas, for the New Silver Line Regional Rail Corridor Project, and Authorize Eminent Domain Proceedings if Necessary

WHEREAS, Dallas Area Rapid Transit (DART) was created to provide a regional public transportation system, and the acquisition of real property and the planning, design, engineering, and construction of improvements thereon are functions fundamental to the provision of a public transportation system; and

WHEREAS, the parcel described in Exhibit 1 is required for the construction of the Silver Line Regional Rail project; and

WHEREAS, after careful review of this parcel and the recommendation of the President/Executive Director, the Board desires to declare the acquisition of this parcel a public necessity, to approve the offer of just compensation for this parcel, and to authorize the President/Executive Director or his designee to proceed with the negotiation and purchase of this parcel, and if necessary, the acquisition of this parcel through eminent domain; and

WHEREAS, funding for this real estate acquisition is within current Budget and FY 2020 Twenty-Year Financial Plan allocations.

NOW, THEREFORE, BE IT RESOLVED by the Dallas Area Rapid Transit (DART) Board of Directors that:

Section 1: There is a public necessity for the acquisition of the property described in Exhibit 1.

Section 2: This property is necessary and proper for construction of the Silver Line Regional Rail Project and for any other use authorized by Chapter 452 of the Texas Transportation Code, and such use is hereby declared to be a public use for a public purpose.

Section 3: The amount to be paid represents just compensation for this parcel required for the Silver Line Regional Rail Project as determined by a Texas State Certified Appraiser and reviewed by Texas State Certified Appraiser.

Section 4: In the event the property owner accepts the payment of just compensation, the President/Executive Director or his designee is hereby authorized to execute all necessary legal instruments and to pay necessary relocation expenses, title policy expenses, closing costs, and other such costs as may be required by law to close the purchase of the property.

Section 5: Should the property owner decline the payment of just compensation, then the President/Executive Director or his designee is hereby authorized and directed to negotiate the purchase of such parcel in accordance with DART's Real Estate Policy.

Section 6: If the President/Executive Director or his designee is unable to negotiate the purchase of this parcel for just compensation, the General Counsel is hereby authorized and directed to initiate and prosecute the completion of eminent
domain proceedings for the acquisition of this parcel for the Silver Line
Regional Rail Project.

Section 7: DART shall not exercise its power of eminent domain for the acquisition of the
parcel described in Exhibit 1 without approval of such acquisition by the City
Council of the City of Carrollton for CB2-030.

Section 8: DART's exercise of the power of eminent domain in acquiring the herein
described parcel will not unduly impair the then existing neighborhood
character of property surrounding or adjacent to the property to be condemned,
nor unduly interfere with interstate commerce, nor authorize DART to run its
vehicles on railroad tracks which are used to transport property.
Declare Public Necessity, Establish Just Compensation, and Authorize the Acquisition of Parcel CB2-030 Located in Carrollton, Texas, for the New Silver Line Regional Rail Corridor Project, and Authorize Eminent Domain Proceedings if Necessary

Prepared by: Timothy H. McKay, P.E.
Executive Vice President
Growth/Regional Development

Approved as to form: Gene Gamez
General Counsel

Approved by: Gary C. Thomas
President/Executive Director
Legal description of land:

Being a lot, tract or parcel of land, being approximately 3.03 acres situated in the Martha P. Green Survey, Abstract 519, City of Carrollton, Dallas County, Texas, and being the 2.59 acre tract (Tract I) and 2.633 acre tract (Tract II) as described in "Exhibit A" of Special Warranty Deed executed by Cedar Supply, Inc., a Texas corporation to Amy Carrington, dated January 4, 1988, filed on February 22, 1988 and recorded in Volume 88035, Page 4482, Real Property Records, Dallas County, Texas SAVE AND EXCEPT that 2.6034 acre tract of land (113,406 square feet) awarded to Dallas Area Rapid Transit (DART) by Final Judgment under Cause No. 07-10400-A, a certified copy filed on April 1, 2008 and recorded under Clerk's File No 20080103599, Real Property Records, Dallas County, Texas. and SAVE AND EXCEPT that 0.046 acre tract of land (2,020 square feet) awarded to City of Carrollton filed on April 22, 2013 and recorded under Clerk's File No 201300123298, Real Property Records, Dallas County, Texas.
Agenda Report

Attachment: 1. Location Maps  
Voting Requirements: Majority

DATE: January 14, 2020

SUBJECT: Conveyance of a Waterline Easement to Dallas Water Utilities (DWU) Located in Carrollton, Texas, for the New Silver Line Regional Rail Corridor Project

RECOMMENDATION

Approval of a resolution authorizing the conveyance of a waterline easement to DWU in exchange for DWU vacating and quit claiming an existing waterline easement located within the Silver Line Corridor.

FINANCIAL CONSIDERATIONS

- The waterline easement is to replace an existing DWU waterline easement which is to be vacated and quit claimed to Dallas Area Rapid Transit (DART). There is no additional cost to DART.

BUSINESS PURPOSE

- The waterline easement to be conveyed to DWU is shown in Attachment 1 and described in Exhibit 1 of the resolution.

- Approval of the waterline easement conveyance will help achieve Board Strategy Priority 3: Optimize DART's influence in regional transportation planning, and Priority 4: Expand DART's transportation system to serve cities inside and outside the current service area.

- The Board has been provided a confidential packet under separate cover outlining the details of the proposed transaction.

APPRAISAL INFORMATION

- An appraisal has not been prepared by a state certified appraiser because the conveyance of the waterline easement is a non-monetary exchange of an existing easement that conflicts with DART design plans for the Silver Line Project.
LEGAL CONSIDERATIONS

- Section 452.054 of the Texas Transportation Code grants Dallas Area Rapid Transit the authority to acquire, convey or dispose of any rights or interest in real property necessary or convenient to carry out the purpose of the statute.
Conveyance of a Waterline Easement to Dallas Water Utility (DWU) located in Carrollton, Texas, for the New Silver Line Regional Rail Corridor Project.
Resolutions

DRAFT

RESOLUTION

of the

DALLAS AREA RAPID TRANSIT BOARD

(Executive Committee)

Conveyance of a Waterline Easement to Dallas Water Utilities (DWU) Located in Carrollton, Texas for the New Silver Line Regional Rail Corridor Project

WHEREAS, Dallas Area Rapid Transit (DART) was created to provide a regional public transportation system, and the acquisition of real property and the planning, design, engineering, and construction of improvements theron are functions fundamental to the provision of a public transportation system; and

WHEREAS, the easement described in Exhibit 1 is to be conveyed to DWU as a replacement waterline easement in exchange for DWU vacating and quit claiming an existing waterline easement located within the Silver Line Corridor and in conflict with future construction of the Silver Line Regional Rail Corridor; and

WHEREAS, after careful review and the recommendation of the President/Executive Director, the Board authorizes the President/Executive Director or his designee to proceed with the conveyance of the waterline easement to DWU in exchange for the vacating and quit claiming of the existing DWU waterline easement in conflict with the construction of the Silver Line Project; and

WHEREAS, funding is not required for the exchange of the waterline easements.

NOW, THEREFORE, BE IT RESOLVED by the Dallas Area Rapid Transit (DART) Board of Directors that:

Section 1: The President/Executive Director is authorized to convey a waterline easement, subject to legal review, as described in Exhibit 1 to Dallas Water Utilities (DWU) in exchange for DWU vacating and quit claiming an existing waterline easement which is in conflict with the construction of the DART Silver Line Regional Rail Project.

Section 2: The President/Executive Director or is designee is authorized to take such action and execute such documents as shall be necessary to acquire, transfer or convey the subject property easement, subject to legal review, as described in Exhibit 1 with the Dallas Water Utilities or municipality where the property easement is located.
Conveyance of a Waterline Easement to Dallas Water Utilities (DWU) Located in Carrollton, Texas for the New Silver Line Regional Rail Corridor Project

Prepared by: Timothy H. McKay, P.E.
Executive Vice President
Growth/Regional Development

Approved as to form: Gene Gamez
General Counsel

Approved by: Gary C. Thomas
President/Executive Director
Field Notes Describing a 56,335 Square Foot (1.2933 Acre) Water Pipeline Easement To Be Acquired From Dallas Area Rapid Transit

Being a 56,335 Square Foot (1.2933 Acre) tract of land out of the H. Vail Survey, Abstract Number 1511, Dallas County, Texas, and being a part of Lot 1, Block 2 of Columbian Country Club, a subdivision, recorded in Instrument Number 20070193408, Official Public Records, Dallas County, Texas, and being a portion of a called 5.3416 acre tract that Columbian Club of Dallas conveyed to Dallas Area Rapid Transit, by Special Warranty Deed, as recorded in Instrument Number 201100254608, filed September 28, 2011, Official Public Records, Dallas County, Texas, and being more particularly described as follows:

COMMENCING at a 1/2 inch diameter iron rod with cap marked “HALFF” found for an ell corner on the north right-of-way line of Country Club Drive, a variable width right-of-way, and an ell corner on the west line of that tract of land conveyed to Iron Mountain Mortgage Finance, LLC by Deed recorded in Instrument Number 201600297410, Official Public Records, Dallas County, Texas;

THENCE, North 01°20’21” East, along the common line between the said north right-of-way line of Country Club Dr. and the Iron Mountain Mortgage Finance, LLC tract, and with the east line of said Lot 1, Block 2, Columbian Country Club, passing at a distance of 27.50 feet the southeast corner of said Lot 1, Block 2, Columbian Country Club, in all a total distance of 88.93 feet to a 5/8 inch diameter iron rod with orange plastic cap stamped “JACOBS ESMT” set for the POINT OF BEGINNING of the herein described tract;

THENCE, South 56°46’16” West, over and across said Lot 1, Block 2, Columbian Country Club, a distance of 111.33 feet to a 5/8 inch diameter iron rod with orange plastic cap stamped “JACOBS ESMT” set on the said north right-of-way line of Country Club Dr. and the south line of said Lot 1, Block 2, Columbian Country Club;

THENCE, North 89°44’45” West, along the common line between the said north right-of-way line of Country Club Dr. and said Lot 1, Block 2, Columbian Country Club, a distance of 452.68 feet to a 5/8 inch diameter iron rod with orange plastic cap stamped “JACOBS ESMT” set;

THENCE, North 71°52’08” West, departing the common line between the said north right-of-way line of Country Club Dr. and said Lot 1, Block 2, Columbian Country Club and over and across said Lot 1, Block 2, Columbian Country Club, a distance of 575.18 feet to a 5/8 inch diameter iron rod with orange plastic cap stamped “JACOBS ESMT” set on the west line of said Lot 1, Block 2, Columbian Country Club and the east line of Lot 1, Block 1 of Columbian Club Pump Station Addition, a subdivision, recorded in Volume 96206, Page 3562, of the Deed Records, Dallas County, Texas, and conveyed to the City of Carrollton by Deed recorded in Volume 89019, Page 2922 of the Deed Records of Dallas County, Texas, from which a 1/2 inch iron rod found bears, South 00°20’34” West, a distance of 182.18 feet for the southeast corner of said Lot 1, Block 1 of Columbian Club Pump Station Addition;

THENCE, North 00°20’34” East, along the common line between said Lot 1, Block 2, Columbian Country Club and Lot 1, Block 1 of Columbian Club Pump Station Addition, a distance of 52.51 feet to a 5/8 inch diameter iron rod with orange plastic cap stamped “JACOBS ESMT” set, from which a 1/2 inch diameter iron rod with a “BH&C” cap found on the northwest corner of said Lot 1, Block 2, Columbian Country Club and the northeast corner of Lot 1, Block 1 of Columbian Club Pump Station Addition, bears North 00°20’34” East, a distance of 95.09 feet;

THENCE, over and across said Lot 1, Block 2, Columbian Country Club, the following four (4) courses and distances:

FIELD NOTES APPROVED:
Doure 7-17-19

Sheet 1 of 5
Field Notes Describing a 56,335 Square Foot (1.2933 Acre) Water Pipeline Easement To Be Acquired From Dallas Area Rapid Transit

South 71°52'08" East, a distance of 563.36 feet to a 5/8 inch diameter iron rod with orange plastic cap stamped “JACOBS ESMT” set;

South 89°44'45" East, a distance of 429.78 feet to a 5/8 inch diameter iron rod with orange plastic cap stamped “JACOBS ESMT” set;

North 56°46'16" East, a distance of 80.68 feet to a 5/8 inch diameter iron rod with orange plastic cap stamped “JACOBS ESMT” set on the south line of a 15 foot wide Utility Easement recorded in Volume 5248, Page 93 of the Deed Records of Dallas County, Texas;

South 78°13'49" East, along the south line of said 15 foot wide Utility Easement, a distance of 41.92 feet to a 5/8 inch diameter iron rod with orange plastic cap stamped “JACOBS ESMT” set on the east line of said Lot 1, Block 2, Columbian Country Club and a west line of said Iron Mountain Mortgage Finance, LLC tract;

THENCE, South 01°20'21" West, along the common line between said Lot 1, Block 2, Columbian Country Club and the Iron Mountain Mortgage Finance, LLC tracts, a distance of 24.73 feet to POINT OF BEGINNING, containing 56,335 Square Feet or 1.2933 Acres of land.

Revised July 10, 2019: Updated per City comments

BASIS OF BEARINGS: All bearing and coordinates as based on the Texas State Plane Coordinate System NAD 83 (2011) North Central Zone. The horizontal datum derived from the 2019 NAD 83 Published (CORS) Stations ZFW1 and TXCO. All distances shown are surface valves and may be converted to grid by dividing by the conversion factor for Dallas County of 1.000136506.

I hereby certify that this description and accompanying plat represent the results of a survey made on the ground May 2019.

Elliott Pat Busby, RPLS 5561
Jacobs Engineering Group, Inc.
1999 Bryan Street, Suite 1200
Dallas, Texas 75201-3136
Phone: (214) 638-0145
TBPLS Firm No. 10152302

FIELD NOTES APPROVED:

Sheet 2 of 5
DATE: January 14, 2020

SUBJECT: Increase Contract Value for the Design-Build Contract for the Silver Line Regional Rail Project to Include Metes and Bounds Surveying to Support Real Estate Acquisitions

RECOMMENDATION

Approval of a resolution authorizing the President/Executive Director or his designee to increase the contract value for design-build services with Archer Western Herzog 4.0, Joint Venture, for the Silver Line Regional Rail Project to include Metes and Bounds Survey to Support Real Estate Acquisitions in an amount not to exceed $848,318, funded from the supplemental work contingency with no change to the total authorized amount not to exceed $923,835,858.

FINANCIAL CONSIDERATIONS

. This contract increase for Metes and Bounds Survey is included in the Silver Line project budget of the approved FY 2020 Capital Budget.

. Sufficient funding for this contract increase in the amount of $848,318 is included in both the Silver Line project budget and the Commuter Rail and Railroad Management line item of the FY 2020 Twenty-Year Financial Plan

BUSINESS PURPOSE

. This contract increase will provide for metes and bounds surveying to support real estate acquisitions for the Silver Line Regional Rail project.

. This item will assist DART in achieving Board Strategic Priority 3: Optimize DART’s influence in regional transportation planning; and Priority 4: Expand DART’s transportation system to serve cities inside and outside the current service area.

. On December 11, 2018 (Resolution No. 180135), the Board approved contract award to Archer Western Herzog 4.0, Joint Venture, for design and construction of the Cotton Belt (now known as Silver Line) project as a mixed double and single track alignment in an amount not to exceed $783,725,980, plus a supplemental work contingency of $31,349,039 (4%) for unanticipated expenses, for a total authorized amount not to exceed $815,075,019. At that time, the Board requested DART proposals for increasing the limits of the double tracking for the Silver Line.

. On February 12, 2019 (Resolution No. 190021), the Board approved to increase the contract value for design-build services for the Cotton Belt Corridor (now known as Silver Line) Regional Rail Project with Archer Western Herzog 4.0, Joint Venture, in an amount not to
exceed $108,760,839 to completely double track the project between DFW International Airport and Shiloh Road, for a new total authorized amount not to exceed $923,835,858.

- Design-build services include complete design and construction of the 26-mile Silver Line Regional Rail program, inclusive of its stations.

PROCUREMENT CONSIDERATIONS

- The base term of the contract is from the contract award date of December 26, 2018, through final acceptance; but no later than December 28, 2022.

- The pricing for the additional metes and bounds surveying in support of real estate acquisitions to the Archer Western Herzog 4.0, Joint Venture contract, is fair and reasonable.

- The procurement analysis is provided as Attachment 1.

D/M/WBE CONSIDERATIONS

- The goals for this contract were established in March 2017 at 7% DBE and 38% M/WBE participation.

- The prime contractor, Archer Western Herzog 4.0, Joint Venture, has committed to exceed the goals.

- The D/M/WBE analysis and Equal Employment Opportunity (EEO-1) information are included in Attachment 2. The prime contractors’ actual EEO-1 reports are available upon request.

LEGAL CONSIDERATIONS

- Section 452.055 of the Texas Transportation Code authorizes DART to contract for the provisions of goods and services.
Contract Information

A. **Contract Description:** The Cotton Belt Corridor is approximately 26 miles of rail guideway from the northern portion of the DART service area to Shiloh Road in Plano to the Dallas Fort Worth International Airport location adjacent to Terminal B. The alignment traverses three counties: Tarrant, Dallas, and Collin; and seven cities: Grapevine, Coppell, Dallas, Carrollton, Addison, Richardson, and Plano.

B. **Contractor:** Archer Western Herzog 4.0, Joint Venture (Archer Western Construction, LLC and Herzog Contracting Corporation)

C. **Contract Number:** C-2033270-01

D. **Contractual Action:** Contract modification to increase the contract value for the Cotton Belt Regional Rail Design-Build Contract (Silver Line) to include metes and bounds surveying in support of real estate acquisitions.

E. **Current Contract Amount:** $892,486,819

F. **Contract Modification Amount:** Not to exceed $848,318

G. **New Contract Amount:** Not to exceed $893,335,137

H. **Contract Type:** Design-Build Contract: Fixed Price with Performance Incentives

I. **Current Term of Contract/Performance Period:** From the contract award date of December 26, 2018, through final acceptance; but no later than December 28, 2022.

J. **Remaining Options Available:** None

K. **Price Considerations:** An analysis was performed on the proposed price and was determined to be fair and reasonable compared to the Independent Cost estimate, historical rates on similar projects and the scope of work and level of effort necessary to perform metes and bounds surveying in support of real estate acquisitions.

L. **Negotiation Memorandum:** Available for review in the contract file.

M. **Determinations Required:** None

N. **Funding:** Federal and Local

O. **Determination of Responsibility:**
   - **Bond Check:** Satisfactory
   - **Reference Check:** Satisfactory
   - **Financial Responsibility Survey:** Satisfactory
   - **Insurance Check:** Satisfactory
On-Site Inspection: N/A
Arithmetic Check: Verified
Verification of Offer: Verified
Buy America Certification and/or Audit, if applicable: Yes
Debarred/Suspended list: Not on the debarred suspended list.

Determination and Recommendation

Metes and Bounds surveying was provided in the Request for Proposal. Therefore, this is an allowable contract modification. Archer Western Herzog 4.0, Joint Venture is a responsible contractor for the modification described above. Therefore, execution of the contract modification is recommended.
Increase Contract Value for the Design-Build Contract for the Cotton Belt Regional Rail Silver Line Project to Include Metes and Bounds Surveying to Support Real Estate Acquisitions

D/M/WBE Considerations

The goals for this contract were established in March 2017 at 7% DBE and 38% M/WBE participation. This contract modification of $848,318 will increase the contract amount to $893,335,137. Of the modification amount, $424,159 has been committed to the following certified firms:

**DBE PARTICIPATION**

<table>
<thead>
<tr>
<th>VENDOR</th>
<th>LOCATION</th>
<th>ETHNICITY</th>
<th>SERVICE</th>
<th>AMOUNT</th>
</tr>
</thead>
<tbody>
<tr>
<td>Lamb-Star Engineering</td>
<td>Plano, TX</td>
<td>Native American Male</td>
<td>Surveying</td>
<td>$84,832</td>
</tr>
</tbody>
</table>

DBE PARTICIPATION (for this increase): $84,832

**M/WBE PARTICIPATION**

<table>
<thead>
<tr>
<th>VENDOR</th>
<th>LOCATION</th>
<th>ETHNICITY</th>
<th>SERVICE</th>
<th>AMOUNT</th>
</tr>
</thead>
<tbody>
<tr>
<td>Ars Engineers, Inc.</td>
<td>Dallas, TX</td>
<td>Asian Indian Male</td>
<td>Title Search</td>
<td>$339,327</td>
</tr>
</tbody>
</table>

M/WBE PARTICIPATION (for this increase): $339,327

**DESIGN SERVICES**

The goals for this contract were established in March 2017 at 7% DBE and 38% M/WBE participation. Archer Western Herzog 4.0, Joint Venture, the prime contractor, has committed to exceed the DBE goal and meet the M/WBE goal through utilization of the following certified firms:

**DBE PARTICIPATION**

<table>
<thead>
<tr>
<th>VENDOR</th>
<th>LOCATION</th>
<th>ETHNICITY</th>
<th>SERVICE</th>
<th>AMOUNT</th>
<th>PERCENTAGE</th>
</tr>
</thead>
<tbody>
<tr>
<td>HVJ North Texas</td>
<td>Dallas, TX</td>
<td>Asian Indian Male</td>
<td>Geotechnical Services</td>
<td>$1,525,122</td>
<td>2.33%</td>
</tr>
<tr>
<td>IEA, Inc</td>
<td>Dallas, TX</td>
<td>Asian Indian Male</td>
<td>Civil &amp; Structural Engineering</td>
<td>$2,518,713</td>
<td>3.84%</td>
</tr>
</tbody>
</table>
**Attachment 2**

<table>
<thead>
<tr>
<th>VENDOR</th>
<th>LOCATION</th>
<th>ETHNICITY</th>
<th>SERVICE</th>
<th>AMOUNT</th>
<th>PERCENTAGE</th>
</tr>
</thead>
<tbody>
<tr>
<td>Lamb-Star Engineering</td>
<td>Plano, TX</td>
<td>Native American Male</td>
<td>Quality Control</td>
<td>$464,277</td>
<td>0.71%</td>
</tr>
<tr>
<td>Multatech Engineering, Inc.</td>
<td>Dallas, TX</td>
<td>Hispanic Male</td>
<td>Track Engineering Support</td>
<td>$1,099,860</td>
<td>1.68%</td>
</tr>
<tr>
<td><strong>TOTAL DBE PARTICIPATION:</strong></td>
<td></td>
<td></td>
<td></td>
<td><strong>$5,607,972</strong></td>
<td><strong>8.56%</strong></td>
</tr>
</tbody>
</table>

**M/WBE FIRMS IDENTIFIED TO DATE***

<table>
<thead>
<tr>
<th>VENDOR</th>
<th>LOCATION</th>
<th>ETHNICITY</th>
<th>SERVICE</th>
<th>AMOUNT</th>
<th>PERCENTAGE</th>
</tr>
</thead>
<tbody>
<tr>
<td>APM &amp; Associates</td>
<td>Dallas, TX</td>
<td>Black Male</td>
<td>Civil &amp; Structural Services</td>
<td>$1,651,359</td>
<td>2.52%</td>
</tr>
<tr>
<td>Ars Engineers, Inc.</td>
<td>Dallas, TX</td>
<td>Asian Indian Male</td>
<td>Title Search</td>
<td>$339,327</td>
<td>0.52%</td>
</tr>
<tr>
<td>Caye Cook &amp; Associates</td>
<td>Dallas, TX</td>
<td>White Female</td>
<td>Landscape Architecture</td>
<td>$815,009</td>
<td>1.24%</td>
</tr>
<tr>
<td>D&amp;S Engineering Labs, LLC</td>
<td>Denton, TX</td>
<td>White Female</td>
<td>Geotechnical Services</td>
<td>$1,388,411</td>
<td>2.12%</td>
</tr>
<tr>
<td>Lina T. Ramey &amp; Associates</td>
<td>Farmers Branch, TX</td>
<td>Asian Indian Female</td>
<td>Engineering Services</td>
<td>$4,888,760</td>
<td>7.46%</td>
</tr>
<tr>
<td>McAfee3 Architects, Inc.</td>
<td>Dallas, TX</td>
<td>Black Female</td>
<td>Architectural Design Support</td>
<td>$1,237,444</td>
<td>1.90%</td>
</tr>
<tr>
<td>Simon Engineering &amp; Consulting</td>
<td>Dallas, TX</td>
<td>Black Female</td>
<td>Civil Engineering Support</td>
<td>$861,156</td>
<td>1.31%</td>
</tr>
<tr>
<td>Solaray Engineering, Inc.</td>
<td>Dallas, TX</td>
<td>Hispanic Male</td>
<td>Utility Coordinator</td>
<td>$3,363,629</td>
<td>5.13%</td>
</tr>
</tbody>
</table>

**TOTAL IDENTIFIED M/WBE PARTICIPATION TO DATE: $14,545,095 22.20%**

The contractor has committed to meet the M/WBE goal. However, two major subcontractors left the Archer Western Herzog 4.0, Joint Venture team. The scope of services associated with these firms are in the process of being replaced by the Joint Venture team and will be assigned to additional M/WBE firms. Once the additional subcontracting commitments are finalized, the Board will be provided a listing of the additional subcontractors and commitments to each.

| Committed M/WBE Participation | Engineering Services | $10,356,055 | 15.80% |
TOTAL UNIDENTIFIED M/WBE PARTICIPATION: $10,356,055 15.80%**

Total Identified and Unidentified M/WBE Participation: $24,901,150 38.00%**

TOTAL DBE & M/WBE PARTICIPATION TO DATE: $30,509,122 46.56%**

NOTE: The goals are based on the design cost of $65,529,342. If there are any changes to this amount, the original goals will apply.

**The percentages and dollar amounts may remain level, increase or decrease depending on the circumstances.

CONSTRUCTION SERVICES

The goals for this contract were established in March 2017 at 7% DBE and 38% M/WBE participation. Archer Western Herzog 4.0, Joint Venture, the prime contractor, has committed to meet the DBE and M/WBE goals for the construction services portion of this project. Due to the design-build nature of this project, Archer Western Herzog 4.0, Joint Venture has not identified its complete scope of construction services or final identification of all D/M/WBE firms that will be utilized since design is presently 30% complete.

As design progresses, Archer Western Herzog 4.0, Joint Venture will engage D/M/WBE firms to complete its subcontracting team and goals. Below is a list of D/M/WBE firms identified to-date for construction services and their current commitments:

<table>
<thead>
<tr>
<th>VENDOR</th>
<th>LOCATION</th>
<th>ETHNICITY</th>
<th>SERVICE</th>
<th>AMOUNT</th>
</tr>
</thead>
<tbody>
<tr>
<td>CARCON Industries</td>
<td>Dallas, TX</td>
<td>Hispanic Female</td>
<td>Construction Management</td>
<td>$1,677,624</td>
</tr>
<tr>
<td>Cowboys &amp; Sons, LLC</td>
<td>Dallas, TX</td>
<td>Hispanic Male</td>
<td>Trucking</td>
<td>$232,904</td>
</tr>
<tr>
<td>DGR Consultants, LLC</td>
<td>Dallas, TX</td>
<td>White Female</td>
<td>Quality Assurance</td>
<td>$500,000</td>
</tr>
<tr>
<td>Lamb-Star Engineering, LP</td>
<td>Plano, TX</td>
<td>Native American Male</td>
<td>Construction Quality Control</td>
<td>$2,246,082</td>
</tr>
<tr>
<td>QN Management</td>
<td>Dallas, TX</td>
<td>Asian Pacific Male</td>
<td>Scheduling Services</td>
<td>$1,354,590</td>
</tr>
<tr>
<td>Reginald Loftin</td>
<td>Dallas, TX</td>
<td>Black Male</td>
<td>Photography Services</td>
<td>$60,800</td>
</tr>
<tr>
<td>Reyes Group</td>
<td>Grand Prairie, TX</td>
<td>Hispanic Male</td>
<td>Walls</td>
<td>$31,201,668</td>
</tr>
<tr>
<td>Solaray Engineering, Inc.</td>
<td>Dallas, TX</td>
<td>Hispanic Male</td>
<td>Utilities</td>
<td>$3,363,629</td>
</tr>
</tbody>
</table>
Summary of EEO-1 Reports

**Archer Western Construction, LLC** is located in Irving, TX and employs 2,001 individuals. The following is an analysis of their EEO-1 report:

<table>
<thead>
<tr>
<th></th>
<th>ASIAN</th>
<th>BLACK</th>
<th>HISPANIC</th>
<th>NATIVE AMERICAN</th>
<th>WHITE</th>
<th>TOTAL</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>MALES</strong></td>
<td>13</td>
<td>220</td>
<td>747</td>
<td>18</td>
<td>814</td>
<td>1,812</td>
<td>90.55%</td>
</tr>
<tr>
<td><strong>FEMALES</strong></td>
<td>3</td>
<td>22</td>
<td>62</td>
<td>1</td>
<td>101</td>
<td>189</td>
<td>9.45%</td>
</tr>
<tr>
<td><strong>TOTAL</strong></td>
<td>16</td>
<td>242</td>
<td>809</td>
<td>19</td>
<td>915</td>
<td>2,001</td>
<td>100%</td>
</tr>
<tr>
<td><strong>PERCENTAGE</strong></td>
<td>0.80%</td>
<td>12.09%</td>
<td>40.43%</td>
<td>0.95%</td>
<td>45.73%</td>
<td>100%</td>
<td></td>
</tr>
</tbody>
</table>

**Herzog Contracting Corporation** is located in Joseph, MO and employs 458 individuals. The following is an analysis of their EEO-1 report:

<table>
<thead>
<tr>
<th></th>
<th>ASIAN</th>
<th>BLACK</th>
<th>HISPANIC</th>
<th>NATIVE AMERICAN</th>
<th>WHITE</th>
<th>TOTAL</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>MALES</strong></td>
<td>9</td>
<td>16</td>
<td>116</td>
<td>7</td>
<td>239</td>
<td>387</td>
<td>84.50%</td>
</tr>
<tr>
<td><strong>FEMALES</strong></td>
<td>1</td>
<td>1</td>
<td>11</td>
<td>3</td>
<td>55</td>
<td>71</td>
<td>15.50%</td>
</tr>
<tr>
<td><strong>TOTAL</strong></td>
<td>10</td>
<td>17</td>
<td>127</td>
<td>10</td>
<td>294</td>
<td>458</td>
<td>100%</td>
</tr>
<tr>
<td><strong>PERCENTAGE</strong></td>
<td>2.18%</td>
<td>3.72%</td>
<td>27.73%</td>
<td>2.18%</td>
<td>64.19%</td>
<td>100%</td>
<td></td>
</tr>
</tbody>
</table>
DRAFT
RESOLUTION
of the
DALLAS AREA RAPID TRANSIT BOARD
(Executive Committee)

Increase Contract Value for the Design-Build Contract for the Silver Line Regional Rail Project to Include Metes and Bounds Surveying to Support Real Estate Acquisitions

WHEREAS, on December 11, 2018 (Resolution No. 180135), the Board approved contract award to Archer Western Herzog 4.0, Joint Venture, for design and construction of the Cotton Belt Corridor (now known as Silver Line) Regional Rail Silver Line Project as a mixed double and single track alignment, in an amount not to exceed $783,725,980, plus a supplemental work contingency of $31,349,039 (4%) for unanticipated expenses, for a total authorized amount not to exceed $815,075,019; and

WHEREAS, on February 12, 2019 (Resolution No. 190021), the Board approved to increase the contract value for design-build services for the Cotton Belt Corridor (now known as Silver Line) Regional Rail Project with Archer Western Herzog 4.0, Joint Venture, in an amount not to exceed $108,760,839, to completely double-track the Cotton Belt (now known as Silver Line) project between DFW International Airport and Shiloh Road, for a new total authorized amount not to exceed $923,835,858; and

WHEREAS, metes and bounds surveying is necessary to support real estate acquisitions for the Silver Line Regional Rail Project; and

WHEREAS, the proposed pricing is fair and reasonable; and

WHEREAS, funding for this contract value increase is within current Budget and FY 2020 Twenty-Year Financial Plan allocations.

NOW, THEREFORE, BE IT RESOLVED by the Dallas Area Rapid Transit Board of Directors that the President/Executive Director or his designee is authorized to increase the contract value for design-build services with Archer Western Herzog 4.0, Joint Venture, for the Silver Line Regional Rail Project to include Metes and Bounds Survey to Support Real Estate Acquisitions in an amount not to exceed $848,318, funded from the supplemental work contingency with no change to the total authorized amount not to exceed $923,835,858.
Increase Contract Value for the Design-Build Contract for the Silver Line Regional Rail Project to Include Metes and Bounds Surveying to Support Real Estate Acquisitions

Prepared by: John M. Rhone
Vice President
Capital Design & Construction

Approved by: Timothy H. McKay, P.E.
Executive Vice President
Growth/Regional Development

Approved as to form: Gene Gamez
General Counsel

Approved by: Gary C. Thomas
President/Executive Director