

AMENDMENT NO. 3 TO COOPERATIVE PROJECT AGREEMENT
Grade Separation Program (GSP)
Blackstone & McKinley BNSF Grade Separation Project

This Amendment No. 3 to the Cooperative Agreement for the Blackstone & McKinley BNSF Grade Separation Project, is made and entered into the ___ day of _____, 2024 by and between the Fresno County Transportation Authority ("Authority") and the City of Fresno ("Responsible Agency").

1. PARTIES. The Authority and the City of Fresno are collectively referred to herein as "the Parties".

2. RECITALS.

2.1 WHEREAS, the Parties entered into the Cooperative Project Agreement for Blackstone & McKinley BNSF Grade Separation Project ("Agreement"), dated April 22, 2020, for funding of a transportation improvement project ("**Project**") in Fresno County pursuant to the Measure "C" Grade Separation Program ("GSP"), and the Measure "C" Expenditure Plan ("**Expenditure Plan**"), which was approved by the voters of Fresno County in November, 2006; and,

WHEREAS, Authority is authorized to approve and revise Project funding for payment to Responsible Agency in accordance with the **Agreement**, the Measure "C" GSP, and the Expenditure Plan regarding the Blackstone & McKinley BNSF Grade Separation Project; and,

WHEREAS, the Agreement provided that Authority shall provide funding to Responsible Agency from the GSP for eligible Project costs in an amount "not to exceed" **\$6,000,000** of Measure "C" funding for Project Approval & Environmental Document (PAVED) and Design Phases of the Project (as applicable); and,

WHEREAS, Authority amended the Agreement on April 14, 2021 (Amendment No. 1) to provide for partial allocation of an additional **\$2,119,938** for Phase 2 - Right of Way, which increased the total cumulative funding allocated to this Project to a "not-to-exceed" amount of **\$8,119,938** of Measure "C" funding; and,

WHEREAS, Authority amended the Agreement on June 8, 2022 (Amendment No. 2) to provide for partial allocation of an additional **\$27,000,000** for Phase 2 - Right of Way, which increased the total cumulative funding allocated to this Project to a "not-to-exceed" amount of **\$35,119,938** of Measure "C" funding; and,

WHEREAS, Responsible Agency is requesting additional Preliminary Engineering (PE) funding at the present time in order to continue without interruption its PE activities; and,

WHEREAS, the Authority Board desires to avoid any project delays and is willing to consider the request by Responsible Agency for additional PE funding now, with the understanding that it is possible Responsible Agency may need additional PE funding in the future; and,

WHEREAS, Responsible Agency is requesting additional Right of Way (ROW) funding at the present time in order to continue without interruption its ROW acquisition and utility relocation activities, while acknowledging that its final estimate for those activities is not yet complete; and,

WHEREAS, the Authority Board desires to avoid any project delays and is willing to consider the request by Responsible Agency for additional ROW funding now, with the understanding that it is possible Responsible Agency may need additional ROW funding in the future.

2.2 The Parties now desire to amend the statements defining and delineating the Project Scope, Project Schedule and Project Funding Program, as set forth in the original Agreement, based on the following:

- Responsible Agency needs additional funding to continue its Phase 1 – Preliminary Engineering and Phase 2 - Right of Way activities and requests allocation at this time of an additional **\$23,380,062; \$3,500,000 to Phase 1 – Preliminary Engineering and \$19,880,062 to Phase 2 – Right of Way**, which will increase the total cumulative funding allocated to this Project to a “not-to-exceed” amount of **\$58,500,000**. Such additional Measure “C” GSP funding will allow the Project to proceed further toward completion, per the revised Exhibits as more thoroughly described in Section 3.1 of this **Amendment No. 3**.

3. TERMS.

3.1 Exhibit “A” (Project Scope), Exhibit “B” (Project Schedule) and Exhibit “C” (Project Funding Program), which hereinafter shall be referenced collectively the “Original Exhibits” as set forth in Section 1.1 of the original Agreement, and which were fully incorporated therein by the provisions of Section 3.23 thereof, shall be and are hereby replaced by Exhibit “A3” (Project Scope), Exhibit “B3” (Project Schedule), and Exhibit “C3” (Project Funding Program), which are attached hereto and incorporated herein by this reference, commencing upon the Effective Date of this **Amendment No. 3** to the **Agreement**.

3.2 All work performed by the Responsible Agency under the Agreement prior to the Effective Date of this **Amendment No. 3** shall be governed by and compensated pursuant to the applicable Exhibits and the original Agreement, as modified by the previously approved Amendment No. 1 and Amendment No. 2. All work performed commencing on or after the Effective Date of this Amendment No. 3 shall be performed and compensated pursuant to the attached Exhibits A3, B3,

and C3, and the terms of the **Agreement** as modified by this **Amendment No. 3**.

- 3.3 Effective Date. The Effective Date of this Amendment No. 3 to the Agreement shall be 12:01 a.m. of the day following the date upon which it is signed by the Parties. In the event this Amendment No. 3 to the Agreement is signed by the Parties on different dates, the Effective Date shall be 12:01 a.m. of the day following that date upon which it is signed by the second of the Parties.
- 3.4 All other terms and conditions contained in the Cooperative Project Agreement are unaffected by this Amendment No. 3 and shall remain in full force and effect.

[SIGNATURES FOLLOW ON NEXT PAGE.]

IN WITNESS WHEREOF, the undersigned Parties have executed this Agreement on the day and year first written above.

FRESNO COUNTY TRANSPORTATION AUTHORITY

By _____ ATTEST
(Signature) By _____
(Signature)

Name ERNEST "BUDDY" MENDES Name TERRY OGLE
(Typed) (Typed)

Title Chair of the Authority Title Executive Director

APPROVED AS TO LEGAL FORM:
DANIEL C. CEDERBORG, COUNTY
COUNSEL

By _____
(Signature)

APPROVED AS TO ACCOUNTING
FORM:

By _____
(Signature)

Name MICHAEL E. ROWE

Name OSCAR J. GARCIA, C.P.A.

Title Principal Deputy County Counsel

Title Auditor-Controller/Treasurer-Tax Collector

CITY OF FRESNO

ATTEST:

By _____ By _____
(Signature) (Signature) Date

Name SCOTT L. MOZIER, P.E., T.E. Name TODD STERMER, C.M.C.

Title Public Works Director Title City Clerk

APPROVED AS TO FORM:

ANDREW JANZ
City Attorney

By  8/21/24
Jennifer M. Quintanilla Date
Senior Deputy City Attorney



EXHIBIT A3 – PROJECT SCOPE

Blackstone McKinley BNSF Grade Separation

Responsible Agency

City of Fresno

Project Limits

The project limits East McKinley Avenue from N. Glenn Avenue to N. Effie Street and North Blackstone Avenue from E. Pine Avenue to E. University Avenue.

Project Phase *(Choose the Project Phase(s) applicable to this Agreement)*

- ☒ Phase 1 - Preliminary Engineering *[Includes Preliminary Design/Engineering (PS&E) and Environmental]*
- ☒ Phase 2 - Right-of-Way Acquisition
- ☐ Phase 3 - Construction *[Includes Project Construction & Construction Management]*

Project Phase(s) Scope *(Provide detail to describe the Phase(s) that is the subject of this Agreement as checked above)*

The project will eliminate two existing at-grade crossings by grade separating N. Blackstone Avenue and E. McKinley Avenue under the BNSF Mainline Track. The project will require Right of Way acquisitions, utility relocations, and will be compatible and complementary to the "Better Blackstone" Initiative and the South Blackstone Smart Mobility Strategy. The project will improve on-time service performance for the City's Bus Rapid Transit Service and remedy traffic for Fresno City College located at the northwest quadrant of the Blackstone and McKinley intersection. Phase 1 includes preliminary design/engineering (PS&E) and environmental review and approval. Phase 2 includes right-of-way (ROW) acquisition. This agreement encompasses Phase 1 and Phase 2.

Complete Project Scope *(Provide detail to describe all phases of the Project - It is important for the Authority to understand the scope of the entire Project; not just the Project phase(s) that is described above).*

Phase 1 includes preliminary design/engineering (PS&E) and environmental review and approval. Phase 2 includes ROW acquisition and is underway. Phase 3 will be initiated after completion of Phase 2 and relocation of existing utilities. Phase 3 involves construction of the Project, the associate traffic control operations and construction management activities.

Project Purpose

The purpose of this project is to provide for improved mobility by grade separating the existing at-grade crossings at N. Blackstone Ave and E. McKinley Ave. under the BNSF Mainline Track.

Transportation Benefit

The project will improve air quality, reduce blocking delays, traffic congestion, and eliminate Train/Pedestrian/Vehicle interaction thereby improving safety and travel time for motorists, transit services, bicyclists and pedestrians.

Implications of Not Doing the Project

The existing at-grade crossings create an average of 250 blocking delays per week, averaging over 2 minutes per delay event, creating unnecessary idle times for cars and commercial trucking. The Blackstone Avenue/McKinley Avenue intersection supports multiple FAX Bus routes including the Blackstone Ave. BRT Route. Without the grade separation, Train/Vehicle/Pedestrian interface will continue contributing to air pollution, decreased level of service and potential loss of life due to suicides or vehicle/train incidents.

Community Engagement

The project limits are within a moderately populated residential and commercial area. Residents, businesses, and property owners have been informed of the Project's status and schedule through Project newsletters, public information meetings, the City's website and local media.

Construction Staging

Construction phasing may be implemented due to the potential impacts on adjacent residences, businesses, schools, which use these streets to access their property.

Detours

During construction of this Project, which includes utility relocation, railroad shooflies, and grade separation construction, traffic will be encouraged to use north/south collectors Palm and First Avenues, and east/west arterial Shields Avenue. Access to residences, businesses, and schools will be provided and maintained throughout construction using alternative routes via Fresno, Clinton, and Weldon Avenues.

Current Status

Phase 1 is underway, with the 30% design package received and reviewed. The 60% design package is currently in the process of being prepared. The comment period for the CEQA Notification filed on July 30, 2020, is over and therefore CEQA is complete. Phase 1 is funded by FCTA funds. Phase 2 of the project was started in January 2022 and is progressing towards completion of ROW acquisition. Phase 2 is funded by Local Partnership Program (LPP) formulaic and FCTA funds. Appraisals for full acquisitions are complete and appraisals for partial acquisitions are in progress. Acquisitions are ongoing with an anticipated completion date in Summer 2025. After completion of Phase 2, Phase 3 will be initiated for the construction of the Project, the associated traffic control operations, and construction management activities. Phase 3 will be funded by Transit and Intercity Rail Capital Program (TIRCP) and FCTA funds. TIRCP funds have been awarded to this Project and will be allocated as the Project nears Phase 3.

Contact

For inquiries, you may contact Scott Mozier, P.E., Public Works Director, City of Fresno Public Works Dept. at (559) 621-8650.



EXHIBIT B3 – PROJECT SCHEDULE

Blackstone McKinley BNSF Grade Separation



Responsible Agency

City of Fresno

Project Limits

The project limits East McKinley Avenue from N. Glenn Avenue to N. Effie Street and North Blackstone Avenue from E. Pine Avenue to E. University Avenue.

Project Phase *(Choose all applicable to this Agreement)*

- ☒ Phase 1 - Preliminary Engineering *[Includes Preliminary Design/Engineering (PS&E) and Environmental]*
- ☒ Phase 2 - Right-of-Way Acquisition
- ☒ Phase 3 - Construction *[Includes Project Construction & Construction Management]*

Contact

For inquiries, you may contact Scott Mozier, P.E., Public Works Director, City of Fresno Public Works Dept. at (559) 621-8650.

Project Schedule *(Double click on Table below to complete for all Project phases – It is important for the Authority to understand the schedule for the entire Project; not just the Project phase(s) that is checked above and the subject of this Agreement. Revise Fiscal Years in table below to reflect the schedule for all phases of the Project)*

PROJECT PHASE	START	END	2021/22				2022/23				2023/24				2024/25				2025/26					
			J	A	S	O	N	D	J	F	M	A	M	J	J	A	S	O	N	D	J	F	M	A
Prelim. Eng. *1	Prior	2023/2024																						
1. Environ. Doc.	Prior	2020/2021																						
2. Prelim. Design	2020/2021	2021/2022																						
3. PS&E	2021/2022	2025/2026																						
4. Other (Explain)																								
5. Other (Explain)																								
Right-of-Way *2	2020/2021	2024/2025																						
1. Parcel Research	2020/2021	2021/2022																						
2. Appraisal	2021/2022	2024/2025																						
3. Acquisition	2022/2023	2025/2026																						
4. Other (Explain)																								
5. Other (Explain)																								
Construction *3	2024/2025	2027/2028																						
1. Bid/Award	2025/2026	2025/2026																						
2. Construction	2025/2026	2029/2030																						
3. Project Closeout	2029/2030	2029/2030																						
4. Other (Explain)																								

*1 Preliminary Engineering: Preliminary Design/Engineering (PS/E), Environmental

*2 Right-of-Way Acquisition

*3 Project Construction & Construction Management

Measure "C" Grade Separation Program | Project Schedule – Exhibit C3



EXHIBIT C3 – Funding Program

Blackstone McKinley BNSF Grade Separation

Responsible Agency

City of Fresno

Project Limits

The project limits East McKinley Avenue from N. Glenn Avenue to N. Effie Street and North Blackstone Avenue from E. Pine Avenue to E. University Avenue.

Project Phase (Choose all applicable to this Agreement – funding for the phase(s) must be fully funded at the time that the agreement is approved by the Authority and the Responsible Agency)

- ☒ Phase 1 - Preliminary Engineering [Includes Preliminary Design/Engineering (PS&E) and Environmental]
- ☒ Phase 2 - Right-of-Way Acquisition
- ☐ Phase 3 - Construction (Includes Project Construction & Construction Management)

Contact

For inquiries, you may contact Scott Mozier, P.E., Public Works Director, City of Fresno Public Works Dept. at (559) 621-8650.

Funding Program (\$ in millions)

(Double click on Table on the following page to complete for all Project phases – It is important for the Authority to understand the funding program for the entire Project; not just the Project phase(s) that is checked above and the subject of this Agreement).

PROJECT PHASE	START YEAR	END YEAR	PRIOR COST & FUNDING	NEW ALLOCATION												TOTAL COST & FUNDING	
				SHORT-TERM PROGRAM FY 2020/21 - 2031/32													
				2020/21	2021/22	2022/23	2023/24	2024/25	2025/26	2026/27	2027/28	2028/29	2029/30	2030/31	2031/32		
Preliminary Engineering (7)	2020/21	2022/23	\$0.000	\$6.000	\$0.000	\$0.000	\$0.000	\$3.500	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$9.500	
FUNDING PROGRAM																	
Measure "C" Original Program																\$0.000	
Measure "C" Regional																\$0.000	
RTMF																\$0.000	
STIP																\$0.000	
TCRP																\$0.000	
Local Development Fees																\$0.000	
Federal Aid																\$0.000	
Other State - State Cash																\$0.000	
Measure "C" GSP	2020/21	2022/23	\$8.000					\$3.500								\$9.500	
Other Local (Specify)																\$0.000	
Other Local (Specify)																\$0.000	
TOTAL FUNDING PHASE 1:				\$0.000	\$6.000	\$0.000	\$0.000	\$0.000	\$3.500	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$9.500	
PROJECT PHASE	START YEAR	END YEAR	PRIOR COST & FUNDING	NEW ALLOCATION												TOTAL COST & FUNDING	
				SHORT-TERM PROGRAM FY 2020/21 - 2031/32													
				2020/21	2021/22	2022/23	2023/24	2024/25	2025/26	2026/27	2027/28	2028/29	2029/30	2030/31	2031/32		
Right-of-Way (2)	2020/21	2024/25	\$0.000	\$2.119	\$27.000	\$0.000	\$0.000	\$19.881	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$49.000	
FUNDING PROGRAM																	
Measure "C" Original Program																\$0.000	
Measure "C" Regional																\$0.000	
RTMF																\$0.000	
STIP																\$0.000	
TCRP																\$0.000	
Local Development Fees																\$0.000	
Federal Aid																\$0.000	
Other State - State Cash																\$0.000	
Measure "C" GSP	2021/22	2024/25	\$2.119	\$27.000				\$19.881								\$49.000	
Other Local (Specify)																\$0.000	
Other Local (Specify)																\$0.000	
TOTAL FUNDING PHASE 2:				\$0.000	\$2.119	\$27.000	\$0.000	\$0.000	\$19.881	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$49.000	
PROJECT PHASE	START YEAR	END YEAR	PRIOR COST & FUNDING	NEW ALLOCATION												TOTAL COST & FUNDING	
				SHORT-TERM PROGRAM FY 2020/21 - 2031/32													
				2020/21	2021/22	2022/23	2023/24	2024/25	2025/26	2026/27	2027/28	2028/29	2029/30	2030/31	2031/32		
Construction (2)	2025/26	2027/28	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	
FUNDING PROGRAM																	
Measure "C" Original Program																\$0.000	
Measure "C" Regional																\$0.000	
RTMF																\$0.000	
STIP																\$0.000	
TCRP																\$0.000	
Local Development Fees																\$0.000	
Federal Aid																\$0.000	
Other State - State Cash																\$0.000	
Measure "C" GSP	2024/25	2027/28														\$0.000	
Other Local (Specify)																\$0.000	
Other Local (Specify)																\$0.000	
TOTAL FUNDING PHASE 3:				\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	
TOTAL FUNDING ALL PHASES:				\$0.000	\$8.119	\$27.000	\$0.000	\$0.000	\$23.381	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$59.500

* Preliminary Engineering, Preliminary Design/Engineering (P&E), Environmental

** Right-of-Way Acquisition

** Project Construction & Construction Management