

**AMENDMENT TO  
FUNDING AGREEMENT  
BETWEEN THE CITY OF SAN JOSE AND  
SANTA CLARA VALLEY TRANSPORTATION AUTHORITY  
FOR THE I-280/WINCHESTER BOULEVARD IMPROVEMENTS PROJECT**

This FIRST AMENDMENT TO FUNDING AGREEMENT BETWEEN THE CITY OF SAN JOSE AND THE SANTA CLARA VALLEY TRANSPORTATION AUTHORITY FOR THE I-280/WINCHESTER BOULEVARD IMPROVEMENTS PROJECT (“**First Amendment**”) is made and entered into by and between the CITY OF SAN JOSE, a municipal corporation of the State of California (“**CITY**”), and SANTA CLARA VALLEY TRANSPORTATION AUTHORITY, a public agency organized as a special district under California law (“**VTA**”). Hereinafter, CITY and VTA may be individually referred to as “**Party**” or collectively referred to as “**Parties**,” as of the date of final signature by either of the Parties (“**Effective Date**”).

**I. RECITALS**

- A. On June 23, 2015, Parties entered into an agreement (“**FUNDING AGREEMENT**”) setting forth their respective obligations in regard to the modifications to the I-280/Winchester Boulevard Improvements Project (“**PROJECT**”).
- B. CITY initially contributed an amount of two hundred and fifty thousand (\$250,000) dollars to the PROJECT under the terms of the FUNDING AGREEMENT to identify, evaluate and prioritize a range of possible transportation-related improvements to relieve congestion and improve traffic circulation, leading to the Project Approval/Environmental Document (“**PA/ED**”) phase of the PROJECT.
- C. VTA initially contributed an amount of seven hundred and fifty thousand (\$750,000) dollars of which two hundred and fifty thousand dollars (\$250,000) was from its Local Program Reserve and five hundred thousand dollars (\$500,000) was from its Surface Transportation Program and Congestion Mitigation and Air Quality Improvement funds from the Metropolitan Transportation Commission to the PROJECT under the terms of the FUNDING AGREEMENT toward the development of the PROJECT.
- D. The Parties recognize the need for the continuation of project developments for the PROJECT.
- E. The Parties wish to amend the FUNDING AGREEMENT to increase the CITY’s contribution from \$250,000 to \$2,250,000 to continue project development into the PA/ED phase.
- F. At the October 5, 2017 VTA Board meeting, the Board adopted a Resolution, establishing the 2016 Measure B Program; and adopted the 2016 Measure B Program Category Guidelines including the Highway Interchanges Program. The

2016 Measure B Highway Interchanges Program FY 18 and FY 19 Projects and Allocation includes an amount of \$3,000,000 for the 280/Winchester Boulevard Improvements Project. As of the effective date of this Amendment, however, Measure B funds are not available to VTA as a result of pending litigation.

NOW, THEREFORE, the Parties agree to amend the FUNDING AGREEMENT as follows:

## II. AMENDED AGREEMENT

1. SECTION II, PARAGRAPH 1 Conduct of the PROJECT, is hereby amended to include VTA responsibilities for performing PA/ED tasks for the PROJECT. SECTION 1 shall be restated as follow:

**“1. Conduct of the PROJECT.** VTA shall be responsible for conducting and completing the PROJECT. The scope and schedule of the PROJECT to be undertaken by VTA pursuant to this Agreement includes, but is not limited to: those planning and preliminary engineering activities to complete PA/ED for the PROJECT. To this end, VTA shall perform and/or be responsible for the following tasks:

- i. Serve as project manager for the entire PROJECT;
- ii. Coordinate with stakeholders for review of the PROJECT;
- iii. Conduct planning and preliminary engineering activities and analysis for the Project; and
- iv. Complete the Project Approval/Environmental Document (“PA/ED”) activities for PROJECT;

Costs and expenses to perform these tasks shall be considered allowable costs and expenses pursuant to this Agreement.

- a. Consultants. VTA may retain design consultants in the performance of the PROJECT. VTA’s administrative costs to procure and manage consultant agreements as well as the actual costs of such consultants shall be allowable costs pursuant to this Agreement.
- b. Other Project Management Duties. VTA shall include CITY staff as an active participant within VTA’s project management process, hold periodic meetings as agreed upon by the PROJECT team to assess the progress of PROJECT and address PROJECT issues as they arise. VTA shall also prepare quarterly reports on PROJECT activity and progress for CITY.
- c. Expenditure Updates. VTA shall actively monitor actual PROJECT expenditures to ensure that CITY’s Contribution is used to pay for allowable PROJECT expenditures. If PROJECT expenditures are projected not to exceed CITY’s Contribution, VTA, upon completion of the PROJECT, shall reimburse CITY for any unused CITY’s Contribution funds or VTA and CITY may formulate and

implement a strategy to expand the scope of VTA services to the satisfaction of VTA and CITY'S Director of Transportation.

In addition, if the PROJECT is projected to be delayed, VTA and CITY may formulate and implement a strategy to continue the PROJECT."

2. SECTION II, PARAGRAPH 2 CITY's Financial Contribution for PROJECT, is hereby amended to increase CITY's Contribution by two million (\$2,000,000) dollars. The first sentence shall be restated as follows:

"CITY shall contribute to the PROJECT an amount not to exceed two million two hundred fifty thousand (\$2,250,000) dollars (hereinafter, "CITY's Contribution") towards the development of the PA/ED phase. Upon execution of the Agreement, VTA shall invoice CITY for the CITY's Contribution and, upon receipt, will deposit the CITY's Contribution into an interest-bearing account. CITY shall pay to VTA the amount set forth in the VTA invoice within thirty (30) days after receipt of invoice."

3. SECTION II, PARAGRAPH 4 VTA's Financial Contribution for PROJECT, is hereby amended to increase VTA's Contribution by three million (\$3,000,000) dollars. The first sentence shall be restated as follows:

"VTA will contribute SEVEN HUNDRED FIFTY THOUSAND dollars (\$750,000) of which TWO HUNDRED FIFTY THOUSAND dollars (\$250,000) from its Local Program Reserve and FIVE HUNDRED THOUSAND dollars (\$500,000) from Surface Transportation Program and Congestion mitigation and Air Quality Improvement funds from the Metropolitan Transportation Commission toward the development of the Project. If VTA is successful in resolving litigation related to its 2016 Measure B funds, such that the entirety of those funds become available to VTA for the purposes set forth in Measure B, VTA will contribute an additional THREE MILLION dollars (\$3,000,000) from such funds toward the development of the PROJECT for a total project contribution of THREE MILLION SEVEN HUNDRED FIFTY THOUSAND dollars (\$3,750,000). See Exhibit A for the PROJECT Fact Sheet."

4. SECTION II, PARAGRAPH 6 Term of Agreement, is hereby amended to extend the termination date of the Agreement and shall be restated as follows:

"This Agreement shall become effective upon full execution and shall remain in effect through December 31, 2020. Upon written request of VTA, the CITY's Director of Transportation or his/her designee is authorized to extend the term of the Agreement for up to six (6) months after the initial termination date, upon written notice to VTA and without formal amendment of the Agreement."

5. SECTION II, PARAGRAPH 13 Notice, is hereby amended to update VTA's and CITY's address for notices and shall be restated as follows:

"**13. Notice.** Any notice required to be given by either Party, or which either party

may wish to give, shall be in writing and served either by personal delivery or sent by certified or registered mail, postage prepaid, addressed as follows:

To VTA: Santa Clara Valley Transportation Authority  
Carolyn Gonot, Director of Engineering & Program Delivery  
3331 North First Street, Bldg. A  
San Jose, CA 95134-1906

To CITY: City of San Jose  
Director of Transportation  
200 E. Santa Clara Street, Tower 8<sup>th</sup>  
San Jose, CA 95113

Notice shall be deemed effective on the date personally delivered or, if mailed, three (3) days after deposit in the United States mail."

**WITNESS THE EXECUTION HEREOF** the day and year first hereinabove set forth.

"CITY"  
City of San Jose  
a municipal corporation

"VTA"  
Santa Clara Valley Transportation Authority  
a public agency

By: \_\_\_\_\_  
Toni J. Taber, CMC  
City Clerk

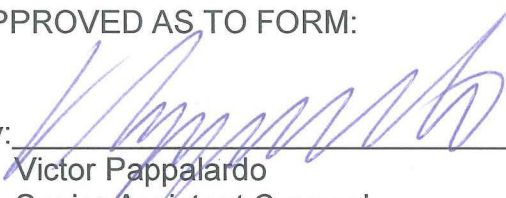
By:  \_\_\_\_\_  
Nura Fernandez  
General Manager

Date: 11/16/17

APPROVED AS TO FORM:

APPROVED AS TO FORM:

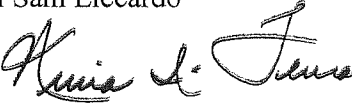
By: \_\_\_\_\_  
Jon Calegari  
Deputy City Attorney

By:  \_\_\_\_\_  
Victor Pappalardo  
Senior Assistant Counsel



**MEMORANDUM**

**TO:** Board Chairperson Jeannie Bruins  
Board Vice Chairperson Sam Liccardo

**FROM:** Nuria I. Fernandez   
General Manager/CEO

**DATE:** November 14, 2017

**SUBJECT:** Out of Office Notification – Delegation of Authority

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I will be away from the area from Wednesday, November 15 through Friday, November 24 2017. During this period, I am delegating my authority to Angelique M. Gaeta, Chief of Staff. Angelique may be reached on her desk phone at (408) 321-7042 or cell phone at (408) 816-6659.

cc: Executive Team

**EXHIBIT A**

# FACT SHEET: Highways

## I-280/Winchester Boulevard Interchange Improvements Project

### Overview

Santa Clara Valley Transportation Authority (VTA), in cooperation with the City of San Jose and California Department of Transportation (Caltrans), proposes to construct Improvements in the vicinity of the Interstate 280/Winchester Boulevard Interchange.

### Objective

The purpose of the project is to improve traffic operations and reduce congestion on local roadways and freeway, provide new access from northbound I-280 to the project area, and improve bicycle and pedestrian access and transit connectivity in the vicinity of I-280 and Winchester Boulevard in the City of San Jose.

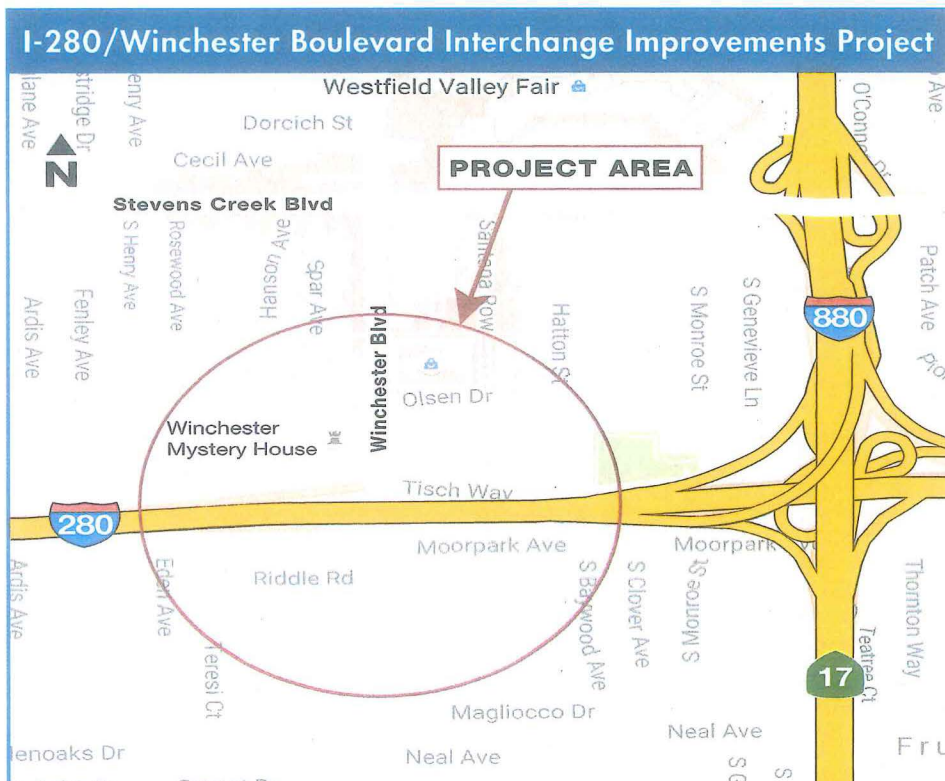
### Milestones

Alternatives Analysis and Preliminary Engineering:	2016 - 2017
Project Approval/Environmental Document (PA/ED):	2018 - 2020
Design Completion*:	2020 - 2022
Project Construction*:	2022 - 2024

\* Funding for these phases of the project has not yet been identified.

### Project Funding Details

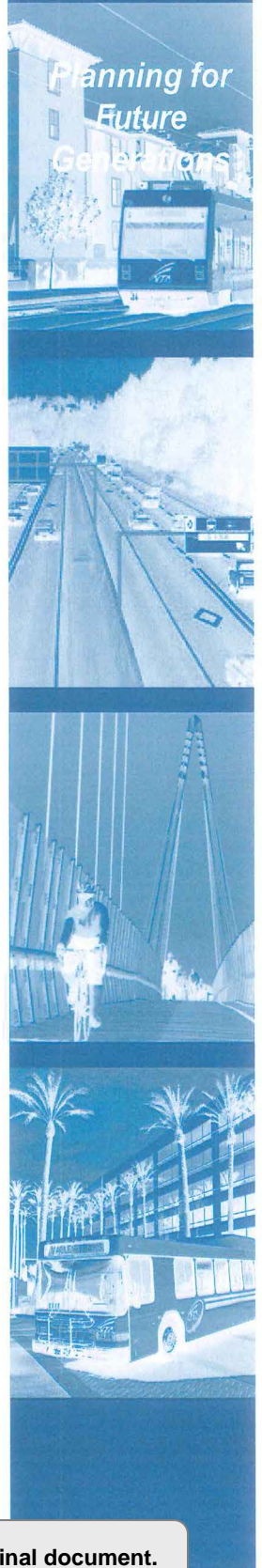
\$ 500,000	STP CMAQ Regional Strategic Investment Funds
\$2,250,000	City of San Jose Funds
\$ 250,000	VTA Local Program Reserve
\$3,000,000	VTA 2016 Measure B (Pending)
<b>\$6,000,000</b>	<b>Total (Preliminary Engineering &amp; PA/ED)</b>



DRAFT--Contact the Office of the City Clerk at (408) 535-1260 or CityClerk@sanjoseca.gov for final document.



Planning for  
Future  
Generations





Date: May 28, 2015  
 Current Meeting: June 4, 2015  
 Board Meeting: June 4, 2015

**BOARD MEMORANDUM**

**TO:** Santa Clara Valley Transportation Authority  
 Board of Directors

**THROUGH:** General Manager, Nuria I. Fernandez

**FROM:** Director of Planning and Program Development, John Ristow

**SUBJECT:** US 101/Zanker Rd./N 4th St./Skyport Drive Interchange Project, I-680  
 Soundwalls Project & I-280/Winchester Boulevard Improvements Project

**APPROVED** ACCEPTED ADOPTED AMENDED DEFERRED REVIEWED  
 Santa Clara Valley Transportation Authority  
 Board of Directors  
 Elaine F. Baltao, Board Secretary  
 BY: Elaine F. Baltao  
 DATE: 6/4/15

Policy-Related Action: No

Government Code Section 84308 Applies: No

**ACTION ITEM**

**RECOMMENDATION:**

Authorize the General Manager to negotiate and enter into cooperative agreements with California Department of Transportation (Caltrans), local jurisdictions, and regulatory agencies, covering planning, preliminary engineering/environmental, design, right-of-way, and construction phases for the following three projects: 1) US 101/Zanker Road/North 4th Street/Skyport Drive Interchange Project; 2) I-680 Soundwalls Project; and 3) I-280/Winchester Boulevard Improvements Project.

**BACKGROUND:**

The VTA Board of Directors adopted Valley Transportation Plan (VTP) 2040 in February 2015. VTP 2040 includes seventy-six highway and roadway projects anticipated to be funded through a variety of funding sources over the next 25 years. The projects were evaluated using the Board adopted highway project prioritization criteria. The financially constrained project list consists of fifty-two projects. The US 101/Zanker Road/North 4th Street/Skyport Drive Interchange Project is identified as Project No. H30, and the I-680 Soundwalls Project is part of the larger project identified in VTP 2040 as Project No. H50 - Soundwall.

**US 101/Zanker Road/North 4th Street/Skyport Drive Interchange**

The Board approved a contract with TY Lin International in November 2006, to study the US 101 Northern San Jose Corridor Improvement Implementation Plan. The study, which was completed in November 2009, includes recommended improvements to the Zanker Road/North

4th Street/Skyport Drive, Old Oakland Road, and Mabury Road interchanges along US 101.

### **I-680 Soundwalls Project**

The I-680 Soundwalls project was originally programmed in 2002, but it was deprogrammed in March 2012 and its funds were used in order to complete the funding package for the recently completed US 101/Capitol Interchange. The VTA Board reprogrammed the I-680 Soundwalls Project in November 2014 from Capitol Expressway to Mueller Avenue in the 2014 STIP for approximately \$4.5 Million.

### **I-280/Winchester Boulevard Improvements Project**

The I-280/I-880/Stevens Creek Boulevard Interchange Improvement Project, which is under construction, originally included a ramp connection from I-280 to Winchester Boulevard. However, in 2011, the Winchester Boulevard connection ramp was removed from the I-280/I-880/Stevens Creek Boulevard Interchange Improvement Project due to a lack of acceptance of the two design options under consideration. Due to the continued development interest in the vicinity of the I-280/Winchester area, VTA is moving forward with the I-280/Winchester Boulevard Improvement Project to make a second effort to develop a long-term solution for the area that improves access, addresses traffic operations and relieves congestion.

VTA has incrementally secured \$750,000 in funding for this project. First, in November 2013, the VTA Board of Directors approved the allocation of \$250,000 towards this project from VTA's local program reserve fund. Then, in February 2015, the Board of Directors adopted a Resolution of Local Support to execute a grant agreement with the Metropolitan Transportation Commission (MTC) for \$500,000 in funding from the Surface Transportation Program (STP) and Congestion Mitigation and Air Quality Improvement (CMAQ) programs allocated through the Regional Strategic Investment (RSI) for the I-280/Winchester Boulevard Improvement Project.

### **DISCUSSION:**

#### **US 101/Zanker Road/North 4th Street/Skyport Drive Interchange**

The US 101/Zanker Road/North 4th Street/Skyport Drive Interchange Project proposes to construct a new interchange connecting Zanker Road and Old Bayshore Highway with North 4th Street and Skyport Drive at US 101. The interchange will provide an overcrossing across US 101 to improve the existing limited connectivity across US 101 to the North San Jose employment centers. In addition, the interchange would improve access to Mineta San Jose International Airport from US 101. The existing intersections at North First Street and Skyport Drive, North Fourth Street and Old Bayshore Highway, Northbound US 101 on- and off-ramp, Northbound US 101 off-ramp to Brokaw Road are proposed to be modified to construct this interchange.

The City of San Jose is proposing to contribute \$1.5 million from developer traffic impact fees to the project planning activities through a cooperative funding agreement with VTA. The plan is for VTA to begin necessary preliminary engineering studies leading to the completion of a Project Study Report (PSR). It is anticipated that the PSR will subsequently lead to the



preparation of a Project Report and environmental clearance for the Project Approval/Environmental Document (PA/ED) Phase once additional funding is identified and secured.

### **I-680 Soundwalls Project**

In July 1992, Caltrans prepared a Noise Barrier Scope Summary Report (NBSSR) for the proposed new soundwalls on I-680 from Capitol Expressway to Mueller Avenue. Due to noise deficiencies based on Section 215.5 of the Streets and Highways Code (Freeway Noise Attenuation), a proposal to construct six soundwalls along both sides of I-680 within this limit was recommended as an effective noise abatement measures. VTA staff recommends to move forward with the development of this soundwall project to fulfill this commitment.

### **I-280/Winchester Boulevard Improvements Project**

The I-280/Winchester Boulevard Improvements Project would conduct a study in the vicinity of the I-280/Winchester corridor, to identify, evaluate and prioritize a range of possible transportation-related improvements to relieve congestion, improve traffic operations and improve local circulation. The project objective is to produce a study, which 1) identifies key deficiencies and 2) proposes alternatives that would improve operations and reduce congestion on the vicinity of I-280/Winchester Interchange Ramp. The alternatives analysis would identify a recommended project scope to move into environmental analysis, final design and construction as funding is identified.

The estimated cost of this initial phase of work is \$1,000,000 of which \$750,000 has been secured. The City of San Jose agrees to contribute the remaining \$250,000 through a cooperative funding agreement with VTA.

It is anticipated that several agreements would be required to complete these three projects, such as agreements with Caltrans for the planning, environmental, design, right-of-way, and construction phases and with City of San Jose for the funding contribution. This action by the Board of Directors would grant authority to the General Manager to negotiate and execute the needed agreements without the need to return to the Board for approval of each agreement.

As additional funding becomes available, staff would return to the Board of Directors for authorization to select designers to commence the project development including preliminary engineering, environmental clearance, right-of-way, and final design for these projects.

Upon execution of funding agreements for the US 101/Zanker Road/North 4th Street/Skyport Drive Interchange Project and the I-280/Winchester Boulevard Improvements Project, VTA would be eligible to receive City funding towards project development efforts.

### **ALTERNATIVES:**

The Board could decide to forego the funding from the City of San Jose for the US 101/Zanker Road/North 4th Street/Skyport Drive Interchange Project and/or the I-280/Winchester Boulevard Improvement Project, and may choose not to enter into cooperative agreements with Caltrans

for these projects and the I-680 Soundwalls as recommended. In this case, VTA would not be able to commence these highway improvement projects and potentially result in the loss of the local contributions and STIP funding.

**FISCAL IMPACT:**

VTA will receive \$1,500,000 toward the project study efforts and completion of the Project Initiation Document (PID) phase of the US 101/Zanker Road/North 4th Street/Skyport Drive Interchange Project and \$250,000 toward the study efforts for the I-280/Winchester Boulevard Improvement Project from the City of San Jose. Future City contributions towards the project initiation, environmental clearance, final design, and construction phases will be negotiated with the City as additional funds become available.

For the I-680 Soundwalls Project, VTA will receive \$600,000 in STIP funding to complete the Project Approval/Environmental Document (PA/ED) phase in conjunction with the Plans, Specifications and Estimate (PS&E) phase. STIP funding for the construction phase (\$3.859M) is already programmed in the STIP, if reduced, then the number of soundwalls proposed to be constructed will decrease accordingly.

Appropriation for these expenditures is included in the FY16 & FY17 Proposed VTA Highway Improvement Program Fund Capital Budget.

**SMALL BUSINESS ENTERPRISE (SBE)/ DISADVANTAGE BUSINESS ENTERPRISE (DBE) PARTICIPATION:**

Small Business Enterprise (SBE) participation is anticipated for the US 101/Zanker Road/North 4th Street/Skyport Drive Interchange Project and the I-680 Soundwalls Project. Disadvantage Business Enterprise (DBE) participation is anticipated for the I-280/Winchester Boulevard Improvement Project. The SBE and DBE goals will be established during the designer solicitation process.

**ADVISORY COMMITTEE DISCUSSION/RECOMMENDATION:**

The Citizens Advisory Committee reviewed this item at its May 12, 2015 meeting and unanimously approved the staff recommendation. The Technical Advisory Committee reviewed this item at its May 14, 2015 meeting and unanimously approved the staff recommendation.

**STANDING COMMITTEE DISCUSSION/RECOMMENDATION:**

The Congestion Management Program & Planning (CMPP) Committee reviewed this item at its May 22, 2015 meeting and unanimously recommended Board approval.

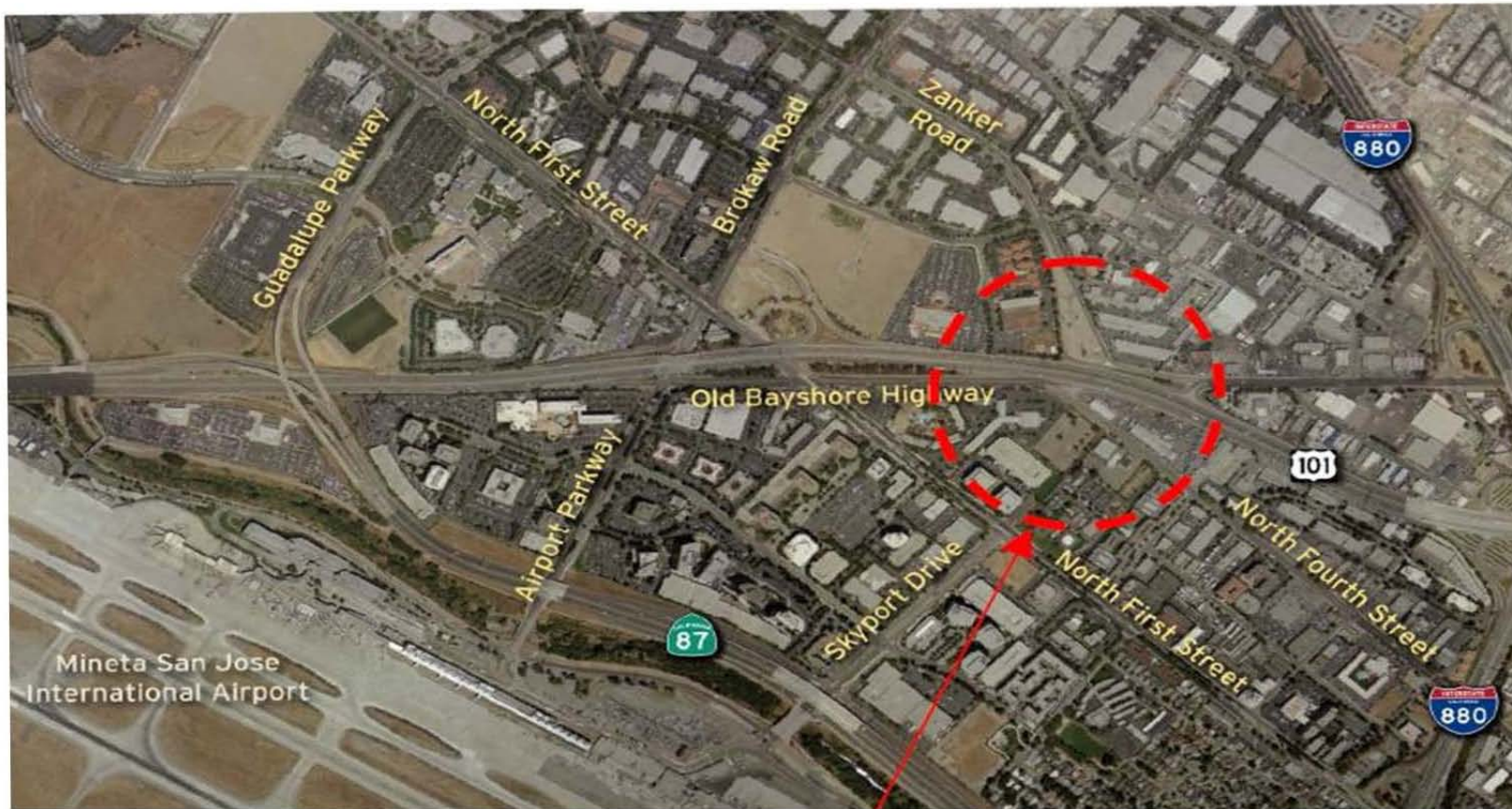
Prepared by: Lam Trinh/Brian Pantaleon/Sajeeni DeAlwis-Mima  
Memo No. 4949

**ATTACHMENTS:**

- Attachment A (PDF)
- Attachment B (PDF)
- Attachment C - Location Map rev1 (PDF)

# Attachment A

## US 101/Zanker Road/North 4<sup>th</sup> Street/Skyport Drive Interchange Project



US 101/Zanker Road/  
N 4<sup>th</sup> Street/  
Skyport Drive

### Project Location Map

DRAFT--Contact the Office of the City Clerk at (408) 535-1260 or [CityClerk@sanjoseca.gov](mailto:CityClerk@sanjoseca.gov) for final document.

# Attachment B

## I-680 Soundwall Project – Capitol Expressway to Mueller Avenue



Project Location Map

# Attachment C

## I-280/Winchester Boulevard Improvements Project



Project Location Map

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