



**Fresno Council  
of Governments**

# **Measure C TOD Program Cycle IV**

## **Call for Projects Application Packet**

**January 7, 2015**

**2035 Tulare Street, Suite 201  
Fresno, CA 93721  
Tel: 559-233-4148  
Fax: 559-233-9645**

## **Overview**

The TOD program was created in the 2006 Measure C Extension Plan. As recommended by the Measure C legislation, a TOD Technical Advisory Committee developed guidelines to provide guidance on the implementation of the TOD program. The TOD Program Guidelines were approved by the Fresno COG Policy Board and the Fresno Transportation Authority (FCTA) Board. A scoring committee membership was defined by the TOD Technical Advisory Committee and also approved by both Boards.

The TOD program will generate \$17.4 million during the 20-year lifespan of the Measure C program based on the estimation in December 2012. It is estimated that the TOD program is accruing approximately \$700,000 annually. There is \$888,800 available in the program as of December 31, 2014. Multi-year projects will be accepted contingent on the approval of the revised TOD Program Guidelines.

Please refer to the TOD program Guidelines for project eligibility and scoring criteria.

## **Timeline**

January 7, 2015	Call for projects open
February 20, 2015	Application due
March 10, 2015	TOD scoring committee meeting
April 10, 2015	TTC/PAC approval of the selected project(s)
April 30, 2015	Fresno COG Policy Board approval of the selected project(s)
June 10, 2015	FCTA Board approval of the selected projects(s)

## **Contact Information**

Please submit all applications by 4:30 p.m. on February 20, 2015 and mail all correspondence to:

Kristine Cai  
Fresno Council of Governments  
2035 Tulare Street, Suite 201  
Fresno, CA 93721

## Multi-Year Capital Improvement Project Application

Project Title: **Fulton Mall Reconstruction Project Match**

Sponsoring Jurisdiction: **City of Fresno**

### Application Checklist:

- Twelve hard copies and 1 CD of the complete application
- Completed application form
- Board/Council resolution authorizing project application (due prior to Fresno COG Policy Board meeting on April 30, 2015)
- Vicinity maps showing project locations, entitled land developments related to the project, and local/regional streets, bicycle, transit and highway facilities within and near the project area
- Documentation of support for the project from community groups or individuals (highly encouraged)
- Aerial photo and/or other photographs depicting existing conditions in the project area

### Person Authorized to Submit Application:

I certify that I have reviewed the TOD Capital Improvement Projects Program Guidelines and the information submitted in this application is accurate and in accordance with the guidelines.

Name: Bruce Rudd

Title: City Manager



Signature:

Date: February 20, 201~~4~~<sup>5</sup>

## **Project Summary**

1. Project Title  
**Fulton Mall Reconstruction Project Match**
2. Project description: briefly describe the project goal, scope, and elements to be funded by the Measure C TOD program.  
**This multi-year grant will provide part of the required nonfederal construction funds for the Fulton Mall Reconstruction Project.**
3. Total project cost  
**\$19,974,620 (estimated)**
4. Total TOD fund request  
**\$780,343**
5. Sponsoring jurisdiction  
**City of Fresno**
6. Primary contact person  
**Lupe Perez**
7. Title  
**Downtown Revitalization Manager**
8. Address  
**2600 Fresno Street  
Fresno, CA 93721**
9. Phone  
**(559) 621-8371**
10. E-mail  
**[Lupe.Perez@Fresno.gov](mailto:Lupe.Perez@Fresno.gov)**
11. Other project partners  
**U.S. Department of Transportation, State of California, Downtown Fresno Partnership**

## Capital Improvement Project Description

**1. Introduction.** *Please provide a description of project objectives, setting, and relationship of the proposed project to existing and planned infrastructures in the project area.*

The applicant project area is the Fulton Mall, which includes six blocks of Fulton Street, from Tuolumne Street in the north to Inyo Street in the south, and the cross streets of Merced, Mariposa, and Kern, generally between H Street in the west and Van Ness Avenue in the east.

The Fulton Mall is the heart of Downtown Fresno, and it has the greatest potential of any part of Fresno to serve as a hub of transit-oriented development (see next section). Today, that potential is being undermined by the Mall's economic challenges. Compared with the rest of downtown, vacancy rates along the Mall are double for historic buildings, and triple for office space, and office lease rates are lower by more than double compared to the citywide average. Taxable retail sales are \$79 per square foot, compared to \$203 on the nearby Kings Canyon corridor.

After years of neglect, the City, private sector, and nonprofit partners are doing many things today to address this challenge. A property owner-funded business improvement district continues to spend upwards of almost \$1.5 million per year to host new events, increase marketing, do more economic development, and provide better hospitality to Mall visitors. The City is putting in place better land use and design standards and, in collaboration with other agency partners, delivering a host of downtown infrastructure upgrades.

Some of this infrastructure work relates to the High-Speed Rail (HSR) and Bus Rapid Transit (BRT) projects. The development of the HSR and BRT stations, both within two blocks of the Fulton Mall, includes funding for improvements to the street grid. For example, the HSR station includes several new grade-separated rail crossings, conversion of one-way streets to two-way, and restoration of the H Street intersections at Fresno and Tuolumne Streets (which do not today exist). At the BRT station site at the corner of Van Ness and Mariposa, USDOT has funded the construction of an at-grade pedestrian crossing of Van Ness, which historically played a major role in the connection of Courthouse Park to the Fulton Corridor to the west.

As part of its downtown infrastructure commitment, the City is working on plans for reconstructing the Fulton Mall as a "complete street." The plans include narrow lanes of two-way vehicle traffic alongside wide sidewalks, fountains, existing trees, and all the existing artwork that people love in the historic 1964 landscape.

On February 27, 2014, the City Council approved Option 1 for the Fulton Mall Reconstruction Project, using "complete streets" design concepts. Option 1 consists of reopening the Fulton Mall with one lane of vehicular traffic in each direction alongside bicycle, pedestrian, and potentially other travel modes. On-street vehicle parking spaces would be reintroduced along the length of the Fulton Mall (including cross streets), mid-block pedestrian crossings would be provided, and construction of streetscape improvements would optimize the streets for the new blend of travel modes. One 11-foot-

wide vehicle travel lane would run in each direction, with a parallel parking lane of 8 feet included on both sides of the streets. Sidewalks would include a typical 14-foot sidewalk on one side of the street and a 28-foot-wide promenade on the other. This promenade is intended to approximate the mall-like pedestrian experience of the original Eckbo Fulton Mall. Like the existing mall, the Option 1 promenade would feature artworks, water features, seating, and trees and would allow for walking and pedestrian-only seating, landscaping, and lighting. Pedestrians would be separated from vehicles.

In September 2013 USDOT announced the award of nearly \$16 million in TIGER funding for project construction. The City is proceeding with design work now to make Option 1 ready for bidding in time to meet TIGER deadlines. The CEQA process was completed and approved by Council on February 27, 2014 giving staff authority to proceed with project. The project is funded by TIGER (with Measure C TOD funds to be used as a match as proposed), it will be in the form of Option 1. For more information about this design, visit the project webpage at [www.fresno.gov/fultonmall](http://www.fresno.gov/fultonmall). Briefly, the benefits of Option 1 include:

- Net gain of 14 trees, including 22 mature trees such as Chinese elms
- Keeping 74% of features, including all sculptures, all mosaic benches, and most fountains
- Creating 190 new storefront parking spaces
- Providing a parked-car buffer between vehicle lanes and pedestrian areas
- Maintaining narrow traffic lanes that slow traffic and encourage biking
- Allowing parking areas to serve as event booth space, doubling potential vendor opportunities

The basic ability of the street to function for many different uses is the bedrock upon which to build the economy of the surrounding area. About 200 U.S. cities installed pedestrian malls starting in the 1960s; almost all failed, and at least 170 were removed. The few successful malls today are found near universities and world-famous beaches, where heavy foot traffic is unavoidable. In most other communities, a traditional Main Street, or “complete street,” effectively provides access, visibility, and a balance of commerce, culture, and community. Among cities that have reopened their pedestrian malls to vehicle traffic, 90% report economic improvements afterward. There are no known cases where a community that has reopened a pedestrian mall is considering closing it again.

Private investors are responding to the attention on this and other projects with work on new development projects in the Fulton Corridor. The attached map (Exhibit B) depicts some of the existing infrastructure and planned private and public investments in the vicinity of the Mall, which Section 3 below describes in greater detail.

**2. Nexus to Transit Oriented Development.** *Describe the nexus of the proposed project to transit oriented development. Through an existing policy or an adopted plan, explain how the project will boost transit ridership, encourage biking & walking and support a livable and viable transit oriented community.*

Mixed-use, transit-oriented development along the Fulton Mall offers exceptional benefits for pedestrians, bicyclists, and transit users. The Mall is surrounded by planned and existing citywide and interregional transit facilities, and the existing built density is

greater along Fulton Mall than in the rest of the downtown. For these and other reasons, the City's draft Fulton Corridor Specific Plan (FCSP), developed with input from over 1,000 residents and Downtown stakeholders, identifies the Fulton Mall as the top priority for generating TOD and mixed-use investments in Fresno.

The Mall and its buildings have strong connections to transit facilities. The Mall is situated immediately between the future High Speed Rail (HSR) station, which will include a multi-modal transit center, and a planned Bus Rapid Transit (BRT) station. The Mall is a block away from a major existing FAX transit station, and is two blocks east of a planned linear park for biking, walking, and outdoor recreation. A more vibrant Fulton Mall will be within easy walking distance of all of these services and amenities. The more successfully the area is developed, the more public transit users will find this destination easily walkable, encouraging the use of transit to continue and increase.

Even apart from major public transit investments, the density of the Mall makes it walkable for those arriving at the area by any mode of travel. Along the Fulton Mall there are 2.93 square feet of building per square foot of private land; in the rest of the Fulton Corridor Specific Plan Area, the ratio is only 0.62; and in the larger downtown area, the density is even lower. In addition to vertical building density, the density of storefronts at ground level is higher along both sides of Fulton than along any other street in Fresno. Indeed, it is the ground-floor retail spaces that are responsible for much of what daytime visits to the Mall occur today. The density of total building floor area, and ground-floor retail space in particular, give the Fulton Mall the best opportunity within the downtown to create the critical mass of sidewalk pedestrian activity needed for revitalization.

To illustrate the transit-oriented features of development in this area, consider a sample project along the Fulton Mall. In 2007, building permits were issued for the conversion of the upper floors of the JC Penney Building (at Tulare and Fulton) to residential units with ground-floor commercial use. The building was recently purchased by a new owner who has indicated his interest in continuing the project as planned and permitted in 2007. The plans call for 66 residential units, implying a density of 115 units per acre. When the project is completed, these units would be located two blocks away from the proposed BRT stop at Van Ness and Mariposa, two blocks from the existing central FAX bus stop at Courthouse Park, and three blocks from the proposed High-Speed Train Station at H and Mariposa.

This is just one of several residential/mixed-use projects that are either already completed, under construction, and/or under way along this key corridor (see the listing of current projects below). Most of the 32,000 jobs found in downtown today lie within a half-mile radius of these residences, and within a quarter mile are lifestyle amenities such as 15 or more existing restaurants, a world-class minor league baseball stadium, a casino, and an urban park.

Some might argue that if wide sidewalks are more "pedestrian-friendly" than narrow ones, that a completely vehicle-free pedestrian mall must be the *most* "pedestrian-friendly." But for a business on the street — whose existence creates the reason to visit in the first place — visibility and accessibility by all travel modes is important for success. This is as true in pedestrian- and transit-friendly downtown Seattle, where 43% of midweek commute trips are by automobile, as it is in Fresno County, where the draft Sustainable Communities Strategy calls for 1.8% of all trips to be by transit in 2035, even

after the City of Fresno adopts Alternative A for its updated General Plan, and even after the City builds five new BRT lines. If businesses along a mall or street cannot be successful, this too harms that mall's pedestrian-friendliness; the proof is in fewer pedestrians choosing to visit.

**3. Land Use Characteristics of the Project Area.** *Please provide demographic and business profile of the project area. Identify existing and planned residential density, employment intensity and industrial mixes if any in the project area. Please also identify, if applicable, any affordable housing that the project supports.*

As a part of creating the FCSP, the City of Fresno completed a comprehensive market analysis on the existing employment and housing market in the Fulton Corridor, as well as the projected demand for housing and office/retail in the area. The complete analysis is attached as Exhibit E, and a summary of the data is below. As the summary indicates, there are almost 32,000 existing jobs already situated in the Fulton Corridor. The housing market demand is estimated to be up to 7,000 units over the next 20 years. There is the potential for 1.2 million to 1.8 million sf of new office space, and a demand for another 1.3 million to 1.6 million sf of new regional retail/entertainment in the Fulton Corridor.

Existing employment .....	31,597 jobs
Housing market demand, 2010–2030 .....	4–7,000 units
New office space market potential, 2010–2035 .....	1.2–1.8 million s.f.
New regional retail/entertainment market potential, 2010–2035 .....	1.3–1.6 million s.f.

In addition to the complete market analysis provided in the attachment, the following table identifies recently completed and proposed housing projects and their proximity to the Fulton Mall. As the table indicates, within an average of 2 blocks from the Fulton Mall, the City is already seeing almost 650 units completed, planned or under way with an average density of 59.7 units per acre. Again, this is evidence of the ideal environment for TOD and mixed-use development along and around the Fulton Mall.

**Selected recent and proposed housing projects have had the following densities:**

Hotel Fresno* .....	79 units	....0.52 acres	...152.9 units/acre	...0.5 blocks from F. Mall
Pacific SW Bldg. (max. units) ..	60	.....0.40.....	150.0.....	0
Droge Building* .....	45	.....0.38.....	118.4.....	1
Helm Building (max. units) .....	54	.....0.52.....	103.8.....	0
JC Penney Building .....	66	.....0.57.....	115.8.....	0
Vagabond + H St Lofts .....	64	.....0.72.....	88.5.....	5
Pearl Building (ex. + new).....	14	.....0.17.....	82.4.....	4.5
Mayflower Lofts* .....	18	.....0.23.....	78.3.....	1.5
Fulton Village* .....	45	.....1.19.....	37.8.....	3.5
Iron Bird Lofts* .....	80	.....2.32.....	34.5.....	5
Broadway Lofts .....	23	.....0.69.....	33.3.....	3
Met Block* .....	69	.....2.15.....	32.1.....	1



1612 Fulton Street.....	30	.....0.97.....	30.9.....	2.5
Total of the above .....	647 units	..10.83 acres	.....59.7 units/acre	...1.96 blks weighted avg

*Those projects marked with an \* contain a portion of units that are affordable to income-restricted residents.*

**4. Transportation Characteristics of the Project Area.** *Please identify the distance of the proposed project to the nearest BRT station. Describe the transit, bike and walk environment in the project area, and explain, if applicable, how the proposed project will contribute to providing multi-modal transportation choice to people who live or work in the area.*

As is apparent in Exhibit B, the Fulton Mall lies at the heart of multi-modal transportation options in Fresno County. Because of the building density and urban environment, transportation is thoroughly mixed among pedestrians, bicycles, transit, and automobiles. With its focus on Downtown and the Fulton Mall, the City of Fresno is aggressively working to enhance the transit, bike and walk environment in the project area.

A BRT station is planned to be located at the corner of Van Ness Avenue and Mariposa Mall. This is also the current site of the central FAX bus depot. From points along Fulton Mall and its cross malls, this location ranges from a distance of 0 to 1,800 feet to the planned BRT station. The High Speed Rail station will be sited two blocks west of the Mall and will ultimately include a regional multi-modal center. Upgrades are already planned for improved pedestrian access to the BRT stop from the Fulton Mall. Finally, the FCSP calls for a linear park and trail system along the west of the Fulton Mall stretching through Downtown for bicycles and pedestrians, as well as outdoor recreation.

The Fulton Mall itself, as proposed to be reconstructed, will also be designed to be pedestrian- and bicycle-friendly. Wide sidewalks and the incorporation existing artwork, water features, and mature trees are part of both of the street alternatives under study. The design speed of the street will be 15 to 20 miles per hour, and parking will be parallel, making it a welcoming environment for bicycles to share vehicle lanes. Bicycle parking facilities will be provided approximately every 100 feet, ensuring a short walk from these locations to retail, office, and residential destinations. Existing, mature trees in good health will be retained, particularly on the sunny eastern side of the street, providing afternoon shade in summer months.

**5. Urban Design & Parking Policy.** *Describe the existing or planned design characteristics or policies in the project area. Explain, if applicable, how the project will contribute to creating a positive image of the surrounding areas. Describe, if any, existing or planned parking policies that are transit friendly.*

The six blocks of Fulton Mall are the linchpin to the revitalization of Downtown Fresno. This area contains the greatest and most concentrated collection of historic buildings anywhere in the San Joaquin Valley — both a cause and a result of Fulton’s

historic role as the “Main Street” of Fresno and the surrounding region. The Fulton Mall is lined by a far greater existing built density than is found elsewhere in the downtown. For these reasons the physical and economic conditions on Fulton Mall hold a great sway — either positive or negative — over the future development of the entire downtown. The alarmingly high vacancy rate of Fulton Mall’s historic buildings, even in comparison with similar historic buildings elsewhere downtown, represents an unparalleled opportunity to recreate a vibrant urban center through the adaptive reuse of existing space for residences, nightlife, and other uses, and new construction on underutilized parcels.

This is why the Fulton Corridor Specific Plan, available now in public draft form at [www.fresnodowntownplans.com](http://www.fresnodowntownplans.com), identifies investment in Fulton Mall as the top City priority for transit-oriented and mixed-use development envisioned in the City’s revitalization plans.

The Specific Plan is accompanied by the draft Downtown Development Code, a new type of zoning code that regulates development based more on physical form than on the uses contained inside. A principal goal of this Code is to ensure that new development fits with older urban patterns and encourages walking. A key Code provision in the downtown core prohibits parking from being placed between buildings and sidewalks. The draft Code also removes on-site parking requirements for many kinds of downtown development. Together these measures help encourage shared parking, which creates compactness, and pushes doors and windows to the front of properties, which strengthens buildings’ relationship to the sidewalk. These measures ensure pedestrian-friendly development that allows those arriving by both public transit and private automobile to reach several destinations on foot without moving their car or waiting for another bus. The City’s draft form-based Downtown Development Code is being referenced around the state and nation as one of the largest and most comprehensive efforts to transform city code to support TOD and revitalization.

In short, the City is doing everything possible from an urban design and policy standpoint to support the types of TOD investment so badly needed in the Fresno region.

The Fulton Mall Reconstruction Project is supportive of these goals. The visibility of buildings and storefronts to drivers will help make these properties more viable. In addition, the reintroduction of the street grid along the Fulton Mall will more logically connect the existing off-street parking facilities — City-owned garages and lots — with the business uses in the buildings that depend on having the parking nearby. Use of the garages is important for walkability because it allows people to park once and leave their vehicles for extended periods while visiting multiple destinations in the urban area. The Fulton Mall passes through the middle of most of the existing major downtown parking facilities, providing opportunities at every corner to turn off Fulton, find parking, and then return on foot.

**6. Green Building.** *Please describe, if applicable, any green building element in the project.*

For all downtown projects, the greatest lifecycle environmental benefit by far, compared to the prevailing mode of development in the region, results from a downtown project’s central, walkable location and the emissions that are avoided by not requiring

separate automobile trips for work, shopping, and entertainment from a distant suburban home.

In addition, many existing downtown buildings are underutilized, providing the opportunity to introduce new uses with only a fraction of the environmental impact of even the best new “green building.” This is particularly true on Fulton Mall, where registered historic buildings have a vacancy rate of approximately 71%, the overall office vacancy rate is 46%, and the vacancy rate of major retail spaces is 35%.

Data from the City’s application for federal funding for the Fulton Mall Reconstruction Project estimate the impact of reducing these vacancies levels to those found in the rest of downtown. Over a 30-year life cycle, the emission of greenhouse gases is reduced by the equivalent of 395,000 metric tons of CO<sub>2</sub>, and emission of NO<sub>x</sub> (responsible for our bad air quality) is reduced by 2,300 metric tons. The overall reduction in vehicle travel from revitalizing these few blocks of Fulton outweighs the likely increase in vehicle travel along the reopened street itself by a ratio of at least 1,000-to-1.

Furthermore, the restoration of the street grid will reduce the distance confused drivers must travel to pull around the block. On stretches of road surrounding the Mall today, it can take 10 blocks, or approximately 0.8 mile, to return to a given position. The proposed project reduces these around-the-block distances by an average of 34%. This leads to reduced emissions as well as less aggravation for drivers.

The street itself is being designed to incorporate a number of sustainable features. Lighting will be changed to LED, increasing visibility and the feeling of safety while simultaneously minimizing energy consumption. The rebuilding of water features and irrigation systems will eliminate leaks — some known, others likely unknown — in these systems today. Fountain drainage will be connected to the sanitary sewer instead of storm drains, per modern building codes, reducing impacts from untreated runoff. Maintenance of the landscape overall will become easier than today, reducing both energy needs and financial burdens.

**7. Quality of Project and Additional Information.** *Describe the level of community support for this project. Describe how the proposed project will address the issues in the community, how the project will help create a sense of place, and potential economic impact such as attracting private investment in the project area, etc. Please also identify any potential obstacles to the successful completion of the entire project.*

Fulton Mall is the historic site of Fresno’s “Main Street” and the primary focus of the City of Fresno’s downtown revitalization effort today. The City’s current revitalization efforts are the most aggressive and comprehensive revitalization efforts in the last 45 years. The City has committed over \$3 million of its Federal planning dollars and over 2.5 years to ensure that this time its efforts will succeed. The City has engaged over a thousand people in the process of developing the FCSP. The Fulton Mall emerged as the clear priority for TOD and mixed-use investment through the FCSP planning process. However, the current state of the Mall is a barrier to achieving the Corridor’s TOD potential. The area affected has been closed to vehicle traffic since 1964 and is today in a state of physical and economic decay.

Current investors in buildings on Fulton Mall consistently point to the need to address the conditions on the Mall. The attached letters from current Fulton Mall investors (Exhibit C) indicate that they are willing to invest in TOD projects in their buildings if the public will assume its responsibility for addressing the Mall. Property owners in the area, through the Downtown Fresno Partnership, have pledged \$250,000 to the cost of constructing the project.

A range of possible designs were considered through the federal and state-mandated environmental review processes. Alternatives were considered for their ability to meet project objectives, such as (1) Reconstruct Fulton Mall; (2) Improve parking and vehicle access to businesses on Fulton Street; (3) Maximize sustainable development and economic productivity in conjunction with other downtown redevelopment projects while complying with the requirement to receive federal transportation grant funds to minimize harm to the historic site resulting from the project; (4) Lower crime within Fulton Mall area; and (5) Improve safety for people walking between parking area and business located on the Fulton Mall and for people who live in, work in, and visit the project area. As previously noted, the environmental review process was completed, with City Council adopting the CEQA analysis on February 27, 2014.

In addition to support from Mayor Swearingin, Fresno City Council, community leaders and area property owners and residents, the Fulton Mall Reconstruction has support from the federal and state governments. Supporters (see letters at <http://tinyurl.com/FultonMall2013TIGERletters>) include Senator Dianne Feinstein, U.S. Representative Jim Costa, the California High-Speed Rail Authority, the Governor's Office of Planning and Research, the California Secretary of Food and Agriculture Karen Ross, the CSU Fresno Office of Community and Economic Development, American Farmland Trust, Fresno County Farm Bureau, Greater Fresno Area Chamber of Commerce, Economic Development Corporation Serving Fresno County, Fresno Housing Authority, Creative Fresno, and Lowell Neighborhood Association, along with multiple downtown property and business owners.

In July 2012 the U.S. Department of Transportation awarded Fresno \$1 million for the preconstruction engineering phase of part of the Fulton Mall project area, and in September 2013 USDOT announced the award of nearly \$16 million in TIGER funding for project construction.

**8. Project Schedule and Scope of Work.** *Please outline the scope of work for this project. Please briefly describe deliverables and anticipated completion dates for each deliverables. Please also provide estimates of project expenses funded by the TOD program, and project revenue for the entire project.*

The expenses proposed to be funded in this application are primarily for construction of the Fulton Mall project, to be used as a match with federal funding which comprises roughly 80% of the overall construction budget. Construction is expected to begin 2015, and take 12-14 months, concluding in 2016. Of the total construction budget of \$19,974,620, Measure C TOD funding would provide up to \$1,800,000, or 9%, with the other 91% coming from USDOT and other sources.

***Project expenses (TOD fund)***

<i>Item</i>	<i>Amount</i>
<i>Engineering</i>	0
<i>Environmental Documentation</i>	0
<i>Right of Way</i>	0
<i>Construction</i>	\$1,800,000

***Project Revenue (all sources)***

<i>Source</i>	<i>Year</i>				
	<i>Year 1 (\$)</i>	<i>Year 2 (\$)</i>	<i>Year 3 (\$)</i>	<i>Year 4 (\$)</i>	<i>Year 5 (\$)</i>
<i>TOD</i>	425,000	780,343	350,000	244,657	
<i>Local</i>					
<i>State</i>			2,000,000		
<i>Federal</i>			15,924,620		
<i>Private</i>		75,000	125,000	50,000	
<i>Total</i>	425,000	855,343	18,399,620	294,657	

To avoid floating costs well past the completion of construction, to Years 4 and 5, the City anticipates seeking additional TOD funding allocations in Years 1, 2, and 3.

**Exhibit A**

**City Council Resolution No. 2014-42**  
**Effective 02/27/2014**



RESOLUTION NO. 2014-42

A RESOLUTION OF THE COUNCIL OF THE CITY OF FRESNO, CALIFORNIA, AUTHORIZING THE PUBLIC WORKS DIRECTOR OR DESIGNEE TO NEGOTIATE AND EXECUTE ALL FEDERAL TRANSPORTATION INVESTMENT GENERATING ECONOMIC RECOVERY (TIGER) GRANT-RELATED DOCUMENTS, SUBMIT APPLICATIONS FOR MEASURE "C" TRANSIT ORIENTED DEVELOPMENT MATCHING GRANT FUNDS AND EXECUTE MATCHING GRANT FUND RELATED DOCUMENTS ON BEHALF OF THE CITY

WHEREAS, the City of Fresno (City) has prepared a design-focused Alternatives Analysis Report for options 1, 2 and 3 for the reconstruction of the Fulton Mall; and

WHEREAS, the City Council supports Option 1 to proceed with final design, preparation of final construction documents and project bidding; and

WHEREAS, the Transportation Investment Generating Economic Recovery (TIGER) Program is authorized by provisions of the Consolidated and Further Continuing Appropriations Act, 2013 (Division F, Title XIII, Pub. L. 113-6, March 26, 2013), for the National Infrastructure Investments Discretionary Grant Program (FY 2013 TIGER Discretionary Grants); and

WHEREAS, the TIGER Discretionary Grant program, provides a unique opportunity for the U.S. Department of Transportation to invest in road, rail, transit and port projects that promise to achieve critical national objectives; and

Date Adopted :02/27/2014  
Date Approved :02/27/2014  
Effective Date :02/27/2014

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Resolution No. 2014-42



WHEREAS, the United States Department of Transportation (DOT) and Federal Highway Administration (FHWA) have awarded the City \$15,924,620 in Federal TIGER funding toward the construction phase of the Fulton Mall Reconstruction Project as set forth in the City's application for the TIGER Grant; and

WHEREAS, the City will enter into a TIGER Grant Agreement and TIGER Project Oversight Agreement with the FHWA and Caltrans for construction of the project; and

WHEREAS, the funding has been programmed into the Federal Transportation Improvement Program (FTIP) for the City by FHWA; and

WHEREAS, the Project is reflected in amendments to the Regional Transportation Plan (RTP) approved by the Fresno Council of Governments; and

WHEREAS, the awarded TIGER grant funds require twenty percent (20%) non-federal matching funds contributed towards the construction phase of the Fulton Mall Reconstruction Project; and

WHEREAS, staff seeks matching non-federal grant funds in the amount of \$4,050,000 for the construction phase of the Fulton Mall Reconstruction Project; and

WHEREAS, the State of California has committed at least \$2,000,000 in matching non-Federal funds toward the Project construction budget; and

WHEREAS, the Downtown Fresno Partnership has committed \$250,000 in private funds to support the Project construction budget; and

WHEREAS, the Transit Oriented Development (TOD) Program was created in the 2006 Measure "C" Extension Plan; and





WHEREAS, the latest amended version of the Measure "C" TOD Program Policies and Guidelines were adopted by the Fresno Council of Governments on February 12, 2014; and

WHEREAS, the goals of the Measure "C" Transit Oriented Infrastructure for In-Fill program are to support community-based transit projects that are developed through an inclusive planning process with broad private-public partnerships and outreach; improve the range of transportation choices by supporting transit facilities and improving links between facilities and activity nodes; and support well-designed, high-density housing and mixed uses near transit; and

WHEREAS, the Fresno County Transportation Authority (FCTA) has determined that the Fulton Mall Reconstruction Project qualifies for the Measure "C" TOD program and has programmatically approved the project for construction funding; and

WHEREAS, the applicant's governing body certifies by resolution approval of the application and program participation; and

WHEREAS, the City will enter into an agreement with the FCTA for the Fulton Mall Reconstruction Project construction funding awarded;

NOW, THEREFORE, BE IT RESOLVED THAT THE CITY COUNCIL OF THE CITY OF FRESNO HEREBY:

1. Approves the City's acceptance of Transportation Investment Generating Economic Recovery (TIGER) grant funding from the Federal Highway Administration (FHWA) to support the construction of the Fulton Mall Reconstruction Project and participation therein.



2. Authorizes the Public Works Director to negotiate and, subject to the City Attorney's prior review and approval as to form, execute a Grant Agreement with the FHWA for \$15,924,620 from the TIGER program for the Project's construction phase, so long as the terms of the final Grant Agreement are substantially the same as contained in Exhibit "A".

3. Authorizes the Public Works Director to negotiate and, subject to the City Attorney's prior review and approval as to form, execute a Project Oversight Agreement with the FHWA to establish the Project responsibilities and approval authorities as a high profile project, so long as the terms of the final Project Oversight Agreement are substantially the same as contained in Exhibit "B".

4. Authorizes the application previously filed by staff to the Measure "C" Transit Oriented Development (TOD) Program, consistent with constitutional and local law requirements and this resolution, for a total amount of \$1,800,000.

5. To the extent current funding available in the Measure "C" TOD program is not sufficient to fund this entire request, authorizes staff to seek funding from the program in 2014, 2015, 2016, 2017, and 2018 until the total of \$1,800,000 is awarded.

6. Authorizes the Public Works Director to negotiate, execute, and/or amend cooperative agreements with the Fresno County Transportation Authority (FCTA) as necessary to accept up to \$1,800,000 toward the Project based on awards made from the Measure "C" TOD program in 2014, 2015, 2016, 2017, and 2018.



7. Certifies that the City has reviewed, understands and, to the extent consistent with all constitutional and local law requirements and this resolution, agrees to the provisions contained in the application and program guidelines, manual and related documents.

8. Certifies that the City will have sufficient funds to operate and maintain the project consistent with the grant requirements, or will secure the resources to do so.

9. The Council appoints and authorizes the Public Works Director or his designee, as the authorized representative for the City, to execute and submit all additional documents, materials, certifications which may be necessary in pursuit hereof, subject to prior approval as to form by the City Attorney's Office.

10. This Resolution shall be in full force and effect immediately upon its final passage.

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### CLERK'S CERTIFICATION

STATE OF CALIFORNIA )  
COUNTY OF FRESNO ) ss.  
CITY OF FRESNO )

I, YVONNE SPENCE, City Clerk of the City of Fresno, certify that the foregoing resolution was adopted by the Council of the City of Fresno, California, at a regular meeting thereof, held on the 27<sup>th</sup> day of February, 2014.

AYES : Baines, Brand, Olivier, Xiong, Brandau  
NOES : Caprioglio, Quintero  
ABSENT : None  
ABSTAIN : None

YVONNE SPENCE, CMC  
City Clerk

BY: *Yvonne Spence*  
Deputy

APPROVED AS TO FORM:

DOUGLAS T. SLOAN  
CITY ATTORNEY

BY: *John W. Fox* 3/7/2014  
John W. Fox, Special Counsel  
Aleshire & Wynder, LLP

Attachments: Exhibit A – Draft TIGER Grant Agreement  
Exhibit B – Draft Project Oversight Agreement



## EXHIBIT A

### Draft TIGER Grant Agreement



**UNITED STATES OF AMERICA  
U.S. DEPARTMENT OF TRANSPORTATION  
FEDERAL HIGHWAY ADMINISTRATION  
WASHINGTON, DC 20590**

**GRANT AGREEMENT UNDER THE  
CONSOLIDATED AND FURTHER CONTINUING APPROPRIATIONS  
ACT, 2013 (DIVISION F, TITLE XIII, Pub. L. 113-6, MARCH 26, 2013)  
FOR THE NATIONAL INFRASTRUCTURE INVESTMENTS  
DISCRETIONARY GRANT PROGRAM  
(FY 2013 TIGER DISCRETIONARY GRANTS)**

**CITY OF FRESNO**

**FULTON MALL RECONSTRUCTION PROJECT**

**FHWA FY 2013 TIGER Grant No. [#]**

This agreement (the "Agreement" or "Grant Agreement") reflects the selection of City of Fresno ("Grantee" or "Recipient") as a Recipient of a grant awarded under the provisions of the Further Continuing Appropriations Act, 2013 (Pub. L. 113-6, March 26, 2013), regarding National Infrastructure Investments (the "Act"). The grant program under the Act is referred to as "FY 2013 TIGER Discretionary Grants" or "TIGER Discretionary Grants."

**SECTION 1. TERMS AND CONDITIONS OF THE GRANT**

- 1.1 This Agreement is entered into between United States Department of Transportation ("DOT" or the "Government") and the Grantee. This Agreement will be administered by the Federal Highway Administration (also referred to herein as "FHWA" or the "Government").
- 1.2 This Grant is made to the Grantee for the project as described in the Grantee's Technical Application (the "Project"), titled TIGER 2013 Application for the Fulton Mall Reconstruction Project, and the negotiated provisions on the Project's material terms and conditions, including the Project's scope, assurance/confirmation that all required funding has been obtained and committed, and the timeline for completion of the Project.
- 1.3 The Government, having reviewed and considered the Grantee's Application and finding it acceptable, pursuant to the Act awards a TIGER Discretionary Grant in the amount of Fifteen Million Nine Hundred Twenty Four Thousand Six Hundred Twenty Dollars (\$15,924,620), for the entire period of performance (referred to as the "Grant"). This



Grant is the total not-to-exceed amount of funding that is being provided by the Government under this Grant Agreement. For urban projects, the Grantee hereby certifies that not less than Three Million Nine Hundred Eighty One Thousand One Hundred Fifty Five Dollars (\$3,981,155) in non-Federal funds are committed to fund the Project in order to satisfy the Act's requirement that at least twenty percent (20%) of the Project's costs are funded by non-Federal sources. The Government's liability to make payments to the Grantee under this Grant Agreement is limited to those funds obligated by the Government under this Agreement as indicated herein and by any subsequent amendments agreed to in writing by all parties.

1.4 The Grantee agrees to abide by and comply with all terms and conditions of this Agreement and to abide by, and comply with, all requirements as specified in the Exhibits and Attachments, identified in paragraphs 1.5 and 1.6, which are considered as integral parts of this Agreement. Each Exhibit and Attachment identified below is deemed to be incorporated by reference into this Agreement as is fully set out herein.

1.5 This Agreement shall also include the following Exhibits as integral parts hereof located at: [http://ops.fhwa.dot.gov/freight/infrastructure/tiger/fy2013\\_gr\\_exhbt\\_tmp/index.htm](http://ops.fhwa.dot.gov/freight/infrastructure/tiger/fy2013_gr_exhbt_tmp/index.htm)

Exhibit A	Legislative Authority
Exhibit B	General Terms and Conditions
Exhibit C	Applicable Federal Laws and Regulations
Exhibit D	Grant Assurances
Exhibit E	Responsibility and Authority of the Grantee
Exhibit F	Reimbursement of Project Costs
Exhibit G	Grant Requirements and Contract Clauses
Exhibit H	Quarterly Progress Reports: Format and Content

1.6 This Grant Agreement shall also include the following Attachments as integral parts hereof:

Attachment A	Statement of Work
Attachment B	Estimated Project Schedule
Attachment C	Estimated Project Budget
Attachment D	Performance Measurement Table

1.7 In the case of any inconsistency or conflict between the specific provisions of this Grant Agreement, the Exhibits, and the Attachments, such inconsistency or conflict shall be resolved as follows: First, by giving preference to the specific provisions and terms of this Grant Agreement; second, by giving preference to the provisions and terms of the Exhibits; and, finally by giving preference to the provisions and terms in the Attachments.



## SECTION 2. GRANTEE AND PROJECT INFORMATION

Grantee, in accordance with the requirements of the TIGER Discretionary Grant Program, provides the following information:

### 2.1 Project's Statement of Work Summary (for further information see Attachment A):

The Fulton Mall Reconstruction Project will reconstruct Fulton Mall in downtown Fresno as a two-way, two-lane complete street combining automobile, pedestrian, bicycle, and transit elements, as well as streetscape improvements on eleven city blocks in Fresno where a pedestrian mall currently exists.

### 2.2 Project's Schedule Summary (for further information see Attachment B):

Planned Completion of NEPA:	May 1, 2014
Planned Completion of Final Design:	June 2, 2014
Planned PS&E Approval:	June 15, 2014
Planned Construction Start Date:	March 31, 2015
Planned Project Construction Substantial Completion and Open to Traffic Date:	July 31, 2016

### 2.3 Project's Budget Summary (for further information see Attachment C):

#### TIGER Grant Funds and Additional Sources of Project Funds:

TIGER Discretionary Grant Amount:	\$15,924,620	79.7%
Other Federal Funds (if any):	\$0	0%
State Funds (if any):	\$2,000,000	10%
Local Funds (if any):	\$1,800,000	9%
Other Funds (if any):	\$250,000	1.3%
<b>Total Project Cost:</b>	<b>\$19,974,620</b>	<b>100%</b>

If there are any cost savings or if the contract award is under the engineer's estimate, 23 C.F.R. 630.106(f) shall not apply to any match for the TIGER Discretionary Grant amount, and the Grantee's funding amount and percentage share may be reduced, provided that the Grantee's share of the costs under the Act may not be reduced below 20% for urban area projects.





2.4 **Project's State and Local Planning Requirements:** The project was included in the Fresno Council of Governments Amendment #11 to the 2013 Fresno Council of Governments FTIP.

2.5 **Project's Environmental Approvals and Processes:**

**Environmental Documentation Type, Titles and Date:** Environmental Assessment with independent 4f document (May 2014)

**Environmental Decision Type and Date:** Finding of No Significant Impact (May 2014)

**Name of Agency and Office Approving each Environmental Decision Document:**  
Caltrans Central Region QA/QC Branch

2.6 **Grantee's and any Sub-Grantee's Dun and Bradstreet Information:**

**Dun and Bradstreet Data Universal Numbering System (DUNS) No. of the Grantee:** 07-188-7855

**Name of any First-Tier Sub-Grantees or Sub-Recipients (if applicable – to be reported if/when identified. If not applicable please note is N/A):** N/A

**DUNS No. of First-Tier Sub-Grantee or Sub-Recipient (if applicable – to be reported if/when identified):** N/A

2.7 **Grantee's Designation of Official Contact (to whom all communications from Government will be addressed):**

**Grantee Official Designated as Official Contact:**

**Scott L. Mozier, PE, TE  
Public Works Director  
City of Fresno  
2600 Fresno Street, Fresno, CA 93721  
(559) 621-8811  
Scott.mozier@fresno.gov**

Notwithstanding paragraph 5.3 of this Grant Agreement, the Grantee may update the contact information listed in this paragraph by written notice (formal letter) to the Government without the need for a formal amendment to this Agreement.

### **SECTION 3. REPORTING REQUIREMENTS**

Subject to the Paperwork Reduction Act, and consistent with the purposes of the TIGER Discretionary Grant Program, Grantee agrees to collect data necessary to measure performance of the Project and to ensure accountability and transparency in Government spending. Grantee



further agrees to submit periodic reports to the Government that contain data necessary to measure performance of the Project and to ensure accountability and transparency in Government spending.

- 3.1 Project Outcomes and Performance Measurement Reports:** Grantee shall collect the data necessary to track and report on each of the performance measures identified in the Performance Measurement Table in Attachment D and report results of the data for each measure to the Government periodically, according to the reporting schedule identified in Attachment D. Furthermore, Grantee agrees to provide an initial Pre-project Report and a final Project Outcomes Report to the Government.
- 3.1.1** The Pre-project Report shall consist of current baseline data for each of the performance measures specified in the Performance Measurement Table in Attachment D. The Pre-project Report shall include a detailed description of data sources, assumptions, variability, and the estimated level of precision for each measure. Grantee shall submit the report to the Government by May 31, 2015. Grantee shall represent that the data in the Pre-project Report is current as of February 28, 2015.
- 3.1.2** Grantee shall submit interim Project Performance Measurement Reports to the Government for each of the performance measures specified in the Performance Measurement Table in Attachment D following Project completion. Grantee shall submit reports at each of the intervals identified for the duration of the time period specified in the Performance Measurement Table in Attachment D. Grantee shall represent that the data in each of the interim Project Performance Reports is current as of the final date of the reporting interval.
- 3.1.3** The Project Outcomes Report shall consist of a narrative discussion detailing Project successes and/or the influence of external factors on Project expectations. Grantee shall submit the Project Outcomes Report to the Government by September 30, 2022 which includes an *ex post* examination of project effectiveness in relation to the Pre-project Report baselines. Grantee shall represent that the data in the Project Outcomes Report is current as of July 31, 2022.
- 3.1.4** Grantee shall submit each report via email to each of the Government contacts identified in paragraph 3.5 of this Agreement and, additionally, to [outcomes@dot.gov](mailto:outcomes@dot.gov). The email shall reference and identify in the email subject line the TIGER Grant Number and provide the number of the Performance Measures report submitted, e.g., Re: FHWA FY 2013 TIGER Discretionary Grant No. [#] - Performance Measure Report No. 1 or 2 or 3, etc.
- 3.2 Project Progress and Monitoring Reports:** Consistent with the purposes of the TIGER Discretionary Grant Program, to ensure accountability and transparency in Government spending, the Grantee shall submit quarterly progress reports and the Federal Financial Report (SF-425) to the contacts designated by the Government in section 3.5, as set forth in Exhibit H, Quarterly Progress Reports: Format and Content, to the Government on a quarterly basis, beginning on the 20th of the first month of the calendar year quarter



following the execution of the Agreement, and on the 20th of the first month of each calendar year quarter thereafter until completion of the Project. The initial report shall include a detailed description, and, where appropriate, drawings, of the items funded.

- 3.2.1 The Grantee shall submit all required reports and documents to the Government electronically, referencing the Grant number, to the contacts designated by the Government in section 3.5.
- 3.3 **Annual Budget Review and Program Plan:** The Grantee shall submit an Annual Budget Review and Program Plan to the Government via e-mail 60 days prior to the end of each Agreement year. The Annual Budget Review and Program Plan shall provide a detailed schedule of activities, estimate of specific performance objectives, include forecasted expenditures, and schedule of milestones for the upcoming Agreement year. If there are no proposed deviations from the approved Estimated Project Budget, the Annual Budget Review shall contain a statement stating such. The Grantee will meet with the Government to discuss the Annual Budget Review and Program Plan. If there is an actual or projected project cost increase, the annual submittal should include a written plan for providing additional sources of funding to cover the project budget shortfall or supporting documentation of committed funds to cover the cost increase.
- 3.4 **Closeout Process:** Closeout occurs when all required project work and all administrative procedures described in Title 23 (or 49 C.F.R. Part 18 or Part 19, as applicable) are completed, and the Government notifies the Grantee and forwards the final Federal assistance payment, or when the Government acknowledges Grantee's remittance of the proper refund. Within 90 days of the Project completion date or termination by the Government, the Grantee agrees to submit a final Federal Financial Report (SF-425), a certification or summary of project expenses, and third-party audit reports.
- 3.5 All notices or information required by this Agreement should be addressed and sent to all the Government contacts as follows:

**FHWA Field Division Contact Designated as Official Contact:  
TIGER Coordinator, Federal Highway Administration, California Division  
650 Capital Mall, Suite 4-100  
Sacramento, CA 95814  
(916) 498-5001**

and

**FHWA TIGER Program Manager  
Federal Highway Administration  
Office of Freight Management and Operations  
1200 New Jersey Avenue, SE**



Room E84-444  
Washington, DC 20590  
(202) 366-0857  
[FHWA-TIGER.Reports@dot.gov](mailto:FHWA-TIGER.Reports@dot.gov)

and

OST TIGER Discretionary Grants Coordinator  
United States Department of Transportation  
Office of the Secretary  
1200 New Jersey Avenue, SE  
Washington, DC 20590  
(202) 366-8914  
[TIGERGrants@dot.gov](mailto:TIGERGrants@dot.gov)

Notwithstanding paragraph 5.3 of this Grant Agreement, the Government may update the contact information listed in this paragraph by written notice (formal letter) to the Grantee without the need for a formal amendment to this Agreement.

#### **SECTION 4. SPECIAL GRANT REQUIREMENTS**

There are no special grant requirements for this Project.

#### **SECTION 5. TERMINATION, EXPIRATION, AND MODIFICATION**

- 5.1 Subject to terms set forth in this Agreement, the Government reserves, in its sole discretion, the right to terminate this Agreement and all of its obligations associated with this Agreement, unless otherwise agreed to in a signed writing between the Grantee and the Government, if any of the following occurs:
- 5.1.1 The Grantee fails to obtain or provide any non-TIGER Discretionary Grant contribution or alternatives approved by the Government as provided in this Agreement and in accordance with paragraphs 2.2 and 2.3;
  - 5.1.2 The Grantee fails to begin construction before May 31, 2015;
  - 5.1.3 The Grantee fails to begin expenditure of Grant funds by July 15, 2015;
  - 5.1.4 The Grantee fails to meet the conditions and obligations specified under this Agreement including, but not limited to, a material failure to comply with schedule in paragraph 2.2 even if it is beyond the reasonable control of the Grantee, or after giving the Grantee a reasonable opportunity to cure such failure; or,
  - 5.1.5 The Government, in its sole discretion, determines that termination of the Agreement is in the public interest.



- 5.2 Funds made available under this Agreement shall be obligated by Grantee on or before September 30, 2014. Funds made available under this Agreement, once obligated, are available for liquidation and adjustment through September 30, 2019, the "Grant Termination Date." Unless otherwise agreed to by the parties, this Agreement shall terminate on the Grant Termination Date.
- 5.3 Either party (the Government or the Grantee) may seek to amend or modify this Agreement prior to the Grant Termination Date by written notice (formal letter) to the other party and in accordance with 49 C.F.R. Parts 18.43 and 18.44. The Grant Agreement may be amended or modified only on the mutual written agreement by both parties. Changes to Attachments B and C (Estimated Project Schedule and Estimated Project Budget) do not require modification through the process in this paragraph if such modifications do not affect the dates or amounts in paragraphs 2.2 and 2.3, and the change has been consented to by the Government in writing consistent with the requirements of FHWA (including by email).

## **SECTION 6. AWARD AND EXECUTION OF GRANT AGREEMENT**

- 6.1 **Counterparts:** This Agreement may be executed in counterparts, which shall constitute one document. This Agreement shall be executed in triplicate; each countersigned original shall be treated as having identical legal effect.
- 6.2 **Effective Date:** The Agreement shall be effective when fully executed by authorized representatives of the Grantee and the Government; provided, however, that the Grantee shall execute this Agreement, and then submit three (3) original signed copies of the Agreement to the Government for execution. When signed and dated by the authorized official of the Government, this instrument will constitute an Award under the Act.
- 6.3 **Survival:** Notwithstanding anything to the contrary contained herein, the provisions of this Agreement relating to reporting requirements set forth in Section 3 of this Agreement shall survive the expiration or earlier termination of this Agreement.



**EXECUTION BY THE GOVERNMENT**

Executed this \_\_\_\_\_ day of \_\_\_\_\_, 2014\_.

\_\_\_\_\_  
Signature of Government's Authorized Representative

\_\_\_\_\_  
Name of Government's Authorized Representative

\_\_\_\_\_  
Federal Highway Division Administrator

\_\_\_\_\_  
FHWA, Division Administrator



**EXECUTION BY CITY OF FRESNO**

By signature below, the Grantee/Recipient acknowledges that it accepts and agrees to be bound by this Agreement.

Executed this \_\_\_\_\_ day of \_\_\_\_\_, 2014.

\_\_\_\_\_  
Signature of Grantee's Authorized Representative

\_\_\_\_\_  
Name of Grantee's Authorized Representative

City of Fresno, Director of Public Works Department  
Title

**APPROVED AS TO FORM:  
CITY OF FRESNO, CITY ATTORNEY'S OFFICE**

By: \_\_\_\_\_  
Deputy

**ATTEST:  
YVONNE SPENCE, CMC  
City Clerk**

By: \_\_\_\_\_  
Deputy



**EXECUTION BY STATE DEPARTMENT OF TRANSPORTATION**

By signature below, the State Department of Transportation (SDOT) acknowledges that it agrees to act as a limited agent for the Grantee to assist in the receipt and disbursement of the TIGER Discretionary Grant obligated by this Agreement and to perform such other administrative and oversight duties with respect to the Grant and the Project as the Grantee and the SDOT shall agree upon between themselves. The SDOT acknowledges the fiduciary duty owed to the parties to this agreement and will promptly disburse the TIGER Grant to the Grantee at Grantee's direction and instructions. Further, the SDOT will comply with all applicable Federal laws, regulations, executive orders, policies, guidelines, and requirements as they relate to the duties it assumes under this Agreement in compliance with the terms and conditions contained herein.

Executed this \_\_\_\_\_ day of \_\_\_\_\_, 2014\_.

\_\_\_\_\_  
Signature of State Department of Transportation Designated  
Official Representative

\_\_\_\_\_  
Name of State Department of Transportation Designated Official  
Representative

\_\_\_\_\_  
\_Caltrans,  
Director \_\_\_\_\_  
Title





## ATTACHMENT A STATEMENT OF WORK

The Fulton Mall Reconstruction Project will reconstruct Fulton Mall in downtown Fresno as a two-way, two-lane complete street combining automobile, pedestrian, bicycle, and transit elements, as well as streetscape improvements on eleven city blocks in Fresno where a pedestrian mall currently exists.

The City of Fresno, located in Fresno County, California, proposes to reconstruct Fulton Mall as a complete street by reintroducing two-way vehicle traffic lanes to the existing pedestrian mall. The project will restore critical elements of the disconnected street grid in an 18-square-block area of Downtown Fresno. Improvements will serve automobile, pedestrian, bicycle, and public transit modes through the introduction of "complete streets" on eleven city blocks where a pedestrian mall currently exists. The affected mall blocks being converted to streets are Fulton Mall between Tuolumne and Inyo Streets (approximately 2,800 feet), Merced Mall between Congo Alley and Federal Alley (approx. 380 feet), Mariposa Mall between Broadway Plaza and Federal Alley (approx. 620 feet), and Kern Mall between Fulton Street and Federal Alley (approx. 200 feet). Typical street transition modifications to support the conversion of the mall back to two-way streets will also occur on Fulton Street north of Tuolumne Street and south of Inyo Street, Merced Street east of Federal Alley, Fresno Street on both sides of Fulton Street, Mariposa Street and Broadway Plaza intersection, Tulare Street on both sides of Fulton Street, and Kern Street east of Federal Alley. In addition, approx. 150 feet of the existing Kern Mall west of Fulton Street will be reconstructed as pedestrian-only, as will approx. 150 feet of the existing Mariposa Mall east of Federal Alley.

The "Mall" refers specifically to the pedestrian areas between adjoining buildings located on the former City streets of Fulton, Mariposa, Merced and Kern, which function as an integrated pedestrian Mall. Fresno Street and Tulare Street, which do allow vehicle traffic, run through the Mall and divide it into three roughly equal sections. Mall landscaping elements include fountains, planters, benches, sculptures, electrical systems, irrigation systems and two "tot lots." The Mall does not include the adjoining buildings or their facades.

The project proposes to reconstruct the Mall using "complete streets" design concepts. Complete streets are those designed to function as shared public space, or as "living streets" – for pedestrians, cyclists, outdoor businesses, and slow-moving, cautiously driven vehicles. Complete streets may include narrow roadways, corner bulb-outs, winding streets, and other traffic calming measures to lower driving speeds; street trees and other landscape elements; wide pedestrian sidewalks and crosswalks; and bicycle accommodations. The purpose of incorporating these design concepts into the proposed project is to retain portions of the historic fabric and character of the Mall, while maintaining the key elements, feeling and unique experience of a pedestrian mall in downtown Fresno.

The Project will reintroduce two-way traffic, with one lane in each direction, along the length of the Fulton Mall and three cross streets as described. The proposed street will include narrow lanes and is envisioned as a slow speed street. The Project will include parallel on-street



parking spaces on the restored streets. Existing sidewalks would be removed and replaced to meet current standards and to accommodate the reinvented space. Mid-block pedestrian crossings and construction of streetscape improvements would optimize the streets for the new blend of travel modes. Like the existing mall, the proposed project would feature artworks, water features, seating, and trees and would allow for walking and pedestrian-only seating, landscaping, and lighting. Pedestrians would be separated from vehicles.

While some fountains need major repair, the Fulton Mall art collection — over 50 fountains, sculptures, and benches by local and internationally renowned artists — is stunning and will be woven into the redesign of Fulton Street. The proposed project will keep in place some of the landscape features which helped earn the Mall a determination of eligibility for the National Register of Historic Places in 2010.

Major construction activities for the project would include:

1. Mobilization
2. Demolition
3. Utilities
4. Paving and Surface Treatments
5. Site Furnishings and Features
6. Art Features
7. Site Electrical
8. Traffic Signalization
9. Landscaping
10. Construction Engineering



## **ATTACHMENT B ESTIMATED PROJECT SCHEDULE**

**INSTRUCTIONS FOR COMPLETING ATTACHMENT B:** The Grantee must provide a detailed breakdown of the schedule for the project. This description must include a description of all project activities, including major construction activities, which will be funded by TIGER. The activities need to be the same as those set forth in Attachment A – Statement of Work and Attachment C – Estimated Project Budget. If the project will be completed in individual segments or phases, a schedule should be provided for each individual segment or phase.

This Estimated Project Schedule must be provided in Word. Images in .pdf, Excel, etc. are not acceptable.

Planned Completion of NEPA:	May 1, 2014
Actual Start of Right of Way Acquisition:	N/A
Actual End of Right of Way Acquisition:	N/A
Actual Start of Preliminary Engineering:	October 1, 2012
Planned End of Preliminary Engineering:	June 30, 2014
Planned Start of Final Design:	May 2, 2014
Planned Completion of Final Design:	June 2, 2014
Planned PS&E Approval	June, 15 2014
Planned Construction Contract Award Date:	December 18, 2014
Planned Construction Start Date:	March 31, 2015

Description of work block by block with a rough estimate of 10-12 weeks per block, side streets included. Each discipline or major task to be followed by the next task in order.

1. Mobilization
2. Demolition of site features and utilities
3. Construct below grade utilities (storm, sewer, water, electric, data, irrigation, etc.)
4. Install concrete curb and gutter, surface utilities, AC roadway first lift



5. Construct major site features (streetlights, water features, art features, etc.)
6. Install sidewalk, paving and final AC roadway paving
7. Install site furnishings and landscaping/planting

**Planned Project Construction Substantial Completion  
and Open to Traffic Date:**

July 31, 2016

**Planned Project Closeout Date:**

September 30, 2016



## ATTACHMENT C ESTIMATED PROJECT BUDGET

Activity	FY13 TIGER Funds	Other Federal Funds	Match to Other Federal Funds	Local Funds	State Funds	Other Funds	Planned Project Cost
CONST: Mobilization	\$1,018	N/A	N/A	\$115	\$128	\$16	\$1,276
CONST: Demolition	\$1,073	N/A	N/A	\$121	\$135	\$17	\$1,345
CONST: Utilities	\$671	N/A	N/A	\$76	\$84	\$11	\$841
CONST: Paving and Surface Treatments	\$3,229	N/A	N/A	\$365	\$405	\$50	\$4,051
CONST: Site Furnishings and Features	\$2,661	N/A	N/A	\$301	\$334	\$41	\$3,339
CONST: Art Features	\$746	N/A	N/A	\$84	\$94	\$12	\$936
CONST: Site Electrical	\$2,173	N/A	N/A	\$245	\$273	\$34	\$2,726
CONST: Traffic Signalization	\$1,059	N/A	N/A	\$120	\$133	\$17	\$1,328
CONST: Landscaping	\$641	N/A	N/A	\$72	\$80	\$10	\$803
CONST: 10% Construction Contingency	\$1,327	N/A	N/A	\$150	\$167	\$21	\$1,665
CE: Construction Engineering	\$1,327	N/A	N/A	\$150	\$167	\$21	\$1,665
<b>Total</b>	<b>\$15,925</b>			<b>\$1,779</b>	<b>\$2,000</b>	<b>\$250</b>	<b>\$19,975</b>



*Note: All values are in thousands.*



## ATTACHMENT D PERFORMANCE MEASUREMENT TABLE

**Study Area: Fulton Street between Tuolumne Street and Inyo Street, Fresno, California**

**Table 1: Performance Measurement Table**

Measure	Description of Measure	Measurement Period	Reporting Period
Gross Revenue	Annual gross revenue of retail businesses within project area with comparison to similar corridor (Kings Canyon Boulevard) as point of reference	<p style="text-align: center;">Baseline Measurement: Annual average, accurate as of February 2015</p> <p style="text-align: center;">Interim Performance Measures: Accurate as of July 2017</p>	<p style="text-align: center;">Baseline Measurement: May 2015</p> <p style="text-align: center;">Interim Performance Measures: For a period of 5 years, beginning September 2017, annually</p>
Annual Maintenance Cost	Maintenance cost performed by City forces and contractors to maintain the corridor in a serviceable and operable condition	<p style="text-align: center;">Baseline Measurement: Annual average, accurate as of February 2015</p> <p style="text-align: center;">Interim Performance Measures: Accurate as of July 2017</p>	<p style="text-align: center;">Baseline Measurement: May 2015</p> <p style="text-align: center;">Interim Performance Measures: For a period of 5 years, beginning September 2017, annually</p>



<p><b>Average Annual Daily Traffic (ADT)</b></p>	<p>The total volume of vehicle traffic on Fulton Street per day</p>	<p><b>Baseline Measurement:</b> Annual average, accurate as of February 2015</p> <p><b>Interim Performance Measures:</b> Accurate as of July 2017</p>	<p><b>Baseline Measurement:</b> May 2015</p> <p><b>Interim Performance Measures:</b> For a period of 5 years, beginning September 2017, annually</p>
<p><b>Average Daily Bike and Pedestrian Counts</b></p>	<p>Average daily bicycle and pedestrian counts using National Bicycle &amp; Pedestrian Documentation Project methodology by conducting hourly counts at key locations in the study area. Counts will be collected on a typical weekday, Saturday and Sunday and should be conducted monthly to produce a quarterly average.</p>	<p><b>Baseline Measurement:</b> Annual average, accurate as of February 2015</p> <p><b>Interim Performance Measures:</b> Accurate as of July 2017</p>	<p><b>Baseline Measurement:</b> May 2015</p> <p><b>Interim Performance Measures:</b> For a period of 5 years, beginning September 2017, annually</p>





## EXHIBIT A

### LEGISLATIVE AUTHORITY

1. The U.S. Department of Transportation (“DOT” or “Government”) is authorized to award \$473.847 million in FY 2013 TIGER Discretionary Grants pursuant to the Consolidated and Further Continuing Appropriations Act, 2013 (Pub. L. 113-6, March 26, 2013), (the “Act”). This appropriation is similar, but not identical to the appropriation for the Transportation Investment Generating Economic Recovery, or “TIGER Discretionary Grant”, program authorized and implemented pursuant to the American Recovery and Reinvestment Act of 2009 (the “Recovery Act”), the FY 2010 TIGER Discretionary Grants pursuant to Title I (Department of Transportation) of Division A of the Consolidated Appropriations Act, 2010, the FY 2011 TIGER Discretionary Grants pursuant to Title XII (Transportation, Housing and Urban Development, and Related Agencies) of Division B of the Department of Defense and Full-Year Continuing Appropriations Act, 2011 (Pub. L. 112-10, Apr. 15, 2011), and the FY 2012 TIGER Discretionary Grants pursuant to The Consolidated and Further Continuing Appropriations Act, 2012 (Pub. L. 112-055, Nov. 18, 2011). Because of the similarity in program structure and objectives, DOT is referring to the grants for National Infrastructure Investments under the Act as the “FY 2013 TIGER Discretionary Grants” or “TIGER Discretionary Grants”.
2. The grant awards made under TIGER Discretionary Grant program are in full compliance with the Act and the Notice of Funding Availability published in the *Federal Register* (78 FR 24786, April 26, 2013).
3. Funds for the TIGER Discretionary Grant program are being awarded on a competitive basis for projects that will have a significant impact on the Nation, a metropolitan area or a region. Additionally, the awards ensure an equitable geographic distribution of funds, an appropriate balance in addressing the needs of urban and rural areas, and the investment in a variety of transportation modes.
4. The Act specifies that not less than \$120 million of the funds provided for FY 2013 TIGER Discretionary Grants be used for projects located in rural areas.



## **EXHIBIT B**

### **GENERAL TERMS AND CONDITIONS**

1. The Grantee shall be responsible for ensuring that the Project is financed, constructed, operated and maintained in accordance with this Agreement, and all applicable Federal laws, regulations and policies of the Federal Highway Administration ("FHWA" also referred to herein as the "Government") will apply to the Project.
2. The maximum obligation of the Government payable under this award, hereinafter referred to as the "Grant," shall be the award as specified in section 1.3 of the Agreement, subject to all the terms and conditions in this Agreement and of all other Federal grant awards funding the Project. Once the Government executes this Agreement for the Project, or a segment of the Project, the Grant funds will then be authorized for obligation.
3. Reimbursement of costs incurred pursuant to the Agreement will be made pursuant to and in accordance with 49 C.F.R. Part 18 (and 49 C.F.R. Part 19 to the extent that a non-governmental Grantee receives grant funding), and the provisions of such regulations and procedures as the Government may prescribe. Determination of allowable costs incurred by the Grantee under the Grant shall be made in accordance with applicable government-wide cost principles under 2 C.F.R. 225 (State and Local Governments); 2 C.F.R. 215 (Higher Education Institutions); and 2 C.F.R. 230 (Non-Profit Organizations). Closeout of the Grant shall be based upon a determination that all applicable administrative actions and all required work of the Grant have been completed in accordance with 49 C.F.R. Part 18 or Part 19. Upon the Government's review of all financial, performance, and other reports required as a condition of the Grant, the Government may make any upward or downward adjustments to the allowable costs in accordance with 49 C.F.R. Parts 18 and 19, and 2 C.F.R. Parts 225 and Parts 230. If there are any differences between the requirements of 49 C.F.R. Parts 18 and 19 and Title 23 of the United States Code and Code of Federal Regulations, the Title 23 requirements will take precedence.
4. The Grantee agrees to notify the Government within 14 calendar days of any change in circumstances or commitments that adversely affect the Grantee's plan to complete the Project as is described in Attachments A-C to this Agreement. In its notification, the Grantee shall advise the Government of what actions it has taken or plans to take to ensure completion of the Project and shall reaffirm its commitment to the Government as set forth in this Agreement. The Grantee is solely liable for any funding shortfalls pertaining to the Project as agreed to in the Agreement. The TIGER Discretionary Grant Amount will remain unchanged. (See Section 5 of the Agreement regarding termination).
5. The Grantee agrees to carry out and complete the Project without undue delays and in accordance with the terms of this Agreement, including the Project Schedule set out in Attachment B, and comply with such regulations and procedures as the Government may prescribe.



6. The Grantee has submitted a request for Federal assistance, hereinafter referred to as the "Technical Application," hereby incorporated by reference into this Agreement and the Government is relying upon the Grantee's assurances, certifications, and other representations made in the Technical Application, or any other related documents submitted to the Government; and, in its submissions, the Grantee has demonstrated justification for the Project, and has demonstrated the financial and technical feasibility of the Project, including the ability to start construction quickly upon receipt of the Grant; to expend Grant funds once construction starts; and to receive all necessary environmental, state and local planning, and legislative approvals necessary for the Project to proceed in accordance with the Project Schedule.

7. The Government has determined that the Project is an Eligible Project for TIGER funding as it provides a highway or bridge project, public transportation project, passenger or freight rail transportation project, or a port infrastructure project, or other such eligible project as authorized, and that the Project will have a significant impact on the Nation, a metropolitan area, or a region. The Government has determined that Grantee should receive the award of a Grant based on a review of the Project's Technical Application, as it meets the requirements specified in the Act and the March 26, 2013, Federal Register Notice, "Notice of Funding Availability for the Department of Transportation's National Infrastructure Investments Under the Consolidated and Further Continuing Appropriations Act, 2013" (Available at <https://www.federalregister.gov/articles/2013/04/26/2013-09889/notice-of-funding-availability-for-the-department-of-transportations-national-infrastructure>).

8. The Grantee progress will be monitored periodically by the Government, both programmatically and financially, to ensure that the Project goals, objectives, performance requirements, timelines, milestone completion, budgets, and other related program criteria are being met. Monitoring will be accomplished through a combination of office-based reviews and onsite monitoring visits. Monitoring will involve the review and analysis of the financial, programmatic, performance and administrative issues relative to each program and will identify areas where technical assistance and other support may be needed. The Grantee is responsible for monitoring award activities, to include sub-awards, and accountable to the Government for the use of the funds provided and to assure that the Federal award is administered in compliance with applicable requirements. Responsibilities include the accounting of receipts and expenditures, cash management, maintaining adequate financial records, and refunding disallowed expenditures.

9. The Grantee agrees to take all steps, including initiating litigation, if necessary, to recover Federal funds if the Government determines, after consultation with the Grantee, that such funds have been spent fraudulently, wastefully, or in violation of Federal laws, or misused in any manner in undertaking the Project. For the purposes of this Agreement, the term "Federal funds" means funds however used or disbursed by the Grantee that were originally paid pursuant to the Agreement.

10. The Grantee agrees to retain all documents relevant to the Grant award for a period of three years from completion of the Project and receipt of final reimbursement from the Government. The Grantee agrees to furnish the Government, upon request, all documents and records pertaining to the determination of the Grant amount or to any settlement, litigation,



negotiation, or other efforts taken to recover such funds. All settlements or other final positions of the Grantee, in court or otherwise, involving the recovery of such Grant amount shall be approved in advance by the Government.

11. The Government is subject to the Freedom of Information Act (FOIA). The Grantee should therefore be aware that all applications and related materials submitted by the Grantee related to this Agreement will become agency records and thus are subject to FOIA and to public release through individual FOIA requests.

12. The Government shall not be responsible or liable for any damage to property or any injury to persons that may arise from, or be incident to, performance or compliance with this Agreement.

13. The Government encourages the Grantee and the State Department of Transportation acting as the limited agent on behalf of the Grantee (if applicable), to adopt and enforce workplace safety policies to decrease crashes caused by distracted drivers including policies that bar text messaging while driving company-owned or -rented vehicles, or government-owned, leased, or rented vehicles or privately-owned vehicles when on official government business or when performing any work for or on behalf of the Government. See Executive Order 13513 "Federal Leadership on Reducing Text Messaging While Driving", Oct. 1, 2009 (available at <http://edocket.access.gpo.gov/2009/E9-24203.htm>) and DOT Order 3902.10 "Text Messaging While Driving", Dec. 30, 2009, as implemented by Financial Assistance Policy Letter (No. FAP-2010-01, Feb. 2, 2010, available at [http://www.dot.gov/ost/m60/Financial\\_Assistance\\_Management\\_Home/FAPL\\_2010-01.pdf](http://www.dot.gov/ost/m60/Financial_Assistance_Management_Home/FAPL_2010-01.pdf)). This includes, but is not limited to, the Grantee and the State Department of Transportation acting as the limited agent on behalf of the Grantee:

- a) considering new rules and programs or re-evaluating existing programs to prohibit text messaging while driving;
- b) conducting education, awareness, and other outreach for employees about the safety risks associated with texting while driving; and
- c) encouraging voluntary compliance with the agency's text messaging policy while off duty.

The Grantee is encouraged to insert the substance of this clause in all assistance awards.

Where a Grantee, and the State Department of Transportation if acting as a limited agent for the Grantee, is located within a State that already has enacted legislation regarding texting while driving, that State's law controls and the requirements of this paragraph will not apply to or be a part of this Agreement.



## EXHIBIT C

### APPLICABLE FEDERAL LAWS AND REGULATIONS

By entering into the Agreement for a FY 2013 TIGER Discretionary Grant, the Grantee assures and certifies, with respect to this Grant, that it will comply with all applicable Federal laws, regulations, executive orders, policies, guidelines, and requirements as they relate to the application, acceptance, and use of Federal funds for this Project. Performance under this Agreement shall be governed by and in compliance with the following requirements, as applicable, to the type of organization of the Grantee and any applicable sub-recipients. The applicable provisions to the Agreement include, but are not limited, to the following:

#### General Federal Legislation

- a. Davis-Bacon Act - 40 U.S.C. §§ 3141, et seq.
- b. Federal Fair Labor Standards Act - 29 U.S.C. §§ 201, et seq.
- c. Hatch Act - 5 U.S.C. §§ 1501, et seq.
- d. Uniform Relocation Assistance and Real Property Acquisition Policies Act of 1970 Title - 42 U.S.C. §§ 4601, et seq.
- e. National Historic Preservation Act of 1966 - Section 106 - 16 U.S.C. § 470f
- f. Archeological and Historic Preservation Act of 1974 - 16 U.S.C. § 469a through § 469c.
- g. Native American Graves Protection and Repatriation Act - 25 U.S.C. §§ 3001, et seq.
- h. Clean Air Act, P.L. 90-148, as amended
- i. Section 404 of the Clean Water Act, as amended 33 U.S.C. §§ 1251, et seq.
- j. Section 7 of the Endangered Species Act, P.L. 93-205, as amended.
- k. Coastal Zone Management Act, P.L. 92-583, as amended.
- l. Flood Disaster Protection Act of 1973 - Section 102(a) - 42 U.S.C. § 4012a
- m. Age Discrimination Act of 1975 - 42 U.S.C. §§ 6101, et seq.
- n. American Indian Religious Freedom Act, P.L. 95-341, as amended
- o. Drug Abuse Office and Treatment Act of 1972, as amended, 21 U.S.C. §§ 1101, et seq.
- p. The Comprehensive Alcohol Abuse and Alcoholism Prevention, Treatment and Rehabilitation Act of 1970, P.L. 91-616, as amended - 42 U.S.C. §§ 4541, et seq.
- q. Sections 523 and 527 of the Public Health Service Act of 1912, as amended, 42 U.S.C. §§ 290dd through 290dd-2
- r. Architectural Barriers Act of 1968 - 42 U.S.C. § 4151, et seq.
- s. Power Plant and Industrial Fuel Use Act of 1978, P.L. 100-42 - Section 403 - 42 U.S.C. § 8373
- t. Contract Work Hours and Safety Standards Act - 40 U.S.C. § 3701, et seq.
- u. Copeland Anti-kickback Act, as amended - 18 U.S.C. § 874 and 40 U.S.C. § 3145
- v. National Environmental Policy Act of 1969 - 42 U.S.C. §§ 4321, et seq.
- w. Wild and Scenic Rivers Act, P.L. 90-542, as amended - 16 U.S.C. §§ 1271, et seq.
- x. Federal Water Pollution Control Act, as amended - 33 U.S.C. §§ 1251-1376
- y. Single Audit Act of 1984 - 31 U.S.C. §§ 7501, et seq.
- z. Americans with Disabilities Act of 1990 - 42 U.S.C. § 12101, et seq.
- aa. Title IX of the Education Amendments of 1972, as amended - 20 U.S.C. § 1681 through § 1683, and § 1685 through § 1687



- bb. Section 504 of the Rehabilitation Act of 1973, as amended - 29 U.S.C. § 794
- cc. Title VI of the Civil Rights Act of 1964 - 42 U.S.C. §§ 2000d *et seq.*
- dd. Title IX of the Federal Property and Administrative Services Act of 1949 - 40 U.S.C. §§ 1101 -1104 541, *et seq.*
- ee. Limitation on Use of Appropriated Funds to Influence Certain Federal Contracting and Financial Transactions – 31 U.S.C. § 1352
- ff. Freedom of Information Act - 5 U.S.C. § 552, as amended
- gg. Magnuson-Stevens Fishery Conservation and Management Act – 16 U.S.C. § 1855
- hh. Farmlands Protection Policy Act of 1981 – 7 § U.S.C. 4201
- ii. Noise Control Act of 1972 – 42 U.S.C. § 4901, *et seq.*
- jj. Fish and Wildlife Coordination Act of 1956 – 16 U.S.C. § 661
- kk. Section 9 of the Rivers and Harbors Act and General Bridge Act of 1946 - 33 U.S.C. § 401
- ll. Section 4(f) of the Department of Transportation Act of 1966, 49 U.S.C. 303 and 23 U.S.C. § 138
- mm. Resource Conservation and Recovery Act of 1976 (RCRA), as amended -- 42 U.S.C. §§ 6901, *et seq.*
- nn. Comprehensive Environmental Response, Compensation, and Liability Act of 1980 (CERCLA), as amended --42 U.S.C. §§ 9601-9657
- oo. Safe Drinking Water Act -- 42 U.S.C. §§ 300F-300J-6
- pp. Wilderness Act -- 16 U.S.C. §§ 1131-1136
- qq. Solid Waste Disposal Act, as amended by the Resource Conservation and Recovery Act of 1976 -- 42 U.S.C. § 6901, *et seq.*
- rr. Migratory Bird Treaty Act 16 U.S.C. § 760c-760g
- ss. The Federal Funding Transparency and Accountability Act of 2006, as amended (Pub. L. 109–282, as amended by section 6202 of Public Law 110–252)
- tt. Cargo Preference Act of 1954 – 46 U.S.C. § 55305

### **Executive Orders**

- a. Executive Order 11246 - Equal Employment Opportunity
- b. Executive Order 11990 - Protection of Wetlands
- c. Executive Order 11988 – Floodplain Management
- d. Executive Order 12372 - Intergovernmental Review of Federal Programs
- e. Executive Order 12549 – Debarment and Suspension
- f. Executive Order 12898 – Federal Actions to Address Environmental Justice in Minority Populations and Low-Income Populations
- g. Executive Order 13166 – Improving Access to Services for Persons With Limited English Proficiency

### **General Federal Regulations**

- a. Suspension and Debarment – 23 C.F.R. Parts 180, 1200
- b. Uniform Administrative Requirements for Grants and Agreements with Institutions of Higher Education, Hospitals, and other Non-Profit Organizations – 2 C.F.R. Part 215
- c. Cost Principles for State and Local Governments – 2 C.F.R. Part 225
- d. Non-procurement Suspension and Debarment – 2 C.F.R. Part 1200
- e. Investigative and Enforcement Procedures - 14 C.F.R. Part 13



- f. Procedures for predetermination of wage rates - 29 C.F.R. Part 1
- g. Contractors and subcontractors on public building or public work financed in whole or part by loans or grants from the United States - 29 C.F.R. Part 3
- h. Labor standards provisions applicable to contracts governing federally financed and assisted construction (also labor standards provisions applicable to non-construction contracts subject to the Contract Work Hours and Safety Standards Act) - 29 C.F.R. Part 5
- i. Office of Federal Contract Compliance Programs, Equal Employment Opportunity, Department of Labor (Federal and federally assisted contracting requirements) - 41 C.F.R. Parts 60, et seq.
- j. Contractor Qualifications - 48 C.F.R. Part 9
- k. Uniform administrative requirements for grants and cooperative agreements to state and local governments - 49 C.F.R. Part 18
- l. New Restrictions on Lobbying - 49 C.F.R. Part 20
- m. Nondiscrimination in Federally Assisted Programs of the Department of Transportation - Effectuation of Title VI of the Civil Rights Act of 1964 - 49 C.F.R. Part 21
- n. Uniform relocation assistance and real property acquisition for Federal and Federally assisted programs - 49 C.F.R. Part 24
- o. Nondiscrimination on the Basis of Sex in Education Programs or Activities Receiving Federal Financial Assistance - 49 C.F.R. Part 25
- p. Nondiscrimination on the Basis of Handicap in Programs and Activities Receiving or Benefiting from Federal Financial Assistance - 49 C.F.R. Part 27
- q. DOT's oversight of DOJ's ADA regulations for non-transit programs, including the ADA Accessibility Guidelines, required by the DOJ regulations at 28 C.F.R. Part 35
- r. Enforcement of Nondiscrimination on the Basis of Handicap in Programs or Activities Conducted by the Department of Transportation - 49 C.F.R. Part 28
- s. Denial of public works contracts to suppliers of goods and services of countries that deny procurement market access to U.S. contractors - 49 C.F.R. Part 30
- t. Governmentwide Requirements for Drug-Free Workplace (Financial Assistance) - 49 C.F.R. Part 32
- u. DOT's implementing ADA regulations for transit, including the ADA Accessibility Guidelines in Part 37, Appendix A - 49 C.F.R. Parts 37 and 38
- v. Procedures for Transportation Workplace Drug and Alcohol Testing Programs - 49 C.F.R. Part 40
- w. Participation by Disadvantaged Business Enterprises in Department of Transportation Financial Assistance Programs - 49 C.F.R. Part 26

#### **Office of Management and Budget Circulars**

- a. A-87 - Cost Principles Applicable to Grants and Contracts with State and Local Governments (See 2 C.F.R. Part 225)
- b. A-102 - Grants and Agreements with State and Local Governments (See 49 C.F.R. Part 18)
- c. A-133 - Audits of States, Local Governments, and Non-Profit Organizations
- d. Any other applicable OMB Circular based upon the specific FY 2013 TIGER Discretionary Grant Recipient



### **Highway Federal Legislation**

- a. Highways – Title 23, U.S.C.
- b. Brooks Act (for FHWA projects, this incorporates Title IX of the Federal Property and Administrative Services Act of 1949 (formerly 40 U.S.C. § 541, et seq)) - 40 U.S.C. §§ 1101-1104
- c. Highway Design and Construction Standards, 23 U.S.C. § 109
- d. Planning, 23 U.S.C. §§ 134 and 135 (except for projects that are not regionally significant that do not receive funding under Title 23 or Chapter 53 of Title 49)
- e. Tolls, 23 U.S.C. § 301 (to the extent the recipient wishes to toll an existing free facility that has received Title 23 funds in the past)
- f. Size, Weight, and Length Limitations - 23 U.S.C. § 127, 49 U.S.C. § 31101 et seq.
- g. Buy America Act – 23 U.S.C. § 313 (see [http://www.fhwa.dot.gov/construction/contracts/buyam\\_qa.cfm](http://www.fhwa.dot.gov/construction/contracts/buyam_qa.cfm))
- h. Nondiscrimination – 23 U.S.C. § 140

### **Highway Federal Regulations**

- a. Planning 23 – C.F.R. Part 450 (except for projects that are not regionally significant that do not receive funding under Title 23 or Chapter 53 of Title 49)
- b. National Highway System Design Standards – 23 C.F.R. Part 625
- c. Manual on Uniform Traffic Control Devices – 23 C.F.R. Part 655
- d. Environmental Impact and Related Procedures – 23 C.F.R. Part 771
- e. Procedures for Abatement of Highway Traffic and Construction Noise – 23 C.F.R. Part 772
- f. Procedures Implementing Section 4(f) of the Department of Transportation Act – 23 C.F.R. Part 774
- g. Permitting Requirements under the National Pollutant Discharge Elimination System – 40 C.F.R. Part 122
- h. Required Contract Provisions – 23. C.F.R. Part 633 (Form 1273)
- i. External Programs – 23 C.F.R. Part 230.

Specific assurances required to be included in the FY 2013 TIGER Discretionary Grant Agreements by any of the above laws, regulations, or circulars are hereby incorporated by reference into the Agreement.



**EXHIBIT D**  
**GRANT ASSURANCES**





## EXHIBIT D 1

### TITLE VI ASSURANCE (Implementing Title VI of the Civil Rights Act of 1964, as amended)

#### ASSURANCE CONCERNING NONDISCRIMINATION IN FEDERALLY- ASSISTED PROGRAMS AND ACTIVITIES RECEIVING OR BENEFITING FROM FEDERAL FINANCIAL ASSISTANCE

(Implementing the Rehabilitation Act of 1973, as amended, and the Americans With Disabilities Act,  
as amended)

49 C.F.R. Parts 21, 25, 27, 37 and 38

#### The United States Department of Transportation (USDOT)

#### Standard Title VI/Non-Discrimination Assurances

#### DOT Order No. 1050.2A

By signing and submitting the Technical Application and by entering into the Agreement under the FY 2013 TIGER Discretionary Grant program, the Grantee (also herein referred to as the "Recipient"), **HEREBY AGREES THAT**, as a condition to receiving any Federal financial assistance from the U.S. Department of Transportation (DOT), through the Federal Highway Administration (FHWA), is subject to and will comply with the following:

#### Statutory/Regulatory Authorities

- Title VI of the Civil Rights Act of 1964 (42 U.S.C. § 2000d *et seq.*, 78 stat. 252), (prohibits discrimination on the basis of race, color, national origin);
- 49 C.F.R. Part 21 (entitled *Non-discrimination In Federally-Assisted Programs Of The Department Of Transportation—Effectuation Of Title VI Of The Civil Rights Act Of 1964*);
- 28 C.F.R. section 50.3 (U.S. Department of Justice Guidelines for Enforcement of Title VI of the Civil Rights Act of 1964);

The preceding statutory and regulatory cites hereinafter are referred to as the "Acts" and "Regulations," respectively.

#### General Assurances

In accordance with the Acts, the Regulations, and other pertinent directives, circulars, policy, memoranda, and/or guidance, the Recipient hereby gives assurance that it will promptly take any measures necessary to ensure that:



*"No person in the United States shall, on the grounds of race, color, or national origin, be excluded from participation in, be denied the benefits of, or be otherwise subjected to discrimination under any program or activity," for which the Recipient receives Federal financial assistance from DOT, including the FHWA.*

The Civil Rights Restoration Act of 1987 clarified the original intent of Congress, with respect to Title VI and other Non-discrimination requirements (The Age Discrimination Act of 1975, and Section 504 of the Rehabilitation Act of 1973), by restoring the broad, institutional-wide scope and coverage of these non-discrimination statutes and requirements to include all programs and activities of the Recipient, so long as any portion of the program is Federally assisted.

### **Specific Assurances**

More specifically, and without limiting the above general Assurance, the Recipient agrees with and gives the following Assurances with respect to its Federally assisted FY 2013 TIGER Discretionary Grant program:

1. The Recipient agrees that each "activity," "facility," or "program," as defined in §§ 21.23 (b) and 21.23 (e) of 49 C.F.R. § 21 will be (with regard to an "activity") facilitated, or will be (with regard to a "facility") operated, or will be (with regard to a "program") conducted in compliance with all requirements imposed by, or pursuant to the Acts and the Regulations.
2. The Recipient will insert the following notification in all solicitations for bids, Requests For Proposals for work, or material subject to the Acts and the Regulations made in connection with the FY 2013 TIGER Discretionary Grant and, in adapted form, in all proposals for negotiated agreements regardless of funding source:

*"The Grantee, in accordance with the provisions of Title VI of the Civil Rights Act of 1964 (78 Stat. 252, 42 U.S.C. §§ 2000d to 2000d-4) and the Regulations, hereby notifies all bidders that it will affirmatively ensure that any contract entered into pursuant to this advertisement, disadvantaged business enterprises will be afforded full and fair opportunity to submit bids in response to this invitation and will not be discriminated against on the grounds of race, color, or national origin in consideration for an award."*

3. The Recipient will insert the clauses of Appendix A and E of this Assurance in every contract or agreement subject to the Acts and the Regulations.
4. The Recipient will insert the clauses of Appendix B of this Assurance, as a covenant running with the land, in any deed from the United States effecting or recording a transfer of real property, structures, use, or improvements thereon or interest therein to a Recipient.
5. That where the Recipient receives Federal financial assistance to construct a facility, or part of a facility, the Assurance will extend to the entire facility and facilities operated in connection therewith.



6. That where the Recipient receives Federal financial assistance in the form, or for the acquisition of real property or an interest in real property, the Assurance will extend to rights to space on, over, or under such property.
7. That the Recipient will include the clauses set forth in Appendix C and Appendix D of this Assurance, as a covenant running with the land, in any future deeds, leases, licenses, permits, or similar instruments entered into by the Recipient with other parties:
  - a. for the subsequent transfer of real property acquired or improved under the applicable activity, project, or program; and
  - b. for the construction or use of, or access to, space on, over, or under real property acquired or improved under the applicable activity, project, or program.
8. That this Assurance obligates the Recipient for the period during which Federal financial assistance is extended to the program, except where the Federal financial assistance is to provide, or is in the form of, personal property, or real property, or interest therein, or structures or improvements thereon, in which case the Assurance obligates the Recipient, or any transferee for the longer of the following periods:
  - a. the period during which the property is used for a purpose for which the Federal financial assistance is extended, or for another purpose involving the provision of similar services or benefits; or
  - b. the period during which the Recipient retains ownership or possession of the property.
9. The Recipient will provide for such methods of administration for the program as are found by the Secretary of Transportation or the official to whom he/she delegates specific authority to give reasonable guarantee that it, other recipients, sub-recipients, sub-grantees, contractors, subcontractors, consultants, transferees, successors in interest, and other participants of Federal financial assistance under such program will comply with all requirements imposed or pursuant to the Acts, the Regulations, and this Assurance.
10. The Recipient agrees that the United States has a right to seek judicial enforcement with regard to any matter arising under the Acts, the Regulations, and this Assurance.

By signing this ASSURANCE, the Grantee also agrees to comply (and require any sub-recipients, sub-grantees, contractors, successors, transferees, and/or assignees to comply) with all applicable provisions governing the FHWA's access to records, accounts, documents, information, facilities, and staff. You also recognize that you must comply with any program or compliance reviews, and/or complaint investigations conducted by the FHWA. You must keep records, reports, and submit the material for review upon request to FHWA, or its designee in a timely, complete, and accurate way. Additionally, you must comply with all other reporting, data collection, and evaluation requirements, as prescribed by law or detailed in program guidance.

The Grantee gives this ASSURANCE in consideration of and for obtaining any Federal grants, loans, contracts, agreements, property, and/or discounts, or other Federal-aid and Federal financial assistance extended after the date hereof to the recipients by the U.S. Department of Transportation under the FY 2013 TIGER Discretionary Grants Program. This ASSURANCE is binding on the Grantee, other recipients, sub-recipients, sub-grantees, contractors, subcontractors and their subcontractors',



transferees, successors in interest, and any other participants in the FY 2013 TIGER Discretionary Grants Program.



## APPENDIX A

During the performance of this contract, the contractor, for itself, its assignees, and successors in interest (hereinafter referred to as the "contractor") agrees as follows:

1. **Compliance with Regulations:** The contractor (hereinafter includes consultants) will comply with the Acts and the Regulations relative to Non-discrimination in Federally-assisted programs of the U.S. Department of Transportation, Federal Highway Administration (FHWA), as they may be amended from time to time, which are herein incorporated by reference and made a part of this contract.
2. **Non-discrimination:** The contractor, with regard to the work performed by it during the contract, will not discriminate on the grounds of race, color, or national origin in the selection and retention of subcontractors, including procurements of materials and leases of equipment. The contractor will not participate directly or indirectly in the discrimination prohibited by the Acts and the Regulations, including employment practices when the contract covers any activity, project, or program set forth in Appendix B of 49 CFR Part 21.
3. **Solicitations for Subcontracts, Including Procurements of Materials and Equipment:** In all solicitations, either by competitive bidding, or negotiation made by the contractor for work to be performed under a subcontract, including procurements of materials, or leases of equipment, each potential subcontractor or supplier will be notified by the contractor of the contractor's obligations under this contract and the Acts and the Regulations relative to Non-discrimination on the grounds of race, color, or national origin.
4. **Information and Reports:** The contractor will provide all information and reports required by the Acts, the Regulations, and directives issued pursuant thereto and will permit access to its books, records, accounts, other sources of information, and its facilities as may be determined by the Recipient or the FHWA to be pertinent to ascertain compliance with such Acts, Regulations, and instructions. Where any information required of a contractor is in the exclusive possession of another who fails or refuses to furnish the information, the contractor will so certify to the Recipient or the FHWA, as appropriate, and will set forth what efforts it has made to obtain the information.
5. **Sanctions for Noncompliance:** In the event of a contractor's noncompliance with the Non-discrimination provisions of this contract, the Recipient will impose such contract sanctions as it or the FHWA may determine to be appropriate, including, but not limited to:
  - a. withholding payments to the contractor under the contract until the contractor complies; and/or
  - b. cancelling, terminating, or suspending a contract, in whole or in part.
6. **Incorporation of Provisions:** The contractor will include the provisions of paragraphs one through six in every subcontract, including procurements of materials and leases of equipment, unless exempt by the Acts, the Regulations and directives issued pursuant thereto. The contractor will take action with respect to any subcontract or procurement as the Recipient or the FHWA may direct as a means of enforcing such provisions including sanctions for



noncompliance. Provided, that if the contractor becomes involved in, or is threatened with litigation by a subcontractor, or supplier because of such direction, the contractor may request the Recipient to enter into any litigation to protect the interests of the Recipient. In addition, the contractor may request the United States to enter into the litigation to protect the interests of the United States.



## APPENDIX B

### CLAUSES FOR DEEDS TRANSFERRING UNITED STATES PROPERTY

The following clauses will be included in deeds effecting or recording the transfer of real property, structures, or improvements thereon, or granting interest therein from the United States pursuant to the provisions of

Assurance 4:

**NOW, THEREFORE**, the U.S. Department of Transportation as authorized by law and upon the condition that the Grantee will accept title to the lands and maintain the project constructed thereon in accordance with the Consolidated and Further Continuing Appropriations Act, 2013 (Pub. L. 113-6, March 26, 2013), the Regulations for the Administration of FY 2013 TIGER Discretionary Grant Program, and the policies and procedures prescribed by the Federal Highway Administration (FHWA) of the U.S. Department of Transportation in accordance and in compliance with all requirements imposed by Title 49, Code of Federal Regulations, U.S. Department of Transportation, Subtitle A, Office of the Secretary, Part 21, Non-discrimination in Federally-assisted programs of the U.S. Department of Transportation pertaining to and effectuating the provisions of Title VI of the Civil Rights Act of 1964 (78 Stat. 252; 42 U.S.C. § 2000d to 2000d-4), does hereby remise, release, quitclaim and convey unto the Grantee all the right, title and interest of the U.S. Department of Transportation in and to said lands described in Exhibit A attached hereto and made a part hereof.

#### (HABENDUM CLAUSE)

**TO HAVE AND TO HOLD** said lands and interests therein unto Grantee and its successors forever, subject, however, to the covenants, conditions, restrictions and reservations herein contained as follows, which will remain in effect for the period during which the real property or structures are used for a purpose for which Federal financial assistance is extended or for another purpose involving the provision of similar services or benefits and will be binding on the Grantee, its successors and assigns.

The Grantee, in consideration of the conveyance of said lands and interests in lands, does hereby covenant and agree as a covenant running with the land for itself, its successors and assigns, that (1) no person will on the grounds of race, color, or national origin, be excluded from participation in, be denied the benefits of, or be otherwise subjected to discrimination with regard to any facility located wholly or in part on, over, or under such lands hereby conveyed [,] [and]\* (2) that the Grantee will use the lands and interests in lands and interests in lands so conveyed, in compliance with all requirements imposed by or pursuant to Title 49, Code of Federal Regulations, U.S. Department of Transportation, Subtitle A, Office of the Secretary, Part 21, Non-discrimination in Federally-assisted programs of the U.S. Department of Transportation, Effectuation of Title VI of the Civil Rights Act of 1964, and as said Regulations and Acts may be amended[, and (3) that in the event of breach of any of the above-mentioned non-discrimination conditions, the Department will have a right to enter or re-enter said lands and facilities on said land, and that above described land and facilities will thereon revert to and vest in and become the absolute property of the U.S. Department of Transportation and its assigns as such interest existed prior to this instruction].\*

(\*Reverter clause and related language to be used only when it is determined that such a clause is necessary in order to make clear the purpose of Title VI.)





## APPENDIX C

### CLAUSES FOR TRANSFER OF REAL PROPERTY ACQUIRED OR IMPROVED UNDER THE ACTIVITY, FACILITY, OR PROGRAM

The following clauses will be included in deeds, licenses, leases, permits, or similar instruments entered into by the Grantee pursuant to the provisions of Assurance 7(a):

- A. The (grantee, lessee, permittee, etc. as appropriate) for himself/herself, his/her heirs, personal representatives, successors in interest, and assigns, as a part of the consideration hereof, does hereby covenant and agree [in the case of deeds and leases add "as a covenant running with the land"] that:
1. In the event facilities are constructed, maintained, or otherwise operated on the property described in this (deed, license, lease, permit, etc.) for a purpose for which a U.S. Department of Transportation activity, facility, or program is extended or for another purpose involving the provision of similar services or benefits, the (grantee, licensee, lessee, permittee, etc.) will maintain and operate such facilities and services in compliance with all requirements imposed by the Acts and Regulations (as may be amended) such that no person on the grounds of race, color, or national origin, will be excluded from participation in, denied the benefits of, or be otherwise subjected to discrimination in the use of said facilities.
- B. With respect to licenses, leases, permits, etc., in the event of breach of any of the above Non-discrimination covenants, Grantee will have the right to terminate the (lease, license, permit, etc.) and to enter, re-enter, and repossess said lands and facilities thereon, and hold the same as if the (lease, license, permit, etc.) had never been made or issued.\*
- C. With respect to a deed, in the event of breach of any of the above Non-discrimination covenants, the Grantee will have the right to enter or re-enter the lands and facilities thereon, and the above described lands and facilities will there upon revert to and vest in and become the absolute property of the Grantee and its assigns.\*

(\*Reverter clause and related language to be used only when it is determined that such a clause is necessary to make clear the purpose of Title VI.)



## APPENDIX D

### CLAUSES FOR CONSTRUCTION/USE/ACCESS TO REAL PROPERTY ACQUIRED UNDER THE ACTIVITY, FACILITY OR PROGRAM

The following clauses will be included in deeds, licenses, permits, or similar instruments/agreements entered into by Grantee pursuant to the provisions of Assurance 7(b):

- A. The (grantee, licensee, permittee, etc., as appropriate) for himself/herself, his/her heirs, personal representatives, successors in interest, and assigns, as a part of the consideration hereof, does hereby covenant and agree (in the case of deeds and leases add, "as a covenant running with the land") that (1) no person on the ground of race, color, or national origin, will be excluded from participation in, denied the benefits of, or be otherwise subjected to discrimination in the use of said facilities, (2) that in the construction of any improvements on, over, or under such land, and the furnishing of services thereon, no person on the ground of race, color, or national origin, will be excluded from participation in, denied the benefits of, or otherwise be subjected to discrimination, (3) that the (grantee, licensee, lessee, permittee, etc.) will use the premises in compliance with all other requirements imposed by or pursuant to the Acts and Regulations, as amended, set forth in this Assurance.
- B. With respect to (licenses, leases, permits, etc.), in the event of breach of any of the above Non-discrimination covenants, Grantee will have the right to terminate the (license, permit, etc., as appropriate) and to enter or re-enter and repossess said land and the facilities thereon, and hold the same as if said (license, permit, etc., as appropriate) had never been made or issued.\*
- C. With respect to deeds, in the event of breach of any of the above Non-discrimination covenants, Grantee will there upon revert to and vest in and become the absolute property of Grantee and its assigns.\*

(\*Reverter clause and related language to be used only when it is determined that such a clause is necessary to make clear the purpose of Title VI.)



## APPENDIX E

During the performance of this contract, the contractor, for itself, its assignees, and successors in interest (hereinafter referred to as the "contractor") agrees to comply with the following non-discrimination statutes and authorities; including but not limited to:

### Pertinent Non-Discrimination Authorities:

- Title VI of the Civil Rights Act of 1964 (42 U.S.C. § 2000d *et seq.*, 78 stat. 252), (prohibits discrimination on the basis of race, color, national origin); and 49 CFR Part 21.
- The Uniform Relocation Assistance and Real Property Acquisition Policies Act of 1970, (42 U.S.C. § 4601), (prohibits unfair treatment of persons displaced or whose property has been acquired because of Federal or Federal-aid programs and projects);
- Federal-Aid Highway Act of 1973, (23 U.S.C. § 324 *et seq.*), (prohibits discrimination on the basis of sex);
- Section 504 of the Rehabilitation Act of 1973, (29 U.S.C. § 794 *et seq.*), as amended, (prohibits discrimination on the basis of disability); and 49 CFR Part 27;
- The Age Discrimination Act of 1975, as amended, (42 U.S.C. § 6101 *et seq.*), (prohibits discrimination on the basis of age);
- Airport and Airway Improvement Act of 1982, (49 USC § 471, Section 47123), as amended, (prohibits discrimination based on race, creed, color, national origin, or sex);
- The Civil Rights Restoration Act of 1987, (PL 100-209), (Broadened the scope, coverage and applicability of Title VI of the Civil Rights Act of 1964, The Age Discrimination Act of 1975 and Section 504 of the Rehabilitation Act of 1973, by expanding the definition of the terms "programs or activities" to include all of the programs or activities of the Federal-aid recipients, sub-recipients and contractors, whether such programs or activities are Federally funded or not);
- Titles II and III of the Americans with Disabilities Act, which prohibit discrimination on the basis of disability in the operation of public entities, public and private transportation systems, places of public accommodation, and certain testing entities (42 U.S.C. §§ 12131 – 12189) as implemented by Department of Transportation regulations at 49 C.F.R. parts 37 and 38;
- The Federal Aviation Administration's Non-discrimination statute (49 U.S.C. § 47123) (prohibits discrimination on the basis of race, color, national origin, and sex);
- Executive Order 12898, Federal Actions to Address Environmental Justice in Minority Populations and Low-Income Populations, which ensures discrimination against minority populations by discouraging programs, policies, and activities with disproportionately high and adverse human health or environmental effects on minority and low-income populations;
- Executive Order 13166, Improving Access to Services for Persons with Limited English Proficiency, and resulting agency guidance, national origin discrimination includes discrimination because of limited English proficiency (LEP). To ensure compliance with Title VI, you must take reasonable steps to ensure that LEP persons have meaningful access to your programs (70 Fed. Reg. at 74087 to 74100);
- Title IX of the Education Amendments of 1972, as amended, which prohibits you from discriminating because of sex in education programs or activities (20 U.S.C. 1681 *et seq.*).



## **EXHIBIT D 2**

### **DISCLOSURE OF LOBBYING ACTIVITIES**

#### **Certification for Contracts, Grants, Loans, and Agreements**

The undersigned certifies, to the best of his or her knowledge and belief, that:

No Federal appropriated funds have been paid or will be paid, by or on behalf of the undersigned, to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with the awarding of any Federal contract, the making of any Federal grant, the making of any Federal loan, the entering into of any grant agreement, and the extension, continuation, renewal, amendment, or modification of any Federal contract, grant, loan, or grant agreement.

If any funds other than Federal appropriated funds have been paid or will be paid to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with this Federal contract, grant, loan, or grant agreement, the undersigned shall complete and submit Standard Form-LLL (Rev. 7-97), "Disclosure of Lobbying Activities," in accordance with its instructions.

The undersigned shall require that the language of this certification be included in the award documents for all subawards at all tiers (including subcontracts, subgrants, and contracts under grants, loans and grant agreements) and that all subgrantees shall certify and disclose accordingly.

This certification is a material representation of fact upon which reliance was placed when this transaction was made or entered into. Submission of this certification is a prerequisite for making or entering into this transaction imposed by 31 U.S.C. § 1352, title. Any person who fails to file the required certification shall be subject to a civil penalty of not less than \$10,000 and not more than \$100,000 for each such failure.



### **EXHIBIT D 3**

## **CERTIFICATION REGARDING DRUG-FREE WORKPLACE REQUIREMENTS IN THE PERFORMANCE OF THE FY 2013 DISCRETIONARY GRANT PROGRAM**

The Grantee certifies that it will, or will continue, to provide a drug-free workplace by:

1. Publishing a statement notifying employees that the unlawful manufacture, distribution, dispensing, possession or use of a controlled substance is prohibited in the Grantee's workplace, and specifying the actions that will be taken against employees for violation of such prohibition.
2. Establishing an ongoing drug-free awareness program to inform employees about:
  - (a) The dangers of drug abuse in the workplace;
  - (b) The Grantee's policy of maintaining a drug-free workplace;
  - (c) Any available drug counseling, rehabilitation, and employee assistance programs; and,
  - (d) The penalties that may be imposed upon employees for drug abuse violations occurring in the workplace;
3. Making it a requirement that each employee to be engaged in the performance of work supported by the grant award be given a copy of the statement required by paragraph 1.
4. Notifying the employee in the statement required by paragraph 1 that, as a condition of employment supported by the grant award, the employee will:
  - (a) Abide by the terms of the statement; and
  - (b) Notify the employer in writing of his or her conviction for a violation of a criminal drug statute occurring in the workplace no later than five calendar days after such conviction.
5. Notifying the agency in writing, within ten calendar days after receiving notice under paragraph (d)(2) from an employee or otherwise receiving actual notice of conviction. Employers of convicted employees must provide notice, including position title, to the Department. Notice shall include the order number of the grant award.
6. Taking one of the following actions, within 30 days of receiving notice under paragraph 4(b), with respect to any employee who is so convicted:
  - (a) Taking appropriate personnel action against such an employee, up to and including termination, consistent with the requirements of the Rehabilitation Act of 1973, as amended, or



(b) Requiring such employee to participate satisfactorily in a drug abuse assistance or rehabilitation program approved for such purposes by a Federal, State or local health, law enforcement, or other appropriate agency.

7. Making a good faith effort to continue to maintain a drug-free workplace through implementation of paragraphs (a), (b), (c), (d), (e) and (f).
8. The Grantee *may*, but is not required to, provide the site for the performance of work done in connection with the specific grant. For the provision of services pursuant to the Agreement, workplaces include outstations, maintenance sites, headquarters office locations, training sites and any other worksites where work is performed that is supported by the grant award. If the Grantee does so, please insert in Section 4 of the Agreement the following information from subsection (a) below:
  - (a) Identify the Places of Performance by listing the street address, city, county, state, zip code. Also identify if there are workplaces on file that are not identified in this section of the Agreement.



## **EXHIBIT D 4**

### **CERTIFICATION REGARDING DEBARMENT, SUSPENSION, AND OTHER RESPONSIBILITY MATTERS -- PRIMARY COVERED TRANSACTIONS**

**2 C.F.R. Parts 180, 1200, 48 C.F.R. Part 9, and 49 C.F.R. Part 32**

These assurances and certifications are applicable to all Federal-aid construction contracts, design-build contracts, subcontracts, lower-tier subcontracts, purchase orders, lease agreements, consultant contracts or any other covered transaction requiring FHWA approval or that is estimated to cost \$25,000 or more – as defined in 2 C.F.R. Parts 180 and 1200.

By signing and submitting the Technical Application and by entering into the Agreement under the FY 2013 TIGER Discretionary Grant program, the Grantee is providing the assurances and certifications for First Tier Participants and Lower Tier Participants in the FY 2013 TIGER Discretionary Project, as set out below.

#### **1. Instructions for Certification – First Tier Participants:**

- a. The prospective first tier participant is providing the certification set out below.
- b. The inability of a person to provide the certification set out below will not necessarily result in denial of participation in this covered transaction. The prospective first tier participant shall submit an explanation of why it cannot provide the certification set out below. The certification or explanation will be considered in connection with the department or agency's determination whether to enter into this transaction. However, failure of the prospective first tier participant to furnish a certification or an explanation shall disqualify such a person from participation in this transaction.
- c. The certification in this clause is a material representation of fact upon which reliance was placed when the contracting agency determined to enter into this transaction. If it is later determined that the prospective participant knowingly rendered an erroneous certification, in addition to other remedies available to the Federal Government, the contracting agency may terminate this transaction for cause of default.
- d. The prospective first tier participant shall provide immediate written notice to the contracting agency to whom this proposal is submitted if any time the prospective first tier participant learns that its certification was erroneous when submitted or has become erroneous by reason of changed circumstances.
- e. The terms "covered transaction," "debarred," "suspended," "ineligible," "participant," "person," "principal," and "voluntarily excluded," as used in this clause, are defined in 2 C.F.R. Parts 180 and 1200. "First Tier Covered Transactions" refers to any covered transaction between



a grantee or subgrantee of Federal funds and a participant (such as the prime or general contract). "Lower Tier Covered Transactions" refers to any covered transaction under a First Tier Covered Transaction (such as subcontracts). "First Tier Participant" refers to the participant who has entered into a covered transaction with a grantee or subgrantee of Federal funds (such as the prime or general contractor). "Lower Tier Participant" refers to any participant who has entered into a covered transaction with a First Tier Participant or other Lower Tier Participants (such as subcontractors and suppliers).

f. The prospective first tier participant agrees by submitting this proposal that, should the proposed covered transaction be entered into, it shall not knowingly enter into any lower tier covered transaction with a person who is debarred, suspended, declared ineligible, or voluntarily excluded from participation in this covered transaction, unless authorized by the department or agency entering into this transaction.

g. The prospective first tier participant further agrees by submitting this proposal that it will include the clause titled "Certification Regarding Debarment, Suspension, Ineligibility and Voluntary Exclusion-Lower Tier Covered Transactions," provided by the department or contracting agency, entering into this covered transaction, without modification, in all lower tier covered transactions and in all solicitations for lower tier covered transactions exceeding the \$25,000 threshold.

h. A participant in a covered transaction may rely upon a certification of a prospective participant in a lower tier covered transaction that is not debarred, suspended, ineligible, or voluntarily excluded from the covered transaction, unless it knows that the certification is erroneous. A participant is responsible for ensuring that its principals are not suspended, debarred, or otherwise ineligible to participate in covered transactions. To verify the eligibility of its principals, as well as the eligibility of any lower tier prospective participants, each participant may, but is not required to, check the Excluded Parties List System website (<https://www.epls.gov/>), which is compiled by the General Services Administration.

i. Nothing contained in the foregoing shall be construed to require the establishment of a system of records in order to render in good faith the certification required by this clause. The knowledge and information of the prospective participant is not required to exceed that which is normally possessed by a prudent person in the ordinary course of business dealings.

j. Except for transactions authorized under paragraph (f) of these instructions, if a participant in a covered transaction knowingly enters into a lower tier covered transaction with a person who is suspended, debarred, ineligible, or voluntarily excluded from participation in this transaction, in addition to other remedies available to the Federal Government, the department or agency may terminate this transaction for cause or default.

## 2. Certification Regarding Debarment, Suspension, Ineligibility and Voluntary Exclusion – First Tier Participants:

a. The prospective first tier participant certifies to the best of its knowledge and belief, that it and its principals:





(1) Are not presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from participating in covered transactions by any Federal department or agency;

(2) Have not within a three-year period preceding this proposal been convicted of or had a civil judgment rendered against them for commission of fraud or a criminal offense in connection with obtaining, attempting to obtain, or performing a public (Federal, State or local) transaction or contract under a public transaction; violation of Federal or State antitrust statutes or commission of embezzlement, theft, forgery, bribery, falsification or destruction of records, making false statements, or receiving stolen property;

(3) Are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (Federal, State or local) with commission of any of the offenses enumerated in paragraph (a)(2) of this certification; and

(4) Have not within a three-year period preceding this application/proposal had one or more public transactions (Federal, State or local) terminated for cause or default.

b. Where the prospective participant is unable to certify to any of the statements in this certification, such prospective participant shall attach an explanation to this proposal.

## **2. Instructions for Certification - Lower Tier Participants:**

(Applicable to all subcontracts, purchase orders and other lower tier transactions requiring prior FHWA approval or estimated to cost \$25,000 or more - 2 C.F.R. Parts 180 and 1200)

a. The prospective lower tier participant is providing the certification set out below.

b. The certification in this clause is a material representation of fact upon which reliance was placed when this transaction was entered into. If it is later determined that the prospective lower tier participant knowingly rendered an erroneous certification, in addition to other remedies available to the Federal Government, the department, or agency with which this transaction originated may pursue available remedies, including suspension and/or debarment.

c. The prospective lower tier participant shall provide immediate written notice to the person to which this proposal is submitted if at any time the prospective lower tier participant learns that its certification was erroneous by reason of changed circumstances.

d. The terms "covered transaction," "debarred," "suspended," "ineligible," "participant," "person," "principal," and "voluntarily excluded," as used in this clause, are defined in 2 CFR Parts 180 and 1200. You may contact the person to which this proposal is submitted for assistance in obtaining a copy of those regulations. "First Tier Covered Transactions" refers to any covered transaction between a grantee or subgrantee of Federal funds and a participant (such as the prime or general contract). "Lower Tier Covered Transactions" refers to any covered transaction under a First Tier Covered Transaction (such as subcontracts). "First Tier



Participant” refers to the participant who has entered into a covered transaction with a grantee or subgrantee of Federal funds (such as the prime or general contractor). “Lower Tier Participant” refers any participant who has entered into a covered transaction with a First Tier Participant or other Lower Tier Participants (such as subcontractors and suppliers).

e. The prospective lower tier participant agrees by submitting this proposal that, should the proposed covered transaction be entered into, it shall not knowingly enter into any lower tier covered transaction with a person who is debarred, suspended, declared ineligible, or voluntarily excluded from participation in this covered transaction, unless authorized by the department or agency with which this transaction originated.

f. The prospective lower tier participant further agrees by submitting this proposal that it will include this clause titled "Certification Regarding Debarment, Suspension, Ineligibility and Voluntary Exclusion-Lower Tier Covered Transaction," without modification, in all lower tier covered transactions and in all solicitations for lower tier covered transactions exceeding the \$25,000 threshold.

g. A participant in a covered transaction may rely upon a certification of a prospective participant in a lower tier covered transaction that is not debarred, suspended, ineligible, or voluntarily excluded from the covered transaction, unless it knows that the certification is erroneous. A participant is responsible for ensuring that its principals are not suspended, debarred, or otherwise ineligible to participate in covered transactions. To verify the eligibility of its principals, as well as the eligibility of any lower tier prospective participants, each participant may, but is not required to, check the Excluded Parties List System website (<https://www.epls.gov/>), which is compiled by the General Services Administration.

h. Nothing contained in the foregoing shall be construed to require establishment of a system of records in order to render in good faith the certification required by this clause. The knowledge and information of participant is not required to exceed that which is normally possessed by a prudent person in the ordinary course of business dealings.

i. Except for transactions authorized under paragraph e of these instructions, if a participant in a covered transaction knowingly enters into a lower tier covered transaction with a person who is suspended, debarred, ineligible, or voluntarily excluded from participation in this transaction, in addition to other remedies available to the Federal Government, the department or agency with which this transaction originated may pursue available remedies, including suspension and/or debarment.

**Certification Regarding Debarment, Suspension, Ineligibility and Voluntary Exclusion--  
Lower Tier Participants:**

1. The prospective lower tier participant certifies, by submission of this proposal, that neither it nor its principals is presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from participating in covered transactions by any Federal department or agency.

2. Where the prospective lower tier participant is unable to certify to any of the statements in this certification, such prospective participant shall attach an explanation to this proposal.





## EXHIBIT E

### RESPONSIBILITY AND AUTHORITY OF THE GRANTEE

#### 1. Legal Authority.

The Grantee affirms that it has the legal authority to apply for the grant, and to finance and carry out the proposed project identified in its Technical Application; that a resolution, motion or similar action has been duly adopted or passed as an official act of the Grantee's governing body authorizing the filing of the application, including all understandings and assurances contained therein, and directing and authorizing the person identified as the official representative of the Grantee to act in connection with the application and to provide such additional information as may be required.

#### 2. Funds Availability.

Grantee affirms that it has sufficient funds available for that portion of the project costs that are not to be paid by the Government. Grantee also affirms that it has sufficient funds available to assure operation and maintenance of items funded under the Agreement that it will own or control.

#### 3. Preserving Rights and Powers.

Grantee will not take or permit any action that would operate to deprive it of any of the rights and powers necessary to perform any or all of the terms, conditions, and assurances in the Agreement without the written approval of the Government, and will act promptly to acquire, extinguish, or modify any outstanding rights or claims of right of others that would interfere with such performance by the Grantee. The Grantee agrees that this will be done in a manner acceptable to the Government.

#### 4. Accounting System, Audit, and Record Keeping Requirements.

(a) The Grantee agrees to keep all project accounts and records that fully disclose the amount and disposition by the Grantee of the proceeds of the grant, the total cost of the project in connection with which the grant is given or used, and the amount or nature of that portion of the cost of the project supplied by other sources, and such other financial records pertinent to the project. The accounts and records shall be kept in accordance with an accounting system that meets the requirements of 49 C.F.R. 18.20 and will facilitate an effective audit in accordance with the Single Audit Act of 1984, as amended (31 U.S.C. §§ 7501-7507).

(b) The Grantee agrees to make available to the Government and the Comptroller General of the United States, or any of their duly authorized representatives, for the purpose of audit and examination, any books, documents, papers, and records of the Grantee that are pertinent to the grant. The Government may require that a Grantee conduct an appropriate audit. In any case in which an independent audit is made of the accounts of a Grantee relating to the disposition of the proceeds of a grant or relating to the project in connection with which the grant was given or used, it shall file a certified copy of such audit with the Comptroller General of the United States not later than six (6) months following the close of the fiscal year for which the audit was made.



**5. Minimum Wage Rates.** It shall include, in all contracts in excess of \$2,000 for work on any projects funded under this Agreement that involve labor, provisions establishing minimum rates of wages, to be predetermined by the Secretary of Labor, in accordance with the Davis-Bacon Act, as amended (40 U.S.C. § 3141, et seq.), which contractors shall pay to skilled and unskilled labor, and such minimum rates shall be stated in the invitation for bids and shall be included in proposals or bids for the work.

**6. Engineering and Design Services.** It will award each contract or sub-contract for program management, construction management, planning studies, feasibility studies, architectural services, preliminary engineering, design, engineering, surveying, mapping, or related services with respect to the project in the same manner as a contract for architectural and engineering services is negotiated under the Brooks Act (40 U.S.C. §§ 1101-1104) or an equivalent qualifications-based requirement prescribed for or by the Grantee as approved by the Secretary.

**7. Foreign Market Restrictions.** It will not allow funds provided under this grant to be used to fund any project that uses any product or service of a foreign country during the period in which such foreign country is listed by the United States Trade Representative as denying fair and equitable market opportunities for products and suppliers of the United States in procurement and construction.

**8. Relocation and Real Property Acquisition.** (1) It will be guided in acquiring real property, to the greatest extent practicable under State law, by the land acquisition policies in Subpart B of 49 C.F.R. Part 24 and will pay or reimburse property owners for necessary expenses as specified in Subpart B. (2) It will provide a relocation assistance program offering the services described in Subpart C and fair and reasonable relocation payments and assistance to displaced persons as required in Subpart D and E of 49 C.F.R. Part 24. (3) It will make available within a reasonable period of time prior to displacement, comparable replacement dwellings to displaced persons in accordance with Subpart E of 49 C.F.R. Part 24.



## **EXHIBIT F**

### **REIMBURSEMENT OF PROJECT COSTS**

1. The Grantee will be reimbursed in accordance with the terms of a Project Agreement between the Government (Modal Administration) or other specified form or agreement as determined by the Government that incorporates this Agreement by reference.
2. The Grantee shall have entered into obligations for services and goods associated with the Project prior to seeking reimbursement from the Government. Reimbursement will only be made for expenses incurred after execution of a project agreement.
3. The Grantee shall ensure that the funds provided by the Government are not misappropriated or misdirected to any other account, need, project, line-item, or unrelated activity.
4. Any Federal funds not expended in conjunction with the Project will remain the property of the Government.
5. Financial Management System: By signing this Agreement, the Grantee verifies that it has, or will implement, a financial management system adequate for monitoring the accumulation of costs and that it complies with the financial management system requirements of 49 C.F.R. Part 18 and Title 23, U.S.C.. The Grantee's failure to comply with these requirements may result in Agreement termination.
6. Allowable Costs: Determination of allowable costs will be made in accordance with the applicable Federal cost principles, e.g., 2 C.F.R. Part 225 (OMB Circular A-87)). Disallowed costs are those charges determined to not be allowed in accordance with the applicable Federal cost principles or other conditions contained in this Agreement.



## EXHIBIT G

### GRANT REQUIREMENTS AND CONTRACT CLAUSES

1. The Consolidated and Further Continuing Appropriations Act, 2013 (Pub. L. 113-6, March 26, 2013), regarding National Infrastructure Investments (the "Act") (referred to as "FY 2013 TIGER Discretionary Grants" or "TIGER Discretionary Grants") requires that all laborers and mechanics employed by contractors and subcontractors on projects funded directly by or assisted in whole or in part by and through the Federal Government shall be paid wages at rates not less than those prevailing on projects of a character similar in the locality as determined by the Secretary of Labor in accordance with subchapter IV of chapter 31 of Title 40, United States Code.
2. Pursuant to Reorganization Plan No. 14 and the Copeland Act, 40 U.S.C. § 3145, the Department of Labor has issued regulations at 29 C.F.R. Parts 1, 3, and 5 to implement the Davis-Bacon and related Acts. Regulations in 29 C.F.R. 5.5 instruct agencies concerning application of the standard Davis-Bacon contract clauses set forth in that section. Federal agencies providing grants, cooperative agreements, and loans under the Act shall ensure that the standard Davis-Bacon contract clauses found in 29 C.F.R. 5.5(a) are incorporated in any resultant covered contracts that are in excess of \$2,000 for construction, alteration or repair (including painting and decorating).
3. Federal agencies providing grants, grant agreements, and loans under the Act shall ensure that the standard Davis-Bacon contract clauses found in 29 C.F.R. 5.5(a) are incorporated in any resultant covered contracts that are in excess of \$2,000 for construction, alteration or repair (including painting and decorating).
4. For additional guidance on the wage rate requirements of the Act, contact your awarding agency. Recipients of grants, grant agreements and loans should direct their initial inquiries concerning the application of Davis-Bacon requirements to a particular federally assisted project to the Federal agency funding the project. The Secretary of Labor retains final coverage authority under Reorganization Plan Number 14.



## TRANSPARENCY ACT REQUIREMENTS

### [THIS SECTION MAY BE UPDATED BASED ON FURTHER OMB GUIDANCE OR REGULATION]

Pursuant to the Federal Funding Transparency and Accountability Act of 2006, as amended (Pub. L. 109-282, as amended by section 6202 of Public Law 110-252, hereafter referred to as "the Transparency Act" or "the Act") and the OMB Interim Final Rule (75 FR 55663 (September 14, 2010) (available at <http://www.gpo.gov/fdsys/pkg/FR-2010-09-14/pdf/2010-22705.pdf>) (codified at 2 CFR Part 170), the Grantee is required to report as required under the Act, in addition to including the following clause in all first-tier Subawards:

#### I. Reporting Subawards and Executive Compensation.

##### a. Reporting of First-Tier Subawards.

1) Applicability. Unless the Grantee (hereinafter in this section referred to as "you") are exempt as provided in paragraph d. of this section, you must report each action that obligates \$25,000 or more in Federal funds that does not include Recovery funds (as defined in section 1512(a)(2) of the American Recovery and Reinvestment Act of 2009, Pub. L. 111-5) for a subaward to an entity (see definitions in subsection e. of this section).

##### 2) Where and when to report.

a. You must report each obligating action described in subsection a.1. of this section to <http://www.fsr.gov>.

b. For subaward information, report no later than the end of the month following the month in which the obligation was made. (For example, if the obligation was made on November 7, 2010, the obligation must be reported by no later than December 31, 2010.)

3) What to report. You must report the information about each obligating action that the submission instructions posted at <http://www.fsr.gov> specify.

##### b. Reporting Total Compensation of Recipient Executives.

1) Applicability and what to report. You must report total compensation for each of your five most highly compensated executives for the preceding completed fiscal year, if—

a. the total Federal funding authorized to date under this award is \$25,000 or more;

b. in the preceding fiscal year, you received—

(1) 80 percent or more of your annual gross revenues from Federal procurement contracts (and subcontracts) and Federal financial assistance subject to the Transparency Act, as defined at 2 C.F.R. 170.320 (and subawards); and





(2) \$25,000,000 or more in annual gross revenues from Federal procurement contracts (and subcontracts) and Federal financial assistance subject to the Transparency Act, as defined at 2 C.F.R. 170.320 (and subawards); and

c. The public does not have access to information about the compensation of the executives through periodic reports filed under section 13(a) or 15(d) of the Securities Exchange Act of 1934 (15 U.S.C. § 78m(a), 78o(d)) or section 6104 of the Internal Revenue Code of 1986. (To determine if the public has access to the compensation information, see the U.S. Security and Exchange Commission total compensation filings at <http://www.sec.gov/answers/excomp.htm>.)

2) Where and when to report. You must report executive total compensation described in subsection b.1. of this section:

a. As part of your registration profile at <http://www.ccr.gov>.

b. By the end of the month following the month in which this award is made, and annually thereafter.

**c. Reporting of Total Compensation of Subrecipient Executives.**

1) Applicability and what to report. Unless you are exempt as provided in subsection d. of this section, for each first-tier subrecipient under this award, you shall report the names and total compensation of each of the subrecipient's five most highly compensated executives for the subrecipient's preceding completed fiscal year, if—

a. in the subrecipient's preceding fiscal year, the subrecipient received—

(1) 80 percent or more of its annual gross revenues from Federal procurement contracts (and subcontracts) and Federal financial assistance subject to the Transparency Act, as defined at 2 C.F.R. 170.320 (and subawards); and

(2) \$25,000,000 or more in annual gross revenues from Federal procurement contracts (and subcontracts), and Federal financial assistance subject to the Transparency Act (and subawards); and

b. The public does not have access to information about the compensation of the executives through periodic reports filed under section 13(a) or 15(d) of the Securities Exchange Act of 1934 (15 U.S.C. 78m(a), 78o(d)) or section 6104 of the Internal Revenue Code of 1986. (To determine if the public has access to the compensation information, see the U.S. Security and Exchange Commission total compensation filings at <http://www.sec.gov/answers/excomp.htm>.)

2) Where and when to report. You must report subrecipient executive total compensation described in subsection c.1. of this section:

a. To the recipient.



b. By the end of the month following the month during which you make the subaward. For example, if a subaward is obligated on any date during the month of October of a given year (i.e. between October 1 and 31), you must report any required compensation information of the subrecipient by November 30 of that year.

**d. Exemptions.**

If, in the previous tax year, you had gross income, from all sources, under \$300,000, you are exempt from the requirements to report:

a. Subawards,

and

b. The total compensation of the five most highly compensated executives of any subrecipient.

**e. Definitions. For purposes of this section:**

1) Entity means all of the following, as defined in 2 C.F.R. Part 25:

a. A Governmental organization, which is a State, local government, or Indian tribe;

b. A foreign public entity;

c. A domestic or foreign nonprofit organization;

d. A domestic or foreign for-profit organization;

e. A Federal agency, but only as a subrecipient under an award or subaward to a non-Federal entity.

2) Executive means officers, managing partners, or any other employees in management positions.

3) Subaward:

a. This term means a legal instrument to provide support for the performance of any portion of the substantive project or program for which you received this award and that you as the recipient award to an eligible subrecipient.

b. The term does not include your procurement of property and services needed to carry out the project or program (for further explanation, see Sec. — .210 of the attachment to OMB Circular A-133, "Audits of States, Local Governments, and Non-Profit Organizations").

c. A subaward may be provided through any legal agreement, including an agreement that you or a subrecipient considers a contract.



4) Subrecipient means an entity that:

- a. Receives a subaward from you (the recipient) under this award; and
- b. Is accountable to you for the use of the Federal funds provided by the subaward.

5) Total compensation means the cash and noncash dollar value earned by the executive during the recipient's or subrecipient's preceding fiscal year and includes the following (for more information see 17 C.F.R. 229.402(c)(2)):

- a. Salary and bonus.
- b. Awards of stock, stock options, and stock appreciation rights. Use the dollar amount recognized for financial statement reporting purposes with respect to the fiscal year in accordance with the Statement of Financial Accounting Standards No. 123 (Revised 2004) (FAS 123R), Shared Based Payments.
- c. Earnings for services under non-equity incentive plans. This does not include group life, health, hospitalization or medical reimbursement plans that do not discriminate in favor of executives, and are available generally to all salaried employees.
- d. Change in pension value. This is the change in present value of defined benefit and actuarial pension plans.
- e. Above-market earnings on deferred compensation which is not tax-qualified.
  - i. Other compensation, if the aggregate value of all such other compensation (e.g. severance, termination payments, value of life insurance paid on behalf of the employee, perquisites or property) for the executive exceeds \$10,000.



## **SINGLE AUDIT INFORMATION FOR RECIPIENTS OF TIGER DISCRETIONARY GRANT FUNDS**

1. To maximize the transparency and accountability of funds authorized under the Act as required by Congress and in accordance with 2 C.F.R. 215.21 "Uniform Administrative Requirements for Grants and Agreements with Institutions of Higher Education, Hospitals, and other Non-Profit Organizations" and OMB Circular A-102/49 C.F.R. Part 18 "Grants and Cooperative Agreements with State and Local Governments." Common Rules provisions, recipients agree to maintain records that identify adequately the source and application of TIGER Discretionary Grant funds. OMB Circular A-102 is available at <http://www.whitehouse.gov/omb/circulars/a102/a102.html>.

2. For recipients covered by the Single Audit Act Amendments of 1996 and OMB Circular A-133, "Audits of States, Local Governments, and Non-Profit Organizations," recipients agree to separately identify the expenditures for Federal awards under the Act on the Schedule of Expenditures of Federal Awards (SEFA) and the Data Collection Form (SF-SAC) required by OMB Circular A-133. OMB Circular A-133 is available at <http://www.whitehouse.gov/omb/circulars/a133/a133.html>. This shall be accomplished by identifying expenditures for Federal awards made under the Act separately on the SEFA, and as separate rows under Item 9 of Part III on the SF-SAC by CFDA number, and inclusion of the prefix "FY 2013 TIGER -" in identifying the name of the Federal program on the SEFA and as the first characters in Item 9d of Part III on the SF-SAC.



## EXHIBIT H

### QUARTERLY PROGRESS REPORTS: FORMAT AND CONTENT

1. The purpose of the calendar quarterly progress reports under the Agreement for the FY 2013 TIGER Discretionary Grants program is to ensure that the project budget and schedule will be maintained to the maximum extent possible, that the project will be completed with the highest degree of quality, and that compliance with Federal regulations will be met. To that end, along with the quarterly progress, as outlined below, the Grantee should also submit a Federal Financial Report (SF-425) with each quarterly progress report.
2. The Grantee should develop a project reporting and tracking system to collect, assess and maintain project status information and data that is timely, independent, and accurate. This system should provide current information on project prosecution, progress, changes, and issues. This information should be used to identify trends and forecast project performance and to identify and proactively address challenges to eliminate major project surprises.
3. The need to continuously and accurately report cost increases; schedule changes; deficient quality items; and the causes, impacts, and proposed measures to mitigate these issues is paramount to effectively managing, administering, and protecting the public investment in the project. Any apparent reporting deficiencies or questionable data should be completely resolved. Ultimately, the Grantee and the Government must be fully aware of the complete status of the project, and therefore be in a position to take appropriate action if necessary.
4. A quarterly cost, schedule, and status report will be produced by the Grantee, and a quarterly status meeting will be held with the Grantee, the Government and other applicable agencies in attendance. The quarterly status meetings should discuss the project costs, schedules, quality issues, compliance with Federal requirements, and other status items in sufficient enough detail to allow all involved parties to be fully aware of the significant status issues and actions planned to mitigate any adverse impacts. In addition, significant issues occurring between status meetings must be communicated immediately without waiting for the next regularly scheduled meeting, with any highly significant or sensitive issues elevated immediately to the executive leadership.
5. The following is the required format for the quarterly progress reports. At the discretion of the Government, modifications or additions can be made in order to produce a quarterly reporting format that will most effectively serve both the Grantee and the Government. It is recognized that some projects will have a more extensive quarterly status than others. In the case of smaller projects, the content of the quarterly reports will be streamlined and project status meetings will be held on a less-frequent basis. Please note that the initial quarterly progress report should include a detailed description, and where appropriate, drawings, of the items funded.

(a) **Executive Summary.** The executive summary should be a clear and concise summary of the current status of the project, including any major issues that have an impact on the project's scope, budget, schedule, quality, or safety. It may be done in a bulleted format. The



following summary information is an example of items that should be covered in the executive summary section:

- Current total project cost (forecast) vs. latest budget vs. baseline budget. Include an explanation of the reasons for any deviations from the approved budget.
- Current overall project completion percentage vs. latest plan percentage.
- Any delays or exposures to milestone and final completion dates. Include an explanation of the reasons for the delays and exposures.
- A summary of the projected and actual dates for notices to proceed for significant contracts, start of construction, start of expenditure of TIGER Discretionary Grant funds, and project completion date. Include an explanation of the reasons for any discrepancies from the corresponding project milestone dates included in the Agreement.
- Any Federal obligations and/or TIFIA disbursements occurring during the month versus planned obligations or disbursements.
- Any significant contracts advertised, awarded, or completed.
- Any significant scope of work changes.
- Any significant items identified as having deficient quality.
- Any significant safety issues.
- Any significant Federal issues such as environmental compliance, Buy America/Buy American (whichever is applicable to this Project), Davis Bacon Act Prevailing Wage requirements, etc.

**(b) Project Activities and Deliverables.** The purpose of this section is to: (1) highlight the project activities and deliverables occurring during the previous quarter (reporting period), and (2) define the activities and deliverables planned for the next two reporting periods. Activities and deliverables to be reported on should include meetings, audits and other reviews, design packages submitted, advertisements, awards, construction submittals, construction completion milestones, submittals related to any applicable Recovery Act requirements, media or Congressional inquiries, value engineering/constructability reviews, and other items of significance. The two reporting period “look ahead schedule” will enable the Government to accommodate any activities requiring input or assistance.

**(c) Action Items/Outstanding Issues.** This section should draw attention to, and track the progress of, highly significant or sensitive issues requiring action and direction in order to resolve. In general, issues and administrative requirements that could have a significant or adverse impact to the project’s scope, budget, schedule, quality, safety, and/or compliance with Federal requirements should be included. Status, responsible person(s), and due dates should be



included for each action item/outstanding issue. Action items requiring action or direction should be included in the quarterly status meeting agenda. The action items/outstanding issues may be dropped from this section upon full implementation of the remedial action, and upon no further monitoring anticipated.

**(d) Project Schedule.** An updated master program schedule reflecting the current status of the program activities should be included in this section. A Gantt (bar) type chart is probably the most appropriate for quarterly reporting purposes, with the ultimate format to be agreed upon between the Grantee and the Government. It is imperative that the master program schedule be integrated, i.e., the individual contract milestones tied to each other, such that any delays occurring in one activity will be reflected throughout the entire program schedule, with a realistic completion date being reported. Narratives, tables, and/or graphs should accompany the updated master program schedule, basically detailing the current schedule status, delays and potential exposures, and recovery efforts. The following information should also be included:

- Current overall project completion percentage vs. latest plan percentage.
- Completion percentages vs. latest plan percentages for major activities such as right-of-way, major or critical design contracts, major or critical construction contracts, and significant force accounts or task orders. A schedule status description should also be included for each of these major or critical elements.
- Any delays or potential exposures to milestone and final completion dates. The delays and exposures should be quantified, and overall schedule impacts assessed. The reasons for the delays and exposures should be explained, and initiatives being analyzed or implemented in order to recover the schedule should be detailed.

**(e) Project Cost.** An updated cost spreadsheet reflecting the current forecasted cost vs. the latest approved budget vs. the baseline budget should be included in this section. One way to track project cost is to show: (1) Baseline Budget, (2) Latest Approved Budget, (3) Current Forecasted Cost Estimate, (4) Expenditures or Commitments to Date, and (5) Variance between Current Forecasted Cost and Latest Approved Budget. Line items should include all significant cost centers, such as prior costs, right-of-way, preliminary engineering, environmental mitigation, general engineering consultant, section design contracts, construction administration, utilities, construction packages, force accounts/task orders, wrap-up insurance, construction contingencies, management contingencies, and other contingencies. The line items can be broken-up in enough detail such that specific areas of cost change can be sufficiently tracked and future improvements made to the overall cost estimating methodology. A Program Total line should be included at the bottom of the spreadsheet. Narratives, tables, and/or graphs should accompany the updated cost spreadsheet, basically detailing the current cost status, reasons for cost deviations, impacts of cost overruns, and efforts to mitigate cost overruns. The following information should be provided:

- Reasons for each line item deviation from the approved budget, impacts resulting from the deviations, and initiatives being analyzed or implemented in order to recover any cost overruns.



- Transfer of costs to and from contingency line items, and reasons supporting the transfers.
- Speculative cost changes that potentially may develop in the future, a quantified dollar range for each potential cost change, and the current status of the speculative change. Also, a comparison analysis to the available contingency amounts should be included, showing that reasonable and sufficient amounts of contingency remain to keep the project within the latest approved budget.
- Detailed cost breakdown of the general engineering consultant (GEC) services (if applicable), including such line items as contract amounts, task orders issued (amounts), balance remaining for tasks, and accrued (billable) costs.
- Federal obligations and/or TIFIA disbursements for the project, compared to planned obligations and disbursements.

**(f) Project Funding Status.** The purpose of this section is to provide a status report on the non-TIGER Discretionary Grant funds necessary to complete the project. This report section should include a status update of any legislative approvals or other actions necessary to provide the non-TIGER Discretionary Grant funds to the project. Such approvals might include legislative authority to charge user fees or set toll rates, or the commitment of local funding revenues to the project. In the event that there is an anticipated or actual project cost increase, the project funding status section should include a report on the anticipated or actual source of funds to cover the cost increase and any significant issues identified with obtaining additional funding.

**(g) Project Quality.** The purpose of this section is to: (1) summarize the Quality Assurance/Quality Control activities during the previous month (reporting period), and (2) highlight any significant items identified as being deficient in quality. Deficient items noted should be accompanied by reasons and specifics concerning the deficiencies, and corrective actions taken or planned. In addition, the agency or firm responsible for the corrective action should be documented. Planned corrective actions should then be included as Action Items/Outstanding Issues.

**(h) Federal Financial Report (SF-425).** The Federal Financial Report (SF-425) (available at [http://www.whitehouse.gov/sites/default/files/omb/assets/grants\\_forms/SF-425.pdf](http://www.whitehouse.gov/sites/default/files/omb/assets/grants_forms/SF-425.pdf)) is a financial reporting form used throughout the Federal Government Grant system. Grantees should complete this form and attach it to each quarterly Project Progress and Monitoring Report.

**(i) Other Status Reports.** The Grantee and the Government may agree that other reports may be beneficial in ensuring that project status issues are fully and openly communicated. Such reports may include the public relations plan, value engineering and constructability review plan, environmental compliance report, and/or compliance with the Buy America requirements.





## EXHIBIT B

### Draft Project Oversight Agreement



**FEDERAL HIGHWAY ADMINISTRATION  
CALIFORNIA DEPARTMENT OF TRANSPORTATION  
CITY OF FRESNO**

**Project Oversight Agreement**

**Fulton Mall Reconstruction Project  
(Between Inyo Street and Tuolumne Street)**

On September 4, 2007, a new Federal Highway Administration (FHWA) and California Department of Transportation (Caltrans) Stewardship and Oversight Agreement (SOA) was signed. Subsequently, this SOA was refined and signed on October 14, 2010. Under the SOA, the FHWA and Caltrans will utilize a risk-based approach to project-level management that no longer uses the \$1,000,000 threshold to determine FHWA stewardship and oversight. This risk-based approach to project oversight will be conducted in two steps: 1) selecting the projects that traditionally pose a risk to the health of the Federal-aid Highway Program (High Profile projects) and 2) within the High Profile projects, further assigning approval authorities in activities that pose a low risk to the individual projects.

This project is being funded through the Transportation Investment Generating Economic Recovery Discretionary Grants (TIGER V) Program. TIGER is a high-profile initiative and projects awarded with TIGER V are of high Congressional interest, which is one of the criteria listed in the SOA. As such, the FHWA, Caltrans, and City of Fresno (City) have developed a Project Responsibility List to establish project level approval authorities. Other areas of Federal involvement and/or approval actions for this project are summarized in this agreement. (i.e., attending meetings, design reviews, conducting project inspections, etc.)

**FHWA Project Personnel and Resources for Oversight:**

An FHWA Project Oversight Manager (POM) has been assigned for the oversight of this project. The POM will be responsible for all project actions and approvals, with the guidance of the FHWA Division Office management and the assistance of other FHWA personnel. Division Office specialists will be available for project reviews and technical assistance in order to provide expeditious reviews and approvals of project actions. Oversight will be conducted through project inspections, review of project data and various other means. The United States Department of Transportation (USDOT) Office of Inspector General (OIG) may also perform audits of project costs and other financial data as required.

**Reporting Requirements:**

The FHWA POM will be responsible for providing bi-weekly and monthly reports on the project scope, schedule, budget, completed and upcoming activities, and project issues or concerns to FHWA Headquarters and the United States Department of Transportation (USDOT) – Office of the Secretary. Briefings will also be provided to assist various agencies with tracking information. The Caltrans and the City Project Management teams will assist the POM with this task by providing the project updates. Along with the updates,



the FHWA POM will attend regular meetings to discuss the project's progress including any unforeseen circumstances. The bi-weekly report is required until the project is fully obligated for construction. Then, the monthly report is required until the project reaches substantial completion.

The City, Grantee, is responsible to submit via E-mail/Recovery Act Data System the quarterly report, annual report, annual budget review and program plan, performance measure report, and project outcomes report once the Grant Agreement is executed. The dues dates, content, and other required information are described in the attached TIGER V Reporting Requirements and the executed Grant Agreement.

### **Project Description:**

The proposed project would reconstruct Fulton Mall as a complete street by reintroducing vehicle traffic lanes to the existing pedestrian mall. The Mall consists of six linear blocks and is bounded by Tuolumne Street to the north and Inyo Street to the south, and includes portions of three cross streets. The total length of the new roadways would be 0.74 mile. All work would be done within the existing City right-of-way. The current total cost is estimated to be \$18 million for construction.

### **Project-Specific Requirements:**

Oversight activities specific to this project are detailed below and in the Project Responsibilities List.

### **Planning:**

In accordance with Amendment 1 to the July 1, 2007, Memorandum of Understanding between the FHWA and Caltrans Concerning the State of California's Participation in the Surface Transportation Project Delivery Pilot Program (SAFETEA-LU Section 6005 MOU), FHWA's California Division office will review and document the project level conformity determination, and an approval letter is to be sent to Caltrans for inclusion in the environmental document.

### **Environment:**

Caltrans is preparing an Environmental Assessment for the proposed project. In accordance with the SAFETEA-LU Section 6005 MOU, Caltrans assumes and carries out the assigned duties and responsibilities of the USDOT Secretary under the National Environmental Policy Act of 1969 and other Federal environmental laws.

### **Design:**

The City is responsible for the proposed project design. FHWA retains the approval of the project plans, specifications, and estimate (PS&E). Normally, Caltrans would review the PS&E package prior to FHWA's review and approval. However, given the short timeframe to obligate funds, FHWA has agreed to review the PS&E package concurrently with Caltrans



in order to meet the obligation deadline of June 30, 2014. The City will need to submit the request for authorization package, which includes the PS&E, to both Caltrans and FHWA by or before June 2, 2014.

**Right of Way:**

Right of Way activities will be accomplished in accordance with Caltrans procedures.

**Construction:**

The FHWA POM will perform a construction inspection every quarter including a review of project records. During the construction inspections and project updates, the City will provide FHWA with a listing of major and minor change orders, time extensions, and potential contract claims. Furthermore, the City will inform FHWA and Caltrans of any major changes to the project and offer FHWA and Caltrans the opportunity to be involved as a participant in the final inspection/acceptance of the completed project.

**Monthly Construction Invoices for Reimbursement:**

FHWA and OIG may review and perform audits of project construction costs and other financial data. All monthly construction invoices with supporting documentation submitted to Caltrans for reimbursement must be adequately verified.

\_\_\_\_\_  
Dominic Hoang  
FHWA Project Oversight Manager

\_\_\_\_\_  
Date

\_\_\_\_\_  
Sharri Bender Ehlert  
Caltrans District Director

\_\_\_\_\_  
Date

\_\_\_\_\_  
XXXXXXXXXX  
City of Fresno

\_\_\_\_\_  
Date



## Project Responsibility List

### Overview

The Project Responsibility List identifies the responsible agency for project level actions. The FHWA will maintain approval authority for activities that cannot be delegated and activities that may pose a risk to individual projects. The activities with highlighted cells under the High Profile Projects column, which show FHWA, may be assigned to Caltrans or City if the particular activity is of low risk to the project or the Federal-aid Highway Program.

APPROVAL ACTION	Approval Authority
	High Profile Projects
<b>ADMINISTRATION</b>	
<b>Financial Management</b>	
All Vouchers (progress payments and final)	FHWA
Federal-aid Project Agreement and Modification—Preliminary Engineering through Construction [23 CFR 630.110]	FHWA
Funding Eligibility Determinations	Caltrans
Obligate funds	FHWA
Section 1.9 Waiver [23 CFR Section 1.9]	FHWA
<b>PROJECT DEVELOPMENT</b>	
<b>ROW</b>	
Accept ROW certificate 3 as a condition of PS&E approval [23 CFR 635.309(c)(3)]	FHWA
Accept ROW certificates 1 and 2 as a condition of PS&E approval [23 CFR 635.309(c)(1)&(2)]	Caltrans
Air space agreements / Non-highway use and occupancy not on the Interstate [23 CFR 710.405]	Caltrans
Air space agreements / Non-highway use and occupancy on the Interstate [23 CFR 710.405]	FHWA
Control of Access [23 CFR 620.203(h)]	FHWA
Functional Replacement [23 CFR 710.509]	FHWA
Junkyard Control [23 CFR 751.25]	FHWA
Outdoor Advertising Sign Removal Projects [23 CFR 750.307]	FHWA
Protective Buying and Hardship Acquisition [23 CFR 710.307, 503]	FHWA
Public Interest Finding (PIF) - Disposal of federally funded ROW [23 CFR 710.403, 409]	FHWA
Railroad Agreement [23 CFR 646.216 (3)(d)]	Caltrans
Relinquishment of a Highway Facility for continued highway purposes [23 CFR 620.201, 202, 203]	FHWA
Request for Credits for Early Acquisition of ROW [23 CFR 710.501]	FHWA
Request for Direct Federal Acquisition [23 CFR 710.603]	FHWA



APPROVAL ACTION	Approval Authority
	High Profile Projects
Request for Federal Land Transfer [23 CFR 710.601]	FHWA
Request for Waivers [49 CFR 24.204(b)]	FHWA
Utility Agreement [23 CFR 645.113, 119]	Caltrans
Utility Relocation [23 CFR 645 subparts A and B]	Caltrans
Withholding of Payments [23 CFR 710.203(c), 23 CFR 1.36]	FHWA
<b>Environment</b>	
Categorical Exclusion (CE) [23 CFR 771.117 (c) and (d); SAFETEA-LU 6004; 23 CFR 771.117 all other CEs: SAFETEA-LU 6005]	Caltrans (1)
Certification of Public Hearing [23 CFR 771.111(h)(2)(vi)]	Caltrans
Draft Environmental Impact Statement (DEIS) [23 CFR 771.123; 23 CFR 771.123 (e); SAFETEA-LU 6005]	Caltrans (1)
Environmental Assessment (EA) Availability to the Public [23 CFR 771.1199(c); SAFETEA-LU 6005]	Caltrans (1)
Final Environmental Impact Statement (FEIS) [23 CFR 771.125; 23 CFR 771.125(c); SAFETEA-LU 6005]	Caltrans (1)
FEIS Legal Sufficiency [23 CFR 771.125(b); SAFETEA-LU 6005]	Caltrans (1)
Finding of No Significant Impact [23 CFR 771.121; SAFETEA-LU 6005]	Caltrans (1)
Noise Abatement [23 CFR 772]	Caltrans
Project-Level Transportation Conformity for CE processed under SAFETEA-LU 6004 MOU [40 CFR 93]	Caltrans (1)
Project-Level Transportation Conformity for CE, EA and Environmental Impact Statement (EIS) processed under SAFETEA-LU 6005 MOU [40 CFR 93]	FHWA
Record of Decision [23 CFR 771.127; SAFETEA-LU 6005]	Caltrans (1)
Re-evaluation on Approved Environmental Documents [23 CFR 771.129; SAFETEA-LU 6004 & 6005]	Caltrans (1)
Section 4(f) <i>De Minimis</i> Determination [SAFETEA-LU 6004, 6005 & 6009, 49 USC 303]	Caltrans (1)
Section 4(f) Individual [23 CFR 774; SAFETEA-LU 6004 & 6005]	Caltrans (1)
Section 4(f) Programmatic [23 CFR 774; SAFETEA-LU 6004 & 6005]	Caltrans (1)
Supplemental EIS [23 CFR 771.130; SAFETEA-LU 6005]	Caltrans (1)
<b>Preliminary Design</b>	
Consultant Selection [23CFR 172.5]	City of Fresno
Financial Plans for projects from \$100M to \$499M [SAFETEA-LU 1904]	Caltrans
High Risk ITS Project Development [23 CFR 940.11]	FHWA
Major Projects and TIFIA Loan Projects - Project Management Plan and Financial Plan Approval [SAFETEA-LU 1904]	FHWA
Low Risk ITS Project Development [23 CFR 940.11]	Caltrans
New/Modified Interstate Access Determination of Engineering and Operations Acceptability [Feb 1998 Federal Register, Vol#28 - (minor access changes assigned to Caltrans, see letter dated September 15, 1994)]	FHWA (Caltrans)



APPROVAL ACTION	Approval Authority
	High Profile Projects
PIF – Airway-Highway Clearances [23 CFR 620.104]	FHWA
PIF - Use of Negotiated Consultant Contracts [23 CFR 172.5(3)]	Caltrans
Request for Qualifications [23 CFR 636] Design Build, and Public Private Partnerships Statement of Qualifications	FHWA (2)
Detailed Design	
Approve preliminary plans for major and unusual structures	FHWA
Design Exceptions, non-Interstate (all other projects) [23 CFR 625.3]	City of Fresno
Design Exceptions on the Interstate (13 controlling Criteria) [23 CFR 625.3]	FHWA
Experimental Features (Pilot and Demo) aka CEWP, design/sequencing	FHWA
New/Modified Interstate Access Control Change - Final Approval [Feb 1998 Federal Register, Vol#28]	FHWA
PIF – Statewide and project specific use of proprietary products and processes [23 CFR 635.411]. If statewide, FHWA approval.	Caltrans
PIF and Cost Justification Letter - Statewide and Project Specific - Concur in use of publicly furnished materials and expenses [23 CFR 635.407]. If statewide, FHWA approval.	Caltrans
ROW encroachments - Use and occupancy of acquired ROW [23 CFR 710.401, HDM 504.8]	FHWA
Value Engineering [23 CFR 627, SAFETEA-LU 1904]	City of Fresno
PS&E and Advertising	
Authorize advertising for bids [23 CFR 635.112]	FHWA
Approval of Final Request for Proposal [23 CFR 636] Design Build and Public Private Partnerships	FHWA
Authorize utility or railroad force account work [23 CFR 645.113 & 646.216]	Caltrans
Bid Analysis (Engineer Estimates)	City of Fresno
Consultant Agreements [23 CFR 172.7 - 172.9]	City of Fresno
Contingencies greater than 5% and Supplemental Work Items greater than 10% (Project Delivery Directive Memo from Rick Land 10/14/2009)	Caltrans
Exempt bridge from Coast Guard permit requirements [23 CFR 650.805]	FHWA
Hiring of consultant to serve in a "management" role [23 CFR 172.9(d)]	City of Fresno
Noise - Reasonable and Feasible Determination for PS&E approval [23 CFR 772.11(g)]	Caltrans (1)
PIF - Advertising period less than three weeks [23 CFR 635.112]	Caltrans
PIF - Use of contracting method other than competitive bidding [23 CFR 635.104 & 204]	Caltrans
PIF - Use of Force Account [23 CFR 635.204, 205]	Caltrans
PIF - Use of Mandatory Borrow/Disposal Sites [23 CFR 635.407]	Caltrans
PIF - Use of Publicly Owned Equipment [23 CFR 635.106]	City of Fresno
PS&E [23 CFR 630.205, 23 USC 106]	FHWA
Supplemental Work Item Justification	FHWA



APPROVAL ACTION	Approval Authority
	High Profile Projects
Utility and railroad agreements [23 CFR 645.113 & 646.216]	Caltrans
Warranties [23 CFR 635.413]	FHWA
<b>Construction</b>	
Addenda during advertising period [23 CFR 635.112(c)]	City of Fresno
Buy America Waiver [23 CFR 635.410, ISTE A Sec. 1041(a) & 1048(a), 41 CFR 101 (a-d)] Submit to HQ if >\$50K.	FHWA
Concur in award of contract [23 CFR 635.114]	City of Fresno
Concur in rejection of all bids [23 CFR 635.114]	Caltrans
Concur in settlement of contract claims [23 CFR 635.124; C&M Manual, Chapter 2]	City of Fresno
Concur in termination of contracts [23 CFR 635.125]	Caltrans
Construction engineering by local agency [23 CFR 635.105]	Caltrans
Contract time extensions [23 CFR 635.120 & 121]	City of Fresno
Final inspection/acceptance of completed work [23 USC 114(a)]	Caltrans
Incentive/Disincentive Amount Justification [23 CFR 635.127]	City of Fresno
Innovative Contracting Requirements [SEP 14 & 15]	FHWA
Liquidated Damages (rates subject to FHWA approval) [23 CFR 635.127]	City of Fresno
Major changes and extra work [23 CFR 635.120]	City of Fresno
Materials Certification Acceptance [23 CFR 637.207]	Caltrans
Minor changes and extra work [23 CFR 635.120]	City of Fresno
Subcontracting Requirements [23 CFR 635.116(b)]	City of Fresno
<b>Research</b>	
Experimental Features [FAPG Ch. 6, Sect G 6042.4]	FHWA
<p>(1) Caltrans has assumed responsibility for these items under the Sections 6004 and 6005 MOU. The FHWA will reassume responsibility should any of the applicable agreements be terminated or expire.</p> <p>(2) FHWA reviews and comments.</p>	



## **Exhibit B**

### **Project Vicinity Map**

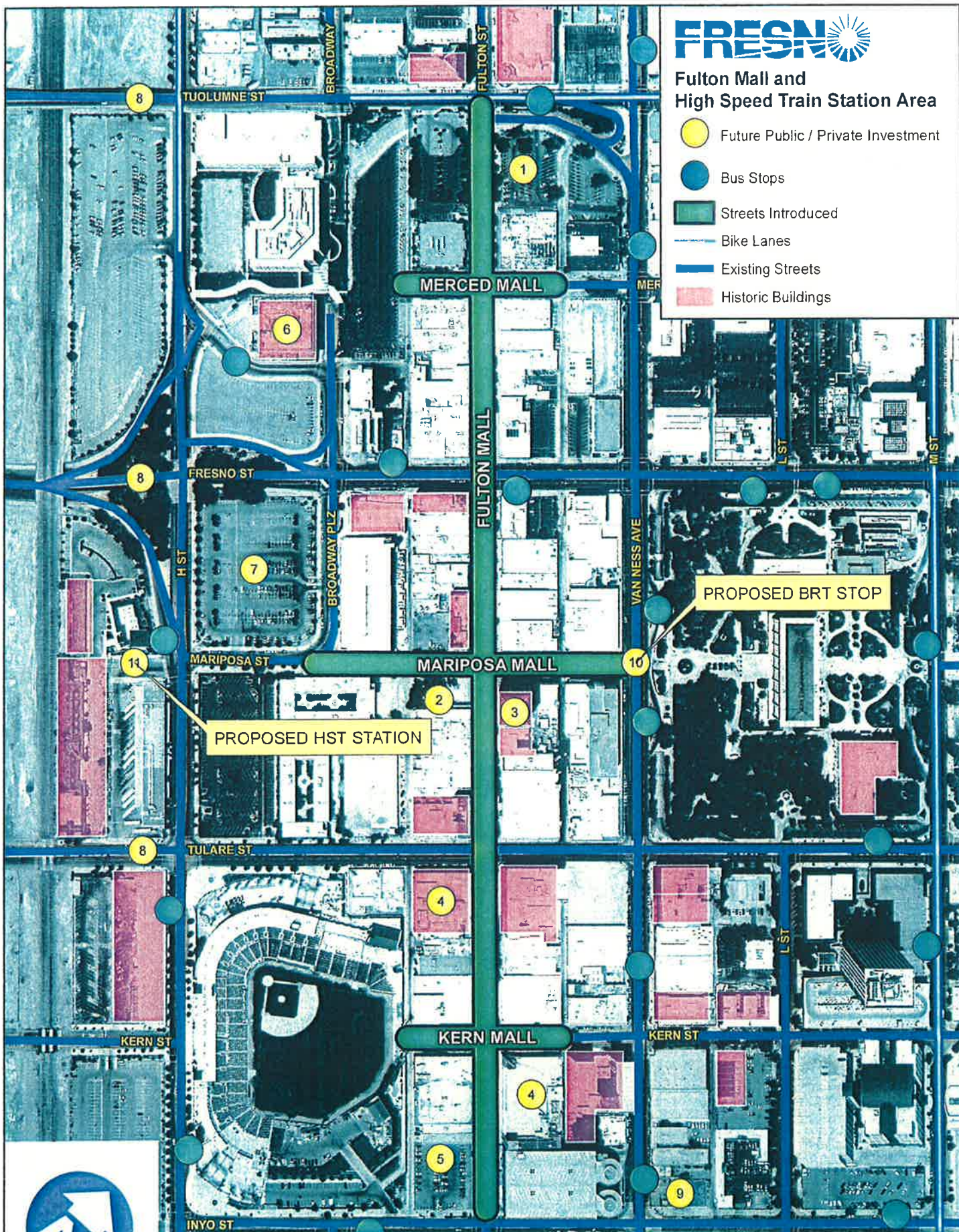
The map on the following page shows the streets affected by the project and their connection to the existing downtown Fresno road network. The map also indicates public and private investments expected to come to the Project Area.

1. Move of CVS drug store to corner and opportunity for mixed-use development on existing parking lots. Private project; City of Fresno and Housing Authority also control land in site.
2. Mariposa Plaza: gathering and performance area on Fulton Mall. Awarded National Endowment for the Arts funding for activation planning and commissioning new artwork.
3. Pacific Southwest Building. Historic landmark recently purchased by Southern California developer; some floors being converted to rental lofts, others to restaurant or event space.
4. Historic JC Penney Building now under new ownership by private developer. Approved plans create 66 residential units.
5. City negotiating sale of former Redevelopment Agency-owned land and buildings to developers to create mixed-use project overlooking ballpark outfield.
6. Vacant, historic Hotel Fresno. Private development plans create 79 mixed-income housing units.
7. Planned site for multimodal facility to connect HST station and Fulton with local transit.
8. High-Speed Rail Authority rebuilding street crossings of rail right-of-way.
9. City View (formerly Droge Building site): Housing Authority completed 45 workforce housing units.
10. Proposed downtown stop at center of new, 13.8-mile Bus Rapid Transit system.
11. Proposed High-Speed Rail station. The first station on the first high-speed rail segment built in the U.S.



### Fulton Mall and High Speed Train Station Area

- Future Public / Private Investment
- Bus Stops
- Streets Introduced
- Bike Lanes
- Existing Streets
- Historic Buildings



PROPOSED HST STATION

PROPOSED BRT STOP

Miles



**Exhibit C**  
**Letters of Support**

1. Letters of support for project construction funding submitted for this multi-year application.
2. Letters of support for project construction funding submitted for the federal TIGER application.



Baltara Enterprises LP  
2025 N. Gateway, Suite 101 • Fresno, CA 93727  
Phone (559) 288-3925 • Fax (559) 226-3925 • wadyck@yahoo.com

---

December 9, 2013

Kristine Cai  
Fresno Council of Governments  
2035 Tulare Street, Suite 201  
Fresno, CA 93721

Re: Measure C TOD Funding  
Fulton Mall Project Construction Match

Dear Ms. Cai:

I support the Measure C TOD program to the City of Fresno to provide matching construction funds for the Fulton Mall Reconstruction Project.

As a property owner with a personal and financial stake in the future of Downtown Fresno, I strongly support moving forward with the Mall Project. The Fulton Mall is surrounded by the grandest, oldest, densest, and most transit-connected collection of buildings anywhere in the San Joaquin Valley. If we expect this important part of our downtown to succeed, the buildings and businesses along Fulton will need to be made accessible and visible, as this project will do.

With the award of federal TIGER funds for a majority of the cost, our community has a golden opportunity to get this project done with a small fraction of the local resources that would otherwise be needed. The City's request leverages Measure C dollars with outside funds at the rate of 11-to-1, just as the voters were promised would happen when they approved Measure C.

I understand that tight timelines to encumber the TIGER funding mean that agreements for matching fund commitments such as this must be put in place soon. We must make sure the historic opportunity for our community to accomplish this project is not threatened by delay or uncertainty in putting the crucial last piece of construction funding in place as the local match.

Therefore I urge the Fresno Council of Governments and Fresno County Transportation Authority to expeditiously approve the City of Fresno's request for matching construction funds for the Fulton Mall Reconstruction Project from the Measure C TOD program.

Sincerely,

A handwritten signature in black ink, appearing to read 'W. Dyck', written over a horizontal line.

William Dyck, President  
Baltara Enterprises LP

EDWARD L. FANUCCHI  
RENE F. ZUZUARREGUI  
EDWARD D. FANUCCHI  
DAVID M. MOECK  


---

MICHAEL P. MAHONEY

QUINLAN, KERSHAW & FANUCCHI, LLP  
A LIMITED LIABILITY PARTNERSHIP  
ATTORNEYS AT LAW  
2125 MERCED STREET  
FRESNO, CALIFORNIA 93721.

SINCE 1957

WILLIAM A. QUINLAN  
1926-1999  
MICHAEL KERSHAW  
1922-1999

 (559) 268-8771

WEBSITE: [www.qkffirm.com](http://www.qkffirm.com)  
FAX: (559) 268-5701  
E-MAIL: [admin@qkffirm.com](mailto:admin@qkffirm.com)

December 2, 2013

Ms. Kristine Cai  
Fresno Council of Governments  
2035 Tulare Street, Suite 201  
Fresno, California 93721

Re: Support for Measure C TOD Funding for Fulton Mall Project Construction Match

Dear Ms. Cai:

This letter is to support a multi-year allocation from the Measure C TOD program to the City of Fresno to provide matching construction funds for the Fulton Mall Reconstruction Project.

As the largest law firm in downtown Fresno and with a personal and financial stake in the future of Downtown Fresno, I strongly support moving forward with the Mall Project. The Fulton Mall must bring life to Downtown. If we expect this important part of our downtown to succeed, the buildings and businesses along Fulton will need to be made accessible and visible, as this project will do.

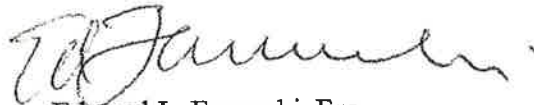
With the award of federal TIGER funds for a majority of the cost, our community has a singular opportunity to get this project done. The City's request leverages Measure C dollars with outside funds at the rate of 11-to-1.

I understand that time is short to secure the TIGER funding, so there must be no delay or uncertainty in putting the crucial last piece of construction funding in place, as the local match.

Therefore, I urge the Fresno County of Governments and Fresno County Transportation Authority to expeditiously approve the City of Fresno's request for matching construction funds for the Fulton Mall Reconstruction Project from the Measure C TOD program.

This law firm has been located in Downtown at "L" and Merced Streets since 1957.

Sincerely,



Edward L. Fanucchi, Esq.  
Partner and Owner

ELF:aj

632 Estrellita Way  
Los Angeles, CA 90049  
December 2, 2013

Kristine Cai  
Fresno Council of Governments  
2035 Tulare Street, Suite 201  
Fresno, CA 93721

Re: Support for Measure C TOD Funding for Fulton Mall Project Construction Match

Dear Ms. Cai:

This letter is to support a multi-year allocation from the Measure C TOD program to the City of Fresno to provide matching construction funds for the Fulton Mall Reconstruction Project.

I have owned property at 1108-1130 Fulton Mall, 2013-2021 Mariposa Mall in Downtown Fresno for 30 years. Four years ago I restored the showpiece KRESS Building 1118 Fulton Mall and intend to make further investments in this property so that it can accommodate new businesses in its upper floors. I have followed with strong interest the efforts to revitalize the Fulton Mall and strongly support moving forward with the Mall Project. The Fulton Mall is surrounded by the grandest, oldest, densest, and most transit-connected collection of buildings anywhere in the San Joaquin Valley. If we expect this important part of our downtown to succeed, the buildings and businesses along Fulton will need to be made accessible and visible, as this project will do.

With the award of federal TIGER funds for a majority of the cost, our community has a golden opportunity to get this project done with a small fraction of the local resources that would otherwise be needed. The City's request leverages Measure C dollars with outside funds at the rate of 11-to-1, just as the voters were promised would happen when they approved Measure C.

I understand that tight timelines to encumber the TIGER funding mean that agreements for matching fund commitments such as this must be put in place soon. We must make sure the historic opportunity for our community to accomplish this project is not threatened by delay or uncertainty in putting the crucial last piece of construction funding in place as the local match.

Therefore I urge the Fresno Council of Governments and Fresno County Transportation Authority to expeditiously approve the City of Fresno's request for matching construction funds for the Fulton Mall Reconstruction Project from the Measure C TOD program.

Sincerely,  
  
Robert M. Gurfield



**ALL, INC.** | 210 North Canon Drive  
Beverly Hills, California  
90210

T (310) 300 0461  
F (310) 300 0462  
realsevak@aol.com

December 2, 2013

Kristine Cai  
Fresno Council of Governments  
2035 Tulare Street, Suite 201  
Fresno, CA 93721

Re: Support for Measure C TOD Funding for Fulton Mall Project Construction Match

Dear Ms. Cai:

I am the proud owner of two historic landmarks on the Fulton Mall, the Pacific Southwest Building and the Helm Building. I am actively pursuing financing for mixed-use development in both of these buildings now.

Many factors will play into the success of these projects, and fortunately, many good things are happening today in Downtown Fresno to make the area more investment-ready. The Fulton Mall Reconstruction Project is one of them. The project will restore access and visibility to businesses and buildings along the Fulton Mall. This is important because without the right transportation infrastructure in place, it is very hard to imagine buildings like mine becoming economically viable.

The federal government, in awarding Fresno \$16 million from the TIGER program for project construction, has given our community the chance to realize the Mall Project with relatively few local dollars invested. Because of the tight timelines that come with TIGER funding, we must act quickly to make sure we can capitalize on the opportunity before us. This means dedicating a multi-year allocation of Measure C TOD funds to provide a sufficient nonfederal match.

I urge the Fresno Council of Governments and Fresno County Transportation Authority to expeditiously approve the City of Fresno's request for matching construction funds from the Measure C TOD program for the Fulton Mall Reconstruction Project.

Sincerely,



Sevak Khatchadourian



1033 Van Ness Avenue  
Fresno, CA 93721  
559.497.3000  
www.clubonecasino.com

December 2, 2013

Kristine Cai  
Fresno Council of Governments  
2035 Tulare Street, Suite 201  
Fresno, CA 93721

Re: Support for Measure C TOD Funding for Fulton Mall Project Construction Match

Dear Ms. Cai:

I am submitting this letter in support of a multi-year allocation from the Measure C TOD program to the City of Fresno for the Fulton Mall Reconstruction Project.

As a business owner with a significant investment in Downtown Fresno, I strongly support moving forward with the Mall Project. If downtown revitalization is to succeed, the buildings and businesses along the Fulton Mall will need to be more accessible and visible.

With the award of federal TIGER funds, our community has a wonderful opportunity to complete this project with a relatively small allocation of local resources. The City's request leverages Measure C dollars at the ratio of 11:1 consistent with Measure C expectations.

The tight timelines to secure the TIGER funding mean that agreements for matching fund commitments must be put in place soon. Please make sure that this opportunity for our community is not threatened by delays over the last piece of construction funding.

In closing, I urge the Fresno Council of Governments and Fresno County Transportation Authority to approve the City of Fresno's request for matching construction funds for the Fulton Mall Reconstruction Project from the Measure C TOD program.

Feel free to contact me anytime at (559) 497-3027 if you would like to discuss this further.

Sincerely,

A handwritten signature in blue ink that reads "Kyle R. Kirkland". The signature is written in a cursive style with a large initial "K".

Kyle R. Kirkland  
Owner and President





K:JEWEL  
993

940 AM  
ESPN  
RADIO



KYNO  
1430 AM

790 AM  
ESPN  
RADIO  
KFBT 2

November 26, 2013

Kristine Cai  
Fresno Council of Governments  
2035 Tulare Street, Suite 201  
Fresno, CA 93721

Re: Support for Measure C TOD Funding for Fulton Mall Project Construction Match

Dear Ms. Cai:

I'm writing in support of a multi-year allocation from the Measure C TOD program to the City of Fresno to provide matching construction funds for the Fulton Mall Reconstruction Project.

As a long time property & business owner in Downtown Fresno, I strongly support moving forward with the Mall Project. The Fulton Mall is surrounded by the grandest, oldest, densest, and most transit-connected collection of buildings anywhere in the San Joaquin Valley. If we expect this important part of our downtown to succeed, the buildings and businesses along Fulton will need to be made accessible and visible, as this project will do.

With the award of federal TIGER funds for a majority of the cost, our community has a golden opportunity to get this project done with a small fraction of the local resources that would otherwise be needed. The City's request leverages Measure C dollars with outside funds at the rate of 11-to-1, just as the voters were promised would happen when they approved Measure C.

I understand that tight timelines to encumber the TIGER funding mean that agreements for matching fund commitments such as this must be put in place soon. We must make sure the historic opportunity for our community to accomplish this project is not threatened by delay or uncertainty in putting the crucial last piece of construction funding in place as the local match.

Therefore I urge the Fresno Council of Governments and Fresno County Transportation Authority to expeditiously approve the City of Fresno's request for matching construction funds for the Fulton Mall Reconstruction Project from the Measure C TOD program.

Sincerely,

John Ostlund  
The Fulton Group  
K-Jewel, ESPN & KYNO Radio



November 26, 2013

Kristine Cai  
Fresno Council of Governments  
2035 Tulare Street, Suite 201  
Fresno, CA 93721

Re: Support for Measure C TOD Funding for Fulton Mall Project  
Construction Match

Dear Ms. Cai:

This letter is to support a multi-year allocation from the Measure C TOD program to the City of Fresno to provide matching construction funds for the Fulton Mall Reconstruction Project.

As a property owner & business owner with a personal and financial stake in the future of Downtown Fresno, I strongly support moving forward with the Mall Project. The Fulton Mall is surrounded by the grandest, oldest, densest, and most transit-connected collection of buildings anywhere in the San Joaquin Valley. If we expect this important part of our downtown to succeed, the buildings and businesses along Fulton will need to be made accessible and visible, as this project will do.

With the award of federal TIGER funds for a majority of the cost, our community has a golden opportunity to get this project done with a small fraction of the local resources that would otherwise be needed. The City's request leverages Measure C dollars with outside funds at the rate of 11-to-1, just as the voters were promised would happen when they approved Measure C.

I understand that tight timelines to encumber the TIGER funding mean that agreements for matching fund commitments such as this must be put in place soon. We must make sure the historic opportunity for our community to accomplish this project is not threatened by delay or uncertainty in putting the crucial last piece of construction funding in place as the local match.

Therefore I urge the Fresno Council of Governments and Fresno County Transportation Authority to expeditiously approve the City of Fresno's request for matching construction funds for the Fulton Mall Reconstruction Project from the Measure C TOD program.

Sincerely,

Richard A. Roush

T. W.  
PATTERSON  
INVESTORS  
II

2014 TULARE

FRESNO

CALIFORNIA

93721

TEL 559/490.2014

559/490.2015





December 2, 2013

Kristine Cai  
Fresno Council of Governments  
2035 Tulare Street, Suite 201  
Fresno, California 93721

Re: Support for Measure C TOD Funding for Fulton Mall Project Construction Match

Dear Ms. Cai:

This letter is to support a multi-year allocation from the Measure C TOD program to the City of Fresno to provide matching construction funds for the Fulton Mall Reconstruction Project.

As a property owner, with excess of 100,000 square feet, and business owner with a personal and financial stake in the future of Downtown Fresno, I strongly support moving forward with the Mall Project. The Fulton Mall is surrounded by the grandest, oldest, densest, and most transit-connected collection of buildings anywhere in the San Joaquin Valley. This important part of our downtown must succeed and the buildings and businesses along Fulton need to be made accessible and visible, as this project will do.

With the award of federal TIGER funds for a majority of the cost, our community has a responsibility to get this project done with a small fraction of the local resources that are now otherwise unavailable. The City's request leverages Measure C dollars with outside funds at the rate of 11-to-1, just as the voters were promised would happen when they approved Measure C.

I understand that tight timelines to encumber the TIGER funding mean that agreements for matching fund commitments such as this must be put in place soon. We must make sure the historic opportunity for our community to accomplish this project is not threatened by delay or uncertainty in putting the crucial last piece of construction funding in place as the local match.

Therefore I urge the Fresno Council of Governments and Fresno County Transportation Authority to expeditiously approve the City of Fresno's request for matching construction funds for the Fulton Mall Reconstruction Project from the Measure C TOD program.

Sincerely,

A handwritten signature in blue ink, appearing to read 'Cliff Tutelian', is written over a horizontal line.

Cliff Tutelian

TIGER 2013 Application for the  
**Fulton Mall Reconstruction Project**

*Letters of Support from*  
**Project Funding and  
Implementation Partners**





## MAYOR ASHLEY SWEARENGIN

June 3, 2013

The Honorable Ray LaHood  
Secretary  
U.S. Department of Transportation  
1200 New Jersey Avenue, SE  
Washington, DC 20590

Dear Secretary LaHood:

The Fulton Mall Reconstruction Project in Downtown Fresno is my Administration's top infrastructure priority for our City. This letter is to pledge my Administration's full support of the proposed Department of Transportation TIGER grant to fund this important investment.

The Fulton Mall Project is key to the future of Fresno and the surrounding region. The product of an intensive community planning process, this project will make the region's original "Main Street," Fulton, an attractive place for investment and vitality once again. At the same time, the project will substantially improve the function of the nation's first High-Speed Train station just two blocks away. Although this project is not the only way my Administration is working to revitalize Downtown Fresno, no other single project in the region has comparable potential to improve life in Fresno by creating a place where the entire community feels proud to gather and connect.

In Fresno's "strong mayor" form of government, I function as the City's chief executive. I commit to prioritizing funds available to the City in order to meet the matching requirements of the grant, pending the outcome of the environmental review and the TIGER funds being awarded. I also commit my Administration to ensuring the project is completed in a timely and successful manner.

I urge the Department of Transportation to fund this important project through the TIGER program.

Sincerely,

Ashley Swearengin  
Mayor

**DEPARTMENT OF TRANSPORTATION**

OFFICE OF THE DIRECTOR  
P.O. BOX 942873, MS-49  
SACRAMENTO, CA 94273-0001  
PHONE (916) 654-5266  
FAX (916) 654-6608  
TTY 711  
www.dot.ca.gov



*Flex your power!  
Be energy efficient!*

May 21, 2013

The Honorable Raymond LaHood  
Secretary of Transportation  
U.S. Department of Transportation  
West Building, 1200 New Jersey Avenue, SE  
Ninth Floor  
Washington, D.C. 20590-9898

Dear Secretary LaHood:

I am writing to outline the support Caltrans continues to provide for the City of Fresno's Fulton Mall Reconstruction Project. Caltrans, as the Federal lead agency under the National Environmental Policy Act (NEPA), is committed to assisting the City so they can successfully meet the deadlines required by the TIGER 2013 Discretionary Grant funding.

Caltrans and Fresno are moving the NEPA process forward through coordination with project consultants, participation in field reviews, assistance with technical studies, cooperative preparation of the Environmental Documents, and negotiation with regulatory agencies such as the State Historic Preservation Officer and the Department of the Interior. Caltrans and City staff meet weekly to coordinate tasks and to strategize ways to advance the project.

The Draft Environmental Document is scheduled for circulation in late 2013, with a Final Environmental Document to be issued by the summer of 2014. The final design is anticipated be complete and a construction contract ready to be awarded by September, 2014.

Caltrans is dedicated to supporting the City's achievement of the TIGER 2013 guidelines by working together on an accelerated schedule in order to meet both CEQA and NEPA milestones.

Please contact Sharri Bender Ehlert, District 6 Director, at (559) 488-4057 with any questions.

Sincerely,

A handwritten signature in blue ink that reads "Malcolm Dougherty".

MALCOLM DOUGHERTY  
Director

c: Mayor Ashley Swearengin, City of Fresno



May 10, 2013

The Honorable Ray LaHood  
Secretary  
U.S. Department of Transportation  
1200 New Jersey Avenue, SE  
Washington, DC 20590

Dear Secretary LaHood:

This letter is to express our support for the City of Fresno's TIGER Grant application to fund construction work in the Fulton Corridor. Not only are we supportive of this effort, our organization has committed \$250,000 of matching funds to support this request. We are certain that this project will have an immediate and impressive impact on our Downtown's revitalization.

Our organization represents the property owners in Downtown Fresno, including those located on the Fulton Corridor. These individuals are personally invested in the belief that Downtown Fresno will soon be a vibrant economic hub for the City of Fresno. Downtown Fresno will become the downtown for the entire Central Valley if the development from this point forward is thoughtfully executed. A major component to this progress depends on the transition of the Fulton Mall into a corridor that can support traffic and is more readily accessible. Currently the vacancy rate on the Fulton Mall is over 30% compared to only 12% in the other sections of Downtown. Retailers, developers and business owners are avoiding the six-block pedestrian only space because they do not believe it to be a viable location in its current form.

Across the country, cities that have replaced their pedestrian malls have seen remarkable results in a short period of time. Investment returns, vacancy rates decrease, and businesses begin to thrive. This corridor will be an ideal location for unique development and business opportunities and we hear that from developers on a regular basis. The historic buildings located on the Fulton Corridor should be maintained and occupied to reveal the character that sets Downtown apart from the rest of Fresno. However this influx of business investment depends upon the flow of traffic. While we are not so naïve to believe that this is all that is required to create a vibrant downtown, we are certain that without this transformation, the potential is not likely to be reached. This central corridor has an impact on future retail viability, residential developments, increased revenue from property taxes, as well as the viability of the surrounding streets.

Investing TIGER funds in this project will achieve maximum benefits for our entire region. The work that would be completed with these grant funds would allow our community to put the Fulton Corridor Specific Plan into action and transition this vital corridor into a bustling Main Street. There is no place in the region more centrally located and more primed to become a Valley hub, other than Downtown Fresno. In its current condition, it is not serving the local or regional community as it should. As a full project partner, as well as supporter and partial funder, we look forward to assisting the City in working with the business community in the affected area before, during, and after construction to make the implementation of this project a success.

We urge your approval of the City of Fresno's TIGER Grant application for funding to complete the construction that will return the failed Fulton Mall into a vibrant Main Street within our central business district. Should you need any additional information, please contact our office.

Sincerely,

A handwritten signature in blue ink, appearing to read "EKat B", followed by a long horizontal line extending to the right.

E. Kate Borders  
President/CEO





May 9, 2013

The Honorable Ray LaHood, Secretary  
U.S. Department of Transportation  
1200 New Jersey Avenue, SE  
Washington, DC 20590

**RE: Support for the City of Fresno's TIGER 2013 Application**

Dear Secretary LaHood:

This letter is to support the City of Fresno's proposed Fulton Mall Reconstruction Project application submittal for the 2013 TIGER Discretionary grant. The planned project is near the proposed High-Speed Train (HST) station so not only does it affect transportation and mobility within Fresno County and the Fresno region; but it also affects interregional access by making the HST station more user-friendly.

In addition, this letter is to certify that the City of Fresno has worked diligently over the past year with the Fresno Council of Governments (COG) to add the affected streets to the Regional Transportation Plan (RTP) and the Federal Transportation Improvement Plan (FTIP). I am confident that based on the nature of the proposed project, the history of collaboration between the City of Fresno and Fresno COG, and the priority that the City has placed on this important project, we will be able to make any necessary amendments to the 2013 Federal Transportation Improvement Program (FTIP)/ Federal Statewide Transportation Improvement Program (FSTIP) Development Schedule in 2013 if needed.

In addition, Fresno COG administers the Fresno County Measure C's Transit-Oriented Development (TOD) program whereby the City of Fresno has already received an award of funds for the preconstruction environmental and engineering work for the Fulton Mall Reconstruction Project. Furthermore, the City of Fresno has declared their intentions to access additional Measure C TOD funds that will serve as matching funds for the TIGER award.

Fresno COG staff and I look forward to working further with the City of Fresno to bring the proposed project to fruition. We appreciate the Department of Transportation's careful consideration of this TIGER funding request.

Sincerely,

**Tony Boren**  
Executive Director

- City of Clovis
- City of Coalinga
- City of Firebaugh
- City of Fowler
- City of Fresno
- City of Huron
- City of Kerman
- City of Kingsburg
- City of Mendota
- City of Orange Cove
- City of Parlier
- City of Reedley
- City of San Joaquin
- City of Sanger
- City of Selma
- County of Fresno



TIGER 2013 Application for the  
**Fulton Mall Reconstruction Project**

*Letters of Support from*  
**State and Federal Officials**



## United States Senate

WASHINGTON, DC 20510-0504

<http://feinstein.senate.gov>

May 24, 2013

The Honorable Ray LaHood  
U.S. Department of Transportation  
1200 New Jersey Avenue, SE  
Washington, DC 20590

**RE: Support for the City of Fresno's TIGER 2013 Application**

Dear Secretary LaHood:

It is with great pleasure that I write in support of the City of Fresno's application for TIGER IV funds to support improvements to downtown Fresno through the Fulton Mall Reconstruction Project.

Beginning in 2009, the Fresno residents and stakeholders throughout the region have engaged in a robust public planning process (Fulton Corridor Specific Plan and accompanying new Form-Based Code for development) that has shaped the vision and goals for the future of downtown Fresno. The City and its partners have focused on the importance of:

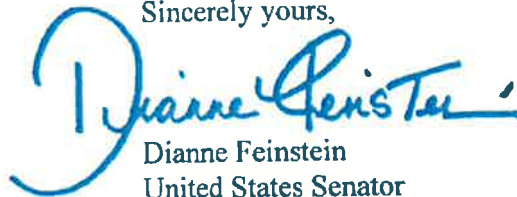
- Higher density pedestrian-oriented development projects
- Restoring downtown as a regional destination drawing to it the close to 1.7 million people from Fresno and surrounding counties
- Drawing on future opportunities with proximity to the downtown High-Speed Rail station and as the gateway to Yosemite, Sequoia, and Kings Canyon National Parks
- Ensuring the safety of visitors
- Preserving and expanding cultural assets and traditions
- Creating space for public transit, bicycles, and pedestrians
- Connecting and creating synergy with adjacent neighborhoods and institutions that are within walking and biking distance of Downtown.

In order to implement this vision, additional funding to help match local and state investment in and around downtown Fresno is critical. Public investment in the proper infrastructure is a necessary precursor to the investments in building improvements that existing downtown area property owners are eager and prepared to make. Decades of decline in the City's urban core (due in large part to urban sprawl) along with the overwhelmingly positive experiences of other cities that have successfully made capital improvements to support downtown revitalization, have demonstrated that private investments along Fulton simply will not maximize returns until the City makes key infrastructure improvements.

In seeking to maximize benefits to our nation and region, the U.S. Department of Transportation's TIGER funding will allow Fresno to unlock the potential of a revitalized downtown core. By investing in this project, the City of Fresno and its partners are promoting economic activity, particularly the creation of jobs and activity that benefit a region marked by historically high unemployment and the highest concentration of poverty of any city in the nation. The lack of a revitalized core of downtown Fresno deprives the region of a key quality of life asset that affects current residents as well as those who choose to locate elsewhere in search of a more vibrant urban core. In the heart of a state as dynamic as California, and in the heart of a region that leads the world in agricultural production, Fresno's inability compete for talent with more vibrant city centers has broader implications for our nation's economic competitiveness and food security.

The City of Fresno's TIGER grant truly has the potential to recast the future of a major U.S. city and the entire region that surrounds it. I strongly support the City of Fresno's TIGER application for the Fulton Mall Reconstruction Project.

Sincerely yours,

A handwritten signature in blue ink that reads "Dianne Feinstein". The signature is written in a cursive style with a large, looping initial "D".

Dianne Feinstein  
United States Senator

**JIM COSTA**

Member of Congress

Web Page: [www.jimcosta.house.gov](http://www.jimcosta.house.gov)

**COMMITTEE ON NATURAL RESOURCES**

Subcommittee on

Conservation, Parks, Recreation

and Historic Sites

Washington, DC



CONGRESS OF THE UNITED STATES  
HOUSE OF REPRESENTATIVES  
WASHINGTON, DC 20515

COMMITTEE ON CONSTITUTIONAL  
RIGHTS  
500 U.S. Capitol Building  
Washington, DC 20540  
Phone: (202) 225-3341  
Fax: (202) 225-3341

May 28, 2013

The Honorable Ray LaHood  
Secretary  
U.S. Department of Transportation  
1200 New Jersey Avenue, SE  
Washington, DC 20590

Dear Secretary LaHood:

This letter serves to express my strong support the City of Fresno's application for TIGER 2013 funds to support improvements in the heart of downtown Fresno.

Since 2009, Fresno residents and stakeholders throughout the region have engaged in a robust public planning process – the Fulton Corridor Specific Plan and accompanying new Form-Based Code for development – that has shaped the vision and goals established for the future of downtown Fresno. This planning will help Fresno achieve higher density and pedestrian-oriented downtown development projects. The plan will restore downtown as a regional destination, drawing to it the close to 1.7 million people from Fresno and surrounding counties, and draw on future opportunities with proximity to the downtown high-speed rail and Bus Rapid Transit stations. Revitalizing Fresno's urban core will ensure the safety of visitors; preserve and expand cultural assets and traditions; create space for public transit, bicycles, and pedestrians; and connect adjacent neighborhoods and institutions that are within walking and biking distance of downtown.

In order to implement this vision, additional funding is critical to help match local and state investment in and around the heart of downtown Fresno. Public investment in the proper infrastructure is a necessary precursor to the investments in building improvements that existing downtown area property owners are eager and prepared to make. Decades of decline in the city's urban core, along with the overwhelmingly positive experiences of other cities that have successfully made capital improvements to support downtown revitalization, have demonstrated that private investments along Fulton simply will not maximize returns until the City makes key infrastructure improvements.

In seeking to maximize benefits to our nation and region, the U.S. Department of Transportation could hardly do better with its funds than to unlock the potential of a revitalized downtown core.

WASHINGTON OFFICE:  
1314 Longworth House Office Building  
Washington, DC 20515  
Phone: (202) 225-3341  
Fax: (202) 225-8308

FRESNO OFFICE:  
856 M STREET, SUITE 940  
FRESNO, CA 93721  
PHONE: (559) 495-1620  
FAX: (559) 495-1027

MERCED OFFICE:  
2222 M STREET, SUITE 305  
MERCED, CA 95340  
PHONE: (209) 384-1620  
FAX: (209) 384-1622



The Honorable Ray LaHood

May 28, 2013

Page 2

By investing in this project, the City of Fresno and its partners are promoting economic activity, particularly the creation of jobs and activity that benefit a region marked by historically high unemployment and the highest concentration of poverty of any city in the nation. The lack of a revitalized core of downtown Fresno deprives the region of a key quality of life asset that affects current residents as well as those who choose to locate elsewhere in search of a more vibrant urban core. In the heart of a state as dynamic as California, and in the heart of a region that leads the world in agricultural production, Fresno's inability to compete for talent with more vibrant city centers has broader implications for our nation's economic competitiveness and food security.

The City of Fresno's TIGER grant truly has the potential to recast the future of a major U.S. city and the entire region that surrounds it. I strongly support the City of Fresno's TIGER 2013 application.

Sincerely,

A handwritten signature in blue ink, appearing to read "Jim Costa".

JIM COSTA

Member of Congress

CC: Mayor Anthony Foxx, Nominee for Secretary of Transportation



May 29, 2013

**BOARD MEMBERS**

**Dan Richard**  
CHAIRPERSON

**Lynn Schenk**  
VICE CHAIRPERSON

**Thomas Richards**  
VICE CHAIRPERSON

**Jim Hartnett**

**Katherine Perez-Estolano**

**Michael Rossi**

**Thomas J. Umberg**

**Jeff Morales**  
CHIEF EXECUTIVE OFFICER

The Honorable Ray LaHood  
Secretary  
U.S. Department of Transportation  
1200 New Jersey Avenue, SE  
Washington, DC 20590

**RE: Support for the City of Fresno’s TIGER 2013 Application**

Dear Secretary LaHood:

This letter is to express my support for the City of Fresno’s application for a U.S. Department of Transportation TIGER grant to fund critical improvements in downtown Fresno.

As you know from your visit to Fresno and subsequent conversations, the Fulton Mall project is essential to the future prosperity of the City and the surrounding region. The product of an intensive community planning process, the project will substantially improve the function of the nation’s first high-speed rail station. At the same time, the project will make the region’s historic “Main Street” an attractive place for investment and vitality once again. No other single project in the region has comparable potential to restore Fresno’s downtown as a place where all residents can feel proud to gather and connect.

This project has a direct, meaningful connection to California’s high-speed rail program as well as Fresno’s forward-thinking bus rapid transit (BRT) project. Moreover, it will leverage significant federal and state funds to maximize return on taxpayer investment. In 2021, downtown Fresno’s high-speed rail station is scheduled to open just one block west of the Fulton mall. One block to the east, the central station for the City’s 13.8-mile BRT system, in which the federal government has committed \$38 million, will connect the downtown core to the city’s major transportation corridors. The entire area sits amid a freeway triangle that connects downtown Fresno conveniently with the rest of the city, region, and state.

Still, Fresno’s high-speed rail station and the BRT system will only be successful if the area directly surrounding the station is primed for transit-oriented development. Research by leading experts in urban retail — as well as the everyday experience of the Mall’s business and property owners — indicates that the lack of multimodal access and visibility for the buildings along Fulton makes it difficult to attract sufficient investment to revitalize the area. Fresno’s pedestrian mall has operated in its current form for the last 40 years, proving to be a significant disincentive to private development.

This project will cause Fresno’s high-speed rail passengers, projected to grow to 8,400 on an average weekday in 2035, to be drawn into downtown Fresno by vibrant streets and sidewalks. Perhaps more importantly, the project will ensure that the projected 82% of these passengers who access the station by private automobile will not be kept out of the heart of downtown Fresno by a

EDMUND G. BROWN JR.,  
GOVERNOR



broken, confusing street grid. We at the High-Speed Rail Authority feel these goals are worthwhile for both the City and the State.

Surely, the Fulton Mall project is critical to the Fresno region and its 1.6 million residents, but the construction and ultimate operation of Fresno's high-speed rail station makes the project a national imperative. Furthermore, the TIGER investment this application proposes will bring millions of dollars in benefits beyond project costs and dozens of construction jobs to an economically distressed area.

The City of Fresno's TIGER grant truly has the potential to recast the future of a major U.S. city and the entire region that surrounds it. As such, I strongly support the City of Fresno's TIGER 2013 application.

Sincerely,

A handwritten signature in black ink, appearing to read "Dan Richard", written in a cursive style.

Dan Richard  
Chair  
California High-Speed Rail Authority Board of Directors





EDMOND G. BROWN JR.  
GOVERNOR

STATE OF CALIFORNIA  
GOVERNOR'S OFFICE *of* PLANNING AND RESEARCH



KEN ALEX  
DIRECTOR

May 16, 2013

The Honorable Ray LaHood  
Secretary  
U.S. Department of Transportation  
1200 New Jersey Avenue, SE  
Washington, DC 20590

Re: Support for City of Fresno's TIGER Grant Application

Dear Secretary LaHood:

The Governor's Office of Planning and Research is pleased to support the City of Fresno's TIGER grant application for restoration of the downtown Fulton Mall, in coordination with extensive downtown redevelopment and creation of a transit hub. California's High Speed Rail system includes a downtown Fresno station. The redevelopment and restoration of the Fulton Mall is important to the success of the station and the transit hub as well as the City's overall effort to re-establish the economic vibrancy of the downtown area.

The Office of Planning and Research (OPR) is California's comprehensive state planning agency and serves the Governor and his Cabinet as staff for long-range planning and research. OPR is also a member of the Strategic Growth Council, a legislatively established, cabinet-level committee concerned with coordinating state agency activities to assist and support the planning and development of sustainable communities. OPR is supporting Fresno's efforts to re-establish its downtown core. The Fulton Mall restoration is a lynchpin to the success of that effort, as are the state and federal effort on High Speed Rail.

The TIGER grant has the potential to recast the future of a major U.S. city and the entire region that surrounds it. OPR strongly supports the City of Fresno's TIGER 2013 application. If we can provide any further information, please feel free to contact me.

Sincerely,

Ken Alex  
Director



CALIFORNIA DEPARTMENT OF  
FOOD & AGRICULTURE

Karen Ross, Secretary

May 29, 2013

The Honorable Ray LaHood, Secretary  
U.S. Department of Transportation  
1200 New Jersey Avenue, SE  
Washington, DC 20590

Dear Secretary LaHood:

**RE: Support for the City of Fresno's TIGER 2013 Application**

I write in strong support of the City of Fresno's application for TIGER 2013 funds to support improvements in the heart of downtown Fresno.

CDFA has worked with Fresno for many years, and most recently on issues related to agriculture and land-use. We know from economic research that a revitalized downtown is a key factor in attracting knowledge workers to our cities. We recognize that in the heart of a state as dynamic as California, and in the heart of a region that leads the world in agricultural production, Fresno's ability to compete for talent with more vibrant city centers — particularly in the fields of food science, water, and energy technology — has broader implications for our nation's economic competitiveness and food security. A revitalized downtown will help continue to build the Fresno region as a hotbed of food innovation.

We are also concerned that the City's historical growth pattern has not been environmentally sustainable, and has threatened some of the very farmland that supports this food economy, and is among the nation's best. A startling 53,000 acres of farmland have been consumed by the City of Fresno alone over the last 40 years. Fortunately, according to the City's new General Plan, the City will not grow beyond its current sphere of influence through 2035. However, securing that future requires making significant investments in the infrastructure needed to support infill growth and downtown revitalization.



The Honorable Ray LaHood  
May 29, 2013  
Page # 2

The proposed project on the Fulton Mall is an important part of the City's strategy to rebuild and revive downtown Fresno. In seeking to maximize benefits to our nation and this region in particular, USDOT could hardly do better than to unlock the potential of Fulton and the downtown core of Fresno.

Therefore, I strongly support the City of Fresno's TIGER 2013 application.

Yours truly,

A handwritten signature in cursive script that reads "Karen Ross". The ink is dark and the signature is fluid and legible.

Karen Ross  
Secretary

TIGER 2013 Application for the  
**Fulton Mall Reconstruction Project**

*Letters of Support from*  
**Downtown Property and  
Business Owners**



# EAST WEST

PRODUCTS MANUFACTURING & SERVICES INC.

June 3, 2013

The Honorable Ray LaHood  
Secretary  
U.S. Department of Transportation  
1200 New Jersey Avenue, SE  
Washington, DC 20590

Dear Secretary LaHood:


This letter is to support the City of Fresno's application for TIGER funds to support the restoration of the street grid in the heart of downtown Fresno.

As the proud owner of the historic JC Penney Building in the area affected by this project, I am enthusiastic about the return of multimodal circulation to the Fulton Mall and the area flanking the proposed High-Speed Train station. Simply put, the public's investment in the proper infrastructure is a necessary precursor to the housing units I am planning to develop in my historic Fulton Mall building. Decades of decline with Fulton in its present configuration and condition, along with the overwhelmingly positive experiences of other cities that have reopened their Main Street pedestrian malls, have demonstrated that more private investment like mine will depend on this key infrastructure change.

In seeking to maximize benefits to our nation and the San Joaquin Valley region of California, USDOT could hardly do better with its funds than to unlock the potential of a revitalized downtown Fresno core. In the heart of a state as dynamic as California, and in the heart of a region that leads the world in agricultural production, Fresno's inability compete for talent with more vibrant urban centers has broad implications for our nation's economic competitiveness and food security.

The City of Fresno's TIGER grant has the potential to recast the future of a major U.S. city and the entire region that surrounds it. I urge approval of the City's application to TIGER for the restoration of the street grid on the Fulton Mall.

Sincerely,



Shay Maghame, Inc.

14431 Venture Blvd., #363, Sherman Oaks, CA 91423

PH: 310.470.1476 > FX: 310.474.3824 > shay@eastwestproductsmfg.com



**ALL, INC.**

210 North Canon Drive  
Beverly Hills, California 90210

T (310) 300 0461  
F (310) 300 0462  
realsevak@aol.com

June 3, 2013

The Honorable Ray LaHood  
Secretary  
U.S. Department of Transportation  
1200 New Jersey Avenue, SE  
Washington, DC 20590

Dear Secretary LaHood:

This letter is to support the City of Fresno's application for TIGER funds to support the restoration of the street grid in an 18-square-block area in the heart of downtown Fresno just steps away from the nation's first proposed High-Speed Train station.

As owner of the landmark, historic Pacific Southwest and Helm Buildings in the center of downtown Fresno's Fulton Mall, I am enthusiastic about this project. Private investment and development, along with the community's appreciation of the cultural treasures of this area such as the Fulton Mall's art collection and incredible historic buildings like the ones I proudly own, will both benefit from greater access and visibility throughout the area. The lack of a revitalized "Main Street" deprives the entire Fresno region of a key quality of life asset that affects current residents as well as those who choose to locate elsewhere in search of a more vibrant urban core.

At this time I am considering whether and when to invest further in my two buildings to adaptively reuse their upper floors as elegantly remodeled office and loft space. Just as these decisions are affected by the outcome of the High-Speed Train project — and the construction of the proposed station just two blocks away from my buildings — so too does the possibility of greater access and visibility to my buildings. This is why I feel that funding the proposed TIGER project is so important and urgent.

I strongly urge USDOT's approval of a TIGER Discretionary Grant to support the City of Fresno in restoring the street grid in the Fulton Mall and High Speed Rail area.

Sincerely,

Sevak Khatchadourian



May 13, 2013

The Honorable Ray LaHood  
Secretary  
U.S. Department of Transportation  
1200 New Jersey Avenue, SE  
Washington, DC 20590

Dear Secretary LaHood:

This letter is to support the City of Fresno's application for TIGER funds to support the much needed restoration of the street grid in the Fulton Corridor.

As a property and business owner in the Fulton Mall, I am very enthusiastic and hope to see the transition of the Fulton Mall into a corridor that can support traffic. If accomplished, I am sure our beautiful Downtown will become a vibrant hub for the City of Fresno. Many cities across the country that have replaced their pedestrian malls have seen fast and remarkable results; vacancy rates decrease as it will be more appealing to businesses to invest in Downtown.

We have been in business on the Fulton Mall since 1989 with different family businesses. It has not been easy to stay in business in Downtown, but we have managed to keep going and are very optimistic that things can only get better and are getting better. We love our Fulton Mall and Downtown and truly believe in the potential that our Downtown and Fulton Mall have to become a great downtown, visited by many. This area will once again be the Heart Of Our City, but we need your help and support to accomplish this.

I can only see benefits for everyone if the TIGER grant application is granted to the City of Fresno. I urge your approval and THANK YOU very much for your support.

Sincerely,

Raul De Alba  
President  
Jalisco Jewelers Inc.



# ROBERT ELLIS LEASING & INVESTMENT, INC.

June 3, 2013

The Honorable Ray LaHood  
Secretary  
U.S. Department of Transportation  
1200 New Jersey Avenue, SE  
Washington, DC 20590

Dear Secretary LaHood:

This letter is to support the City of Fresno's application for TIGER funds to support the restoration of the street grid in an 18-square-block area in the heart of downtown Fresno.

As the proud owner of 1025 Fulton Mall in the area affected by this project, I am enthusiastic about the return of multimodal circulation to Fulton Mall and the area flanking the planned High-Speed Train station. After decades of decline with Fulton in its present configuration and condition, I look forward to the kind of positive change for downtown Fresno that other cities have overwhelmingly experienced when they reopened their "Main Street" pedestrian malls.

From my perspective, the public's investment in the proper infrastructure is a necessary precursor to further private investment, of the type I have already made, in the area's buildings and businesses. From conversations with potential new investors, I recognize that there is substantial private sector interest in seeing the City make this key infrastructure change.

On a national and regional scale, USDOT could hardly do better than to unlock the potential of a revitalized core of downtown Fresno. The lack of a revitalized "Main Street" deprives the entire Fresno region of a key quality of life asset, and that affects current residents as well as those seeking a community with a vibrant urban core. In the heart of a state as dynamic as California, and in the heart of a region that leads the world in agricultural production, Fresno's inability to compete for talent with more vibrant city centers has broader implications for our nation's agricultural innovation, economic competitiveness, and food security.

The City of Fresno's TIGER grant truly has the potential to recast the future of a major U.S. city and the entire region that surrounds it. I urge approval of the City's application to TIGER for the restoration of the street grid on and around the Fulton Mall.

Sincerely,

ROBERT ELLIS LEASING & INVESTMENT, INC.

Robert E. Ellis

REE/ltr/LaHood 5-28-13

**680 West Shaw Avenue, #202 - Fresno, CA 93704 - (559) 228-8900 - FAX (559) 228-8942**  
**Web Site: [www.reli1.com](http://www.reli1.com) - E-mail: [rellis@reli1.com](mailto:rellis@reli1.com) - DRE License #00870649**



1260 FULTON MALL  
FRESNO, CA 93721-1916  
TELEPHONE: (559) 441-7991  
FACSIMILE: (559) 441-8170  
VISIT US AT: WWW.MRCC-LAW.COM  
EMAIL: MICK@MRCL-LAW.COM

MARDEROSIAN, RUNYON, CERCONE & COHEN  
ATTORNEYS AT LAW

May 13, 2013

The Honorable Ray LaHood  
Secretary  
U.S. Department of Transportation  
1200 New Jersey Avenue, SE  
Washington, DC 20590

Dear Secretary LaHood:

This letter is to support the City of Fresno's application for TIGER funds to support the restoration of the street grid in an 18-square-block area in the heart of downtown Fresno.

I am the owner of an office building located at 1260 Fulton Mall which will be directly affected by this project. As you can see from the enclosed brochure, my beautiful building is currently for lease but is drawing no interest whatsoever because of the depressed nature of the Fulton Mall. I am enthusiastic about the return of multimodal circulation to Fulton Mall and the area flanking the planned High-Speed Train station. After decades of decline with Fulton in its present configuration and condition, I look forward to the kind of positive change for downtown Fresno that other cities have overwhelmingly experienced when they reopened their "Main Street" pedestrian malls.

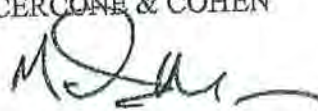
From my perspective, the public's investment in the proper infrastructure is a necessary precursor to further private investment, of the type I have already made, in the area's buildings and businesses. From conversations with potential new investors, I recognize that there is substantial private sector interest in seeing the City make this key infrastructure change.

On a national and regional scale, USDOT could hardly do better than to unlock the potential of a revitalized core of downtown Fresno. The lack of a revitalized "Main Street" deprives the entire Fresno region of a key quality of life asset, and that affects current residents as well as those seeking a community with a vibrant urban core. In the heart of a state as dynamic as California, and in the heart of a region that leads the world in agricultural production, Fresno's inability compete for talent with more vibrant city centers has broader implications for our nation's agricultural innovation, economic competitiveness, and food security.

The City of Fresno's TIGER grant truly has the potential to recast the future of a major U.S. city and the entire region that surrounds it. I urge approval of the City's application to TIGER for the restoration of the street grid on and around the Fulton Mall.

Very truly yours,

MARDEROSIAN, RUNYON,  
CERCONE & COHEN



Mick Marderosian

MGM:kal  
Enclosure

# AVAILABLE FOR LEASE

## 1260 Fulton Mall, Fresno CA



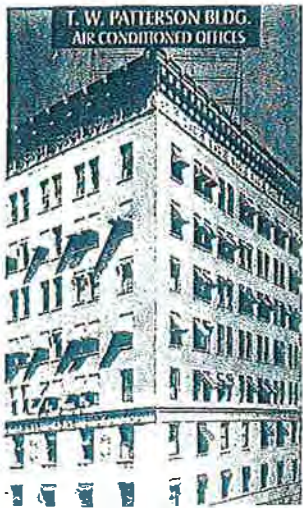
**FEATURES:**

- \$1.50 per sq. ft. plus utilities and janitorial
- 1st Floor ± 9,618 SF
- 2nd Floor ± 9,475 SF
- Basement ± 9,527 SF
- Mezzanine ± 2,068 SF
- ±30,688 SF
- 6 onsite reserved parking stalls
- Next to a city parking garage

**PROPERTY SUMMARY:**

- Great two story downtown office building ideal for a single user or two full floor users. Building is a Class A building and built out space with possible plug n play capabilities.





May 15, 2013

The Honorable Ray LaHood  
Secretary  
U.S. Department of Transportation  
1200 New Jersey Avenue, SE  
Washington, DC 20590

Dear Secretary LaHood:

This letter is to support the City of Fresno's application for TIGER funds to support the restoration of the street grid in an 18-square-block area in the heart of downtown Fresno.

C. W.  
PATTERSON  
INVESTORS  
II

As a partner and representative of the T.W. Patterson Investors in the area affected by this project, I am enthusiastic about the return of multimodal circulation to Fulton Mall and the area flanking the planned High-Speed Train station. After decades of decline with Fulton in its present configuration and condition, I look forward to the kind of positive change for downtown Fresno that other cities have overwhelmingly experienced when they reopened their "Main Street" pedestrian malls.

2014 TULARE

FRESNO

CALIFORNIA

93721

From my perspective, the public's investment in the proper infrastructure is a necessary precursor to further private investment, of the type we have already made, in the area's buildings and businesses. From conversations with potential new investors, I recognize that there is substantial private sector interest in seeing the City make this key infrastructure change.

TEL 559/490.2014

559/490.2015



On a national and regional scale, USDOT could hardly do better than to unlock the potential of a revitalized core of downtown Fresno. The lack of a revitalized "Main Street" deprives the entire Fresno region of a key quality of life asset, and that affects current residents as well as those seeking a community with a vibrant urban core. In the heart of a state as dynamic as California, and in the heart of a region that leads the world in agricultural production, Fresno's inability to compete for talent with more vibrant city centers has broader implications for our nation's agricultural innovation, economic competitiveness, and food security.

The City of Fresno's TIGER grant truly has the potential to recast the future of a major U.S. city and the entire region that surrounds it. I urge approval of the City's application to TIGER for the restoration of the street grid on and around the Fulton Mall.

Sincerely,

Geoff Roush  
T.W. Patterson Building Manager



# CIVIC CENTER

S Q U A R E

*Revitalizing Downtown Since 1975*

May 28, 2013

The Honorable Ray LaHood  
Secretary  
U.S. Department of Transportation  
1200 New Jersey Avenue, SE  
Washington, DC 20590

Dear Secretary LaHood:

This letter is to support the City of Fresno's application for TIGER funds to support the restoration of the street grid in an 18-square-block area in the heart of downtown Fresno.

As a property owner in the area affected by this project, I am enthusiastic about the return of multimodal circulation to Fulton Mall and the area flanking the planned High-Speed Train station. After decades of decline with Fulton in its present configuration and condition, I look forward to the kind of positive change for downtown Fresno that other cities have overwhelmingly experienced when they reopened their "Main Street" pedestrian malls.

From my perspective, the public's investment in the proper infrastructure is a necessary precursor to further private investment, of the type we have already made, in the area's buildings and businesses. From conversations with potential new investors, I recognize that there is substantial private sector interest in seeing the City make this key infrastructure change.

On a national and regional scale, USDOT could hardly do better than to unlock the potential of a revitalized core of downtown Fresno. The lack of a revitalized "Main Street" deprives the entire Fresno region of a key quality of life asset, and that affects current residents as well as those seeking a community with a vibrant urban core. In the heart of a state as dynamic as California, and in the heart of a region that leads the world in agricultural production, Fresno's inability compete for talent with more vibrant city centers has broader implications for our nation's agricultural innovation, economic competitiveness, and food security.

The City of Fresno's TIGER grant truly has the potential to recast the future of a major U.S. city and the entire region that surrounds it. I urge approval of the City's application to TIGER for the restoration of the street grid on and around the Fulton Mall.

Sincerely,  
Civic Center Square

Michelle T. Tutelian

Victoria Gonzales  
1391 E. Bullard Ave.  
Fresno, CA 93710  
559-435-2757

May 9, 2013

The Honorable Ray LaHood  
Secretary  
U.S. Department of Transportation  
1200 New Jersey Avenue, SE  
Washington, DC 20590

Dear Secretary LaHood:

As a Downtown property owner and an active participant in the revitalization efforts of our Downtown, I am writing in support of the City of Fresno's application for TIGER grant funds. These funds will be used to help restore the street grid to an area of our Downtown, known as the Fulton Mall.

The Fulton Mall is a pedestrian mall that was opened in 1964. It was a "Redevelopment Project" in which a major shopping avenue was closed to vehicular traffic in order to create a park like setting. As in most cities in the country that created similar malls in their Downtowns, our Fulton Mall has been a disappointing failure.

I have participated in the efforts to return vehicular traffic and other modes of transportation to the core of our Central Business District for over twenty (20) years. The funds that are provided through this TIGER grant will finally help us to move forward in our efforts.

We in the private sector are doing everything we can do to help. Many of us have even elected to tax ourselves in the quest to restore the street grid to the mall, allowing for a thriving thoroughfare of activity. However, we still need assistance with this most important project and therefore, we are looking to you, the US Department of Transportation.

Fresno is the regional hub of Central California. The benefits that will be felt in our region by these funds and this project will far out way the cost of the TIGER grant many times over. That is why I urge you to approve the City's application to TIGER for the restoration of the street grid on and around the Fulton Mall. Thank you!

Sincerely,



Victoria Gonzales  
Board Member  
Property Based Improvement District

Edward L. Fanucchi  
Rene F. Zuzuarregui  
Edward D. Fanucchi  
David M. Moeck

~~~~~  
Michael P. Mahoney

**QUINLAN, KERSHAW & FANUCCHI**

A Limited Liability Partnership

Attorneys at Law

2125 Merced Street

Fresno, California 93721

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Facsimile: (559) 268-5701

www.qldfirm.com

William A. Quinlan  
1926-1999  
Michael Kershaw  
1922-1999

~~~~~  
Commemorated  
50 years  
1957-2007

May 30, 2013

The Honorable Ray LaHood  
Secretary of the U.S. Department of Transportation  
1200 New Jersey Avenue, SE  
Washington, DC 20590

Re: City of Fresno's application for TIGER Funds

Dear Secretary LaHood:

This letter is to support the City of Fresno's application for TIGER Funds to support the restoration of the street grid in an 18 square block area in the heart of Downtown Fresno.

This law firm has been a Lessee or Owner of property in Downtown Fresno since 1957, and currently this firm owns its building of 7,000 square feet two blocks off Fulton Mall which is the subject of the request for funds to have it restored to traffic. The partners of this firm also own three parking lots with about 200 stalls, plus another building that is rented to a physician specializing in pain management.

The one thing that is preventing Downtown Fresno from restoring itself as a hub of commercial and professional activity is the Fulton Mall which needs to be torn up and restored to vehicular traffic. That is the dominant negative for Downtown Fresno, and, once the mall is restored to Fulton Street, then it will again influence commercial and professional interests to come to Downtown Fresno. This area is already a hub of governmental offices both City, State and Federal, and some very significant structures are dedicated for that purpose, such as the Federal District Court for the Eastern District of California, the Court of Appeals for the Fifth District Court of the State of California, and the Superior Court for the County of Fresno. Downtown Fresno is the area where three major freeways intersect, and this whole part of the San Joaquin Valley was set up so that downtown Fresno would be a hub of business activity. It will be again after the demotion of the mall.

The Honorable Ray LaHood  
Re: City of Fresno's application for TIGER Funds

May 30, 2013  
Page 2

The City of Fresno's application for the TIGER Grant would remove the only major negative factor to it becoming a vital and important center of business activity. Already the surrounding area is developing with residential units. Fresno is the fifth largest populated city in the State of California.

Sincerely yours,

A handwritten signature in cursive script, appearing to read "E. Fanucchi".

Edward L. Fanucchi, Esq.

ELF:gg



May 20, 2013

The Honorable Ray LaHood  
Secretary  
U.S. Department of Transportation  
1200 New Jersey Avenue, SE  
Washington, DC 20590

Dear Secretary LaHood:

I hope this letter is one of many you receive in support of the City of Fresno's application for TIGER funds – to be invested in the restoration of the street grid in an 18-square-block area in the heart of downtown Fresno.

I've been a part of Downtown Fresno since 1976 and I'm enthusiastic about potential to return traffic to the Fulton Mall and the area flanking the planned High-Speed Train station.

After decades of decline in its present configuration, I look forward to the kind of positive change for downtown when the mall is reopened.

USDOT could hardly do better than to unlock the potential of a revitalized core of downtown Fresno. In the heart of a state as dynamic as California, and in the heart of a region that leads the world in agricultural production, Fresno's inability compete for talent with more vibrant city centers has broader implications for our nation's agricultural innovation, economic competitiveness, and food security.

The City of Fresno's TIGER grant truly has the potential to recast the future of a major U.S. city and the entire region that surrounds it.

I urge approval of the City's application to TIGER for the restoration of the street grid on and around the Fulton Mall.

Sincerely,

John Ostlund

---

ONE - PUTT BROADCASTING

1415 Fulton Street, Fresno, California 93721 • 559/497/5118 • fax 559/497/9760





June 3, 2013

The Honorable Ray LaHood  
Secretary  
U.S. Department of Transportation  
1200 New Jersey Avenue, SE  
Washington, DC 20590

Dear Secretary LaHood:

This letter is to support the City of Fresno's application for TIGER funds to support the restoration of the street grid in an 18-square-block area in the heart of downtown Fresno.

As a tenant with one of our bank branches in the area affected by this project, and also as a lender to property owners on several of the buildings in the proposed area, I am enthusiastic about the return of multimodal circulation to Fulton Mall and the area flanking the planned High-Speed Train station. In addition, we have had input from a number of our bank clients who are tenants in buildings expressing their support for the changes to the Fulton Mall as beneficial to their ability to serve the community. After decades of decline with Fulton in its present configuration and condition, I look forward to the kind of positive change for downtown Fresno that other cities have overwhelmingly experienced when they reopened their "Main Street" pedestrian malls.

From my perspective, the public's investment in the proper infrastructure is a necessary precursor to further private investment and lending, of the type we have already made, in the area's buildings and businesses. From conversations with potential new investors, I recognize that there is substantial private sector interest in seeing the City make this key infrastructure change.

On a national and regional scale, USDOT could hardly do better than to unlock the potential of a revitalized core of downtown Fresno. The lack of a revitalized "Main Street" deprives the entire Fresno region of a key quality of life asset, and that affects current residents as well as those seeking a community with a vibrant urban core. In the heart of a state as dynamic as California, and in the heart of a region that leads the world in agricultural production, Fresno's inability to compete for talent with more vibrant city centers has broader implications for our nation's agricultural innovation, economic competitiveness, and food security.



May 20, 2013

The Honorable Ray LaHood  
Secretary  
U.S. Department of Transportation  
1200 New Jersey Avenue, SE  
Washington, DC 20590

Dear Secretary LaHood:

This letter is to support the City of Fresno's application for TIGER funds to support the restoration of the street grid in an 18-square-block area in the heart of downtown Fresno.

As the proud owner of Roush Investments, LLC. in the area affected by this project, I am enthusiastic about the return of multimodal circulation to Fulton Mall and the area flanking the planned High-Speed Train station. After decades of decline with Fulton in its present configuration and condition, I look forward to the kind of positive change for downtown Fresno that other cities have overwhelmingly experienced when they reopened their "Main Street" pedestrian malls.

From my perspective, the public's investment in the proper infrastructure is a necessary precursor to further private investment, of the type we have already made, in the area's buildings and businesses. From conversations with potential new investors, I recognize that there is substantial private sector interest in seeing the City make this key infrastructure change.

On a national and regional scale, USDOT could hardly do better than to unlock the potential of a revitalized core of downtown Fresno. The lack of a revitalized "Main Street" deprives the entire Fresno region of a key quality of life asset, and that affects current residents as well as those seeking a community with a vibrant urban core. In the heart of a state as dynamic as California, and in the heart of a region that leads the world in agricultural production, Fresno's inability to compete for talent with more vibrant city centers has broader implications for our nation's agricultural innovation, economic competitiveness, and food security.

The City of Fresno's TIGER grant truly has the potential to recast the future of a major U.S. city and the entire region that surrounds it. I urge approval of the City's application to TIGER for the restoration of the street grid on and around the Fulton Mall.

Sincerely,

Rick Roush  
Chief Investment Officer

TIGER 2013 Application for the  
**Fulton Mall Reconstruction Project**

*Letters of Support from*  
**Community Organizations**



May 21, 2013

The Honorable Ray LaHood, Secretary  
U.S. Department of Transportation  
1200 New Jersey Avenue, SE  
Washington, DC 20590

**RE: Support for City of Fresno's TIGER 2013 Application**

Dear Secretary LaHood:

On behalf of the Office of Community and Economic Development (OCED) at Fresno State, I write in strong support of the City of Fresno's application for TIGER 2013 funds to support improvements in the heart of downtown Fresno, California.

Established in August 2000, OCED is an on-campus division of Fresno State that is dedicated to aligning the University's intellectual capacity and innovation-driven economic development initiatives to improve the competitiveness and prosperity of the San Joaquin Valley region. Recognized regionally for its ability to link, align and leverage the University and its resources to the needs of the community, OCED continues to serve the region through several programs including Smart Valley Places: an unprecedented regional effort to promote sustainable development in the San Joaquin Valley through the adopted of smart growth principles into local planning documents and building local capacity for sustained civic engagement in the planning process.

As the regional administrator for Smart Valley Places – a FY10 HUD Regional Planning Grant under the Federal Partnership for Sustainable Communities – OCED has been working with the region's urban cities, including the City of Fresno, to encourage smart growth development. Through this program, our eight county region has been working diligently to embrace the partnership's six Livability Principles and incorporate the tenets of smart growth into planning processes, development projects and decisions around how the Valley will develop into the future. Fresno's work in downtown with the Fulton Mall projects not only meets the smart land-use planning goals and objectives of Smart Valley Places, but demonstrates Fresno's commitment to furthering the Livability Principles by prioritizing the creation of transportation choices like bus rapid transit in the downtown area, particularly for disadvantaged and disabled populations.

This type of urban core planning and infrastructure is exactly the type of project that Smart Valley Places was meant to encourage. The City of Fresno has been an important partner in this regional planning effort, and the Fulton Mall project will no doubt lead the region in making improvements that have catalytic impacts in regard to preserving agriculture land, improving air quality, and promoting livable communities in general.

I am pleased to support the City of Fresno's TIGER 2013 application. Should you have any questions, please do not hesitate to contact me directly.

Sincerely,

A handwritten signature in blue ink, appearing to read 'M. Dozier', with a small dot at the end of the signature.

Mike Dozier  
Executive Director



California Office  
Box 73856 Davis, CA 95617  
530-231-5259

May 20, 2013

The Honorable Ray LaHood  
Secretary  
U.S. Department of Transportation  
1200 New Jersey Avenue, SE  
Washington, DC 20590

**RE: Support for the City of Fresno's TIGER 2013 Application**

Dear Secretary LaHood:

I enthusiastically write in support of the City of Fresno's application for TIGER 2013 funds to support improvements in the heart of downtown Fresno.

American Farmland Trust recognizes the leadership that the City of Fresno has had in promoting farmland conservation as an outgrowth of their efforts to promote infill and transit-oriented development toward revitalizing their downtown and urban center. Funding through this TIGER grant will continue a process of national prominence and importance as the City of Fresno transforms from a case study in suburban sprawl and the needless conversion of thousands of acres of the best farmland in the world, into the foremost example of smart growth, economic revitalization and conservation of vitally important natural and agricultural resources.

Since 2009, Fresno residents and stakeholders throughout the region have engaged in a robust public planning process – the Fulton Corridor Specific Plan and accompanying new Form-Based Code for development – that has shaped the vision and goals established for the future of downtown Fresno. This planning will help Fresno achieve higher density, pedestrian-oriented downtown development projects; restore downtown as a regional destination drawing to it the close to 1.7 million people from Fresno and surrounding counties; draw on future opportunities with proximity to the downtown High-Speed Rail station, downtown Bus Rapid Transit stations, and as the gateway to Yosemite, Sequoia, and Kings Canyon National Parks; ensure the safety of visitors; preserve and expand cultural assets and traditions; create space for public transit, bicycles, and pedestrians; and connect adjacent neighborhoods and institutions that are within walking and biking distance of Downtown.

**Exhibit D**  
**Photos of Site**



