


M E M O

Alameda Corridor Transportation Authority

Meeting Date: March 21, 2024
From: Michael C. Leue, Chief Executive Officer 
Subject: APPROVE Amendment No. 2 to Contract C0885 to extend term of RailWorks Track Services LLC agreement for an additional 5 years and modify certain terms and definitions in the agreement

Recommendation:

Authorize the Chief Executive Officer or his delegate to execute Amendment No. 2 to extend the term of the RailWorks Track Services LLC Agreement C0885 for an additional 5 years and modify certain terms and definitions in the agreement.

Background:

At its April 11, 2019, meeting, the Governing Board authorized the execution of an agreement with RailWorks Track Services, Inc. (RailWorks) to provide maintenance services including track, signal, communications systems and appurtenances of the Corridor. The selection of RailWorks was the result of a competitive RFP process recommendation, and approval by Notice of Mutual Agreement (NMA) from the Parties of the Use & Operating Agreement. The contract provided for a five-year term through April 2024 with an option for a five-year extension through April 2029 with Governing Board approval.

Certain definitions and terms of the Agreement C0885 were changed by executed Amendment No. 1, effective January 01, 2020.

At its May 19, 2022 meeting, the Governing Board authorized the execution of an Assignment and Assumption Agreement to accommodate the assignment of the agreement when RailWorks Track Services, Inc. changed from a corporation to a limited liability company, RailWorks Track Services, LLC. The initial term ends at 11:59 p.m. on April 14, 2024 and ACTA has not selected a replacement contractor.

Discussion:

ACTA staff recommends extension of Agreement C0885, which will enable continuation of maintenance services while providing flexibility to evaluate the costs and benefits of recompeting the contract in the coming year. Recompeting the Maintenance Services Contract is a significant effort and extending Agreement C0885 will enable the decision to recompetite to be made and, if necessary, the RFP process to be conducted while continuing the maintenance services under the current agreement. Amendment 2 to the agreement will also clarify some terms that were found to be ambiguous during the first 5 years of the maintenance services.

To enable continuation of maintenance services, the Board is requested to authorize the Chief Executive Officer or his delegate to execute Amendment 2 of agreement C0885 to extend the term for an additional 5 years, through April 15, 2029. Also, terms and definitions are modified in the agreement for clarification.



March 21, 2024
ITEM #6

Budget Impact:

Funds for the Maintenance Services Agreement are already included in ACTA's FY24 Program Budget and the extended term will be included in the future years' Program Budgets.

Co-General Counsel Review:

ACTA's Co-General Counsel has reviewed and approved the proposed Amendment as to form.

Transmittals:

Transmittal 1 – Second Amendment to RailWorks Agreement No. C0885