



City of Palo Alto

City Council Staff Report

(ID # 10073)

Report Type: Consent Calendar

Meeting Date: 4/22/2019

Council Priority: Transportation and Traffic

Summary Title: Contract Amendment 3 for BKF Engineers to Increase Compensation by \$44,885.50

Title: Approval of Amendment Number 3 to Contract Number C16158064 With BKF Engineers to Extend the Term to June 30, 2019 and Increase Compensation by \$44,885 for a Maximum Not-to-Exceed Amount of \$583,432 for Additional Design Services Related to the Embarcadero Road at El Camino Real Intersection Improvements Project (PL-15001)

From: City Manager

Lead Department: Transportation

Recommendation:

Staff recommends that Council approve and authorize the City Manager or his designee to execute Amendment Number 3 to Contract C16158064 with BKF Engineers (Attachment A) to extend the term to June 30, 2019 and authorize an additional \$44,885.50 in compensation for additional design services already performed for the Embarcadero Road at El Camino Improvements project (PL-15001).

Background:

The Embarcadero Road corridor provides a direct east-west connection between US 101 and Stanford University for visitors to the city and supports local travel with connections to Town & Country shopping center, Palo Alto High School, Palo Alto Medical Foundation, and El Camino Real (SR 82). The segment of Embarcadero Road between High Street and El Camino Real has been an area of community concern for many years—with three closely spaced traffic signals within 750 feet of one another—at El Camino Real, the Town & Country Shopping Center and Palo Alto High School driveways, and the pedestrian crossing at Trader Joe's.

On October 5, 2015 ([ID# 6093](#)), the City Council authorized a contract with BKF Engineers for the second phase of the Embarcadero Road at El Camino Improvements Project, which includes preparation of concept plan lines, final design plans, environmental documentation, construction documents and required permitting from Caltrans, for intersection improvements at El Camino Real and Embarcadero Road/Galvez Street. Improvements scoped include, but are not limited to, traffic signal modifications, sidewalk realignment, high-visibility crosswalks, signing and striping, bicycle treatments, landscaping and traffic calming elements.

On September 19, 2016 ([ID# 6952](#)), the City Council directed staff to move forward with the alternative which included one-way Class IV separated bikeways along Embarcadero Road between El Camino Real and Emerson Street as well as a protected Dutch-style intersection at El Camino Real and Embarcadero Road/Galvez Street. The design also included pedestrian improvements at the intersections of El Camino Real, High Street, Kingsley Avenue and Emerson Street.

On May 1, 2017 ([ID#7947](#)) Council approved Amendment Number 2 on to extend the time on the Contract with BKF Engineers from March 27, 2018 to September 27, 2018.

Due to Council discussions about Connecting Palo Alto rail grade separations and potential changes affecting Alma Street, Embarcadero Road, and vicinity, the Embarcadero Road at El Camino Improvements project is currently on hold.

Discussion

The proposed contract amendment provides funding for additional services that BKF Engineers performed that was added to the project scope after consultation with Caltrans. The project is currently on hold as the City evaluates traffic changes related to grade separation alternatives. The proposed contract amendment will allow the City to compensate BKF Engineers for the work they already done at City's request prior to progression of the Connecting Palo Alto project.

Following City Council direction in September 2016, BKF Engineers completed 100% construction plans and specifications. Design plans have been reviewed and approved by City departments, Stanford University, Town & Country, Palo Alto Unified School District and Caltrans. Some of the improvements included in the 100 percent design plans include:

- Separated bikeways along Embarcadero Road between El Camino Real and Emerson Street as well as a protected Dutch-style intersection at El Camino Real and Embarcadero Road/Galvez Street.

- Raised crosswalk in the channelized right-turn lane from El Camino Real northbound to Embarcadero Road eastbound: slows motor vehicles and increases visibility of bicyclists and pedestrians.
- Modified driveway apron at Trader Joe’s driveway: more standard exit-only driveway design prevents drivers from merging onto oncoming traffic and increases the visibility of bicyclists and pedestrians.
- Addition of stairs on the Town & Country shopping center side of Embarcadero Road: allows for easier pedestrian access to and from path along railroad overcrossing.
- New pedestrian scale lighting to enhance safety along the Embarcadero Rd corridor.
- Enhanced signage and markings for bicycles at the underpass: more clearly identifying the shared space between bicyclist and pedestrians, better utilizes the constrained pathway opening through the underpass.
- Improved curb radius for right turns from eastbound Embarcadero Road into the Palo Alto High School driveway: reduces the amount of motor vehicles driving over curbs and damaging roadway elements.
- Improved shuttle stops: on both sides of the street, additional space is allocated for the shuttle stops to avoid impinging on pedestrian and bicyclists’ space.
- Modified Kingsley Avenue approach to Embarcadero Road eastbound: creates a more standard 90-degree intersection with Embarcadero Road to reduce driver confusion and limit the number conflicts with bicyclists, pedestrians and other motor vehicles.
- Revised High Street and Emerson Street intersections: reduces conflicts, reduces speed of turning vehicles and increases visibility for pedestrians and bicyclists.

Because El Camino Real (Route 82) is a state highway, Caltrans is the lead agency and design plans needed to be submitted for their review and approval in order obtain an encroachment permit needed for construction. As part of their review, Caltrans requested that additional studies and design changes be made at the intersection of El Camino, these changes resulted in additional effort and studies by the design consultant which exceeded the scope of the original design contact by \$44,885.50.

Policy Implications

The Bicycle + Pedestrian Transportation Plan identifies and prioritizes the development of bicycle and pedestrian improvements. The plan objectives that are advanced by the accommodation of bicyclists along this corridor include:

- Objective 1: Double the rate of bicycling for both local and total work commutes by 2020 (to 15% and 5%, respectively).
- Objective 2: Convert discretionary vehicle trips into walking and bicycling trips in order to reduce City transportation-related greenhouse gas (GHG) emissions 15% by 2020.
- Objective 3: Develop a core network of shared paths, bikeways, and traffic-calmed

streets that connects business and residential districts, schools, parks, and open spaces to promote healthy, active living.

- Objective 4: Plan, construct, and maintain 'Complete Streets' that are safe and accessible to all modes and people of all ages and abilities.
- Objective 5: Promote efficient, sustainable, and creative use of limited public resources through integrated design and planning.

In addition, the Comprehensive Plan goals, policies, and programs that support the accommodation of bicyclists on Embarcadero include:

Goal T-3: Facilities, Services, and Programs that Encourage and Promote Walking and Bicycling.

Prog. T-19: Develop, periodically update, and implement a bicycle facilities improvement program and a pedestrian facilities improvement program that identify and prioritize critical pedestrian and bicycle links to parks, schools, retail centers, and civic facilities.

Policy T-14: Improve pedestrian and bicycle access to and between local destinations, including public facilities, schools, parks, open space, employment districts, shopping centers, and multi-modal transit stations.

Policy T-25: When constructing or modifying roadways, plan for usage of the roadway space by all users, including motor vehicles, transit vehicles, bicyclists, and pedestrians.

Policy T-29: Make effective use of the traffic-carrying ability of Palo Alto's major street network without compromising the need of pedestrians and bicyclists also using this network.

Resource Impact

Funding in the amount of \$44,885.50 for an amendment to increase the design contract is available in the Embarcadero Road at El Camino Improvements Project (PL-15001). This amendment will increase the total design contract with BKF Engineers to \$583,432.50.

Timeline

Due to the recent staffing shortages in the Office of Transportation as well as the Council discussion around grade separation alternatives, the construction of the project is currently on hold.

Staff will return to Council for further direction on implementation of the Bicycle +_Pedestrian Transportation Plan once staffing for the Office of Transportation has been stabilized. Subject to Council direction and confirmation of the prior scope, staff anticipates that a construction contract award will include an additional amendment to the BKF Engineers contract for design support during construction.

Environmental Review

The contract amendment does not require an environmental review; however, given the nature of the proposed improvements for the project, the project qualifies for a Class 1 Categorical Exemption under California Environmental Quality Act (CEQA) Guidelines Section 15301. The Class 1 exemption covers minor alterations to existing facilities so long as they involve no or negligible expansion of use.

Attachments:

Attachment A: BKF C16158064 Amendment 3 (PDF)

**AMENDMENT NO. 3 TO CONTRACT NO. C16158064
BETWEEN THE CITY OF PALO ALTO AND BKF ENGINEERS**

This Amendment No. 3 to Contract No. C16158064 ("Contract") is entered into April 1, 2019, by and between the CITY OF PALO ALTO, a California chartered municipal corporation ("CITY"), and BKF ENGINEERS, a California corporation, located at 255 Shoreline Drive, Suite 200, Redwood City, California, 94065, Telephone (650) 482-6300 ("CONSULTANT").

RECITALS

A. The Contract was entered into between the parties for the provision of planning, study and analysis in connection with the widening of the Embarcadero Road corridor.

B. City intends to retroactively extend the term by nine months from September 27, 2018 to June 30, 2019.

C. City intends to increase the compensation by \$44,885.50 from \$538,547.00 to \$583,432.50 for new services as specified in Exhibit "A" Scope of Services.

D. The parties wish to amend the Contract.

NOW, THEREFORE, in consideration of the covenants, terms, conditions, and provisions of this Amendment, the parties agree:

SECTION 1. Section 2. TERM of the Contract is hereby amended to read as follows:

"SECTION 2. TERM. The term of this Agreement shall be from the date of its full execution through June 30, 2019 unless terminated earlier pursuant to Section 19 of this Agreement."

SECTION 2. Section 4. NOT TO EXCEED COMPENSATION of the Contract is hereby amended to read as follows:

"SECTION 4. NOT TO EXCEED COMPENSATION. The compensation to be paid to CONSULTANT for performance of the Services described in Exhibit "A", including both payment for professional services and reimbursable expenses, shall not exceed Five Hundred Twenty-Eight Thousand Seven Hundred Fifteen Dollars and Sixty Cents (\$528,715.60). In the event Additional Services are authorized, the total compensation for Services, Additional Services and reimbursable expenses shall not exceed Five Hundred Eighty Three Thousand Four Hundred Thirty Two Dollars Fifty Cents (\$583,432.50). The applicable rates and schedule of payment are set out at Exhibit "C-1", entitled "RATE SCHEDULE," which is attached to and made a part of this Agreement.

Additional Services, if any, shall be authorized in accordance with and subject to the provisions of Exhibit "C". CONSULTANT shall not receive any compensation for Additional Services performed without the prior written authorization of CITY. Additional Services shall mean any work that is

determined by CITY to be necessary for the proper completion of the Project, but which is not included within the Scope of Services described at Exhibit "A".

SECTION 3. The following exhibit(s) to the Contract is/are hereby amended to read as set forth in the attachment(s) to this Amendment, which are incorporated in full by this reference:

- a. Exhibit "A" entitled "SCOPE OF SERVICES".
- b. Exhibit "C" entitled "COMPENSATION".
- c. Exhibit "C-1" entitled "HOURLY RATE SCHEDULE".

SECTION 4. Except as herein modified, all other provisions of the Contract, including any exhibits and subsequent amendments thereto, shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have by their duly authorized representatives executed this Agreement on the date first above written.

CITY OF PALO ALTO

BKF ENGINEERS

DocuSigned by:
Brian Scott
BCBD3A491747432...
Brian Scott

Principal/Vice President

APPROVED AS TO FORM:

Attachments:

EXHIBIT "A": SCOPE OF SERVICES
EXHIBIT "C": COMPENSATION
EXHIBIT "C-1": HOURLY RATE SCHEDULE

EXHIBIT "A"
SCOPE OF SERVICES

CONSULTANT shall perform the following tasks:

Task 1 – Concept Plan Lines & Permit Engineering Evaluation Report (PEER)/ Encroachment

Permit: The Concept Plan Lines & Permit Engineering Evaluation Report (PEER)/ Encroachment Permit stage includes the identification of various alignment alternatives for the Embarcadero Road Corridor Improvement Project for the consideration of the Palo Alto community. The community preferred alignment alternative will then move forward with the PEER/Encroachment Permit process with Caltrans. Up to three alignment alternatives are anticipated for consideration by the community before identification of a community preferred alignment alternative that will be advanced and submitted with an Encroachment Permit and/or PEER to Caltrans. The CONSULTANT will coordinate for review/approval of all documents submitted for Caltrans approval.

At the start of the project, the CONSULTANT will prepare for and attend a single project kick-off meeting with design team and City staff. The kick-off meeting will review scope, schedule and milestones, communications, project program including review of existing plans, and outreach program and strategies.

The CONSULTANT will be responsible for outreach to and organizing meetings with the following agencies: Palo Alto community, Caltrans, Stanford University, Palo Alto Unified School District, and management of the Town and Country Shopping Center (Ellis Partners). The proposed roadway changes will incorporate, or further enhance, the upcoming traffic signal modifications. Additional coordination will also be provided with the Bus Rapid Transit (BRT) project, as well as the City's various bicycle, pedestrian, and related plans.

As part of the identification of alignment alternatives for the Embarcadero Road Corridor Improvement project, the CONSULTANT will take into account the following Design Considerations:

- Utilities (Above and Below Ground)
- Real property acquisition (temporary construction easements and design)
- Safety
- Walk-ability, Bicycle ride-ability, and transit connectivity

- Adjacent public facilities or facilities of interest, such as Palo Alto High School, Stanford University, Town & Country Shopping Center, and connection with existing and planned bicycle routes and or bay area bicycle share stations
- Project mitigations that may result for roadway capacity improvements
- Cost

As part of the traffic evaluation, the CONSULTANT will prepare the necessary analyses to develop and test improvement alternatives. The CONSULTANT will conduct AM and PM peak-hour traffic counts at the intersections of Embarcadero/El Camino Real, Embarcadero/Paly High Entrance, and Embarcadero/Town & Country Driveway (pedestrian crosswalk). The counts will include bicycles and pedestrians. The counts will be completed when schools are in session. The CONSULTANT also will observe traffic conditions during the peak hours to determine cycle lengths and splits, queue lengths, pedestrian cycles, and other operating conditions not obvious from the traffic counts. Hexagon will use the counts to calculate levels of service for the study intersections under existing conditions and with the proposed improvement schemes. The project budget allows for up to four improvement plan alternatives. Levels of service will be calculated for existing conditions and for 2030 conditions. The 2030 conditions volumes will be obtained from the General Plan forecasts recently completed by Hexagon for the City of Palo Alto.

After the development of a community preferred alignment alternative for the Embarcadero Road Corridor Improvement Project, the CONSULTANT will begin coordination with Caltrans and to seek any design exceptions and appropriate permits required for the implementation of the project.

Upon successful approval of the PEER/Encroachment Permit with Caltrans, the CONSULTANT will present the project to the Palo Alto Bicycle Advisory Committee (PABAC), Planning & Transportation Commission (PTC), Palo Alto Unified School District (PAUSD) – Board of Directors, Town and Country Shopping Center management, and the City Council for final approval.

Deliverables for Task 1 include the following items:

- 10% Design – Concept Plan Line Alignments
- Preliminary cost estimates for alignment alternatives
- Identifying of *Probable Impact and Mitigation Alternatives* for Quality of Life preservation

- Final Caltrans Approved PEER

The CONSULTANT will undertake the following meeting schedule to successfully develop the project toward an approved preferred alternative:

- Three (3) community outreach meetings
- Two (2) Palo Alto Bicycle Advisory Committee meetings
- Two (2) Palo Alto Unified School District meetings
- One (1) Town and Country meeting
- City-School Traffic Safety Committee meeting
- Up to two (2) PTC meetings
- Up to two (2) City Council meetings

The City will be responsible for securing community meeting facilities. The CONSULTANT will prepare the outreach materials, including media ads to be coordinated for publication by the City, meeting notice flyers for mailing to residents by the City, and community meeting presentations. Meeting materials may also include existing conditions aerial/project limits diagram, existing conditions photo boards, materials and inspiration image boards to illustrate range of potential improvements, and 8 ½"x11" graphic meeting announcement. Up to three alternative concept plans will be rendered in color for presentation purposes. A single preferred concept plan will be rendered in color for presentation purposes. In addition, the CONSULTANT will prepare up to three photorealistic cross sections illustrating existing conditions and proposed improvements. The CONSULTANT will also serve as Scribe at all community meetings.

Task 2 – Bicycle/Pedestrian Connectivity Study:

Based on preliminary observations even during non-peak hours, and especially during high demand periods such as a Stanford football game, pedestrian traffic can significantly limit the vehicular capacity of the area. Because of the historic focus on vehicular traffic, pedestrian capacity and accommodations are limited.

The City anticipates the need for PS&E of Embarcadero Road between the intersections of El Camino Real/Galvez Street and the Town & Country/Paly Driveway intersection to provide roadway capacity improvements. One key to success of this effort is to better integrate pedestrians and bicyclists. To identify the appropriate long-term bicycle/pedestrian connectivity

improvements along Embarcadero Road east of the Town & Country-Paly driveways intersection, a connectivity study as part of this project is required.

Existing bicycle-pedestrian connections along the project study area include a grade-separated multi-use trail over Embarcadero Road adjacent to the Caltrain railroad tracks, a signalized pedestrian-only crossing to Paly adjacent to Trader Joe's in the Town & Country Shopping Center, and signalized pedestrian facilities at the El Camino Real intersection. The grade-separated multi-use trail is accessed on the west of the Caltrain tracks from Town & Country Shopping Center and a temporary access point at Paly. The temporary Paly access point at Paly is being provided as part of active construction on the school campus.

As part of the traffic evaluation, the CONSULTANT will observe pedestrian and bicycle circulation in the area. As part of Task 1 the CONSULTANT will count pedestrian and bicycle volume and make observations during the weekday AM and PM peak periods. For this task the CONSULTANT will count and observe during the peak school times, which could include the lunch time, and before and after a Stanford football game. These observations of peak pedestrian flows will help inform the range of improvement options. During the observations the CONSULTANT will make note of where the pedestrians come from and go to. The CONSULTANT will conduct a qualitative evaluation of the pedestrian and bicycle improvement options. The budget includes up to four options. The CONSULTANT could conduct a quantitative assessment of pedestrian and bicycle operations using transportation simulation software as part of an optional task described below.

Through an extensive data-driven community-outreach process the CONSULTANT will identify a recommended long-term connectivity option. The connectivity study will explore the following options:

- Existing multi-use trail access improvements
- Removal of the existing Embarcadero Road & Paly pedestrian crossing
- Addition of a pedestrian/bicycle focused facilities at the Embarcadero Road & Town & Country-Paly driveways intersection
- Relocation of Town & Country-Paly driveways
- A new grade-separated facility

The CONSULTANT will utilize community meetings identified as part of task one to gather feedback regarding bicycle and pedestrian circulation in the area, present multiple alternates, and works to

building consensus for a single preferred plan for the long term connectivity improvements in the area. Based upon input received, the direction for proceeding on a single preferred long-term connectivity plan will be determined. In addition to the overall plan, revised image boards and up to two enlargement plans will be prepared to better illustrate concepts to the public. All plans will be rendered in color for presentation purposes.

Task 3 – Environmental Analysis Study:

Historic and archaeological resources have been identified as the key environmental issues for this project. These resources are likely to be the primary drivers of the environmental budget and schedule. The CONSULTANT will manage the entire compliance process and ensure that the key environmental issues discussed below are resolved efficiently but with a high level of environmental stewardship befitting the City of Palo Alto.

Archaeological and Historic Resources

The proposed project will include signal modifications and relocated signals, which require deep excavation (up to 15 feet) for new signal mast arm foundations. Due to this depth of excavation, it is anticipated that Caltrans will require a technical evaluation of the archaeological sensitivity in the project area and the potential for the project to impact buried archaeological resources.

PALY is included on the Palo Alto Historic Inventory List and may be eligible for the California Register of Historic Resources and/or the National Register of Historic Places. Both widening options would require right-of-way from PALY and, therefore, they have the potential to cause an impact to an historic resource under NEPA and Section 106 of the National Historic Preservation Act. It is not anticipated that the minor effects to the PALY property would be substantial under CEQA. However, in its capacity as NEPA/Section 106 lead agency, Caltrans will require a technical evaluation of the potential impacts to the PALY campus.

Section 4(f)

Section 4(f) of the Department of Transportation Act mandates that federally-funded transportation projects avoid the use of recreational, historic, or wildlife refuge resources unless there are no prudent and feasible alternatives. Since both project alternatives are expected to require right-of-way from an historic property (PALY), it will be necessary to complete the Section 4(f) compliance process to document that the City has considered alternatives that do not affect the PALY property. This requirement would not occur if the City decides not to pursue federal funding.

The CONSULTANT will complete the following tasks necessary for the project obtain CEQA and NEPA clearance. This Scope of Work includes the CONSULTANT's attendance at six community and/or team meetings, not including the Caltrans field review discussed under 'NEPA Compliance' below.

Environmental Scoping, Purpose & Need, and Project Description

The environmental team will complete a field review of the project alignment to further define existing environmental conditions and to establish the principal locations of environmental concern. The CONSULTANT will assist in the accurate definition of the study alternatives, with an emphasis on the inclusion of sufficient detail for finalizing the scopes of the environmental studies. Examples of such details are the width and exact locations of widening, the maximum depth of excavations, and the extent of right-of-way acquisition along the project alignment.

As part of the environmental scoping process, the CONSULTANT will develop a Purpose and Need Statement to include in the Project Description. This is a critical step in the environmental process because it will be the basis for the Section 4(f) compliance process. The Purpose and Need Statement will be included in a comprehensive Project Description that will contain accurate definition of the alternatives as well as the necessary environmental details

CEQA Compliance

Given the nature of the proposed improvements, the project is anticipated to qualify for a Class 1 Categorical Exemption from the California Environmental Quality Act (CEQA). This class of exemptions covers minor alterations to existing facilities so long as they involve no or negligible expansion of use. Although the project design would include additional turning lanes on Embarcadero Road, the overall roadway capacity increase would be negligible.

The CONSULTANT will prepare the Notice of Exemption for the City of Palo Alto and file the Notice at the Santa Clara County Clerk-Recorder's office.

If new through lanes are added to the project design or if other potentially significant environmental impacts are encountered, then the project may not qualify for a Categorical Exemption from CEQA. In such a circumstance, the CONSULTANT could prepare an Initial Study/Mitigated Negative Declaration under a separate scope of work.

NEPA Compliance

The City of Palo Alto may pursue federal funding for the project and therefore would like to obtain environmental clearance under NEPA. This scope of work assumes that the federal funds and compliance process would be administered by the Caltrans Office of Local Assistance. This task will occur after a final project alternative has been selected (that is, the NEPA process will not evaluate multiple alternatives). This will allow the project to be processed through the Caltrans Office of Local Assistance as a Categorical Exclusion (CE) under NEPA.

The CONSULTANT will complete the following tasks as part of the NEPA compliance process. The first step in the NEPA process will be to complete the Caltrans Preliminary Environmental Studies (PES) form, including all required attachments (visual, endangered species, floodplain, hazmat). The next step will be to attend the formal Caltrans field review. Caltrans staff will likely require the following technical memos and studies for this project:

- Right-of-Way/Community Impact Memo
- Equipment Staging Memo
- Air Quality Conformity Documentation
- Water Quality Memo
- Traffic [Construction and Long-Term] Memo
- Visual Impact Memo
- Initial Site Assessment
- Archaeological Survey Report (ASR)
- Historic Resource Evaluation Report (HRER)
- Historic Property Survey Report (HPSR)
- Finding of Effect
- Programmatic Section 4(f) Evaluation (Minor Involvement with Historic Sites)
- Biology Memo (trees and nesting birds)

These studies are included in this scope and are described more fully in the following paragraphs. This scope assumes that no more than two rounds of revisions based on Caltrans comments will be completed on each memo and report. If additional studies or revisions are required, the CONSULTANT can prepare a supplemental scope and budget for submission to, and approval by, the City of Palo Alto.

Right-of-Way/Community Impacts Memo

The CONSULTANT will prepare a brief memo that documents the right-of-way and TCE's required for this project. The memo will also discuss the impacts of the project on adjacent land uses along El Camino Real and Embarcadero Road, which are anticipated to be minimal or beneficial. This scope assumes that no relocations or full right-of-way takes will be required.

Air Quality Conformity Documentation

Caltrans requires that local project sponsors, in this case the City of Palo Alto, provide evidence that the project conforms to the federal Clean Air Act. This requires that the project be included in MTC's Transportation Improvement Program (TIP) and evaluated by MTC's Air Quality Task Force, which will likely determine that it is exempt from the project-level conformity requirements. The CONSULTANT will assist the City in coordinating with MTC staff for the purpose of having the project included in the TIP and evaluated by the Air Quality Task Force.

Equipment Staging Memo

The CONSULTANT will prepare a brief memo that describes the location(s) where construction equipment and materials will be staged. This scope assumes that those location(s) will be along roads within the existing right-of-way. It also assumes that such location(s) will not impact any sensitive biological habitats.

Water Quality Memo

A brief water quality memorandum will be prepared. The memorandum will focus on the measures and best management practices (BMPs) included in the project to reduce water quality impacts. The memorandum will also describe how the project will comply with the latest regulations designed to prevent or reduce water quality impacts. This applies to both the construction phase and the operational phase.

Traffic Memo

Caltrans will require a brief memo that summarizes the short- and long-term traffic impacts of the project. This scope assumes that such a memo will be prepared by the civil engineer or a traffic engineering firm contracted to the civil engineer for the project. The short-term needs to discuss whether there will be any road closures, detours, loss of on-street parking, or other impacts. The long-term needs to show the improvement in LOS with the project in place, as compared to the "no project." Also, the memo should describe any benefits such as improvements for pedestrians

and bicyclists. The CONSULTANT will review the memo for consistency with the Caltrans requirements and coordinate the submittal to Caltrans.

Visual Impact Memo

The CONSULTANT will prepare a qualitative visual study that describes the changes to the visual setting due to the proposed roadway modifications, as well as changes resulting from any tree removal. The visual study will include photographs to illustrate the text and will include completion of the Caltrans visual impact questionnaire.

Initial Site Assessment

An Initial Site Assessment (ISA) will be required to document the potential for hazardous materials or contamination to be present in the project disturbance area. The CONSULTANT will prepare a Caltrans-compliant ISA that will include a site reconnaissance, a review of historical documents and environmental databases, and preparation of the ISA checklist for hazardous waste. The CONSULTANT will review the ISA and coordinate submittal of the report to Caltrans. Soil and groundwater sampling, chemical analyses, and subsurface explorations are not included in this scope of work.

Cultural Resource Studies

The project will require compliance with Section 106 of the National Historic Preservation Act. The following tasks will be undertaken for this purpose.

Area of Potential Effects Map

The CONSULTANT will prepare an Area of Potential Effects (APE) map based on the project description. This scope of work assumes that right-of-way will only be required from the PALY property.

Archaeological Survey Report

The CONSULTANT will prepare a Caltrans-compliant Archaeological Survey Report (ASR) that will include the following tasks:

- A records search will be conducted at the Northwest Information Center of the California Historical Resources Information System (CHRIS) of all cultural resources within a half mile and studies within a quarter mile of the project area, along with any additional resources or investigations that might be applicable. This will include an archival research and review of their maps and literature on file as well as those in Holman & Associates' library.
- Native American consultation will be conducted beginning with the Native American Heritage Commission (NAHC) and continuing with anyone on a contact list they provide. Those that do not respond will be re-contacted after two weeks.
- An archaeological survey will be conducted of the entire project area. Inventory methods will be determined in the field, depending on the findings of the NWIC review, ground surface visibility, and other factors that have a bearing on archaeological sensitivity.
- An Archaeological Survey Report (ASR) will be prepared based on Caltrans guidelines and consultation with their Professionally Qualified Staff (PQS). These will include a summary of the records search results, Native American consultation, and field survey as well as applicable maps. This report will be submitted to Caltrans's PQS for review. This scope assumes there will be only one round of Caltrans review.

This scope assumes that no cultural resources are present, or are likely to be present, within the project impact area. It also assumes that no subsurface testing will be warranted or required.

Historic Resource Evaluation Report

DPR 523 forms (Primary, and Building, Structure, and Object Records) will be prepared for Palo Alto High School, 50 Embarcadero Road. The campus includes up to 20 buildings, however, only two original 1918 buildings may be of historic significance. The historic research and documentation will include an overview of the high school's development. DPR 523 forms will include descriptions, photographs, historical background, and an historic evaluation under National and California Register criteria. The scope of work will include field survey and photographing the buildings and archival research. A Historic Resource Evaluation Report (HREER) will be prepared and will include a Historic Context Statement for the Palo Alto area and the other report sections as per the Caltrans guidelines.

Finding of Effect

A Finding of Effect (FOE) will be prepared per Caltrans Guidelines if any of the Palo Alto High School buildings are eligible for the National or California Register.

Historic Property Survey Report

A Historic Properties Survey Report (HPSR) will be prepared that incorporates the archaeological information prepared in the ASR, HRER, and FOE into the current Caltrans form. This scope assumes there will be only one round of Caltrans review for the HPSR.

Programmatic Section 4(f) Evaluation

Assuming the preferred alternative will require right-of-way from the PALY property, the CONSULTANT will prepare a Section 4(f) Evaluation consistent with the Federal Highway Administration's Programmatic Section 4(f) Evaluation for projects with Minor Involvement with Historic Sites. This analysis will evaluate the project's consistency with the Programmatic 4(f) criteria as well as a discussion of the three required alternatives: 1) Do Nothing, 2) Avoid, and 3) New Location. Lastly, this process will include identification of minimization measures, coordination with state agencies, and development of findings regarding the feasibility of the three alternatives. This evaluation will be based in part upon conceptual designs developed by the City and/or design team.

Biology Memo

The CONSULTANT will prepare a brief memo describing the trees that will be removed by the project as well as the potential for them to support nesting birds and raptors. Replacement tree planting and landscaping will be described based on information provided by the City and/or the design team. Mitigation and avoidance measures to avoid impacts to nesting birds will be identified.

Preliminary Environmental Assessment Report

The CONSULTANT will prepare a brief memorandum (for City approval) for the community-preferred bicycle-pedestrian alignment alternatives on Embarcadero Road between El Camino Real and High Street. The memorandum will summarize the environmental resources that could be affected by the various alternatives, and will include a comparison of the impacts of the alternatives. If appropriate, the memorandum will identify which of the alternatives is

“environmentally superior” and why.

Limitations and Assumptions

At this time, until the final project alternative has been determined and until Caltrans has reviewed all relevant information, the scope of the above studies cannot be determined with complete certainty. For example, Caltrans can require subsurface archaeological testing on streetscape projects because of the potential for wiring and irrigation systems, as well as digging for traffic signal mast arms, trees, sidewalk modifications etc., to affect archaeological resources. For a project of this size, such a requirement would add tens of thousands of dollars to the cost of the archaeological report.

For the purpose of this preliminary scope and corresponding budget, it is assumed that the preferred design will not be one that requires subsurface testing and does not result in substantive impacts. Budgets may need to be refined after Caltrans provides input to the City.

Task 4 – Development of Plans, Specifications and Engineer’s Estimate:

Upon approval of the final environmental documents for the Embarcadero Road Corridor Improvements project, the CONSULTANT will proceed to prepare final plans, specifications, and engineer’s estimates for the construction of the project.

The improvement plans may include the following sheets:

- Cover Sheet
- Project Notes
- Project Plan and Profile
- Demolition Plans
- Plan Details for Improvements, including but not limited to:
 - Multi-Use Trail Sections
 - Enhanced Pedestrian Crossings
 - Accessible Pedestrian Ramps
 - Drainage Plans
 - Transit Station Plans

- Landscape Improvement Plans
- Signage & Striping Plans
- Traffic Signal and Street lighting Improvement Plans
- Utility Preservation and Connections
- Utility Plans
- Storm Water Pollution Prevention Plan
- Construction Staging Plan
- Project Specifications consistent with Palo Alto Standard Specifications, Special Provisions and Caltrans Design guidelines to match the Project Improvement Plan requirements
- The CONSULTANT will provide 35%, 65%, 95% and 100% Engineer's Estimates based on improvement plans and comparable bids for similar projects to ensure the project remains within the project budget (City may elect to hire an outside Construction Management (CM) firm for Value Engineering and outside PEER review. The CONSULTANT will work with CM cooperatively.)

The CONSULTANT will apply for and complete forms required from Caltrans for design exceptions and encroachment permits. The CONSULTANT will submit a detailed schedule based on the improvements plans to the City which would include the following tasks:

- Base 35% Plans Revised from Environmental Process
 - Community Outreach Meeting to Identify Landscape/Hardscape and Streetscape palette
 - Study Session with Architectural Review Board for approval of landscaping palettes and decorative pavement treatments recommended by the Project Landscape Architect and Project Engineer
- 65% Improvement Plans
 - Final Community Outreach Meeting
- 95% Check Print Plan Set

- Presentation of Project to Planning & Transportation Commission
- 100% Bid Set
 - City Council Presentation of Final Project

Meetings with City staff for the review of design plans, specifications and construction staging will be held on-site on a monthly basis. The City will be responsible for securing community and project team meeting facilities. The CONSULTANT will prepare all outreach materials, including media ads to be coordinated for publication by the City, meeting notice flyers for mailing to residents by the City, and community meeting presentations. The CONSULTANT will also serve as scribe at all community meetings and provide the City with meeting notes and action notes within 5- business days of each meeting.

The CONSULTANT has assumed adequate review times for Caltrans review/approval process for the PEER/Encroachment Permit process.

Deliverables for the development of the PS&E stage for this project will also include the following elements:

- 100% PS&E Bid Package
- 100% Engineers Cost Estimate
- Procurement of necessary encroachment permits to allow for the construction of the project

The City anticipates procurement of an outside Construction Management Firm during this stage to assist the City in reviewing plans prepared by the CONSULTANT and to conduct Value Engineering alternatives to ensure that the project remains on-budget. The CONSULTANT will work with the Construction Management firm during the development of the plans.

The City will make available any survey and CAD files prepared as part of past studies. The CONSULTANT will prepare a project-specific survey to properly analyze the project area.

The CONSULTANT will research and prepare a resolved boundary for the roadway on the above projects based on record information. This boundary will be used as the basis for the topographic and aerial mapping.

Please note that the setting of boundary monumentation is NOT included in this scope. This boundary scope assumes that sufficient record data and monumentation exist to retrace the location of the El Camino and Embarcadero right of ways inside the project limits. It is also assumed that the monumentation will match record data. If sufficient monumentation does not exist or a discrepancy is found between the record information and the found monumentation, the CONSULTANT is required by the PLS Act to produce and file a Record of Survey with the County of Santa Clara. If a Record of Survey is required, the CONSULTANT will notify the client of the estimated scope and fee that will be needed to comply with the PLS Act.

The CONSULTANT will complete a topographic survey of the El Camino and Embarcadero intersection. The topographic survey will be drafted at 20' scale and be delivered as an electronic file to the design team.

The horizontal and vertical datum of the surveys will be determined during coordination and prior to the start of work.

The overall aerial topographic survey will include:

- Embarcadero Road – Emerson St to El Camino Real
- Galvez Street – El Camino Real to Arboretum Road
- El Camino Real – Encina Avenue to Churchill Avenue
- Town & Country Driveway
- Palo Alto High School Driveway
- Caltrain Multi-Use Trail – 100-FT North and South of Town & Country/Paly Access Points

A conventional ground survey will supplement the aerial survey in areas anticipated to include improvements as part of this project. The limits of the ground survey will be:

- El Camino Real - 50' North and South of the curb returns at the intersection with Embarcadero, 10' behind the face of curb or 5' behind the back of walk
- Galvez -50' east of the curb return at the intersection of El Camino, 10' behind the face of curb or 5' behind the back of walk

- Embarcadero - 50' east of the Palo Alto High School crosswalk and crosswalk traffic signal and 10' behind the face of curb or 5' behind the back of walk.
- Pedestrian Access Route - The pedestrian access route on the North and South side of Embarcadero will be surveyed from the limits of the Embarcadero scope above, under the railroad Track Bridge and ending at the curb returns and crosswalks to Alma Street at Embarcadero. This pedestrian route survey will be limited to both sides of the sidewalk or elevated walkway at intervals sufficient for ADA mapping.

Task 5 – Grant Assistance, Etc.:

The Embarcadero Road Corridor Improvements project is funded through the design stage only. The CONSULTANT has capabilities to provide additional On Call Support Services during the design of the project to assist the City in pursuing grant funding for construction, architectural renderings, or other services as necessary to successfully implement the project. The CONSULTANT can provide a proposal for other services for design support during the construction phase of the project, and other tasks, once the project is better defined, and as requested by the City.

Other services may also include:

Visual Simulations: Computer generated visual simulations are powerful tools that help community members better visualize proposed improvements. The CONSULTANT would propose to develop up to three visual simulations to illustrate various intersections, connections, etc. Includes up to two revisions of each alternative.

Transportation Simulation. As an optional task the CONSULTANT will prepare a simulation of transportation conditions with and without the proposed improvements. The primary purpose of the simulation would be to demonstrate the effectiveness of the pedestrian improvements. However, the effectiveness of the vehicular improvements also would be demonstrated. The simulation would provide a visual tool that could be used to communicate transportation concepts to the public. For budgeting purposes, this task assumes that the simulation would be prepared with and without two improvement alternatives for two time periods. The time periods would be chosen in consultation with the City and study team.

Lighting Design. As an optional task the CONSULTANT can provide street (or other lighting) design. While standard traffic signal and safety lighting at intersections is included in the proposal, the CONSULTANT can also provide decorative pathway lighting, street lighting, or other lighting enhancements that help to create a sense of place and increase safety.

Record of Survey. As an optional task the CONSULTANT would prepare a Record of Survey documenting found monuments, and/or setting new monuments, that would establish the right of way, if needed.

Right of Way Acquisition Documents and Coordination. As an optional task the CONSULTANT can provide plat and legal descriptions for right of way and/or easement acquisition. Additional related tasks can be provided to assist the City with the property acquisition, if needed or requested.

Additional Services: Additional services may be required for Caltrans reports, studies and alternatives analysis that will be required for project approval.

AMENDMENT NO. 3

Caltrans Documentation:

- Intersection lighting design
 - Caltrans review and coordination
 - Photometrics exhibits
 - Palo Alto preferred fixtures matching Stanford Ave and ECR intersection
- Plans and specification coordination with Caltrans, City of Palo Alto, and Landscape

Protected Intersection Changes:

- Coordination with Stanford
 - Redesign for minimal encroachment into Stanford property
 - Accommodate proposed project at intersection on Stanford property
 - Implement Stanford's desired use and aesthetic
- Multiple major protected intersection design iterations to implement design review comments from Stanford, City of Palo Alto, and Caltrans.
 - 4 iterations of SE and SW corner
 - 2 iterations of NE and NW corner
 - Lane realignment
 - Pedestrian and bicycle circulation
 - Traffic striping and markings
 - Pavement materials

Street Light Design:

- Exhibits for lighting layout coordination
- Proposed lighting layout, fixture schedule, notes, and details for the 65%, 95%, and 100% submittals

**EXHIBIT “C”
COMPENSATION**

The CITY agrees to compensate the CONSULTANT for professional services performed in accordance with the terms and conditions of this Agreement, and as set forth in the budget schedule below. Compensation shall be calculated based on the hourly rate schedule attached as exhibit C-1 up to the not to exceed budget amount for each task set forth below.

CONSULTANT shall perform the tasks and categories of work as outlined and budgeted below. The CITY’s Project Manager may approve in writing the transfer of budget amounts between any of the tasks or categories listed below provided the total compensation for Basic Services, including reimbursable expenses, and the total compensation for Additional Services do not exceed the amounts set forth in Section 4 of this Agreement.

BUDGET SCHEDULE	NOT TO EXCEED AMOUNT
Task 1 (Plan Line Concepts, Peer/Ep)	\$62,680.00
Task 2 (Bike/Ped Connectivity Study)	\$26,084.00
Task 3 (Environmental Analysis/Assessment)	\$10,967.00
Task 4 (PS&E)	\$92,224.00
Task 6 (Grant Assistance, Etc.)	\$28,495.50
Task 7 (Aerial topography)	\$9,900.00
Task 8 (Hexagon (Subconsultant – Traffic Analysis)	\$49,500.00
Task 9 (Callander Associates (Subconsultant - Public Outreach/Landscape Design)	\$110,925.10
Task 10 (David J. Powers & Assoc. Subconsultant - Environmental)	\$93,054.50

Sub-total Basic Services (Tasks 1-10)	\$483,830.10
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AMENDMENT NO. 3

The following tasks are added to Basic Services by Amendment No. 3 to the Agreement.

Task 1 (Caltrans Documentation)	\$11,913.00
Task 2 (Protected Intersection Changes)	\$20,667.50
Task 3 (Street Light Design)	\$12,305.00
Sub-total Amendment No. 3 Basic Services	\$44,885.50
Sub-total Basic Services	\$528,715.60
Reimbursable Expenses	\$5,758.90
Total Basic Services and Reimbursable expenses	\$534,474.50
Additional Services (Not to Exceed)	\$48,958.00
Maximum Total Compensation	\$583,432.50

REIMBURSABLE EXPENSES

The administrative, overhead, secretarial time or secretarial overtime, word processing, photocopying, in-house printing, insurance and other ordinary business expenses are included within the scope of payment for services and are not reimbursable expenses. CITY shall reimburse CONSULTANT for the following reimbursable expenses at cost. Expenses for which CONSULTANT shall be reimbursed are:

A. Travel outside the San Francisco Bay area, including transportation and meals, will be reimbursed at actual cost subject to the City of Palo Alto's policy for reimbursement of travel and meal expenses for City of Palo Alto employees.

B. Long distance telephone service charges, cellular phone service charges, facsimile transmission and postage charges are reimbursable at actual cost.

All requests for payment of expenses shall be accompanied by appropriate backup information. Any expense anticipated to be more than \$3,000.00 shall be approved in advance by the CITY's project manager.

ADDITIONAL SERVICES

The CONSULTANT shall provide additional services only by advanced, written authorization from the CITY. The CONSULTANT, at the CITY's project manager's request, shall submit a detailed written proposal including a description of the scope of services, schedule, level of effort, and CONSULTANT's proposed maximum compensation, including reimbursable expense, for such services based on the rates set forth in Exhibit C-1. The additional services scope, schedule and maximum compensation shall be negotiated and agreed to in writing by the CITY's and CONSULTANT prior to commencement of the services. Payment for additional services is subject to all requirements and restrictions in this Agreement

EXHIBIT "C-1"

HOURLY RATE SCHEDULE

Task	Description	Principal Janine O'Flaherty @ \$215		Proj. Manager [1] Jason Mansfield @ \$177		Engineer III [2] Jason Yee @ \$151		2-Person Survey Crew @ \$249		Surveyor II Dustin Solt @ \$133		Subtotal	
		hrs	\$'s	hrs	\$'s	hrs	\$'s	hrs	\$'s	hrs	\$'s	hrs	\$'s
		1	PLAN LINE CONCEPTS, PEER/EP										
	Meetings (14)	32.0	\$ 6,880.00	32.0	\$ 5,664.00	28.0	\$ 4,228.00	-	\$ -	-	\$ -	92.0	\$ 16,772.00
	Concept Plan Line Alternatives	24.0	\$ 5,160.00	44.0	\$ 7,788.00	96.0	\$ 14,496.00	-	\$ -	-	\$ -	164.0	\$ 27,444.00
	PEER/EP	8.0	\$ 1,720.00	40.0	\$ 7,080.00	64.0	\$ 9,664.00	-	\$ -	-	\$ -	112.0	\$ 18,464.00
	Subtotal	64.0	\$ 13,760.00	116.0	\$ 20,532.00	188.0	\$ 28,388.00	-	\$ -	-	\$ -	368.0	\$ 62,680.00
2	BIKE/PED CONNECTIVITY STUDY												
	Additional Meetings (2)	4.0	\$ 860.00	8.0	\$ 1,416.00	8.0	\$ 1,208.00		\$ -	-	\$ -	20.0	\$ 3,484.00
	Study	16.0	\$ 3,440.00	40.0	\$ 7,080.00	80.0	\$ 12,080.00		\$ -		\$ -	136.0	\$ 22,600.00
	Subtotal	20.0	\$ 4,300.00	48.0	\$ 8,496.00	88.0	\$ 13,288.00	-	\$ -	-	\$ -	156.0	\$ 26,084.00
3	ENVIRONMENTAL ANALYSIS/ASSESSMENT												
	Additional Meetings (2)	4.0	\$ 860.00	8.0	\$ 1,416.00	4.0	\$ 604.00	-	\$ -	-	\$ -	16.0	\$ 2,880.00
	Coordination	1.0	\$ 215.00	24.0	\$ 4,248.00	24.0	\$ 3,624.00	-	\$ -	-	\$ -	49.0	\$ 8,087.00
	Subtotal	5.0	\$ 1,075.00	32.0	\$ 5,664.00	28.0	\$ 4,228.00	-	\$ -	-	\$ -	65.0	\$ 10,967.00
4	PS&E												
	PS&E	24.0	\$ 5,160.00	80.0	\$ 14,160.00	320.0	\$ 48,320.00	56.0	\$ 13,944.00	80.0	\$ 10,640.00	560.0	\$ 92,224.00
	Subtotal	24.0	\$ 5,160.00	80.0	\$ 14,160.00	320.0	\$ 48,320.00	56.0	\$ 13,944.00	80.0	\$ 10,640.00	560.0	\$ 92,224.00
5	GRANT ASSISTANCE, ETC.												
	Misc. services, as requested	TBD		TBD		TBD		TBD		TBD			\$ -
	Subtotal	-	\$ -	-	\$ -	-	\$ -	-	\$ -	-	\$ -	-	\$ 28,495.50

Subtotal \$220,450.50

Reimbursables (3%) [5] \$5,758.65

Aerial topography [4] \$9,900.00

Hexagon (Subconsultant - Traffic Analysis) [4] \$49,500.00

Callander Associates (Subconsultant - Public Outreach/Landscape Design) [4] \$110,925.10

David J. Powers & Assoc. (Subconsultant - Environmental) [4] \$93,054.50

Total \$ 489,588.75 for Tasks 1-10

[1] Project Manager category may also be billed to by: Alex Calder (survey Project Manager), Ed Boscacci (Stormwater), or Roland Haga (QC/constructibility), depending on task requirements.

[2] Engineer III role may also be served by others as needed to meet project needs, including a combination of Engineer II and Engineer I

[3] Assumes project scope remains similar to initial concept. Expanded project limits, or revised concept, may require revisiting the number of hours required.

[4] Subconsultant fee includes additional BKF 10% markup.

Amendment No. 3

Basic Services added by Amendment No. 3 shall be compensated based on the following fixed fee per task.

DASH NO.	WORK DESCRIPTION	FEE BASIS	ADDITIONAL FEE
-11	Caltrans Documentation	Fixed Fee	\$11,913.00
	Protected Intersection Changes	Fixed Fee	\$20,667.50
	Street Lighting Design	Fixed Fee	\$12,305.00
TOTAL FEE:			\$44,885.50

Certificate Of Completion

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Source Envelope:	
Document Pages: 24	Signatures: 1
Certificate Pages: 2	Initials: 0
AutoNav: Enabled	Envelope Originator:
Envelopeld Stamping: Enabled	Christopher Anastole
Time Zone: (UTC-08:00) Pacific Time (US & Canada)	250 Hamilton Ave
	Palo Alto , CA 94301
	chris.anastole@cityofpaloalto.org
	IP Address: 12.220.157.20

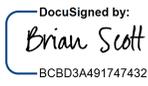
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Storage Appliance Status: Connected	Pool: City of Palo Alto	Location: DocuSign

Signer Events

Brian Scott
Bscott@bkf.com
Principal/Vice President
Security Level: Email, Account Authentication (None)

Signature

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In Person Signer Events

Signature

Timestamp

Editor Delivery Events

Status

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Agent Delivery Events

Status

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Intermediary Delivery Events

Status

Timestamp

Certified Delivery Events

Status

Timestamp

Carbon Copy Events

Status

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Madina Klicheva
Madina.Klicheva@CityofPaloAlto.org
Administrative Associate II
City of Palo Alto

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Electronic Record and Signature Disclosure:
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Shahla Yazdy
Shahla.Yazdy@CityofPaloAlto.org
Security Level: Email, Account Authentication (None)

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Electronic Record and Signature Disclosure:
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Notary Events

Signature

Timestamp

Envelope Summary Events	Status	Timestamps
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