

Exhibit NN



Place: Conference Call; AOT Davis Conf
Rm N514 & Burlington DPW

Meeting Notes

Date: November 26, 2016

Notes Taken by: VHB

Project #: 57829.00

Re: Burlington STP 2035 (15) Burlington Rail Projects Meeting

ATTENDEES

- City of Burlington DPW: Dave Allerton, Senior Public Works Engineer, Martin Lee, Public Works Engineer
- VTrans: Dan Delabruere, Rail Program Manager, Paul Libby Senior Project Manager
- VHB: Scott Burbank, Project Manager, Megan Suffel, Transportation Consultant

NOTES

1. Diagnostic Meeting Notes

a. General Project Sheet

- i. With the addition of the passenger train in Burlington, VHB has come up with a new rail alignment that passes through the existing bike path along the east side of the existing tracks. This is required due to the passenger train's need to be parked between College Street and King Street overnight and the fact that the existing freight train will need to be able to pass through this area as well while the passenger train is parked overnight.
- ii. There is another alternative to have the double track cross at King Street, but the State believes that the College Street double track crossing is more likely to move forward to Final Plans.
 1. Rights will need to be obtained by NECR as the College Street crossing is the intersection of VTR and NECR.
- iii. The upgrades to College Street and the addition of the new rail tracks and passenger platform will need to be done simultaneously.

b. Plan Discussion

- i. Layout Sheet
 1. Due to the need to add an additional track, the bike path cannot be on the east side of the existing tracks and needs to be moved.
 - a. The bike path is currently in the railroad right-of-way and the agreement between the City and the State allows for the State to utilize the railroad right-of-way for rail operations.



Meeting Notes

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side of College Street and does not know if additional drop inlets would be required further up the hill (east) on College Street.

- a. The City will reach out to its stormwater resources and see if they already have this area modeled and will send it to VHB for further analysis.
3. The 30" pipe running east to west down College Street will be impacted regardless of the number of tracks at the crossing.

c. Schedule

- i. The goal is to start working on full design as soon as possible. Once design is started there would be three plan submissions; Preliminary, Final, and Contract.
- ii. Construction is projected to begin the summer of 2018 but could potentially be pushed back to 2019 if there are any delays.
- iii. VTrans has a deadline to get Amtrak to Burlington by 2020, but they are hoping to be ahead of that timeline.

d. Cost Sharing

- i. There has not been a preliminary cost done for the project.
- ii. VTrans to take a preliminary look at what the cost sharing would be and get back to the City for a discussion.
 1. The City will most likely be responsible for the stormwater improvements, removal and replacement of trees, curbs and sidewalks, and the relocation and design of a new bike path.

e. Next Steps

- i. The City will present the new concept plan to Chapin Spencer and Jesse Bridges to get their thoughts.
- ii. VTrans will speak to both railroads and settle on the final alignment of the new rail line.

The recorder has attempted to summarize discussions held during this meeting as accurately as possible. If there are any items that are misrepresented, please contact the recorder within ten working days. In the absence of any corrections or clarifications, it will be understood that these notes accurately summarize the discussions at the meeting.

Exhibit 00

From: Flynn, Joe
Sent: Wednesday, December 12, 2018 9:13 PM
To: Boomhower, Michele
Cc: Delabruere, Daniel; Flynn, Joe
Subject: Re: Agenda for Meeting with the Mayor of Burlington

I can't imagine why the city would opt for what seems like a pointless battle with Melinda parking the train in the center of town when it could overnight a few hundred yards north and out of the way. Yes, it will be interesting.

Thanks

Sent from my iPhone

On Dec 12, 2018, at 21:08, Boomhower, Michele <Michele.Boomhower@vermont.gov> wrote:

The City does not favor that location. It will be interesting to hear from the Mayor.

Michele Boomhower
VTrans PPAID Director
Michele.Boomhower@vermont.gov
(802) 505-3480
Sent from my iPhone

On Dec 12, 2018, at 8:12 PM, Flynn, Joe <Joe.Flynn@vermont.gov> wrote:

Michele, when Dan and I met last week, we determined that Main Street Landing and the northern urban limits (right term?) scored equally. That location would put the train slightly north of Lakeview Terrace. All things considered that would seem to be the best selection.

Sent from my iPhone

On Dec 12, 2018, at 19:48, Boomhower, Michele <Michele.Boomhower@vermont.gov> wrote:

Here are the topics for tomorrow Joe.

- Champlain Parkway
- Rail Work, Amtrak & Bike Path Coordination
- Railyard Enterprise Project
- Legislative Session
- Federal Funding Opportunities for Infrastructure
- Any Other Coordination Issues?

I'm up to speed on all of these and have been in regular communication with Chapin.

The key topic from our standpoint is the location of the Amtrak train. The Scoping Study identified Union Station as the preferred location, the City indicated they can live with that. Tomorrow we need to discuss the messaging with Melinda. The study will be finalized for public release once we have notified her of the outcome.

Wulfson met with the Mayor last week to let him know they would begin preliminary construction of the double tracking in front of Union Station next summer, with finalization in 2020. They indicated that the City should begin working with Pecor on the bike path relocation. Dave's setback from Union Station will be at the edge of the 8' offset that is required in our lease with her.

I've added Dan to this email in case he has anything additional.

Let me know if you have questions.

Thanks

Michele Boomhower
VTrans PPAID Director
Michele.Boomhower@vermont.gov
(802) 505-3480
Sent from my iPhone

Exhibit PP

From: Boomhower, Michele
Sent: Tuesday, February 05, 2019 9:04 PM
To: Chapin Spencer
Cc: Delabruere, Daniel; Susan Molzon; Norm Baldwin; shoughton@vrs.us.com; Boomhower, Michele
Subject: RE: Overnighting of Amtrak Train in Burlington

Chapin,

VTrans and VRS are working collaboratively to bring the sewer and water management for the train, overnighting at Main Street Landing, to fruition.

Please let me know where we stand on finalizing the report.

Thanks!

Michele Boomhower | Division Director
Policy, Planning & Intermodal Development (Aviation, Rail and Public Transit) Division
Vermont Agency of Transportation
1 National Life Drive | Montpelier, VT 05633-5001
802-505-3480
vtrans.vermont.gov



From: Chapin Spencer <cspencer@burlingtonvt.gov>
Sent: Friday, January 18, 2019 1:03 PM
To: Boomhower, Michele <Michele.Boomhower@vermont.gov>
Cc: Delabruere, Daniel <Daniel.Delabruere@vermont.gov>; Susan Molzon <smolzon@burlingtonvt.gov>; Norm Baldwin <nbaldwin@burlingtonvt.gov>
Subject: RE: Overnighting of Amtrak Train in Burlington

Hello Michele,

Thanks for this follow up. I'm replying to just VTrans and including a few key City staffers.

I am pleased to see the initial response from VTrans and VRS is promising on including water and wastewater utilities as part of this project. These utilities will not only reduce impacts of servicing the train to adjacent entities, but it should lower the ongoing servicing costs for Amtrak/State of VT into the future. In addition, it is our understanding based on the Amtrak train storage assessment that the Union Station site would be much less expensive than the Urban Reserve sites to develop for storage.

PW Senior Engineer Susan Molzon is the City's point of contact on this project. Susan is out today, but will be in next week. Dan, can you follow up with her then? I've attached the screenshots of our area utilities for both the Union Station and Urban Reserve locations. It's a 16MB file, so Dan please confirm that you've received it.

Michele, given that VRS is generally supportive of including water and wastewater infrastructure in this area, can the City finalize our recommended train storage location with the understanding that VTrans will advance this project with the goal of designing the water and wastewater utilities into the project? Let me know. Thank you.

Best,
Chapin

Chapin Spencer, Director
Department of Public Works
645 Pine Street, Burlington, VT
www.burlingtonvt.gov/DPW
802-863-9094

Our Mission: To steward Burlington's infrastructure and environment by delivering efficient, effective, and equitable public services.

From: Boomhower, Michele <Michele.Boomhower@vermont.gov>
Sent: Tuesday, January 15, 2019 9:14 AM
To: shoughton@vrs.us.com
Cc: Delabruere, Daniel <Daniel.Delabruere@vermont.gov>; Wulfson, David <dwulfson@vermontrailway.com>; Flynn, Joe <Joe.Flynn@vermont.gov>; Chapin Spencer <cspencer@burlingtonvt.gov>; Boomhower, Michele <Michele.Boomhower@vermont.gov>
Subject: Re: Overnighting of Amtrak Train in Burlington

Perfect, I will have Chapin connect with Dan regarding the appropriate POC at Public Works. Let's keep this in mind as the double tracking project is designed.

Thanks

Michele Boomhower | Division Director
Policy, Planning & Intermodal Development (Aviation, Rail and Public Transit) Division
Vermont Agency of Transportation
1 National Life Drive | Montpelier, VT 05633-5001
802-505-3480
vtrans.vermont.gov

On Jan 15, 2019, at 9:06 AM, Selden Houghton <shoughton@vrs.us.com> wrote:

Michele,
We have discussed having water and septic hookups along the track. I agree, it makes sense to incorporate this into the design is possible.
Selden

From: Boomhower, Michele [<mailto:Michele.Boomhower@vermont.gov>]
Sent: Monday, January 14, 2019 6:06 PM
To: shoughton@vrs.us.com; Delabruere, Daniel
Cc: Wulfson, David; Flynn, Joe; Boomhower, Michele; Chapin Spencer
Subject: Overnighting of Amtrak Train in Burlington

Chapin (copied here) just called to indicate that the Mayor is meeting with Melinda tomorrow morning. I indicated that the Secretary has conveyed to Melinda that we stand with the City in meeting their needs for overnighting the train (at Union Station or the Urban Reserve).

Chapin and his team are preparing a White Paper for the Mayor as part of the final decision making process of the City.

One item which has come up is the Sewer and Water servicing of the train at Union Station. Rather than having a truck come to service, is there a way for a direct pipe connection to City Sewer and Water which could be built into the project so as to avoid the off gassing and congestion of activity which could be associated with a septic truck service?

Chapin can send along utility access information as needed.

Dan, could this be worked in as a cost of the project if it is logistically feasible?

Please coordinate with Chapin directly on the details.

Thanks,
Michele

Michele Boomhower | Division Director
Policy, Planning & Intermodal Development (Aviation, Rail and Public Transit) Division
Vermont Agency of Transportation
1 National Life Drive | Montpelier, VT 05633-5001
802-505-3480
vtrans.vermont.gov

<image001.jpg>

Please note that this communication and any response to it will be maintained as a public record and may be subject to disclosure under the Vermont Public Records Act.

Exhibit QQ

From: Burbank, Scott <SBurbank@VHB.com>
Sent: Monday, May 06, 2019 4:18 PM
To: Martineau, Joshua
Cc: Libby, Paul; Bussiere, Louise; Saladino, David
Subject: RE: [External] Burlington PLAT(3) WOR
Attachments: Burlington PLAT(3)_Phase B_Scope of Work & Budget Proposal.pdf

Hi Josh,

Per your request below, please find the attached updated scope and budget proposal for Phase B Engineering Services for the Burlington Station platform and siding.

Please feel free to contact us if you have any questions.

Thanks,
Scott

Scott E. Burbank
Director of Structures - Vermont

P 802.497.6157
www.vhb.com

From: Martineau, Joshua <Joshua.Martineau@vermont.gov>
Sent: Wednesday, May 1, 2019 8:15 AM
To: Burbank, Scott <SBurbank@VHB.com>
Cc: Libby, Paul <Paul.Libby@vermont.gov>
Subject: RE: [External] Burlington PLAT(3) WOR

Scott,
I have reviewed your scope and fee. Please amend your scope and fee to only the design phase through advertisement, Phase B of your current scope. Resubmit by end of day Monday May 6.

Josh Martineau, Project Manager, Rail & Aviation Bureau
Vermont Agency of Transportation
1 National Life Dr | Montpelier, VT 05633
802-595-2793 | Joshua.Martineau@Vermont.gov
vtrans.vermont.gov/rail



From: Burbank, Scott <SBurbank@VHB.com>
Sent: Wednesday, April 17, 2019 5:32 PM
To: Martineau, Joshua <Joshua.Martineau@vermont.gov>
Cc: Libby, Paul <Paul.Libby@vermont.gov>
Subject: RE: [External] Burlington PLAT(3) WOR

Hi Josh,

Please find the attached Budget Proposal for the Burlington PLAT(3) project. Please note that the worker category for Principal-In-Charge, Senior Project Manager, Survey Manager, Senior Traffic Engineer, and Environmental Clearance/Permitting Coordinator is based on the direct labor rate and does not accurately describe the person working on the project. The actual labor category is as follows:

Principal-In-Charge	= Senior Transit & Rail Project Manager
Senior Project Manager	= Senior Track Engineer & Senior Project Manager
Survey Manager	= Civil and Track Designer
Senior Traffic Engineer	= Railroad Track Engineer
Environmental Clearance/Permitting Coordinator	= Environmental Engineer

Additionally, as you are aware there are a few unknowns concerning the design of the utilities for this project. As such our budget proposal is on the higher side to reflect these unknowns. Once you notify us that we have been selected we should schedule the Kick-Off meeting on-site to further define the scope and budget for this project.

Please feel free to contact me if you have any questions.

Thanks,
Scott

Scott E. Burbank
Director of Structures - Vermont

P 802.497.6157
www.vhb.com

From: Martineau, Joshua <Joshua.Martineau@vermont.gov>
Sent: Monday, April 15, 2019 10:15 AM
To: Burbank, Scott <SBurbank@VHB.com>
Cc: Libby, Paul <Paul.Libby@vermont.gov>
Subject: Re: [External] Burlington PLAT(3) WOR

Please have it to me by the end of the day Wednesday

From: Burbank, Scott <SBurbank@VHB.com>
Sent: Monday, April 15, 2019 9:38:06 AM
To: Martineau, Joshua
Cc: Libby, Paul
Subject: RE: [External] Burlington PLAT(3) WOR

Hi Josh,

Per the WOR, the fee for the Burlington PLAT(3) WOR is due this Wednesday, I wanted to confirm with you if that was still the case.

Thanks,
Scott

Scott E. Burbank
Director of Structures - Vermont

P 802.497.6157
www.vhb.com

From: Martineau, Joshua <Joshua.Martineau@vermont.gov>

Sent: Thursday, April 11, 2019 9:45 AM

To: Goyette, Gregory <greg.goyette@stantec.com>; Burbank, Scott <SBurbank@VHB.com>; Stockin, Adam <Adam.Stockin@wsp.com>; Tetreault, Richard M. <Richard.Tetreault@wsp.com>; Wilson, John (Manchester, NH) <John.Wilson5@jacobs.com>; Gozalkowski, Dale <DGozalkowski@chacompanies.com>

Cc: Libby, Paul <Paul.Libby@vermont.gov>

Subject: [External] Burlington PLAT(3) WOR

Good Morning All,

WOR for Burlington PLAT(3) is due tomorrow at the end of the day. Paul Libby is out of the office for the next week so please address the WOR to myself and CC Paul.

Josh Martineau, Project Manager, Rail & Aviation Bureau
Vermont Agency of Transportation
1 National Life Dr | Montpelier, VT 05633
802-595-2793 | Joshua.Martineau@Vermont.gov
vtrans.vermont.gov/rail



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May 6, 2019

Mr. Josh Martineau
Project Manager
Rail & Aviation Bureau
Vermont Agency of Transportation
One National Life Drive
Montpelier, VT 05633-5001

RE: Burlington PLAT(3) – Station Platform and Siding
Scope and Budget Proposal
Phase B Engineering Services – VHB Contract #PS0425

Dear Mr. Martineau:

Please find attached our Scope and Budget Proposal for Phase B Engineering Services for the above project under Contract #PS0425. This scope and budget proposal has been prepared for the development of this project through the Bid Analysis milestone.

Attached you will find the following documents:

- Scope of Work
- Budget Proposal (Summary Sheet, Labor Task Breakdown, Direct Expenses)

Please don't hesitate to let us know if you have any questions or if you need any additional information.

Very truly yours,

A handwritten signature in blue ink that reads "Scott E. Burbank".

Scott E. Burbank, P.E.
Project Manager

Enclosures
SEB/djj

Engineers | Scientists | Planners | Designers

40 IDX Drive, Building 100
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Phase B Engineering Services

Scope of Work

Station Platform and Siding

Burlington PLAT(3)

Scope of Work

VHB will advance the project through the Phase B process in general accordance with the VTrans project development process and as outlined in the scope below. All project design will be in accordance with the requirements of the VTrans Project Development Manual, the VTrans 2018 Construction Specifications, the MUTCD, Track Safety Standards; 49 CFR 213, Amtrak Program and Planning Guidelines, Amtrak Engineering Practices, and the American Railway Engineering and Maintenance-of-Way (AREMA) Manual for Railway Engineering.

Background

The Burlington PLAT(3) project proposes to add an Amtrak siding between King Street and College Street that will accommodate a 5-car train with 2 locomotives. The addition of this siding will require the relocation of the existing track slightly to the west, and the design of a low level platform to allow for the loading and unloading of passengers from the Amtrak train as well as amenities to service the train while it is stored overnight on the siding.

Phase B - Project Design (Subjob 100)

1.0 Project Management and Correspondence

1.1 Project Management

Throughout the project design there is a need for regular and continual correspondence between VHB, VTrans, VRS, and the City of Burlington as well as management, coordination, and correspondence with the VHB project team. VHB will coordinate personnel and workload, develop and track internal action items related to technical services, and maintain the project schedule in accordance with VTrans' Artemis schedule. VHB will also provide bi-weekly updates to the VTrans PM which will include bullets showing the tasks completed over the past two weeks prior to the update, the work to be completed the next two weeks after the update, and the items to be completed by VTrans as well as upcoming milestones.

1.2 Correspondence and Communication with Project Stakeholders

Stakeholders include but are not limited to:

- VTrans Staff
- FRA
- Amtrak
- City of Burlington
- Regulatory Agencies
- Vermont Rail System
- Utility Companies

1.3 Invoicing

VHB will record all project related time and expenses through our accounting software. The records will be used to prepare invoices, and review expenses prior to submission to VTrans. VHB

will indicate the hours spent on each task by employee and will include this information with each invoice.

2.0 Kick-Off Meeting

VHB will schedule a project Kick-Off meeting with VTrans to kick off the project and discuss the scope of the project, layout of the siding and platform, proposed grading, and the proposed VRS extension of the siding.

We'll also use the meeting to get input from the VTrans PM on the project approach, understanding of the project design, and to review the project schedule.

3.0 Data Collection

VHB is very familiar with the project site and has the current topographic survey of the project area based on our work on the scoping level effort for this project and the College Street Railroad Crossing project. However, we will conduct a further review of the site using the available information from the City of Burlington to determine the utility locations.

VHB has acquired most of the utility information for the Burlington STP 2035(15) project. However, we have not specifically verified the presence of utilities within the area of the siding and platform. To determine the location of city and private utilities VHB will contact the VTrans Rail Property Management Section and use the City of Burlington GIS information to locate the City utilities. VHB will follow up with the City to verify the utility locations as well as verify their location through field observations. VHB anticipates meeting with City staff at least three times to discuss the proposed utility modifications for servicing the Amtrak Train.

4.0 Low Level Platform Narrative

VHB will develop a narrative for use by Amtrak to request a low level platform for the loading of passengers at the Burlington Amtrak Station from the Federal Rail Administration (FRA). VHB will develop the narrative based on the Narrative VTrans developed for the Ferrisburgh-Vergennes Amtrak Station. VTrans will provide VHB with this example in Word and it is anticipated that the information in the Ferrisburgh-Vergennes Narrative will be the same and/or similar for the Burlington Narrative. VHB with assistance from VTrans and/or Amtrak will develop the Disability Community Importance Factors and the Cost of Car-Borne Verses Station-Based Mobile Lifts.

As there will be a side track for the unloading of passengers directly adjacent to the platform, the "Plans for Burlington, VT Station" section of the narrative will focus on the fact that the station floor elevation and adjoining walkway elevation do not allow for a level boarding platform at the Burlington Station. VHB will develop the draft narrative for VTrans' review. Once VTrans has completed its review, VHB will update the narrative based on comments received from VTrans and submit the final draft document to VTrans for another review. VHB will again update the document based on VTrans' final review comments and submit the final narrative to VTrans.

5.0 Geotechnical Evaluation

Our subconsultant Sanborn Head & Associates will perform a geotechnical subsurface investigation to assist with the environmental site assessment and determine the allowable bearing pressure to support the low level platform and the relocated roof structure.

Sanborn Head will drill eight (8) test borings between King and College Street. All of the borings will be required for environmental sampling, while two (2) of the borings will be required for geotechnical evaluation for the platform and relocated roof structure.

The environmental borings will be advanced to approximately 5 feet (ft) below ground surface (bgs). Standard Penetration Tests will be performed continuously from the ground surface for the full depth of the borings. The two geotechnical borings will be conducted in the vicinity of the proposed platform and relocated roof structure. One boring will be advanced to approximately 25 ft bgs, and a second boring will be advanced as deep as possible as time allows. The purpose of these borings is to evaluate the subsurface conditions at the Site to support the design of the proposed structures. The deep boring will be used to evaluate the seismic site class.

The results of Sanborn Head's work will be summarized in a geotechnical engineering report that will describe the subsurface exploration program, the subsurface conditions encountered, and their geotechnical engineering recommendations.

6.0 Environmental Site Assessment

VHB will complete an ESA of the Project area consisting of a Limited Phase I ESA and a Limited Phase II ESA designed to evaluate potential impacts to the Project from the presence of oil and hazardous materials ("OHM"). In addition to limiting VTRANS' potential liability, identification and characterization of contaminated soil prior to construction would reduce potential schedule delays, logistical problems, and additional costs associated with managing the contamination concurrently with construction activities. The results of this ESA program will inform any required design modifications and OHM management plans; which may include a Corrective Action Plan for the management of contaminated media.

VHB will perform a Limited Phase I ESA as an initial screening for contaminants of potential concern in the project area. The proposed Limited Phase I ESA would not fully adhere to the ASTM E 1527-13 standard or satisfy the "All Appropriate Inquiries" standard, which is generally completed for property transactions. Instead, the Limited Phase I ESA will focus on a "desk-top" evaluation to determine the status of known "high-risk" sites in the area, as well as historical property uses that may impact the Project. VHB will incorporate the findings from the Limited Phase I ESA into a Work Plan for review and approval by the DEC.

VHB will complete a Limited Phase II ESA based on the findings of the Limited Phase I ESA. The Phase II ESA Soil Characterization proposed by VHB will include the advancement of soil borings at representative locations, which will occur concurrently with a geotechnical investigation to reduce drilling costs. The estimated number of borings is based on both the estimated weight of soil that will need to be wasted off-site (*i.e.*, 1 sample per 500 tons of soil is required for disposal at ESMI of NY or Casella, NY), as well as typical boring spacing for linear transportation projects per DEC requirements on similar projects. Based on similar project experience, it is assumed that one boring will be advanced approximately every 100 feet along the corridor for a total of eight (8) borings. At each boring location, VHB will characterize soil for type, moisture content, and visual and olfactory indications of contamination. A photoionization detector ("PID") will be utilized to field-screen the soils for the presence of total organic vapors associated with solvent and petroleum contamination. A total of 11 analytical samples (10

primary and 1 duplicate for QA/QC purposes) will be collected from the eight (8) borings. Due to the likely presence of contaminated media associated with the historical rail line, VHB will submit samples for full waste characterization analyses that are required by the likely receiving facilities. Based on the Geotechnical proposal, VHB has assumed that drilling will be completed in two (2) days. Additional fieldwork due to drill rig down time or complications with the geotechnical investigation is not included in this scope.

VHB will prepare a Limited Phase II ESA Results Memorandum ("memo") to summarize the findings of the soil pre-characterization. The memo will include a description of field activities, analytical methods, a basic boring location figure, and a tabular data reduction and analysis against applicable screening values. Finally, the memo will provide recommendations for further action based on the findings. Dependent upon the findings of the Limited Phase II ESA, additional fieldwork, reporting, and coordination with the DEC may be required up to and including the need for Additional Site Investigation, Evaluation of Corrective Action Alternatives, Corrective Action Plan and other documents and requirements as outlined in the DEC Investigation and Remediation of Contaminated Properties Rule. Additional reporting, permitting, and coordination with the DEC beyond the respective Limited Phase I ESA and Phase II ESA activities are not included in this scope.

7.0 Public Meeting/Hearing

VHB will prepare for and attend a single public meeting or Development Review Board (DRB) hearing if required to receive a DRB Zoning and Building permit for the construction of the platform and roof structure relocation. VHB has extensive experience with public information meetings from our work on the Burlington Amtrak Train Storage and Servicing Facility Assessment Study as well as DRB meetings with the City of Burlington from our previous work on various City and private development projects.

8.0 Preliminary Design

Project Design will begin with the development of Preliminary Plans. VHB will design such features as the mainline track and siding, platform layout with relocated roof structure (300-ft long by 12-ft wide platform 8" above the top of proposed rail profile), mobile lift storage building layout, stormwater control measures if required, material transitions, site lighting layout and electrical lines (if required), water, wastewater, and electrical distribution design and layout, typical sections, construction phasing and traffic control plans, erosion prevention and sediment control measures. VHB will develop all cross sections and place construction limits and notes on the layout sheets. We will also compute quantities for all known construction pay items.

Site layout and grading will be designed to be consistent with the Americans with Disabilities Act (ADA). The design will incorporate connection of the Platform to the existing sidewalk extending from the train station.

8.1 Track Design

Based on the WOR and VHB's previous conceptual design with VTrans, the preferred alternative for the siding is to start just between King Street and Maple Street and stop behind the sidewalk at College Street. It is VHB's understanding that VRS will be reconstructing the grade crossing

through King Street to incorporate the addition of the siding track as well as extending the siding through College Street to connect to the main line to the north, as such VHB will coordinate with both VTrans and VRS to design the siding to meet the State's requirements and meet the future needs of VRS. VHB will update the conceptual track layout to allow for the platform to be centered on the rail station canopy and review the alignment of the existing mainline track which will need to be adjusted to allow for the construction of the siding.

The current railroad profile through the area of the project will be modified if necessary, but it is assumed that the railroad profile which needs to match the existing grade of the track at King and College Street will remain very close to the existing profile of the existing mainline track.

8.2 Water, Sewer, & Electrical Design

VHB will design the water line and yard hydrant and coordinate with the City of Burlington to acquire a water allocation for use of the Cities water for fulling the Amtrak Train potable water tanks. VHB will also design a connection to the existing sewer system, presumably via an existing or new manhole for emptying the Amtrak Train's solid waste tanks. This work will require coordination with the City of Burlington, DEC, Amtrak, VRS, and VTrans to **determine the best way to provide these services to the Train from the area between King and College Streets.** VHB will also prepare and submit a Water/Wastewater Permit on VTrans' behalf.

VHB's subconsultant, LN Consulting will design the three phase 480 volt plug in for the Amtrak locomotive. Additionally, LN Consulting will design the electrical service for any lighting required at the platform and along the Amtrak Train for nighttime security. VHB will develop the appropriate lighting schematics and develop the required lighting information for approval by the Burlington DRB.

8.3 Preliminary Plans

The Preliminary Plans submission will be developed to initiate the, environmental, utility, and ROW clearance processes. This submission will not include specific details for the platform, which will be completed as part of the Final Plans.

The Preliminary Plans will consist of the following:

- Title Sheet
- Index Sheet
- Convention Symbology Legend Sheet
- Typical Sections and Details
- Tie Sheet
- Boring Layout Sheet and Boring Logs
- Rail Curve Geometry Table Sheets
- Rail and Platform Plan and Profile Sheets
- Lighting Plans and Details (If Required)

- Water/Sewer Plans and Details
- Three Phase 480 Volt Electrical Plans and Details
- Construction Phasing Plans
- Railroad and Platform Cross Sections
- Traffic Control Plans
- EPSC Narrative Sheet
- EPSC Existing Conditions Plan
- EPSC Construction Plan
- EPSC Final Conditions Plan
- EPSC Details

VHB will prepare a preliminary construction cost estimate in Estimator® Software format and submit the Estimate, Preliminary Plans, Preliminary Transportation Management Plan (TMP), and the Risk Registry to the VTrans PM for an internal review.

After the Rail Section completes its internal review it will provide any comments to VHB. VHB will address the internal review comments and submit the Estimate, Preliminary Plans, Preliminary TMP, and the Risk Registry to the VTrans PM for review and comment by various internal entities.

9.0 Environmental, Utility, and ROW Clearances

There are several permits and clearances which must be obtained from resource agencies, and internal VTrans Environmental, Utility, and ROW Sections. The VTrans PM will coordinate with VTrans' Environmental, Utility and ROW staff to obtain all necessary clearances.

VHB will prepare plans showing the limits of disturbance for VTrans' use in permitting and approval by the State and Federal regulators. VHB will also complete the "Project Impact Data Form" and "Appendix A Risk Evaluation" to determine if a construction stormwater authorization under the General Permit is required. If a Construction Stormwater Authorization under the General Permit is required for this project, the permit will be compiled and submitted by VTrans with technical assistance from VHB.

In addition to the State Permits there are also City of Burlington Permits that may need to be acquired such as:

- City Stormwater Permit
- City EPSC Permit
- City Electrical Permit

VHB and its subconsultant LN Consulting will first verify the permit city permit requirements to determine if State statutes exempt the State from having to acquire these permits. If VTrans is not exempt from these permits, every effort will be made to design the project in such a way as to avoid triggering these permit thresholds. However, if it is not possible to avoid triggering the City

permit thresholds, VHB and LN Consulting will prepare and submit the required permit applications on VTrans behalf to the city for review and approval. The City of Burlington also requires a City Excavation Permit, which is typically acquired by the Contractor. VHB will develop the Contract Documents to simplify the process for the contractor to acquire this permit. As noted above in Section 8.2 VHB will prepare and acquire the Water/Wastewater permit for VTrans.

10.0 Final Plans

VHB will revise the Preliminary Plans based on the comments received from VTrans on the Preliminary Plan OLSR, and any additional comments on the Preliminary Plans from VRS, Amtrak, or the FRA.

VHB will complete the remaining design including: platform design, structural shelter design for the lift, and any final design for the water, sewer, three phase 480 Volt plug, and lighting design (if required). VHB will develop additional details and sheets as required to develop the Final Plans and update the Construction Cost Estimate, TMP, and Risk Register. VHB will also develop Special Provisions specific to this project in Word document format. VHB will submit the Final Plans, Estimate, TMP, Risk Register, and Special Provisions to VTrans for an internal review.

After the Rail Section completes its internal review it will provide any comments to VHB. VHB will address any internal review comments and submit the Final Plans in PDF format, Special Provisions in Word format, TMP, Risk Registry, and a construction cost estimate using the Estimator® Software in PDF and xml formats to the VTrans PM for review and comment by various internal entities.

The Final Plans will generally consist of:

- Title Sheet
- Index Sheet
- Convention Symbolology Legend Sheet
- Typical Sections and Details
- Project Notes
- Quantity Sheets
- Tie Sheet
- Boring Layout Sheet and Boring Logs
- Rail Curve Geometry Table Sheets
- Rail and Platform Plan and Profile Sheets
- Lighting Plans and Details (If Required)
- Water/Sewer Plans and Details
- Three Phase 480 Volt Electrical Plans and Details
- Construction Phasing Plans

- Platform Structural Plans and Details
- Structural Shelter Plans and Details
- Relocated Roof Structure Foundation Plans and Details
- Railroad and Platform Cross Sections
- Traffic Control Plans
- EPSC Narrative Sheet
- EPSC Existing Conditions Plan
- EPSC Construction Plan
- EPSC Final Conditions Plan
- EPSC Details

An electronic copy of the MicroStation design files will also be submitted within one week after the Final Plan submission.

11.0 Railroad Agreement

VHB will assist the VTrans PM with developing and obtaining the Railroad Agreement through coordination with VRS and Contract Administration. VHB will provide input on construction sequencing and railroad work windows and shutdowns required to complete construction.

12.0 Contract Plans

VHB will address Final Plan OLSR comments from VTrans and incorporate these into the Contract Plans and Special Provisions for submittal to the Contract Administration Section by the VTrans PM. In addition, the construction cost estimate will be updated.

VHB will provide copies of the design and quantity calculations to the VTrans Project Manager electronically along with the MicroStation and alignment files and place them on the VTrans Rail SharePoint Site for use by VTrans.

13.0 Bid Analysis

After receipt of the bids, VHB will perform a bid analysis in accordance with VTrans procedures to assure that large bid variations will not result in an unfair advantage to the Contractor. The results of the bid analysis will be summarized in a memorandum containing VHB's recommendations. Additionally, VHB will answer technical questions related to the crossing design during the bidding period.

Phase C - Project Construction Engineering (Subjob 300)

Construction Engineering Services are not included under this scope and budget proposal and will be added under a supplemental amendment once Phase B is near completion.

Assumptions

We have included the following assumptions in the formation of our scope and budget proposal:

- Act 250 is not required for the design and construction of this project.
- Railroad Liability Insurance is not required for VHB staff in the Railroad ROW during the geotechnical investigations when VHB staff is performing soil sampling, nor will it be required for VHB staff during any other site visits. The only entity requiring Railroad Liability Insurance will be Sanborn Head's driller.
- VTrans will be responsible for obtaining all federal and state environmental investigations, permitting and compliance, except as noted above. This includes any NEPA documentation, 4(f) Evaluation and other permit requirements. VHB will provide technical information (plans, PIDF, Appendix A) to the VTrans PM for VTrans' use in the above permitting.
- VTrans will be responsible for all investigations regarding historic properties and archaeological resources.
- No VHB services have been included as part of this proposal for research, mapping, property owner meetings, negotiations, easements or takings. It is anticipated that all construction work will be inside the State Railroad and City ROW limits. ROW clearance will be provided by VTrans through coordination between the VTrans PM and the ROW section.
- Modifications or improvements to public streets or infrastructure outside the defined project limits or planning, landscaping, and architectural (PLACE) services within the project limits are not anticipated and therefore, not included.
- Design of operational stormwater treatment systems is not included.
- Development of the Stormwater Pollution Prevention Plan (SWPPP) is not included.
- VHB will prepare an amendment at VTrans' written request, that contains the Scope and Services, Budget Proposal, and Schedule to complete any of the additional tasks/services not included in this scope and budget proposal.

Schedule

VHB will begin work upon approval of this scope and budget proposal in accordance with the Artemis schedule.

Phase B Engineering Services

Budget Proposal

Station Platform and Siding

Burlington PLAT(3)

**BUDGET PROPOSAL
SUMMARY SHEET**



**VERMONT AGENCY OF TRANSPORTATION
Budget Proposal Summary
Railroad Engineering Services
Burlington PLAT(3) - Station Platform and Siding**

TASK DESCRIPTION		Cost Summary			
<u>Task Description</u>	<u>Total Hours</u>	<u>Direct Labor</u>	<u>Overhead (160.84%)</u>	<u>Fee (10%)</u>	<u>TOTAL</u>
Phase B - Project Design	1624	\$63,346.80	\$101,886.99	\$16,523.38	\$181,757.17
Phase C - Construction		Not included with this Proposal			
VHB Sub-Total:	1624	\$63,346.80	\$101,886.99	\$16,523.38	\$181,757.17
VHB Direct Expenses (see separate sheet breakdown)					\$48,157.37
Project Total:					\$229,914.54

Engineering Services
Estimated Direct Labor Hours and Costs



Vermont Agency of Transportation
Direct Labor Hours and Budget
Railroad Engineering Services
Burlington PLAT(3) - Station Platform and Siding

TASK DESCRIPTION	Principal In Charge	Senior Project Manager	Senior Traffic Engineer	Project Manager	Environmental Clearance/Permit Coordinator	Project (Lead) Engineer	Senior CADD Technician	CADD Technician	Word Processing	Total Hours	Direct Labor Costs
Phase B - Project Design											
1.0 Project Management and Correspondence											
1.1 Project Management	4	12		40						56	\$2,914.00
1.2 Correspondence and Communication with Project Stakeholders		10		24						34	\$1,754.50
1.3 Invoicing		8						20		28	\$961.00
2.0 Kick-off Meeting											
2.1 Preparation and Attendance at the Kick-Off Meeting		4	8	4	4	4				32	\$1,539.00
3.0 Data Collection											
3.1 Coordination with VTtrans Rail Property Management				1		2		8		11	\$342.45
3.2 Coordination with VRS				1		2				3	\$111.65
3.3 Review GIS Information and Coordinate with the City				2				4		6	\$206.90
4.0 Low Level Platform Narrative											
4.1 Coordination with VTtrans and Amtrak		1		2						4	\$210.00
4.2 Draft Narrative	1			1		8				12	\$484.10
4.3 Update Final Draft Narrative	1			1		4				7	\$301.05
4.3 Update Final Narrative	1			1		2				6	\$299.40
5.0 Geotechnical Evaluation											
5.1 Coordination with VTtrans and VRS				2						2	\$99.50
5.2 Coordination with Sanborn Head & Associates				2	4	2				6	\$251.50
5.3 Review of Geotechnical Subsurface Investigation Report						2				2	\$64.90
6.0 Environmental Site Assessment											
6.1 Limited Phase I ESA						6				6	\$756.20
6.2 Work Plan						10				10	\$1,044.00
6.3 Limited Phase II ESA - Planning and Coordination		1				2				3	\$336.95
6.4 Limited Phase II ESA - Fieldwork						4				4	\$366.80
6.5 Limited Phase II ESA - Data Analysis/Tables/Figures						10				10	\$1,206.25
6.6 Limited Phase II ESA - Results Memorandum		1				8				9	\$1,029.25
6.7 DEC Coordination						4				4	\$158.00
7.0 Public Meeting/Hearing											
7.1 Prepare for and attend Public Meeting/Hearing	1	2	8	4		4	4	8		31	\$1,275.55
8.0 Preliminary Design											
8.1 Track Design		2								2	\$1,900.50
8.2 Water, Sewer, & Electrical Design			24				8	4		42	\$1,115.40
8.2.1 Field Survey Wastewater Infrastructure										4	\$187.00
8.2.2 Coord W/ VRS & Amtrak for Water/Wastewater Servicing Equip.				4						4	\$208.90
8.2.3 Water Service Plan W/ Connections to Municipal Infrastructure				2				4		6	\$187.00
8.2.4 Municipal Water Coord for Connection Loc. Behind Prev. and mtr				4						4	\$280.50
8.2.5 Municipal Wastewater Coord for Connection Location & Method				6						6	\$280.50
8.3 Preliminary Plan Development											
8.3.1 Title Sheet										2	\$57.70
8.3.2 Index Sheet										2	\$57.70
8.3.3 Conventional Symbolology Legend Sheet										1	\$28.65
8.3.4 Typical Sections and Details		2	B				12	4		30	\$1,275.10

Engineering Services
Estimated Direct Labor Hours and Costs



Vermont Agency of Transportation Direct Labor Hours and Budget Railroad Engineering Services Burlington PLAT(3) - Station Platform and Siding										
TASK DESCRIPTION	Principal In Charge	Senior Project Manager	Senior Traffic Engineer	Project Manager	Environmental Clearance/Permit Coordinator	Senior CADD Technician	CADD Technician	Word Processing	Total Hours	Direct Labor Costs
8.3.5										
8.3.6										
8.3.7										
8.3.8										
8.3.9										
8.3.10										
8.3.11										
8.3.12										
8.3.13										
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8.3.29										
8.3.30										
8.3.31										
8.3.32										
8.3.33										
9.0										
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9.3										
9.4										
9.5										
9.6										
10.0										
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10.2.1										
10.2.2										
10.2.3										
10.2.4										
10.2.5										
10.2.6										
10.2.7										
10.2.8										
10.2.9										
10.2.10										

DIRECT EXPENSES ESTIMATE

		Vermont Agency of Transportation Direct Expenses Burlington PLAT(3) Station Platform and Siding			
		Cost	Unit	Quantity	Direct Expense Cost (Rounded)
DESCRIPTION					
1	Half Size Printing - Working Drawings	\$ 0.08	EA	1000	\$80.00
2	Full Size B&W Plotting (Rolls)	\$ 0.29	SF	52	\$15.08
3	Large Format Photocopying (Black & White)	\$ 0.29	SF	26	\$7.54
4	Color Plots (Hearing roll plans, 40 scale, 4 versions)	\$ 3.25	SF	26	\$84.50
5	Photocopying (Black & White)	\$ 0.08	EA	500	\$40.00
6	Photocopying (Color)	\$ 0.46	EA	100	\$46.00
7	Travel (Includes 8 Round trips from Boston)	\$ 0.580	Miles	4000	\$2,320.00
8	Travel (Round Trip - 4 to Montpelier and 4 to Project Site)	\$ 0.580	Miles	500	\$290.00
9	Postage and Deliveries	\$ 50.00	Unit	1	\$50.00
10	Lodging (Assume \$250 per Diem for 2 People)	\$ 500.00	Night	2	\$1,000.00
11	Lab Contractor	\$ 11,000.00	LS	1	\$11,000.00
12	Rental Field Meter	\$ 100.00	Day	2	\$200.00
13	Geotechnical and Drilling Services (Sandborn Head & Assoc.)	\$ 19,054.25	Unit	1	\$19,054.25
14	Electrical Engineering (LN Consulting, Inc)	\$ 19,140.00	Unit	1	\$13,470.00
15	Misc. expenses	\$ 500.00	Unit	1	\$500.00
16	Railroad Liability Protective Insurance (Assumed Not Required)	\$ 4,000.00	EA	0	\$0.00
					\$48,157.37
				Total	\$48,157.37

Exhibit RR



Meeting Notes

Place: Vermont Railways (King to
College Street) Burlington, VT

Date: May 23, 2019

Notes Taken by: Scott Burbank

Project: Burlington PLAT(3)

Re: Design Kick-Off Meeting Notes

ATTENDEES:

VTrans – Dan Delabruere, Paul Libby, Josh Martineau

VTR – David Wulfson, Selden Houghton, R.T. Boucher

NECR – Shayne Bocash

Amtrak – Kevin Chittenden

Burlington DPW – Martin Lee

Burlington Electric Department (BED) – Brad Williams & Andrew Elliston

VHB – Scott Burbank, Adam Zampino, Tim Rusteika, Michael Willard, Jeff Zweber

LN Consulting (Electrical Engineering Subconsultant to VHB) - John Askew

1. VTR Safety Briefing – Selden Houghton of VTR performed the Safety Briefing
2. Introductions – **Each person introduced themselves and the company/entity they represented.**
3. Overview of Project – **Scott Burbank provided an overview of the proposed project.**
 - a. Amtrak Arriving in 2020
 - i. Two locomotives on each end
 - ii. 5 cars
 - iii. Approximately 600 feet
 - b. Bottom of Main Street Landing will be the Train Station – **VTrans has purchased this property to use as an Amtrak Station.**
 - c. Need Platform for Loading and Unloading of Passengers – **This will be a low-level platform.**
 - d. Siding and Adjustment of Mainline Needed to Maintain Freight Movements – **VTR asked that the mainline be as straight as possible.**

- e. Amtrak Train will Remain at on siding Overnight for Servicing – **Servicing shall consist of emptying the septic holding tanks, refilling the potable and non-potable water tanks, and general cleaning of the passenger rail cars.**
 - f. Siding will be used for Freight During the Day – **VTR will use the siding to build trains during the daytime when Amtrak is not at the siding.**
4. Project Design – **Scott Burbank and Tim Rusteika reviewed the conceptual track plan which was displayed on a board for discussion purposes.**
- a. Siding, Mainline, and Platform – Review Conceptual Plan
 - i. Switches – No. 8 Turnouts – **VTR was in concurrence with this size switch.**
 - ii. Track Separation – **14 feet, but VTR asked if we could get 15'. It was noted that we would try, but with the current Rail ROW the separation would mostly be 14'.**
 - iii. Low – Level Platform – **8" above the top of rail. Rail will be 115 RE.**
 - iv. Upgrade of Maple, King and College Crossings – **Due to the distances between Maple and College Street, Maple will have its own signal house and King and College will share a signal house.**
 - 1) Replace Type C with Frequency Detection
 - 2) One Signal House for all Three Crossings
 - b. Sewer
 - i. Emptying Sewage Holding Tanks – **There will be two tanks per rail car and in the future when Amtrak upgrades its equipment (6 to 8 years) the front and back tank will be on opposite sides of the rail car.**
 - ii. Number and Location of Stanchion – **The stanchions would need to be at each end of the rail car. It was decided that they could be located 80' on center which would place a stanchion at each end of the cars and allow one stanchion to service two cars and reach both sides (the east and west side) of the car.**
 - iii. Type or Specific Requirements of Stanchion (Hose Size, Gravity or Pump) - **Kevin Chittenden provide a picture of the stanchions used for the Downeaster in Brunswick, ME. They are**

pipes with covers that stick up above the ground approximately one foot and have a green hose laying next to them, the hose is connected to the stanchion and then the holding tank and the affluent is gravity feed from the tank to the stanchion and then to the sewer system.

- iv. Location of Existing City Sewer – ***Martin Lee noted that there was a sewer manhole on College and King Street, but the preferred location would be the existing sewer manhole between the railroad tracks and the driveway next to Echo as it would be possible to gravity feed to that manhole.***
- v. Other Considerations – ***Martin Lee stated that rather than use a meter to calculate the sewer bill, a formula should be developed as that would be the preferred way to calculate the sewage cost. At the end of the meeting, the use of trucks for the pumping of the holding tanks was discussed and it was agreed between VTrans and VRS that VHB would provide a conceptual design and order-of-magnitude cost to install the stanchions and that cost would be compared to the cost of using a septic truck to empty the Amtrak Rail Car holding tanks.***

c. Water

- i. Refill Potable Water Tanks – ***two hydrants would be needed, potable and non-potable. Kevin Chittenden explained that the Downeaster used a heated water cabinet with a hose rack. The cabinet heat was electric heat. Additionally, the cabinet had a backflow valve and meter.***
- ii. Number and location of yard hydrant – ***it was decided that three cabinets would be required and located at the middle of the first, third and last passenger rail car.***
- iii. Type or Specific Requirements of Yard Hydrant (Hose Size, Depth Requirements) – ***The water cabinets have a 1" +/- red rubber hose that is 100' long.***
- iv. Location of Existing City Water – ***Martin Lee stated that water was located on King and College Streets, but the best location would be from College Street.***
- v. Other Considerations – ***At the end of the meeting, the use of trucks for the filling of the potable and non-potable water tanks was discussed and it was agreed between VTrans and VRS that VHB would provide a conceptual design and order-of-magnitude cost to***

install the water line and water cabinets and that cost would be compared to the cost of using a potable water truck to fill the Amtrak Rail Car water tanks.

d. Electrical Requirements

- i. Plug in Locomotive to turn off Diesel Engines – ***The locomotives would need 480V Head End Power (HEP) connector and 800 amps minimum.***
- ii. Cleaning Cars Interior – Any power requirements? – ***Power for cleaning the cars would be 120 volts.***
- iii. Location of Plug In – ***Plug-in can be located at either locomotive, but it was decided to locate the plug in at the southern locomotive location.***
- iv. Electrical Equipment Required – ***VTR noted that the existing equipment used in Rutland could be relocated to this site, however it was decided that this would not work as Amtrak would be running test runs from Rutland to Burlington while the Vermonter continued to be overnighed in Rutland, so new equipment would be required. Two transformers would be needed along with a cutoff switch, breaker, meter, etc.***
- v. Location of BED's Existing Power Source - ***Due to the existing vault located between the railroad and Echo's parking lot being filled due to the addition of the solar array above the parking area, a new vault would be required. The new vault would get its power from the existing vault at the intersection of College Street and the Echo Parking lot Driveway.***
- vi. Other Considerations – ***Power for water cabinets would be 120V and 240V for platform lights and lights to service Amtrak train outside.***

e. Lighting

- i. Platform and Canopy – Loading/Unloading of Passengers – ***Light will be required along the platform and under the canopy. Platform and canopy lights will be LED with the canopy lights attached to the underside of the canopy and the platform lights located along the eastern side of the platform and having a single post with a single or double light on top or a single post with a short mast arm and light.***

- ii. Servicing Amtrak – ***Lights will be located on the west side of the mainline track with a mast arm that extends over the mainline track and lights the area between the mainline track and siding. These lights will be LED with long mast arms and a single light.***
 - iii. Power Requirements – ***240V***
 - iv. Location of BED's Power Source – ***Same as for electric plug in.***
5. Other – ***After the meeting was over VHB and VTR looked into the cabinets at King and Maple Streets and reviewed the existing signal infrastructure. The signals at Maple Street will be updated with a predictor system as will the signals at King Street. As noted above the King Street cabinet will be removed and a single cabinet will be located on College Street that will house the signal equipment for both King and College Streets. The King and College Street Crossings are separate projects that will be design in concurrence with the Platform project.***

Exhibit SS

From: Boomhower, Michele
Sent: Wednesday, May 29, 2019 4:12 PM
To: Chapin Spencer
Cc: Delabruere, Daniel; Boomhower, Michele
Subject: RE: Parking the Amtrak Train & Servicing it

Chapin,

Thanks for your responses. Dan did indicate that there were a lot of people at this meeting and that there were initial discussions of utility connections, which when pondered further on the ground, it became clear that the original thoughts on how to most effectively service the train may not work out. Perhaps Martin missed some of the key elements of the discussion with the crowd that was there. I will have Dan reach out to him. Before we go further I wanted to make sure we were on the same page.

It sounds like another meeting of folks working on the Bike Path and Rail projects (including VRS) may be needed, to include you and I so we are all on the same page – does that seem like a good course to you?

Your outreach plans for the overnighting of the train do make sense, just keep me posted.

My apologies if there was a tone to the note below, nothing intended other than making sure that we are connected, on the same page and moving forward.

Thanks,
Michele

Michele Boomhower | Division Director
Policy, Planning & Intermodal Development (Aviation, Rail and Public Transit) Division
Vermont Agency of Transportation
1 National Life Drive | Montpelier, VT 05633-5001
802-505-3480
vtrans.vermont.gov



From: Chapin Spencer <cspencer@burlingtonvt.gov>
Sent: Wednesday, May 29, 2019 9:04 AM
To: Boomhower, Michele <Michele.Boomhower@vermont.gov>
Subject: RE: Parking the Amtrak Train

Hello Michele: Can we discuss this? The tone and substance of this communication doesn't sound like you. See comments below in blue. ~ C

Chapin Spencer, Director
Department of Public Works
645 Pine Street, Burlington, VT
www.burlingtonvt.gov/DPW

Our Mission: To steward Burlington's infrastructure and environment by delivering efficient, effective, and equitable public services.

From: Boomhower, Michele <Michele.Boomhower@vermont.gov>

Sent: Tuesday, May 28, 2019 3:04 PM

To: Chapin Spencer <cspencer@burlingtonvt.gov>

Cc: Delabruere, Daniel <Daniel.Delabruere@vermont.gov>; Boomhower, Michele <Michele.Boomhower@vermont.gov>

Subject: Parking the Amtrak Train

Chapin,

Dan met with BED, DPW, VHB, Amtrak, VRS, NECR & our project staff last week to have a kick off meeting regarding the Amtrak overnighting in front of Union Station.

As a result of that meeting, it was determined that the train is going to be serviced with a truck versus having tee ups from an installed system. This will be less expensive and will be more efficient and effective. There is a long list of reasons that City, Amtrak, and VRS staff outlined which directed everything towards truck service. Hopefully your staff have updated you on this. Let us know if you have any questions about this.

I am very confused by this statement. I shared your email with our engineer Martin Lee who attended the kick-off meeting. His reply was "At the meeting we reviewed the requirements for water and wastewater connections. We discussed possible locations for connecting to our water main and sewer main. Before I left the meeting I talked with Jeff Zweber to see if he needed more information from me and he said he would follow up with me. Trucks servicing water and sewer were not even discussed as a possibility." When you say that you hope my staff has updated me on something my staff didn't even hear discussed at the meeting, it appears we have a significant communication issue that needs to be unpacked. When I reviewed the agenda for the meeting (see pasted email from VHB below in green), it looked straightforward and focused on utility connections – not whether or not to have utility connections – so I didn't think Norm or I needed to attend.

A new transformer will also come with this project, BED is working on this as the transformer which feeds the Echo area is not of a high enough capacity to service the train.

Understood. The challenge will be that this design work must be done in coordination with the realignment of the bike path (now known as the Burlington Greenway). This two block section of the Greenway re-alignment required by the double tracking will be complex and costly. It will impact private parcels, the RR ROW and utilities as the site is very constrained. If the double tracking design proceeds without a high degree of coordination, it will likely render the Greenway realignment infeasible.

This is all to say that it is time for us to finalize your plans for moving the bike path and for finalizing the Study on overnighting the train – is the later of these coming up at the next Council meeting?

I will follow up immediately with Parks to understand where the Greenway design work stands. Both VTrans and Parks are utilizing VHB for designing our respective facilities so that should help keep these projects coordinated. Regarding the storage and servicing study, I've not seen the updated study from the CCRPC yet. I've just followed up with Eleni to get an update. Before we take the storage and servicing study to the Council, we had discussed meeting with individual Councilors and key stakeholders before approaching the full Council. You appeared to support this path in your reply email to me on April 30th. We need to be coordinated as we step out on this issue and I'd expect us to discuss our strategy before having City staff go to the Council.

The regard to the bike path....early next spring we will be mobilizing for the double tracking and platform efforts, at that time, the existing bike path between College and King Street, on the east side of the tracks, will no longer be accessible. We would like to work with you to make sure that there is an advance plan prior to that closure. The Wing Building will still have asphalt in front of it for accessibility, however from the end of the Wing Building to College Street we will be making canopy and platform modifications.

To my knowledge, much of this is new information for the City. The last I recall, VTrans hadn't submitted a waiver to seek a low platform design. I understand from Martin that initial platform designs were shown at the utility kick-off meeting, but nothing for the City to take and review. To have these intertwined projects be successful, I believe we need a coordination committee that builds relationships and methodically works through issues.

Let us know!

Thanks

Michele Boomhower | Division Director
Policy, Planning & Intermodal Development (Aviation, Rail and Public Transit) Division
Vermont Agency of Transportation
1 National Life Drive | Montpelier, VT 05633-5001
802-505-3480
vtrans.vermont.gov



From: Burbank, Scott [<mailto:SBurbank@VHB.com>]
Sent: Wednesday, May 22, 2019 5:46 PM
To: ChitteK@amtrak.com; Martin Lee <mlee@burlingtonvt.gov>; bwilliams@burlingtonelectric.com
Cc: Brian.Soly@amtrak.com; Zweber, Jeff <jzweber@vhb.com>; John Askew <jaskew@Inconsulting.com>; Willard, Michael <mwillard@VHB.com>; Forbes, Ryan <rforbes@vhb.com>; Zampino, Adam <AZampino@VHB.com>; Rusteika, Timothy <TRusteika@VHB.com>; Delabruere, Daniel <Daniel.Delabruere@vermont.gov>; Libby, Paul <Paul.Libby@vermont.gov>; Josh Martineau (Joshua.Martineau@Vermont.gov) <Joshua.Martineau@Vermont.gov>
Subject: Burlington Platform & Siding Design Kick - Off Meeting

Hi Kevin, Martin, and Brad,

Before we meet tomorrow I wanted to provide you with the general topics we will be discussing.

Kevin Chittenden – We will be looking to you to provide information on the following:

1. Location of sewer stanchions for the removal of sewage from the rail cars.
 - a. Does each of the five cars need their own stanchion and if so where should those stanchions be located in relation to the rail cars?
 - b. Are there details or other information available to assist with the detailing and design of the sewer stanchions?
2. Location of potable water hydrants for filling the water tanks on the rail cars?

- a. Does each of the five cars need their own hydrant or are the five rail cars connected together so the potable and water can be filled from one location and it will fill all five cars.
 - b. Where should the potable water hydrant(s) be located in relation to the rail car(s)?
 - c. Are there details or other information available to assist with the detailing and design of the potable water hydrants?
3. Location of 480V power plug in.
- a. As there will be two engines, one at the north end of the siding and one on the south end, which one would be plugged into the 480V power source?
 - b. Are there details or other information available to assist with the detailing and design of the 480V power source?
4. What will the Lighting requirements be for the platform and/or canopy

Martin Lee

1. Once we understand the requirements for the stanchions what are our available options for connecting them to the City's Sewer System?
2. Once we understand the requirements of the potable water hydrants what are our available options for connecting them to the City's Waterlines.

Brad Williams

1. Once we know the location of the 480V plug in and its requirements, what are our available options for connecting to BED's electrical system.

We will discuss each of these items in further detail tomorrow, but wanted to let you know what our initial questions will be. We will also have a plan showing the conceptual track, siding, and platform layout to assist with our discussion.

In addition to yourselves we will also have our (VHB and LN Consulting) designers at the meeting; Jeff Zweber will be designing the sewer and water, John Askew our subconsultant from LN Consulting will be designing the power, Mike Willard will be designing the lighting. Tim Rusteika will be designing the track layout, and Adam Zampino will be assisting with the platform layout and design.

Selden Houghton will be our railroad flagger and our Vermont Railways representative, and we will have Dan Delabruere, Paul Libby, and Josh Martineau from the VTrans Rail Section.

Thanks,
Scott

Scott E. Burbank, PE
Director of Structures - Vermont



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Department of Public Works
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www.burlingtonvt.gov/DPW
802-863-9094

Our Mission: To steward Burlington's infrastructure and environment by delivering efficient, effective, and equitable public services.

From: Boomhower, Michele <Michele.Boomhower@vermont.gov>
Sent: Tuesday, May 28, 2019 3:04 PM
To: Chapin Spencer <cspencer@burlingtonvt.gov>
Cc: Delabruere, Daniel <Daniel.Delabruere@vermont.gov>; Boomhower, Michele <Michele.Boomhower@vermont.gov>
Subject: Parking the Amtrak Train

Chapin,

Dan met with BED, DPW, VHB, Amtrak, VRS, NECR & our project staff last week to have a kick off meeting regarding the Amtrak overnighting in front of Union Station.

As a result of that meeting, it was determined that the train is going to be serviced with a truck versus having tee ups from an installed system. This will be less expensive and will be more efficient and effective. There is a long list of reasons that City, Amtrak, and VRS staff outlined which directed everything towards truck service. Hopefully your staff have updated you on this. Let us know if you have any questions about this.

A new transformer will also come with this project, BED is working on this as the transformer which feeds the Echo area is not of a high enough capacity to service the train.

This is all to say that it is time for us to finalize your plans for moving the bike path and for finalizing the Study on overnighting the train – is the later of these coming up at the next Council meeting?

The regard to the bike path....early next spring we will be mobilizing for the double tracking and platform efforts, at that time, the existing bike path between College and King Street, on the east side of the tracks, will no longer be accessible. We would like to work with you to make sure that there is an advance plan prior to that closure. The Wing Building will still have asphalt in front of it for accessibility, however from the end of the Wing Building to College Street we will be making canopy and platform modifications.

Let us know!

Thanks

Michele Boomhower | Division Director
Policy, Planning & Intermodal Development (Aviation, Rail and Public Transit) Division
Vermont Agency of Transportation
1 National Life Drive | Montpelier, VT 05633-5001

Exhibit TT

**VERMONT RAIL COUNCIL
MINUTES OF MEETING
BARRE CITY PLACE
219 NORTH MAIN STREET
CONFERENCE ROOM 1
BARRE, VERMONT
September 18, 2019**

MEMBERS PRESENT: Carl Fowler Jeff Munger
Chris Andreasson Charlie Moore
Dave Allaire Joann Erenhouse
Charlie Baker Charles Hunter
Dave Wulfson Rick Moulton

OTHERS PRESENT: Joe Flynn, Secretary of Transportation
Dan Delabruere, VTrans
Bob Atchinson, VTrans
Paul Libby, VTrans
Costa Pappis, VTrans
Zoe Neaderland, VTrans
Karen Songhurst, VTrans
Brian Savage, Legislature
Deb Fox, Finger Lakes Railway
Scott Burbank, VHB
David Saladino, VHB
John Wilson, Jacobs Engineering
Chris Saunders, Sen. Leahy's Office
Erica Campbell, Sen. Sanders Office
Christopher Natale, Amtrak
Kevin Chittenden, Amtrak
Bill Hollister, Amtrak
Allison Crowley Demag, Rail Association of Vermont
Melinda Moulton, Main Street Landing
Ritchie Berger, Dinse Law firm
Jess Cover, Junapr Communications
Selden Houghton, VRS
C.B. Hall, Vermont Business Magazine
Wes Cate, citizen
Chris Parker, citizen

1. Call to Order & Introductions

Joe Flynn called the meeting to order at 1:03 PM and welcomed the attendees to 219 Barre City Place where the VTrans administrative offices are now located. Introductions were done.

2. Public Comments

None.

3. Approval of Minutes

February 20, 2019

MOTION by Dave Allaire, SECOND by Charlie Moore, to approve the minutes of 2/20/19 with the following correction(s)/clarification(s):

- **Item #7, Grant Opportunities, paragraph beginning “There was discussion of passenger rail service...” – change “C&N” to “CN” and delete the sentence reading: “Carl Fowler said passenger rail should not be backed into freight.”**
- **Item #8, State Rail Plan, paragraph beginning “Charlie Baker asked about alignment...”, 2nd sentence – delete the work “passenger”.**

VOTING: unanimous; motion carried.

4. Passenger Topics

Ethan Allen Overnight Report

Dave Saladino and Scott Burbank, VHB, gave background information on the study to determine where the Amtrak train should overnight in Burlington (storage and service locations for two locomotives and up to six passenger cars). Potential locations that were studied included the northern urban reserve (ranked #2), southern urban reserve (ranked #3), Union Station (ranked #1), VRS rail yard (ranked #2), Flynn Avenue by City Market (ranked #4). Public meetings were held and comments considered in the ranking of the potential locations. The report on the study was issued in June 2019 for VTrans to decide on the location. Design of the facility would be done in 2019, construction in 2021 with service to begin in 2022.

Joe Flynn stressed the study was a technical analysis and does not represent a decision by VTrans. The Rail Council is asked to advise VTrans of its preferences. Everyone’s point of view should be discussed so members are asked not to recuse themselves.

Charlie Baker, CCRPC Executive Director, said CCRPC commissioned the work, but will not take a position on the location.

COMMENTS

Melinda Moulton, CEO of Main Street Landing, stressed her support of passenger rail coming to Burlington, but spoke against having a second track for the train to overnight eight feet from Main Street Landing residents and office tenants, and impacting access to the waterfront. Safety, quality of life, access to the lake and recreation, access by emergency vehicles will all be impacted. The train should overnight to the north. A picture of the pedestrian platform without the train and the impact with the train was shown.

Ritchie Berger with the law firm of Dinse provided a notebook of information from a public records request on the passenger train overnight location under discussion, and urged the Rail Council to read the information before commenting. Attorney Berger highlighted the following:

- Analysis of the record shows the TIGER grant for passenger rail had nothing on an additional track at King Street and College Street or tearing up the bike path.
- VTrans assumed a high-level platform at Union Street, but had to get around the track for freight trains. A waiver from the FRA was secured, but then it was determined an elevated track was not needed. The Ethan Allen Express could overnight at Union Station if a second track is built.
- In June 2018, CCRPC and VHB were ranking the potential locations noted in the study.
- In June 2019 the study was sent to VTrans from CCRPC. Union Station was not the choice. The urban reserve was the choice.
- Before the January 15, 2019 final report was sent by Eleni Churchill, CCRPC, there was a memo from Michelle Boomhower to Joe Flynn, dated 12/4/18, regarding overnight train storage and the impact on Burlington, and meeting to finalize the plan to address the likely response.
- The January 2019 final report air quality section addresses diesel emissions from two engines idling at least an hour a day. The air quality analysis in October 2018 for a single locomotive idling up to 60 minutes 50' from the Wing Building balconies showed a risk to human health. The analysis recommended more air quality assessment be done. CCRPC recognized per the report the need for more air quality analysis if Union Station is selected as the site.
- The proposed location of the train is only 8' from the building and there will be two locomotives.
- Before the January 2019 final report was issued by CCRPC, VTrans had already told the City of Burlington that the bike path would have to be relocated and a track built for Amtrak service. A memo from Michelle Boomhower was sent to selected individuals (Chapin Spencer, Eleni Churchill) saying if the train cannot be located in the rail yard then a second track will be built by Union Station.
- The day the report was released to the public someone changed the language in the air quality discussion to try to hide the danger to the public if the train is overnighed at Union Station. The changes said more detailed air quality assessment should be conducted for selected Amtrak storage sites in Burlington. There will be an air quality issue with the train idling as passengers board and debark.
- The VHB report said only Union Station needs more air quality analysis due to excessive carbon dioxide in excess of EPA standards.

Attorney Berger reiterated his request that the Rail Council not make a decision until review of the actual documents. Mr. Berger provided a binder of the records obtained through the public records request.

Dave Wulfson, VT Railway, recalled in the 1980s the agreement was the bike path between King Street and College Street was temporary plus there are two crossings of the track. The path should be on the west side of the track. With the Main Street project, the Wing Building is within inches of the state property leased by Vermont Rail Systems. The bike path was allowed on a temporary basis. Discussions have been ongoing with the city for years about relocating the path due to the safety issue with the train. There is an

issue with trespassing all over the waterfront. Keeping pedestrians moving through the waterfront on the west side of the tracks will be a safety improvement and eliminate two crossings of the track. VRS had a need for car storage, some seasonal, and built a new track on the northern reserve on land that is part of the lease with the state. The city moved the bike path along the waterfront and VRS put track by the urban reserve to store train cars, so much has changed since the first discussions of Amtrak coming to Burlington. Overnighting the train anywhere to the north is a good idea. Vermont Railway decided a second track is needed between King Street and College Street for business purposes regardless of the Amtrak train. Also, the dinner train by VRS is a growing part of the business and becoming a part of the waterfront.

Carl Fowler spoke of upgrading the Burlington-Essex line to accommodate passenger trains which is part of the State Rail Plan. All the services provided in Burlington can be provided in Essex Junction, and there will be a direct line to Montreal, Middlebury, and Rutland services. The Ethan Allen Express could be terminated in St. Albans. The train could then go on to Montreal in the long term. VTrans is urged to unite the rail network and make it flow. This year there will be substantial federal money available for rail.

Rick Moulton mentioned the cost to overnight the train at Union Station (does not include the second track or moving the bike path) or overnighting in the rail yard (\$50 million). The Rail Council is urged to prioritize going north and improving the rail to Class 2. Amtrak overnighting in Burlington would be short term. If there was more public process with this matter the Rail Council would have discussed this two years ago. There are significant costs. The cost of the second track versus the cost of going north needs to be known.

Chris Andreasson noted if the track is improved there will be continuing costs every year for Amtrak service to Montreal.

Dave Allaire recalled there has been discussion for the past 20 years of the benefit of Amtrak coming to Burlington. The train overnights now in Rutland and there has been no discussion of air quality there. More information is needed before deciding on the train in Burlington, and there are many dynamics with going to Montreal (border crossing, cost, legislative support).

Charles Hunter said NECR track is involved with the Burlington-Essex line, and there has not been discussion with Amtrak about a train to St. Albans. NECR needs to be engaged in the discussions.

Charlie Baker pointed out the scoring in the report is not a decision. The decision makers will make the decision. There are legal restrictions with the Burlington land not reflected in the report, and upgrade of the Burlington-Essex line has its own issues. Researching whether there is another solution to get passenger service to Rutland that might benefit Vermonters more could be done.

Weston Cate urged tying the rail networks together. There is synergy created in getting people from point A to point B which will be very beneficial. Having the train go from St. Albans to Montreal would be good. Build it and they will come.

Kevin Chittenden said Amtrak is concerned with hours of service and hours of rest for the crew regardless of the location. Also, there may be marketing considerations with arrivals/departures.

Chris Natalie said Amtrak provided VTrans with different options to Burlington but was not asked to provide options going north.

Joe Flynn said VTrans agrees Burlington, St. Albans, and Montreal are all possibilities. VTrans is forging ahead to finish the Middlebury Tunnel and has not discussed going north with the ramifications. Secretary Flynn stressed regardless of the input and testimony, and in deference to the record, a decision on the location has not yet been made.

MOTION by Dave Wulfson, SECOND by Dave Allaire, to table the recommendation to the Secretary of Transportation on overnighing the train in Burlington until another date for a vote.

DISCUSSION:

- Joe Flynn said the Rail Council members are appointed by the Governor to advise on rail matters. The train must be located somewhere so a decision needs to be made eventually. The decision must be made before the legislature resumes.
- Carl Fowler observed if the permanent terminus of the Ethan Allen Express is not Union Station then look north, but if the temporary location is in Burlington then where must be decided. The Rail Council should look at the five options plus going north.
- Rick Moulton said VTrans should explore the potential of going north including Essex as a temporary overnight site.
- Charlie Baker urged looking at alternative technology with rail cars.

VOTING: all ayes except one abstention (Carl Fowler); motion carried.

Ritchie Berger said there is a January 6, 2016 memo about upgrade to the Essex line.

Carl Fowler clarified his suggestion to go to Essex and St. Albans was to avoid investing money to create a new service facility.

Joe Flynn said the Rail Council is urged to read the Berger report. Two potential meeting dates will be sent out.

Dave Wulfson requested all information be emailed before the meeting and not received at the meeting.

Charlie Baker urged sending any questions to CCRPC before the meeting so they can be addressed.

MOTION by Rick Moulton, SECOND by Joann Erenhouse, that the Rail Council suggest VTrans explore with NECR the potential of the train going north.

DISCUSSION:

- **Dan Delabruere said the hard numbers for going to Essex and St. Albans have been compiled. A storage facility in St. Albans cannot be built in the next two months.**
- **Joe Flynn said a decision must be made. The decision could be an interim suggestion.**

VOTING: all ayes except one abstention (Charles Hunter); motion carried.

Charlie Baker made a motion that was not seconded to request that VTrans examine the possibility and provide feedback on using updated technology (Budd cars) to provide passenger service to Rutland. Joe Flynn said Amtrak will not be replaced with Budd cars. An additional service with Budd cars is a possibility. Carl Fowler said some Budd cars do not have reclining seats or bathrooms, and are approved for one hour trips.

Amtrak Ridership & Revenue

Dan Delabruere reported the Vermonter has modest gains in April (ridership up .8% and revenues up 4.7%). Ethan Allen Express had the second consecutive quarter decline (ridership down 5.7% and revenue down 3.4%). More marketing has been directed to improve the situation.

Carl Fowler urged publishing The Shires of Vermont bus service connection to the Ethan Allen Express, and working with GMT or Addison for bus service from Burlington to Rutland. Mr. Fowler also mentioned potential impact to the Vermonter service by the Greenfield train to NYC and the Valley Flyer train fare.

Dave Allaire requested the next report on Amtrak look at a five-year window of performance.

5. Freight and Construction Topics

Paul Libby reported on rail work in Salisbury, Middlebury, Leicester, Pittsford, Wallingford, Leicester wye, Rutland, and Middlebury yard rehab.

Dave Wulfson said the extended shutdown for the Middlebury Tunnel project has started. Sidetracks are being used for the trains. Work windows are being extended. The paperwork will be signed for the detour next summer.

6. Operation Lifesaver

Dan Delabruere announced Alan Franklin has retired. Interviews are taking place for the state coordinator position.

7. Other Business/Next Meeting

Next meeting: December 3, 2019 (tentative), Barre City Place.
Agenda: Follow up report on the border crossing.

8. Adjournment

MOTION by Dave Allaire, **SECOND** by Joann Erenhouse, to adjourn the meeting.

VOTING: unanimous; motion carried.

The meeting was adjourned at 3:22 PM.

Rscly: MERiordan