

Exhibit A

Misc. Contracts and Agreements No. 29815
Cross Ref. Master Certification Agreement No. 30890

AMENDMENT NUMBER 02
LOCAL AGENCY CERTIFICATION PROGRAM
Supplemental Project Agreement No. 29815
Burgard/Lombard at North Time Oil Road Intersection

This is Amendment Number 02 to the Agreement between the **State of Oregon**, acting by and through its Department of Transportation, hereinafter referred to as "State," and the **City of Portland**, acting by and through its elected officials, hereinafter referred to as "Agency." State and Agency entered into the Agreement on May 1, 2014 and Amendment Number 01 on July 28, 2016.

It has now been determined by State and Agency that the Agreement referenced above shall be amended to update language, extend milestone dates, and insert the Federal Funding Accountability and Transparency Act (FFATA) Subaward Reporting Form as Exhibit B.

1. **Effective Date.** This Amendment shall become effective on the date it is fully executed and approved as required by applicable law.

2. **Amendment to Agreement.**

a. **TERMS OF AGREEMENT, Paragraphs 33 and 34, which read:**

33. Information required by 2 CFR 200.331(a)(1), except for (xiii) indirect cost rate, shall be contained in the USDOT FHWA Federal Aid Project Agreement for this Project, a copy of which shall be provided by State to Agency with the Notice to Proceed.

a. The indirect cost rate for this project at the time the agreement is written is 79.27%. Agency may have other indirect cost rates for departments and or disciplines that have been approved for use by their cognizant agency and State and these rates may be used on the Project, as applicable.

34. **Project Key Milestones and Schedule:** The Parties agree that the dates shown in Table 1 constitute the intended schedule for advancing and completing the Project. Project Milestones may only be changed through amendment of this Agreement, after obtaining an approved Project Change Request.

Table 1: Key Milestones and Schedule
The Estimated completion date of the project is March 30, 2018.

Key Milestone	Description	Estimated Due Date	Estimated Amount
1	Design – 30% PSE	4/15/15 Completed	\$96,833.00

Agency/State
Agreement No. 29815-02

2	Design – 60% PSE	7/1/15 Completed	\$96,588.00
3	Design – 95% PSE	2/12/16 Completed	\$56,524.00
4	Design – 100% PSE	4/15/16	\$200,000.00
5	Construction – First Notification	7/1/16	\$1,900,000.00
6	Construction – Second Notification	12/31/16	\$50,000.00
7	Construction – Third Notification	03/30/18	\$50,000.00

Are deleted in their entirety and replaced with the following:

33. As required by 2 CFR 200.331(a)(4), the indirect cost rate for this Project at the time the agreement is written is 79.29% and may change upon notice to State and State's subsequent written approval. Agency shall invoice State using the current indirect cost rate on file with State at the time the work is performed.

34. **Project Key Milestones and Schedule:** The Parties agree that the dates shown in Table 1 constitute the intended schedule for advancing and completing the Project. Project Milestones may only be changed through amendment of this Agreement, after obtaining an approved Project Change Request.

Table 1: Key Milestones and Schedule

The Estimated completion date of the project is March 30, 2019.

Key Milestone	Description	Estimated Due Date	Estimated Amount
1	Design – 30% PSE	4/15/15 Completed	\$96,833.00
2	Design – 60% PSE	7/1/15 Completed	\$96,588.00
3	Design – 95% PSE	2/12/16 Completed	\$56,524.00
4	Design – 100% PSE	3/30/17	\$200,000.00
5	Construction – First Notification	7/1/17	\$1,900,000.00
6	Construction – Second Notification	7/1/18	\$50,000.00
7	Construction – Third Notification	4/30/19	\$50,000.00

b. TERMS OF AGREEMENT, Paragraph 37, which reads:

37. All ADA ramps on ODOT facilities shall meet ODOT minimum construction standards. All ADA ramps on non-ODOT facilities shall meet Federal minimum construction standards. ODOT shall provide ADA ramp design review for all ramps on the project. The City of Portland shall submit to ODOT, all post-construction ramp measurements prior to Second Notification. ODOT will review all City of Portland post-construction ramp measurements and provide recommendation to the City of Portland for ADA ramp acceptance on the project, prior to Second Notification.

Is deleted in its entirety and replaced with the following:

37. Americans with Disabilities Act Compliance:

- a. **General:** Agency agrees to comply with the Americans with Disabilities Act of 1990 ("ADA"), as identified in paragraph 1 of the General Provisions section of Agency's Certification Program Agreement, and to utilize ODOT standards to assess and ensure Project compliance with the ADA.
- b. **ADA Design Standards and Construction Specifications:** Agency agrees to comply with State's current ADA-related design standards, construction specifications, and design exception documentation and approval requirements for design, modification, upgrade, or construction of Project sidewalks, curb ramps, and pedestrian activated signals on both the Oregon State Highway System (State highway) and the local agency system, including using the ODOT Highway Design Manual, ODOT Design Exception process, ODOT Standard Drawings, ODOT construction specifications, and current ODOT Curb Ramp Inspection form.
 - i. **ADA Inspection Forms:** Prior to issuing the Second Notification pursuant to Oregon Standard Specification 00180.50(g), or Agency's approved equivalent, Agency agrees to submit an ODOT Curb Ramp Inspection Form 734-5020 to the address on the form as well as to State's Regional Local Agency Liaison for reach curb ramp designed, constructed, upgraded, or modified for the Project. The completed form is the required documentation from Agency showing that each curb ramp meets State standards and is ADA compliant.

ODOT's fillable Curb Ramp Inspection Form 734-5020 and instructions are available at the following website:

<http://www.oregon.gov/ODOT/HWY/CONSTRUCTION/Pages/HwyConstForms1.aspx>

- ii. **State inspection:** Agency shall promptly notify State of Project completion and allow State to inspect Project sidewalks, curb ramps, and pedestrian-activated signals located on or along a State highway prior to acceptance of Project by Agency and prior to release of any Agency contractor.

Agency/State
Agreement No. 29815-02

- c. **Reimbursement:** State will not reimburse Agency for work that does not meet the applicable ODOT standards without an approved design exception, regardless of whether the work is on a State-owned or an Agency-owned facility.
- d. **Ongoing Inspection Obligation:** Agency shall, at its own expense, periodically inspect and maintain any Project sidewalks, curb ramps, and pedestrian activated signals on portions of the Project under Agency's maintenance jurisdiction upon Project completion and throughout the useful life of the Project to ensure continuing compliance with ADA standards. This provision shall survive termination of the Agreement.

c. **Insert new Terms of Agreement Paragraphs 40 and 41, to read as follows:**

40. By signing the Federal-Aid Agreement to which these Federal Standard Provisions are attached, Agency agrees to comply with the provisions of the Federal Funding Accountability and Transparency Act (FFATA) and is subject to the following award terms:

<http://edocket.access.gpo.gov/2010/pdf/2010-22705.pdf> and

<http://edocket.access.gpo.gov/2010/pdf/2010-22706.pdf>.

If, in the preceding fiscal year, Agency received more than 80% of its gross revenues from the federal government, those federal funds exceed \$25,000,000 annually, and the public does not have access to information about the compensation of executives through reports filed under section 13(a) or 15(d) of the Securities Exchange Act of 1934 or section 6104 of the Internal Revenue Code of 1986, Agency shall report the total compensation and names of its top five executives to State. Agency shall report said information to State within 14 calendar days of execution of this Agreement and annually thereafter, utilizing the FFATA form attached hereto as Exhibit "B".

41. State shall ensure compliance with the Cargo Preference Act and implementing regulations (46 CFR Part 381) for use of United States-flag ocean vessels transporting materials or equipment acquired specifically for the Project. Strict compliance is required, including but not limited to the clauses in 46 CFR 381.7(a) and (b), which are incorporated by reference. State and Agency shall also include this requirement in all contracts and ensure that contractors include the requirement in their subcontracts.

- 3. **Counterparts.** This Amendment may be executed in two or more counterparts (by facsimile or otherwise) each of which is an original and all of which when taken together are deemed one agreement binding on all Parties, notwithstanding that all Parties are not signatories to the same counterpart.

Agency/State
Agreement No. 29815-02

4. **Original Agreement.** Except as expressly amended above, all other terms and conditions of the original Agreement are still in full force and effect. Agency certifies that the representations, warranties and certifications in the original Agreement are true and correct as of the effective date of this Amendment and with the same effect as though made at the time of this Amendment.

THE PARTIES, by execution of this Amendment, hereby acknowledge that their signing representatives have read this Amendment, understand it, and agree to be bound by its terms and conditions.

This Project is in the 2015-2018 Statewide Transportation Improvement Program, (Key #18023) that was adopted by the Oregon Transportation Commission on December 18, 2014 (or subsequently approved by amendment to the STIP).

Signature Page to Follow

Agency/State
Agreement No. 29815-02

CITY OF PORTLAND, by and through
its elected officials

By _____

Date _____

By _____

Date _____

APPROVED AS TO FORM

By _____
Agency Counsel

Date 3/13/17
CITY ATTORNEY

Agency Contact:

Winston Sandino, Project Manager
1120 SW 5th Avenue, Rm. 800
Portland, OR 97204
503-823-5767
winston.sandino@portlandoregon.gov

STATE OF OREGON, by and through
its Department of Transportation

By _____

Highway Division Administrator

Date _____

APPROVAL RECOMMENDED

By _____

Certification Program Manager

Date _____

By _____

Region 1 Manager

Date _____

By _____

Region 1 Project Services Manager

Date _____

**APPROVED AS TO LEGAL
SUFFICIENCY**

By _____

Assistant Attorney General

Date: _____

State Contact:

Justin Bernt, Local Agency Liaison
123 NW Flanders Street
Portland, OR 97209
503-731-3016
justin.j.bernt@odot.state.or.us

Agency/State
Agreement No. 29815-02

Exhibit B
Federal Funding Accountability and Transparency Act (FFATA)
Subaward Reporting

(For purposes of this Exhibit, references to "your organization" shall mean "Agency" and references to "ODOT" shall mean "State.")

The Oregon Department of Transportation (ODOT) is required to fulfill a federal requirement for contracting under the Federal Funding Accountability and Transparency Act (FFATA) Subaward Reporting System (FSRS). FFATA reporting is a requirement for subawards (also known as subrecipients) of federal awards in excess of \$25,000. Your organization will enter into an agreement with ODOT where the funding source is a federal grant with a subrecipient relationship. Your organization is required to submit the information below to the Oregon Department of Transportation within fourteen calendar days of execution of the Agreement and annually thereafter, if applicable. (See the following page for further details.)

Legal entity name: _____

Data Universal Number System (DUNS) number: _____

Executive compensation

Executive compensation information is also required to determine whether or not the following information must be reported in FSRS:

- a. In your organization's previous fiscal year, did your organization receive 80% or more of its annual gross revenue and \$25,000,000 or more in federal procurement contracts, subcontracts, loans, grants, subgrants, cooperative agreements and federal financial assistance awards subject to the Transparency Act? (Include parent organization, all branches, and all affiliates worldwide.)
☐ Yes ☐ No If "yes," proceed to b. If "no," no further action is required and submittal of this form is not required.
- b. Does the public have access to information about the compensation of the senior executives in your organization (including parent organization, all branches, and all affiliates worldwide) through periodic reports filed under section 13(a) or 15(d) of the Securities and Exchange Act of 1934 (15 U.S.C. 78m(a), 78o(d)) or section 6104 of the Internal Revenue Code of 1986?
☐ Yes ☐ No If "yes," provide a link to the SEC: <http://www.sec.gov> where this information is located and return form to the ODOT contact shown at the bottom of this form.

Provide link here:

If "no," provide compensation information below.

Names and annual compensation amounts of the five most highly compensated executives:

1.	\$
2.	\$
3.	\$
4.	\$
5.	\$

Business entity contact information (person completing form):

Type name	Title	Date
-----------	-------	------

Return completed form to: Jeff Flowers, Program and Funding Services Manager; Oregon Department of Transportation; 555 13th Street NE; Salem, OR 97301; Jeffrey.A.FLOWERS@odot.state.or.us

Key No. 18023

Agency/State
Agreement No. 29815-02

Background on FFATA requirements

The Federal Funding Accountability and Transparency Act (FFATA) was signed on September 26, 2006. The intent of the Act is to empower every American with the ability to hold the government accountable for each spending decision. The end result is to reduce wasteful spending in the government. The FFATA legislation requires information on federal awards (federal financial assistance and expenditures) be made available to the public via a single, searchable website, which is www.USASpending.gov.

Definition of compensation

Your organization is considered a subrecipient of federal funds. Unless your organization is exempt, FFATA requires you to report total compensation for each of your five most highly compensated executives for the preceding completed year. Total compensation means the cash and non-cash dollar value earned by the executive during the subrecipient's preceding fiscal year and includes the following: salary and bonus; awards of stock, stock options, and stock appropriation rights; earnings for services under non-equity incentive plans; change in pension value; above-market earnings on deferred compensation which is not tax-qualified; and other compensation as defined in 2 CFR Part 170, Section 170.330(b)(5)(vi).

More detailed information about the FFATA can be found at: <http://edocket.access.gpo.gov/2010/pdf/2010-22705.pdf>

If you have any questions, contact:

Jeff Flowers
Program and Funding Services Manager
Oregon Department of Transportation
555 13th Street NE
Salem, OR 97301
Jeffrey.A.FLOWERS@odot.state.or.us
Telephone: 503-986-4453