



HONOLULU AUTHORITY for RAPID TRANSPORTATION

MINUTES

**Board of Directors Meeting
Conference Room B, Kapolei Hale
1000 Uluohia Street, Kapolei, Hawaii
Thursday, March 29, 2012, 10:00 AM**

PRESENT:

Carrie Okinaga	David Tanoue
Ivan Lui-Kwan	Wayne Yoshioka
Robert "Bobby" Bunda	Keslie Hui
William "Buzz" Hong	Damien Kim
Don Horner	

**ALSO IN ATTENDANCE:
(Sign-in Sheet and Staff)**

Toru Hamayasu	Councilmember Breene Harimoto
Joyce Oliveira	Russell Honma
Gary Takeuchi	Bill Brennan
Jeanne Mariani-Belding	Frank Doyle
John Burns	Cindy Matsushita
	Andrea Tantoco

EXCUSED:

Glenn Okimoto

I. Call to Order by Chair

Board Chair Carrie Okinaga called the meeting to order at 10:20 am.

II. Public Testimony

Ms. Okinaga called for public testimony. No testimony was offered.

III. Approval of Minutes

Ms. Okinaga called for the approval of the minutes of the March 1, 2012 Board of Director meetings. There being no objections, the minutes were unanimously approved.

IV. Committee Reports

A. Report of the March 1, 2012 Joint Meeting of Finance and Project Oversight Committees

Project Oversight Committee Chair Damien Kim reported on the March 16, 2012 joint meeting of the Finance and Project Oversight Committees. The Committees heard a presentation by Lance Wilhelm of Kiewit on its bid process for its 139 subcontractors, approximately 90% of which were local. Also, Project Control Manager John Burns presented a draft of the Balanced Scorecard, and Transportation Planner Phyllis Kurio gave a financial update on cash on hand.

B. Report of the March 16, 2012 Transit Oriented Development Committee

Transit Oriented Development Committee Chair William “Buzz” Hong reported on the March 16, 2012 Transit Oriented Development Committee meeting. Senator Donovan Dela Cruz presented a Transit Oriented Development (TOD) legislation update to the Committee. Terrance Ware of the Department of Planning and Permitting also made a presentation on his department’s TOD efforts. Mr. Hong stated that planning information on the rail project would be assembled into a fact sheet for potential developers at a later date to encourage TOD.

V. Smart Growth Conference Presentation by Councilmember Breene Harimoto

Councilmember (CM) Breene Harimoto gave a presentation on his attendance at the 11th Annual Smart Growth Conference in February, which focused on building safe, healthy and liveable communities through reducing dependence on foreign oil, building more resilient economies, encouraging healthy populations, encouraging equitable development, and expanding transportation and housing options. A copy of the presentation is attached hereto as Attachment A. CM Harimoto provided many examples, from Oklahoma City to San Diego’s Little Italy, to the Kauai Coastal Trail Project, that demonstrate the principles behind the smart growth philosophy.

CM Harimoto focused his presentation on the ways in which smart growth principles support rail. In particular, he pointed to the evidence that shows the link between good health and transit, with many cities performing “health impact assessments” as part of planning for transit projects. CM Harimoto stated that there is a global trend of populations moving away from suburbs back into urban cores. Rail supports smart growth in this respect by encouraging local economic development and activities that are centered around rail. He urged the HART Board members to articulate a vision of the future that includes rail, which supports the vision of smart growth.

Board member Wayne Yoshioka commended CM Harimoto for his commitment to the rail project and TOD. Board member Ivan Lui-Kwan praised the councilmember for his leadership, and supported smart growth in the elimination of “silos.”

There was a discussion of public and private partnerships to fund the redevelopment of urban areas. Board member David Tanoue cited Fort Street Mall, Waikiki, and Kakaako as examples of improvement districts where redevelopment was achieved via public and private partnerships. He stated that the Community Development Block Grant Program also provides public funds in the form of grants for private redevelopment.

Mr. Hong thanked CM Harimoto for being a strong advocate for rail. He stated that he also recently read an article by a Cornell engineer that supported the notion of smart growth and rail providing indirect health benefits.

Regarding the bullet point items provided by CM Harimoto, Ms. Okinaga asked what action items the Board could follow up on. CM Harimoto stated that the more conversations that occur regarding the vision of rail and smart growth, the more people would get on board with rail. He also pointed to the health impact assessment as something the Board may want to consider.

Mr. Lui-Kwan asked the councilmember for his recommendations on ensuring that the City Council embraces HART and its mission. CM Harimoto said that by looking at things in terms of HART's vision, the pieces would fall into place. Mr. Tanoue suggested presenting HART's role in smart growth in terms of TOD plans, as the Council embraces smart growth. He also stated that doing so would require commitment and working with the community.

VI. Change Order Process

The Board entered into a discussion on the change order process. Board member Don Horner made a motion to give authorization to approve change orders to the joint Finance and Project Oversight Committees. Mr. Hong seconded the motion. Board member Keslie Hui expressed his concern that while the joint Finance and Project Oversight Committees are comprised of all Board members, that might change in the future. Mr. Horner suggested that the process be revisited on an annual basis.

Mr. Lui-Kwan expressed his support of the motion, and stressed the importance of the joint committee's work, as rail opponents are concerned with cost overruns. He and Mr. Kim agreed that change order information needs to be shared with the public.

Board member Robert "Bobby" Bunda expressed his concern that change orders might be presented to the committee piecemeal in order to avoid the \$1 million threshold. Mr. Kim stated that staff assured him that would not occur. Further, reports on all change orders would indicate such activity if it did occur.

Mr. Hui suggested incorporating change orders into the balanced scorecard. Mr. Horner also requested a report on contingency allocations monthly or quarterly. Interim Executive Director Toru Hamayasu clarified that the Board would receive reports on all

change orders, and not only \$1 million change orders to be approved by the Board through its joint committees. Mr. Horner clarified the difference between ensuring adequate contingencies and cost overruns, and stressed the need to balance the Board's involvement in approving change orders in excess of \$1 million and delaying the project.

Mr. Bunda asked about guidelines governing the change order process, and Ms. Okinaga stated that staff is drafting amendments to the Financial Policies. She said that the Board would first make the delegation of approval authority, then the amendment would be accomplished. Mr. Horner withdrew his motion with the concurrence of Mr. Hong who had seconded the motion, and stated that the Board must first approve the change order process. Mr. Kim moved to approve the change order procedure on page 5 of the change order documents, attached hereto as Attachment B. Ms. Okinaga clarified that the delegation of authority must first be made to the Finance and Project Oversight Committees meeting jointly. Mr. Horner made a motion to delegate authority to the joint committees, and Mr. Kim seconded. The motion carried unanimously.

Mr. Horner then moved to approve the change order process, and Mr. Kim seconded the motion. Mr. Hui suggested that the motion be amended to reflect an annual review of the process. Mr. Horner then amended his motion accordingly, and Mr. Kim seconded. All being in favor, the motion carried.

The Board then turned to a related discussion on the dispute resolution procedure for change orders. Mr. Hui requested that the dispute resolution procedure set forth in Attachment B be changed to reference "HART" instead of "DTS." HART staff confirmed that the reference to DTS was an inadvertent oversight, and the change would be made.

VII. Balanced Scorecard

Mr. John Burns introduced a draft of the Balanced Scorecard, attached hereto as Attachment C. He highlighted modifications responsive to the Board's concerns such as breaking down the information according to major contracts, identifying trends and monitoring progress.

Mr. Horner requested that a footnote be added to the Archaeological Inventory Survey information on page 3 stating that no 'iwi had yet been found. He also asked Mr. Burns to add information on how many holes were planned, and how many had been dug. Mr. Horner expressed his concern that the planning and construction management is done by the same company – Parsons Brinckerhoff (PB) – and stated that he wanted a report by PB in the Balanced Scorecard in order to hold them accountable. He suggested that HART hire a construction manager to serve as the "watchdog" over the contractors to ensure the project is completed on time and on budget.

In referencing staffing budget figures on page four, Ms. Okinaga asked whether HART was on track. Mr. Hamayasu responded that HART is currently on track at 115 employees, with an overall staffing goal of 136 employees.

Ms. Okinaga asked how safety recordable accidents could be expressed in decimal points. Mr. Hamayasu explained that the figure is expressed in terms of accidents per hundred workers, thus resulting in a decimal point.

Mr. Horner stated that HART needs to shift public outreach efforts from meetings to partnerships specific to stations. He requested that Oahu Transportation Services participate in the Balanced Scorecard in the future.

Mr. Horner moved to adopt the Balanced Scorecard. Mr. Kim seconded the motion, which carried, all being in favor. Ms. Okinaga recognized that the Balanced Scorecard was still in draft form and would be further revised, but requested that it go on the HART website.

VIII. HART Budget

Mr. Hamayasu presented an update on the HART budget, which is currently before the City Council. He reported that the City Council has applied their customary accounting system to budget bills 31, 32, and 33, resulting in an apparent shift in some numbers, but resulting in the same total amount presented by HART to the Council. He provided copies of communications to and from Council Budget Committee Chair Ann Kobayashi and a Council hearing calendar, copies of which are attached hereto as Attachment D.

Mr. Hamayasu reported that most of the questions by the Council during his recent presentation were general project-related questions on issues that had come up before, such as Section 5307 funding, and concerns over costs. He stated that the few budget-related questions were limited to the cost breakdown of public outreach, the square footage cost feasibility on office space, postage costs, and the cost to print and distribute the monthly newsletter. Information on these items will be provided, or have already been provided to the Council. Mr. Hamayasu reported that the Council asked Corporation Council about its authority to effectuate bonding in steps.

Mr. Lui-Kwan asked Mr. Horner if he was satisfied with the way the briefing went. Mr. Horner responded that although the Council has a significant role in the process, particularly with a project of this magnitude, his opinion was that the Council does not have a right to hold HART accountable for how it spends its money.

Ms. Okinaga requested that Mr. Hamayasu provide the Board with communications from the Council regarding the budget. She expressed her discomfort with the fact that in the two-hour briefing, only three questions were related to the budget.

IX. Quarterly Progress Report

Mr. Hamayasu stated that although staff had been working on a quarterly progress report for public consumption, the fact that the monthly progress reports are based on month-old data renders a quarterly report old information. He suggested discussing the matter with incoming Executive Director Dan Grabauskas, and perhaps providing the information in a different format such as the Balanced Scorecard.

Mr. Hui asked what the most recent monthly progress report was. Mr. Hamayasu responded that the most recent report is for November 2011. The FTA agreed to skip the December report, and staff is currently working on the January report.

Mr. Horner reminded Mr. Hamayasu that the September 2011 Financial Plan needed updating, and Mr. Hamayasu stated that April 1st is the goal to assemble information for the Financial Plan update. Mr. Horner requested the delta between the September 2011 plan and the 2012 plan. Mr. Hamayasu said that May 1st is the deadline to finalize submission of the plan to the FTA. Mr. Horner requested that the Finance Committee be shown a draft of the Financial Plan before it is submitted to the FTA. Mr. Hamayasu said that he would speak with the FTA about how they want to handle the sharing of the information.

Mr. Hui asked why the last monthly report is November, and why the FTA did away with the December report. Mr. Hamayasu replied that the Project Management Oversight Consultant approved omitting the December report. He stated that the data is available, but has not been put into a reporting format. Mr. Hui expressed his concern that it was a staffing issue, but Mr. Hamayasu expressed his reluctance to “staff up” to numbers that could not be sustained in the long term.

Mr. Horner stated that, on the revenue side, there is a one-month lag on Gross Excise Tax data. Mr. Hamayasu agreed that the next reporting increment would be in April. Mr. Horner expressed his opinion that it would be a fairly strong quarter due to the increase in tourism, and asked whether HART had received an estimate. Mr. Hamayasu advised there was no information to date from the State.

Mr. Horner asked Mr. Hamayasu about a report he obtained that showed HART paid Ansaldo \$100 million. Mr. Hamayasu stated that HART has paid Ansaldo \$25 to \$30 million so far for startup, performance bonds, and design. Deputy Project Officer Frank Doyle stated that the cost report referenced by Mr. Horner may be a City report that is not produced by HART.

X. OCIP Procurement Status

Frank Doyle presented the status of Owner Controlled Insurance Program (OCIP) consultant procurement. He stated that HART is two days away from the award of a contract for the OCIP consultant. Mr. Doyle went on to provide an overview of the scope

of services. The consultant will perform the risk assessment to include workers compensation, general liability, automobile insurance, and professional liability. The consultant will then formulate a financing plan to cover these various risks. The OCIP plan would be administered and overseen by the consultant, who would manage and provide HART with information on claims. The consultant would provide these services for HART, but would not provide the insurance itself; that would be separately procured based on the consultant's recommendations.

Mr. Doyle stated that the Request for Proposals for the next two sections of the guideway include a line item for insurance. The contractor will be required to provide the cost for insurance in an "apples to apples" comparison, to enable HART to decide whether to obtain contractor-provided insurance or OCIP. Mr. Doyle stated that the OCIP consultant contract would be executed by the end of April.

XII. Interim ED Report

Mr. Hamayasu gave the Interim Executive Director's report. He stated that construction on the first column is two weeks behind schedule.

He reported that he and Dan Grabauskas met with congressional members in Washington DC earlier that week, and all members of the delegation lent their strong support to the project. Upon Mr. Grabauskas' request for advice, congressional members recommended that HART immediately improve communications. Mr. Hamayasu and Mr. Grabauskas also met with key staff in the House and Senate Appropriations Committee, and with the Chief Counsel of the American Public Transportation Association. Lastly, they met with FTA Administrator Peter Rogoff, who expressed his strong commitment to the project. Mr. Rogoff stressed that the effort to obtain funds for rail comes with the proviso that it be used exclusively for rail, and not be diverted to other projects in Hawaii.

HART Board of Directors Meeting
March 29, 2012

XIII. Adjournment

There being no further matters before the Board, the Chair called for adjournment. All being in favor, the meeting adjourned at 12:09 pm.

Respectfully Submitted,



Cindy Matsushita
Board Administrator

Approved:



Carrie Okinaga
Board Chair

APR 19 2012

Date

ATTACHMENT A



Richard Jackson

Chair and Professor, Environmental Health Sciences; Professor of Urban Planning

M.D., Medicine, University of California, San Francisco M.P.H., Public Health - Epidemiology, University of California, Berkeley

Dr. Jackson is the creator and star host in the new miniseries that is going to be aired on PBS this May called; *Designing Healthy Communities*. He is a Dr. from UCLA, celebrated author, teacher and professor. In *Designing Healthy Communities*, Jackson searches past and present America for healthy, sustainable communities of all sizes and shapes that can serve as models for the rest of the nation.

A preview of *Designing Healthy Communities*, a four-part public television miniseries highlighting best-practice design alternatives to improve our nation's public health, is available at <http://www.designinghealthycommunities.org/video/design/episode-1-retrofitting-suburbia-preview>. In the series, Richard Jackson, MD, MPH, looks at the impact the built environment has on obesity, diabetes, heart, asthma, cancer, and depression. Dr. Jackson connects bad community design with our country's burgeoning health costs, then analyzes and illustrates what citizens are doing about this urgent crisis. The miniseries will air in May 2012 on public television stations.

Bio:

Richard J. Jackson has done extensive work in the impact of the environment on health, particularly relating to children. Dr. Jackson chaired the American Academy of Pediatrics Committee on Environmental Health. He did extensive work on pesticides in California, and has also focused on epidemiology, infectious diseases and toxicology. Over the past decade much of his work has focused on how the 'built environment' including architecture and urban planning affect health. He recently served on the Board of Directors of the American Institute of Architects and has written and spoken extensively in the above areas.

Currently, Dr. Jackson has been working on policy analyses of environmental impacts on health ranging from toxicology, chemical body burdens, terrorism, sustainability, climate change, urban design and architecture. In addition, he is developing policy analyses in related areas, such as how farm, education, housing, and transportation policies affect health.



Pau Hana!

Your Health and the Built Environment

A free Pau Hana with **Dr. Richard Jackson of UCLA**
Tuesday, March 27, 2012 from 5:30 p.m. to 7 p.m.
University of Hawaii Manoa
St. John Hall, Room 11 - 3190 Maile Way

Richard J Jackson is Professor and Chair of Environmental Health Sciences at the School of Public Health at the University of California, Los Angeles. A pediatrician and public health leader, he co-authored: *Urban Sprawl and Public Health* in 2004 and *Making Healthy Places* in 2011. For nine years he was Director of the CDC's National Center for Environmental Health in Atlanta and received the Presidential Distinguished Service award. In October, 2011 he was elected to the Institute of Medicine of the National Academy of Sciences.

The design and location of homes, schools, workplaces, stores, streets, and open spaces—our built environment—has a tremendous impact on physical, mental, and social health. The built environment is the product of our imagination and our work, and it is where we spend nearly all of our time, yet it is also the source of many chronic diseases and natural resource challenges we face.

Spend an hour and a half connecting with Dr. Richard Jackson and local change agents. Find out more about how the built environment has contributed to the current health crisis in America and what is being done around the country and in Hawaii to change our course.

Pupus Provided! Please RSVP by March 26th

Online: <http://rjpauhana.eventbrite.com>

Phone: 545-6003 (Jackie Boland)



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AARP

Cooperative Extension Service
College of Tropical Agriculture and Human Resources
University of Hawaii at Manoa

**11th Annual New Partners for Smart Growth:
Building Safe, Healthy and Livable Communities Conference
February 2-4, 2012 San Diego, California**

Conference Participants from Hawaii

NAME	Position/Agency/County	Email Address	Phone
AKI, Nalani	Organizational Coach/Consultant Capacity Builders, Honolulu	nalani@capacitybuildersllc.com	808-256-8426
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CHANG, Dickie	Councilmember, Kauai County Council	lishibashi@kauai.gov	808-241-4820
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MORIMOTO, Peter	Council Legal Analyst, County of Kauai	lishibashi@kauai.gov	808-241-4188
NAKAMURA, Nadine	Councilmember, Kauai County Council	lishibashi@kauai.gov	808-241-4188
NAKAMURA, Peter	Planner, County of Kauai	lagoot@kauai.gov	808-241-4050
SATO, Glenn	Sustainability Manager, County of Kauai	gsato@kauai.gov	808-241-4951
SHIMABUKURO, Shawn	Project Manager, Grove Farm, Kauai	sshimabukuro@grovesfarm.com	808-245-3678
TABATA, Lyle	Deputy County Engineer, County of Kauai	mchan@kauai.gov	808-241-4996
TEXEIRA, Herman	Planning Commissioner, County of Kauai	lagoot@kauai.gov	808-241-4050
WARE, Terrance	Manager, Transit Oriented Development City and County of Honolulu	tware@honolulu.gov	808-768-8294
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WOOTON-MAHIKOA, Celia	Executive of Transportation, County of Kauai Transportation Agency	cmahikoa@kauai.gov	808-241-6419
YUEN, Kimi	Senior Associate, PBR Hawaii & Associates, Honolulu	kyuen@pbrhawaii.com	808-521-5631
YUKIMURA, JoAnn	Council Vice-Chair, County of Kauai	lishibashi@kauai.gov	808-241-4188

**New Partners for Smart Growth Conference
Sheraton Marina and Hotel
San Diego, CA
February 2-5, 2012
Trip Report by Breene Harimoto**

Several quotes from the conference brochure are the best way to introduce what this conference is all about:

"Welcome to San Diego and the 11th annual New Partners for Smart Growth: Building Safe, Healthy and Livable Communities Conference – the largest and most comprehensive smart growth/sustainable communities conference held in the U.S. each year."

"Today, we are faced with environmental and economic challenges that will define our generation, shape our future, and test our resilience as cities, regions, states and a nation. As a participant at this important and timely conference, you will have a chance to learn from and be inspired by cutting-edge, local-level responses to these pressing issues, selected from impressive initiatives drawn from throughout the country."

"We hope this conference will give you even more energy, connections, tools and information with which to go home and create safer, healthier, more equitable and economically viable livable communities."

And from the conference web site:

"The eighth-largest city in the United States, San Diego is one of the most livable and sustainable major metropolitan areas in the nation. An innovative pioneer in the smart growth movement, the San Diego region provides inspiring models for creating transit-oriented, compact development; transforming downtowns and ethnically diverse, older neighborhoods; designing walkable, mixed-use urban villages; and fostering the emergence of leading high-tech, telecommunications, and clean-tech businesses."

"San Diego has used smart growth principles to create a vibrant, sustainable community by implementing a program of transit-oriented development that addresses wetlands restoration, transportation planning, urban growth and hillside preservation; guiding infill redevelopment in the Downtown and waterfront district to create housing and jobs while removing blight; and conserving resources through renewable sources of energy, efficient building design and integrated land-use planning."

"Today, we are faced with economic, environmental, and social challenges that will define our generation, shape our future, and test our resilience as neighborhoods, cities, and a nation. Join leaders from across the U.S. as we tackle these challenges head-on and demonstrate smart growth solutions that will reduce our dependence upon foreign oil, create a more resilient economy, assure a healthy population, foster more equitable development, and expand transportation and housing options for all Americans."

This conference certainly lived up to my expectations as set forth by the quotes above. My interests in livable communities, healthy initiatives, and TOD fit in well with this conference. It was a great conference with more than 1,400 attendees from across the country. I heard many inspiring speakers talk about the concepts of smart growth, describing their experiences and successful projects, and promoting best practices. I met many people from around the country, and also met several people from Hawaii (see Attachment A for list of attendees from Hawaii). There were 17 people from Kauai, including several county councilmembers, the planning director, transportation director, Sustainability Manager, Housing Development Coordinator, Get Fit Kauai director, and others. I also met the Hawaii State Department of Health Community Programs Director and someone from the University of Hawaii Sea Grant Program.

Public transportation (bus, rail, trolley), complete streets, livable communities, health initiatives, and transit oriented development (TOD) are all part of Smart Growth. If done correctly, these become important parts of an overarching vision of Honolulu of tomorrow.

As we focus on fixing potholes, repaving streets, improving our aging sewer system, deciding on what to do with the landfill, and arguing endlessly about the cost and benefits of rail, we have lost sight of something of importance. That is, having a vision of Honolulu of the future. Yes, we must take care of our streets and sewers, but we must do much more. Building a great city requires a great vision. I always believed this but this conference really put it into perspective. Other cities are on their way to becoming great cities while Honolulu has become complacent in resting on our laurels that we have the military and we have tourists so we're okay. We are stuck on the today with blinders and we have lost our ability to dream about how things could be. History reveals that complacency often leads to decay. It is time for Honolulu to have a vision of what we want our city to look like 20, 30, 40, or 50 years from now. This change won't occur overnight, but with a shared vision, we know where we want to go so we can make changes over time toward that vision. As one presenter put it, our grandparents sacrificed so much for us to have a better life and to live in a better place; what will we sacrifice to ensure that our grandchildren have a better life and live in a better city?

This conference really drove home the need for all of us to work together toward our vision of the future. I encourage all councilmembers, mayor, DPP, DTS, HART, and others to attend this conference next year to learn and be inspired into action to create a shared vision of the future.

I stayed at an off-site hotel some distance away to save some money. Also, I wanted to experience a good public bus and transit system and to see good TOD and Smart Growth as I traveled daily to and from the conference.

Biggest Take-Aways (in no particular order):

- Smart Growth is not a cost item; if we want our cities to thrive, we must provide a safe, healthy, and inviting environment.
- Place making; sense of place is key.
- In the past, roads were built just for cars; roads must now be built for cars, pedestrians, bicycles, mobility devices, and mass transit (complete streets).
- Freeways led to the growth of suburbs and urban sprawl; mass transit and smart growth are transforming cities into places more people are choosing to live in.
- Sprawl is yesterday's choice; today is infill.
- Increasing density is not a bad thing; if done according to smart growth principles, it can be done to be environmentally friendly and esthetically pleasing and it could provide many benefits.
- The trend is for younger workforce choosing to live near where they work in cities as opposed to the sprawling suburbs.
- Multi-disciplinary approach to transportation and planning is essential.
- Health Impact Assessments are growing in popularity in transportation and planning projects.
- Collaboration, public engagement, and public-private partnerships are essential.
- There is large growth in cities; the trend now is for people to move into cities instead of out to suburbs as in the past.
- Change begins with a leader who has a vision and the ability to get others excited about that vision.
- There will be challenges and failures along the way but true leaders will have the will to persevere toward the vision; statesmen will emerge.

Some Planned Actions (listed in no particular order):

- Convene a meeting of conference attendees from Oahu to share what we learned and to plan ongoing collaborative actions to move smart growth concepts forward in Honolulu.
- Share smart growth concepts and its importance with Honolulu with Mayor, Managing Director, DPP, DTS, HART board, City Council members.
- Invite Kauai mayor, key staffers, and councilmembers to share with Honolulu their efforts and progress with implementing smart growth concepts on Kauai, perhaps using their trail project as an example of a vision they are working toward.
- Collaborate with other organizations to get Dan Burden, Richard Jackson, and others to work with Honolulu to jump start our smart growth and complete streets efforts and to help us to begin thinking about our vision.
- Share information with others about how health issues are related to transportation issues and how Smart Growth and Complete Streets can address both transportation issues and some serious health issues. Tie in existing health initiatives with Complete Streets and Smart Growth discussions.

- Include funds in the FY2013 budget for Mayor, DPP, and DTS key staff to attend this conference next year to gain a better understanding of the Smart Growth principles and how it will help to transform Honolulu into a great city; learn best practices; learn from the successes and failures of other cities; and to be inspired into action.
- Introduce the concept of Health Impact Assessments to City Administration and Council and work to implement this as a standard.
- Request HART to do a Health Impact Assessment for the transit project.
- Work with DOH and DOT/DTS to work together as a team on transportation projects.
- Research Sustainability/Mobility Coordinator positions in other cities and propose a similar position for Honolulu.

Some reflective questions resulting from my attendance at this conference (just a few of many that I would like to begin addressing):

- Is Honolulu currently a place where people want to live?
- If we continue doing what we are doing now, will Honolulu be a place where people want to live in the future, 20, 30, 40, or 50 years from now?
- What is our shared vision of the future for Honolulu?
- Do our streets and neighborhoods have a sense of place? Are they inviting and safe for pedestrians, seniors, bicyclists, and mobility devices?
- Are we letting individual developments drive the future of Honolulu or do we have a vision of what we want Honolulu to look like so developers follow our plan?
- Who are the leaders who will create the vision, get people excited about the vision, and work to implement the vision?
- Will our political leaders have the fortitude to persevere and hold on to the vision when things go wrong, or will we give up and be satisfied with the status quo?
- We are one island and one county; we're all in this together; how do we move away from the divisiveness of pitting district against district or community against community?
- What can we do to move the principles of Smart Growth and Complete Streets forward?
- Does our General Plan include Smart Growth concepts? Does it take into account national and global trends such as movement away from the suburbs into cities and urban areas? Does the plan recognize the trend for young professionals and seniors choosing to live in cities near transit and the growth in the senior population and single-person households without children?
- Does Honolulu's existing zoning and permitting rules embrace, encourage, allow, discourage, restrict, or prohibit infill developments?
- What can we do to encourage appropriate infill developments?
- Who is taking the lead in TOD planning? Do we have an over-arching TOD master plan with appropriate city policies regarding requirements such as open

spaces and affordable housing in new developments, and appropriate developer incentives such as tax discounts/holidays and increased heights and densities to encourage greater benefits to increase livability?

- Is it wise to have a variety of city and state agencies develop their own TOD plans and policies for lands under their jurisdiction within our city?
- What can we do to expedite the long-overdue implementation of the bicycle plan?
- What can we do to begin creating a vision of the future of Honolulu?

Thursday, February 2, 2012

8:00am – 12:00pm

Tour 3. Birdrock's LaJolla Boulevard: Could This be America's Most Remade Street?

This was a great bus and walking audit tour of the La Jolla and Del Mar areas outside of San Diego. This was conducted primarily by Dan Burden, the nationally acclaimed walkability expert. We saw some shining examples of street transformations, creation of "sense of place", appropriate use of roundabouts and street parking as traffic-calming measures, good accommodations for bicyclists, and other important city and street design factors. We also met with other people who added to the discussion, including Scott Peters, former Councilmember and current candidate for Congress, who had the vision and perseverance to lead much of the transformation.

1:00pm - 4:30pm

Tour 9. Creating Community Support for Smart Growth: Efforts to Improve Food, Physical Activity Environments and Safety in Western Chula Vista

This was a tour of an older, lower-income community that banded together, led by a Councilmember with a vision, to address critical health issues in their community. We toured a new park with wonderful play areas that is now the pride of the community in what was formerly a crime-infested area; we toured a new community center that focuses on healthy eating and healthy choices in what was an empty building that was attracting homeless and undesirable elements; we saw a liquor store that now sells fresh fruits and vegetables in what was a food desert; and we saw student art decorating all the utility boxes along streets. These were all accomplished through community-driven efforts and innovative public-private partnerships. Health inequities and environmental/social conditions were addressed through a variety of smart growth strategies that increase local residents' health, safety, and quality of life by enhancing public safety, increasing access to healthy food and improving physical activity opportunities. The Healthy Eating Active Communities project demonstrates how smart growth solutions were used and the community was engaged to fight childhood obesity and adult diabetes epidemics.

6:45 – 8:00pm

Kickoff Plenary: Smart Growth for Economic Recovery

Jared Blumenfeld, Regional Administrator, U.S. Environmental Protection Agency
Region 9 (which includes Hawaii and California)

Highlights:

- Improved air quality results in less health problems and lower costs
- 56 counties in 26 states received assistance

Mary D. Nichols, Chair, California Air Resources Board (with EPA under Clinton)
Highlights:

- Over 40 years, reduced auto emissions by 90%
- By 2020, will cut emissions back to 1990 levels (Kiyoto Agreement)
- By 2025, at least 15% of vehicles sold will be fuel cell or electric
- Adopted renewable energy standards
- Link housing and transportation together
- All MPO's working on Sustainable Cities Strategy

Mick Cornett, Mayor, City of Oklahoma City, OK
Highlights:

- Mayor Cornett is a visionary; inspiring and motivating speaker
- Little known facts about Oklahoma City
 - In 1920's, invented shopping carts
 - In 1930's, invented parking meters
 - Good times followed
 - In 1980's, end of boom and more than 100 banks failed; voted for tax to attract thousands of federal jobs but feds went elsewhere
 - In 1990's, voted for tax to get 6,000 United Airlines jobs but United decided to go to Indianapolis because United couldn't see its employees wanting to live in Oklahoma City
- After voting twice to tax themselves to get better times but failed, leaders looked to Indianapolis and found that Indianapolis created a city where people wanted to be while Oklahoma City became a city where people didn't want to be
- City leaders created a vision, got citizens excited about the vision, and in December 1993 voters approved the MAX initiative
 - Build a new sports arena, improve fairgrounds, improve performing arts center, upgrade transit system, put water in river (long story about how the river was dry but they transformed it into a real river with parks and trails along side it)
 - 1% sales tax to fund construction projects
 - All construction funded by sales tax so no debt funding
- Things immediately went wrong
 - MAX projects were late and over-budget
 - Oklahoma City bombing killed 168 people
 - ✓ Very emotional time for everyone
 - ✓ Now the only thing people knew about Oklahoma City was the bombing
- But city leaders persevered and things eventually turned around because MAX projects began coming through
 - The first project completed was the sports arena, which became the finest minor league arena
 - The river became the finest venue for kayaking and rowing
 - An "intense, unified" culture resulted
 - It's like "we grabbed hands and pulled each other up"

- Downtown problems
 - “If you lived downtown, there’s a very good chance you were in jail”
 - Until schools are fixed, no one will move downtown
 - ✓ Downtown schools were of poor quality with buildings falling apart
- City leaders then created a new vision called MAX 2 - MAX For Kids
 - Voters approved a 7 year 1% sales tax for \$700 million dedicated funding for school CIP
 - ✓ All 73 buildings were renewed, built a new high school, and purchased a new fleet of buses
- Oklahoma City began getting on the best city lists for various things
- First time in a long time the city was really feeling good about themselves
- Then Cornett became Mayor
- Since becoming mayor, Cornett gained much weight
 - Everyone wanted to take him out to breakfast, lunch, dinner, and he was eating too much but his weight was a taboo subject
- Then Oklahoma City got on the Most Obese Cities list
 - They didn’t deny it but no one talked about it or did anything about it
 - Commitment to automobiles and fast foods led to obesity
- Getting on the Most Obese Cities list was his wake up call
 - Mayor Cornett developed campaign to put entire city on a diet to lose 1 million pounds
 - ✓ Announced the campaign in December 2007 in front of the zoo
 - ✓ This awareness campaign did wonders; people were finally talking about the obesity issue
 - ✓ 42,000 people registered on the web site to chart their progress
- MAX 3 resulted
 - New tax to fund convention center, downtown park, streetcar system, 400 miles of new sidewalks, completing implementation of bike trail master plan, senior health & wellness centers
 - Cornett’s priorities were always jobs and education, but now also includes health
 - ✓ “As a culture, we must place a higher priority on health”
- A transformation began
 - Stopped building streets for cars; streets now built for people
 - Streets are now places of their own; no longer only fastest way to move cars
 - City civil engineers now listen to the planning department
 - “wrath of grapes”
 - ✓ More people are now moving from California to Oklahoma City
 - Large influx of highly skilled, educated, and trained young professionals
 - Large demand for downtown housing
- This is the story of the renaissance of Oklahoma City

Friday, February 3, 2012

8:30am – 9:30am

Morning Plenary. Places for People: How Transportation Choices, Infill Development and Good City Design Can Reshape Our Communities

Shelley Poticha, Director, Office of Sustainable Housing and Communities, U.S. HUD

Highlights:

- Partnerships – HUD-DOT-EPA
 - All signed on to Livability Principles
 - ✓ Transportation choices
 - ✓ Equitable, affordable housing
 - ✓ Economic competitiveness
 - ✓ Support existing counties
 - Align funding and policies to work together
 - ✓ Example: CDBG can now be used as matching for DOT projects (was prohibited use in the past)
 - Now reaching out to Dept. of Agriculture to join in partnership
- Comprehensive community revitalization
- Place-making
- Collaborative set of investments in order of \$800 million
- Economic development tied to sustainable development
- Must put people where they need to be
 - Transit networks connect where people live and work
- Do everything in partnerships

Janet Attarian, Project Director, Streetscape and Sustainable Design Program;
Sustainability Coordinator, Chicago Department of Transportation

Highlights:

- Transportation infrastructure
 - “Very poor shape” in US
 - Direct effect on behavior
 - Infrastructure has long life, expensive to rebuild so must be built for future – 50 years
- Vehicles account for at least 30% of CO2 emissions
- Public health – obesity, lifespans, cost
- Good educational choices
- Streetscape and sustainable design program goals
 - Supportive economic development
 - Improve public safety and health
 - Quality of life and sense of place
 - Beautiful
 - Maintainability

- How
 - Partnerships with sister agencies
 - Establish guiding documents
 - Private - public partnerships
 - Design for the 21st century
 - Partner with utilities to better manage public works
 - Balance safety and mobility
- Examples
 - Lincoln Square neighborhood
 - ✓ Streetscaped
 - ⇒ Roads narrowed, diagonal parking, raised crosswalks, etc.
 - ✓ Plazas
 - ⇒ Entertainment, farmers markets, etc.
 - ⇒ Businesses now remain open later
 - Congress Parkway
 - ✓ Streetscaped
 - ⇒ Wider sidewalks, burying ramps, more green spaces, etc.
 - Green Alley program
 - ✓ 1,900 miles of public alleys
 - ✓ Markets and plazas

Meea Kang, President, Domus Development, LLC; President, California Infill Builders Association

Highlights:

- Build mixed use, affordable housing
- Sprawl is yesterday's choice; today is infill
- Sacramento New Dynamic project
 - Rehabbed old car repair shop into 18 lofts and 12,000sf office space
 - Walk score of 97
 - Gov. Brown lives there and walks to work daily
- Infill
 - Building homes, businesses, public facilities on unused land in urban areas
 - Transforms neighborhoods
 - Benefits
 - ✓ Lower costs for government and businesses
 - ✓ Faster government approvals
 - ⇒ In California, new development (non-infill) could take 6 years
 - ✓ Protects open spaces and agricultural lands
 - ✓ Less traffic and shorter commutes
 - ✓ Better location efficiency
 - ⇒ EPA study shows even conventional homes near transit is better than energy-efficient homes
 - ✓ Closer families and stronger communities

- Obstacles
 - ✓ Infrastructure inventory
 - ✓ Uncertain regulatory environment
 - ✓ Higher cost up front
 - ✓ Skewed tax incentives
 - ✓ Restrictive land use policies
 - ✓ Public investment in affordable housing
- Affordable housing is critical
- Lincoln Court
 - ✓ Then Mayor Brown created “blight law” which allowed city to purchase property declared as blight
 - ✓ One blight area with the 3rd highest emergency calls, drug dealers, prostitutes, etc.; people were afraid to even walk by
 - ✓ City purchased property and transformed into a welcoming housing development

10:00am – 11:30am

Leveraging Smart Growth Brand to Build a Political Base and Vice Versa

Elaine Clegg, Councilmember, City of Boise, ID; Special Projects Manager, Idaho Smart Growth

Highlights:

- 200,000 population; was 30,000 when she was growing up
- Ran on Smart Growth platform in 2003
- Rewrote comprehensive plan
 - Introduced mixed use centers
 - Identified most economically challenged areas
 - Created store-front libraries

Tommy Wells, Councilmember, District of Columbia

Highlights:

- Must elect leaders who believe in smart growth
- He ran on a platform of “Building a livable, walkable city”
- Bikes to work
 - Councilmembers have free reserved parking in front of city hall; no bike racks so he parked his bike in his parking stall; now has bike racks
- Who are new-comers to DC?
 - Highly educated 20-30 year olds
 - 50+ with high disposable incomes
- Oversaw transportation
 - Implemented highly successful Bikeshare; now pledged to double ridership
 - Point-to-point car share
 - Re-branded bus system; now called Circulator

- ✓ Don't use schedules; now use headways (e.g., every 7 minutes)
- 5-minute living
 - Get to amenities within 5 minutes – grocery stores, cleaners, transportation, etc.
- Renewed outdoor amenities
- 5¢ bag tax
 - Anacosta River was polluted with plastic bags and stuck on trees
 - Used bag tax to clean up river and surrounding areas and parks
- Smart Growth is flexible
- Gentrification and equity issues

Brad Lander, Councilmember, City of Brooklyn, NY

Highlights:

- Had battles; not everyone was on board
- Congestion pricing
 - Revenue goes to new bus line to working class low-income areas
 - Failed initiative; did not get various interest groups on board
- Bike-Lash 2011
 - Lawsuits, protests
 - Advocacy groups on board and provided much public support to make this successful
 - Pedestrian fatalities down; bike ridership up
- Takeaways
 - Run for office
 - Focus on tangible results
 - Campaign to win; forge coalitions; encourage communities
 - \$1 million allocated to let people decide how to spend it in their communities; public engagement success

John Engen, Mayor, City of Missoula, MT

Highlights:

- Public values
 - Construction of a parking garage costing \$30,000 per parking stall is okay
 - But people oppose \$30,000 in incentives to construct affordable housing
- “You get elected so you can do the work; you don't do the work to get elected”
- “You should beam when you talk about your place”
- Sustainable efforts
 - As stewards, we need to be sure not only to do the work, but to be sure there's someone else behind you to take your place

Mick Cornett, Mayor, Oklahoma City, OK
Highlights:

- Background
 - Conservative city consisting of 77 communities
 - Red state; only state in which Obama lost in every county
 - History of many tax initiatives
 - Nonpartisan election
 - City Manager form of government; frees mayor for visioning
- Survey brought in 1,800 ideas
 - Transit most difficult issue
 - Groups came together and agreed on the need for streetcars
- Vitality of suburbs directly tied to vitality of urban core
- “I’m creating a community where your grandkids will want to live”
- Children were forced to leave home to get good jobs and housing
- Trend is for jobs to go to where people live

Mark Mallory, Mayor, City of Cincinnati, OH
Highlights:

- 2.1 million population in region
- Tough economic times was excuse for not doing things
- Improvements in infrastructure is our responsibility when times are tough
- Streetcars
 - 14 studies over many years concluded that this should be done
 - Opponents felt that this won’t work here; Cincinnati is different
 - Coalition opposed; demanded vote; I won’t use it, too expensive, etc.
 - Leaders persevered; breaking ground in several weeks
- Fixed rail works
- Past generations did infrastructure for us; they sacrificed for us
- What are we leaving for future generations?

1:30pm – 3:00pm

The Walking Audit: A Tool for Organizing Strong Communities and Developing Complete Streets

Eric Friedman, Realtor, Friedman Group, Ltd.

Nate Johnson, Realtor, Real Estate Solution

Frank Williamson, Alderman, 26th Ward, City of St. Louis, MO

Dan Burden, Executive Director, Walkable and Livable Communities Institute

Highlights:

- Start with a community others want to become
- See if in any way you can dream it
- Start with core group, then reach out to others

- Create a sense of place
- Every project must add value
- Empower the people and let them create the plan
- One community at a time
- Effective messaging
 - Even if you don't use transit, you need it
- How to get right people involved
 - Get influential people first, then others will follow
 - Example: get mayor first, then other elected officials and staff, and others will jump on board

3:30pm – 5:30pm

Emerging Practices and Policies in Transit-Oriented Development

Moderator: David Taylor, CNU, National Director, Sustainable Transportation Solutions, HDR, Inc.

Highlights:

- Precepts
 - Land use first, then transportation
 - Sustainable development
 - Expand mobility choices
- TOD
 - Policy decision
 - Planning approach
 - Location definition
 - Key features
 - ✓ Compact, walkable, diverse mix of use
 - ✓ Civic or public spaces for interactions
 - ✓ Increase in pedestrian activity
 - Benefits
 - ✓ 50% work trips
 - ✓ Decrease in infrastructure costs by 25%
 - ✓ Increased transit
 - ⇒ 10% greater density = 5% greater transit trips
 - ✓ Healthier lifestyles
 - ⇒ 10% less obesity
 - Market factors for successful TOD
 - ✓ Supportive real estate markets
 - ✓ Sound, understandable financial deals
 - ✓ Long-term commitment
 - ✓ Responsive land use plans and advances
 - ✓ Private-public partnerships
 - ✓ Mixture of incentives

- Development value
 - ✓ San Francisco
 - ⇒ Residential value increased 10% at BART stations
 - ✓ Portland
 - ⇒ 11% greater property values within 1,500 feet of stations
 - ✓ Dallas
 - ⇒ 45% greater property values near stations
- Property value upticks when announced
 - ✓ Example: Charlotte 2-3 months after announcement, increase in investors
- Emerging sustainable solutions
 - ✓ Change way we develop
 - ✓ Build sustainable communities
 - ✓ Emphasize transit orientation
- 3,000 transit stations in US
 - Will be almost 3,900 soon
- Next 20 years will double number of housing units near transit
- Even if don't ride transit, you want to be in that place

Elizabeth Wampler, Program Associate, Reconnecting America
Highlights:

- TOD regional scale
 - ½ mile, compact, walkable, mixed use, equitable
- Regional
 - Know area – car ownership, map, housing cost, affordable housing, etc.
 - Invest in capacity-building, education, and technical assistance
 - Create a strategy for prioritizing and phasing investments
 - Create incentives and target funds for implementation

Susan Baldwin, AICP, Senior Regional Planner, San Diego Association of Governments
Highlights:

- SANDAG is MPO encompassing 18 cities with 3 million population
- By 2020, population is projected to increase by 1 million
- Housing
 - Equity
 - Transportation choices
 - Safe Routes to Schools
 - Safe Routes to Transit
- Smart Growth place types
 - Metro Center
 - Urban Center
 - Town
 - Community
 - Mixed use transit corridors

- Special Use Center
- Rural Villages
- Urban Area Transit Strategy for 2050 RTP
 - Significantly increase transit, walking, biking
- Lessons learned
 - Buy-in of decision makers is critical
 - Adopt policies that strengthen land use

Sharon Pugh, Senior Policy Analyst, Federal Transit Administration

Highlights:

- Infrastructure is critical; need transit for TOD
- Station is critical – mode-neutral; could be bus stop, trolley stop, train stop, etc.
- Station area
 - Vision, goals, objectives of study
- Transit is vital link in community development
 - Mobility options and choices are essential
 - Increase economic competitiveness
 - Enhance quality of life
 - Facilities place-making; vibrant community
- Land use planning and transit planning must be in sync
- Must engage public
- Transit and place-making
 - Infrastructure for leveraging other investments, both public and private
 - Allow for joint development
 - Zoning must allow for mixed use
 - Necessitates a friendly pedestrian environment
- Streetcars
 - Typically short distance between stops
- Greatest asset is transit station
 - Station is platform for development
- Appropriate zoning is critical
- Must minimize parking near transit
- Must be inviting environment
 - Focus on pedestrian friendly
 - Most access to transit is walking
- Maximize stations
 - Optimize locations
 - Maximize intermodal connections
 - Ensure effective development
 - ✓ Shape through urban design and focus on infill development
 - ✓ If not already built up, must consider where will housing and offices be

- Usually transit results in rerouting bus lines to provide intermodal connections and increased service areas
- FTA efforts
 - Promote joint development and TOD
 - Enhanced bicycle and pedestrian policies
 - Provide livability grants
 - Proposed Environmental Justice Circular – social benefits and adverse impacts
 - Changes in New Starts Program
 - ✓ Include urban circulators and streetcars
 - New Starts proposed rule-making
 - ✓ 20% of FTA funds
 - ✓ 80% of FTA focus
 - Bush Administration – cost effectiveness only
 - Now back to metrics and time factors – economic development, job creation, affordable housing, etc.
- Government agencies must work together for common vision
 - In city, mayor must take lead to get city agencies together
- Since no Congress reauthorization yet, FTA has flexibility of funds

Saturday, February 4, 2012

7:00am – 8:30pm

Elected Leaders' Breakfast

This was a good presentation about the health impacts of transit.

Highlights:

- The average American is now 25 pounds heavier than in 1978
- The more you sit in a car, the less you know your neighbors, the less you get involved in your community, etc.
- Young people are really scared about the world we're leaving them
- 20% of US GDP is spent on medical care
- 2% of US GDP is spent on prevention
- Cannot be healthy in an unhealthy environment
- Community must "own" plans for it to succeed; need community buy-in of plans
 - "here's what we're going to do for you" never works
- California HEAL program is an example of success (Healthy Eating Active Living)

8:30am – 9:45am

Morning Plenary. The Great Reset: Reshaping Our Economic and Physical Landscape to Meet New Needs

Kim Walesh, Chief Strategist/Director of Economic Development, City of San Jose, CA

Highlights:

- World is becoming more urban
 - In 1990, 10% lived in cities
 - Today, 50% live in cities
 - By 2050, 75% will live in cities
 - Most growth in US is in urban areas
- Leaders must anticipate and harness forces of change
 - Demographic changes
 - ✓ Growth in seniors
 - ✓ Young professionals are preferring to live in urban locations
 - ✓ Priority is becoming where to live first, then where to work
 - ✓ Immigrants will drive workforce growth in next 25 years
 - ✓ Household structures will shift
 - ⇒ Tremendous growth in households without children
 - ⇒ Rapid growth in single person households
 - ⇒ 90% of growth in housing for singles without children
 - Economics
 - ✓ Global; world is connected and is competitive
 - ✓ Power is shifting to Asia
 - ✓ By 2020, 3 of 5 largest economies will be in Asia
 - ✓ Creativity fuels innovation
 - ✓ More entrepreneurs, small startups
 - ✓ Mobile networked “offices”
 - ✓ Shift away from traditional industrial parks
 - Environmental
 - ✓ Change design of cities to address issues
 - ✓ In past, suburbs grew tremendously because of cheap gas
 - ✓ On a per capita basis, dense communities have less environmental impact
 - ✓ Goal is 40% decrease in VMT (vehicle miles traveled)
 - ✓ Trend is to “grow up”, not “grow out”

Mark Mallory, Mayor, City of Cincinnati, OH

Highlights:

- As leaders, our responsibility is to act on information we have
- Leaders have much information others don't have
- NOTE: much of his speech was a repeat of a prior breakout session I attended.

Richard Conlin, Councilmember, City of Seattle, WA

Highlights:

- 612,000 population; 10,000 city employees
- Seattle is embracing demographic changes
- Emphasizing education
 - School district is separate, but partnership and collaboration are essential

10:15am – 12:15pm

Public Health, Transportation and Land Use: Institutionalizing Partnerships and Practices to Create Healthier Communities

Jeremy Cantor, MPH, Program Manager, Prevention Institute

Barb Alberson, MPH, Chief, Injury Control Section, California Department of Public Health

Dawn Foster, Senior Transportation Engineer, California Department of Transportation

Barb and Dawn talked about California's implementation of Safe Routes To School (SRTS) program.

Highlights:

- State level partnership
- Prevention program to reduce risk of injuries
- No one will walk if they don't feel safe
- DOT – DOH partnerships
 - Good example is Complete Streets
- California
 - Goals – safe environment; encourage children to walk/bike safely
 - Why DOT/DOH partnership?
 - ✓ Lack of expertise in DOT
 - ✓ 3 years to work out issues; first 31 months very frustrating
 - ✓ Challenge was to learn each other's language, culture, etc.
 - ✓ Trust and accountability issues

Megan Wier, MPH, Epidemiologist, Program on Health, Equity, and Sustainability, San Francisco Department of Public Health

Michael Schwartz, Transportation Planner, San Francisco County Transportation Authority

Highlights:

- Congestion Pricing (CP) study
 - Health, equity, economics, housing, etc. are factors in study
 - Health Impact Assessment of Road Pricing funded by Robert Wood Johnson Foundation
 - Health Impact Assessments (HIA) are politically sensitive
 - CP is new to North America

- HIA message is important
 - ✓ Strong communication throughout
 - ✓ Both agencies must be present when getting the message out

Kirsten Frandsen, Program Coordinator, Nutrition and Physical Activity Tacoma-Pierce
County health department

Diane Wiatr, Mobility Coordinator, City of Tacoma, WA

Highlights:

- Tacoma - 200,000 population
- Pierce County – 800,000 population
- Began with Complete Streets at county level, then in city level
- Tacoma paid \$200,000 for a 15-year mobility plan
- Must do training and education campaigns
 - Highly successful Drive Better Tacoma campaign
- Need policies for active transportation options
- Cultural shift took some time but now institutionalized and is normal thinking now

Eloisa Raynault, MS, Public Affairs and Advocacy Program Manager, Transportation,
Health and Equity, American Public Health Association

Highlights:

- Policy Adoption Model
 - Community assessment
 - ✓ Gather interested people as a core group
 - ✓ Identify issues that will influence policy makers
 - ✓ Collect data
 - ✓ Document public health problem
 - ✓ Investigate political environment
 - Develop campaign roadmap
 - Engage broad-based community stakeholders
 - Implement campaign
 - Implement/enforce (oversight)
 - ✓ Ensure policy is complied with

Mighty Fine, MPH, Public Health Practice Manager, Center for Professional
Development, Public Health Systems and Partnerships, American Public Health
Association

Jamila Porter, MPH, Assistant Director, Safe States Alliance

Eloisa Gonzalez, MD, MPH, Director, Physical Activity and Cardiovascular Health
Program, Los Angeles County Department of Public Health

Terri Fields Hosler, MPH, RD, Deputy Director Shasta County Department of Public
Health

Highlights:

- Rural, remote area with only 3 incorporated cities; 180,000 population, 90,000 of those living in Redding
- Successful “Healthy choice is an easy choice” campaign
- Lacked support of elected leaders; began targeting children then succeeded
- Partnerships
 - Set measurable goals
 - Connect to health
 - Speak their language
 - Meet them where they’re at

12:15pm – 1:45pm

Networking Luncheon

Video: 2011 EPA National Awards for Smart Growth Achievement

Nora Johanson, Policy Fellow, U.S. EPA

This was a video presentation over lunch. I spent this time mostly talking with Heidi Hansen from our state DOH. We shared thoughts about the conference and how we could work together moving forward.

1:45pm – 3:15pm

Development-Oriented Transit: Innovative Economic Tools and Models

Moderator: Geoffrey Anderson, President and CEO, Smart Growth America

Daniel Hodge, Principal Economist, HDR Decision Economics (Providence, RI)

David Elvin, AICP, Senior Transit Planner, Pioneer Valley Planning Commission

Highlights:

- In western Massachusetts, Hartford – New Haven – Springfield rail
- Train tripling service to 8 stations and 30+ trains per day by 2014
- New busway parallel to I-84 corridor
- Amtrack rerouted to more populated areas; increase service to inner cities
- 1.4 billion investments in 5 years
- Create significant TOD opportunities
- Key questions
 - How to leverage private investments
 - Sustainability
 - Special considerations
 - Workforce required
- TOD market analysis
 - Begin at regional level
 - Corridor – blend of development and housing

- Station area – investment potential
- Clear recommendations for policy makers
- Younger workforce preference for urban living and choosing to not have cars
- Station planning
 - Zoning
 - Consider likely future trends
 - Don't displace existing population
- Proposed Providence Streetcar
 - Key development factors
 - ✓ % vacant land likely to be redeveloped due to streetcar
 - ✓ Mix – office, retail, etc.
 - ✓ FAR
 - ✓ Property values
 - ✓ Time to build out
 - Held workshop with development experts

Rick Gustafson, Vice President, Shiels Oblatz Johnsen (Portland/Seattle/DC)

Highlights:

- Abandoned railroad, 18 acres, studied what to do with land
- Worked with Earl Blumenauer on streetcars
- Managed streetcars in Portland and Seattle; co-managed in DC
- Streetcar was catalyst, not cause
- Drivable suburban – drive to where you're going
 - Road access, utility extensions, cheap land
- Walkable urban – mixed use environmental'
 - Walkability, quality of alternative access, open spaces, affordability
- Benefits
 - Automobile trips down, walking up
 - 65% reduction in use of cars in good TOD
- Results
 - \$3.5 billion in new developments
 - 10,000 new housing units
 - Reduction in VMT by 70,000,000 miles, and continuing to decrease
- Plans call for continuing higher densities
- Plan, have patience and diligence
- Since 1997
 - 90% of allowable densities realized
 - 53% of all building permits are within 1 block of streetcar lines
- Streetcar line extended five times, always led by private sector
- Financing
 - Tax increments
 - Private assessments

- Parking fees and meters
- \$28 million for streetcars raised from 25¢ per hour increase in parking fees
- Mobility is TriMet responsibility
- Transit is Portland responsibility

Brian Leary, President and CEO, Atlanta Beltline, Inc.

Highlights:

- 5.5 million population
- DC, San Francisco failed but Atlanta no problem with 1¢ tax
- 22 mile loop beltway around downtown through 45 neighborhoods
- Right of way 70-200 feet wide
- Added 1,300 parks
- Affordable housing
- Keep homes near jobs
- Must be equitable
- Development will shape transit

3:15pm – 4:00pm

Closing Plenary. Community Design and Urban Innovation for a Knowledge Economy

Michael Freedman, Principal, Freedman, Tung & Sasaki Urban Design

Highlights:

- Problems
 - Congestion; lack of accessibility
 - Energy
 - Land and resource consumption
 - Climate change
- Solutions
 - Complete neighborhoods – walkable, mixed use, dense
 - TOD – integrated with transit network
- TOD
 - Fundamental change in suburbia
 - Not just a little difference; big difference
- Must have shared set of ideas; consensus
 - Example – new BART station in middle of highway
 - ✓ Collaborative efforts chose logical site
 - ✓ Non-participants had loud voices, petitions, councilman backed them but collaborative efforts won out
- Business parks giving way to mixed use developments
- Cities are growing; make “more city”
- US is 3rd largest growth in cities in world
- Consensus about how to build cities is rapidly deteriorating

- Forces
 - ✓ Traffic congestion – need/love for cars; elderly dependent upon others to drive them around
 - ✓ Rapid water consumption; increased gas consumption and increasing gas and oil prices
- Segregated land use model now failing
- Definite trend now away from suburban sprawl to urbanism
- Creativity and innovation have become the primary wealth generators; no long assembly line mentality
- How do we nurture creativity and innovation, and what are the implications to businesses and cities?
- City is not where creativity and innovation occurs; it is the city itself
- Requires new basis of urban design
- Provide settings for interactions
 - Collaborate; new ideas
 - Mix – work anywhere, anytime
- Problem is we are still building cities according to old ways
- Needed for new cities
 - Clustering and density
 - Synergy and mix
 - Open public spaces
- Business parks are outdated; mixed use is new model
- Workplace district is out of sync
- Trend: single-family houses → townhouses → condos

Sunday, February 5, 2012

8:00am – 12:00pm

Tour 12. Downtown San Diego Walk Audit with Walkability Guru Dan Burden

This was a walking tour of the Little Italy neighborhood. Dan pointed out many good examples of design. We saw what was formerly a busy 4-lane street that was narrowed to 2 lanes with street parking and outdoor cafés. When it was a busy 4-lane street, stores and restaurants couldn't stay in business. After it was narrowed to 2 lanes with parking, businesses and restaurants are now flourishing. The "sense of place" was developed and it is now a tourist destination. Residents want to live there and people want to be there. Dan also pointed out many building and street design features that contribute to the walkability and sense of place. This was an excellent experience and I learned much.

Smart Growth

Presentation to HART Board
By Breene Harimoto
March 29, 2012

Smart Growth

- Conference
- Smart Growth Overview
- Applicability & Trends
- Current Efforts
- Health & Transportation
- HART's role
- Vision of the Future
- Conclusion

Conference

- New Partners for Smart Growth Conference:
Building Safe, Healthy, and Livable Communities Conference
 - February 2-5, 2012, San Diego
 - 11th annual conference
 - "The largest and most comprehensive smart growth / sustainability communities conference held in the U.S. each year"
 - More than 1,400 attendees

Setting the Stage

"Today, we are faced with environmental and economic challenges that will define our generation, shape our future, and test our resilience as cities, regions, and states and a nation. As a participant at this important and timely conference, you will have a chance to learn from and be inspired by cutting-edge, local-level responses to these pressing issues, selected from impressive initiatives drawn from throughout the county."

From the conference brochure

Setting the Stage

"Today, we are faced with economic, environmental and social challenges that will define our generation, shape our future, and test our resilience as neighborhoods, cities, and a nation. Join leaders from across the U.S. as we tackle these challenges head-on and demonstrate smart growth solutions that will reduce our dependence upon foreign oil, create a more resilient economy, assure a healthy population, foster more equitable development, and expand transportation and housing options for all Americans."

From the conference web site

Oklahoma City

- Mayor Mick Cornett

Smart Growth Overview

Smart growth is:

- A better way to build and maintain our towns and cities.
- Building urban, suburban and rural communities with housing and transportation choices near jobs, shops and schools.
- Supporting local economies and protects the environment.

From Smart Growth America website

Smart Growth Overview

"At the heart of the American dream is the simple hope that each of us can choose to live in a neighborhood that is beautiful, safe, affordable and easy to get around... Smart growth creates healthy communities with strong local businesses... creates neighborhoods with schools and shops nearby and low-cost ways to get around for all our citizens... creates jobs that pay well and reinforces the foundations of our economy. Americans want to make their neighborhoods great, and smart growth strategies help make that dream a reality."

From Smart Growth America website

San Diego Example



San Diego Example



Washington DC Example



Washington DC Example



Washington DC Example



Smart Growth Components

- Housing
- Business
- Economic Prosperity
- Transportation
- Healthy Communities and People
- Revitalization

How Does It Work?

- Multi-disciplinary approach
- Examples:
 - Linking health with transportation
 - DOT partnership with DOH
 - Standard Operating Procedures
 - Align transportation policies and projects with health
 - Health Impact Assessments for transportation projects
 - Kauai Coastal Trail Project
 - Transportation - Health - Destination "sense of place"

US HUD-DOT-EPA Partnerships

- All signed on to Livability Principles
 - Transportation choices
 - Equitable, affordable housing
 - Economic competitiveness
 - Supporting existing counties
- Align funding and policies to work together
 - CDBG can now be used as matching for DOT projects
- Now reaching out to Dept. of Agriculture to join partnership

FTA Efforts

- Promote joint development and TOD
- Enhanced bicycle and pedestrian policies
- Provide livability grants
- Proposed Environmental Justice Circular
- Changes in New Starts Program
 - Include urban circulators and streetcars
- Back to metrics and time factors
 - Economic development, job creation, affordable housing, etc.
 - Formerly cost-effectiveness only

Past Trends

- Automobile-centric society
- Travel long distances to jobs via freeways
- Travel via automobile to work, shops, schools, play
- Freeways led to urban sprawl to suburbs
- Families chose to live in single-family homes in suburbs
- Streets built for cars

Current Trends

- Global trend to cities
 - In 1990, 10% lived in cities
 - Today, 50% live in cities
 - By 2050, 75% will live in cities
- US 3rd largest growth in cities
- Infill
- Mixed use
- Seniors and young professionals choosing to live in urban core near work, shops, entertainment, friends

Health

- Obesity
 - Diabetes, high blood pressure, heart disease, kidney disease, blindness, etc.
 - CDC-declared epidemic
 - 2 of every 7 military applicants rejected
 - By 2050, 21% of US population will have diabetes
 - We all pay for healthcare costs
 - 2% of US GDP spent on diabetes-related healthcare
 - Today's children will be first generation with shorter lifespan than their parents

Health

- Diet
 - Fast foods
 - Sugary drinks
 - Healthier eating choices

Health

- Active lifestyle / physical activity
 - Streets safe and inviting to walk or bike
 - Live/work within walking distance from shops, dining, entertainment, recreation, schools
 - Walk/bike to transportation options

Applicability to Honolulu

- Complete Streets
- Safe Routes to Schools
- YMCA Pioneering Healthier Communities
- Hawaii Bicycle League – Bike Ed
- AARP – “successful aging”
- OMPO
- DOH partnerships
 - Dr. Richard Jackson
 - Dan Burden (walk audits)
 - Future – Health Impact Assessments (DOT projects)

Dr. Richard Jackson

- Most disadvantaged population:
 - Those who don't drive.
- Increasing stress and depression.
 - Best reliever is exercise and social interaction.
- Less weight = healthier, live longer, happier.
- Health must be considered in General Plan.
- Physical activity is best way to reduce obesity.

Dr. Richard Jackson

- People who take transit on average weigh 6.5 pounds less.
 - Every pound loss adds to years of life.
- Transit reduces stress and leads to more exercise.
- Every great city has some form of rail transportation.
- Nothing comes close to steel-on-steel rail to move people efficiently and is environmentally friendly.

Rail Benefits

- Transportation option
- Reliable transportation
- Jobs
- Economic development
- TOD
- Reduce urban sprawl
- Help to reduce future traffic congestion growth
- Support healthy, safe, livable, walkable communities

Transit-Oriented Development

- Density is not a bad word
 - Not necessarily 650-foot towers; can be 4-8 story mid-rises
- Many benefits if done right
 - Mixed use
 - Open spaces, view planes, mini-parks, gathering places
 - Wide setbacks
- Create a sense of place
- Look to successes and best practices of cities; lessons learned from others
- Create sensible policies to promote good TOD aligned with our shared vision of the future for Honolulu
- Engaging the public is critical for success

HART's Role

- Plan, construct and operate rail system
- Integrate rail with other transportation options
- Suggest expand mission to include:
 - Embrace and support the shared vision of the future for a great Honolulu
 - Engage the public about how rail is a key component of that vision

City Leaders' Role

- Become Statesmen to:
 - Come together to provide unified leadership
 - Clearly articulate a vision of the future for a great city of Honolulu
 - Find common ground to bring people together to work collaboratively toward that vision
 - Support HART in their mission

Vision of the Future

- Honolulu is:
 - A world leader as a residence and visitor destination of choice.
 - A clean and healthy city with safe, friendly, walkable communities and good education and transportation options.
 - Culturally rich with open spaces, parks, and gathering places and world-class entertainment, art, and sports venues.
 - A thriving international business center with a strong economy anchored by local and international interests.
 - A self-sustaining eco-culture centered around our rich and unique island heritage.

Moving Toward the Vision

- What we do today must always be moving us toward that shared vision of the future.
- Plans will not be achieved overnight, but each opportunity must move us closer toward that vision.
- Without a vision and plan, developers will drive development according to their own agendas.
- Invest in the future.

Conclusion

- City and State leaders must create and promote a shared vision of the future for a great city of Honolulu.
- Plans will not be achieved overnight, but each opportunity must move us closer toward that vision.
- We must embrace Smart Growth principles to create safe, healthy, livable, walkable communities.
- Rail is an integral component of that vision of the future.

ATTACHMENT B

HONOLULU AUTHORITY FOR RAPID TRANSPORTATION



HONOLULU AUTHORITY for RAPID TRANSPORTATION

CONTRACT CHANGE ORDER PROCEDURE

5. CA-05, REV. 0.1

MARCH 14, 2012

1.0 PURPOSE:

This document sets forth the "Contract Change Order" procedure which covers changes for all, Design Build; Manufacture, Install and Maintain; Design Build Operate Maintain and, Construction Contracts, in conformance with contract change management, cost estimating, documents control and request for change procedures. The Contract Change Order Procedure is a systematic approach for implementing material changes to Project contracts, while maintaining the principal goals of the Project.

2.0 SCOPE:

This procedure applies to all Project contracts. Management procedures for changes affecting scope, quality, schedule, and budget are also referenced.

3.0 DEFINITIONS:

Refer to Project Procedure 1.PP-03, "Standard Terms and Definitions." For specific Contract Change Order processing related terms and abbreviations, refer to the following:

Contract Change Order (CCO) - Instrument executed by the parties of a Project contract, which authorizes changes to a contract. For changes to firm-price contracts, the basic intent is to issue firm-price change orders that have been reviewed and negotiated based on cost analysis, reasonable estimating practices, and subject to the Escrow of Proposal Documents (if necessary to resolve comparative estimate impasses). A CCO process commences upon the receipt of a Request for Change (RFC) and the Contractor's Proposed Costs (CPC). Each CCO will be separately accounted for on the Schedule of Milestones (SM) pay items with associated completion milestones (see Procedure 6.CM-04, "Contractor Progress Payments"). The CCO will include details associated with the changes, including its effect on the Schedule of Milestones (both timing and payment).

Contract Management System (CMS) – The Contract Management System is the Oracle Primavera document management system and contract control software for the Project. I.e., Contracts, Submittals, RFIs, Meeting Minutes, Transmittals, Purchase Orders, Cost Worksheets, and Change Orders.

Contract Master Change Order (CMCO) - Instrument executed by the parties and approved by the Chief Procurement or designee issued to a Design Build; Manufacture, Install and Maintain; Design Build Operate Maintain, Construction and Construction, Engineering and Inspection Contracts, to authorize work as directed by a RFC, DCN or FCN due to the immediate nature of the changed work.

The change work provided under a RFC, DCN or FCN will be finalized in a subsequent CCO and funds authorized under the CMCO will be accounted and paid for in the subsequent CCO.

Contractor(s) - Refers to the parties with whom the City enters into a Project procurement contract, and who may include, but not limited to, Final Design Consultants, Construction Contractors, Design-Build (DB) Contractors, and Design-Build-Operate-Maintain (DBOM) Contractors.

Contractor(s) Proposed Costs (CPC) - Detailed cost and schedule estimate from the Contractor for a specific Request for Change (RFC). This document is used in the formal negotiations of the RFC, which will be a part of the Contract Change Order.

Design Change Notice (DCN) - Instrument used to make an immediate change to a standard, issue a variance, or make a schedule-sensitive contract change affecting the design. The DCN will carry a provisional not to exceed sum to initiate the work immediately with an agreed upon limited time until HART and the Contractor negotiate a firm price to complete the work. The DCN may also be given as a no cost change with or without adjustment of time. The DCN will be issued jointly by the General Engineering Consultant (GEC) Contract Resident Engineer (CRE) and the HART Contract Manager (CM). A HART initiated RFC incorporating the DCN will immediately follow in accordance with the RFC procedure.

Field Change Notice (FCN) - Instrument used to authorize an immediate change to the contract for cost, schedule and/or health and safety work place conditions, due to a Differing Site Condition (DSC) or other conditions in the field. The FCN will carry a provisional not to exceed sum to initiate the work immediately with an agreed upon limited time until HART and the Contractor negotiate a firm price cost to complete the work. The FCN may also be given as a no cost change with or without adjustment of time. The FCN will be issued jointly by the General Engineering Consultant (GEC) Contract Resident Engineer (CRE) and the HART Contract Manager (CM) A HART initiated RFC incorporating the FCN will immediately follow in accordance with the RFC procedure.

Request for Change (RFC) – Instrument and procedure (6.CM-03) that has been developed by HART for identifying and quantifying a change to a contract standard, scope, configuration, schedule, and/or budget/cost.

Unilateral Change Order (UCO) - Instrument used to direct a Contractor to perform a task under protest.

4.0 RESPONSIBILITY:

Individual responsibilities for implementing this procedure include the following:

- CCB** The Change Control Board as is established which operates in accordance with the Configuration Management Plan (CFMP).
- CCC** The Change Control Committee (CCC) is responsible for managing all Issues and RFCs from their initial entry into CMS to final action of recommending approval to the CCB. The CCC provides oversight of the processing of changes by the individual contract CATs and the approvals by the CRE and CM and by the DEC and DAC. The CCC reviews and approves the RFC documentation after the Contractor and GEC have completed their detailed estimates and GEC has prepared their Negotiation Strategy. Upon completion of negotiation the GEC Design/Construction Manager and the DEC or the GEC Contract

Manager and DAC (when appropriate) sign off on the Request for Change Package that is submitted by the CFM to the CCB.

- CFM** The Configuration Control Manager has the overall responsibility for the configuration management of the Project and ensures conformity with all required change control policies and procedures. The CFM will rely on assistance from the System Safety and Security Manager, Quality Assurance Manager, Project Control Manager (PCM), Real Estate Acquisitions Manager (RAM), Procurement/Contracts Officer (PCO) and the staff of the Deputy Chief Project Officer, Engineering and Construction (DEC) and other Project staff to determine the cost and schedule impacts of all proposed changes to baseline documents. This impact information may be presented to the CCB to determine if the changes should be made. Where appropriate the CFM may, for information purposes only, inform the CCB of pending changes before the CCC which may be brought to CCB.
- CRE** GEC's Resident Engineer is responsible as the single point-of-contact with the Contractor as the "Representative of HART". The CRE facilitates the GEC staff efforts related to the Change Order.
- CM** HART's Contract Manager is HART's Lead person for a Project contract, works directly with the CRE to manage the contract including negotiating changes and signs all change documents.
- CFO** HART's Chief Financial Officer is responsible for all cash flow requirements, accounting of all revenues and expenditures and preparation of HART's Annual Capital and Operating Budgets.
- ED** HART's Executive Director is responsible for all Project activities and is the Chairman of the CCB.
- GCM** GEC's Contracts Manager supports the CRE, manages change, facilitating GEC support and preparation of change documentation and works closely with HART when appropriate to receive CCB action on those changes that exceed the appropriate threshold.
- OIC** Officer-in-Charge is the Executive Director or his designated representatives have the responsibility for approving Contract Change Orders and related documents.

5.0 PROCEDURE:

A CCO is initiated after GEC and HART have completed all negotiations with a Contractor and has the authorized signatures required for approval per Procedure 6.CM-03, "RFC Procedures" and the details of the negotiation process.

The following procedure is developed in accordance with the CFMP for Project (CMP-001) that defines configuration management, organizational roles and responsibilities, and the establishment and maintenance of Project baselines. (Exhibit 1, Flow Chart)

5.1 CCO Process:

CCOs are prepared within HART and approved as to form and legality by the City's Department of the Corporation Counsel (COR) and approved by HART, and the City's Department of Budget and Fiscal Services (BFS). (Exhibit 2)

A CCO includes the Request for Change negotiated between HART/GEC and the Contractor and approved within the appropriate levels of authority as follows:

- The CRE and the CM: < \$50,000
- The DAC and the DEC: < \$100,000
- The CCB: > \$100,000
- The Finance and Oversight Committees of the HART Board of Directors and the CCB: > \$1,000,000

All pricing documentation from the Contractor(s) Proposed Costs (CPC) will be in accordance with HAR Chapter 3-125, HAR Chapter 3-122, subchapter 5, and HRS Chapter 103D-312.

The CFM along with CFO and the Project Controls Manager, determines that sufficient funds are available to cover the change and that any changes to the baseline Project Budget and Schedule are incorporated. (Reference Contract Change Management Procedure 5.CA-02)

The CFM prepares the CCO which is circulated for HART review and comment/signoff. After the authorized signatures are obtained, the CRE will forward the originals (3 each) to the Contractor for signature. After the Contractor has signed all 3 originals, they will be returned to HART for finalization, including approval as to form and legality by COR, BFS approval and final signature by the Executive Director. After full execution of the CCO, an original will be retained by HART Procurement, the Contract Field Office and Contractor for their records. The CCO and all related documents will be posted in CMS by the CFM Staff.

5.2 CMCO Process:

CMCOs are prepared by the CFM and approved as to form and legality by the City's Department of the Corporation Counsel (COR), HART, and the City's Department of Budget and Fiscal Services (BFS).

The purpose and function of the CMCO is to authorize funds to be used for changes that are immediate in nature. Any funds authorized under the CMCO will be accounted and paid for in a subsequent CCO, which will detail and include the work performed under the CMCO. (Exhibit 3)

5.3 RFC DCN/FCN Function:

HART has the ability to direct a contractor to proceed on a limited budget and scope using the RFC/DCN or RFC/FCN. (Exhibit 4) This type of change can be tracked using Force Account or can be fully negotiated by all parties. The amount of the authorization will be as required by the limits under this Procedure. These documents are the instrument used to prevent delays when an immediate change is required due to the design or construction constraints or when a Contractor encounters "differing site conditions." Funds for these changes will be authorized by the approved Contract Master Change Order (CMCO). A

DCN/FCN is issued under the authority of the CMCO, and work performed under a DCN/FCN will be accounted and paid for in a subsequent CCO, which will detail and include the work performed under the CMCO.

5.4 Timely Issuance of CCO:

The CFM shall assure that a fully executed change order is issued within 10 days after negotiations are completed, all documentation is received from the Contractor, in accordance with HAR Chapter 3-125.

5.5 CCO Audits:

After the CCO has been complete and confirmed with DTS/BFS, the HART QA Manager will perform the internal audit as necessary, reference Quality Management Plan. The CFM Staff will maintain a check sheet for each RFC/CCO to ensure all proper documentation is present in CMS. (Exhibit 5)

6.0 REFERENCES:

Procedure 1.PP-04, "Baseline Documents and Controlled Distribution"

Procedure 2.PA-04, "Project-wide Document Control"

Procedure 3.PM-01, "CMS Procedures"

Procedure 4.PC-06, "Cost Estimating"

Procedure 5.CA-02, "Contract Change Management"

Procedure 6.CM-03, "RFC Procedures"

Configuration Management Plan (CFMP)

Quality Management Plan (QMP)

7.0 Exhibits:

1 – Flow Chart

2 – Contract Change Order

3 – Contract Master Change Order

4 – RFC DCN/FCN

5 - Potential Documents for RFC/CCO

CHANGE HISTORY		
Revision Level	Effective Date	Description of Change
0	03/16/11	Accepted

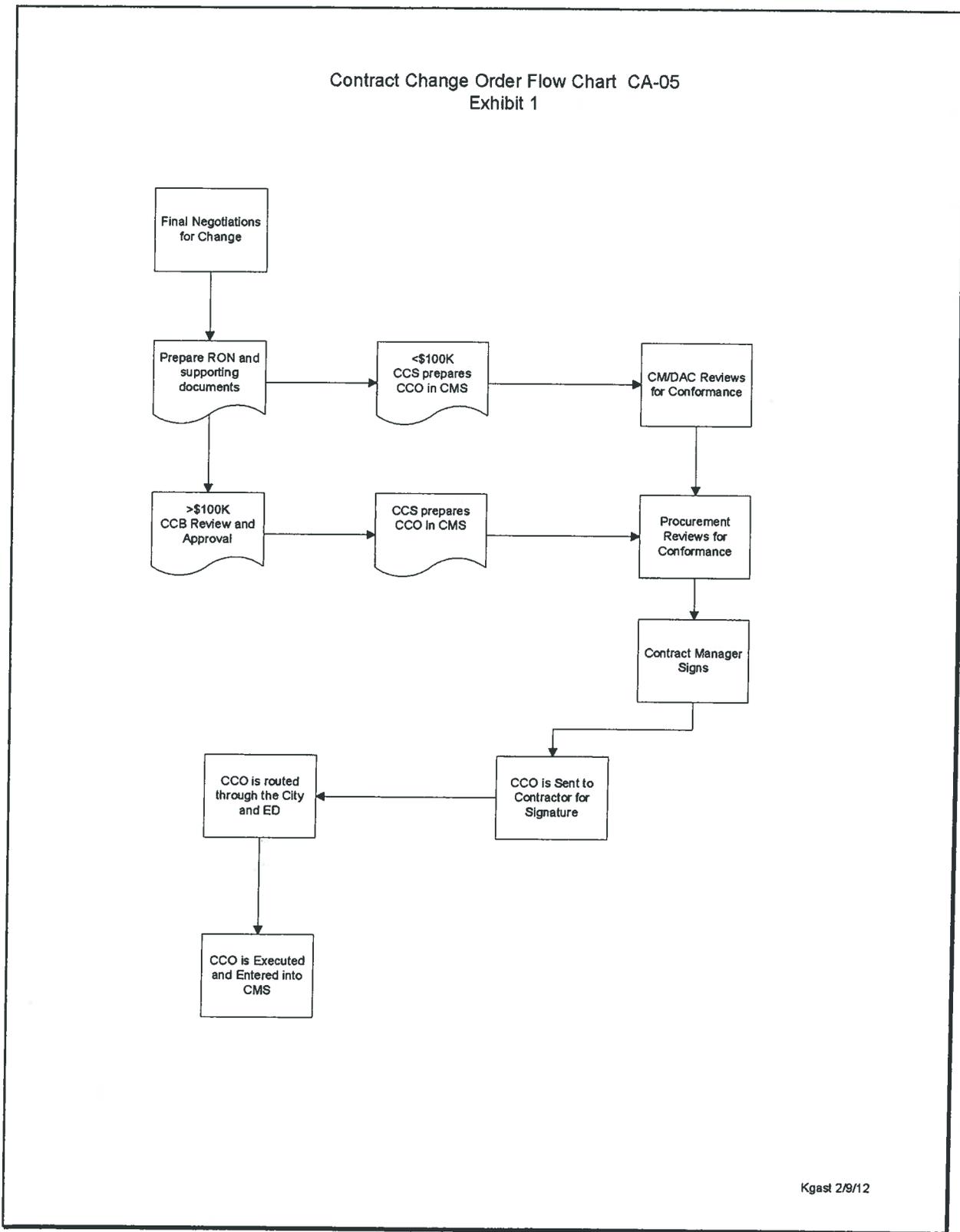
Approved by:

Signature

Date

Title

Exhibit 1 – Flow Chart



Kgast 2/9/12

Exhibit 2 – Contract Change Order



CONTRACT CHANGE ORDER

Contract: Training Project **Change Order No.** 00004
Contractor: Design Build Contractor **Contract No.:** 100037
Commencement Date: **Contract Time (Days):** **Original Completion:**

This Change Order shall serve as a supplemental agreement covering extra work or a change in the quantity of work from what is on the proposal of this project.

DESCRIPTION OF WORK: See attached Supplemental Sheets, RFCs and corresponding Record of Negotiations.

CHANGES INCLUDED IN CHANGE ORDER

Type	Number	Title	Cost	Time Change
RFCR	00015		\$1.60	0
RFCC	00007	bg practice rfcc 7	\$1,800.00	0
Total Amount This Change Order No. 00004			\$1,801.60	

The following milestones will be added to the Baseline Schedule and Schedule of Milestones. If more than 1 page, see the following page for additional Milestones.

Milestone Title	NTP	Milestone Code	Activity ID	Unit Value	Qty	Units	SM Value (\$)
		B.G.00.01.22.00.80.0		\$1,800.00	1	LS	\$1,800.00
		B.G.00.01.23.00.80.0		\$55,000.00	1	LS	\$55,000.00
		B.G.00.01.32.00.80.0		\$1.60	1	LS	\$1.60

The Original Contract Sum	\$482,000,000.00
Net Change by Previously Authorized Requests and Changes	\$1,000.00
The Contract Sum Prior to This Contract Change Order	\$482,001,000.00
The Contract Sum Will be Increased	\$56,801.60
The New Contract Sum Including This Contract Change Order	\$482,057,801.60
The Contract Time Will Not Be Changed	
The Date of Substantial Completion as of this Contract Change Order	

Computed and Checked:
 1. _____
 Contract Manager
Approved:
 2. _____
 Contractor
Approved:
 3. _____
 Officer In Charge, HART

Certify Availability of Funds:
 4. _____
 Fiscal Officer (BFS)
Approved as to form and legality:
 5. _____
 Deputy Corporation Counsel
Approved:
 6. _____
 Interim Executive Director, HART

 HART Execution Date

Exhibit 3 – Contract Master Change Order



SAMPLE

CONTRACT MASTER CHANGE ORDER

Contract: West Oahu/Farrington Guideway DB
Contractor: Kiewit Infrastructure West Co.

Change Order No.00001
Contract No.: 1000137

Table with 2 columns: Description and Amount. Rows include The Original Contract Sum (\$482,924,000.00), Contract Master Change Order (\$250,000.00), and The New Contract Sum Including This Contract Master Change Order (\$483,174,000.00).

This Contract Master Change Order authorizes the use of the Contract Contingency to provide for the funding of Contract change work required by the issuance of a Request For Change Design Change Notice (DCN) or Field Change Notice (FCN) prior to the finalization of a formal Contract Change Order. The Contractor shall not commence any work prior to the issuance of a RFC-DCN or RFC-FCN by HART, which will also include a not to exceed amount to be performed under the document. A subsequent Contract Change Order shall be entered into and properly executed by the parties, which shall include the negotiated prices for change work, detailed schedule of milestones and deliverables.

Computed and Checked:

1. Contract Manager

Approved:

2. Contractor

Approved:

3. Officer In Charge, HART

Certify Availability of Funds:

4. Fiscal Officer

Approved as to form and legality:

5. Deputy Corporation Counsel

Approved:

6. Interim Executive Director, HART

HART Execution Date

Exhibit 4 – RFC DCN/FCN (1 of 3)



HONOLULU AUTHORITY FOR RAPID TRANSPORTATION

HONOLULU RAIL TRANSIT PROJECT
West Oahu/Farrington Guideway DB

CONTRACT No. CT-DTS: 1000137

HART Request for Change (RFCR)

RFCR NO: 00036

To: Steve Caniglia

Date: 12/12/2011

Company: Kiewit Infrastructure West Co.

From: Kenneth Hamayasu

Company: HART

HART Issue No: C00046

Subject: Emergency Lighting - Guideways

WBS Level:

Issued for Price\Schedule CPC Date Due: 1/13/12

Configuration Control:

Baselines Impact:

Interface Plan Impact:

Issued as DCN\FCN: Not to exceed \$0

Issued as Unilateral:

Limitations on the scope during this interim period:

Requested Change:

12/12/11: The Contractor shall eliminate from the Contract all emergency walkway lighting and appurtenances along parapet wall as required by but not limited to the following

Standard and Directive Drawings

- 1. Delete Electrical Directive Drawings ED003, ED004, and ED005.

Compendium of Design Criteria

- 2. Delete paragraph 20.1.2.A.7 in its entirety.
- 3. Delete paragraph 20.4.4.2.D.12 in its entirety.
- 4. Delete Guideway lighting level requirements from Table 20-2 Facility Lighting Levels on page 20-27.
- 5. Delete paragraph 20.11.12.C in its entirety.
- 6. Delete the last two sentences in paragraph 23.5.5.B.
- 7. Delete paragraph 23.5.5.C in its entirety.

HART requests KIWC to submit their credit proposal to this RFCR as per SP-5.3.

Justification:

Illumination requirements for emergency walkways contained in NFPA 130, Standard for Fixed Guideway Transit and Passenger Rail System do not apply to the project guideway (NFPA 130, 6.2.5.1), as the guideway is neither underground or enclosed. Since the specific requirements of that standard do not apply, it was determined that more reliable and cost effective options should be evaluated. Photo-luminescent and reflective paints were identified that will provide clear demarcation of the guideway in darkness, providing an effective substitute for the proposed guideway emergency walkway lighting. The addition of the guideway markings will be addressed by a separate RFC.

Response:

No Cost\Schedule Impact:

Cost Impact: \$0 (Submit assumptions and rough-order of magnitude breakdown of costs)

Schedule Impact: 0 Days (Submit assumptions and breakdown of time)

Date CPC Submitted:

UPDATE 1/25/2012: KIWC is submitting the attached design proposal for the deletion of Emergency Lighting - Guideway RFCR 00036. KIWC is currently working on the proposal for construction.

Responder: Matt Glanzer

Date: 1/11/2012

Print Date: 3/14/12

Page 1 of 3

Exhibit 4 – RFC DCN/FCN (2 OF 3)

 <small>HONOLULU AUTHORITY FOR RAPID TRANSPORTATION</small>	HONOLULU RAIL TRANSIT PROJECT West Oahu/Farrington Guideway DB
CONTRACT No. CT-DTS: 1000137	
HART Request for Change (RFCR)	RFCR NO: 00036
UPDATE 1/11/2012: KIWC is preparing a proposal for this change. Unless advised otherwise, KIWC will continue to work on this proposal.	
Attached Files:	
Responder: <u> Matt Glanzer </u> Date: <u> 1/11/2012 </u>	
Print Date: 3/14/12	Page 2 of 3

Exhibit 4 – RFC DCN/FCN (3 of 3)



HONOLULU AUTHORITY for RAPID TRANSPORTATION

HONOLULU RAIL TRANSIT PROJECT
West Oahu/Farrington Guideway DB

CONTRACT No. CT-DTS: 1000137

HART Request for Change (RFCR)

RFCR NO: 00036

RTD has issued this Request for Change as a Field or Design Change Notice and requires the Contractor to proceed with the change while pricing the cost and or time impacts. The "Not to Exceed" value is an estimate of costs the contractor will realize during the negotiation process and not an estimated value of the entire change. If RTD has not entered a value for this change, it believes there is no 'Material Change' impact to the Contractor; however, if the Contractor believes there will be cost or time impacts please notify RTD in writing immediately and submit your detailed estimate with justifications within 30 days.

Note that the Contractor should track any additional work performed under this Change using the 'Force Account' clause (detailed below) until the Change has been fully negotiated.

The proceeding change(s) in the referenced Contract are hereby made in accordance with the terms of the contract, and under the terms and conditions listed below:

GCDB Chapter 6.10 Force Account. When the contractor and the City cannot agree to the price adjustment of any change in work, the City may, in accordance with Section SP-6.8 "Price Adjustment" require that the work be performed under force account until such time that an equitable adjustment can be agreed to by both parties. Payment for work under this change notice cannot be paid until such time as the agreed upon firm price adjustment has been issued via a Change Order. At such time the Force Account records will be included as part of the firm price adjustment. Should a Dispute or the parties cannot agree on the price adjustment, the Force Account records shall be reimbursement of Work accomplished.

Please refer to GCDB Exhibits "F", "G", and "H" that are to be used for this Change.

Exhibit F - Estimate for Change Order Work (unless equivalent form is agreed to)

Exhibit G - Daily Force Account Report (to be submitted only if Dispute or parties cannot reach an agreement on firm price adjustment. FA Reports shall be maintained in CMS and subject to City audit.)

Exhibit H - Certificate of Current Cost or Pricing Data

Responder: Matt Glanzer

Date: 1/11/2012

Print Date: 3/14/12

Page 3 of 3

Exhibit 5 – Potential Documentation for RFC/CCO Processing

**POTENTIAL DOCUMENTS FOR
REQUEST FOR CHANGE /
CONTRACT CHANGE ORDERS**

Issue Log:

- Comments from meeting minutes
- Letters from outside agencies
- Request for Information

RFC Draft:

- Original Scope defined
- New Scope defined
- Drawings – revised
- Specification Sections
- Justification
- Cost data - ROM
- Schedule impacts
- Comments from outside agencies
- Comments from reviewers

RFC to Contractor:

- Finalized Scope
- Finalized Revised Drawings
- Finalized Revised Specifications

RFC Response from Contractor:

- Responses for any clarifications requested
- Detailed Cost Proposal (CPC)
- Detailed Schedule impact

GEC Detailed Estimate:

- Detailed Cost Impact
- Detailed Schedule Impact
- Negotiation Strategy

RTD/Contractor Negotiations:

- Record of all Negotiations
- Final Resolution

Decision by Authority:

- GEC
- RTD CM
- CCB

Contract Change Order:

All documentation pertaining to a specific RFC will be compiled and attached to the Contract Change Order for RTD's files.

1.0 PURPOSE:

This document sets forth the "Contract Change Management" procedure, in conformance with configuration control, request for changes, change orders, and risk and contingency management procedures. The Contract Change Management Procedure is a systematic approach for implementing material changes to Project contracts, while maintaining the principal goals of the Project.

2.0 SCOPE:

This procedure applies to all Project contracts. Management procedures for changes affecting scope, quality, schedule, and budget are also incorporated and referenced, while the overall intent is to identify how changes are managed on a Contract by Contract basis. The approval process for the use of allocated and unallocated monies is also identified within this document.

3.0 DEFINITIONS:

Refer to Project Procedure 1.PP-03, "Standard Terms and Definitions". For specific Contract Change Management processing related terms and abbreviations, refer to the following:

Allowances - A contract dollar value within the Schedule of Milestones for a Professional Services Contract that is reserved to cover costs of additional work required to be completed in a timely manner.

Allocated Contract Contingency - Funds which have been encumbered in the Contract Allotment Voucher as contingency for completing Contract change work, the payment of which will be made by issuance of a CCO.

Contract Allowance Change Order (CACO) - Instrument executed by the parties of a Professional Service Contract and approved by the Chief Procurement or designee to authorize work as directed by a RFC/DCN due to the immediate nature of the changed work.

Contract Amendment (CA) - A document created and executed by both parties to modify an existing Contract, for either cost, schedule or language changes. A CA process commences upon the receipt of a Request for Change (RFC) and the Contractor's Proposed Costs (CPC). Each CA will be separately accounted for on the Schedule of Milestones (SM) pay items with associated completion milestones (see Procedure 6.CM-04, "Contractor Progress Payments"). The CA will include details associated with the changes, including its effect on the Schedule of Milestones (both timing and payment). An Amendment for cost may increase an Allowance or increase/decrease monies in the Schedule of Milestones and is based on revised a scope identified in a Request for Change. Any funds used under the DCN issued under the authority of the CACO will be accounted for in a subsequent CA.

Contract Baselines – All original executed contract documents, including, but not limited to: specifications, drawings, RFP's, contracts and all associated documents incorporated into the contract via Contract Change Orders.

Contract Change Order (CCO) – Instrument executed by the parties of a Project contract, which authorizes changes to a contract. For changes to firm-price contracts, the basic intent is to issue firm-price change orders that have been reviewed and negotiated based on cost analysis, reasonable estimating practices, and subject to the Escrow of Proposal Documents (if necessary to resolve comparative estimate impasses). Any funds used under the RFC-DCN/FCN issued under the authority of the CMCO will be accounted for in a subsequent CCO.

Contract Management System (CMS) – The Contract Management System is the Rapid Transit Division's (HART) Oracle Primavera document management system and contract control software for the Project. i.e., Contracts, Submittals, RFIs, Meeting Minutes, Transmittals, Purchase Orders, Cost Worksheets, and Change Orders.

Contract Master Change Order – A Unilateral Change Order given to a DB, DBOM, MIM or Construction Only Contractor for an amount determined by HART to cover Field and Design Changes that require immediate authorization to perform work. Actual payment for work will be finalized through the Contract Change Order Procedure. (Exhibit 3)

Contractor(s) – Parties to the parties with whom the City enters into a Project procurement contract, and who may include, but not limited to, Firm Design Consultants, Construction Contractors, Design-Build (DB) Contractors, and Design-Build-Operate-Maintain (DBOM) Contractors.

Contractor(s) Proposed Costs (CPC) - Detailed cost and schedule estimate from the Contractor for a specific Request for Change (RFC). This document is used in the formal negotiations of the RFC, which will be a part of the Contract Change Order.

Design Change Notice (RFC/DCN) - Instrument used to make an immediate change to a standard, issue a variance, or make a schedule-sensitive contract change affecting the design. Reference the RFC Procedure, 6.CM-03.

Field Change Notice (RFC/FCN) - Instrument used to authorize an immediate change to the contract for cost, schedule and/or health and safety work place conditions, due to a Differing Site Condition (DSC) or other unforeseeable conditions in the field as provided under the Contract. Reference the RFC Procedure, 6.CM-03.

Force Account (FA) - A document used to track all Time and Material work authorized by the RTD for a specific task and used as back up for Contract Change Orders if necessary.

Request for Change (RFC) - Instrument and procedure that has been developed by HART for identifying and quantifying a change to a contract standard, scope, configuration, schedule, and/or budget/cost.

Summary of Change— This package contains all information pertaining to the RFC including the Record of Negotiations, the RFC and supporting documentation. The package is presented to the CCB as a whole for acceptance.

Unilateral Change Order (UCO) - Instrument used to direct a Contractor or GEC to perform a task under protest.

4.0 **RESPONSIBILITY:**

Individual responsibilities for implementing this Contract Change Management procedure include the following:

- BFS** The City and County of Honolulu Department of Budget and Fiscal Services is responsible for sign off of all Contract Change Orders.
- BOD** HART Board of Directors
- CCB** The Change Control Board as established which operates in accordance with the Configuration Management Plan (CFMP). The CCB approves all changes exceeding \$100,000 in value, impact more than one contract or significantly modify the Baseline Documents.
- CCC** The Change Control Committee (CCC) is responsible for managing all Issues and RFCs from their initial entry into EMS to final action or recommending approval to the CCB. The CCC provides oversight of the processing of changes by the individual contract CATs and the approvals by the CRE and CM and by the DEC and DAC.
- CFM** The Configuration Control Manager has the overall responsibility for the configuration management of the Project and ensures conformity with all required change control policies and procedures. The CFM will rely on assistance from the System Safety and Security Manager, Quality Assurance Manager, Project Control Manager (PCM), Real Estate Acquisitions Manager (RAM), Procurement/Contracts Officer (PCO) and the staff of the Deputy Chief Project Officer, Engineering and Construction (DEC) and other Project staff to determine the cost and schedule impacts of all proposed changes to baseline documents. This impact information may be presented to the CCB to determine if the changes should be made.
- CM** HART Contract Manager is the HART's lead person for the Project Contracts and co-signs change request recommendations, within his/her authority level.
- COR** The City and County of Honolulu's Corporation Counsel responsible for review of all contractual issues and verification of the compliance with the contract.
- CRE** The GEC Resident Engineer is responsible as the single point of contact with the Contractor as "HART's Representative". The CRE facilitates the GEC staff efforts related to the Change Management. The (CRE) working jointly with the CM will coordinate contract change activities with HART's Configuration Manager and Lead

Interface Coordinator(s) so as to maintain open communication between contracts and Project-wide interface requirements.

CTR The Contractor facilitates the change management process from initiation to quantification to settlement along with all supporting documentation as required by the Contract. The Contractor Project Manager (PM) serves as the single point-of-contact having day-to-day responsibility for the management and administration of the contract scope of Work.

DAC The HART Deputy Project Officer Administration and Controls is responsible for the performance of the CFM, change request approvals, within his/her level of authority, and for recommending Contract CO's for approval by the Chief Executive Officer (CEO).

DEC The HART Deputy Project Officer Engineering and Construction is responsible for the performance of the CM and change request approvals, within his/her level of authority.

ED HART's Executive Director is also known as the Chief Executive Officer (CEO) and is responsible for all Project activities and is the Chairman of the CCB. The Executive Director is also the Chief Procurement Officer.

OIC Officer-in-Charge is the HART Executive Director or his designated representatives.

5.0

PROCEDURE:

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The following procedures are intended to support and integrate Contract Change Management and the Project Configuration Management Plan for Project (CMP-001) that defines configuration management, organizational roles and responsibilities for the establishment and maintenance of Project baselines and the processing of contract changes.

5.1 Change Management Environment:

The Project consists of over 35 contracts that collectively define the Project. Each contract is setup with baselines, standards of practice, contract-specific requirements, and schedule commitments. Each contract is a "firm price" contract unless specifically stated otherwise. HART has established an administrative and quality oversight team for each contract that consists of GEC and HART personnel. The day-to-day communication, coordination, and administration of a contract rest with the GEC Contract Resident Engineer (CRE) working closely with HART's Contract Manager (CM). Changes can initiate at the contract-level or the project-level, but are managed by each contract team.

RFCs may fall into certain types depending on the scope, schedule or cost sensitivity. RFCC/RFCRs are the general formats used for generating a request for change. HART may elect to use a DCN or FCN so that work can commence immediately and allow the process of fully quantifying and establishing the firm price or schedule impact in parallel to the work. Refer to 5.CA-05 or 5.CA-08 for detailed Contract Change Order and Amendment Procedures. This type of RFC is used only when the

contract work schedule is at risk. The Contractor is motivated to resolve the cost and schedule impact as soon as possible so that the change work can continue and be completed in an orderly and efficient manner and receive full payment. The balance of this procedure describes the change process that is more bilateral and collaborative between the contracting parties.

The contract documents contain contract baselines that are monitored through performance measurement practices. Typical baselines that may be established for a particular contract include:

- Environmental (Permitting)
- Geotechnical (Ground)
- Design Concepts
- Right-of-Way
- Third Party Interfaces
- HART-provided materials, equipment and/or labor
- Other site constraints

For the DB contracts, these baselines are defined in the RFP Contract Documents and serve as a basis of proposing technical solutions and price. For DBB contracts, these baselines are developed along with the final design plans and specifications and serve as a basis of pricing the construction work. Payment for performance of contract change work is based on WBS milestones. Should significant (material) changes to these baselines occur during contract delivery due to unforeseen circumstances that the City agrees justifies a change order or due to material different site conditions, the Contractor is required to notify HART following contractually established procedures including the quantification of the change to schedule, budget and/or quality. HART is then required to review, evaluate, and determine a reasonable and timely resolution to the change.

The revised Project Baselines (Drawing Specifications or Contract documents) with proper execution of change order documents, become a part of the contract. Refer to the Configuration Management Plan for further discussion of establishing and maintaining Project Baselines. Any material change to the Project baselines requires CCB action.

5.2 Configuration Control:

Configuration management is a process for defining, evaluating, identifying, controlling and recording the status of the Project against established management plans and performance outcomes. It provides a technical coordination of the various Project contracts and their components to ensure consistency with Project's performance, function, and physical attributes with its requirements, design, and operational constraints as the Work is executed by multiple design, construction, operation, and maintenance contracts. Any changes made to contracts that affect the Configuration of the Project will be brought to the attention of the CFM for

monitoring and to ensure conformance. The Configuration Management Plan, also referred to as CFMP, ensures that:

- Project Baselines are defined and documented
- Documentation is identified, released and controlled
- Change Control Procedures and Processes are established and followed
- Contract Management System (CMS) software is properly utilized
- Interface control is instituted and utilized for all contracts
- Levels of change authority are set
- Approved configuration changes are implemented and tracked
- Configuration accounting, verification and audit are accomplished

The CFM, with the assistance of the GEC shall prepare presentation materials, including as appropriate those documents shown in Exhibit 7, in support of the recommended action for any change presented to the CCB. Final approval of schedule changes affecting the contract's substantial completion or interface with other contracts shall be made by the CCB. Final approval of any operational configuration changes will be made by the CCB. Any impacts to the Project's baseline documents and/or schedule require CCB action as well. Further definition of roles, responsibilities and procedures associated with CFMP can be found in the Configuration Management Plan.

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5.3 Sources of Change:

There are two sources for a contract change: Contractor initiated and HART/GEC initiated. Third Party changes are considered to be in the latter category.

Changes can also be "betterments" to the Work if those changes are within the scope of the contract and determined to provide added value to HART, as determined solely by HART. Betterments, raised by Third Parties (i.e., Utility Owners, HDOT, etc.), are considered to be HART initiated changes.

HART and the Contractor will maintain change logs identifying and documenting the status of all contract changes. A separate Issues Log will be maintained in HART's CMS with issues that may lead to possible changes. The other source of possible changes or issues-of-concern may be the Risk Register for the contract that has been established as part of the Risk Management process as further detailed and explained in Section 5.10 below. During coordination meetings between the contracting parties, status of pending changes and reconciliation of the change logs are performed.

5.4 Clarification and/or Rejection of Possible Change:

Each potential change when presented is evaluated for realism and possible impact to the contract. The first choice is to resolve the possible change with clarification of responsibilities or corrections without a contractual change. If a possible change does not rise to the level of a "change order" and can be rejected on basis of

credibility or entitlement that should also provide a means to filter the changes being managed. Once the CRE/CM determines that a potential change requires an initial impact assessment, the assessment procedure will follow as further detailed in 5.5 below.

5.5 Initial Impact Assessment:

As possible changes are identified and logged within CMS, the CRE will determine whether there is a need for an Initial Impact Assessment. In the event an Initial Impact Assessment is deemed necessary, the CRE may elect to perform the assessment with CRE staff or ask the OE to assemble a CAT to perform the initial assessment and determine a rough order-of-magnitude cost, impact to scope, schedule, and/or budget of the Project contract. Included in this initial assessment is whether the change impacts other contracts or the Project overall. Proper notification to the CFM, other CREs and the impact assessment may include Project impact assessment as well as the contract assessment.

The initial impact assessment and order-of-magnitude quantification of impact will be presented to HART's CCC for concurrence with the assessment and the recommended course of action. HART may reject the change, modify the action plan, or concur with the GEC's initial assessment. With concurrence, the CRE will notify the Contractor with issuance of a RFC, should the recommended course of action lead to a change.

5.6 Final Impact Assessment:

While the Contractor is preparing an impact assessment and quantification of change, the CRE/CAT will perform a detailed price assessment and quantification of change, independently from the Contractor. The GEC shall use the same pricing forms and breakdown anticipated by the Contractor. Assumptions and the basis of quantification shall be documented along with any schedule or estimate worksheets. Should a change require a deviation to Project Standards or contract requirements, the CFM will be advised and the final assessment will be prepared and the appropriate contract change documents modified accordingly.

Upon receipt of the Contractor change proposal, the CRE will assign a reviewer. Additional supporting information and/or clarifications to complete the change proposal review may be required from the Contractor to understand the basis of quantification, assumptions, etc.

5.7 Negotiations Strategy:

The CRE/CAT will develop a Negotiation Strategy Memo that depicts the thresholds of a negotiated deal: walk-away condition and anticipated middle ground, with a reasonable "win-win" strategy. Reference Request for Change Procedure 6.CM-03 for specific requirements.

5.8 Change Order/Contract Amendment Issuance:

A CCO/CA includes the Request for Change negotiated between HART/GEC and the Contractor and approved within the appropriate levels of authority as follows:

- The CRE and the CM: < \$50,000
- The DAC and the DEC: < \$100,000
- The CCB: > \$100,000
- The Finance and Oversight Committees of the HART Board of Directors and the CCB: > \$1,000,000

Upon completion of negotiations and approval of the change, the CFM will prepare the CCO/CA with appropriate supporting documents for each Request for Change involved, reference Procedures 5.CA-05 and 5.CA-08..

5.9 Contract Contingency:

Each contract goes through a risk assessment and management process whereby the contract's "risk register" is used to identify and quantify risk and to establish mitigation tactics including the establishment of allocated contract contingencies for budget and schedule risks. This is a continuous process that, if necessary, provides input to identifying pending changes. (Exhibits 1 and 2)

The Risk Management process also involves integration and interface management. Contract performance is dependent on a fully-integrated and coordinated effort of all contracts involved with the Project. Integration and interface with other contracts and Third Party performers are a source of risk that must be managed. Reference Procedures 4.PC -4 and 05, Risk Management and Contingency Management.

The Risk Management and Contingency Management procedures are referenced documents which provide the basis for controlling risk and contingency changes.

5.10 Contract Master Change Order:

HART shall issue all DB and Construction Contracts a CMCO (Exhibit 3) to allow the Contractor to proceed with work directed by the Contract Manager and Contract Resident Engineer. All work performed under this direction will be formally incorporated into the Contract via a Contract Change Order as required by the Change Order Procedure.

5.11 Contract Allowances:

For Professional Services, such as Design Only Contracts, a Contract Allowance Change Order (CACO) (Exhibit 4) is established in lieu of a Master Contract Change Order. The Allowance is managed by the Contract Manager and accounted for by the issuance of a Contract Amendment. (Exhibit 5)

5.12 Requesting Additional Funds:

When the Allocated Contingency on a Contract is reduced to 75% of the original value, the CM shall notify the appropriate APO and Configuration Manager. The CFM will notify Project Controls, Finance and Procurement Departments. The Contract Manager, with support from the GEC, shall have 30 days to prepare a summary of all anticipated changes for the Contract. If the Estimate to Complete for the Contract exceeds the allocated contingency, each major change will be identified and a Rough Order of Magnitude created for review by the CCB. The CCB may approve any or all of the requests and allow the CM to submit the Procurement Request to Project Controls begin the M-4 process. At the completion of the M-4, the CM will have the ability to negotiate changes with a Contractor as outlined in the Request for Change Procedure (6.CM-03)

5.12 Claim Avoidance:

The Contract Documents include provisions that address: (1) how changes escalate to Claims, and (2) HART's process to resolve contract claims. Openly discussing contract status, risk management, and issues/areas of concern during weekly coordination or special meetings offer a means to mitigate impacts to the work and the contract.

Claim avoidance is a coherent process of effective communication, risk management, and change processing used throughout the Project life to reduce the number of Claims submitted by Contractors. More detailed information about HART's process can be found in the Claims Avoidance Plan and Dispute Resolution Procedure.

6.0 REFERENCES:

- Procedure 1.PP-03, "Standard Terms and Definitions"
- Procedure 2.PA-04, "Project-wide Document Control"
- Procedure 4.PC-08, "Risk Management"
- Procedure 4.PC-09, "Contingency Management"
- Procedure 5.CA-05, "Contract Change Orders"
- Procedure 6.CA-07, "Dispute Resolution Procedure"
- Procedure 5.CA-08, "Contract Allowance Change Orders and Change Amendments"
- Procedure 6.CM-03, "RFC Procedure"
- Configuration Management Plan
- Contract Packaging Plan
- Claims Avoidance Plan

HONOLULU RAIL TRANSIT PROJECT

CONTRACT CHANGE MANAGEMENT PROCEDURE

5.CA-02, REV. 0.1, 3/13/12

7.0 EXHIBITS:

- 1 – Flow Chart / M-4
- 2 – Contingency Usage
- 3 – Contract Master Change Order
- 4 – Contract Allowance Change Order
- 5 – Contract Amendment

CHANGE HISTORY		
Revision Level	Effective Date	Description of Change
0	03/16/11	Accepted
0.1	3/13/12	RTD to HART

DRAFT for FFGA

Approved by:

Signature

Date

Title

Exhibit 1 – Flow Chart

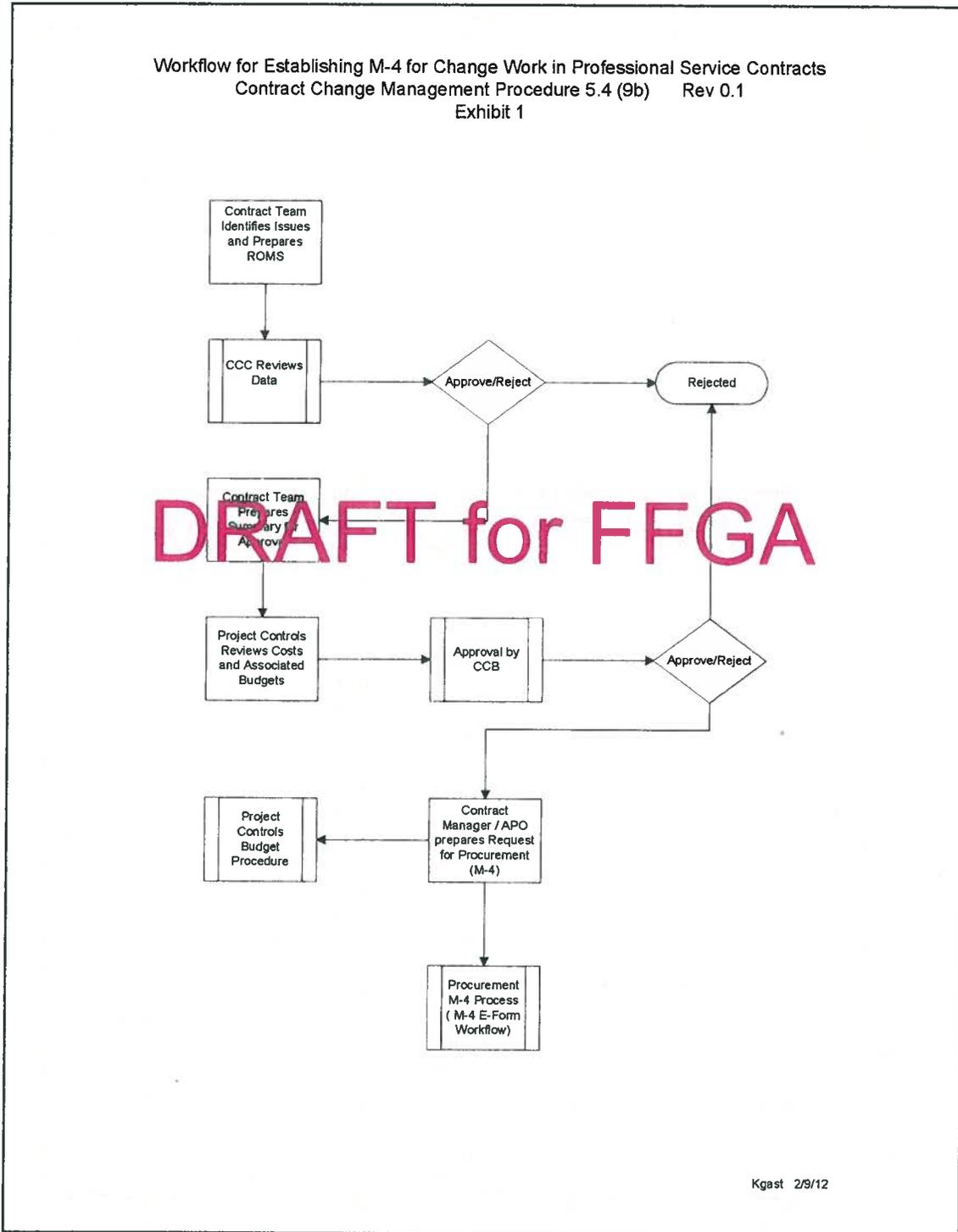


Exhibit 2 – Contingency Usage Chart

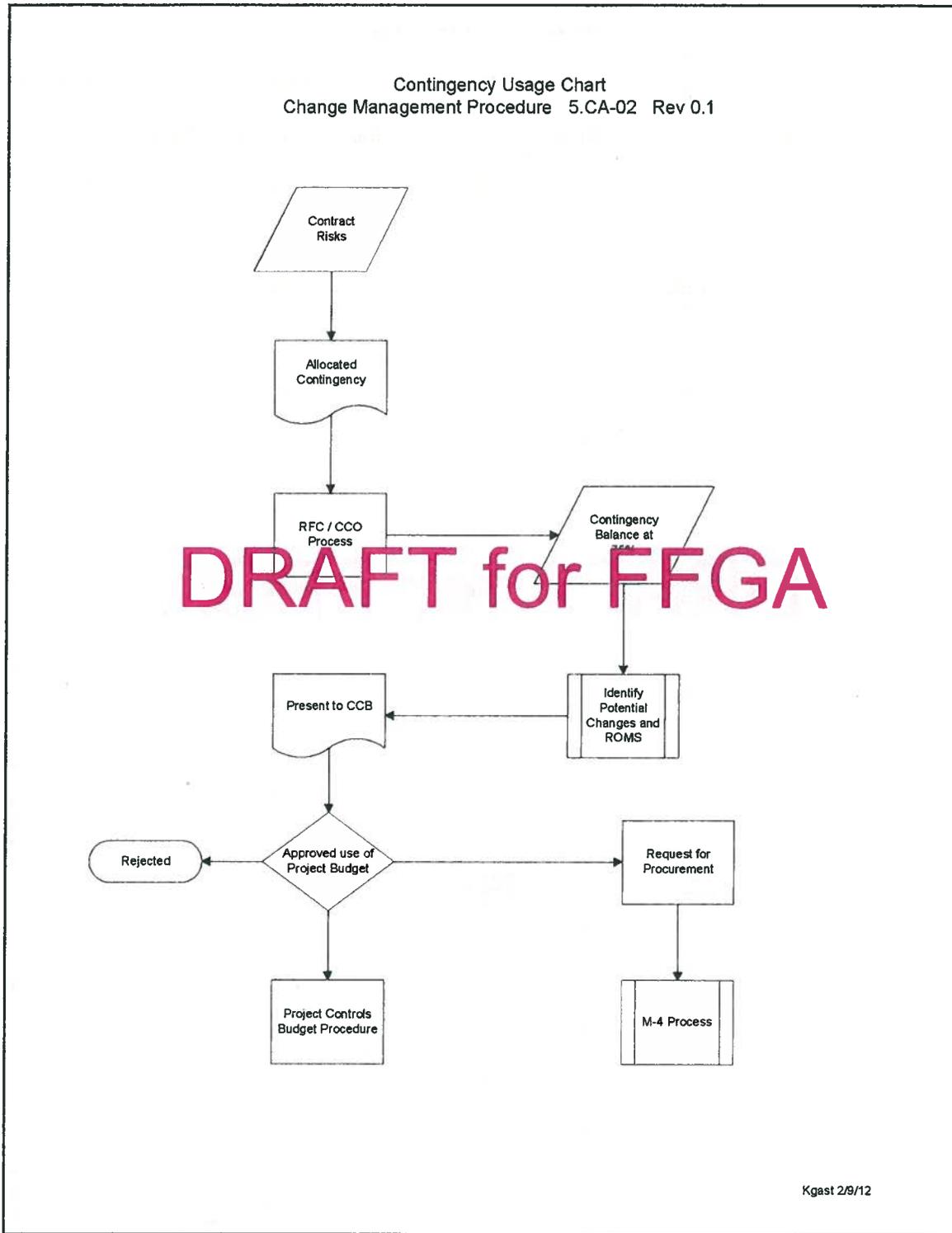


Exhibit 3 – Contract Master Change Order



CONTRACT MASTER CHANGE ORDER

Contract: West Oahu/Farrington Guideway DB Change Order No.00001
Contractor: Kiewit Infrastructure West Co. Contract No.: 1000137

Table with 2 columns: Description and Amount. Rows include The Original Contract Sum (\$482,924,000.00), Contract Master Change Order (\$250,000.00), and The New Contract Sum Including This Contract Master Change Order (\$483,174,000.00).

This Contract Master Change Order authorizes the use of the Contract Contingency to provide for the funding of Contract change work required by the issuance of a Request For Change Design Change Notice (DCN) or Field Change Notice (FCN) prior to the finalization of a formal Contract Change Order. The Contractor shall not commence any work prior to the issuance of a RFC-DCN or RFC-FCN by HART, which will also include a not to exceed amount to be performed under the document. A subsequent Contract Change Order shall be entered into and properly executed by the parties, which shall include the negotiated prices for change work, detailed schedule of milestones and deliverables.

DRAFT for FFGA

Computed and Checked:

1. _____
Contract Manager

Approved:

2. _____
Contractor

Approved:

3. _____
Officer In Charge, HART

Certify Availability of Funds:

4. _____
Fiscal Officer

Approved as to form and legality:

5. _____
Deputy Corporation Counsel

Approved:

6. _____
Interim Executive Director, HART

HART Execution Date

Exhibit 4 – Contract Allowance Change Order



CONTRACT ALLOWANCE CHANGE ORDER

Contract: Farrington Highway Station Group, FD

Change Order No.00001

Contractor: HART

Contract No.: BUD-FD-240

Test

The Original Contract Sum	\$5,800,696.00
Contract Allowance Change Order	\$0.00
The New Contract Sum Including This Contract Allowance CO	\$5,800,696.00

This Contract Allowance Change Order authorizes the use of the Contract Allowance to provide for the funding of Contract change work required by the issuance of a Request For Change Design Change Notice (DCN) prior to the finalization of a formal Contract Amendment. The Contractor shall not commence any work prior to the issuance of a RFC-DCN by HART, which will also include a not to exceed amount to be performed under the document. A subsequent Contract Amendment shall be entered into and properly executed by the parties, which shall include the negotiated prices for change work, detailed schedule of milestones and deliverables.

DRAFT for FFGA

Computed and Checked:

1. _____
Contract Manager

Approved:

2. _____
Contractor

Approved:

3. _____
Officer In Charge, HART

Certify Availability of Funds:

4. _____
Fiscal Officer

Approved as to form and legality:

5. _____
Deputy Corporation Counsel

Approved:

6. _____
Interim Executive Director, HART

HART Execution Date

Exhibit 5 – Contract Amendment



CONTRACT AMENDMENT

Contract: Farrington Highway Station Group, FD Amendment No. 00004
 Contractor: HDR Engineering, Inc Contract No.: 1100013
 Commencement Date: 1/12/11 Contract Time (Days):368 Original Completion:1/15/12

This Amendment shall serve as a supplemental agreement covering extra work or a change in the quantity of work from what is on the proposal of this project.

DESCRIPTION OF WORK: See attached Supplemental Sheets of RFC's and corresponding Record of Negotiations.

CHANGES INCLUDED IN AMENDMENT				
Type	Number	Title	Cost	Time Change
RFCC	00002	NEDES & WPPP	\$33,277.55	0
RFCC	00006	West Loch Easement Revisions	\$10,000.00	0
RFCR	00001	Analyze ROW for West Loch Station	\$20,000.00	0
RFCR	00003	Design of West Loch Entrance	\$45,000.00	0
Total Amount This Amendment No. 00004			\$108,277.55	

The following milestones will be added to the Baseline Schedule and Schedule of Milestones:
 If more than 1 page, see the following page for additional Milestones

Milestone Title	WIP Milestone Code	Activity ID	Unit Value	Units	SM Value (\$)
Allowance	0000000000		\$300,000.00	LS	\$300,000.00
Transfer of Allowance	0000000000		(\$108,277.55)	LS	(\$108,277.55)

The Original Contract Sum	\$5,500,696.00
Net Change by Previously Authorized Requests and Changes	\$0.00
The Contract Sum Prior to This Contract Amendment	\$5,500,696.00
The Contract Sum Will be Increased	\$300,000.00
The New Contract Sum Including This Contract Amendment	\$5,800,696.00
The Contract Time Will Not Be Changed	
The Date of Substantial Completion as of this Contract Amendment	1/15/12

Computed and Checked:

1. _____
 Contract Manager

Approved:

2. _____
 Contractor

Approved:

3. _____
 Officer In Charge, HART

Certify Availability of Funds:

4. _____
 Fiscal Officer

Approved as to form and legality:

5. _____
 Deputy Corporation Counsel

Approved:

6. _____
 Interim Executive Director, HART

 HART Execution Date

HONOLULU RAIL TRANSIT PROJECT

CONTRACT ALLOWANCE CHANGE ORDER AND CONTRACT AMENDMENT PROCEDURE 5.CA-08, REV. 0, 03-14-12

1.0 PURPOSE:

This document sets forth the Contract Amendment and Contract Allowance Change Order procedure which covers changes for Professional Service Contracts, in conformance with contract change management, cost estimating, documents control and request for change procedures. The Contract Amendment and Contract Allowance Change Order Procedure is a systematic approach for implementing material changes to Professional Service Contracts, while maintaining the principal goals of the Project. (Exhibit 1, Flow Chart)

2.0 SCOPE:

This procedure primarily applies to Professional Service contracts working on Design Only type work. Management procedures for changes affecting scope, quality, schedule, and budget are also referenced.

3.0 Definitions:

Refer to Project Procedure 1.PP-03, "Standard Terms and Definitions." For specific Contract Change Order processing related terms and abbreviations, refer to the following:

Allowance – A contract dollar value that is reserved for work specified within the Contract Schedule of Milestones of a Professional Services Contract. Authorization to execute the work defined by the allowance and payment will be made in accordance with this procedure.

Contract Allowance Change Order (CACO) - Instrument executed by the parties of a Professional Service Contract and approved by the Chief Procurement or designee to authorize work as directed by a RFC/DCN due to the immediate nature of the changed work.

Contract Amendment (CA) – A document created and executed by both parties to modify an existing Contract, for either cost, schedule or language changes.. A CA process commences upon the receipt of a Request for Change (RFC) and the Contractor's Proposed Costs (CPC). Each CA will be separately accounted for on the Schedule of Milestones (SM) pay items with associated completion milestones (see Procedure 6.CM-04, "Contractor Progress Payments"). The CA will include details associated with the changes, including its effect on the Schedule of Milestones (both timing and payment). An Amendment for cost may increase an Allowance or increase/decrease monies in the Schedule of Milestones and is based on revised a scope identified in a Request for Change. Any funds used under the DCN issued under the authority of the CACO will be accounted for in a subsequent CA.

Contract Management System (CMS) – The Contract Management System is the Rapid Transit Division's (HART) Oracle Primavera document management system and contract control software for the Project. I.e., Contracts, Submittals, RFIs, Meeting Minutes, Transmittals, Purchase Orders, Cost Worksheets, and Change Orders.

Contractor(s) - Refers to the parties with whom the City enters into a Project procurement contract, and who may include, but not limited to, Final Design Consultants.

HONOLULU RAIL TRANSIT PROJECT

CONTRACT ALLOWANCE CHANGE ORDER AND CONTRACT AMENDMENT PROCEDURE

5.CA-08, REV. 0, 03-14-12

Contractor(s) Proposed Costs (CPC) - Detailed cost and schedule estimate from the Contractor for a specific Request for Change (RFC). This document is used in the formal negotiations of the RFC, which will be a part of the Contract Change Order.

Design Change Notice (DCN) - Instrument used to make an immediate change to a standard, issue a variance, or make a schedule-sensitive contract change affecting the design. The DCN will carry a provisional not to exceed sum to initiate the work immediately with an agreed upon limited time until HART and the Contractor negotiate a firm price to complete the work. The DCN may also be given as a no cost change with or without adjustment of time. The DCN will be issued jointly by the General Engineering Consultant (GEC) Contract Resident Engineer (CRE) and the HART Contract Manager (CM). A HART initiated RFCR incorporating the DCN will immediately follow in accordance with the RFC procedure. A DCN is issued under the authority of the CACO, and work performed under a DCN will be accounted for in a subsequent Contract Amendment which will detail and include the work performed under the DCN.

Force Account (FA) - Instrument used to track all Time and Material work authorized by HART for a specific task and used as back up for Contract Change Orders if necessary.

Request for Change (RFC) – Instrument and procedure that has been developed by HART for identifying and quantifying a change to a contract standard, scope, configuration, schedule, and/or budget/cost.

Request for Change Package – This package contains all information pertaining to the RFC including the Summary of the Change, Change Control Committee signatures, Record of Negotiations, the RFC and supporting documentation. The package is presented to the CCB as a whole for acceptance.

Unilateral Change Order (UCO) - Instrument used to direct a Contractor to perform a task under protest.

4.0 RESPONSIBILITY:

Individual responsibilities for implementing this procedure include the following:

- CCB** The Change Control Board as is established which operates in accordance with the Configuration Management Plan (CFMP).
- CCC** The Change Control Committee (CCC) is responsible for managing all Issues and RFCs from their initial entry into CMS to final action of recommending approval to the CCB. The CCC provides oversight of the processing of changes by the individual contract CATs and the approvals by the CRE and CM and by the DEC and DAC. The CCC reviews and approves the RFC documentation after the Contractor and GEC have completed their detailed estimates and GEC has prepared their Negotiation Strategy. Upon completion of negotiation the GEC Design Manager and the DEC or the GEC Contract Manager and DAC (when appropriate) sign off on the Request for Change Package that is submitted by the CFM to the CCB.
- CFM** The Configuration Control Manager has the overall responsibility for the configuration management of the Project and ensures conformity with all required change control

HONOLULU RAIL TRANSIT PROJECT

CONTRACT ALLOWANCE CHANGE ORDER AND CONTRACT AMENDMENT PROCEDURE 5.CA-08, REV. 0, 03-14-12

policies and procedures. The CFM will rely on assistance from the System Safety and Security Manager, Quality Assurance Manager, Project Control Manager (PCM), Real Estate Acquisitions Manager (RAM), Procurement/Contracts Officer (PCO) and the staff of the Deputy Chief Project Officer, Engineering and Construction (DEC) and other Project staff to determine the cost and schedule impacts of all proposed changes to baseline documents. This impact information may be presented to the CCB to determine if the changes should be made.

- CRE** GEC's Resident Engineer is responsible as the single point-of-contact with the Contractor as the "Representative of HART". The CRE facilitates the GEC staff efforts related to the Change Order.
- CM** HART's Contract Manager is HART's Lead person for a Project contract, works directly with the CRE to manage the contract including negotiating changes and signs all change documents.
- ED** HART's Executive Director is responsible for all Project activities and is the Chairman of the CCB.
- GCM** GEC's Contracts Manager supports the CRE, manages change, facilitating GEC support and preparation of change documentation and works closely with HART when appropriate to receive CCB action on those changes that exceed the appropriate threshold.
- OIC** Officer-in-Charge is the Executive Director or his designated representatives have the responsibility for approving Contract Change Orders and related documents.

DRAFT FOR FFQA

5.0 PROCEDURE:

A Contract Amendment (CA) is initiated after GEC and HART have completed all change negotiations with a Contractor per Procedure 5.CA-02 Contract Change Management and Procedure 6.CM-03, "RFC Procedures" and all approvals have been obtained. (Exhibit 2)

The following procedure is developed, in accordance with the CFMP for Project (CMP-001), that defines configuration management, organizational roles and responsibilities, and the establishment and maintenance of Project baselines.

5.1 CACO Process:

The Contract Allowance Change Order (CACO) is prepared by the CFM and approved as to form and legality by the City's Department of the Corporation Counsel (COR), HART, and the City's Department of Budget and Fiscal Services (BFS). (Exhibit 3)

The purpose and function of the CACO is to authorize funds to be used for changes that are immediate in nature. Any funds authorized under the CACO will be accounted and paid for in a subsequent CA, which will detail and include the work performed under the CACO.

HONOLULU RAIL TRANSIT PROJECT

CONTRACT ALLOWANCE CHANGE ORDER AND CONTRACT AMENDMENT PROCEDURE

5.CA-08, REV. 0, 03-14-12

5.4 RFC DCN Function:

HART has the ability to direct a contractor to proceed on a limited budget and scope using the RFC/DCN. This type of change can be tracked using Force Account or can be fully negotiated by all parties. The amount of the authorization will be as required by the limits under this Procedure. These documents are the vehicle used to prevent delays when an immediate change is required due to the design constraints. Funds for these changes will be authorized for payment by the Contract Allowance Change Order and the Contract shall be amended using the Contract Amendment. (Exhibit 4)

5.5 Timely Issuance of CA:

HART and GEC shall review the Change Management Module of CMS to assure that a fully executed change order is issued within 10 days after negotiations are completed per HAR Chapter 3-125.

5.6 CA Audits:

After the AC has been complete, the HART QA Manager will perform the internal audit as necessary, reference Quality Management Plan.

5.7 Contract Amendments (CA):

A Contract Amendment shall be issued to a Contractor to modify the terms of the Original Contract or increase/decrease the total value of the Contract. The Contract Change Management Procedure (5.CA-02) and Request for Change Procedure (6.CM-03) shall be used to identify the scope, schedule and cost for any modifications and shall be incorporated into the Contract via the Contract Amendment.

CAs are prepared within HART and approved as to form and legality by the City's Department of the Corporation Counsel (COR) and approved by HART, and the City's Department of Budget and Fiscal Services (BFS). (Exhibit 2)

A CA includes the Request for Change negotiated between HART/GEC and the Contractor and approved within the appropriate levels of authority as follows:

- The CRE and the CM: < \$50,000
- The DAC and the DEC: < \$100,000
- The CCB: > \$100,000
- The Finance and Oversight Committees of the HART Board of Directors and the CCB: > \$1,000,000

All pricing documentation from the Contractor(s) Proposed Costs (CPC) will be in accordance with HAR Chapter 3-125, HAR Chapter 3-122, subchapter 5, and HRS Chapter 103D-312.

HONOLULU RAIL TRANSIT PROJECT

CONTRACT ALLOWANCE CHANGE ORDER AND CONTRACT AMENDMENT PROCEDURE 5.CA-08, REV. 0, 03-14-12

The CFM along with CFO and the Project Controls Manager, determines that sufficient funds are available to cover the change and that any changes to the baseline Project Budget and Schedule are incorporated. (Reference Contract Change Management Procedure 5.CA-02)

The CFM prepares the CA which is circulated for HART review and comment/signoff. After the authorized signatures are obtained, the CRE will forward the originals (3 each) to the Contractor for signature. After the Contractor has signed all 3 originals, they will be returned to HART for finalization, including approval as to form and legality by COR and BFS approval. After full execution of the CA, an original will be retained by HART Procurement and Contractor for their records. The CA and all related documents will be posted in CMS by the CFM Staff.

6.0 REFERENCES:

Procedure 1.PP-04, "Baseline Documents and Controlled Distribution"

Procedure 2.PA-04, "Project-wide Document Control"

Procedure 3.PM-01, "CMS Procedures"

Procedure 4.PC-06, "Cost Estimating"

Procedure 5.CA-02, "Contract Change Management"

Procedure 5.CA-05, "Contract Change Orders"

Procedure 6.CM-03, "RFC Procedures"

Configuration Management Plan

Quality Assurance Management Plan

DRAFT for FFGA

7.0 Exhibits:

1 – Flow Chart

2 – Contract Amendment (CA)

3 – Contract Allowance Change Order

4 – RFC/DCN

Exhibit 1 – Flow Chart

DRAFT for FFGA

HONOLULU RAIL TRANSIT PROJECT

CONTRACT ALLOWANCE CHANGE ORDER AND CONTRACT AMENDMENT PROCEDURE

5.CA-08, REV. 0, 03-14-12

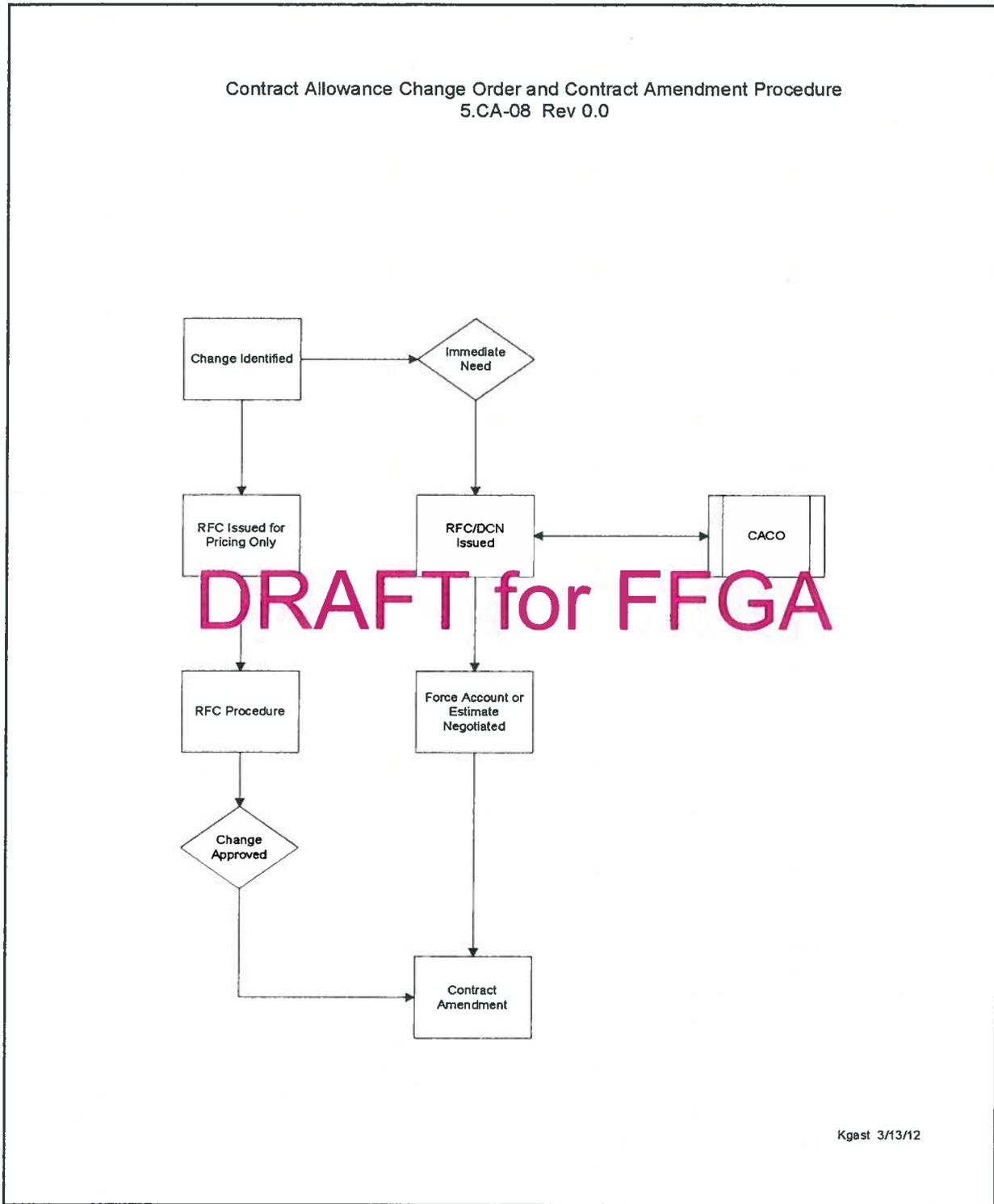


Exhibit 2 – Contract Amendment

HONOLULU RAIL TRANSIT PROJECT

CONTRACT ALLOWANCE CHANGE ORDER AND CONTRACT AMENDMENT PROCEDURE
5.CA-08, REV. 0, 03-14-12



CONTRACT ALLOWANCE CHANGE ORDER

Contract: Farrington Highway Station Group, FD

Change Order No.00001

Contractor: HART

Contract No.: BUD-FD-240

Test

The Original Contract Sum	\$5,800,696.00
Contract Allowance Change Order	\$0.00
The New Contract Sum Including This Contract Allowance CO	\$5,800,696.00

This Contract Allowance Change Order authorizes the use of the Contract Allowance to provide for the funding of Contract change work required by the issuance of a Request For Change Design Change Notice (DCN) prior to the finalization of a formal Contract Amendment. The Contractor shall not commence any work prior to the issuance of a RFC-DCN by HART, which will also include a not to exceed amount to be performed under the document. A subsequent Contract Amendment shall be entered into and properly executed by the parties, which shall include the negotiated prices for change work, detailed schedule of milestones and deliverables.

DRAFT for FFGA

Computed and Checked:

1. _____
Contract Manager

Approved:

2. _____
Contractor

Approved:

3. _____
Officer In Charge, HART

Certify Availability of Funds:

4. _____
Fiscal Officer

Approved as to form and legality:

5. _____
Deputy Corporation Counsel

Approved:

6. _____
Interim Executive Director, HART

HART Execution Date

Exhibit 4 – RFC-DCN (1 of 3)

HONOLULU RAIL TRANSIT PROJECT

CONTRACT ALLOWANCE CHANGE ORDER AND CONTRACT AMENDMENT PROCEDURE 5.CA-08, REV. 0, 03-14-12

 HART <small>HONOLULU AUTHORITY for RAPID TRANSPORTATION</small>	HONOLULU RAIL TRANSIT PROJECT Farrington Highway Station Group, FD
CONTRACT No. CT-DTS: 1100013	
HART Request for Change (RFCR)	
To: Lawrence Krasnoff, AIA Company: HDR Engineering, Inc From: Kenneth Hamayasu Company: HART Subject: Design of West Loch Entrance	Date: 8/3/2011 HART Issue No: 00022 WBS Level:
Issued for Price/Schedule <input checked="" type="checkbox"/> CPC Date Due: 8/18/11	Configuration Control: Baselines Impact: <input type="checkbox"/> Interface Plan Impact: <input type="checkbox"/>
Issued as DCN/VCN: <input checked="" type="checkbox"/> Not to exceed \$45,000	
Issued as Unilateral: <input type="checkbox"/>	
Limitations on the scope during this interim period:	
Requested Change:	
Update 8-11-11: The design of the steps and ramps at the Farrington Highway side of the station site should avoid permanent construction over the sewer and water easements. The slope easement is not a concern at this time and should not impact the locations of the steps and ramps. Service vehicle (truck) access for the trash room and TCCR may be either from Farrington Highway or the Don Quijote parking lot. If from Farrington Highway, there must be sufficient truck parking area to ensure that the truck will leave the station front lot and not have to back out. HDR should present a plan immediately of this being. Reconfiguration of the plan sketch, prepared by the ECR and presented to HDR for guidance will require some revisions and reconfiguration of the rooms to allow sufficient area for the steps and ramps.	
8-3-11: Provide Design Labor only to reduce the take area affecting the Don Quijote parking lot by either moving some elements of the building (such as the TCCR/UPS) to the makai side, or by reconfiguring the mauka side and subsequently taking fewer parking spaces. Redesign the entry building and complete the Preliminary Engineering update. The following is a chain of events that have occurred prior to this Request for Change:	
1. The initial West Loch mauka site boundaries were established by PE Drawings dated September 18, 2009. 2. HDR began West Loch Station design on March 15, 2011. 3. RTD advised HDR of programmatic revisions to West Loch mauka site on April 28, 2011. 4. HDR ceased design development from April 28, 2011. 5. RTD issued RFCR No. 00001 on 5/20/2011 for a Right-of-Way site study to West Loch mauka for \$20,000.00. 6. The Study reduces site boundaries to limit taking of vehicle parking in Don Quijote parking lot. 7. HDR to submit plan for site reduction by May 26, 2011 8. The HDR site study provided the following changes:	
<ul style="list-style-type: none"> - Reduced the number of parking spaces lost to mauka station entrance. - Provided Staff Room at Makai Entrance where Bus Transit Facility is provided - Provided 5'-0" set back on all sides of property. - Allowed for space for future construction of ADA-compliant ramp by others. All other time impacts and associated costs will be provided under another RFC.	
Justification:	
Reduce impact Don Quijote and save ROW take. Mitigate Design time impacts.	
Response:	
No Cost/Schedule Impact: <input type="checkbox"/> Cost Impact: <input type="checkbox"/> \$_____ (Submit assumptions and rough order of magnitude breakdown of costs)	
Responder: _____	Date: _____
Print Date: 3/14/12	Page 1 of 3

Exhibit 4 – RFC-DCN (2 of 3)

HONOLULU RAIL TRANSIT PROJECT

CONTRACT ALLOWANCE CHANGE ORDER AND CONTRACT AMENDMENT PROCEDURE
5.CA-08, REV. 0, 03-14-12

 HONOLULU AUTHORITY for RAPID TRANSPORTATION	HONOLULU RAIL TRANSIT PROJECT Farrington Highway Station Group, FD
CONTRACT No. CT-DTS: 1100013	
HART Request for Change (RFCR) RFCR NO: 00003	
Cost Impact: <input type="checkbox"/> <small>(Submit assumptions and breakdown of magnitude in dollars)</small>	Schedule Impact: <input type="checkbox"/> <small>(Submit assumptions and breakdown of time)</small>
Date CPC Submitted: _____	_____ Days
Attached Files: _____	
<h1>DRAFT for FFGA</h1>	
Responder: _____	Date: _____
Print Date: 3/14/12	Page 2 of 3

Exhibit 4 – RFC-DCN (3 of 3)

HONOLULU RAIL TRANSIT PROJECT

CONTRACT ALLOWANCE CHANGE ORDER AND CONTRACT AMENDMENT PROCEDURE 5.CA-08, REV. 0, 03-14-12



HONOLULU RAIL TRANSIT PROJECT
Farrington Highway Station Group, FD

CONTRACT No. CT-DTS: 1100013

HART Request for Change (RFCR)

RFCR NO: 00003

RTD has issued this Request for Change as a Field or Design Change Notice and requires the Contractor to proceed with the change while pricing the cost and or time impacts. The "Not to Exceed" value is an estimate of costs the contractor will realize during the negotiation process and not an estimated value of the entire change. If RTD has not entered a value for this change, it believes there is no 'Material Change' impact to the Contractor; however, if the Contractor believes there will be cost or time impacts please notify RTD in writing immediately and submit your detailed estimate with justifications within 30 days.

Note that the Contractor should track any additional work performed under this Change using the 'Force Account' clause (detailed below) until the Change has been fully negotiated.

The proceeding change(s) in the referenced Contract are hereby made in accordance with the terms of the contract, and under the terms and conditions listed below:

General paragraph 5.2.

DRAFT for FFGA

Responder: _____

Date: _____

Print Date: 3/14/12

Page 3 of 3

ATTACHMENT C



BALANCED SCORECARD

Project Implementation/Pre-Revenue Operation

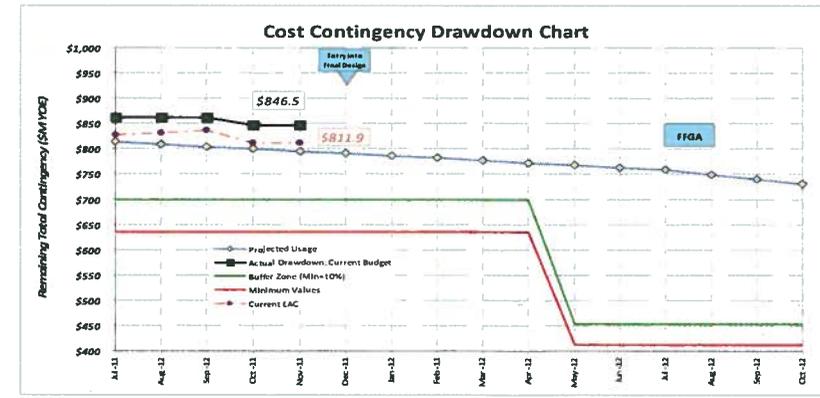
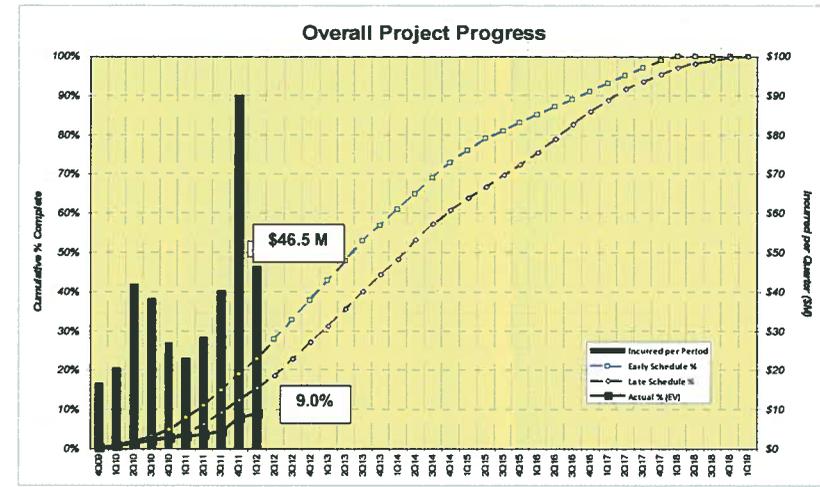
DRAFT

Note: The "Actuals" included in this Draft version of the Balanced Scorecard are current through February 24, 2012, and thus are preliminary figures until the March data is closed out and incorporated for an accurate comparison to the Plan.

Executive Perspectives

HART Executive Summary - Status through FY3Q12 (March 2012)

Total Budget	\$5.126 B	
Less Contingency and Financing	\$0.452 B	
Adjusted Budget	\$4.674 B	
Committed to Date	\$1.999 B	42.8%
Expended to Date	\$0.373 B	8.0%
Contingency:	\$865.5 M	
Utilized to Date	\$19.0 M	
Remaining	\$846.5 M	
Schedule Status	On Schedule for Revenue Service by March 2019	
Overall Progress to Date =		9.0%





BALANCED SCORECARD

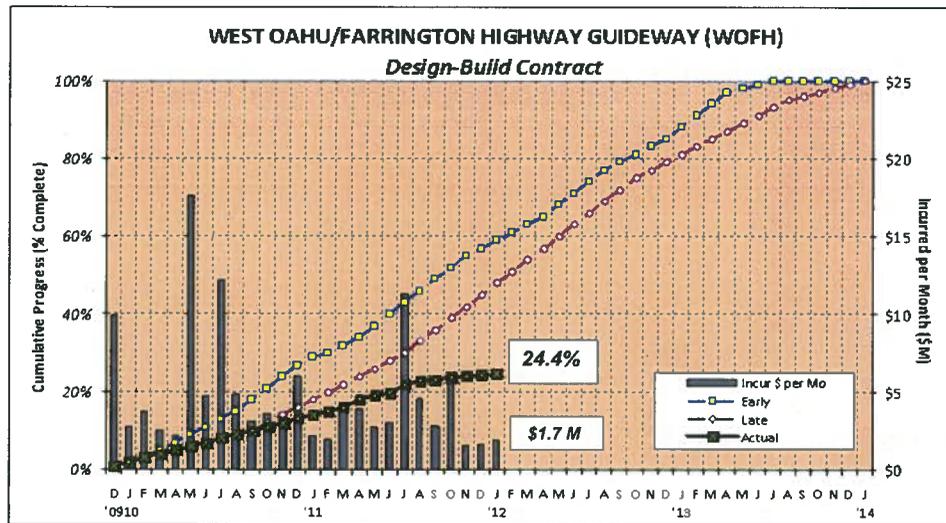
Project Implementation/Pre-Revenue Operation

DRAFT

Note: The "Actuals" included in this Draft version of the Balanced Scorecard are current through February 24, 2012, and thus are preliminary figures until the March data is closed out and incorporated for an accurate comparison to the Plan.

Contract DB-120:
West Oahu/Farrington Highway Guideway (WOFH)

DB Contractor: Kiewit Infrastructure West Company (KIWC)



Internal Processes Perspectives

CONTRACT PARTICULARS:

Contract Award Amount:	\$482,924,000	
Approved Change Orders to Date:	<u>\$19,045,230</u>	
Total Commitment:	\$501,969,230	
Authorized:	\$168,876,620	36.6%
Incurred:	\$122,672,676	24.4%
Substantial Completion:	November 2014	

PROGRESS ASSESSMENT:

ISSUES:



BALANCED SCORECARD

Project Implementation/Pre-Revenue Operation

DRAFT

Note: The "Actuals" included in this Draft version of the Balanced Scorecard are current through February 24, 2012, and thus are preliminary figures until the March data is closed out and incorporated for an accurate comparison to the Plan.

Goal/Measures	FY 3Q12				FY 4Q12				FY 1Q13				FY 2Q13				Comments
	Cal months Jan, Feb, Mar 2012				Cal months Apr, May, June 2012				Cal months July, Aug, Sept 2012				Cal months Oct, Nov, Dec 2012				
	Plan	Actual	Variance +Over/(Under)	Status	Plan	Actual	Variance +Over/(Under)	Status	Plan	Actual	Variance +Over/(Under)	Status	Plan	Actual	Variance +Over/(Under)	Status	
HART Operating/Capital Budgets																	
<ul style="list-style-type: none"> Operating Budget <ul style="list-style-type: none"> Annual Budget vs Actual Expenditures/Encumbrances YTD (\$M) Staffing Level (FTEs) Capital Improvement Budget <ul style="list-style-type: none"> Annual Budget vs Actual Expenditures/Encumbrances YTD (\$M) Revenues <ul style="list-style-type: none"> GET Receipts YTD vs Plan (\$M) Federal Grant \$s Received YTD vs Plan (\$M) Public/Private Partnerships <ul style="list-style-type: none"> HART Joint Development Projects Identified (#) TOD Projects Planned with DPP (#) 	\$20.58	\$7.04	(\$13.54)	●													<p>The balance of the project staffing requirements are being filled by the Project Management Support Consultant.</p> <p>Cash Basis Sept 2011 Financial Plan Annual Amount Cash Basis Sept 2011 Financial Plan Annual Amount</p> <p>Discussions in progress with one interested party. Currently exploring other public/private ventures. DPP following up on one inquiry.</p>
	136	115	(21)	●													
	\$354.74	\$200.88	(\$153.86)	●													
	\$186.00	\$145.27	(\$40.73)	●													
	\$224.00	\$41.84	(\$182.16)	●													
	1	1	---	●													
	1	1	---	●													



BALANCED SCORECARD

Project Implementation/Pre-Revenue Operation

DRAFT

Note: The "Actuals" included in this Draft version of the Balanced Scorecard are current through February 24, 2012, and thus are preliminary figures until the March data is closed out and incorporated for an accurate comparison to the Plan.

Goal/Measures	FY 3Q12				FY 4Q12				FY 1Q13				FY 2Q13				Comments
	Cal months Jan, Feb, Mar 2012				Cal months Apr, May, June 2012				Cal months July, Aug, Sept 2012				Cal months Oct, Nov, Dec 2012				
	Plan	Actual	Variance +Over/(Under)	Status	Plan	Actual	Variance +Over/(Under)	Status	Plan	Actual	Variance +Over/(Under)	Status	Plan	Actual	Variance +Over/(Under)	Status	
Project Budget/Schedule (Continued)																	
Internal Processes Perspectives	• Utilities Agreements																
	- Required vs Completed (#)	26	20	(6)	●	35				45							Projected completion of all utility agreements by Cal Yr 3Q12.
	- In Process: Planned vs Actual (#)	19	18	(1)	●	10											
	• HDOT Agreements																
	- Required vs Completed (#)	12	6	(6)	●												Will include Kamehameha Section in Cal Yr 2Q12.
	- In Process: Planned vs Actual (#)	8	8	-0-	●												
	• Real Estate/Right-of-Way [WOFH Section Only]																
	- Full Takes: Planned vs Avail for Construction (#)	14	8	(6)	●	14											Planned resolution of outstanding NCR's in Cal Yr 2Q12. Planned resolution of outstanding NCR's in Cal Yr 2Q12.
	- Partial Takes: Planned vs Avail for Construction (#)	10	4	(6)	●	10											
	- Budget [Plan] vs Commitments (\$M)																
	• Safety																
	- Recordable Accidents	4.3	0.24	(4.1)	●												Planned resolution of outstanding NCR's in Cal Yr 2Q12. Planned resolution of outstanding NCR's in Cal Yr 2Q12.
	- OSHA Reportable Injuries: Actual (#)	---	2	---	●												
	- OSHA Violations: Actual (#)	---	0	---	●												
	- Safety Certification Checklists (# Completed)	---	---	---	●												
	• Quality Assurance																
	- Number of QA Audits Plan vs Actual (#)	4	4	-0-	●	8											Planned resolution of outstanding NCR's in Cal Yr 2Q12. Planned resolution of outstanding NCR's in Cal Yr 2Q12.
	- Construction NCRs Identified [Plan] vs Resolved (#)	5	3	(2)	●	5											
	- Design NCRs Identified [Plan] vs Resolved (#)	5	3	(2)	●	5											
	• Major Milestones																
- FTA Approval: LONP2	Feb 06 '12	Feb 06 '12	0 days	●	May 01 '12				Jul 18 '12				Oct 15 '12				
- FFGA Application Submittal																	
- Congressional Review Begins																	
- FFGA Executed																	



BALANCED SCORECARD

Project Implementation/Pre-Revenue Operation

DRAFT

Note: The "Actuals" included in this Draft version of the Balanced Scorecard are current through February 24, 2012, and thus are preliminary figures until the March data is closed out and incorporated for an accurate comparison to the Plan.

Goal/Measures	FY 3Q12				FY 4Q12				FY 1Q13				FY 2Q13				Comments
	Cal months Jan, Feb, Mar 2012				Cal months Apr, May, June 2012				Cal months July, Aug, Sept 2012				Cal months Oct, Nov, Dec 2012				
	Plan	Actual	Variance +Over/(Under)	Status	Plan	Actual	Variance +Over/(Under)	Status	Plan	Actual	Variance +Over/(Under)	Status	Plan	Actual	Variance +Over/(Under)	Status	
Learning and Growth Perspectives Agency Culture <ul style="list-style-type: none"> • Staff Training and Career Development Program <ul style="list-style-type: none"> - Training Opportunities Provided - Number of staff attending training • Internal Promotions <ul style="list-style-type: none"> - Number Filed Internally • PMSC/GEC Phase-Out <ul style="list-style-type: none"> - Positions transitioned to HART (#) • Employee Satisfaction Surveys [Results] 																	

ATTACHMENT D



CITY COUNCIL
CITY AND COUNTY OF HONOLULU
HONOLULU, HAWAII

ORDINANCE _____

BILL 31 (2012)

A BILL FOR AN ORDINANCE

RELATING TO THE HONOLULU AUTHORITY FOR RAPID TRANSPORTATION OPERATING BUDGET FOR THE FISCAL YEAR JULY 1, 2012 TO JUNE 30, 2013.

BE IT ORDAINED by the People of the City and County of Honolulu:

SECTION 1. The revenues from the following sources estimated for the fiscal year July 1, 2012 to June 30, 2013 are hereby provided and appropriated for the purposes set forth in Sections 2 through 3:

OPERATING FUNDS

<u>FUND CODE</u>	<u>SOURCE OF FUNDS</u>	<u>AMOUNT</u>	<u>LESS INTERFUND TRANSFER</u>	<u>NET AMOUNT</u>
GN	General Fund	\$213,032,411	\$213,032,411	\$0
TR	Transit Fund	22,880,946	3,206,971	19,673,975
	<i>GET</i>			
TOTAL		\$235,913,357	\$216,239,382	\$19,673,975



CITY COUNCIL
CITY AND COUNTY OF HONOLULU
HONOLULU, HAWAII

ORDINANCE _____

BILL 31 (2012)

A BILL FOR AN ORDINANCE

SECTION 2. The monies described in Section 1 for the fiscal year July 1, 2012 to June 30, 2013 are appropriated as indicated to the following activities in the UTILITIES OR OTHER ENTERPRISES function.

FUNCTIONS, PROGRAMS & ACTIVITIES	NUMBER OF POSITIONS (F.T.E.)	SALARIES	CURRENT EXPENSES	EQUIPMENT	TOTAL ALL FUNDS	SOURCE OF FUNDS
UTILITIES OR OTHER ENTERPRISES						
MASS TRANSIT: Honolulu Authority for Rapid Transportation						
Rapid Transit	142.00	\$9,589,499	\$6,023,432	\$16,000	\$15,628,931	\$15,628,931 TR
TOTAL UTILITIES OR OTHER ENTERPRISES	142.00	\$9,589,499	\$6,023,432	\$16,000	\$15,628,931	\$15,628,931

**UTILITIES OR OTHER ENTERPRISES
SOURCE OF FUNDS**

TR Transit Fund \$15,628,931

TOTAL UTILITIES OR OTHER ENTERPRISES \$15,628,931



CITY COUNCIL
CITY AND COUNTY OF HONOLULU
HONOLULU, HAWAII

ORDINANCE _____
BILL **31 (2012)**

A BILL FOR AN ORDINANCE

SECTION 3. The monies described in Section 1 for the fiscal year July 1, 2012 to June 30, 2013 are appropriated as indicated to the following activities in the MISCELLANEOUS function.

FUNCTIONS, PROGRAMS & ACTIVITIES	NUMBER OF POSITIONS (F.T.E.)	SALARIES	CURRENT EXPENSES	EQUIPMENT	TOTAL ALL FUNDS	SOURCE OF FUNDS
MISCELLANEOUS						
RETIREMENT AND PENSION CONTRIBUTIONS:						
Retirement System Contributions -- Employer's Share for HART	0.00	\$0	\$1,430,355	\$0	\$1,430,355	\$1,430,355 TR
FICA Tax -- Employer's Share for HART	0.00	0	729,481	0	729,481	729,481 TR
Hawaii Employer-Union Health Benefits Trust Fund for HART	0.00	0	1,656,351	0	1,656,351	1,656,351 TR
OTHER MISCELLANEOUS						
Workers' Compensation for HART	0.00	0	215,507	0	215,507	215,507 TR
Unemployment Compensation for HART	0.00	0	13,350	0	13,350	13,350 TR
TRANSFERS TO OTHER FUNDS:						
Transfer to General Fund for Central Administrative Services Expenses	0.00	0	1,089,569	0	1,089,569	1,089,569 TR
Transfer to General Fund for Services Provided to Honolulu Authority for Rapid Transportation	0.00	0	1,065,402	0	1,065,402	1,065,402 TR
Transfer to General Fund for Debt Service	0.00	0	1,052,000	0	1,052,000	1,052,000 TR
Transfer to Transit Fund	0.00	0	213,032,411	0	213,032,411	213,032,411 GN
TOTAL MISCELLANEOUS	0.00	\$0	\$220,284,426	\$0	\$220,284,426	\$220,284,426

MISCELLANEOUS SOURCE OF FUNDS

GN General Fund	\$213,032,411
TR Transit Fund	7,252,015
TOTAL MISCELLANEOUS	\$220,284,426



A BILL FOR AN ORDINANCE

SECTION 4. The sums appropriated above are totalled as follows:

<u>FUND CODE</u>	<u>GROSS APPROPRIATIONS BY SOURCE OF FUNDS</u>	<u>AGENCY</u>	<u>MISCELLANEOUS</u>	<u>TOTAL</u>
GN	General Fund	\$0	\$213,032,411	\$213,032,411
TR	Transit Fund	15,628,931	7,252,015	22,880,946
	TOTAL	\$15,628,931	\$220,284,426	\$235,913,357
	<u>FUNCTION</u>	<u>TOTAL</u>	<u>INTERFUND TRANSFER</u>	<u>NET TOTAL</u>
	Utilities or Other Enterprises	\$15,628,931	\$0	\$15,628,931
	Miscellaneous	220,284,426	216,239,382	4,045,044
	TOTAL	\$235,913,357	\$216,239,382	\$19,673,975



A BILL FOR AN ORDINANCE

SECTION 5. General Provisos.

(a) As used in this Ordinance:

"Agency" includes any department, office, board, commission, or other government unit of the City and County of Honolulu, as the case may be.

"Authority" means the Honolulu Authority for Rapid Transportation.

"Charter" or "RCH" means the Revised Charter of Honolulu 1973, as amended.

"City" means the City and County of Honolulu.

"Council" means the Council of the City and County of Honolulu.

"Government" means the federal government, the State government, the government of any other state, any political subdivision of any state, or any quasi-governmental entity.

"ROH" means the Revised Ordinances of Honolulu 1990, as amended.

(b) At the close of each quarter, the Authority shall submit to the Council a Statement of Cash Balances by Fund showing for each quarter for each individual fund the cash balance at the start of the accounting period and the cash balance at the end of the period.

(c) No transfer of funds shall be made from any activity unless such transfer complies with the requirements set forth in ROH Section 2-17.2(c).

(d) If any portion of this ordinance or the application thereof to any person or circumstance is held to be invalid for any reason, the Council hereby declares that the remainder of this ordinance and all other provisions thereof shall not be affected thereby. If any portion of a specific appropriation is held to be invalid for any reason, the remaining portion shall be independent of the invalid portion and such remaining portion shall be expended to fulfill the objectives of such appropriation to the extent possible.

(e) No monies shall be expended by the Honolulu Authority for Rapid Transportation for any purpose from the Transit Fund or Transit Improvement Bond Fund, unless such monies are first appropriated by the City Council.

SECTION 6. The detailed Statement of Revenues and Surplus contained in the Executive Operating Program for the Fiscal Year July 1, 2012 to June 30, 2013, as transmitted to the Council in the Executive Program and Budget for the Fiscal Year 2013, Volume 1 (Operating Program and Budget), and as amended in any Executive Operating Program amendments, is hereby incorporated by reference and adopted as an integral part of this ordinance. The detailed Statement of Revenues and Surplus contained therein may be further amended regarding any applicable fund by any amendment to the Executive Operating Budget



A BILL FOR AN ORDINANCE

ordinance, Executive Capital Budget ordinance, Legislative Budget ordinance, Operating Budget ordinance for the Honolulu Authority for Rapid Transportation, or Capital Budget ordinance for the Honolulu Authority for Rapid Transportation. In case of any conflict between the substantive provisions of the Executive Operating Program as transmitted and this ordinance or the above budget amendments, the provisions of this ordinance and any of the above budget amendments shall prevail.

SECTION 7. Should monies received from the State of Hawaii for collection of the county surcharge on state general excise and use tax exceed the amounts specified hereinbefore in Section 1 and 10, the excess is hereby appropriated to the general fund and shall be transferred from the general fund to the transit fund. Within fourteen days of the transfer, the Director of Budget and Fiscal Services shall report to the Council on the excess amount(s) appropriated and transferred to the transit fund.

SECTION 8. The Amendments to the Operating Budget ordinance for the Honolulu Authority for Rapid Transportation, as may be attached hereto, is hereby incorporated by reference and adopted as an integral part of this ordinance.



A BILL FOR AN ORDINANCE

SECTION 9. This Ordinance shall take effect on July 1, 2012.

INTRODUCED BY:

Alan K. Kuyoshi

DATE OF INTRODUCTION:

MAR 15 2012

Honolulu, Hawaii

Councilmembers

APPROVED AS TO FORM AND LEGALITY:

Deputy Corporation Counsel

APPROVED this _____ day of _____, 20__.

PETER B. CARLISLE, Mayor
City and County of Honolulu



A BILL FOR AN ORDINANCE

RELATING TO THE HONOLULU AUTHORITY FOR RAPID TRANSPORTATION CAPITAL BUDGET AND PROGRAM FOR THE FISCAL YEAR JULY 1, 2012 TO JUNE 30, 2013.

BE IT ORDAINED by the People of the City and County of Honolulu:

SECTION 1. The revenues from the following sources estimated for the fiscal year July 1, 2012 to June 30, 2013 are hereby provided and appropriated for the purposes set forth in Section 2:

FUND CODE	SOURCE OF FUNDS	AMOUNT	TOTAL
GENERAL OBLIGATION BONDS:			
TF	Transit Improvement Bond Fund	\$ 291,584,960	\$ 291,584,960
TRANSIT FUND:			
TR	Transit Fund	\$ 200,000,000	\$ 200,000,000
TOTAL ALL FUNDS			\$ 491,584,960



A BILL FOR AN ORDINANCE

SECTION 2. The monies described in Section 1 for the fiscal year July 1, 2012 to June 30, 2013 are appropriated as indicated to the following projects and public improvements in the UTILITIES OR OTHER ENTERPRISES function. Nothing in this section shall be construed as restricting the allocation of monies among the work phase appropriations (e.g., planning, design, and construction).

PROJECT NUMBER	FUNCTIONS, PROGRAMS & PROJECTS	WORK PHASE	SOURCE OF FUNDS	TOTAL ALL FUNDS
<u>UTILITIES OR OTHER ENTERPRISES</u>				
MASS TRANSIT				
<u>HONOLULU AUTHORITY FOR RAPID TRANSPORTATION</u>				
2007005	HONOLULU HIGH CAPACITY TRANSIT PROJECT	\$ 34,651,200	L \$ 291,584,960	TF \$ 491,584,960
		8,054,800	P -	FG
	Plan, design, construct, inspect, relocate, acquire land and equipment for the Locally Preferred Alternative. Monies from the Transit Improvement Bond Fund shall not be expended until a Full Funding Grant Agreement is fully executed for the Honolulu High Capacity Transit Project.	113,395,890	D 200,000,000	TR
		225,981,770	C	
		50,647,920	I	
		55,556,510	E	
		3,296,870	R	
TOTAL UTILITIES OR OTHER ENTERPRISES		\$ 491,584,960	\$ 491,584,960	\$ 491,584,960



CITY COUNCIL
CITY AND COUNTY OF HONOLULU
HONOLULU, HAWAII

ORDINANCE _____

BILL 32 (2012)

A BILL FOR AN ORDINANCE

PROJECT NUMBER	FUNCTIONS, PROGRAMS & PROJECTS	WORK PHASE	SOURCE OF FUNDS	TOTAL ALL FUNDS
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UTILITIES OR OTHER ENTERPRISES

SOURCE OF FUNDS

TF Transit Improvement Bond Fund	\$ 291,584,960
FG Federal Grants Fund	-
TR Transit Fund	200,000,000
TOTAL SOURCE OF FUNDS	\$ 491,584,960

WORK PHASE

L Land	\$ 34,651,200
P Planning	8,054,800
D Design	113,395,890
C Construction	225,981,770
I Inspection	50,647,920
E Equipment	55,556,510
R Relocation	3,296,870
X Other	-
TOTAL WORK PHASES	\$ 491,584,960



A BILL FOR AN ORDINANCE

SECTION 3. General Provisos.

(a) As used in this Ordinance:

"Authority" means the Honolulu Authority for Rapid Transportation.

"Council" means the Council of the City and County of Honolulu.

"Government" means the federal government, the State government, the government of any other state, any political subdivision of any state, or any quasi-governmental entity.

(b) At the close of the each quarter, the Authority shall submit to the Council a Statement of Cash Receipts and Disbursements showing for each quarter for each individual fund the cash balance at the start of the accounting period, the cash receipts and disbursements during the period, and the cash balance at the end of the month.

(c) Any appropriation authorized in this ordinance or any amendment thereto shall be valid for the fiscal year 2013 and twelve months thereafter. Any part of such appropriation which is not expended or encumbered shall lapse on June 30, 2014.

(d) If any portion of this ordinance or the application thereof to any person or circumstance is held to be invalid for any reason, the Council hereby declares that the remainder of this ordinance and all other provisions thereof shall not be affected thereby. If any portion of a specific appropriation is held to be invalid for any reason, the remaining portion shall be independent of the invalid portion and such remaining portion shall be expended to fulfill the objectives of such appropriation to the extent possible.

(e) Monies from the Transit Improvement Bond Fund shall not be expended until a Full Funding Grant Agreement is fully executed for the Honolulu High Capacity Transit Project.

(f) No monies shall be expended by the Honolulu Authority for Rapid Transportation for any purpose from the Transit Fund or Transit Improvement Bond Fund, unless such monies are first appropriated by the City Council.

(g) The project number is included for accounting purposes only. If there is a conflict between the number and the project title in this ordinance, the project title shall prevail.



CITY COUNCIL
 CITY AND COUNTY OF HONOLULU
 HONOLULU, HAWAII

ORDINANCE _____

BILL 32 (2012)

A BILL FOR AN ORDINANCE

SECTION 4. This Ordinance shall take effect on July 1, 2012.

INTRODUCED BY:

Am Kobayashi

DATE OF INTRODUCTION:

MAR 15 2012
 Honolulu, Hawaii

Councilmembers

APPROVED AS TO FORM AND LEGALITY:

 Deputy Corporation Counsel

APPROVED this _____ day of _____, 20__.

 PETER B. CARLISLE, Mayor
 City and County of Honolulu



A BILL FOR AN ORDINANCE

AUTHORIZING THE ISSUANCE AND SALE OF GENERAL OBLIGATION BONDS AND BOND ANTICIPATION NOTES OF THE CITY AND COUNTY OF HONOLULU IN A MAXIMUM PRINCIPAL AMOUNT EQUAL TO THE AGGREGATE OF THE AMOUNTS APPROPRIATED FOR THE HONOLULU AUTHORITY FOR RAPID TRANSPORTATION CAPITAL BUDGET PROJECTS IN ORDINANCE _____ FOR THE FISCAL YEAR ENDING JUNE 30, 2013, AND SPECIFIED IN SAID ORDINANCE TO BE FINANCED FROM THE PROCEEDS OF THE SALE OF SUCH BONDS AND TO BE EXPENDED FROM THE TRANSIT IMPROVEMENT BOND FUND.

BE IT ORDAINED by the People of the City and County of Honolulu:

SECTION 1. General obligation bonds of the City and County of Honolulu (the "City and County") are hereby authorized for issuance and sale in a principal amount equal to the aggregate of the amounts appropriated for the Honolulu Authority for Rapid Transportation Capital Budget projects in Ordinance _____ for the fiscal year ending June 30, 2013, and specified in said Ordinance to be financed from the proceeds of the sale of such bonds and expended from the Transit Improvement Bond Fund. Unless the Council of the City and County shall determine by resolution of one reading adopted prior to the sale of such bonds the form (including "book-entry"), date, denominations and maturities of such bonds, the place or places of payment of the principal of and interest on such bonds, the place or places of registration of such bonds, the times, prices and method of redemption of such bonds, and the basis of award of such bonds, the Director of Budget and Fiscal Services is hereby authorized to perform such actions as provided by Section 47-7, Hawaii Revised Statutes (HRS); provided, however, that the Council of the City and County shall, in any case, determine the principal amount of such bonds to be offered for sale from time to time by resolution of one reading adopted prior to such sale. Without any further authorization from or action by the Council of the City and County but subject to the provisions hereof and of applicable law, the Director of Budget and Fiscal Services is hereby authorized to offer the general obligation bonds authorized hereby at one time or from time to time, at competitive sale or at negotiated sale to qualified purchasers in accordance with Section 47-8, HRS, in each case at such price or prices and upon such terms and conditions as the Director shall approve and determine to be in the best interest of the City and County. Without limiting the generality of the foregoing, with respect to the sale of any of the general obligation bonds authorized hereby, the Director of Budget and Fiscal Services is hereby authorized to retain bond counsel, paying agents, registrars and financial and accounting consultants, upon such terms and conditions as the Director shall deem advisable and in the best interest of the City and County, to select the date for such sale, to publish and distribute a Notice of Sale or to enter into a contract for the sale of such general obligation bonds, in each case in such form and containing such terms and conditions as the Director shall approve and deem advisable, to distribute an



A BILL FOR AN ORDINANCE

Official Statement and such other information relating to such general obligation bonds as the Director may deem advisable, to receive bids for the sale of such general obligation bonds or the portion thereof being offered and to award the sale thereof being offered to the bidder offering the lowest interest cost therefor, in accordance with the applicable Notice of Sale, if any; provided that the Director of Budget and Fiscal Services may reserve the right to reject any and all bids. Subject to the provisions hereof and applicable law, without further action of the Council of the City and County, the general obligation bonds authorized hereby or any portion thereof shall bear interest at the rates per annum as specified in the contract or contracts approved or in the bid or bids accepted. The Director of Budget and Fiscal Services and all officials of the City and County are hereby authorized to take such action and execute such orders, receipts and other documents as may be necessary in order to effectuate the sale of the general obligation bonds authorized hereby or any portion thereof, and, if any contract therefor be approved or any bid therefor be accepted, the preparation, execution and delivery thereof, in accordance with the provisions hereof and applicable law. In connection with, and at any time before or after the issuance of, such bonds, the Director may arrange for any insurance or banking arrangements as the Director may deem necessary or desirable, including, without limitation, credit or liquidity support facilities and interest rate swaps, swaptions, floors or caps and other similar contracts to hedge or reduce interest rate or similar risk or the cost of borrowing when used in conjunction with bonds.

SECTION 2. The proceeds of the bonds herein authorized shall only be used to pay all of or part of those appropriations for public improvements of the City and County made in the aforesaid Ordinance _____ and specified therein to be financed from the proceeds of general obligation bonds and to be expended from the Transit Improvement Bond Fund.

SECTION 3. Pursuant to Section 47-16, HRS, the Director of Budget and Fiscal Services is hereby authorized to issue and sell general obligation bond anticipation notes in anticipation of the issuance of all or any portion of the bonds authorized hereby. The notes authorized hereby may be sold at one time or in part from time to time in such principal amounts as the Director of Budget and Fiscal Services shall determine to be in the best interest of the City and County; provided, however, that the Council of the City and County shall determine the principal amount of such notes to be offered for sale from time to time by resolution of one reading adopted prior to such sale. Nothing herein shall prohibit the contemporaneous issuance and sale of general obligation bonds and notes.

SECTION 4. The City and County of Honolulu shall comply with all applicable provisions of Sections 103 and 141-150 of the Internal Revenue Code of 1986, as amended, and applicable regulations of the Internal Revenue Service proposed or



A BILL FOR AN ORDINANCE

promulgated thereunder in the issuance of the bonds and notes authorized hereby and the application of the proceeds thereof.

SECTION 5. Any part of the bonds herein authorized remaining unissued and not required for any part of the appropriations hereinabove referred to made in the aforesaid Ordinance shall lapse as provided by the Charter.

SECTION 6. This Ordinance shall take effect upon its approval.

INTRODUCED BY:

Anna Kikayashi (BR)

DATE OF INTRODUCTION:

MAR 15 2012

Honolulu, Hawaii

Councilmembers

APPROVED AS TO FORM AND LEGALITY:

Deputy Corporation Counsel

APPROVED this _____ day of _____, 20____.

PETER B. CARLISLE, Mayor
City and County of Honolulu



IN REPLY REFER TO:
CMS APO0-00167

HONOLULU AUTHORITY for RAPID TRANSPORTATION

Kenneth Toru Hamayasu, P.E.
INTERIM EXECUTIVE DIRECTOR AND CEO

March 14, 2012

BOARD OF DIRECTORS
Carrie K.S. Okinaga, Esq.
CHAIR

Ivan M. Lui-Kwan, Esq.
VICE CHAIR

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David K. Tanoue

Wayne Y. Yoshioka

The Honorable Ann H. Kobayashi, Chair
and Members of the Budget Committee
Honolulu City Council
530 South King Street, Room 202
Honolulu, Hawaii 96813

Dear Chair Kobayashi and Councilmembers:

Subject: HART Fiscal Year 2013 Operating and Capital Budget Appropriations

Submitted for your review, in response to Budget Communication No. 4 dated March 7, 2012, are the HART Budget items you requested. The estimated amount of County General Excise Tax Surcharge revenues for FY 2013 is \$213,032,411.

Attachment A - Line Item Detail Report
Fringe Benefits Calculations - Page 3 of Attachment A

Attachment B - Details for Current Expense and Equipment Exceeding \$50,000

Attachment C - Position Summary (Salaries reported are for the annualized full-time equivalent; thus, the amount is greater than the budget for part-time and positions filled less than 12 months)

Attachment D - CIP (There are no "projects" within the Honolulu Rail Transit Project. Accordingly, various contracts for which funds are anticipated to be encumbered are provided by work phases. Totals by Transit Fund subsidiary fund account are identified.)

Sincerely,



KENNETH TORU HAMAYASU

Interim Executive Director and CEO

cc: HART Board Members

FY 2013 HART Annual Operating Budget, Transit Fund (Fund 290)

Object	Name	FY2012 Final Budget	FY 2013 Request
1101	Regular Pay	\$9,302,490	\$9,535,699
1102	Non-Holiday Overtime Pay	\$36,000	\$46,000
1108	Night Shift Pay	\$1,000	\$1,000
1109	Temporary Assignment Pay	\$1,000	\$6,000
1113	Fringe Benefits (HART)	\$3,961,601	\$4,045,044
		\$13,302,091	\$13,633,743
1501	Service Or Merit Awards	\$400	\$800
	Total Pay	\$13,302,491	\$13,634,543
2051	Office Supplies	\$69,000	\$69,000
2331	Computer Supplies	\$9,000	\$59,000
2352	Meals-Breakfast	\$100	\$100
2354	Meals-Dinner	\$300	\$600
2356	Other Food	\$2,000	\$2,000
2401	Educ Recrtn/Scntfic Suppl	\$200	\$200
2505	Maps And Signs	\$200	\$300
2507	Photography Supplies	\$200	\$300
2508	Safety Supplies	\$3,000	\$4,000
2517	Supplies Not Classified	\$150	\$800
2602	Hardware	\$0	\$300
2751	Parts/Acces-Equip (Comm)	\$8,000	\$8,000
2754	Part/Acces-Equip (Furn & Fixtures)	\$51,000	\$51,000
2756	Part/Acces-Equip (Computer Equip)	\$137,000	\$160,000
2757	Parts/Acces-Equip (Audio Visual)	\$4,500	\$8,000
2759	Parts/Acces/Equip (Other)	\$3,500	\$3,500
2902	Tools, Implements & Utensils	\$0	\$200
3002	Auditing And Acctg Sev	\$50,000	\$60,000
3006	Oth Professional Svcs	\$300,000	\$300,000
3015	Attorney Fees	\$0	\$1,202,354
3038	Pest Control	\$0	\$1,000
3049	Other Services-Not Classified	\$3,300	\$3,400
3102	Postage	\$3,000	\$3,000
3103	Telephone	\$9,300	\$21,600
3105	Other Commun Services	\$88,160	\$164,580
3202	Transp Of Things (Svc)	\$33,000	\$33,000
3212	Travel Exp-Out-Of-State	\$82,475	\$104,265
3252	Adver & Publcn Of Notices	\$6,500	\$9,500
3262	Printing And Binding	\$1,500	\$1,500
3273	Insurance on Equipment	\$0	\$8,000
3274	Public Liability Insurance	\$0	\$53,000
3403	Rep/Maint-Off Furn Equip	\$2,800	\$2,800
3507	Other Repairs to Bldgs & Structures	\$0	\$300,000
3630	Rentals Of Office Equip	\$70,000	\$157,572
3640	Rentals Of Buildings	\$1,739,355	\$2,121,132
3650	Rentals Of Land	\$9,000	\$9,000

FY 2013 HART Annual Operating Budget, Transit Fund (Fund 290)

Object	Name	FY2012 Final Budget	FY 2013 Request
3670	Other Rentals	\$12,000	\$12,000
3751	Fees For Mbrshp & Regis	\$29,750	\$15,000
3781	G.O. Bond Debt Service	\$0	\$1,052,000
3801	Principal (G.O. Bonds)	\$0	\$0
3822	Parking Fees	\$24,000	\$33,180
3870	Photography Services	\$300	\$600
3906	Computer Software Maint. Agreements	\$0	\$39,649
3990	Other Fixed Charges (Stipend)	\$1,500,000	\$1,000,000
4351	Office Equip Fixt Furnshg	\$0	\$0
4473	Computer Software	\$0	\$16,000
	Total Current Expense & Equipment	\$4,252,590	\$7,091,432
	Total Expenditure	\$17,555,081	\$20,725,975
A	Salaries	\$13,302,091	\$13,634,543
B	Current Expenses	\$4,252,990	\$7,091,432
C	Equipment (Software)	\$0	\$16,000
FTEP	Permanent FTE	136	142
FTET	Temporary FTE	0	0
Tot FTE	Total FTE	136	142

Direct Costs Reimbursement to City

BFS	Salaries	\$	61,946
	Current Expenses	\$	-
	Sub Total	\$	61,946
COR	Salaries	\$	546,763
	Current Expenses	\$	37,500
	Sub Total	\$	584,263
DDC	Salaries	\$	151,017
	Current Expenses	\$	-
	Sub Total	\$	151,017
Totals	Salaries	\$	759,726
	Current Expenses	\$	37,500
	Total	\$	797,226
	Fringe Benefits (42.42% of Salaries)	\$	322,276
	5% reduction to Salaries and Fringe	\$	(54,100)
	Adjusted Total	\$	1,065,402

CASE (5% of Projected Operating Expenditures)

Operating Expenditures	\$21,791,376
5% of Operating Expenditures	\$1,089,569

Total HART Operating Budget = HART + Reimbursement + CASE

\$22,880,946

**FY 2013 HART Annual Operating Budget
Fringe Benefits Calculations
Transit Fund (Fund 290)**

Object	Name	FY 2013 Request
1101	Regular Pay	\$9,535,699
1113	Fringe Benefits (HART)	\$4,045,044
 <u>Fringe Benefits Calculation</u>		
	FICA (7.65%)	\$729,480.97
	ERS (Retirement - 15%)	\$1,430,354.85
	Health Fund (EUTF - 17.37%)	\$1,656,350.92
	Workers Comp (2.26%)	\$215,506.80
	Unemployment (0.14%)	<u>\$13,349.98</u>
	Total (42.42%)	\$4,045,044
	Permanent FTE	142
	Temporary FTE	0
	Total FTE	142

**Line Items Exceeding \$50,000
Honolulu Authority for Rapid Transportation (HART)
FY 2013 Operating Budget
Transit Fund, Fund 290**

Obj Code	Object Name	Amount	Description
2051	Office Supplies	\$69,000	Copier paper, toner cartridges, binders, hanging files, folders, lamination supplies, rubber stamps, white board supplies, markers, notebooks, ruled pads, pens, pencils, tape dispensers and tape, envelopes, surge protectors, and all other office supplies to support the existing 136 positions plus supplies needed to support the additional 6 positions in the FY2013 budget (approx \$5,750 per month).
2331	Computer Supplies	\$59,000	Computer software (less than \$5,000 per license) to include Microsoft Office, Visio Pro, File Maker Pro, and Adobe Acrobat. Also includes printer cartridges, CD's, DVD's, mouse replacements, keyboards, remote controllers for presentations, USB cables, CAT V cables, etc.....
2754	Part/Access-Equip (Furn & Fixtures)	\$51,000	Desks, chairs, conference room tables, file cabinets, supply cabinets, document control storage cabinets, bookshelves, etc....
2756	Parts/Access-Equip (Computer Equip)	\$160,000	Total includes funding for 30 professional PCs, 20 laptops with portable docking stations to facilitate field work, additional monitors required to work with specialized programs such as P-6 scheduling and AUTO CAD, miscellaneous network support equipment.
3002	Auditing and Acctg Serv	\$60,000	Independent services to audit consultant overhead rates (cost plus fixed fee contract).
3006	Other Professional Services	\$300,000	Value Engineering - \$80,000 Value Engineering (VE) is the systematic, multi-disciplined approach designed to optimize the value of each dollar spent. A team of architects/engineers identifies, analyzes, and establishes a value for a function of an item or system. VE is required by the Federal Transit Administration (FTA) for major capital projects. Fire Life/Safety - \$100,000 Fire life/safety - FTA encourages Grantees to develop, refine, and train on security and emergency response plans. Perform crime

**Line Items Exceeding \$50,000
Honolulu Authority for Rapid Transportation (HART)
FY 2013 Operating Budget
Transit Fund, Fund 290**

Obj Code	Object Name	Amount	Description
3006	Other Professional Services (continued)		<p>prevention reviews of all FTA funded transit facilities with particular focus on the incorporation and use of crime prevention through environmental design techniques. This review should serve to improve and increase the safety and security of an existing or planned transit system or facility for both transit patrons and transit employees. The requested services are necessary to train HPD, HFD, EMS, and DEM on the safety and security issues related to a fixed guideway system.</p> <p>Industry Peer Review - \$120,000 Industry peer review - Peer review is a process used by an FTA Grantee in the planning, design, and implementation of capital projects. The purpose of constructability and design peer reviews is to improve the performance of the process or product being reviewed and optimize the design and subsequent construction of the project.</p>
3015	Attorney Fees	\$1,202,354	Legal services line item previously budgeted in COR current expenses has been removed from COR's Operating Budget and added to the HART Budget.
3105	Other Communication Services	\$164,580	Web hosting services for Project Management software which includes: Oracle Primavera Contract Management System, Oracle P-6 Scheduling and P-6 Analytics and Share Point. Airtime cards to facilitate field use of laptops, Webex video teleconferencing services.
3212	Travel Exp-Out-Of-State	\$104,265	Required meetings with FTA staff and FTA Project Management Oversight Consultant (PMOC) in San Francisco. Required meetings with FTA staff in Washington, D.C. Attend FTA New Starts/Construction Roundtable, Safety & Security oversight conference and training, HART Board members travel to APTA, Railvolution, site surveys, Quality Assurance Audits of contractors, possible recruitment incentives to cover moving expenses of employees filling hard-to-fill positions.

**Line Items Exceeding \$50,000
Honolulu Authority for Rapid Transportation (HART)
FY 2013 Operating Budget
Transit Fund, Fund 290**

Obj Code	Object Name	Amount	Description
3274	Public Liability Insurance	\$53,000	Directors and Officers (D & O) Liability Insurance.
3507	Other Repairs to Buildings & Structures	\$300,000	Repair, maintenance and modification of HART acquired properties for temporary use.
3630	Rental of Office Equip	\$157,572	Existing rental of four Xerox WorkCenter Pro machines and postage meter plus three additional WorkCenter Pro machines needed for new office spaces.
3640	Rental of Buildings	\$2,121,132	Yearly rent for project office at Ali'i Place, 17 th floor, 23 rd floor, 11 th floor and Suite 150.
3781	G.O. Bond Debt Service.	\$1,052,000	General Obligation Bond debt service.
3990	Other Fixed Charges	\$1,000,000	Possible stipend payments depending on type of procurement utilized.

**FY 2013 Operating Budget
HART Position Summary**

Number of Positions	Classification	Schedule	Total Salary
1	Accountant VI	NC26	\$78,022
1	Administrative Services Officer	EM05	\$87,119
1	Administrative Specialist I	SR20	\$40,025
1	Administrative Specialist III	NC24	\$54,823
4	Architect VI	NC26	\$338,375
1	Asset Manager	NC26	\$64,114
1	Asst Project Officer Utilities	NC28	\$87,780
1	Asst Project Officer Core Systems	NC56	\$106,693
1	Asst Project Officer Design Bid Build Contracts	NC56	\$106,693
1	Asst Project Officer Design Build Contracts	NC56	\$106,693
1	Asst Project Officer Facilities	NC56	\$113,909
1	Asst Project Officer Planning & Environment	EM08	\$100,947
1	Board Administrator	NC24	\$69,392
1	CADD/ Graphic Technician	NC19	\$55,518
1	CEO/Executive Director	N.A.	\$322,000
1	Chief Financial Officer	EM8	\$130,245
1	Chief of Rapid Transit	ES03	\$138,214
1	Chief Structural Engineer	NC28	\$87,780
1	Civil Engineer I	NC18	\$38,521
2	Civil Engineer III	NC22	\$125,788
3	Civil Engineer IV	NC24	\$193,070
1	Civil Engineer V	NC26	\$75,035
5	Civil Engineer VI	NC28	\$423,715
1	Computer Programmer (CMS Database Admin)	NC22	\$58,596
5	Configuration Management Specialist	NC22	\$310,810
1	Configuration Manager	NC28	\$87,780
3	Contract Administrator	NC26	\$213,853
1	Contract Management Controls Specialist	NC22	\$64,114
3	Contracts Officer	NC26	\$207,548
1	Data Processing Systems Analyst II	NC22	\$45,041
1	Departmental Staff Executive Assistant (Gov't Relations)	NC55	\$99,750
1	Deputy Project Officer - Administration & Controls	ES02	\$136,173
1	Deputy Project Officer - Engineering & Construction	ES02	\$136,173
3	Electrical Engineer III	NC22	\$189,901
1	Electrical Engineer V	NC26	\$75,035
1	HDOT & City Transit Coordinator	NC30	\$90,185
1	Human Resources Specialist II	NC18	\$46,865
1	Human Resources Specialist IV	NC22	\$54,823
1	Human Resources Specialist V	NC24	\$23,131 *
1	Information Officer	EM5	\$112,780
2	Information Specialist II	NC24	\$144,324
2	Information Specialist III	NC26	\$156,043
4	Information Technology Technician II	NC15	\$171,764
1	Internal Controls Analyst II	NC24	\$34,696 *
1	Internal Controls Analyst III	NC26	\$75,035

**FY 2013 Operating Budget
HART Position Summary**

Number of Positions	Classification	Schedule	Total Salary
1	Labor Relations Specialist I	NC20	\$50,684
1	Lead Agency/Permit Coordinator	NC28	\$87,780
1	Lead Control Systems Engineer	NC28	\$87,780
1	Lead Power Systems Engineer	NC28	\$87,780
1	Lead Project Scheduler	NC28	\$87,780
1	Lead Traffic Engineer	NC28	\$87,780
1	Lead Utilities Engineer	NC26	\$75,035
1	Lead Vehicle Engineer	NC26	\$75,035
1	Legal Counsel	NC56	\$106,693
4	Mechanical Engineer III	NC22	\$251,575
1	Personnel Clerk I	NC10	\$45,646
4	Planner III	NC20	\$121,559 *
1	Planner IV	NC22	\$59,303
4	Planner V	NC24	\$259,658
5	Planner VI	SR26	\$372,518
2	Planner VII	SR28	\$162,427
1	Private Secretary I	NC20	\$52,748
1	Private Secretary II	NC22	\$59,371
1	Procurement and Contracts Assistant	NC28	\$87,780
1	Procurement and Contracts Officer	NC28	\$87,780
2	Procurement and Specification Specialist IV	NC22	\$97,493
2	Procurement and Specification Specialist VI	NC26	\$128,227
1	Project Controls Analyst	NC28	\$87,780
1	Project Controls Manager	EM8	\$130,245
1	Project Financial Analyst	NC28	\$87,780
1	Project Labor Agreement Manager	NC56	\$106,693
1	Property Acquisition and Relocation Manager	NC57	\$51,420 *
1	Quality Assurance Manager	EM8	\$126,551
1	Rail Operations Manager	EM8	\$126,551
1	Records Management Analyst I	NC16	\$37,039
3	Records Management Analyst II	NC18	\$132,251
1	Records Management Analyst IV	NC22	\$61,674
2	Right of Way Agent IV	NC22	\$123,416
1	Right of Way and Special Project Officer	NC26	\$75,035
1	Risk Manager	NC28	\$87,780
2	Scheduler	NC26	\$156,043
1	Secretary I	NC12	\$32,034
4	Secretary II	NC14	\$168,800
2	Secretary III	SR16	\$95,179
2	Secretary IV	SR18	\$106,727
4	Senior Clerk	NC10	\$133,973
1	System Safety and Security Manager	EM8	\$121,627
1	Traffic Engineer II	NC26	\$75,035
1	Training Specialist II	NC24	\$63,373

*Part-Time Positions



RECEIVED

IN REPLY REFER TO:
APOOHART-00003

Dec 1 5 03 PM '11

HONOLULU AUTHORITY for RAPID TRANSPORTATION

CITY CLERK
HONOLULU, HAWAII

Kenneth Toru Hamayasu, P.E.
INTERIM EXECUTIVE DIRECTOR AND CEO

December 1, 2011

The Honorable Peter B. Carlisle, Mayor
Office of the Mayor
City and County of Honolulu
530 South King Street, Room 300
Honolulu, Hawaii 96813

and

The Honorable Ernest Y. Martin, Chair
and Members
Honolulu City Council
530 South King Street, Room 202
Honolulu, Hawaii 96813

Dear Mayor Carlisle, Chair Martin, and Councilmembers:

On behalf of the Finance Committee of the Honolulu Authority for Rapid Transportation (HART), I transmit for your consideration and input HART's proposed Fiscal Year (FY) 2013 Operating and Capital Budgets in the amounts delineated below and Exhibits A and B with explanations for these amounts (as attached).

Total FY 2013 Operating Budget..... \$ 22,880,946
Total FY 2013 Capital Budget\$491,584,960

HART's proposed FY 2013 budgets do not include any request of City general fund monies. However, the proposed Operating Budget includes \$2,154,971 as direct reimbursement to general fund and central administrative services expense, and the Capital Budget includes monies for HART's Capital Improvement Bond Fund subsidiary account.

Please note that HART anticipates requesting General Obligation Bond authorization from the City Council in FY2013 which will be transmitted separately. The HART organization looks forward to working with the City Council in this regard.

Sincerely,


Kenneth Toru Hamayasu
Interim Executive Director and CEO

Attachments

cc: HART Board

BOARD OF DIRECTORS
Carrie K.S. Okinaga, Esq.
CHAIR
Ivan M. Lui-Kwan, Esq.
VICE CHAIR
Robert Bunda
William "Buzz" Hong
Donald G. Horner
Kestlie W. K. Hui
Damien T. K. Kim
Glen M. Okimoto, Ph.D.
David Tanoue
Wayne Shloka

CITY COUNCIL
HONOLULU, HAWAII

DEC - 1 P 5:00

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**HONOLULU AUTHORITY FOR RAPID TRANSPORTATION
PROPOSED OPERATING EXPENSE BUDGET
FOR FISCAL YEAR 2013**

<u>Expense Category</u>	<u>FY2012 Budget</u>	<u>FY2013 Budget</u>
<u>Personnel</u>		
Regular Pay	\$ 9,302,490	\$ 9,535,699✓
Overtime, Night Shift, Temp Assign Pay	\$ 38,000	\$ 53,000✓
Fringe Benefits (ERS, FICA, EUTF, Unemp, & Workers Comp)	\$ 3,961,601	\$ 4,045,044✓
Service Or Merit Awards	\$ 400	\$ 800✓
Personnel Expense Subtotal	\$ 13,302,491	\$ 13,634,543
<u>Current Expenses</u>		
Office & Computer Supplies	\$ 78,000	\$ 128,000
Meals and Food	\$ 2,400	\$ 2,700
Safety & Miscellaneous Supplies	\$ 3,750	\$ 5,900
Parts/Equip (Comm, Furn, Comp, A/V)	\$ 204,000	\$ 230,700
Professional Services - Direct Reimbursement & CASE	\$ 3,027,545	\$ 2,154,971
Professional Services - Other (Audit, Accounting Svcs, VE, Safety, Peer)	\$ 353,300	\$ 364,400
Professional Services - Legal	\$ -	\$ 1,202,354
Postage & Shipping	\$ 6,000	\$ 6,000
Telephone	\$ 9,300	\$ 21,600
Communication Services (Web Hosting & Webex Video Teleconf)	\$ 88,160	\$ 164,580
Relocation - New hires	\$ 30,000	\$ 30,000
Travel Expense - Out-Of-State (Staff & Board)	\$ 82,475	\$ 104,265
Advertising, Publication Of Notices, & Photo Services	\$ 6,800	\$ 10,100
Insurance on Equipment & General Liability	\$ -	\$ 8,000
Liability Insurance (Directors & Officers)	\$ -	\$ 53,000
Printing and Binding	\$ 1,500	\$ 1,500
Other Repairs to Buildings and Structures	\$ -	\$ 300,000
Repairs/Maintenance - Office Furniture & Equipment	\$ 2,800	\$ 2,800
Rentals (Office Equip, Office Space, Land, Other)	\$ 1,830,355	\$ 2,299,704
Fees (Memberships, Registration & Parking)	\$ 53,750	\$ 48,180
Computer Software Maint. Agreements	\$ -	\$ 39,649
Other Fixed Charges (Stipend)	\$ 1,500,000	\$ 1,000,000
Debt Service & Issuance	\$ -	\$ 1,052,000
Current Expenses Subtotal	\$ 7,280,135	\$ 9,230,403
<u>Equipment & Software</u>	\$ -	\$ 16,000✓
TOTAL	\$ 20,582,626	\$ 22,880,946

Total Full-time Equivalent Positions

136

142

EXHIBIT A

1689569
1065402
2854971

**HONOLULU AUTHORITY FOR RAPID TRANSPORTATION
PROPOSED CAPITAL IMPROVEMENT BUDGET
FOR FISCAL YEAR ENDING 6/30/2013**

	Planning	Design	Construction	Equipment	Inspection	Land	Relocation	TOTAL
Programmatic Agreement Requirement - Kaka'o Consultant Services	\$ 100,000							\$ 100,000
General Engineering Consultant	\$ 7,348,000	\$ 18,568,000			\$ 18,084,000	\$ -	\$ -	\$ 44,000,000
Project Management Support Consultant	\$ 10,370,710							\$ 10,370,710
HDOT Support Consultants + HDOT Oversight	\$ 306,800	\$ 8,583,530						\$ 8,890,330
Construction Engineering & Inspection Services					\$ 32,563,920			\$ 32,563,920
OCIP Management Services			\$ 437,500					\$ 437,500
Right-of-Way Support Consultant						\$ 470,000	\$ 125,000	\$ 595,000
Federal Government liaison	\$ 300,000							\$ 300,000
Subtotal - Consultant Services	\$ 7,954,800	\$ 37,522,240	\$ 437,500	\$ -	\$ 50,647,920	\$ 470,000	\$ 125,000	\$ 97,157,460
Design - Stations and Guideway								
West Oahu/Farrington Highway Guideway		\$ 10,146,200						\$ 10,146,200
Maintenance & Storage Facility		\$ 7,296,190						\$ 7,296,190
Kamehameha Highway Guideway		\$ 10,385,540						\$ 10,385,540
Kakaako Stations		\$ 4,633,440						\$ 4,633,440
Airport Stations		\$ 3,817,100						\$ 3,817,100
West Oahu/Farrington Highway Stations		\$ 7,259,160						\$ 7,259,160
Airport Guideway		\$ 29,079,000						\$ 29,079,000
Quality Audit Expenses		\$ 56,600						\$ 56,600
Subtotal - Design	\$ 72,673,230							\$ 72,673,230
Utility Relocation								
Construction		\$ 3,000,420	\$ 14,341,770					\$ 17,342,190
OCIP Premium			\$ 14,700,000					\$ 14,700,000
West Oahu Station Group			\$ 76,014,630					\$ 76,014,630
Airport Guideway			\$ 32,758,540					\$ 32,758,540
Kamehameha Highway Station Group			\$ 71,729,330					\$ 71,729,330
WOFH Guideway			\$ 14,000,000					\$ 14,000,000
Maintenance & Storage Facility			\$ 1,200,000					\$ 1,200,000
HazMat Removal		\$ 200,000	\$ 800,000					\$ 1,000,000
Subtotal - Construction	\$ -	\$ 200,000	\$ 211,202,500	\$ -	\$ -	\$ -	\$ -	\$ 211,402,500
Equipment - Railcars/Core Systems				\$ 55,566,510				\$ 55,566,510
Land Acquisition & Relocation					\$ 34,181,200	\$ 3,171,870		\$ 37,353,070
Subtotal - Equipment & Land	\$ 8,054,800	\$ 113,395,890	\$ 225,981,770	\$ 55,566,510	\$ 60,647,920	\$ 34,661,200	\$ 3,296,870	\$ 491,684,960

EXHIBIT B

April 2012	Sun	Mon	Tue	Wed	Thu	Fri	Sat
	1	2	3	4	5 8:30AM Finance Meeting 10:00 Project Oversight Meeting	6	7
	8	9	10	11	12 Special Budget Committee Meeting re: HART Budget Bills 31, 32, & 33	13	14
	15	16	17	18	19 8:30am TOD Meeting 10:00am Board Meeting	20	21
	22	23	24	25 COUNCIL MEETING - KAPOLEI * 2 nd Reading / Public Hearing re HART Budget Bills 31, 32 & 33	26	27	28
	29	30					

May 2012	Sun	Mon	Tue	Wed	Thu	Fri	Sat
			1	2	3 8:30am Finance Meeting 10:00am Project Oversight Meeting	4	5
	6	7	8	9	10 Special Budget Committee Meeting re: HART Budget Bills 31, 32, & 33	11	12
	13	14	15	16	17 8:30am TOD Meeting 10:00am Board Meeting	18	19
	20	21	22	23	24	25	26
	27	28	29	30	31 KAPOLEI 9:00am HR or Audit Meeting 10:00am Board Meeting		

LEGEND:

- Council Meeting
- Council Committee Meeting
- Board Meeting
- Kapolei

	Sun	Mon	Tue	Wed	Thu	Fri	Sat
						1	2
	3	4	5	6 COUNCIL MEETING * 3 rd Reading re: HART Budgets	7 8:30am Finance Meeting 10:00am Project Oversight Meeting	8	9
	10	11	12	13	14	15	16
	17	18	19	20	21 8:30am TOD Meeting 10:00am Board Meeting	22	23
	24	25	26	27	28	29	30

June 2012

LEGEND:

- Council Meeting
- Council Committee Meeting
- Board Meeting
- Kapolei

Confirmation of Budget hearings are pending posting of agendas (6 days prior).

Revision 2 03/28/12



HONOLULU AUTHORITY FOR RAPID TRANSPORTATION

**Interim Executive Director & CEO's Report
March 29, 2012**

Construction Update

- HART and Kiewit are working on starting construction on the West Oahu Farrington Highway portion of the rail system.
- Soil borings and soil sampling work is continuing on Kaloi Channel.

General Update

- Incoming CEO and Executive Director Dan Grabauskas and I met this week with our congressional delegation and with FTA Administrator Peter Rogoff. We discussed the path to the Full Funding Grant Agreement and the status of the line of credit.
- On the legislative side, Senator Donovan Dela Cruz has introduced SR 76-“Urging HART to Determine Cost-Effective and Revenue-Generating Ridership Levels for the Rail Transit System.”
- HART’s Public Involvement Team is preparing for a series of community meetings to provide project updates and garner public input on the project. The new series of meetings will feature a more interactive format and include smaller group discussions around key issues including cost, construction, operations and transit-oriented development. Meetings will be held on May 1 at MicKinley High School cafeteria in Honolulu; May 2 at Radford High School in Salt Lake; May 3 at Farrington High School in Kalihi; May 8 at Waipahu High School; and May 9 at Mililani High School. All meetings begin with registration at 6 p.m.