ATTACHMENT 2

STATEMENT OF WORK

Vermont Agency of Transportation
Tri-State Regional Rail Upgrade Project
Consolidated Rail Infrastructure and Safety Improvements Program 2022

I. AUTHORITY

Authorization	49 U.S.C. 22907
Funding Authority/Appropriation	Consolidated Appropriations Act, 2022, Division L, Title I (Pub. L. 117-103 (2022 Appropriation)) Infrastructure Investment and Jobs Act, Division J, Title II, Pub. L. 117-58 (2021)
Notice of Funding Opportunity	Consolidated Rail Infrastructure and Safety Improvements Program for Fiscal Year 2022, 87 FR 54278 [09/02/2022]

II. BACKGROUND

The Applicant/Grantee, Vermont Agency of Transportation (VTrans), provides the Statement of Work herein as a part of its application to the NOFO for the CRISI program. It is intended to provide the general structure for the core of the procurement package for materials and works of the project. Should federal funding be awarded to VTrans for this project, this document is to be expanded due to necessary considerations of the executed grant agreement. The project qualifies as Track 3 under the CRISI program; thus engineering and design is expected to be completed prior to the signing of the grant agreement. As well, the project is anticipated to qualify for a Categorical Exclusion (CE). VTrans has included the CE worksheet as part of their application to the FRA (see Attachment

Figure 1. St. Lawrence & Atlantic Railroad

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The SLR has 162 miles of track in the United States, with 34 miles in Vermont, 58 miles in New Hampshire, and 70 miles in Maine (Figure 1). The SLR crosses the United States-Canada border at Norton, Vermont, where it operationally connects with its "sister railroad", the St. Lawrence & Atlantic (Quebec), Inc. (SLQ) in Quebec. Interchanges are with CSXT in Danville Jct., ME, CP in Shebrooke, PQ, CN in St. Lambert PQ, and NHCR in North Stratford, NH.

III. OBJECTIVE

The main objective of the Tri-State Regional Rail Upgrade Project (Project) is to provide the final piece of SLR's efforts to increase capacity, attain a state of good repair, and improve railroad safety by upgrading the remaining segments of track across Vermont, New Hampshire, and Maine. Current components have reached the end of their useful life and are outdated in comparison with modern 115# continuous welded rail (CWR). The upgrades will increase railcar capacity of the entire line from 263,000 pounds (lbs.) to the modern standard of 286,000 lbs. used throughout the United States, Canada, and Mexico, thereby lowering shipping costs and allowing businesses to remain competitive. The Project will ensure sustainable operations for the railway, maintain business for major employers of the region, and help attract new businesses. Key components of the Project include 1) installing approximately 192,455 feet of 115# continuous welded rail (CWR), 2) replacing approximately 3,575 ties over 6.5 miles along with ballast and surfacing, 3) rehabilitating 3 grade crossings, and 4) upgrading 11 turnouts to 115# rail. The majority (93%) of the infrastructure targeted in the Project's scope is in rural areas, demonstrating the importance of modernizing the infrastructure to allow businesses along the line to be competitive and to support economic growth.

IV. PROJECT LOCATION

The Project will take place in selected sections in Androscoggin and Oxford Counties in Maine, Coos Country in New Hampshire, and Essex County in Vermont (Figure 2). Specific locations of key Project components are as follows:

1. Rail Replacement – approximately 192,455 feet of 115# CWR are to be installed at the following locations:
    a. Berlin Subdivision, MP 34.50-37.00, ME – approximately 30,148 linear feet
    b. Berlin Subdivision, MP 41.00-43.00, ME – approximately 21,120 linear feet
    c. Berlin Subdivision, MP 45.00-47.00, ME – approximately 21,120 linear feet
    d. Berlin Subdivision, MP 101.00-103.00, NH – approximately 21,120 linear feet
    e. Berlin Subdivision, MP 127.20-133.33, NH – approximately 64,733 linear feet
    f. Sherbrooke Subdivision, MP 0.26-1.20, VT – approximately 9,926 linear feet
    g. Sherbrooke Subdivision, MP 2.00-3.30, VT – approximately 10,560 linear feet
    h. Sherbrooke Subdivision, MP 15.00-16.00, VT – approximately 13,728 linear feet
2. Tie Replacement – approximately 3,575 ties are to be installed over 6.5 miles along with ballast and surfacing at the following locations:
    a. Berlin Subdivision, MP 34.50-37.00, ME – approximately 1,375 ties
    b. Berlin Subdivision, MP 41.00-43.00, ME – approximately 1,100 ties
    c. Berlin Subdivision, MP 45.00-47.00, ME – approximately 1,100 ties

3. Crossing Rehabilitation – welding, saw cutting, HMA installation/disposal and more are to be performed at the following locations:
    a. Berlin Subdivision, MP 41.65, ME – Number Six Road – 38 track feet
    b. Lewiston Branch, MP 1.83, ME – Hotel Road – approximately 150 track feet
    c. Lewiston Branch, MP 3.05, ME – Rodman Road – approximately 40 track feet
4. Turnout Replacement – upgrade to 115# turnout will take place at the following locations:
    a. Berlin Subdivision, MP 149.00-150.00, Vermont – 6 turnouts
    b. Lewiston Branch, MP 29.00-32.00, Maine – 5 turnouts

Figure 2. Locations of the Project Improvements

IV. DESCRIPTION OF WORK

The completion of the Project has been divided into five tasks (Table 1).

Table 1. Project Tasks

Task	Task Name
1	Administration (Detailed Project Work Plan, Budget, Schedule)
2	Engineering Design
3	Environmental Compliance
4	Construction (CWR, tie replacements, turnouts, crossings)
5	Final Performance Report

Task 1: Administration (Detailed Project Work Plan, Budget, Schedule)

In the event federal funding is granted, VTrans will prepare a Detailed Project Work Plan, Budget, and Schedule for the following tasks, which may result in amendments to the executed agreement. The Detailed Project Budget will be consistent with the Approved Project Budget but will provide a greater level of detail. The Detailed Project Work Plan will describe, in detail, the activities and steps necessary to complete the tasks outlined in this Statement of Work. The Detailed Project Work Plan will also include information about the project management approach (including team organization, team decision-making, roles and responsibilities and interaction with FRA), as well as address quality assurance and quality control procedures. In addition, the Detailed Project Work Plan will include the Project Schedule (with VTrans and agency review durations), a detailed Project Budget, and confirmation of CE. Similarly, agreements governing the construction, operation and maintenance of the project should also be included. The Detailed Project Work Plan, Budget, and Schedule will be reviewed and approved by the FRA.

VTrans acknowledges that work on subsequent tasks will not commence until the Detailed Project Work Plan, Budget, and Schedule has been completed, submitted to FRA, and VTrans has received approval in writing from FRA, unless such work is permitted by pre-award authority provided by FRA. The FRA will not reimburse VTrans for costs incurred in contravention of this requirement.

Task 1 Deliverables:

- Detailed Project Work Plan, Budget, and Schedule
- Project Agreements

Task 2: Engineering Design

VTrans will work with SLR to develop and execute a construction agreement for the Project. This agreement will define and designate the financial commitment between VTrans and the SLR, specifically with regards to the 50.5% non-Federal contribution. The agreement will designate SLR to develop project plans and specifications to be included in a Bill of Material (BOM) package for the proposed Project. The BOM will contain project specific details required for bidding, including quantities, specifications, and other project specific requirements.

Preliminary Engineering has been completed to a level sufficient to advance the project to Final Design upon grant obligation. Any additional design or engineering requested by the FRA to satisfy Final Engineering approval or environmental clearance is a part of this Task. A Final Engineering Design and Bill of Materials (BOM) package will be prepared.

Once the BOM has been completed and reviewed and approved by VTrans, SLR will be responsible for submitting and awarding a Request For Quotation (RFQ) for the Project.

Task 2 Deliverables:

- Engineering Design & BOM Package for RFQ

Task 3: Environmental Compliance

VTrans will work with the SLR to complete FRA-approved environmental clearance documentation for the Construction Project. The determination of the appropriate class of action and/or level of documentation and the Construction Project's environmental impact will be made by FRA. If VTrans concludes that the Construction Project might qualify for a Categorical Exclusion (CE) in accordance with FRA's *Procedures for the Consideration of Environmental Impacts* (effective May 26, 1999) (Environmental Procedures), VTrans shall work with the SLR to complete the FRA CE worksheet including providing the current project description, appropriate project maps, and any other relevant background information and submit it to assist FRA in making a class of action and/or level of documentation determination. VTrans will work with the SLR to evaluate the Construction Project with the use of qualified environmental professionals to determine its impact, including conducting a review of existing literature, contacting relevant agencies, and performing field reconnaissance.

If FRA determines the appropriate class of action is a CE, VTrans will work with the SLR to complete any additional studies and documentation for the FRA CE in accordance with the Environmental Procedures. VTrans will then compile the documented findings, prepare a cover letter, and submit the final CE worksheet with supporting documentation for FRA review and approval.

If FRA does not concur that a CE is appropriate for this Construction Project, VTrans will work with the SLR to undertake an Environmental Assessment (EA) in accordance with FRA's Environmental Procedures, and as further described below.

VTrans will work with the SLR to conduct Construction Project scoping to determine the key issues, needed studies in accordance with FRA's Environmental Procedures and potential effects of the action and if determined appropriate in consultation with FRA, develop a public involvement plan that identifies key contacts within agencies, the news media, public officials, the general public, civic and business groups, relevant interest groups, present and potential riders/users, and private service providers/shippers. This plan will also identify how public involvement activities will be linked to key milestones in the planning/engineering and environmental process.

VTrans working with the SLR, and in coordination with the FRA, shall prepare an EA to include, but is not limited to, the following: definition of the Construction Project and existing

conditions, identification of the purpose of and need for the Construction Project, identification and analysis of project build alternatives and a no-action alternative, and an analysis of existing conditions in comparison to the impacts of the proposed action. VTrans will submit a Draft Environmental Assessment to the FRA for review and comment. VTrans will work with the SLR to address FRA comments and produce a Final Environmental Assessment for FRA for review and approval. If determined appropriate in consultation with FRA, VTrans will circulate the draft EA for public and agency review and comment. Through consultation with the FRA and confirmation that no significant impacts are anticipated, VTrans will work with the SLR to produce a draft Finding of No Significant Impact (FONSI) (along with a response to comment document if the EA is publicly circulated) and submit it to the FRA for review and completion.

If there is an indication of potential for significant impact that cannot be mitigated and FRA determines that a draft Environmental Impact Statement (EIS) is required, VTrans will work with the SLR to establish scopes and costs for the preparation of an EIS as well as concomitant additional public outreach activities.

In addition, VTrans and SLR are responsible for identifying all necessary permits required for the Construction Project's implementation.

Task 3 Deliverables:

- Environmental Clearance

Task 4: Construction

As per the above stated construction agreement, SLR will be responsible for procuring all necessary materials and contractors to construct the Project as described in the Project Location section above. Once material and contractors are secure, a preconstruction meeting be held with all appropriate parties (VTrans, SLR, contactors, utilities, state, and local officials including police departments, fire departments, school busing coordinators and other local emergency services). After the preconstruction meeting is held and official start date has been given, construction will commence. Bi-weekly meetings will be held to prioritize and coordinate the work being performed. Field inspections of the work will be performed, and Inspection Reports will be submitted to document work. Once construction is completed a final inspection review will be performed by VTrans, SLR and its contractor(s) to ensure that all phases of the Project are completed without exception.

Task 4 Deliverables:

- Construction (Work, Inspection & Project Administration): Start
- Construction (Work, Inspection & Project Administration): Completion

Task 5: Final Performance Report

Upon completion of the Project, VTrans and SLR will develop and submit the Final Performance Report to FRA. The Final Performance Report will be submitted within 90 days of the end of the grant's period of performance and will describe the cumulative activities of the Project, including

a complete description of VTrans' achievements with respect to the Project's objectives and milestones.

Task 5 Deliverables:

- Final Performance Report

V. PROJECT COORDINATION

VTrans shall perform all tasks required for the Project through a coordinated process, which will involve affected railroad owners, operators, and funding partners, including:

- Federal Rail Administration (FRA)
- Vermont Agency of Transportation (VTrans)
- New Hampshire Department of Transportation (NHDOT)
- Maine Department of Transportation (MaineDOT)

VI. PROJECT MANAGEMENT

VTrans and project partner SLR are responsible for facilitating the coordination of all activities necessary for implementation of the Project. Upon confirmation of federal funding, VTrans will monitor and evaluate progress through regular meetings scheduled throughout the Project Performance Period. VTrans and project partner SLR will:

- Participate in a project kickoff meeting with FRA
- Complete necessary steps to hire a qualified consultant/contractor to perform specialized tasks in the required project work
- Hold regularly scheduled project meetings with FRA
- Inspect and approve work as it is completed
    - Each state DOT may inspect their respective sections of the Project however SLR is responsible for inspections of the work and putting the line back in service
- Review and approve invoices as appropriate for completed work
- Perform project close-out audit to ensure contractual compliance and issue close-out report
- Submit to FRA all required project deliverables and documentation on-time and according to schedule, including periodic receipts and invoices
- Comply with all FRA Project reporting requirements, including, but not limited to:
    - Status of project by task breakdown and percent complete
    - Changes and reason for changes in and updated versions of Detailed Project Work Plan, Budget, and Schedule
    - Description of unanticipated problems and any resolution since the immediately preceding progress report
    - Summary of work scheduled for the next progress period
- Read and understand the Terms and Conditions of the executed agreement

Notify FRA of changes that require written approval or modification to the executed agreement