

#48

EPD CONTRACT ROUTING SLIP

AIR BRANCH

DEC 21 2017

Route Through	Initials	Date
1 Brandi Rudison	BR	12/13
2 Sakina Strozier		
3 Dika Kuoh	DK	12/14/17
4 Karen Hays	KH	12/14/17
5 Aubrey Hendrix	AH	12/18/17
6 Erin Ruoff	ER	12-18-17
7 Lauren Curry	LC	12-19-17
8 Richard Dunn	RD	12/19/17

Signature Required On:☐

Contract

To Be Signed By: Director☒

Cover Letter

To Be Signed By: Director☐

Attachments (Describe)

To Be Signed By: Director**Award:**☐Draft (**Review and Approval Needed**)☐

New (attach 2 originals)

☐

Renewal (Attach copy of original)

☒

Amendment (Attach copy of original)

I verify that the proper procurement procedures have been followed in executing the attached contract.

Signed: Brandi Rudison, Contract Administrator Date: 12/13/17**Remarks:**

Fully executed Contract extension on the Norfolk Southern Railway project to convert 5 locomotives

Return To: Brandi Rudison

Telephone: 404-363-7012

revised 5/08

Erin,
Pls Attest
Thx.
Brandi Rudison

Contract Routing Form

12/18/2017

Contractor

Name Norfolk Souther Railway Company

Address1 1200 Peachtree Street, NE

Address2

City, State ZIP Atlanta, GA 30309

FEI #

SS#

Amendment to existing contract



462-DNR170003

Amount of Original Contract \$ 4,841,821.00

Amount of Amendment \$ 6,220,000.00

Term of Contract From: execution To: 12/31/2018

Description CMAQ Railroad-related Switch-duty Locomotive conversic

Origin 773

Distribution Amount

Fund 10100

Amount	Account	Org#	Funding Source	Sub Class	BY	Project#	OPB Program #
\$6,220,000.00	707013	4620774000	30053	315	2018	46207924212	3420302

Is this contract to be encumbered? _ Yes

Funds for this contract are budgeted: (please check one)

In the original Annual Operating Budget

No

In an amendment already submitted to the Budget Office

No

In a future amendment to be submitted to the Budget Office

Yes

Brandi Rudison 404-363-7012

Contract Administrator / Phone #

[Handwritten Signature]

Division Director

December 15, 2017

Date

12/19/17

Date

Deputy Commissioner

Date

DNR Contract # 462-DNR170003

P. O. # 0000122843

NIGP Code

Vendor / Location #

DEC 21 2017

Amendment No. 2

To

CONTRACT BETWEEN

**Georgia Department of Natural Resources,
Environmental Protection Division**

And

Norfolk Southern Railway Company

For

**CMAQ Railroad-Related Emission Reductions Grant Program:
Switch-Duty Locomotive Conversions in Atlanta, Georgia**

This **CONTRACT AMENDMENT** is made effective as of the 21 day of December
_____2017. This **CONTRACT** is by and between the Georgia Department of
Natural Resources, Environmental Protection Division, (the "Division"), and Norfolk Southern
Railway Company (the "CONTRACTOR").

WITNESSETH

WHEREAS, in order to expand the Project scope, the parties hereto wish to amend the
original **CONTRACT** dated July 20, 2016; and

WHEREAS, the original **CONTRACT** was an agreement to convert five (5) TIER 0 or
lower locomotives ("Original Locomotives") with at least five (5) years expected remaining life
to (i) two (2) mother/slugs sets, where the "mother" locomotive will meet EPA TIER 3 Line Haul
Duty Standards and EPA TIER 2 Switcher Duty Cycle Standards or better (i.e., lower emissions)
and (ii) one (1) clean locomotive meeting EPA TIER 3 Line Haul Duty Standard and EPA TIER
2 Switcher Duty Cycle Standard or better (i.e., lower emissions) (collectively, the "Converted
Locomotives") as further described in the Application; and

WHEREAS, the Division agreed to pay up to 70% of the Project costs not to exceed four
million eight hundred forty-one thousand eight hundred twenty-one dollars (\$4,841,821.00),
which funding is provided through the Congestion Mitigation and Air Quality Improvement
(CMAQ) Program; and

WHEREAS, the original scope in the CONTRACTOR's Application sought to convert up to twelve (12) locomotives, but partial funding limited the initial scope in the CONTRACT to only five (5) locomotive conversions; and

WHEREAS, an additional six million two hundred twenty thousand dollars (\$6,220,000) in CMAQ funds became available when other companies withdraw projects from consideration allowing the CONTRACTOR an opportunity to complete additional locomotive conversions consistent with the CONTRACTOR's original application; and

WHEREAS, this CONTRACT AMENDMENT will involve expanding the scope to include converting five (5) additional TIER 0 or lower locomotives ("Original Locomotives") with at least five (5) years expected remaining life to five (5) clean locomotives meeting EPA TIER 3 Line Haul Duty Standard and EPA TIER 2 Switcher Duty Cycle Standard or better (i.e., lower emissions) (collectively, the "Converted Locomotives"); and

WHEREAS, this amendment extends the contract termination date to provide additional time to complete the updated scope of work.

NOW, THEREFORE, the Division wishes to amend said original CONTRACT. In consideration of the mutual promises and terms and conditions set forth herein, the Parties hereto do mutually agree as follows:

By deleting 1.B. Scope of Services in its entirety and inserting in lieu thereof the following:

1.B. Scope of Services.

CONTRACTOR shall convert ten (10) TIER 0 or lower locomotives ("Original Locomotives") with at least five (5) years expected remaining life to (i) two (2) mother/slug sets, where the "mother" locomotive will meet EPA TIER 3 Line Haul Duty Standards and EPA TIER 2 Switcher Duty Cycle Standards or better (i.e., lower emissions) and (ii) six (6) clean locomotive meeting EPA TIER 3 Line Haul Duty Standard and EPA TIER 2 Switcher Duty Cycle Standard or better (i.e., lower emissions) (collectively, the "Converted Locomotives") as further described in the Application.

By deleting 3.A. Method of Payment in its entirety and inserting in lieu thereof the following:

3.A. Method of Payment.

The funding provided by the Division shall not exceed eleven million sixty-one thousand eight hundred twenty-one dollars (\$11,061,821.00). The CONTRACTOR shall provide 30% or more of the total project cost in matching funds. The CONTRACTOR will assure and document that the total project match contribution does not drop below thirty percent (30%) at any time during the project. In order to use all the funding available through this contract, the CONTRACTOR shall provide at least four million seven hundred forty thousand seven hundred eighty dollars (\$4,740,780.00).

By deleting 4.A. Term and Termination in its entirety and inserting in lieu thereof the following:

4.A. Term and Termination. Work shall commence upon execution of this CONTRACT and all work shall be completed by December 31, 2018.

By Replacing Exhibit A to include the updated Scope of Work.

All other terms and conditions of this original CONTRACT dated July 20, 2016, except as modified herein shall remain the same.

[Remainder of Page Left Intentionally Blank]

IN WITNESS WHEREOF, the Division and the CONTRACTOR have executed this CONTRACT AMENDMENT to be given effect as of the date first above written.

ATTEST:

**Department of Natural Resources
Environmental Protection Division**

Laurel Curry

BY:

Richard E. Dunn
Richard E. Dunn, Director

ATTEST:

Norfolk Southern Railway Company

Amy S. Todd

BY:

Jeffrey L. Noe

Name:

Jeffrey L. Noe

Title:

VP. Mechanical





GEORGIA

DEPARTMENT OF NATURAL RESOURCES

ENVIRONMENTAL PROTECTION DIVISION

Richard E. Dunn, Director

Air Protection Branch

4244 International Parkway
Suite 120
Atlanta, Georgia 30354
404-363-7000

MEMORANDUM

December 11, 2017

TO: Sakina Strozier (Manager, Financial Management Unit)

THROUGH: James Boylan (Manager, Planning and Support Program) *JB*
Deborah Basnight (Manager, Emissions and Control Strategies Unit) *DB*

FROM: Richard McDonald *RM*

SUBJECT: Norfolk Southern Railway Company Atlanta, GA Locomotive Conversions,
Contract Amendment #2

Please assure the attached contract Amendment (#2) is signed before current contract terminates (December 31, 2017). The Contract is with Norfolk Southern Railway Company to perform clean Locomotive Conversions in Atlanta, GA. The Amendment expands the scope of work to include an additional five locomotive conversions by increasing CMAQ project funds by \$6,220,000. The Amendment also extends the completion deadline to December 31, 2018.

Note that the final signed version was adjusted to eliminate a few minor typos. A redline is attached.