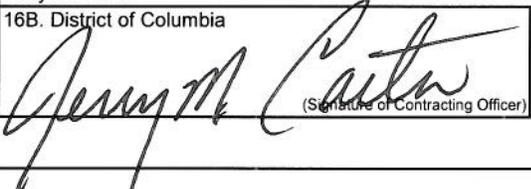


<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>			1. Contract Number	Page of Pages 1   3	
2. Amendment/Modification Number <b>Six (6)</b>		3. Effective Date See Box 16C		4. Requisition/Purchase Request No.	
5. Solicitation Caption: Operation & Maintenance of the DC Streetcar Sys.			6. Issued By: Office of Contracting and Procurement Roadways and Highway 55 M Street, S.E., 7th Floor Washington, DC 20003		
7. Administered By (If other than line 6)			Code		
8. Name and Address of Contractor (No. Street, city, country, state and ZIP Code)			<input checked="" type="checkbox"/> 9A. Amendment of Solicitation No. <b>DCKA-2011-R-0121</b> <input type="checkbox"/> 9B. Dated (See Item 11) <input type="checkbox"/> 10A. Modification of Contract/Order No. <input type="checkbox"/> 10B. Dated (See Item 13)		
Code		Facility			
<b>11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS</b>					
<input checked="" type="checkbox"/> The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers <input type="checkbox"/> is extended. <input checked="" type="checkbox"/> is not extended. Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods: (a) By completing Items 8 and 15, and returning <u>1</u> copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or fax which includes a reference to the solicitation and amendment number. FAILURE OF YOUR ACKNOWLEDGEMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by letter or fax, provided each letter or telegram makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.					
12. Accounting and Appropriation Data (If Required)					
<b>13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14</b>					
A. This change order is issued pursuant to: (Specify Authority)					
The changes set forth in Item 14 are made in the contract/order no. in item 10A.					
B. The above numbered contract/order is modified to reflect the administrative changes (such as changes in paying office, appropriation date, etc.) set forth in item 14, pursuant to the authority of 27 DCMR, Chapter 36, Section 3601.2.					
C. This supplemental agreement is entered into pursuant to authority of:					
D. Other (Specify type of modification and authority)					
E. IMPORTANT: Contractor <input type="checkbox"/> is not, <input checked="" type="checkbox"/> is required to sign this document and return <u>1</u> copies to the issuing office.					
14. Description of amendment/modification (Organized by UCF Section headings, including solicitation/contract subject matter where feasible.)					
The solicitation is amended as follows:					
<b>DELETE</b> Section B.4.1 in its entirety and <b>REPLACE</b> with the following:					
<b>B.4.1 Cost Format:</b> Table B-1 shall be used to summarize costs. This table will serve as the Offeror's price proposal. Costs must be shown in all four of the major categories including Management and Administration, Operations and Vehicle Maintenance and Right of Way Maintenance. For the cost of Right of Way Maintenance, Offerors will either provide a Not to Exceed cost for services that will be subcontracted, or provide actual costs for services they plan to self perform. If Offerors plan to subcontract Right of Way Maintenance, they shall submit a commitment to work with DDOT in securing agreements to provide these support services through negotiated agreements with public agencies or conducting a competitive bidding process for each of the services. The approach of this later phase of procuring these services should be described by Offerors including all assumptions and opportunities for input and involvement from DDOT. Contractor shall agree that DDOT must approve each of the subcontracts. It is assumed that Offerors will manage the overall system and be responsible for the execution of all scopes of work, regardless of whether portions are subcontracted.					
Except as provided herein, all terms and conditions of the document referenced in Item (9A or 10A) remain unchanged and in full force and effect					
15A. Name and Title of Signer (Type or print)			16A. Name of Contracting Officer Jerry M. Carter		
15B. Name of Contractor		15C. Date Signed		16B. District of Columbia	
(Signature of person authorized to sign)				16C. Date Signed 9/29/11	
				(Signature of Contracting Officer)	

**DELETE** Section B.5 in its entirety and **REPLACE with** the following:

**B.5**

For purposes of this proposal, Offerors should assume NTP and Start-up activities will begin April 1, 2012 and continue for 15 months. Offerors should describe a proposed schedule of start-up activities in their proposal. Price proposals should assume three full years of revenue service and the fourth year of revenue service would occur in the fifth contract year and include nine months of revenue service. Rail and vehicles will be available for commissioning and operator training in April 2013 with revenue service scheduled to begin July 8, 2013. The maintenance facility is scheduled to be certified as complete in September 2013 but available for the Contractor's use by Spring of 2013.

**B.5.1**

Offerors should assume revenue Operation begins July 8, 2013. Segments are scheduled to open as follows:

Contract Year (April 1)	Year	Segment Opening	Opening Date	Line
2	FY 2013	H Street	7/8/2013	Red
3	FY 2015	Anacostia Initial	10/1/2014	Blue
4	FY 2015	K Street	6/1/2015	Red
5	FY 2016	Benning Rd	10/1/2015	Red
5	FY 2016	8th St	2/1/2016	Yellow
5	FY 2016	M Street	5/1/2016	Blue

**DELETE** the first paragraph of Section C.5.4.8 and **REPLACE with** the following:

The Contractor shall comply with the requirements for the DC Apprenticeship Program.

**INSERT** the following paragraph at the end of Section C.5.4.8:

It is DDOT's intention to develop a training program with the local school system to develop training programs that Contractor would be required to participate in. Contractor should outline approach to participating in such a training program.

**DELETE** Section C.5.9 in its entirety and **REPLACE with** the following:

The Contractor shall work with the District to develop, and be responsible for, operation and maintenance of the fare system. Operator shall be responsible for purchasing and installing tag/SmarTrip system compatible with the Metro system. Acquisition of system will require negotiation and DDOT approval before purchase. Offerors are not expected to provide a cost for the purchase and installation in this proposal.

The operator will not be responsible for fare enforcement, though the operator will need to clear revenue from any SmarTrip equipment at the end of every day. Operators will not be paid on a basis related to fare collection. DDOT will provide fare enforcement personnel on the vehicle. Schedules will be provided to the Operator.

**INSERT** the following section directly after Section H.11 on page 42 of the solicitation:

### **H.12 Federal Funds**

Future segments of the DC Streetcar System may include federal funding and may require contractor to comply with applicable federal requirements.

On **Page 6** of Attachment A: Scope of Services for Operation of the DC Streetcar (**Attachment J.9**) of the solicitation, **CORRECT** the paragraph entitled "Communications" to Section **2.2.3** and **ADD** the following paragraph to the end of this section:

Contractor is responsible for procurement and installation of all on-vehicle equipment to make a real-time arrival system operate. This shall include, at a minimum, procurement and installation of all back-end communications and databases to create reports of vehicle location and on-time performance, and an arrival prediction system of display at all stops for customers. All associated software licensing, communications, maintenance and warranty costs to be borne by Contractor and detailed as a cost of Operations in the Cost Tables of Section B of this RFP. This system shall be required to be compatible with the existing NextBus software and hardware in other local transit systems. Offerors should outline the cost of equipment and provide the option for DDOT to procure and install the equipment and have the offeror maintain that equipment. The option to install real-time arrival signage at streetcar stops/shelters will be exercised at the discretion of DDOT and must be compatible with DDOT's existing agreement and commitments regarding advertising and cleaning of shelters.

The arrival prediction information and vehicle location information shall be published in an open format and accessible to all users electronically, including DDOT, WMATA, OCTO, and private developers.

**ADD** the following paragraph to the end of Section 2.6 Security of Attachment A: Scope of Services for Operation of the DC Streetcar (**Attachment J.9**):

Operator is expected to establish Standard Operating Procedures (SOP) with regard to vehicle incidents. Vehicle operator shall contact supervisor assigned by Operator. Supervisor shall be trained to address incidents on the vehicle and direct contact with the public. Protocol for contacting police for assistance and response shall be developed by the Operator in consultation with the police. Operator is responsible for securing the cars and maintenance facility.