Statement of Work

4.1: General Project Description

The Oklahoma Department of Transportation (ODOT) and the Texas Department of Transportation (TxDOT) with support from the BNSF Railway (BNSF) have sought Federal-State Partnership for Intercity Passenger Rail Program funding. The Project is located on the Heartland Flyer corridor which travels along the BNSF line between Oklahoma City, OK and Fort Worth, TX. Known as the **Heartland Flyer Corridor: Safety, Efficiency, and Resiliency Project** (Project), it consists of three project elements: the Siding project element in Davis, OK, the Siding project element in Valley View, TX and the ballast and subgrade project element located along a 15-mile stretch of corridor extending between Texas and Oklahoma. The siding project elements will relocate railway sidings away from at-grade crossings in Davis, OK and Valley View, TX along BNSF's Red Rock and Fort Worth subdivisions. The Davis siding project will also close two at-grade railroad crossings. The ballast and subgrade project element seeks to improve various subgrade issues that have led to slow orders throughout the corridor, compromising travel times and reliability for both passenger and freight service.

The rail corridor serves as an important link between Oklahoma City and Fort Worth, with more connections throughout Texas and the Heartland of the United States. The rail corridor is also home to Amtrak's Heartland Flyer Service, which operates two daily trips between both cities—one northbound and one southbound. The Heartland Flyer Service is Oklahoma's only passenger rail service. Approximately 36% of Heartland Flyer Riders were delayed in 2023[1]. This Project is a step towards improving the the reliability and competitiveness of Amtrak service, operational improvements and flexibility for BNSF freight trains, as well as safety, congestion, and emergency response times in each community,

4.2 Project Location

The Project area is an important rail corridor which connects the Heartland down to the Dallas/Fort Worth area and the coastal ports. The BNSF rail line directly serves Wichita, KS; Oklahoma City; Dallas, TX; Fort Worth; with connections to Houston, TX and San Antonio, TX. Improvements to this corridor will help make travel through the area more effective. As a crucial link from the Heartland to the Gulf Coast, many industries rely on this rail corridor to efficiently operate. It is also an Amtrak corridor targeted for further service expansion to as far north as

[1] https://www.amtrak.com/content/dam/projects/dotcom/english/public/documents/corporate/HostRailroadReports/Amtrak-2023-Host-Railroad-Report-Card.pdf

Newton, KS. The subgrade and ballast work to remove the need for slow orders will take place between Oklahoma City to Fort Worth.

One of the siding project elements is located within the city of Davis and just outside the city limits in Murray County. The city is within the federally recognized Chickasaw Nation, which encompasses 7,648 square miles of south-central Oklahoma and encompasses all or parts of 13 Oklahoma counties. The five railroad crossings affected by this project element are on the BNSF rail line between railroad mileposts 475.380 and 478.129, as shown in Table 1. Three of the five railroad crossings affected by this project element are within the city, whereas the Hanover Road (020739P) and Haliburton Road/County Road N-3310 (020735M) crossings are in unincorporated Murray County. Improvements to the siding location will allow longer trains to use it, improving railroad efficiency.

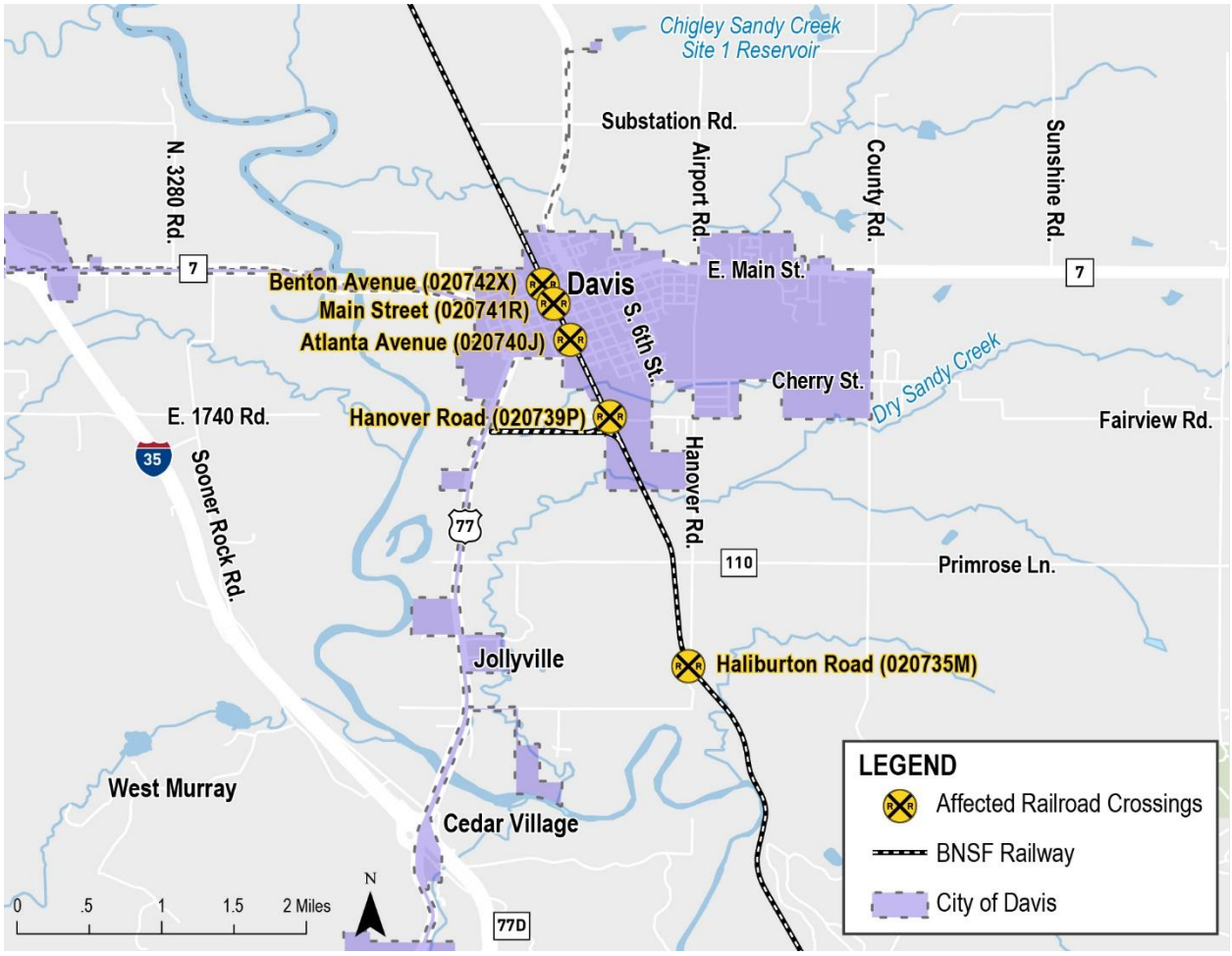


Figure 1: Occupied Crossing Mitigation Project Element, Davis, OK Location

Table 1. Affected Railroad Crossings

USDOT Crossing Inventory Number	Railroad Milepost	Street Name	Crossing Position	Latitude	Longitude
020742X	478.129	Benton Avenue	At Grade	34.50462980	-97.1226630
020741R	478.060	Main Street	At Grade	34.50366130	-97.12222180
020740J	477.775	Atlanta Avenue	At Grade	34.49975940	-97.12037650
020739P	477.242	Hanover Road	At Grade	34.4919270	-97.116509
020735M	475.380	Haliburton Road/ County Road N-3310	At Grade	34.4670270	-97.1083549
020589J	400.995	FM 922	At Grade	33.4883089	-97.161522

USDOT = U.S. Department of Transportation

The second Siding project element is located within the city of Valley View and areas outside of city limits in Cooke County. Valley View is in the southern part of Cooke County, approximately 54 miles north of downtown Fort Worth and 17 miles south of the Oklahoma state line. The community is built directly off Interstate-35 (I-35), which runs parallel to the railroad tracks owned by BNSF. The crossing is directly next to the interchange between I-35 and Farm-to-Market (FM) 922. The railroad crossing is within Valley View while the siding extension is in Cooke County. Improvements to the siding location and siding length will allow longer trains to use it, allowing Amtrak and BNSF to share the rail corridor more efficiently. The longest trains that BNSF runs are 9,000 feet long. Those trains currently cannot fit completely within the sidings. Constructing the siding to meet current track standards would allow more flexibility for dispatchers to run longer trains that need to pull into a siding to allow Amtrak to pass.

Figure 2: Valley View, TX Project Element Location

The ballast and subgrate project element improvements will occur in 13 locations along both the Red Rock and Fort Worth Subdivisions of the BNSF as shown in Figure 3.

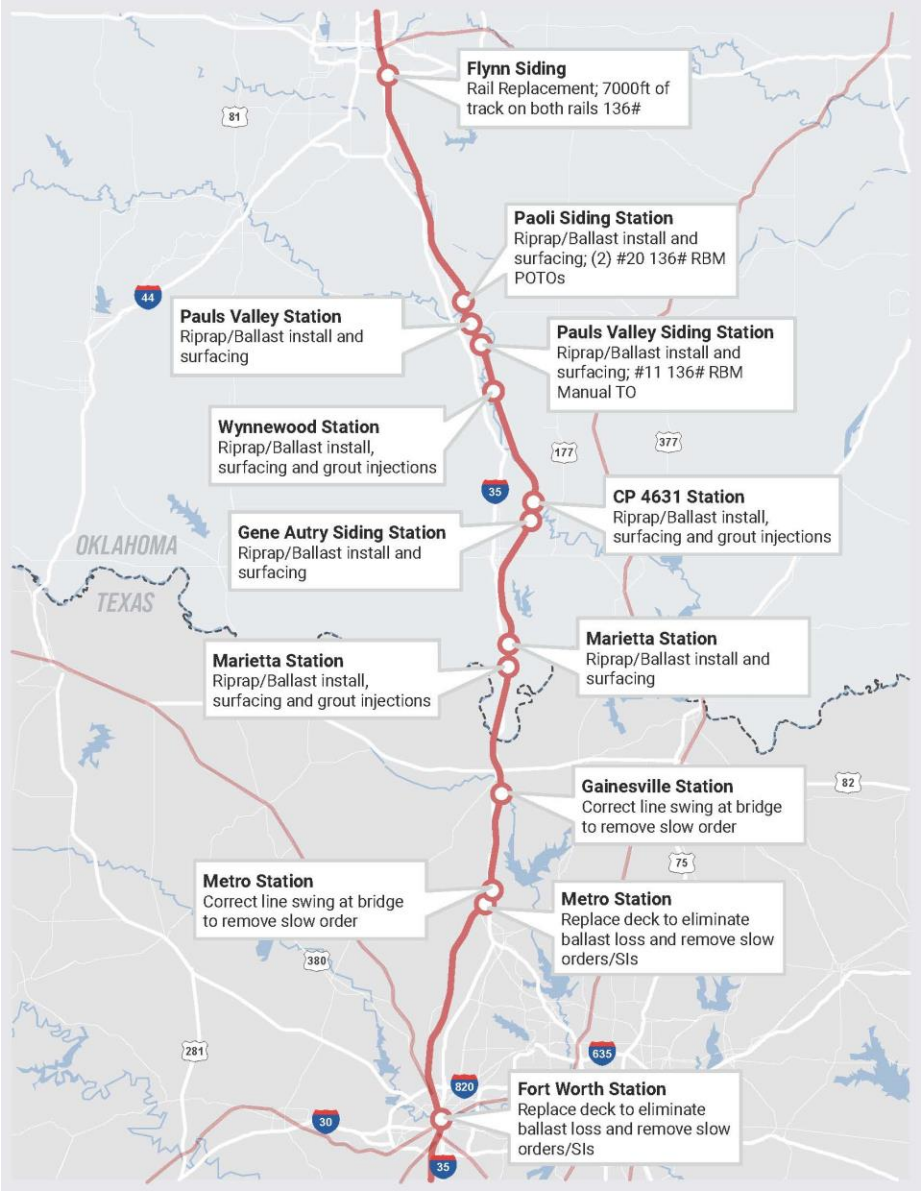


Figure 3: BNSF Resiliency Project Element Locations

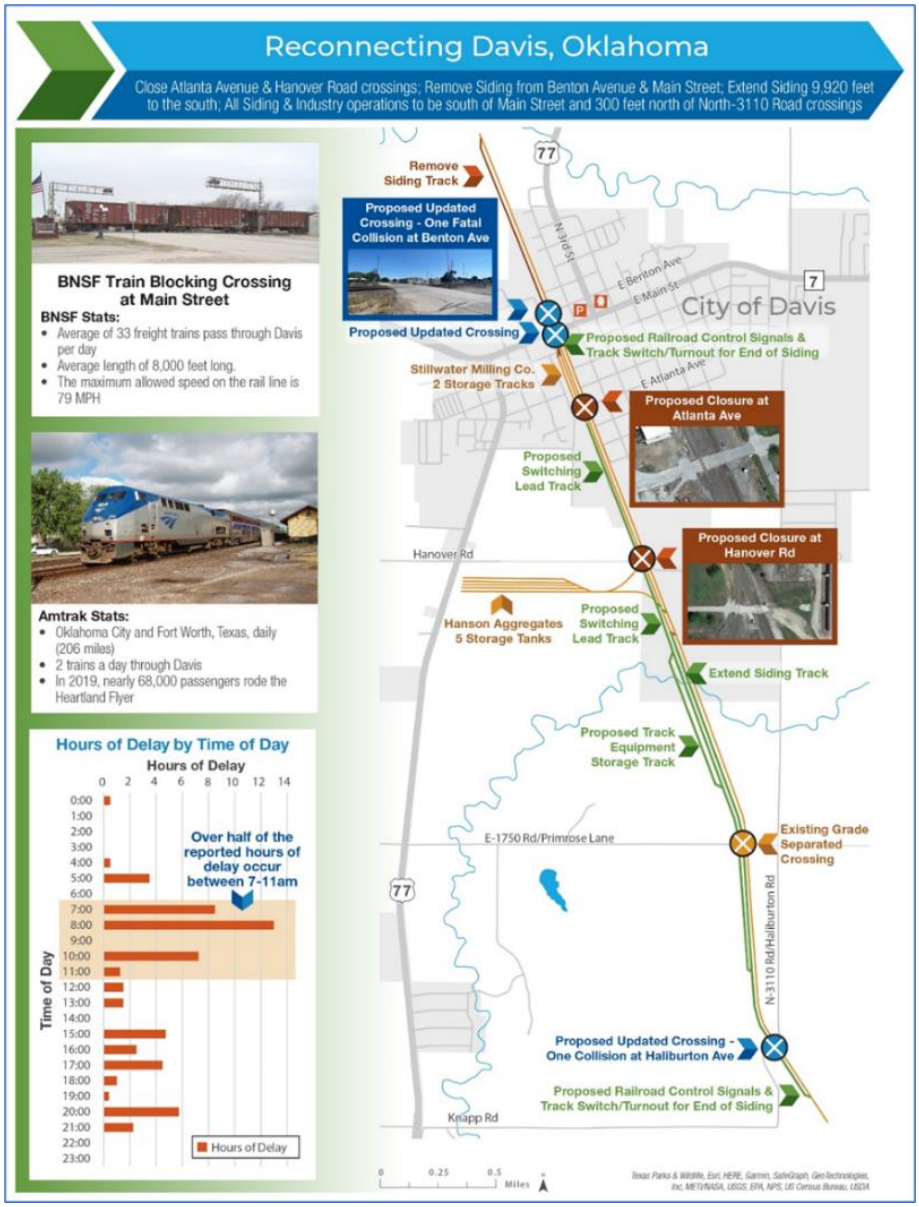
4.3 Project Scope

Growing demand for freight and passenger services along the rail corridor is placing increasing pressure on the already constrained network and interfering with local community traffic operations. In addition, various subgrade issues have led to recurring slow orders, compromising operational efficiency for both freight and passenger services across Texas and Oklahoma. The

Project scope addresses these issues by relocating sidings, closing two at-grade crossings, and improving safety and resiliency.

The Davis siding project element will improve safety along the BNSF railroad line in Davis. The project element improvements consist of closing two at-grade crossing locations at Atlanta Avenue and Hanover Road and removing siding track from Benton Avenue to Main Street (US-77/SH-7). Additional siding and industry operations will be relocated south of Haliburton Road/CR-3310 by providing about two miles of new siding to reduce delay from loading trains that occupy multiple crossings in the city. The project element will also include safety improvements for three at-grade crossings at Benton Avenue, Main Street, and Haliburton Road/CR-3310 to support safe and reliable movements of goods, people, and services including additional lighting and improved pedestrian crossing gates and fencing.

Figure 4: Project Scope and Benefits



The five railroad crossings included in the project scope are located at Benton Avenue (020742X), Main Street (020741R), Atlanta Avenue (020740J), Hanover Road (020739P), and Haliburton Road/County Road N-3310 (020735M). Figure 4 presents the main project scope elements, as well as the project's key benefits.

The Valley View siding project element will shift the existing siding along the BNSF Fort Worth Subdivision to mitigate occupied crossing issues at the FM 922 at-grade highway-rail crossing (DOT #020589J) in Valley View. The project

element will eliminate one of the existing siding tracks at the crossing, reducing the number of tracks crossing the roadway to one mainline track. The existing siding will be shifted 2,800 feet south to no longer cross any existing roadways and will be extended from 8,204 feet to 11,900 feet to accommodate longer freight trains and meet current design standards. Additionally, the sidings at the Martindale Feed Mill will be extended with access moved further south away from the FM 922 intersection. The existing at-grade crossing experiences frequent and lengthy occupied crossings due to standing trains along the siding track.

This rail corridor serves both freight and passenger trains. The highway-rail crossing experiences an average of 20 trains per day, including two Amtrak Heartland Flyer passenger trains. FM 922 is a rural two-lane roadway that serves 4,150 vehicles per day, approximately 13% being trucks. The roadway is one of the only continuous east-west roadways in Valley View. When the crossing is occupied from standing trains, vehicles are required to take a lengthy detour route or experience significant delay. The highway-rail crossing's proximity to the I-35 interchange limits grade separation potential. Therefore, the project element proposes shifting the existing siding south of FM 922 to eliminate the occupied crossing potential due to standing trains in the siding. This project element will improve safety and emergency response access, reduce congestion, advance further corridor goals, and increase connectivity within the greater Valley View area. If the Valley View siding needed to go out of service, it would reduce train capacity on the line from 30 trains per day to 18 trains per day.

A new bridge will be constructed over Spring Creek and two culverts will need to be extended to under the widened track extension. A new crossover will be added directly to the south of FM 922.

The subgrade and ballast project element is a series of projects that seek to improve subgrade issues on the Red Rock and Fort Worth subdivisions between Oklahoma City and Fort Worth. The line is facing increasing pressure as a growing number of Amtrak and freight trains use the corridor. In addition, the various subgrade issues have led to recurring slow orders, compromising speeds and reliability for both freight and Heartland Flyer service. The Project will address these issues to eliminate slow orders, improving operational efficiency and resilience along the corridor. The project element will eliminate slow orders at 13 locations (over approximately 15 miles) along the Fort Worth and Red Rock Subdivisions. The work involves the following elements:

- Riprap/ballast install, surfacing, grout injection, and turnout improvement
- Rail replacement
- Track geometry correction at multiple bridges (line swings)
- Bridge deck replacements

With these improvements, both freight and passenger services will achieve higher speeds across parts of the corridor, leading to improved operational efficiencies.

See Table 2 for the coordinates and planned improvements at each site.

Table 2: BNSF Resiliency Project Planned Improvements and Coordinates

Community	Subdivision	Station	Work Description	Milepost Coordinates		Milepost
Oklahoma City, OK	Red Rock	Flynn Siding	Rail Replacement; 7000ft of track on both rails	Start	34°45'22.90"N 97°14'6.48"W	389.6
				End	34°45'59.10"N 97°14'51.32"W	391.3
Pauls Valley, OK	Red Rock	Pauls Valley	Riprap/Ballast Install and surfacing	Start	34°45'22.90"N 97°14'6.48"W	497.1
				End	34°45'59.10"N 97°14'51.32"W	497.5
Pauls Valley, OK	Red Rock	Pauls Valley Siding	Riprap/Ballast install and surfacing	Start	34°43'24.63"N 97°12'5.09"W	493.6
				End	34°44'7.34"N 97°12'39.53"W	495.3
Paoli, OK	Red Rock	Paoli Siding	Riprap/Ballast install and surfacing	Start	34°48'23.46"N 97°15'8.52"W	501.2
				End	34°50'6.88"N 97°15'16.34"W	502.9
Wynnewood, OK	Red Rock	Wynnewood	Riprap/Ballast install, surfacing and grout injections	34°35'53.16"N 97° 9'48.67"W		485.4
Ardmore, OK Airpark	Red Rock	CP 4631	Riprap/Ballast install, surfacing and grout injections	34°19'14.54"N 97° 2'31.98"W		463
Gene Autry, OK	Red Rock	Gene Autry Siding	Riprap/Ballast install and surfacing	Start	34°16'24.89"N 97° 3'1.34"W	459.4
				End	34°17'38.06"N 97° 2'29.43"W	461.2
North of Marietta, OK	Red Rock	Marietta	Riprap/Ballast install and surfacing	33°57'47.45"N 97° 7'2.03"W		435.3
South of Marietta, OK	Red Rock	Marietta	Riprap/Ballast install, surfacing and grout injections	33°54'21.69"N 97° 7'9.62"W		431.1
Gainesville, TX	Fort Worth	Gainesville	Correct line swing at bridge to remove slow order	33°35'7.94"N 97° 8'21.98"W		408.3
Sanger, TX	Fort Worth	Metro	Correct line swing at bridge to remove slow order	33°19'50.42"N 97°10'2.81"W		389.6
Sanger, TX	Fort Worth	Metro	Replace deck to eliminate ballast loss and remove slow orders	33°19'6.41"N 97°10'25.84"W		388.89
Uptown Fort Worth, TX	Fort Worth	Fort Worth	Replace deck to eliminate ballast loss and remove slow orders	32°45'51.27"N 97°19'38.76"W		346.5

The Project addresses the main challenges causing delay on the main track (slow orders and passenger-freight train conflicts), as well as those in the cities of Davis and Valley View , including traffic congestion, blockages for emergency vehicles, and ensuring motorist and pedestrian safety, without limiting the operational efficiency of Amtrak and BNSF freight trains. Both cities are bisected by railroad tracks and have long grappled with the ongoing issue of occupied railroad crossings and the accompanying safety challenges. Consequently, whenever a train obstructs a railroad crossing, it leads to delays and congestion for both motorists and pedestrians throughout the city. Due to the rural character of the area and the existing road network, accessibility is frequently reduced because of the occupied railroad crossings. These persistent occupied crossings represent a continual problem that significantly impacts the quality of life, economic vitality, and safety of city residents. Subsequently, this Project addresses and improves the mobility of people and goods within the city.

Figure 5. Main Street Crossing with Cars Queueing

The work plan to carry out the work outlined above is presented below. Note that ODOT (the "Recipient") will notify the Federal Railroad Administration (FRA) in writing of any requested changes in Project Scope and will not proceed with the changed scope unless approved by FRA in writing. If approved, changes to Project Scope may require additional environmental review or an amendment to this Agreement.

Task 1: Project Administration and Management

Subtask 1: Project Administration

The Oklahoma Department of Transportation (Recipient) will perform all tasks required for the Project through a coordinated process, which will involve affected railroad owners, operators, and funding partners including:

- Oklahoma Department of Transportation (ODOT)

- Texas Department of Transportation (TxDOT)
- BNSF Railway
- Amtrak
- Chickasaw Nation
- FRA

The Recipient will facilitate coordination of all activities necessary for the Project. The Recipient will:

- Participate in a Project kickoff meeting with FRA following award.
- Complete necessary steps to hire a qualified consultant/contractor to perform required Project work, as necessary;
- Hold regularly scheduled Project meetings with FRA;
- Inspect and approve work as it is completed; and
- Participate in other coordination, as needed.

Subtask 1.2: Project Management Plan

ODOT will prepare a Project Management Plan (PMP), that describes how the Project will be implemented and monitored to ensure effective, efficient, and safe delivery of the Project on time and within budget. The PMP will describe, in detail, the activities and steps necessary to complete the tasks outlined in this Statement of Work.

The PMP will include a Project Schedule and Project Budget for the work to be performed under this Agreement. The Project Schedule will be consistent with the Estimated Project Schedule documented in the Grant Agreement but provide a greater level of detail. Similarly, the Project Budget should be consistent with the Approved Project Budget in the Grant Agreement but provides a greater level of detail.

ODOT will submit the PMP to FRA for review and approval. Once approved, ODOT will implement the Project as described in the approved PMP. ODOT will not begin work on subsequent tasks until FRA has provided written approval of the PMP, unless FRA has provided pre-award authority for such work under the Grant Agreement. FRA will not reimburse ODOT for costs incurred prior to FRA approval.

As the Project progresses, FRA may require ODOT to update the PMP. ODOT will submit any such updates to FRA for review and approval, and FRA will determine if updates to the PMP require an amendment to this Grant Agreement. The Project Budget and Project Schedule may be revised as well, which will be reviewed and approved by the FRA.

ODOT will identify agreements governing the construction, operation, and maintenance of the Project in the PMP. If requested by FRA, ODOT will provide FRA with the final, executed copies of any agreements within ten business days of the request.

The PMP will be consistent with the FRA Guidance on Development and Implementation of Railroad Capital Projects (Railroad Capital Projects Guidance) and 49 U.S.C. § 22903, as applicable.

Subtask 1.3: Project Closeout:

ODOT will submit a Final Performance Report as required by the Grant Agreement, which should describe the cumulative activities of the Project, including a complete description of the Recipient's achievements with respect to the Project objectives and milestones.

Task 1 Deliverables:

Deliverable ID	Subtask	Deliverable Name
1.1	1.2	Project Management Plan
1.2	1.3	Final Performance Report

Task 2: Design Plans and Environmental Documents

Design Plans: This task of the Project will create design plans and environmental documents to relocate the existing railway siding and close two at-grade crossings for the Siding project element in Davis, relocate and extend the existing siding located at FM 922 in Valley View, and tracks, ballast, and bridge improvements along the BNSF Red Rock and Fort Worth Subdivisions for the ballast and subgrade project element.

Task 2 Deliverables:

Deliverable ID	Subtask	Deliverable Name
2.1	Design Engineering	Design Plans
2.2	Environmental Analysis (NEPA)	NEPA Document

Task 3: Construction

This task of the Project will construct the proposed improvements as described in the Project Scope.

Task 3 Deliverables:

Deliverable ID	Subtask	Deliverable Name
3.1	Construction	Construction

4.4 Implement Required Environmental Commitments:

ODOT will implement the Project consistent with the documents and environmental commitments identified through consultation with the identified FRA environmental protection specialist after grant award. The identified commitments will be defined in a table consistent with the sample shown below.

Document Type	Commitment Reference	Document Due
[Categorical Exclusion Finding of No Significant Impact, Record of Decision]	[insert reference to section(s) of decision where commitment(s) are identified]	[insert date of decision]
[insert title of MOA, PA, or other document or correspondence that contains environmental commitment(s)]	[insert reference to section(s) of document where commitment(s) are identified]	[insert date of MOA/correspondence]

The Project partners (Oklahoma Department of Transportation (ODOT), Texas Department of Transportation (TxDOT), and the BNSF Railway (BNSF)) will work in collaboration with FRA to define the appropriate NEPA strategy for the projects identified in the grant request. In preparation for future NEPA review activities, the partners will continue progression of the scoping and planning processes consistent with TxDOT and ODOT practice. The outputs of the scoping and planning will be a purpose and need for the project(s), and a screening of each resource area to identify the potential scope and scale of the future NEPA review. Additionally, the partners are identifying organizations that will participate in the consultation process and a listing of planned local, state, and national permits.

Work will not move forward to Track 3 Final Design/Construction without FRA approval of all Track 2 deliverables. The Track 2 Project Development findings will inform the Track 3 work. The Project partners will begin Track 3 by developing a Project Management Plan that reflects the outcomes of the Project Development work.