

NOV 01 2016

GALE A. NEULIEB
CITY CLERK
CITY OF MICHIGAN CITY

AGREEMENT

THIS AGREEMENT between the City of Michigan City, Indiana, by and through its City Council and Mayor (hereinafter "Michigan City") and the Northern Indiana Commuter Transportation District operating the South Shore Line (hereinafter "NICTD") is to be effective as of the 1st day of November, 2016.

RECITALS

- A. NICTD has for many years operated in the middle of 10th and 11th Streets in Michigan City over track that is embedded in asphalt which presents insurmountable obstacles to modernizing the Line .
- B. Issues that exist because of the present "in street" alignment of the South Shore Line are obstacles to NICTD's ability to enhance safety, comply with the Federal Railway Safety Improvement Act of 2008, address the excessive number of grade crossings, modernize the signal and catenary systems, and provide a fully accessible passenger station.
- C. NICTD is presently engaged in what is referred to as a "Core Capacity Project", a four county project benefiting Northwest Indiana that has an estimated cost of \$250,000,000, half of which is expected to be utilized for modernizing and improving the South Shore Line 's facilities through Michigan City, Indiana.
- D. The parties support and are committed to the Core Capacity Project which, for the purposes of this Agreement, is known as Double Track NWI (the "Project"). The Project, which is in the environmental investigation and preliminary engineering phase, involves double tracking the Line from Tennessee Street in Gary to Michigan Boulevard in Michigan City and is described generally as follows:
1. Construct 16.5 miles of new ballast, track and catenary
 2. Install 5 high speed crossovers
 3. Construct 4 new railroad bridges
 4. Construct new train storage tracks near the Miller Station
 5. Create a new highway connection from U.S. Highway 12 to U.S. Highway 20 in Miller
 6. Relocate the railroad tracks in Miller onto the vacated portion of US 12
 7. Construct 8-car, high-level boarding platforms at Lake Street in Miller, Ogden Dunes, Dune Park and 11th Street in Michigan City.
 8. Build a new commuter train station in downtown Michigan City with the

¹
Exhibit A

maximum number of commuter parking spots allowed by FTA as supported by the projected ridership.

The attached map, which is incorporated into this Agreement as Exhibit "A", shows the double tracking and re-alignment in Michigan City that may be further refined as the design advances to meet engineering and safety needs. In addition, Exhibit "B" to this Agreement shows the intended curb cut, drive lane, parking spaces, parkway width and sidewalk design along 11th Street.

The Project includes the acquisition of sufficient right-of-way, both public and privately owned, to complete the re-alignment and segregation of the railroad operations from street running between Sheridan Avenue and Michigan Boulevard. The railroad will be relocated to south of 10th Street and enable NICTD to construct a second track on 11th Street through Michigan City.

E. Michigan City and NICTD recognize the benefits of the Project which include, but are not limited to, the following:

1. Significantly reduced commute time to and from Chicago to Michigan City to approximately 67 minutes for limited stop express trains.
2. Increased train capacity, frequency, and reliability for the overall system.
3. Attract hundreds of new riders to Michigan City on a daily basis.
4. Enhance the effectiveness of NICTD's signal system.
5. Improve the passenger service in downtown Michigan City.
6. Provide a modern, fully accessible passenger station with up to (2) 8-car length, high level boarding platforms at or in close proximity to the current 11th Street Station, and capable of being integrated into a transit oriented development.
7. Provide multi-use parking near the 11th street station to accommodate vehicles for the passenger operation as well as downtown restaurants, retail stores, and other commercial activity.
8. Solidify downtown Michigan City as a focal point for transit oriented development and other economic opportunities.
9. Provide greater Americans with Disabilities ("ADA") access with high level boarding platforms.
10. Enhance safety by consolidating 29 grade crossings to 14 and installing active grade crossing warning devices.
11. Reduce track maintenance costs, improve ride quality, and extend the life of the track.
12. Permit the installation of a compound catenary design.
13. Create jobs as a result of the construction of this Project.
14. Reduce the City's road maintenance costs, extend the life of the street pavement, and improve the safety of motorists and pedestrians.
15. Make possible the retention and expansion of the NICTD maintenance operation at

near its current location in Michigan City.

NOW, THEREFORE, in consideration of the foregoing recitals, which are incorporated herein, and the mutual commitments contained herein, Michigan City and NICTD agree as follows:

1. The parties fully support and are committed to the Project.
2. The parties will cooperate with each other to ensure that all federally required studies for the Project are undertaken and completed, to investigate and obtain funding sources for the Project, and to secure the land necessary for the right-of-way for this Project. Pursuant to federal law, the acquisition of real estate acquired by NICTD for the Project must comply with Federal Transportation Administration policies and the Uniform Relocation Assistance and Real Property Acquisition Policies Act of 1970 (Uniform Act).

3. Michigan City will cause the following crossings along the rail line to be closed:

• Carroll Avenue	(DOT-AAR 870-442-E)
• Grace Street	(DOT-AAR 870-449-C)
• Maple Street	(DOT-AAR 870-454-Y)
• York Street	(DOT-AAR 870-456-M)
• Cedar Street	(DOT-AAR 870-458-B) ***
• Spring Street	(DOT-AAR 870-675-B)
• Pine Street	(DOT-AAR 870-676-H)
• Buffalo Street	(DOT-AAR 870-680-X)
• Manhattan Street	(DOT-AAR 870-681-E)
• Elston Street	(DOT-AAR 870-682-L)
• Tennessee Street	(DOT-AAR 870-684-A)
• Kentucky Street	(DOT-AAR 870-686-N) ***
• Claire Street	(DOT-AAR 870-690-D)
• Donnelly Street	(DOT-AAR 870-692-S)
• Carlon Court	(DOT-AAR 870-694-F)

*** Michigan City shall undertake the design and construction of the road work necessary to close all streets, including appropriate safety devices and landscaping, provided that all associated costs are to be funded by the Project. Michigan City and NICTD will work together to determine the most appropriate design for the railroad grade crossing in and near the immediate vicinity of Kentucky and Chicago Streets; and in and near the immediate vicinity of the railroad grade crossing near Cedar and Lafayette Streets.

4. Michigan City:
 - A. Grants to NICTD a permanent easement for railroad purposes on any public way

- A. Grants to NICTD a permanent easement for railroad purposes on any public way required for the project for the entire width of the Project as depicted on Exhibit "A". Legal descriptions, to the extent necessary for the easement, shall be supplied to Michigan City during the course of the Project. It is further agreed that, to the extent necessary, all private property acquisition for the Project will be rezoned for railroad purposes. NICTD recognizes the value of the public way it will receive from Michigan City as a contribution to project costs associated with this Agreement. Such value shall be determined by a certified appraiser.
- B. Shall acquire real estate for parking structure and surface parking near 11th Street Station consistent with approved number of spaces by the FTA. Michigan City shall make available to NICTD for the benefit of this project such land, which shall also be recognized by NICTD as a contribution to this project. Parking structure and lots shall be constructed in the immediate vicinity of the 11th Street train station building, which lots shall be within 1,200 feet of the train station building. It is expected that at some time in the foreseeable future there may be a need to expand said parking facilities to permit 1,000 parking spaces for South Shore commuters. South Shore commuters shall be given first priority in the use of the parking spaces paid for through the Project from Monday through Friday during the hours of 6:00 a.m. - 2:00 p.m. and for special events, at NICTD's request. Upon notice from NICTD that the parking facility has reached 85% capacity for South Shore commuters, Michigan City will undertake efforts to expand parking for South Shore commuters to 1,000 spaces as soon as is practicable and subject to funds being appropriated for that purpose. NICTD shall inform Michigan City when parking needs to be expanded to 1,000 spaces for South Shore Commuters. At its sole discretion, Michigan City may pay to have additional parking integrated with Project parking constructed during construction of the Project. Subject to NICTD approval, which shall not be unreasonably withheld, Michigan City may charge a reasonable parking fee and shall not differentiate between commuter and non-commuter use. Michigan City shall be responsible for operating and maintaining all parking facilities. Michigan City and NICTD shall enter into an Operations and Maintenance Agreement for the parking facilities to address such issues as operating cost sharing, maintenance standards, capital improvements, etc.
- C. In connection with construction of Phase II of the Project at a later date, agrees to close Carroll Avenue between Holliday and Rose streets, and grant NICTD a permanent easement for railroad purposes on this section of Carroll Avenue upon NICTD's request.

5. NICTD:

- A. Shall construct, own, operate and maintain a gateway railroad station on 11th Street between Franklin and Spring Streets with an enclosed wait area, HVAC, two restrooms, and ticket vending machines. NICTD recognizes the historical importance of the existing 11th Street station and agrees to use its best efforts to keep its façade and incorporate it into the new station, subject to engineering and financial feasibility. NICTD agrees to commit funding, up to \$1.5 million, to preserve the façade and incorporate it into the new station design. In the event the cost to preserve the structure exceeds \$1.5 million, Michigan City, at its option, agrees to fund the excess amount which shall not be a project cost, or work with NICTD on an alternative station façade design. NICTD and Michigan City shall jointly design the new station and parking structure and their integration into adjacent transit oriented development.
- B. NICTD shall construct a multi-level parking structure with up to 500 spaces and parking lots subject to the approved number of spaces by the FTA. NICTD agrees to design and construct the parking structure to accommodate retail uses on the first floor.
- C. Shall construct up to 2, 8-car long, high level boarding platforms to NICTD's standards plus ADA ramps in the immediate vicinity providing access to the train station and boarding platforms. NICTD and Michigan City agree to develop a joint landscaping work plan in and around the station and the platforms.
- D. Shall construct the double-track and install grade crossing warning devices pursuant to final engineering plans. In addition, NICTD shall be responsible for construction of the re-designed one-way road along 11th street, including associated curbs, gutters, parkway and sidewalks. Such work shall be consistent with the design contained in Exhibit B to this Agreement. In addition, NICTD agrees to work cooperatively with Michigan City on the streetscape design along 11th street.
- E. Shall acquire additional real estate necessary for this Project in accordance with federal and state law.
- F. Will operate trains throughout the City of Michigan City consistent with federal regulations and safe train operating standards.
- G. Shall maintain a railroad car maintenance facility in Michigan City for at least 20 years from the date of this Agreement with capacity substantially similar to current capacity or greater, provided that such capacity reflects the demands for passenger rail operations.

- H. Will work with Michigan City in order to make available access to and use of NICTD's fiber communications infrastructure whenever feasible and not in conflict with existing NICTD contracts.
- I. Shall keep its Carroll Avenue passenger station operational for a minimum of 10 years from the effective date of this Agreement.
- J. Will explore express South Bend Airport rail shuttle service to/from the new 11th Street Station.
- K. Consistent with demand for service, operate new limited stop express trains to and from 11th Street station and Millennium Station in Chicago.
- L. Shall provide promotional messaging opportunities on trains and at the 11th Street and Carroll Avenue stations, consistent with its policies and space availability, for the purpose of promoting tourism and the City of Michigan City. Michigan City may install public art such as sculptures and other forms of visual art at the 11th Street and Carroll Avenue stations, subject to NICTD's approval.
- M. To mitigate or compensate for the loss of traffic capacity on 11th Street as a result of the Project, NICTD shall, to the extent allowed by federal funding sources, include the construction of a new or improved western access point off of U.S. Highway 12 to be determined by Michigan City following the conclusion of a traffic study.
- N. Will allow for the placement of a bike share or bike rental kiosk at both the 11th Street and Carroll Avenue stations for better multi-modal access to/from the stations.
- O. Will attempt to reduce the frequency, duration and intensity of train whistles, by exploring the use of wayside horns (stationary horn located at a highway rail grade crossing, designed to provide, upon the approach of a locomotive or train, audible warning to oncoming motorists of the approach of a train), to the extent feasible and legally permissible. NICTD will investigate the feasibility of installing Quiet Zone technology and disclose to and discuss with the City the result of the investigation for the purpose of allowing the City to pay for the additional cost of the installation.
- P. As part of the Project, shall install vehicle barrier protection on the roadside of 11th street and decorative fencing on the non-roadside of 11th street. On the street side of the railroad right-of-way adjacent to 10th Street, NICTD shall install landscaping designed to discourage trespassers from venturing onto the tracks. From a point 100 feet west of Carlon Street to the point where NICTD will cross Amtrak, NICTD shall install such landscaping, or in the alternative decorative

fencing on both sides of the right-of way to discourage trespassers from venturing onto NICTD's tracks. NICTD will work cooperatively with Michigan City in the design and selection of the appropriate treatment along the right-of-way and NICTD shall be responsible for continually maintaining the selected treatment upon completion of the installation.

6. Construction of the Project and the parties' obligations contained herein are contingent upon NICTD receiving funding for construction of the Project within 20 years of the date of this Agreement.

[Remainder of page intentionally left blank]

IN WITNESS WHEREOF, the parties indicate their acceptance and have executed this Agreement as of the date and year first written above.

CITY OF MICHIGAN CITY, INDIANA

By:


Ron Meer, Mayor

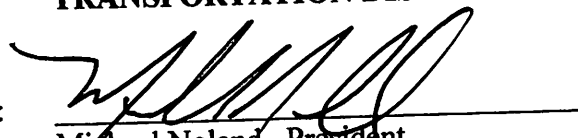
**CITY COUNCIL OF THE CITY OF
MICHIGAN CITY**

By:

Its: President

**NORTHERN INDIANA COMMUTER
TRANSPORTATION DISTRICT**

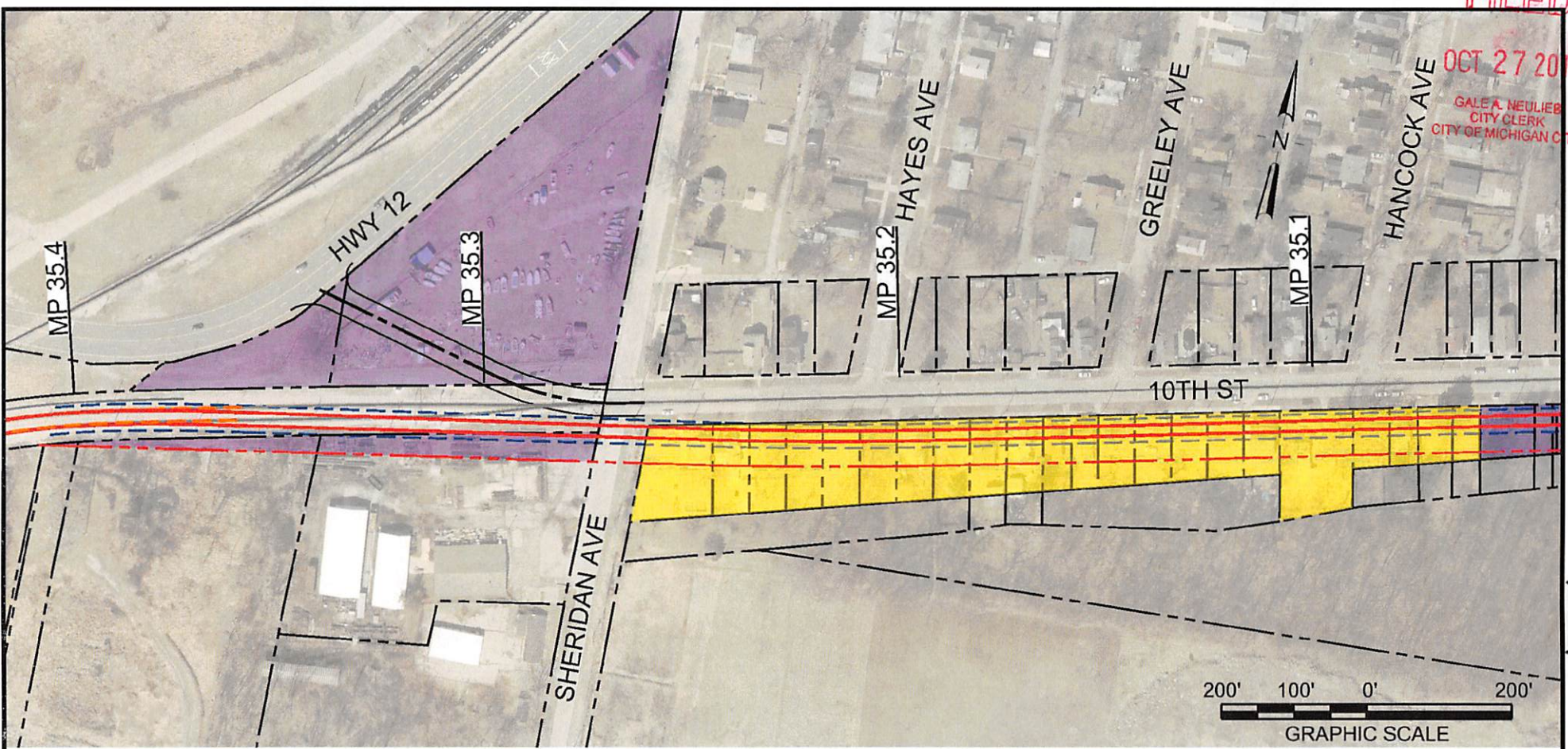
By:


Michael Noland, President

FILED

OCT 27 2016

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CITY OF MICHIGAN CITY

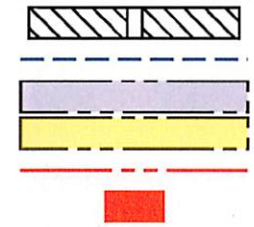


A-1

LEGEND

- EXISTING TRACK
- PROPOSED TRACK
- PROPOSED TURNOUT
- REMOVE TRACK
- FUTURE TRACK
- PROPOSED PLATFORM

- PROPOSED ADA RAMP
- PROPOSED CATENARY
- ANTICIPATED PARCEL IMPACT - COMMERCIAL
- ANTICIPATED PARCEL IMPACT - RESIDENTIAL
- PROPOSED RIGHT-OF-WAY
- NEW CROSSING CLOSURE

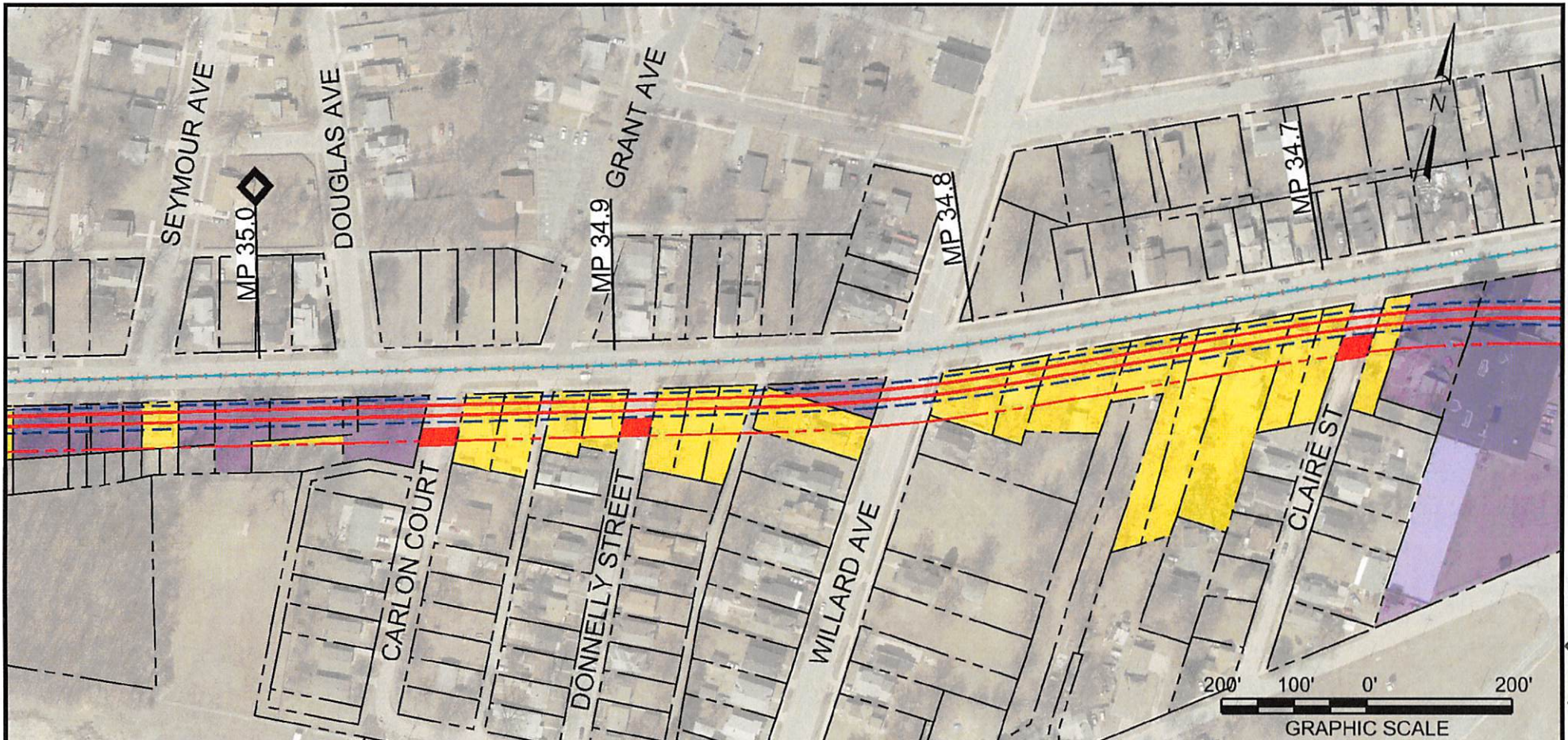


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MICHIGAN CITY
PROPOSED DOUBLE-TRACK
SHERIDAN AVE TO CARROLL AVE



LEGEND

EXISTING TRACK	
PROPOSED TRACK	
PROPOSED TURNOUT	
REMOVE TRACK	
FUTURE TRACK	
PROPOSED PLATFORM	

PROPOSED ADA RAMP	
PROPOSED CATENARY	
ANTICIPATED PARCEL IMPACT - COMMERCIAL	
ANTICIPATED PARCEL IMPACT - RESIDENTIAL	
PROPOSED RIGHT-OF-WAY	
NEW CROSSING CLOSURE	



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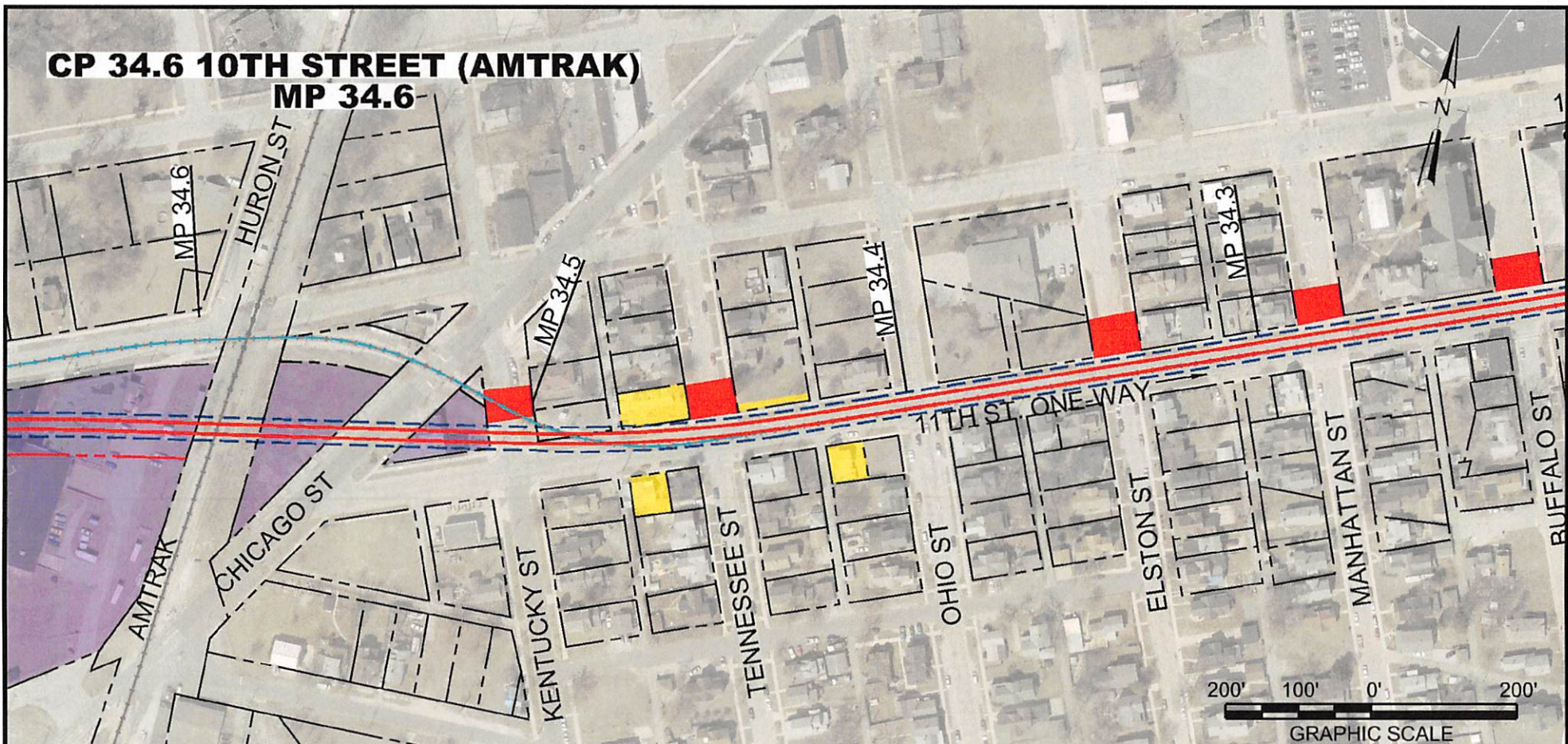


MICHIGAN CITY PROPOSED DOUBLE-TRACK SHERIDAN AVE TO CARROLL AVE

PRELIMINARY | 10/24/2016 | 2 OF 12

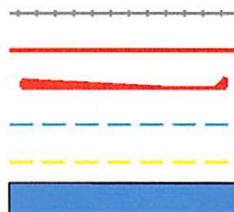
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CP 34.6 10TH STREET (AMTRAK) MP 34.6

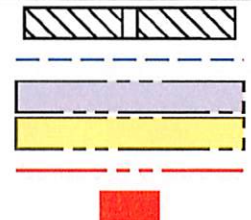


LEGEND

EXISTING TRACK
PROPOSED TRACK
PROPOSED TURNOUT
REMOVE TRACK
FUTURE TRACK
PROPOSED PLATFORM



PROPOSED ADA RAMP
PROPOSED CATENARY
ANTICIPATED PARCEL IMPACT - COMMERCIAL
ANTICIPATED PARCEL IMPACT - RESIDENTIAL
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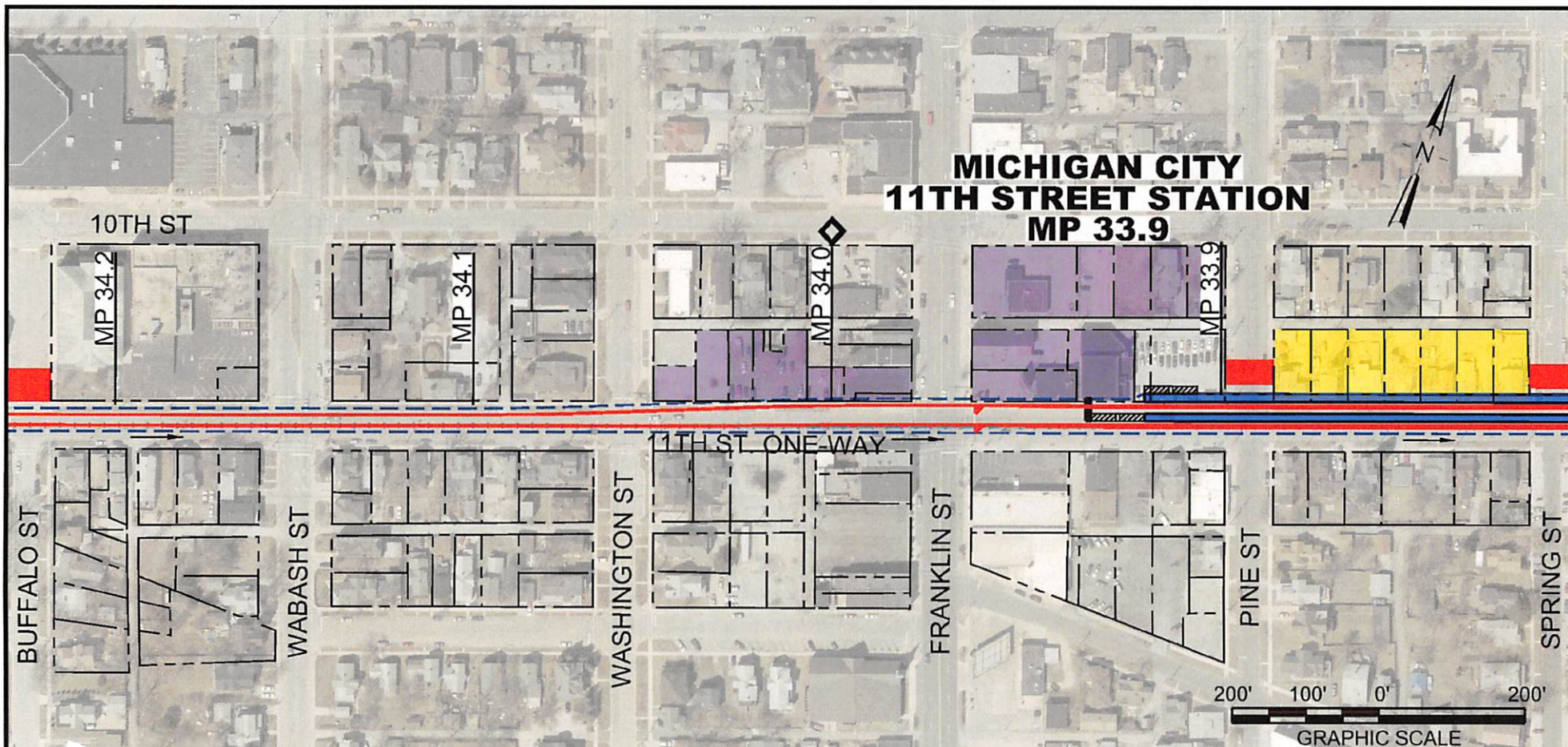
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MICHIGAN CITY
PROPOSED DOUBLE-TRACK
SHERIDAN AVE TO CARROLL AVE

PRELIMINARY 10/24/2016 3 OF 12

A-3



LEGEND

EXISTING TRACK	
PROPOSED TRACK	
PROPOSED TURNOUT	
REMOVE TRACK	
FUTURE TRACK	
PROPOSED PLATFORM	

PROPOSED ADA RAMP	
PROPOSED CATENARY	
ANTICIPATED PARCEL IMPACT - COMMERCIAL	
ANTICIPATED PARCEL IMPACT - RESIDENTIAL	
PROPOSED RIGHT-OF-WAY	
NEW CROSSING CLOSURE	



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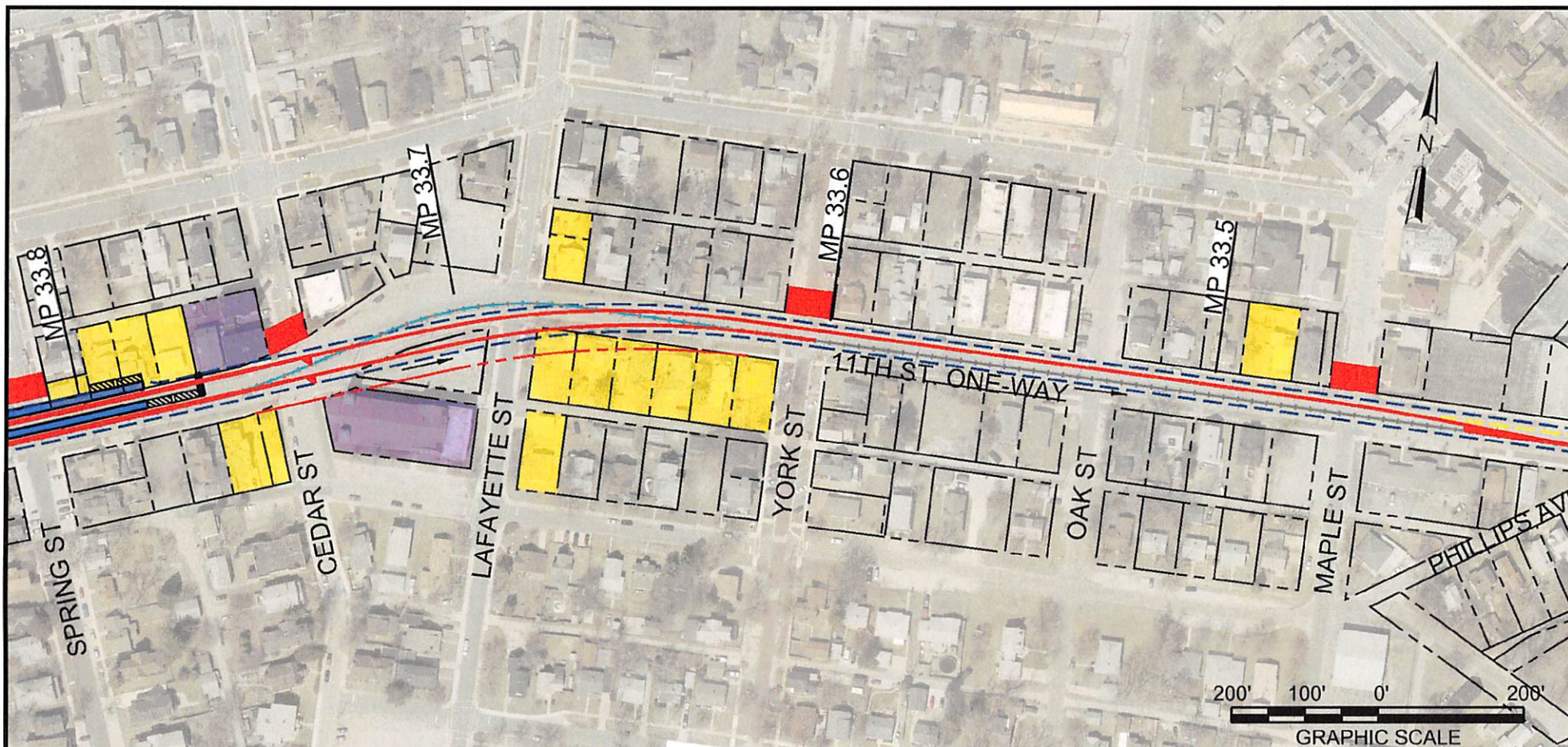
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MICHIGAN CITY
PROPOSED DOUBLE-TRACK
SHERIDAN AVE TO CARROLL AVE

PRELIMINARY | 10/24/2016 | 4 OF 12

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A-5

LEGEND

EXISTING TRACK	
PROPOSED TRACK	
PROPOSED TURNOUT	
REMOVE TRACK	
FUTURE TRACK	
PROPOSED PLATFORM	

PROPOSED ADA RAMP	
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ANTICIPATED PARCEL IMPACT - COMMERCIAL	
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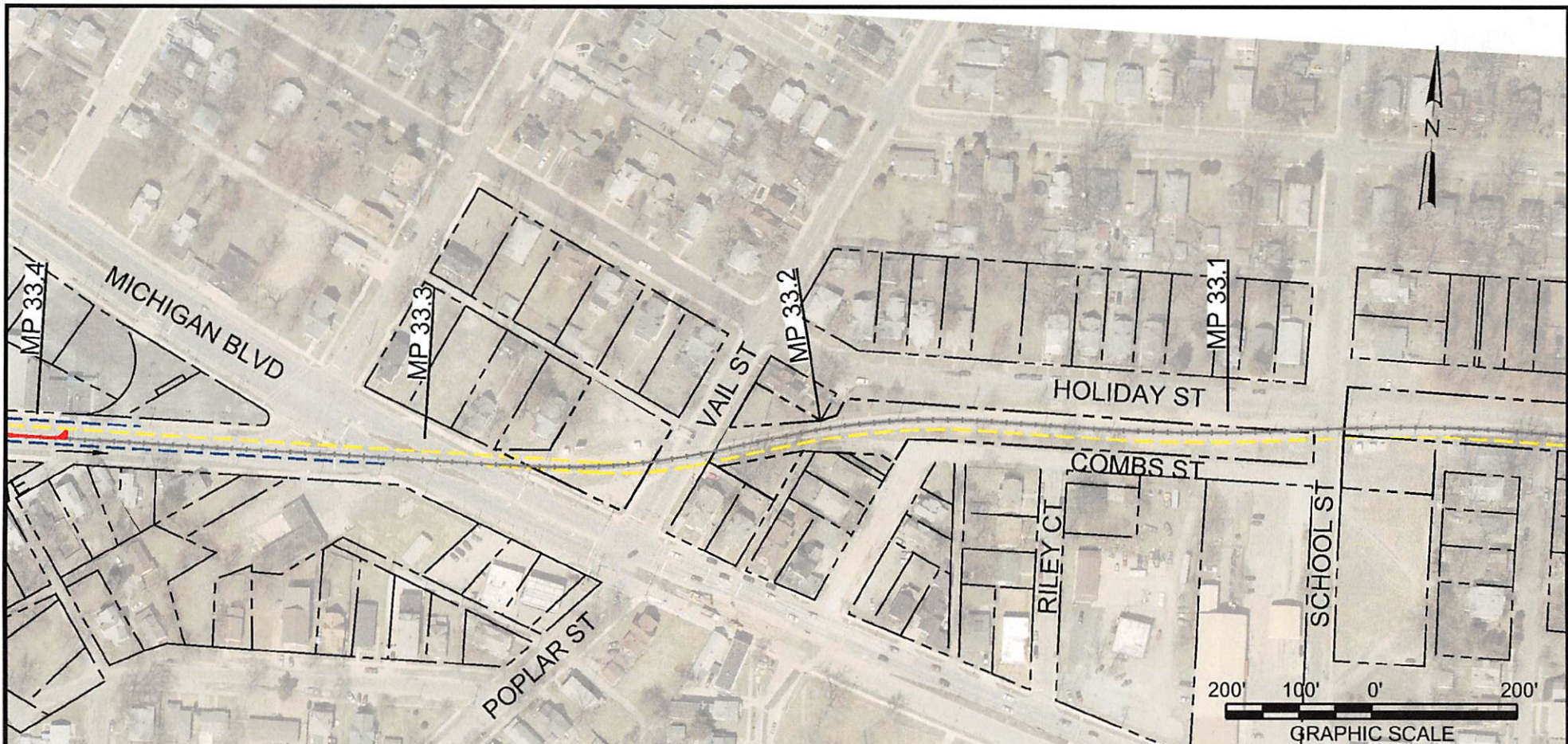


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MICHIGAN CITY PROPOSED DOUBLE-TRACK SHERIDAN AVE TO CARROLL AVE

PRELIMINARY | 10/24/2016 | 5 OF 12



A-6

LEGEND

EXISTING TRACK	
PROPOSED TRACK	
PROPOSED TURNOUT	
REMOVE TRACK	
FUTURE TRACK	
PROPOSED PLATFORM	

PROPOSED ADA RAMP	
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ANTICIPATED PARCEL IMPACT - COMMERCIAL	
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NEW CROSSING CLOSURE	



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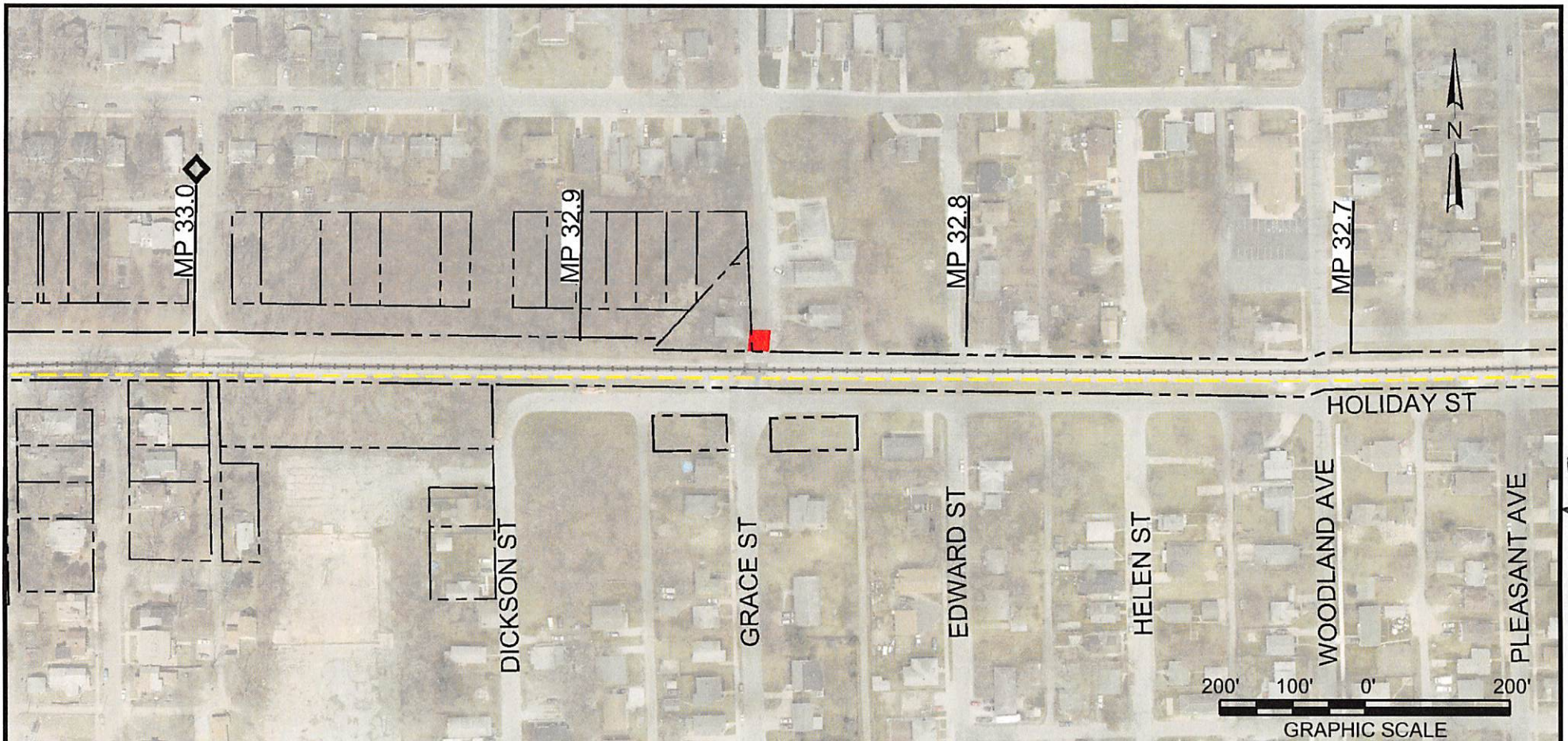


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MICHIGAN CITY PROPOSED DOUBLE-TRACK SHERIDAN AVE TO CARROLL AVE

PRELIMINARY 10/24/2016 6 OF 12



LEGEND

EXISTING TRACK



PROPOSED TRACK



PROPOSED TURNOUT



REMOVE TRACK



FUTURE TRACK



PROPOSED PLATFORM



PROPOSED ADA RAMP



PROPOSED CATENARY



ANTICIPATED PARCEL IMPACT - COMMERCIAL



ANTICIPATED PARCEL IMPACT - RESIDENTIAL



PROPOSED RIGHT-OF-WAY



NEW CROSSING CLOSURE



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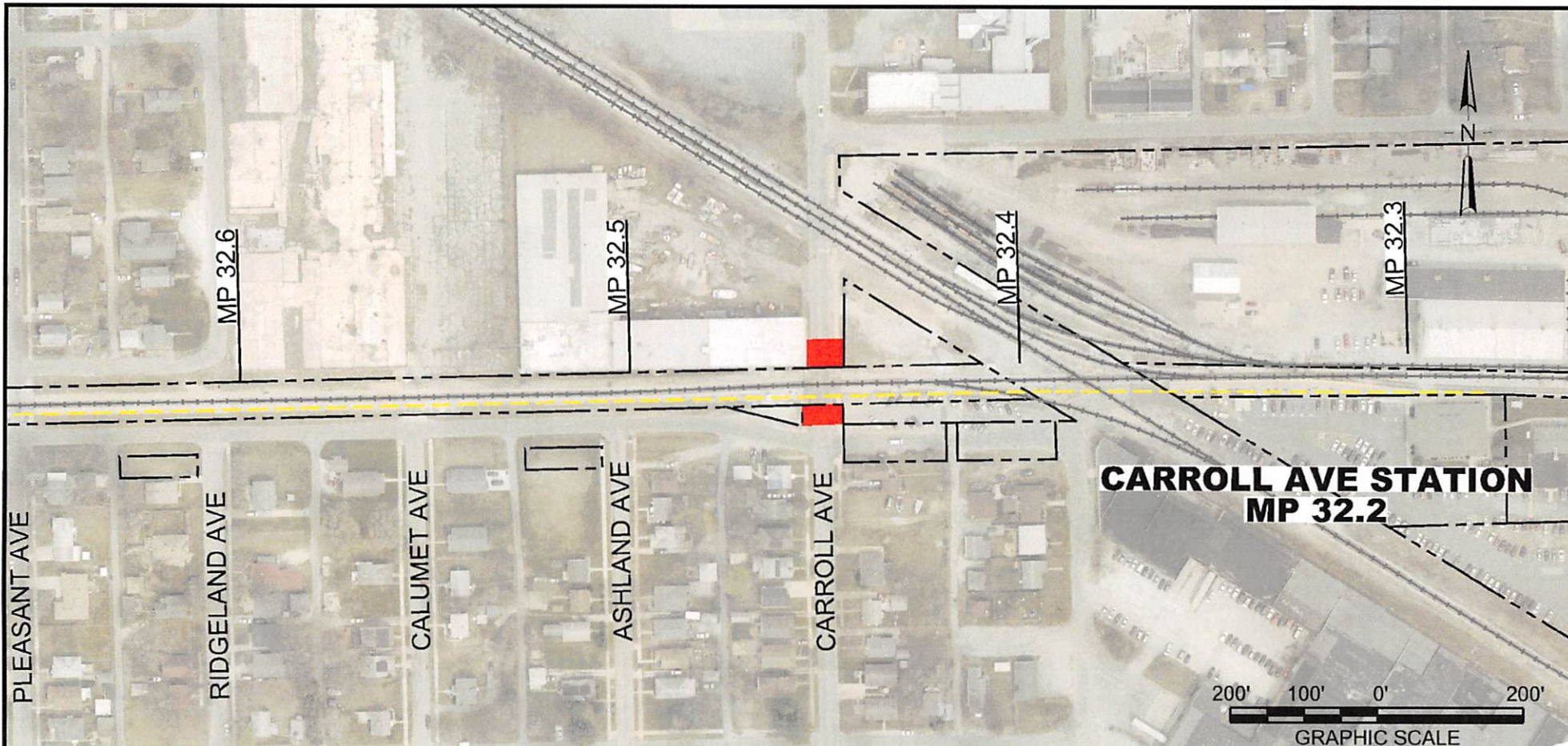
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Connectivity for Accelerated Growth

MICHIGAN CITY
PROPOSED DOUBLE-TRACK
SHERIDAN AVE TO CARROLL AVE

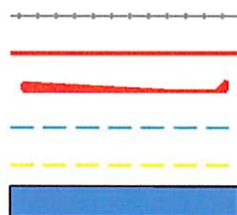
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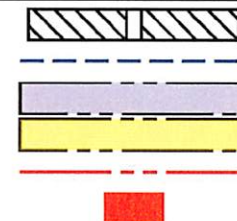
A-10

LEGEND

EXISTING TRACK
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 PROPOSED TURNOUT
 REMOVE TRACK
 FUTURE TRACK
 PROPOSED PLATFORM



PROPOSED ADA RAMP
 PROPOSED CATENARY
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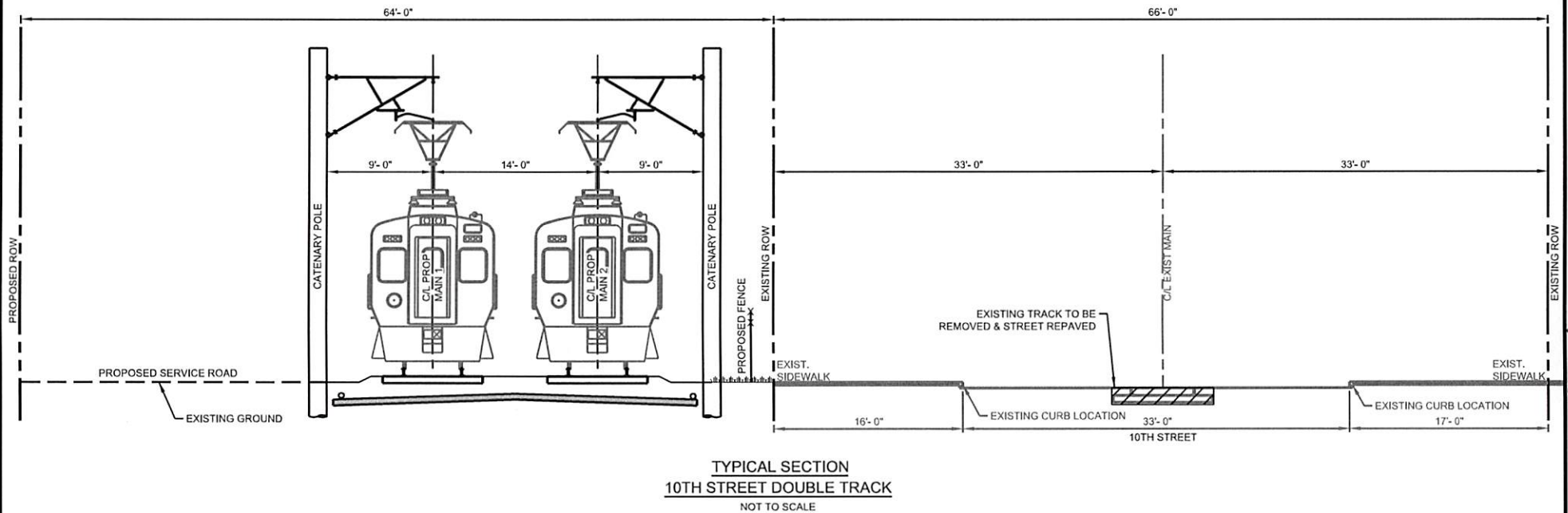


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MICHIGAN CITY
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PRELIMINARY | 10/24/2016 | 8 OF 12



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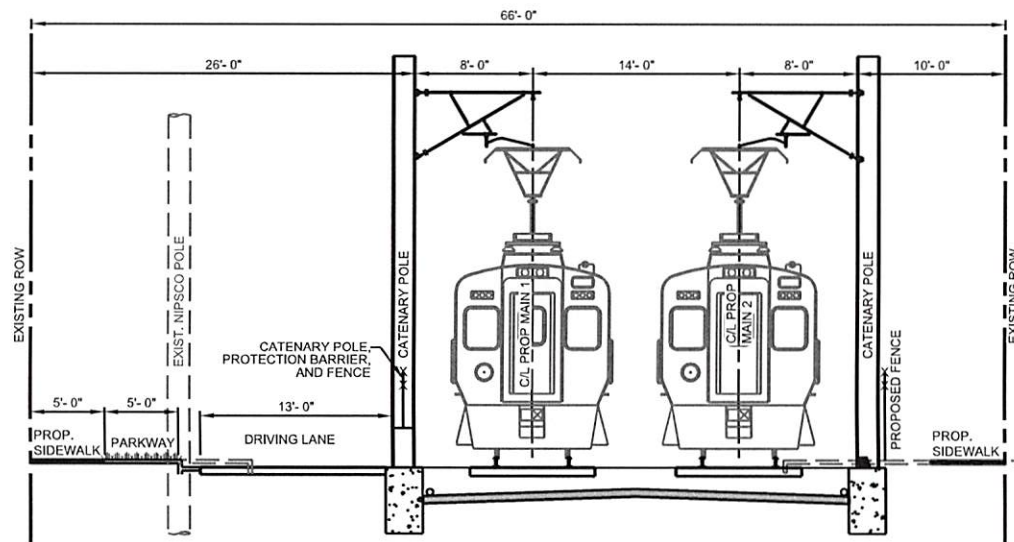
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MICHIGAN CITY
PROPOSED DOUBLE-TRACK
SHERIDAN AVE TO CARROLL AVE

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B-1



TYPICAL SECTION
11TH STREET DOUBLE TRACK
NOT TO SCALE

B-9



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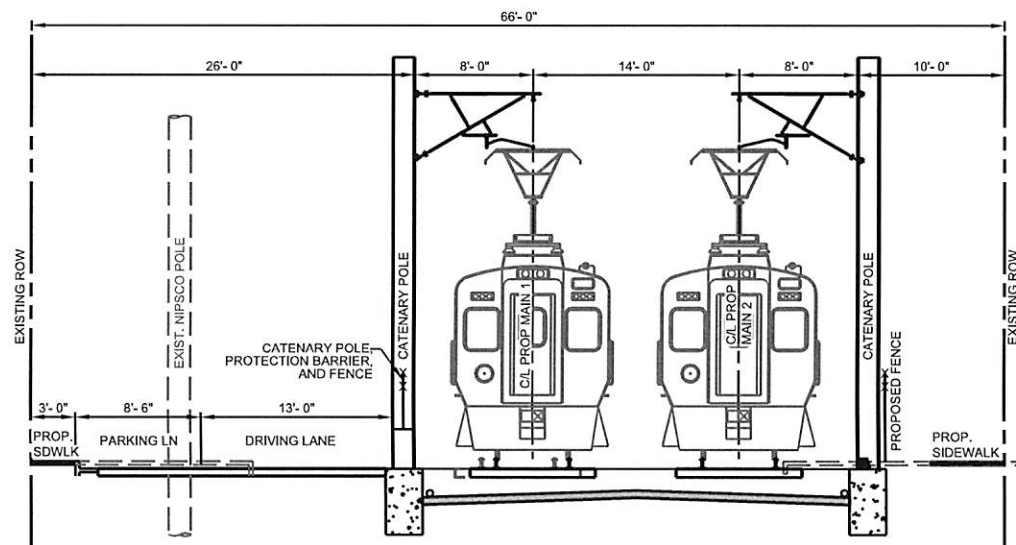


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MICHIGAN CITY
PROPOSED DOUBLE-TRACK
SHERIDAN AVE TO CARROLL AVE

PRELIMINARY | 10/24/2016 | 10 OF 12



TYPICAL SECTION
11TH STREET - WITH PARKING
NOT TO SCALE



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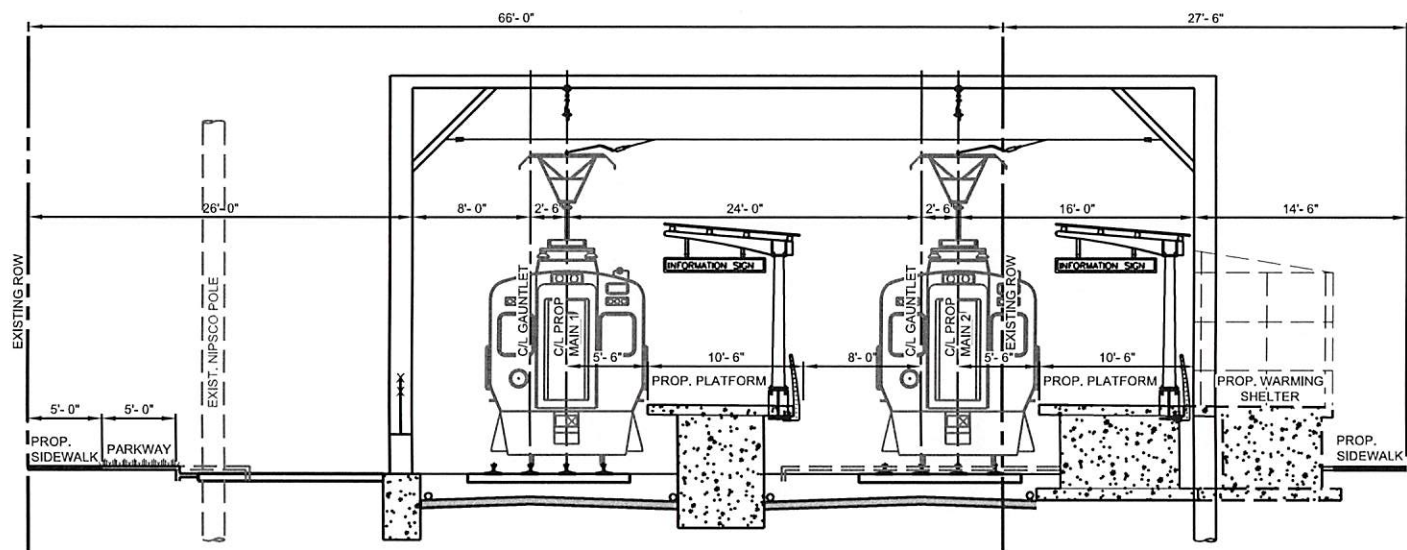
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MICHIGAN CITY
PROPOSED DOUBLE-TRACK
SHERIDAN AVE TO CARROLL AVE

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B-3



TYPICAL SECTION
11TH STREET STATION WITH TWO PLATFORMS
NOT TO SCALE

B-4



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Connectivity for Accelerated Growth

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PROPOSED DOUBLE-TRACK
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