GENERAL MEETING OF THE BOARD OF DIRECTORS OF THE CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY

RESOLUTION NO. 17-004

APPROVAL OF SUPPLEMENT NO. 1 TO WORK AUTHORIZATION NO. 2 FOR GENERAL ENGINEERING CONSULTANT SERVICES RELATED TO THE 183 NORTH PROJECT

WHEREAS, by Resolution 16-034 dated June 15, 2016, the Board of Directors authorized the Executive Director to negotiate and execute on behalf of the Mobility Authority an agreement with Parsons Brinckerhoff, Inc. for general engineering consultant services; and

WHEREAS, on July 1, 2016 the Mobility Authority entered into an agreement with Parsons Brinckerhoff, Inc. for general consulting civil engineering services; and

WHEREAS, by Resolution 16-063 dated September 7, 2016, the Board of Directors approved Work Authorization No. 2 for services related to the 183 North Project; and

WHEREAS, the Executive Director and Parsons Brinckerhoff, Inc. have agreed to proposed Supplement No. 1 to Work Authorization No. 2 for general engineering consultant services for the 183 North Project; and

WHEREAS, the Executive Director estimates the reasonable fees associated with the services to be provided under Supplement No. 1 to Work Authorization No. 2 to be in an amount not to exceed \$4,317,054.95, including contingency; and

WHEREAS, the services to be provided under Supplement No. 1 to Work Authorization No. 2 shall be substantially completed by December 31, 2018. However, Supplement No. 1 to Work Authorization No. 2 will not expire until all tasks associated with the Scope of Services are complete; and

WHEREAS, the Executive Director recommends that the Board approve the proposed Supplement No. 1 to Work Authorization No. 2, a copy of which is attached to this resolution as <u>Exhibit A</u>.

NOW THEREFORE, BE IT RESOLVED, that the Board approves an amount not to exceed \$4,317,054.95 for the services described in Supplement No. 1 to Work Authorization No. 2; and

BE IT FURTHER RESOLVED, that the Board authorizes the Executive Director to finalize and execute the proposed Supplement No. 1 to Work Authorization No. 2 with Parsons Brinckerhoff, Inc., in the form or substantially the same form as <u>Exhibit A</u>.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 22nd day of February 2017.

Subplitted and reviewed by:

Geoffrey Petrov, General Counsel

Approved:

lui

Ray A Willerson Chairman, Board of Directors

Exhibit A

APPENDIX D

WORK AUTHORIZATION SUPPLEMENT

WORK AUTHORIZATION NO. 02 SUPPLEMENT NO. 1

This Supplement No. 1 to Work Authorization No. 2 dated September 26, 2016, is made on this <u>day of</u>, <u>2017</u>, under the terms and conditions established in the AGREEMENT FOR GENERAL CONSULTING ENGINEERING SERVICES, dated as of July 1, 2016 (the "Agreement"), between the Central Texas Regional Mobility Authority ("Authority") and **Parsons Brinckerhoff, Inc.** ("GEC"). This Work Authorization is made for the following purpose, consistent with the services defined in the Agreement:

183 North Project Development and Procurement

Section A. - Scope of Services

A.1. GEC shall perform the following Services:

Please reference Attachment A – Scope of Work

A.2. The following Services are not included in this Work Authorization, but shall be provided as Additional Services if authorized or confirmed in writing by the Authority.

N/A

A.3. In conjunction with the performance of the foregoing Services, GEC shall provide the following submittals/deliverables (Documents) to the Authority:

Please reference Attachment A – Scope of Work

Section B. - Schedule

GEC shall perform the Services and deliver the related Documents (if any) according to the following schedule:

Services defined herein shall expire on December 31st, 2018 or when all tasks associated with the Scope of Services are complete as defined by the Authority.

Section C. - Compensation

C.1. In return for the performance of the foregoing obligations, the Authority shall pay to the GEC the amount not to exceed 3,597,545.79 based on a Cost Plus fee listed in Attachment B – Fee Estimate. Compensation shall be in accordance with the Agreement.

The Authority and the GEC agree that the budget amounts contained in Attachment B-Fee Estimate for the GEC are estimates and that these individual figures may be redistributed and/or adjusted as necessary over the duration of this Work Authorization. The GEC may alter the compensation distribution between tasks or work assignments to be consistent with

the Services actually rendered within the total Work Authorization amount. The GEC shall not exceed the maximum amount payable without prior written permission by the Authority.

C.2. Compensation for Additional Services (if any) shall be paid by the Authority to the GEC according to the terms of a future Work Authorization.

Section D. - Authority's Responsibilities

The Authority shall perform and/or provide the following in a timely manner so as not to delay the Services of the GEC. Unless otherwise provided in this Work Authorization, the Authority shall bear all costs incident to compliance with the following:

N/A

Section E. - Other Provisions

The parties agree to the following provisions with respect to this specific Work Authorization:

N/A

Except to the extent expressly modified herein, all terms and conditions of the Agreement shall continue in full force and effect.

Authority:

CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY

By: _____

Name: <u>Mike Heiligenstein</u>

Title: Executive Director

Date:

GEC:

Parsons Brinckerhoff, Inc.

By:	
Name:	Mario Medina, P.E.
Title:	Vice President
Date:	

CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY

SUPPLEMENTAL WORK AUTHORIZATION NO. 1 TO WORK AUTHORIZATION NO. 2 PARSONS BRINKERHOFF, INC.

ATTACHMENT A SERVICES TO BE PROVIDED BY GEC

183 NORTH MOBILITY PROJECT

1.0 Environmental Study / Document Services [Code 13210]

- 1.1 US 183 Re-evaluation
 - 1.1.1 Agency Coordination
 - 1.1.1.1 Perform coordination activities with TxDOT Austin District, Consultants, Resource Agencies, and Texas Department of Transportation (TxDOT)'s Environmental Affairs Division, and the Federal Highway Administration (FHWA), as required; including meeting preparation, public outreach support and attendance at public meetings, hearings, and associated workshops or preparation meetings.
 - 1.1.1.2 Prepare re-evaluation schedule and provide updates to the Authority on a monthly basis.
 - 1.1.1.3 Prepare for and attend technical working group meetings and TxDOT meetings.
 - 1.1.2 Document Preparation
 - 1.1.2.1 Prepare environmental re-evaluation documents associated with additional right of way required for water quality ponds.
- 1.2 Vissim Modeling
 - 1.2.1 The ENGINEER shall perform work for the Central Texas Regional Mobility Authority (Authority) to model up to 3 scenarios using the year 2035 future conditions AM and PM Vissim models developed in 2015 by CDM Smith. The 2015 model for US 183 N will be combined with the MoPac South model to provide continuous model of express lanes. This task will generally include updating the models and compiling and comparing the results. The ENGINEER shall complete the following tasks:
 - 1.2.1.1 Develop up to 3 scenarios using the Vissim models developed in 2015.
 - 1.2.1.2 Compile and compare results and prepare a technical memorandum.
 - 1.2.2 Model Update
 - 1.2.2.1 The ENGINEER will update the AM and PM 2035 Vissim models developed in 2015 by CDM Smith to match the latest North MoPac 2016 schematic.
 - 1.2.2.2 All calibration criteria will remain unchanged.
 - 1.2.2.3 This task will not include any volume updates.
 - 1.2.2.4 Deliverables

- Updated AM and PM Vissim model files.
- 1.2.3 Model Scenarios

a.

- 1.2.3.1 The ENGINEER will utilize the 2035 Vissim AM and PM models developed in 2015 by CDM Smith for up to 3 scenarios as directed by the Authority.
- 1.2.3.2 The fee estimate shows the fee for up to three scenarios for AM and PM conditions.
- 1.2.3.3 All calibration criteria will remain unchanged. Only minor modifications will be made, as needed, to driver behavior at express lane ingress/egress locations.
- 1.2.3.4 This task will not include any volume forecasting or any updates to the origin-destination (OD) volumes.
- 1.2.3.5 This model will not include frontage roads or cross streets.
- 1.2.3.6 Deliverables
 - a. AM and PM Vissim model files for the scenario.
- 1.2.4 Compile And Compare Results
 - 1.2.4.1 The ENGINEER will compile and compare the results for the scenarios analyzed.
 - 1.2.4.2 The fee estimate shows the fee for up to three scenarios for AM and PM conditions.
 - 1.2.4.3 Deliverables
 - a. Tables/figures summarizing the scenario.

1.2.5 Documentation

- 1.2.5.1 The ENGINEER will summarize the results in a technical memorandum.
- 1.2.5.2 Deliverables
 - a. Technical memorandum summarizing the assumptions and results for each scenario.

2.0 Preliminary Engineering [Code 13110]

- 2.1 Schematic Revisions
 - 2.1.1 TxDOT Support: Provide engineering support as directed by the CTRMA for the review and updates to the schematic.
 - 2.1.2 Design Modifications: Revise the schematic to eliminate the RM 620 Direct Connector and associated wishbone ramps at the north end of the project.

3.0 Project Oversight – Pre Construction [Code 13710]

3.1 Project Management

- 3.1.1 Project Management
 - a. Provide staff to manage the daily activities of the program.
 - b. Serve as the primary contact between the Authority, TxDOT, design consultants, third party consultants, utility companies, public agencies, and the general public in coordination with the Authority Communication Team..
- 3.1.2 FHWA Project Management Plan (PMP)
 - a. Update the corridor specific PMP's in accordance with FHWA published Guidance Documents.
- 1.1.2 FHWA Initial Financial Plan (IFP)
 - a. Develop IFP in accordance with FHWA published Guidance Documents.
- 1.1.3 FHWA Cost Estimate Review (CER) Update
 - a. Update the Project CER based on project funding and phasing configuration.
- 3.1.3 Document Controls
 - a. Implement the document control process and procedures established by the Authority
 - b. Maintain project files for the length of the project
 - c. Transfer project files to the Authority upon completion of the work or as directed by the Authority
- 3.1.4 Sub-Consultant Coordination, Work Authorization Management and Invoicing.

3.2 Project Reporting

- 3.2.1 Provide updates to the Authority on key tasks accomplished during the preceding month, meetings and key activities for the upcoming month, and identify outstanding issues requiring resolution.
- 3.2.2 Provide Project Administrative support staff to track, monitor, and report on contracts and budgets.
- 3.2.3 Provide Project Administrative support staff to track, monitor, and prepare reports on DBE/HUB utilization by Prime and Subconsultants, and DBE/HUB programs.
- 3.2.4 Prepare a Quarterly Report with an Executive Summary that provides a comprehensive summary of the monthly reports and the overall program progress.

3.3 Project Scheduling

- 3.3.1 Maintain a Master Project Schedule (Primavera format) that will show critical milestones for the performance and coordination of services.
- 3.3.2 Provide updates of schedules at the appropriate stages of the project and shall provide an assessment of schedules provided by applicable third parties for integration into the Master Project Schedule.

3.4 Project Development Support

- 3.4.1 Loan and/or Grant Applications: Assist the Authority in the development of land and/or grant applications.
- 3.4.2 Engineering and Technical Support: Provide various engineering and technical tasks as requested by the Authority including but not limited to engineering assistance, general technology assistance, general environmental coordination reports, research, monthly and quarterly project reports, and presentations.
- 3.4.3 TxDOT Coordination: Provide the appropriate staff as part of the coordination efforts between the Authority and TxDOT, as directed by the Authority.
- 3.4.4 Agency Coordination: Provide the appropriate staff as part of the coordination efforts between the Authority and Agencies, as directed by the Authority.
- 3.4.5 Market Valuation: Assist in the development of the market valuation by providing industry knowledge and research for market valuation options.
- 3.4.6 Project Development Agreement (PDA): Assist in the development of the PDA, generation of PDA exhibits, review of PDA drafts, and TxDOT coordination support, as directed by the Authority.
- 3.4.7 Stakeholder and Public Outreach support as requested by the Authority. Facilitate and prepare documents for public and stakeholder outreach including but not limited to meeting notes, sign-in sheets, and plan view exhibits (Scroll type). Provide staff to support as needed for each meeting.
- 3.4.8 Interlocal Agreements: Assist in the development of interlocal agreements (ILA) with the City of Austin, generation of ILA exhibits, review of ILA drafts, and City of Austin coordination support, as directed by the Authority.

3.5 Financial Planning Support

- 3.5.1 Operation, Maintenance, and Renewal& Replacement Estimates
 - a. Develop and/or update GEC's opinion of probable operations cost estimates using either a Sketch Level approach (assumed per transaction costs based on average operations cost of similar toll systems) or a Level 1 approach (estimate actual quantities for various elements of toll operations, enforcement and incident management and applying anticipated unit prices to opening year with an escalation over an established periods of time)
 - b. Develop and/or update GEC's opinion of probable annual/routine maintenance cost estimates using either a Level 1 approach (estimated quantities for the various elements of the maintenance efforts and applying anticipated unit prices to opening year cost with escalation over an established period of time). A performance based maintenance approach will be assumed in all estimates.
 - c. Develop and/or update GEC's opinion of probable renewal & replacement budget cost estimates (non-routine estimates) using either a Level 1 approach (identification of long-term, periodic maintenance replacement schedule, estimation of quantities, and apply escalation to the appropriate replacement years.)

- 3.5.2 Project Cost Estimates: Prepare an estimate of probable construction costs which will include quantity/cost for all major components of work. Prepare estimate for total project cost which will include: program management, preliminary engineering, final engineering, right-of-way, environmental compliance/mitigation, construction, toll collection systems, utility relocation, and CE&I, and financing.
- 3.5.3 Financial Advisor Support / Financial Plan Development: Provide financial advisor support necessary for the Authority to conduct financial programming. Including but not limited to cost estimating, financing techniques, shortfall mitigation techniques, and funding contingency plan.

3.6 Conceptual Operations Plan

3.6.1 Prepare a preliminary draft Conceptual Operations Plan which will establish the basic framework for operations of the facility including a basic definition of systems architecture for ITS and toll collection, incident management, safety and enforcement, maintenance. The plan will include role and responsibilities of various agencies.

4.0 Pre-Investment Grade Traffic & Revenue Analysis Coordination [Code 13120]

- 4.1 Support the Authority during their coordination efforts with the Traffic & Revenue consultant, as directed by the Authority.
- 4.2 Provide detailed project configuration and scope information to the Traffic & Revenue consultant. Review Draft Traffic & Revenue Analyses to ensure consistency with project information.

5.0 Investment Grade Traffic & Revenue Analysis Coordination [Code 13330]

- 5.1 Support the Authority during their coordination efforts with the Traffic & Revenue consultant, as directed by the Authority.
- 5.2 Provide detailed project configuration and scope information to the Traffic & Revenue consultant. Review Draft Traffic & Revenue Analyses to ensure consistency with project information.

6.0 Project Delivery Support [Code 13730]

6.1 Request for Qualifications (RFQ) Process

- 6.1.1 Conduct a series of Preliminary Risk Allocation Workshops with the Authority staff, GEC staff, legal counsel, financial advisors, and others to develop a policy and methodology to divide and assign the risks associated with the design, construction, operation, maintenance and financing elements of the project. A Preliminary Risk Allocation matrix will be developed which will divide and assign all potential risks associated with the development and implementation of the project.
- 6.1.2 Develop a RFQ for the project, post the RFQ as required by the Authority rules, and provide responses to questions/modifications as may be required during the process. RFQ provisions shall include at a minimum:
 - a. General Understanding of the Project
 - b. Scope of Services to be requested
 - c. Developer team and personnel requirements

- d. Financial statements and requirements
- e. Bonding and insurance requirements
- f. General Disclosures
- g. Qualifications Submittal Requirements
- h. Evaluation Criteria
- 6.1.3 Evaluate responses to the RFQ for the project based on the qualifying/measurable components posed in the RFQ and the associated evaluation criteria/procedures established by the Authority. Provide summaries of strengths and weaknesses of all proposers for each component.
- 6.1.4 Plan, organize, and administer a series of oral presentations / briefings / discussions (the "orals") by and with the proposers if requested by the the Authority. Prepare questions to be asked by the Authority at the orals. Assist and advise the Authority in planning and managing the orals. Assist the Authority in answering questions at the orals. Prepare written answers to respondent questions posed at the orals for consideration by the Authority.
- 6.1.5 Participate with the Authority in discussions and reviews of the proposers' comments and answers to the Authority questions post orals. Prepare final written synopses of those responses in a style and format suitable for review and evaluation by the Selection Committee. Document for the record the review and shortlist selection procedure followed.
- 6.1.6 Assist in preparing for and presenting the recommendations of the Selection Committee to the Authority Board of Directors. Prepare and organize all documents, exhibits, and visual aids helpful to the comprehension and supporting of the presentation to the Board.
- 6.1.7 Prepare correspondence for consideration of execution by the Authority.
- 6.1.8 Assist in preparing for and facilitating one Pre-Submittal Conference and DBE networking session prior to issuance of RFQ.

6.2 Draft Request for Detailed Proposals (RFDP)

- 6.2.1 Develop a management plan for the procurement of a developer for the project. This will entail working closely with the Authority in the preparation of a procurement process / protocol and reasonable time schedule to define progress achievement milestones between the issuance of the RFDP and the issuance of Notice(s) to Proceed to the selected Proposer. This schedule will allow sufficient time for all elements of the procurement process, including: development of the RFDP by the Authority and GEC; preparation of Detailed Proposals by the shortlisted Proposers; assessment of the Detailed Proposals by the Authority and GEC; selection of the "Best Value" proposal; and negotiation of the terms and execution of CDA.
- 6.2.2 Develop the main sections of the Preliminary Draft RFDP. These main sections will include:
 - a. Draft Instructions to Proposers This document will contain relevant information to the shortlisted Proposers regarding the project and their associated submittals, including: an introduction and summary of the project; a procurement schedule defining the major milestone dates to

be adhered to during the CDA procurement process; detailed description of the procurement process which the Authority will utilize during the review and evaluation of the responses to the RFDP; detailed information pertaining to the Proposal delivery, content and format; Proposal evaluation criteria and weighting; alternative technical concept (ATC) evaluation criteria and weighting; CDA award and approval process; and stipend information and amounts (if applicable).

- b. Draft CDA This document will contain the actual CDA to be executed between the Authority and successful Proposer. This section of the RFDP will be prepared by the Authority legal counsel and the GEC will serve in a coordination / review role in the development of same. The GEC will be responsible for coordinating with the Authority legal counsel on this element of the Draft RFDP deliverable.
- c. Draft Scope of Work This document will contain detailed information, specifications, and associated guidance intended to apply specifically to the development and implementation of the project.
- d. Draft Technical Provisions This document will contain detailed information, specifications, and associated guidance intended to apply to the development and implementation of all toll facility projects procured by the Authority.
- 6.2.3 Conduct a series of Risk Allocation Workshops with the Authority staff, GEC staff, legal counsel, financial advisors, and others to develop a policy and methodology to further divide and assign the risks identified during the Preliminary Risk Workshop. A Revised Risk Allocation matrix will be developed which will divide and assign all potential risks associated with the development and implementation of the project, including:
 - a. Design Process: design defect (damages, third party injury); design defect (Nonconforming Work); system integrator (SI) delays; other cost increases and delays; accuracy of schematics and reference documents; alignment change creating need for additional right-of-way; change in standards, latent defects; and coordination with adjacent projects.
 - b. Right of Way: right-of-way acquisition costs; right-of-way acquisition delays.
 - c. Utility Relocation: delay due to Utility Adjustments, including unidentified utilities; cost of unidentified utilities; failure of Utility Owners to comply with Adjustment Agreements.
 - d. Governmental Approvals: City of Austin approvals, governmental approvals; new environmental approvals and changes to the Authority-Provided Approvals due to changes in Final Design; governmental approvals required due to Force Majeure or the Authority-Directed Change After NTP
 - e. Force Majeure Events: actions of the elements; acts of war; strikes and labor disputes; archaeological, paleontological or cultural resource; threatened or endangered species; changes in law; injunctions against the Project; temporary no-work restrictions resulting from the discovery

within the Site of any karst features; hazardous materials (third party spills after proposal date); hazardous materials (existing).

- f. Construction, Supply and Installation: cost increase due to the Authority-Directed Change or the Authority-Caused Delay; differing site conditions; delay in completion (other than Authority-Caused Delay, Force Majeure and certain uncooperative utility delays); delay in completion due to Authority-Caused Delay, Force Majeure and certain uncooperative utility delays; construction defect (damages, third party injury); construction defect (Nonconforming Work); delays in opening Project for revenue service due to System Integrator work, material and labor shortages.
- g. Operations and Maintenance: evaluation of allowable system designs and controls, defects, warranties, contracting terms and hand-back requirements.
- h. Financing: evaluations of allowable contracting terms and options, alternative financial concepts, and payment structures.
- 6.2.4 Prepare a Draft RFDP which incorporates the Risk Allocation assignments, agreed to by the Authority into the Preliminary Draft RFDP. An extensive internal review of this Draft RFDP will be completed by senior level GEC staff having experience in CDA processes to ensure completeness. Comments developed / identified during this internal review process will be discussed with the Authority staff, legal counsel, and financial advisers to obtain their approval prior to modifying the Preliminary Draft RFDP / preparing the Draft RFDP.
- 6.2.5 Organize Reference Documents that will be provided along with the Draft RFDP for reference information only. Status assessments will be prepared for inclusion in the RFDP for those documents which have not been fully completed at the time of Draft RFDP issuance to the shortlisted Proposers.

6.3 Final RFDP

- 6.3.1 Facilitate the industry review of the Draft RFDP. Prepare correspondence for the Authority formally issuing the Draft RFDP to the shortlisted Proposers for their review and comment. Written comments will be requested from each shortlisted Proposer. An Industry Review workshop will be held with all shortlisted Proposers to discuss the general elements of the Draft RFDP. Individual one-on-one meetings will also be held with each of the shortlisted Proposers, as required by the Authority, to discuss specific comments.
- 6.3.2 Working jointly and cooperatively with the Authority, compile industry review comments and meeting documentation. Based on discussions with Authority staff, legal counsel, and financial advisers, a Final RFDP will be prepared by incorporating applicable industry review comments into the Draft RFDP.
- 6.3.3 Coordinate with the TxDOT and FHWA. The GEC will attend meetings with the Authority to present the Final RFDP to TxDOT and FHWA; written comments will be formally requested from both agencies. Comments received from TxDOT and FHWA will be discussed with the Authority staff, legal counsel, and financial advisers to obtain their approval prior to modifying the Final RFDP.

6.3.4 Prepare correspondence for execution by the Authority for distributing the Final RFDP to shortlisted Proposers upon FHWA's approval of the Final RFDP (if applicable).

6.4 Proposal Coordination Support

- 6.4.1 Plan, organize, and administer workshops to be attended by the Authority staff, legal counsel, financial advisers, GEC staff, and shortlisted Proposers. These workshops will allow the Authority to brief the shortlisted Proposers on the background and status of the various project elements such as design/geometrics, maintenance of traffic, landscape/aesthetics, environmental, right-of-way, utility coordination/relocations, and tolling.
- 6.4.2 Plan, organize, and administer one round of one-on-one meetings to allow shortlisted Proposers the opportunity to ask specific questions/request clarifications on the Final RFDP; it will also provide the shortlisted Proposers the opportunity to solicit preliminary feedback regarding potential Alternative Technical Concepts and Value-Added Concepts they intend to include in their Technical Proposals. The GEC will solicit information from the shortlisted Proposers such that agendas and related documents / exhibits can be prepared and distributed prior to these one-on-one meetings; minutes of all one-on-one meetings will also be prepared by the GEC. The GEC will evaluate questions (oral and written) posed at these meetings (and submitted later in writing) and draft answers for consideration by the Authority. Upon receipt of the Authority approval, the GEC will assemble and distribute the Authority answers to questions.
- 6.4.3 Prepare and issue all addenda to the Final RFDP, if required, suggested by meetings, discussions, workshops, questions posed by potential Proposers, and clarifications suggested and/or approved by the Authority; addenda will also include status updates on Reference Documents originally included in the Final RFDP, if required.
- 6.4.4 Working with the Authority staff and counselors, conduct a detailed and thorough procedure and methodology for evaluating preliminary Proposal elements to be submitted by the shortlisted Proposers, as follows:
 - a. Initial submittal of conceptual information pertaining to ATCs, Alternative Financial Concepts (AFCs) and Draft Value-Added Concepts (VACs) will be evaluated. The evaluation procedure and methodology for these initial submittals will include a preliminary review by a Technical Subcommittee approved by the Authority and will be completed such that the Authority can provide initial feedback regarding their opinion of each ATC, AFC and VAC. One-on-one meetings will be held, as required by the Authority, to discuss the ATCs, AFCs and VACs with each shortlisted Proposer.
 - b. Alternative Technical Concepts (ATCs) formally submitted by the shortlisted Proposers will be evaluated. These ATCs will include proposed changes to the minimum project requirements set forth in the Final RFDP. The GEC will establish an ATC Review Core Team composed of senior level staff to lead the review of these Concepts. Upon completion of the GEC review, recommendations will be made to the Authority regarding which ATCs should be "Approved",

"Conditionally Approved", or "Rejected"; recommendations that "Additional Information is Required" or that an "ATC does not qualify as an ATC but may be included in the Proposal" may also be made. Upon acceptance of the GEC's recommendations by the Authority, the GEC will assist the Authority in obtaining necessary agency approvals, including TxDOT and FHWA, if required. The GEC will attend meetings with the Authority to present and discuss the selected ATCs with TxDOT and FHWA; written comments will be formally requested from both agencies.

- Alternative Financial Concepts (AFCs) formally submitted by the c. shortlisted Proposers will be evaluated. These AFCs will include proposed changes to the minimum project requirements set forth in the Final RFDP. The GEC will support the Authority's Financial Consultants to establish an AFC Review Core Team composed of senior level staff to lead the review of these Concepts. Upon completion of the GEC review, recommendations will be made to the Authority regarding which AFCs should be "Approved", "Conditionally Approved", or "Rejected"; recommendations that "Additional Information is Required" or that an "AFC does not qualify as an AFC but may be included in the Proposal" may also be made. Upon acceptance of the GEC's recommendations by the Authority, the GEC will assist the Authority in obtaining necessary agency approvals, including TxDOT and FHWA, if required. The GEC will attend meetings with the Authority to present and discuss the selected ATCs with TxDOT and FHWA; written comments will be formally requested from both agencies.
- 6.4.5 Prepare correspondence for execution by the Authority transmitting the findings of the Authority's evaluation of the preliminary Proposal elements. This correspondence will be utilized by the shortlisted Proposers during their preparation of their Technical Proposals.
- 6.4.6 Plan, organize, and administer a series of Final one-on-one meetings to allow shortlisted Proposers the opportunity to ask final specific questions/request final clarifications prior to submittal of their Final Technical Proposal and Price Proposals. The GEC will solicit information from the shortlisted Proposers such that agendas and related documents / exhibits can be prepared and distributed prior to these Final one-on-one meetings; minutes of all Final one-on-one meetings will also be prepared by the GEC. The GEC will evaluate questions (oral and written) posed at these meetings (and submitted later in writing) and draft answers for consideration by the Authority. Upon receipt of the Authority approval, the GEC will assemble and distribute the Authority answers to questions.
- 6.4.7 Working with the Authority staff and counselors, develop a detailed and thorough procedure and methodology for evaluating final Proposal elements to be submitted by the shortlisted Proposers, as follows:
 - a. Technical Proposals, which include detailed information pertaining to the development of the Project as defined in the Final RFDP, innovative financing plans, opening schedule, and overall approach to the project will be evaluated. The evaluation procedure and methodology for the Technical Proposals will utilize the "Best Value Concept" process and

will include detailed reviews by a series of specialized Technical Subcommittees approved by the Authority. The findings of each Technical Subcommittees' review will be documented for presentation to the Detailed Proposal Evaluation Committee (appointed by the Authority) such that an objective evaluation process can be completed by each Committee member for each proposal. Upon completion of the individual Committee member evaluation / scoring, an average of all scores will be prepared for each Proposal.

b. Price Proposals, which include detailed cost information for the development of the Project as defined in the shortlisted Proposers' Technical Proposals and as defined in the Final RFDP. The evaluation procedure and methodology will be completely independent from the Technical Proposal evaluation and will include review of the Price Proposals for mathematical accuracy and completeness.

Upon receipt of the Authority approval on the evaluation procedures and methodologies, a workshop will be held to convey this information to the Detailed Proposal Evaluation Committee appointed by the Authority.

6.4.8 Develop a secure system for receiving, handling, distributing, tracking, storing, and dating all documents, correspondence, facsimile transmissions, and other telecommunications after the date of acceptance of the Final RFDP. Search and locate a secure site acceptable to the Authority to store all documents and correspondence received and created on and after the date of receipt of the Final RFDP. With the assistance of the Authority staff, create and maintain a list of parties who have been authorized access to the secured data by the Authority staff. Create a controlled system in which the evaluators must check out, check in, and be recorded as holding the secured data.

6.5 Proposal Review Support

- 6.5.1 Receive and commence detailed reviews of the Technical Proposals submitted by the shortlisted Proposers, which include detailed information pertaining to the development of the Project as defined in the Final RFDP, innovative financing plans, opening schedule, and overall approach to the project; review of the associated price proposals submitted by the shortlisted Proposers defining their maximum price for the aforementioned minimum interim build scenario of the Project will also be reviewed. The GEC will establish a series of specialized Technical Subcommittees approved by the Authority to evaluate the thoroughness and quality of the Technical Proposal responses to each inquiry item contained in the Final RFDP utilizing the evaluation procedures and formulae adopted by the Authority. There may be other unsolicited technical, contractual or financial proposals in addition to the base guidelines provided by the Authority in the Final RFDP; such alternate responses also shall be evaluated and reported by the GEC. The GEC will prepare documentation of the findings resulting from the Technical Subcommittee evaluations; meetings with the Authority staff, legal counsel, and financial advisors will also be held to discuss same.
- 6.5.2 Assist the Authority in the identification and selection of the "Best Value" Proposal. An evaluation outline will be prepared which documents the procedure followed during the evaluation of the Proposals, indicating what measurable developer performance categories were identified and individually analyzed. Using the outline, a detailed summary report of the review and analysis process

followed by the GEC will be prepared, describing how the evaluators used the analytical work performed by the GEC to rank the responses in a best value order.

- 6.5.3 Serve as a resource participant with the evaluators and the Authority staff in delivering final reports and recommendations for best value developer selections and designations to the Committee and to the Board. GEC will also prepare final reports summarizing the deliberations, actions, and recommendations of the Committee and the Board relative to the review and consideration of the Proposals and their final selection and designation of the developer for the Project based on the "Best Value" evaluations.
- 6.5.4 Update Risk Allocation matrix based on Final RFDP.

6.6 CDA Contracting Support

- 6.6.1 Complete various Contracting phase efforts associated with the CDA procurement, including:
 - a. Assist the Authority in identifying Proposer commitments and negotiating the final agreement language.
 - b. Assist the Authority in reviewing insurance and bond documents for inclusion in the conformed CDA.
 - c. Assist the Authority in preparing the final conformed CDA document for execution.
 - d. Conduct debriefings on behalf of the Authority, under the guidance of general counsel of the Authority, for proposers to the RFDP that were not selected to enter CDA with the Authority.
 - e. Final filing and documentation.

6.7 Bond Sale Support

- 6.7.1 Develop detailed capital cost estimates defining all elements necessary for project implementation.
- 6.7.2 Develop detailed annualized cost estimate for funding of necessary operations, maintenance, and renewal & replacement elements for the duration of the bonds.
- 6.7.3 Develop comprehensive schedules defining all elements of the project, including the critical path tasks that directly affect the opening of the project.
- 6.7.4 Prepare the Consulting Engineer's Report necessary for the bond sale with a detailed description and history of the bonded project, comprehensive schedules, detailed capital cost estimates, and annualized operations, maintenance, and renewal & replacement cost estimates.
- 6.7.5 Support the Authority in development of the Preliminary Official Statement and the Final Official Statement.
- 6.7.6 Coordinate as necessary with the Authority, Bond Counsels, Financial Advisors, and Underwriters on the bond finance team.
- 6.7.7 Issue such certificates as are required to be delivered by the GEC regarding specific scope of the project; estimated capital costs; estimated operations, maintenance,

and renewal & replacement costs; implementation/open to traffic schedule; and necessity to acquire certain real property for the project.

6.7.8 Present the accuracy and reliability of project costs and schedules to the bond rating agencies and insurers during bond sales.

7.0 Environmental Permit Support [Code 13220]

7.1 Coordination with TxDOT and the U.S. Army Corps of Engineers (USACE) agency review process. Support in the development of documents supporting the use of a Nation Wide Permit (NWP 14) and/or Individual Permit. Respond to any TxDOT Austin District, TxDOT Environmental Affairs, FHWA and USACE comments. Responses to comments and revisions to the PCN would be performed until environmental clearance is obtained from the USACE.

8.0 Final Design Services [Code 13310]

- 8.1 Utility Coordination: (Activities specific to those utilities requiring long lead time and considered high risk under a CDA)
 - 8.1.1 Provide technical expertise in the areas of Utility Accommodation Rules (UAR), utility coordination, utility reimbursement procedures and real property interest issues.
 - 8.1.2 Review existing utility information for conflicts with preliminary roadway configuration, conduct a utility conflict analysis, and provide a conceptual utility relocation plan.
 - 8.1.3 Represent the Authority in coordination efforts related to utility matters; includes coordination with Utility Companies and TxDOT Utility staff.
 - 8.1.4 Coordinate directly with Segment Design Consultants as necessary to resolve matters relating to utility conflicts and associated resolutions, relocation and construction schedules, utility identification, design changes, and negotiation with utility owners.
 - 8.1.5 Assist the Authority with negotiating the details of utility agreements with the utility companies. Details will include any necessary betterment percentages, indirect costs, plans, estimates and schedules for the utility companies' activities.
 - 8.1.6 Review utility plans for compliance with the TxDOT Utility Accommodation Policy, compatibility with roadway features, betterment inclusion and constructability.
 - 8.1.7 Prepare draft agreements for Authority's use including the necessary exhibits and information concerning the Project (such as reports, plans and surveys).
 - 8.1.8 Prepare and maintain schedules which will identify utility ownership and include milestones and operations and activities pertinent to each assigned project.
- 8.2 Subsurface Utility Engineering (SUE)
 - 8.2.1 Conduct Quality Level A and Quality Level B SUE efforts at specific locations as necessary to adequately identify existing utility locations which are potentially in conflict with the proposed roadway configuration.

- 8.2.2 Provide traffic control and utilize traffic control devices in conformance with the MUTCD in the event that the SUE efforts will affect the movement of traffic or traffic/SUE personnel safety.
- 8.2.3 Obtain all necessary permits from TxDOT and/or local jurisdictions as required to work within public rights of way.
- 8.2.4 Obtain written permission from property owners allowing entry onto private property/premises.
- **9.0 Right-of-Way Acquisition & Relocation Services [Code 13410]** (Activities specific to those parcels requiring long lead time and considered high risk under a CDA)
 - 9.1 Appraisals
 - 9.1.1 Review completed right-of-way maps and documents to ensure all necessary information is provided prior to initiating acquisition efforts.
 - 9.1.2 Obtain title reports for parcels to be acquired; the title reports will be preliminarily reviewed for accuracy, ownership verification, to determination if there are any existing liens or encumbrances which may prohibit the owner from conveying clear title.
 - 9.1.3 Conduct appraisals to determine the fair market value of the property to be acquired; appraisals will contain sufficient documentation, including valuation data and the appraiser's analysis of that data, to support his or her opinion of value.
 - 9.1.4 Conduct review appraisals to confirm that the appraisal has been completed in accordance with defined specifications/procedures and follows accepted appraisal principles/techniques; contains information and consideration of all compensable items, damages, and benefits; and includes written approval of the fair market value contained in the appraisal.
 - 9.1.5 Conduct environmental site assessments, prior to acquisition of real property, on certain parcels to determine the potential of, and extent of liability for hazardous substances or other environmental remediation or injury. This includes a determination of the absence or presence of hazardous substances, as well as conditions that indicate an existing or past release.
 - 9.2 Negotiations / voluntary settlement
 - 9.2.1 Provide written notification, consistent with Federal regulations, to effected property owners stating the Authority's intent to acquire right-of-way; this correspondence will also inform the affected property owners of the basic protections provided to them by law.
 - 9.2.2 Develop offer letter and participate in a meeting with the affected property owner to present the offer.
 - 9.2.3 Participate in negotiations with the affected property owner; documentation of ALL negotiations will be maintained in writing in a negotiators log.
 - 9.2.4 In the event that negotiations result in a voluntary settlement acceptable to both parties, assemble a closing package containing all documents necessary to timely process the acquisition and relocations checks necessary for closing.
 - 9.3 Relocation Assistance Services

9.3.1 Conduct determination of relocation benefits, consistent with the Uniform Relocation Act, for both residential and business relocations.

9.4 Right of Way status Tracking

9.4.1 Track status of Appraisals, Offers, Counter Offers, Condemnation, property management services and relocation assistance in both dollars and schedule.

10.0 Right-of-Way Litigation / Condemnation Services [Code 13450]

- 10.1 Litigation Support
 - 10.1.1 In the event that negotiations do NOT result in a voluntary settlement acceptable to both parties, a condemnation package will be assembled containing all documents necessary to initiate the eminent domain process.
 - 10.1.2 Provide Expert testimony and review in preparation for litigation. Includes development of exhibits copies, depositions, etc.
 - 10.1.3 Provide support for title and deed acquisition.
- 10.2 General attorney consultation for issues relating to project.

ATTACHMENT B - Fee Estimate

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MA Matrix N I <		183North Mobility Project	Sr. Engineering Mgr.	RS&H Senior Advisor	Senior Advisor	Project Manager	Senior Engineer	Tolls Specialist I	PB Senior Engineer	Lead Planner	Sr. Engineering Mgr.	Project Engineer	Senior Engineer	Senior Engineer	Supervising Engineer	Public Involvement	Senior Controls Manager
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Image Image <t< td=""><td>Task 3.6</td><td>Conceptual Operations Plan</td><td>40</td><td>0</td><td>0</td><td>144</td><td>60</td><td>72</td><td>0</td><td>0</td><td>0</td><td>0</td><td>0</td><td>0</td><td>100</td><td>72</td><td>70</td></t<>	Task 3.6	Conceptual Operations Plan	40	0	0	144	60	72	0	0	0	0	0	0	100	72	70
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	ATTACHMENT B - Fee Estimate									-
	183North Mobility Project		Engineer II	Project Engineer	Sr Engineering Mgr.	Landscape Architect V	Sr. Supervising Engineer	Project Manager	ROW Engineer	Ac
TASK / WORK DESCRIPTION										-
TASK 1	Environmental Study / Document Services [Code 13210]		300	0	0	0	280	0	0	
Task 1.1	US 183 Re-Evaluation Oversight		200	0	0	0	280	0	0	
Task 1.2	Vissim Modeling		100 0	0	0	0	0	0	0	
Task 2	Preliminary Engineering [13110]		120	0	0	0	0	0	0	
Task 2.1	Schematic Revision		120	0	0	0	0	0	0	
			0	0	0	0	0	0	0	
Task 3	Project Oversight - Pre Construction [Code 13710]		372	0	0	0	0	0	0	
Task 3.1	Project Management		0	0	0	0	0	0	0	
Task 3.2	Project Reporting		20	0	0	0	0	0	0	
Task 3.3	Project Scheduling		28	0	0	0	0	0	0	
Task 3.4	Project Development Support		240	0	0	0	0	0	0	
Task 3.5	Financial Planning Support		12	0	0	0	0	0	0	
Task 3.6	Conceptual Operations Plan		72	0	0	0	0	0	0	
			0	0	0	0	0	0	0	
Task 4	Pre-Investment Grade Traffic & Revenue Analysis Coordination [Code 13120] Coordination with CTRMA's T&R Consultant		338	0	0	0	0	0	0	
Task 4.1	Provide project information to T&R Consultant		98	0	0	0	0	0	0	
Task 4.2			240	0	0	0	0	0	0	
Task 5	Investment Crede Troffic & Devenue Application (Code 12220)		0 170	0	0	0	0	0	0	
Task 5.1	Investment Grade Traffic & Revenue Analysis Coordination [Code 13330] Coordination with CTRMA's T&R Consultant		70	0	0	0	0	0	0	4
Task 5.2	Provide project information to T&R Consultant		100	0	0	0	0	0		
Task 5.2			0	0	0	0	0	0	0	
Task 6	Project Oversight - CDA [Code 13730]		404	0	350	125	145	120	0	
Task 6.1	Request for Qualifications (RFQ) Process		404	0	20	20	20	20	0	
Task 6.2	Draft Request for Detailed Proposal (RFDP)		120	0	80	40	40	40	0	
Task 6.3	Final RFDP		100	0	80	20	20	20	0	
Task 6.4	Proposal Coordinator Support		40	0	40	20	20	20	0	
Task 6.5	Proposal Review Support		80	0	80	0	20	20	0	
Task 6.6	Project Delivery Support		0	0	20	9	9	0	0	-
Task 6.7	Bond Sale Support		24	0	30	16	16	0	0	
			0	0	0	0	0	0	0	
Task 7	Environmental Permit Support [Code 13220]		400	0	0	0	200	0	0	
Task 7.1	Preconstruction Notice for (USACE)		400	0	0	0	200	0	0	
			0	0	0	0	0	0	0	-
Task 8	Final Design Services [Code 13310]		0	2,800	0	0	0	0	0	
Task 8.1	Utility Coordination		0	800	0	0	0	0	0	
Task 8.2	Subsurface Utility Engineering (SUE)		0	2000	0	0	0	0	0	
			0	0	0	0	0	0	0	
Task 9	Right-of-Way Acquisition & Relocation Services [Code 13410]		0	0	0	0	0	0	478	
Task 9.1	Appraisals		0	0	0	0	0	0	264	
Task 9.2	Negotiation / Voluntary Settlement		0	0	0	0	0	0	95	
Task 9.3	Relocation Assistance		0	0	0	0	0	0	9	
Task 9.4	Right of Way Status Tracking		0	0	0	0	0	0	110	
			0	0	0	0	0	0	0	
Task 10	Right-of-Way Litigation / Condemnation Services [Code 13450]		0	0	0	0	0	0	630	
Task 10.1	Litigation Support		0	0	0	0	0	0	462	
Task 10.2	General Attorney Consultation		0	0	0	0	0	0	168	
			0	0	0	0	0	0	0	
	TOTAL DIRECT LABOR		2104	2800	350	125	625	120	1108	
		% Total by Classification		13.44%	1.68%	0.60%	3.00%	0.58%	5.32%	
	Labor Costs		\$ 78,395.04							
	Overhead Rate		1.7	1.2				1.7	1.:	
	Overhead Costs		\$ 133,271.57							
	Profit		10.00%	10.00%				10.00%	10.009	
	Profit Costs		\$ 21,166.66	\$ 33,880.00	\$ 8,297.38	\$ 2,531.25	\$ 12,200.81	\$ 2,297.48	\$ 16,620.00	\$
	Total Loaded Labor	and her Class	\$ 232,833.27					1		
		otal by Class	6.55%	10.48%	2.57%	0.78%	6 3.77%	0.71%	5.149	<u> </u>
	Total Direct Expenses \$ Total \$	42,000.00								
		3,597,545.79 719,509.16								
	Contingency \$									
	Total with Contingency \$	4,317,054.95								_

ATTACHMENT B - Fee Estimate

	Admin/Clerical II	TOTAL		TOTAL
	40	1036	\$	157,994.64
	40	820	\$	129,231.25
	0	216	\$	28,763.38
	0	0	\$	-
	16	370	\$	62,054.18
	16	370	\$	62,054.18
	0	0	\$	-
	293	4669	\$	793,963.04
	46	722	\$	128,150.43 61,946.35
	22 14	358 206	\$ \$	32,907.33
	14	2609	\$	438,756.82
-	6	108	\$	18,384.56
	36	666	\$	113,817.51
	0	0	\$	-
	52	550	\$	71,195.00
	14	212	\$	33,129.03
	38	338	\$	38,065.97
	0	0	\$	-
	37	444	\$	66,550.66
	14	238	\$	39,268.70
	23	206	\$	27,281.96
	0	0	\$	-
	518	7813	\$	1,515,130.02
	53	759	\$	149,382.44
_	155	2137 1792	\$ \$	411,354.03
	53	879	\$	171,973.66
	90	1366	\$	264,435.80
	23	268	\$	58,255.31
	39	612	\$	120,484.46
	0	0	\$	-
	52	849	\$	128,711.54
	52	849	\$	128,711.54
	0	0	\$	-
	267	3307	\$	444,034.12
	55	915	\$	123,799.73
	212	2392	\$	320,234.39
	0	0	\$	-
	44	853	\$	151,638.5 82,448.4
	24 9	464 172	\$ \$	30,547.3
	9 1	172	\$ \$	3,043.04
	10	200	\$	35,599.70
	0	0	\$	-
	45	937	\$	164,274.08
	33	715	\$	126,774.8
	12	222	\$	37,499.20
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	1364	20828		
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