

This is **EXHIBIT K**, consisting of **[8]** pages, referred to in and part of the **Agreement between Owner and Engineer for Professional Services** dated **[July 6, 2022]**.

**AMENDMENT TO OWNER-ENGINEER AGREEMENT
Amendment No. 1**

The Effective Date of this Amendment is: October 12, 2022.

Background Data

Effective Date of Owner-Engineer Agreement: July 6, 2022

Owner: Town of Johnstown

Engineer: BlueWater Engineering Ltd.

Project: Johnstown WTP Expansion Owner’s Representative Services

Nature of Amendment: [Check those that are applicable and delete those that are inapplicable.]

- Additional Services to be performed by Engineer
- Modifications to services of Engineer
- Modifications to responsibilities of Owner
- Modifications of payment to Engineer
- Modifications to time(s) for rendering services
- Modifications to other terms and conditions of the Agreement

Description of Modifications:

These modifications reflect changes to the Engineer’s scope of work, schedule and budget reflecting the Project’s transition to design of a membrane ultrafiltration (UF) and granular activated carbon (GAC) along with other Project design changes. Modifications to the Engineer’s OR Services are based on the following general changes to the Project:

- The OR Project schedule is extending from December 31, 2022, through September 30, 2023.
- Providing the Town with technical support and reviews during the DB’s planned 40% design phase progress workshops.

- Assisting the Town with review and solicitation of treatment equipment procurement packages.
- Deleting Task 209 – Asset ID Numbering Management.
- Deleting Task 302 – Procurement and Construction Phasing. And,
- Deleting constructability reviews and preconstruction services by the OR Construction Management Lead.

All other scope and conditions for the original scope of services remain as described in the Engineer’s (OR’s) original scope.

Task-specific revisions are provided below for each noted Task:

101: Project Management

The OR Project Manager will continue to provide oversight and monitoring of the Project activities and coordinate with the Town to facilitate decisions, changes and correspondence with the DB, and coordinate the OR Team to perform its scope of work, activities and deliverables to be prepared during the Project.

- The schedule for the OR’s design-phase services will extend from the current end-date of December 31, 2022, through September 30, 2023, based on the DB’s approved design schedule.
- The estimated budget for this task assumes up to four (4) hours per week.

102: Coordination Meetings with Town

The OR Project Manager will continue to facilitate status meetings between the Town and OR Team through September 30, 2023.

- The OR Project Manager and Technical Lead will continue to meet (bi)weekly with the Town’s Project Manager to review the status of the Project, exchange ideas, discuss issues or concerns, facilitate decisions, and coordinate correspondence with the DB and other independent consultants providing services to the Town for the Project.
 - The OR will provide a standing agenda and update Action Item and Decision Logs following the meetings.
 - Progress with design deliverables, schedule control and contract administration will be reviewed.
- The estimated budget for this task assumes up to two (2) hours per week for each the OR Project Manager and the Technical Lead.

203: Biweekly Design Workshops and Review Meetings

The OR Team will provide the following additional activities in coordination with the Town for overseeing design progression by the DB from the 30% Design Package through the 40% Design Workshops and deliverables:

- The following activities will extend from the current end-date of December 31, 2022, to coincide with the DB’s approved design schedule through September 30, 2023.
 - The OR Project Manager and/or Technical Lead will virtually participate in biweekly project review meetings with the Town and DB to assist the Town with providing oversight of design progression, discuss major decisions, review scope and schedule, and provide input on design intent for the Town’s and DB’s consideration.

- The OR Project Manager and/or Technical Lead will participate in Biweekly Design Workshops hosted by the DB.
- The OR Discipline Leads will participate in up to nine (9) 40% Design Workshop meetings with the Town and DB; workshops will be planned and facilitated by the DB.
 - The OR Team will attend each meeting in-person or virtually to assist the Town with providing oversight of design progression, reviewing design concepts prepared by the DB, discuss major decisions, providing technical input on design intent for the Town's and DB's consideration, preparing discipline-specific meeting notes and recording discipline-specific action items.
 - The OR Team will assist the Town with reviewing Workshop meeting minutes and action item and decision logs prepared by the DB for consistency with the topics discussed, identifying additional design considerations or providing input to the Town for responding to DB, and tracking discipline decisions respective to Project budget and schedule for coordination with the Town.
 - The OR Team will assist the Town with identifying updates and responses to the Town's internal action item log for items to be coordinated between the Town and the OR Team for providing input or direction to the DB.
 - It is anticipated that the DB will provide an agenda to the Town and OR Team prior to each workshop to allow the OR Team to determine attendance by the OR Discipline Leads.
- The OR Team will participate in Design Workshops by attending in-person (IP) or virtually (V) [ref. Table 1 indicating attending OR Discipline Leads]. *The sequence of the workshops will be agreed to by the Town and DB and is assumed to consist of the following as presented by the DB:*
 - MF Selection and MF/GAC Layout
 - Site Civil and Early Work Package
 - Electrical Distribution and Backup Power Supply
 - Blending Vault and Distribution/Storage Pump Stations
 - Building and Architectural Considerations
 - Residuals Building
 - Administration Space and Disinfection Contact Basin
 - Pretreatment Building Modifications
- For in-person attendance, the OR Team assumes that workshop agendas and/or discipline-specific topics will be provided by the DB a minimum of three (3) weeks prior to the scheduled workshops to allow for the OR Team's scheduling of travel for reasonable costs.

204: Monthly Design Workshops Allowance

A budget allowance of \$7,430 has been allocated for Workshops to be attended by the OR Discipline Leads. The OR Team and Town will coordinate attendance with the DB to address specific discipline items requiring input by the OR Discipline Leads

Table 1 – Planned OR Attendance at 40% Design Workshops

Discipline Lead		Project Manager	Technical Lead	Process Lead	Process Engineer	Architecture Lead	Civil/Structural Lead	Hydraulics Engineer	Mechanical Lead	EIC Lead	Const Delivery Lead	Const-Management Lead
40% Design Workshop (IP = in-person, V = virtual)	Date	Brian Daw	Karla Kinser	Chad Seidel	Anthony Kennedy	Lori Hanson	Darin Hawkes	Nick Graue	Alicia Thorpe	Ryan Pack	Bob Frachetti	Mike Fallentine
MF Selection and MF/GAC Layout	10/12/22	IP	IP	IP						V		
Building Layout, Site Civil and Early Work Package	10/28/22	IP	IP				V			V		
Electrical Distribution and Backup Power Supply	11/4/22	IP	IP							IP		
Disinfection Contact Basin, Distribution and Storage Pumping	11/30/22	IP	IP				V			V		
Building and Architectural Considerations	12/14/22	IP	IP			IP	IP		IP			
Blending Vault and Residuals Building	12/28/22	IP	IP				V			V		
Administration and Maintenance Spaces	1/11/23	IP	IP				V			V		
Pretreatment Building Modifications	1/25/23	IP	IP									
EIC Coordination	NS	IP	IP							IP		

205: 30% Design Package Review and Workshop (supplemental budget summarized as Task 205A – 40% Design Review and Workshops Allowance)

The OR Team will provide the following engineering discipline review services to support the Town with overseeing design progression by the DB from the 30% Design Package to the 40% Design workshops:

- Treatment Alternatives Evaluation: Coordinate with the Town and DB to review the Project's proposed design criteria to identify up to three (3) treatment options with consideration to the Town's budget:
 - Coordinate with the DB to review WQ data and the proposed design criteria used to identify reliable treatment options with consideration to the Town's budget.
 - Review treatment process alternatives proposed by DB.
 - Prepare recommended screening criteria for evaluating the identified treatment alternatives.
 - Participate in DB-led evaluation criteria review call with Town staff and ORC.
 - Review CAPEX and OPEX cost models for each of the proposed options.
 - Respond to DB recommendations, questions and clarifications of OPEX cost categories and estimating approaches.
 - Review DB summary of benefits and costs for the identified treatment options.
 - Prepare OR option rankings and clarified treatment alternatives with Town staff.
 - Review CAPEX cost models for the three (3) treatment options and provide comments/recommendations to the DB for costs to be included.
 - Review Alternative Evaluation/Selection slides prepared by DB for presentation to Town Council.

- The OR Team will provide discipline-specific reviews of the overall treatment facility layout and structures, systems, equipment and design criteria provided in the 40% Design progress drawings, and workshop materials prepared by the DB. The 40% Design will consist of the transition to a membrane-filtration (MF) and granular activated carbon (GAC) treatment process and incorporate other scope changes and value-engineering items identified during review of the 30% Design Package. Activities will consist of the following:
 - Review discipline-specific progress drawings prepared by the DB during the progression from the 30% design to the 40% redesign to MF/GAC.
 - Review discipline-specific technical specifications for equipment that are identified for early procurement packages and/or early construction packages.
 - Review updated BODR and OPC prepared by DB.

The OR Team assumes that the DB will provide workshop materials a minimum of three (3) business days ahead of the workshops.

208: Issued for Construction Design Package Review and Workshop

The OR will provide a general review of the IFC Design Package prepared by the DB, to be completed by the OR Project Manager, OR Technical Lead and the OR EIC Discipline Lead. Review will consist of conformance with Town requirements and previous design package review comments, and review of detailed design against design criteria established in the BODR, ~~and provide constructability reviews.~~ The OR will incorporate comments into a single electronic design tracking document for review with the Town. The OR will facilitate decisions required by the Town and track responses to the review comments with the DB.

The OR Project Manager and Project Technical Lead will attend the IFC Design Document review workshop hosted by the DB and discuss compiled OR/Town comments, providing input into the design basis as required. The OR assumes that the DB is responsible for leading the workshop and preparing meeting minutes per their authorized scope. The OR EIC Discipline Lead will virtually attend portions of the meeting relevant to their discipline, as the need arises.

The OR is expressly not providing QAQC review of design assumptions, calculations, or other documents for which the responsible engineer is required to provide and/or document for meeting applicable codes and regulations. The OR assumes that all such QAQC is completed by the DB through their quality management program and that the DB responsible engineers will provide all necessary seals and signatures for design documents.

209: Asset ID Management Coordination (DELETED)

~~The OR will prepare information on asset inventory numbering approaches as a basis for implementing throughout the Town's system(s). A review meeting will be facilitated by the OR to outline options for a plant wide inventory tagging system to be incorporated into the design by the DB. The OR will prepare a summary TM providing details for the plan to be completed in parallel with the 60% Design Documents.~~

302: Procurement and Construction Phasing (DELETED)

~~The project schedule provided by the DB will be reviewed for phasing of the construction to minimize interruptions to operations and meet the Town's goals for startup. Construction phasing suggestions will be reviewed with the DB at the schedule design workshops. The DB will modify the construction schedule and implement early construction or procurement packages as agreed upon with the Town.~~

- ~~▪ Coordinate with DB to identify long lead equipment and materials that may impact the timely construction of the Project. Prepare a list of proposed early procurement equipment and materials for the Town's consideration.~~
- ~~▪ Review the DB's schedule and prepare recommendations for procuring equipment to meet project schedules.~~

303: Procurement Package Reviews

The OR team will provide discipline-specific technical reviews of technical specifications prepared by the DB for procurement of equipment by the Owner. The review will be for general conformance with the agreed design basis for the equipment to be procured by the Owner, scope of supply recommended to be provided by the supplier, and consistency with the Owner's standardized equipment for its water and wastewater facilities. The DB has prepared a list of proposed procurements packages outlined below, for which Engineer indicates the OR Discipline Leads responsible for reviewing (in parentheses):

- MF-01 Membrane Filter System (Process-Mechanical, Electrical/Controls)
- GAC-01 GAC Contactor System (Process-Mechanical, Electrical/Controls)
- CHM-01 Chemical feed systems (Process-Mechanical, Electrical/Controls)
- ELE-01 Electrical gear, power panels, VFDs, MCCs (Electrical/Controls)
- ELE-02 Control panels (Electrical/Controls)
- GEN-01 Generators (Electrical/Controls)
- MOV-01 Motor operated valves (Site Civil, Process-Mechanical, Electrical/Controls)
- PMP-01 Vertical and inline centrifugal pumps (Pumping Systems, Electrical/Controls)
- PMP-02 Progressive cavity pumps (Pumping Systems, Electrical/Controls)
- PMP-03 Centrifugal pumps (Pumping Systems, Electrical/Controls)

- PMP-04 Sample and miscellaneous pumps (Pumping Systems, Electrical/Controls)
- TNK-01 Tanks (Process-Mechanical)

The OR team is expressly not providing QAQC review of design assumptions, calculations, or other documents for which the DB's responsible engineer(s) is required to provide and/or document for meeting applicable codes and regulations. The OR team assumes that all such QAQC is completed by the DB through their quality management program and that the DB responsible engineers will provide all necessary seals and signatures for design documents.

Agreement Summary:

Original agreement amount:	\$ <u>345,830</u>
Net change for prior amendments:	\$ <u>0</u>
This amendment amount:	\$ <u>114,870</u>
Adjusted Agreement amount:	\$ <u>460,700</u>
Change in time for services (days or date, as applicable):	<u>09/30/2023</u>

The foregoing Agreement Summary is for reference only and does not alter the terms of the Agreement, including those set forth in Exhibit C.

Owner and Engineer hereby agree to modify the above-referenced Agreement as set forth in this Amendment. All provisions of the Agreement not modified by this or previous Amendments remain in effect.

OWNER:

ENGINEER:

By: _____

By: _____

Print name: _____

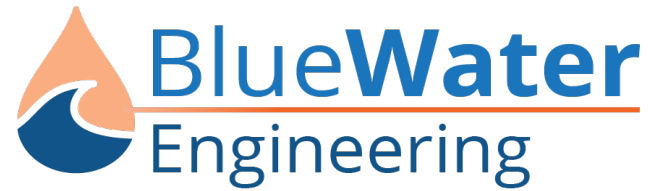
Print name: Brian C. Daw

Title: _____

Title: Principal

Date Signed: _____

Date Signed: _____



Town of Johnstown | Johnstown WTP Expansion Project
Estimated Budget for Owner's Representative Services
Amendment No. 1

October 12, 2022

Key:

Amendment 1 - Scope/Budget Modifications

Amendment 1 - Task Costs Incurred to-Date

TASKS AND SUBTASKS		LEVEL OF EFFORT (hours)											Other		TOTAL FEE			
		Estimated Task Duration	Project Manager	Technical Lead	Process Lead	Architecture Lead	Civil/Structural Lead	Civil & Pumping Engineer	Mechanical Lead	EIC Lead	Const Delivery Lead	Const Management Lead	Project Coordinator	Total Labor Hours		Total Labor Cost	Travel Expenses	Direct Expenses
		Weeks	\$195/hr	\$210/hr	\$252/hr	\$168/hr	\$205/hr	\$184/hr	\$179/hr	\$205/hr	\$210/hr	\$453/hr	\$100/hr				1.0%	1.0%
Series 100	Program Coordination	65	333	129								52	514	\$97,230	\$1,242	\$1,242	\$99,720	
			\$64,940	\$27,090								\$5,200						
101	Project Management Services	65	226	32								32	290	\$53,990	\$810	\$810	\$55,610	
102	Coordination Meetings with Town (Kickoff/Weekly)	65	97	97								16	210	\$40,890	\$409	\$409	\$41,710	
103	Miscellaneous Meetings Allowance	65	10									4	14	\$2,350	\$24	\$24	\$2,400	
Series 200	Phase 1 Design OR Services	50	338	382	88	90	180	72	88	247		36	1521	\$303,580	\$8,316	\$3,262	\$315,170	
			\$65,910	\$80,230	\$22,180	\$15,120	\$36,900	\$13,250	\$15,750	\$50,640		\$3,600						
201	Design Integration Kickoff Meeting	2	6	6								4	16	\$2,830	\$28	\$28	\$2,890	
202	Town Operations/Engineering Coordination	15	16	16								4	36	\$6,880	\$69	\$69	\$7,020	
203	Biweekly Design Workshops	50	128	120	8		40			56		6	358	\$72,470	\$5,707	\$725	\$78,900	
204	Biweekly Design Workshops Allowance	20			8	6	8	8	6				36	\$7,210	\$144	\$72	\$7,430	
205	30% Design Review and Workshop	13	56.0	52	32		14			19			173	\$36,670	\$194	\$194	\$37,060	
205A	40% Design Review and Workshop Allowance	20	32	32	24	12	24	16	12	40		6	198	\$39,840	\$797	\$797	\$41,430	
206	60% Design Review and Workshop	4	60	100	16	48	70	28	46	80		12	460	\$90,130	\$901	\$901	\$91,930	
207	90% Design Review and Workshop	3	24	40		24	24	20	24	36		4	196	\$37,790	\$378	\$378	\$38,550	
208	IFC Review and Workshop (CDPHE Submittal)	3	16	16						16			48	\$9,760	\$98	\$98	\$9,960	
209	Asset ID Numbering Management																	
Series 300	Preconstruction Services	34	32	56	12		24			40	1	4	169	\$34,750	\$348	\$348	\$35,440	
			\$6,240	\$11,760	\$3,020		\$4,920			\$8,200	\$210	\$400						
301	Const Delivery Method Review	30	16	16							1	4	37	\$7,090	\$71	\$71	\$7,230	
302	Procurement and Construction Phasing																	
303	Procurement Package Review	36	16	40	12		24			40			132	\$27,660	\$277	\$277	\$28,210	
	2023 Rates Adjustment													\$10,370			\$10,370	
			\$2,970	\$2,800	\$380	\$460	\$1,100	\$360	\$480	\$1,610		\$200						
Project Fee Summary			Task Hours and Fees															
			703	567	100	90	204	72	88	287	1	92	2,204	\$445,930	\$9,910	\$4,850	\$460,700	
			\$140,060	\$121,880	\$25,580	\$15,580	\$42,920	\$13,610	\$16,230	\$60,440	\$210	\$9,400						