

## **RESOLUTION 19-97**

### **A RESOLUTION TO APPROVE SUPPLEMENTAL AGREEMENT NO. 2 AND AUTHORIZE THE MAYOR TO SIGN AGREEMENT FOR VOLKERT, INC. TO PROVIDE OWNER REPRESENTATIVE SERVICES FOR THE BUCKNER ROAD/I-65 INTERCHANGE PROJECT**

**WHEREAS**, the Major Thoroughfare Plan identified the construction of the Buckner Road Interchange and associated access roads as a high priority project for implementation by the City; and

**WHEREAS**, the City submitted an Interstate Access Request (IAR) to TDOT and FHWA prepared by Volkert, Inc. that was subsequently approved by TDOT and FHWA authorizing NEPA and preliminary engineering work to be performed for the project; and

**WHEREAS**, the City with assistance from Volkert, Inc. submitted an application for the Better Utilizing Investment to Leverage Development (BUILD) Grant in July 2018 that was subsequently awarded to the City by the USDOT/FHWA in the amount of \$25M with specific contractual and schedule stipulations; and

**WHEREAS**, upon award of the BUILD Grant the City was notified of specific completion schedule requirements in order to receive BUILD Grant funding including contractual commitments for construction being awarded by September 2020; and

**WHEREAS**, in order to satisfy completion of schedule requirements of the BUILD Grant the City will be formally engaging the Tennessee Department of Transportation to provide Design-Build services to deliver right-of-way design and acquisition, final construction design, and construction of the Interchange and approach roads and associated infrastructure improvements and related design-build services; and

**WHEREAS**, the completion of NEPA and Preliminary Engineering will require the expedient engagement of a professional engineering consultant to expeditiously complete such services in advance of the Design-Build process to be performed by the TDOT; and

**WHEREAS**, the Board of Mayor and Aldermen approved Ordinance 19-02 on February 4, 2019 containing a budget amendment to appropriate a total of \$1.4M utilizing Traffic Impact Fee funds for professional services and establishment of a design contingency budget for the Buckner Road Interchange and associated approach roads project; and

**WHEREAS**, the Board of Mayor and Aldermen approved Resolution 19-13 to approve a Professional Services Agreement with Volkert to prepare NEPA and Preliminary Engineering for the Buckner Road/I-65 Interchange project for a lump sum fee of \$1,345,000 plus an additional \$55,000 as a contingency budget to be utilized for unforeseen conditions and additional services that may be required to complete the NEPA and Preliminary Engineering; and

**WHEREAS**, the Professional Services Agreement with Volkert identified in Attachment A, Scope of Services, Task 5, provides for the provision of additional services including owner representative role representing the interests of the City in the project; and

**WHEREAS**, the provision of Owner Representative services is determined an additional service beyond the scope of service and fee for professional services as provided in the Professional Services Agreement executed between the City and Volkert, Inc.; and

**WHEREAS**, the Tennessee Department of Transportation has requested the City engage Volkert to provide Owners Representative services for the City as well as the Tennessee Department of Transportation throughout the duration of the project beginning in June 2019 through close out and performance reporting as required by the BUILD Grant; and

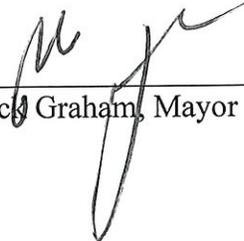
**WHEREAS**, Volkert has prepared Supplemental Agreement No. 2 along with a corresponding Attachment A describing the scope of services and fee structure for the provision of owner representative services for the time period from July 2019 through September 2028; and

**WHEREAS**, Volkert proposes to perform Owner Representative services for the City of Spring Hill and the Tennessee Department of Transportation on an hourly rate basis and direct expenses billed at direct cost and current GSA mileage rates with a not to exceed amount of \$950,000 along with a 2.5% escalation in billing rates at the beginning of each fiscal year (July 1) with said services to be performed from July 2019 through September 2028.

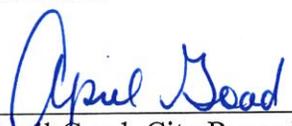
**NOW, THEREFORE, BE IT RESOLVED**, that the Board of Mayor and Aldermen of the City of Spring Hill authorizes the Mayor as follows:

1. Approve the Scope of Services and fee structure as outlined in Exhibit A attached hereto for Volkert to perform Owners Representative professional services for the City of Spring Hill and the Tennessee Department of Transportation on an hourly rate basis and direct expenses billed at direct cost and current GSA mileage rates with a not to exceed amount of \$950,000 along with a 2.5% escalation in billing rates at the beginning of each fiscal year (July 1) with said services to be performed from July 2019 through September 2028.
2. The Board of Mayor and Aldermen shall budget \$350,000 from the Capital Projects Fund for the period beginning July 1, 2019 through June 2020 and in subsequent fiscal years shall budget an appropriate funding amount for remaining Owner Representative services scheduled to be provided through the contract period ending September 2028.
3. Authorize the Mayor to execute an amendment to the Professional Services Agreement as referenced in Exhibit A attached hereto.

**Passed and adopted by the Board of Mayor and Aldermen of the City of Spring Hill, Tennessee on this 17<sup>th</sup> day of June, 2019.**

  
\_\_\_\_\_  
Rick Graham, Mayor

ATTEST:

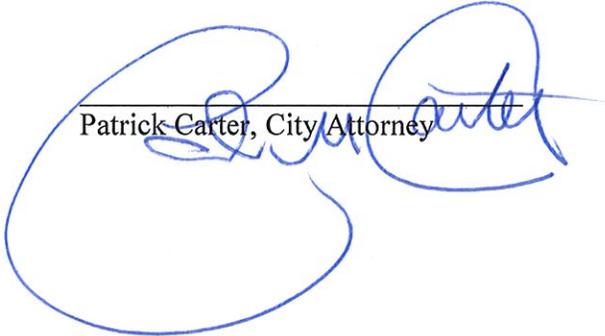
  
\_\_\_\_\_  
April Goad, City Recorder

LEGAL FORM APPROVED:

---

Patrick Carter, City Attorney

LEGAL FORM APPROVED:

  
Patrick Carter, City Attorney



**REQUEST:** Approval of Resolution 19-97

**SUBMITTED BY:** Chuck Downham, Assistant City Administrator

**DATE:** June 17, 2019

**RE:** Resolution to Approve Supplemental Agreement No. 2 and Authorize Mayor to Execute Agreement for Volkert, Inc. to Provide Owners Representative Services for Buckner Road Interchange Project

**ATTACHMENTS:** Resolution 19-97 and supporting documentation

---

**PURPOSE:**

To approve Resolution 19-97 to approve Supplemental Agreement No. 2 and Attachment A attached therein and to authorize the Mayor to execute Agreement with Volkert, Inc. to provide Owners Representative services for the Buckner Road Interchange Project.

**BACKGROUND:**

The City adopted the current Major Thoroughfare Plan in 2014 to guide future investment in transportation infrastructure in the City of Spring Hill. The Buckner Road/I-65 Interchange Project was identified as a high priority project for implementation in order to address City and regional transportation needs. The current draft Major Thoroughfare Plan under review also identifies the Buckner Road Interchange Project as a high priority project. To advance the implementation of the project, the City with professional engineering support from Volkert, Inc. submitted an Interstate Access Request (IAR) to the TDOT and FHWA that was subsequently approved by TDOT and FHWA in early 2018 authorizing the ability for the City to move forward with NEPA and preliminary engineering for the project. In July 2018, the City with assistance from Volkert, Inc. submitted an application for the Better Utilizing Investment to Leverage Development (BUILD) Grant. The City received notification from the USDOT/FHWA a grant in the amount of \$25M was being awarded to the City to be utilized for the Buckner Road Interchange project that includes the interchange itself as well as new access roads on the east and west of the interchange intersecting with Buckner Lane and SR-431, respectively.

The BUILD Grant requires rigorous and timely execution of project design and construction in the completion of the project for which the grant was awarded including obligating funds by September 30, 2020. In order to satisfy this requirement, the City will be formally engaging the Tennessee Department of Transportation (TDOT) to provide Design-Build services to deliver right-of-way design and acquisition, final construction design, and construction of the project.

One of the most critical and time-sensitive components of the project is the preparation of NEPA and preliminary design plans that must be completed in support of the procurement by TDOT of design-build services to complete the remainder of the project. The TDOT authorized the City to deviate from the Brooks Act procurement policy (TDOT Local Programs Form 1-2) for the BUILD Grant awarded to the City due to time constraints referencing such flexibility is allowed under 23 CFR 172; thus, allowing the City to move forward directly with procuring professional services to complete the required NEPA and preliminary engineering for the project.

The Board of Mayor and Aldermen approved Ordinance 19-02 outlining a budget amendment for an appropriation of \$1.4M utilizing Traffic Impact Fee funds for professional services and design contingency for preparing NEPA and preliminary engineering plans for the Buckner Road Interchange BUILD project. Following the budget amendment, the Board approved Resolution 19-13 to approve a Professional Services Agreement with Volkert, Inc. to prepare NEPA and preliminary engineering plans for the Buckner Road Interchange project for a fixed fee not to exceed \$1,345,000 along with an additional \$55,000 for design contingency to coincide with the \$1.4M budget appropriation. The Professional Services Agreement (attached) provides several tasks including Task 5 that outlines the provision of additional services as may be needed including owner representative services.

A preferred southerly alignment has been selected by the City of Spring Hill. Volkert and their subconsultant team have been expeditiously performing surveying, archeological and other related services as part of the NEPA and preliminary design process. The City has been working closely with the TDOT and FHWA administration to advance the grant agreement between the City and FHWA for the Build Grant as well as formalizing the working relationship between the City and TDOT in the execution of the design-build process that will be utilized to deliver the remainder of the project following completion of NEPA and preliminary engineering. During recent meetings with TDOT and FHWA, it was recommended and requested by TDOT that the City move forward with designating Volkert as the Owner Representative for the City and to also include the Tennessee Department of Transportation in their role since the City and TDOT will be working jointly to administer the project through the Design-Build process and beyond during project close-out and performance reporting.

In response to this recommendation, the City requested Volkert prepare a scope of services and fee structure for providing owner representative services beginning in July 2019 through the duration of the project including performance reporting following project close-out that is required as a component of the BUILD grant agreement relative to performance measuring and reporting. Volkert prepared a scope of service and fee structure (attached to Resolution 19-97) for consideration by the City outlining the provision of owner representative services during the contract period that will extend from July 2019 through September 2028.

Task 5 of the Scope of Services contained in the Professional Services Agreement executed between the City and Volkert (attached) reference that services such as serving as an Owners Representative for the entirety of the project is considered "additional services" that are not part of the scope of services and associated base fee of \$1.345M relative to the provision of the NEPA and preliminary engineering services and therefore such additional services must be negotiated between the City and Volkert. Volkert has presented for consideration Supplemental Agreement No.2 that provides a scope of work and estimated fee contained in Attachment A that is a part of the Supplemental Agreement and Resolution 19-97.

Volkert proposes to perform Owner Representative services for the City of Spring Hill and the Tennessee Department of Transportation on an hourly rate basis and direct expenses billed at direct cost and current GSA mileage rates with a not to exceed amount of \$950,000 along with a 2.5% escalation in billing rates at the beginning of each fiscal year (July 1) with said services to be performed from July 2019 through September 2028. Staff has reviewed the scope and fee

structure and received concurrence on June 4, 2019 from the Tennessee Department of Transportation that the scope of services align with their service expectations through the contract period. No further refinements to the scope of services were requested by TDOT.

**FINANCIAL IMPACT:**

The proposed contract amendment to provide owner representative services to the City and TDOT is proposed to be performed on an hourly rate basis and direct expenses billed at direct cost and current GSA mileage rates with a not to exceed amount of \$950,000 along with a 2.5% escalation in billing rates at the beginning of each fiscal year (July 1) with said services to be performed from July 2019 through September 2028. The scope and fee exhibit also provide a breakdown year to year of the anticipated expenditures that are summarized as follows:

<b>Time Period</b>	<b>Estimated Budget</b>
<b>July 2019 – June 2020</b>	\$350,000
<b>July 2020 – June 2021</b>	\$250,000
<b>July 2021 – June 2022</b>	\$100,000
<b>July 2022 – June 2023</b>	\$80,000
<b>July 2023 – June 2024</b>	\$70,000
<b>July 2024 – June 2025</b>	\$50,000
<b>July 2025 – June 2026</b>	\$15,000
<b>July 2026 – June 2027</b>	\$15,000
<b>July 2027 – September 2028</b>	\$20,000
<b>TOTAL</b>	<b>\$950,000</b>

Upon conferring with the Finance Director, there are sufficient uncommitted funds available in Adequate Facilities Tax fund to cover the expenditure from July 2019 to June 2020 estimated to be \$350,000. If the Board of Mayor and Aldermen concurs with this recommendation, Staff recommends that a budget amendment be introduced during consideration of second and final reading of the FY2019-2020 Budget so that the funding for the first year has been committed.

It is also recommended that as part of the City's annual budget process beyond FY2019-20 that a funding source be identified annually for the remaining time periods covered by Owners Representative services and that a budget appropriation be provided as part of the budget process to ensure sufficient funds have been committed annual for these services through the contract period ending September 2028. Appropriate funding sources for the remaining time periods may include the City's general fund, Adequate Facilities Tax fund, and Traffic Impact Fee fund, or some combination of these funding sources.

**STAFF RECOMMENDATION:**

Staff recommends the Board of Mayor and Aldermen approve Resolution 19-97 to approve the Supplemental Agreement No. 2 with Volkert, Inc. to provide owner representative services to the City of Spring Hill and Tennessee Department of Transportation as outlined in Attachment A of the Supplemental Agreement and furthermore to authorize the Mayor to execute the Supplemental Agreement. Funding for Owner Representative services for FY2019-20 will be provided from available uncommitted funds within the Adequate Facilities Tax fund in the amount of \$350,000 for services provided from July 2019 through June 2020. Staff further recommends that in subsequent years the City as part of the annual budget process appropriate sufficient funds from a suitable funding source to cover the estimated budget for each of the remaining time period through the end of the contract period that concludes in September 2028.

**SUPPLEMENTAL AGREEMENT NO. 2  
TO CONTRACT FOR PROFESSIONAL SERVICES  
DATED FEBRUARY 4, 2019 BETWEEN  
THE CITY OF SPRING HILL, TN  
AND VOLKERT, INC.**

THIS SUPPLEMENTAL AGREEMENT, made and entered into this the 17<sup>th</sup> day of June, 2019, by and between the City of Spring Hill, Tennessee, (hereinafter called the CITY), and Volkert, Inc. (hereinafter called the CONSULTANT);

WITNESSETH, THAT:

WHEREAS, the CITY and the CONSULTANT entered into an Agreement on the 4th day of February 2019 (Original Contract) whereby, the CONSULTANT is to provide all necessary professional services associated with the preliminary engineering and environmental services related to the Buckner Road Interchange at I-65 and the extension of Buckner Road from Buckner Lane to SR 106/Lewisburg Pike, all as more specifically set forth in said Agreement, and

WHEREAS, the CITY and CONSULTANT agree that additional work effort and time will be required to complete the project than initially estimated when the project was commenced, and

WHEREAS, the CONSULTANT is agreeable to completing the required work for fees that are acceptable to the OWNER, and

WHEREAS, the Original Contract shall govern this Supplemental Agreement and is incorporated by reference herein,

NOW THEREFORE, it is hereby agreed between the parties hereto that the Original Contract be supplemented as follows:

Additional scope of work and compensation to be provided as set forth in Attachment A.

Method of compensation to be as follows:

CONSULTANT is to submit invoice to CITY monthly as work is completed. OWNER shall provide payment to CONSULTANT within 30 days of receipt of invoice.

Time or beginning and completion of work to be as follows:

Work to begin immediately upon execution of this contract, and to be completed in a timely manner.

All work encompassed herein shall be accomplished in accordance with the requirements of the aforesaid Original Contract, and all requirements of said Agreement except as specifically modified by this Supplemental Agreement, shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have executed this Supplemental Agreement, the Effective Date of which is indicated on Page 1.

CITY: SPRING HILL, TN

CONSULTANT: VOLKERT, INC.

By: \_\_\_\_\_

By: \_\_\_\_\_

Print name: Rick Graham

Print name: \_\_\_\_\_

Title: Mayor

Title: \_\_\_\_\_

Date Signed: June 17, 2019

Date Signed: \_\_\_\_\_

ATTACHMENT A  
SCOPE OF SERVICES  
Buckner Road at I-65 Interchange  
Owner's Representative Services

Volkert, Inc. will provide Owners Representative Services for the City of Spring Hill in cooperation with the Tennessee Department of Transportation (TDOT) and the Federal Highway Administration (FHWA) in relation to the Buckner Road extension from Buckner Lane to State Route 106/US 431/Lewisburg Pike and a new Interstate 65 interchange to be funded by the Better Utilizing Investments to Leverage Development grant, the State of Tennessee, and the City of Spring Hill. These services will be provided beginning in July 2019 and will continue until project completion, closeout, and post completion project reporting on performance measures (estimated to be no later than September 2028). Following is an anticipated scope of services.

Volkert, Inc. will coordinate with the City of Spring Hill prior to beginning new tasks requested by TDOT. The intent is to obtain authorization from the City prior to task begin.

**Pre-Bid Phase**

The Pre-Bid Phase calls for the completion of preliminary plans and NEPA document by the end of January 2020 and the selection and award of contract to a Design-Build team by September 30, 2020. In order to meet the required schedule, Volkert will work with the City of Spring Hill, TDOT, and FHWA to conduct the following tasks:

*Task 1 (part of existing contract with City to provide PE/NEPA services)*

Maintain the preliminary engineering, NEPA, and BUILD grant schedule – Volkert will track all project progress related to preliminary engineering, NEPA, and the BUILD grant schedule and provide weekly updates as part of the weekly project coordination conference call (discussed in task 2.1 below). Any changes to the schedule will be discussed at the weekly conference calls to ensure all parties are in agreement with the change.

*Task 2*

Conduct all required tasks related to the issuance of the Design-Build RFP. Volkert will coordinate with TDOT to ensure all required RFP documents and related analyses are provided in a timely manner to enable the RFP Package to be approved and issued in late winter/early spring of 2020. This includes, but is not limited to the following tasks:

- 1) Conduct weekly project coordination and status update meetings to update all parties on the project progress as it relates to the project schedule. Discuss any known or anticipated issues with the project development process. Produce meeting minutes for all meetings. Anticipated meeting attendees include appropriate Volkert, City of Spring Hill, TDOT, and FHWA staff.

SCOPE OF SERVICES  
Buckner Road at I-65 Interchange  
Owner's Representative Services

- 2) Conduct Project Scoping Workshop, Design Review Meetings, and other appropriate project meetings. Produce meeting minutes for all official meetings.
- 3) Develop and maintain an action item tracking spreadsheet to track all pending items to be completed as part of the pre-bid phase.
- 4) Schedule and attend any required site visits and/or property owner meetings.
- 5) Conduct preliminary plans field review.
- 6) Conduct a risk workshop with the City and TDOT to assess the various risk elements related to the project.
- 7) Following the risk workshop, complete a final risk assessment to assist in the project delivery strategy.
- 8) Develop preliminary quantity estimates for the project.
- 9) Develop a construction cost estimate for the bid package based on preliminary quantity estimates. Volkert will perform the preliminary cost estimates and provide to the City and TDOT. Since Volkert does not control the cost of labor, materials, equipment or services furnished by others, methods of determining prices, or competitive bidding or market conditions, any opinions rendered as to costs, including but not limited to opinions as to the costs of construction and materials, shall be made on the basis of its experience and represent its judgment as an experienced and qualified professional, familiar with the industry.
- 10) Produce Bid Plans and Specifications for use by TDOT in the RFP. Produce a draft and final Bid Book 3 for inclusion in the RFP.
- 11) Coordinate with TDOT to issue the RFP. Upon issuance of the RFP, Volkert will work alongside the City of Spring Hill and TDOT to provide an engineering review of all alternative technical concepts (ATC's). In addition, during the progress of the Procurement phase, the Consultant shall keep the Design-Builder informed of changes in requirements or in materials, equipment, component systems and types of construction as the drawings and specifications are developed so that the Design -Builder can formulate the proposal and the construction costs appropriately.

**Post Bid Phase**

Upon award of the Design-Build contract, Volkert will work with the City and TDOT during the post bid phase to provide the following services as needed:

SCOPE OF SERVICES  
Buckner Road at I-65 Interchange  
Owner's Representative Services

- 1) Definitive Design Review – Volkert will attend the Definitive Design Review and prepare the meeting minutes. The minutes will be approved, and distributed within one week of the meeting.
- 2) Readiness for Construction Design Review – Volkert will lead the RFC Review and prepare the meeting minutes. The minutes will be approved, and distributed within one week of the meeting.
- 3) Volkert will develop and maintain the CPM schedule for the duration of the Design-Build contract.
- 4) Volkert will provide professional engineering services to review final design plans and design changes due to construction.
- 5) Volkert will review any value engineering or change orders that the Design-Builder provides and make recommendations to the City of Spring Hill and TDOT based on the RFP and the Design-Build contract.

**BUILD Grant Administration and Reporting Phase**

Assist the City with administration related to the BUILD Grant. This includes the following:

- 1) Assist with the completion of the BUILD Grant Agreement. This will include coordination between the City, TDOT, and FHWA as needed to complete the agreement.
- 2) Assist with progress reporting and recertification as needed.
- 3) Assist with completion of all grant close out requirements.
- 4) Performance Reporting:
  - a. Coordinate and perform performance measure data collection as needed.
  - b. Develop pre-project performance measures and associated report(s).
  - c. Produce interim performance measure(s) reports as needed.
  - d. Produce project outcomes report for submittal to the appropriate agencies.

**Project Fee**

Volkert will provide the scope of services provided above on an hourly billing rate basis and direct expenses (billed at direct cost and current GSA mileage rates) with a not to exceed amount of \$950,000. The rates listed below will increase by 2.5% at the beginning of each fiscal year (July 1). If the requirements of the project result in the need to exceed \$950,000, Volkert will provide a supplement

SCOPE OF SERVICES  
 Buckner Road at I-65 Interchange  
 Owner's Representative Services

request in writing to the City of Spring Hill for authorization to exceed the contract amount. The billing rates to be used are as follows and reflect the rates to be used from June 2019 to June 30, 2020:

<b>Staff Classification</b>	<b>Hourly Rate</b>
Project Manager	\$205
Principal/Deputy PM	\$210
Senior Roadway Engineer	\$160
Roadway Engineer	\$130
Senior Structural Engineer	\$181
Structural Engineer	\$130
Senior Traffic Engineer	\$163
Traffic Engineer	\$130
Engineer In Training	\$105
CAD Technician	\$95
Senior Planner	\$145
Planner	\$110
Admin Assistant	\$80

Following is a budget estimate for each year from beginning of project (July 2019) until end of project (September 2028). The last 3 years are for post project completion performance reporting as required by the BUILD Grant. This is only an estimate and is subject to change depending on the required effort of the project for any given period of time.

<b>Time Period</b>	<b>Estimated Budget</b>
July 2019 – June 2020	\$350,000
July 2020 – June 2021	\$250,000
July 2021 – June 2022	\$100,000
July 2022 – June 2023	\$80,000
July 2023 – June 2024	\$70,000

SCOPE OF SERVICES  
Buckner Road at I-65 Interchange  
Owner's Representative Services

July 2024 – June 2025	\$50,000
July 2025 – June 2026	\$15,000
July 2026 – June 2027	\$15,000
July 2027 – September 2028	\$20,000