

STATE OF TEXAS

§

COUNTY OF FORT BEND

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FIRST AMENDMENT TO WORK AUTHORIZATION NO.1 AGREEMENT FOR PROFESSIONAL SERVICES

THIS FIRST AMENDMENT is made and entered into by and between Fort Bend County (hereinafter "County"), a body corporate and politic under the laws of the State of Texas, and Parsons Brinckerhoff (the Contractor), (hereinafter "Contractor"), a company authorized to conduct business in the State of Texas.

WHEREAS, the parties have executed and accepted that certain Work Authorization No. 1 Agreement for Professional Services ("WA No.1," attached as Exhibit A) on or about February 23, 2016; and

WHEREAS, the parties now wish to reallocate the distribution of funds between themselves and their subcontractors while making no changes to the maximum compensation previously approved by Commissioners Court; and

WHEREAS, the following changes are incorporated as if a part of the WA No.1 incorporated by reference in the same as if fully set forth verbatim herein:

NOW, THEREFORE, the parties do mutually agree as follows:

1. Page 7 of WA #1 "The Cost/Payment Agreement" is replaced with the Attached Exhibit B "Revised Cost/Payment Agreement".
2. All terms and conditions of WA No. 1, including any addenda or amendments, not modified herein shall remain in full force and effect for the term of Agreement. If there is a conflict between this First Amendment and WA No. 1, the provisions of this First Amendment shall prevail with regard to the conflict.

Except as provided herein, all terms and conditions of the Agreement shall remain unchanged.

{Execution Page Follows}
{Remainder Intentionally Left Blank}

IN WITNESS WHEREOF, the parties put their hands to this Amendment on the dates indicated below.

FORT BEND COUNTY

PARSONS BRINKERHOFF

Robert E. Hebert, County Judge

Steve Bak, P.E.

Authorized Agent- Signature

Steve Bak, P.E.

Authorized Agent- Printed Name

ATTEST:

Vice President

Title

6/13/10

Date

Laura Richard, County Clerk

AUDITOR'S CERTIFICATE

I hereby certify that funds are available in the amount of \$_____ to accomplish and pay the obligation of Fort Bend County under this contract.

Robert Edward Sturdivant, County Auditor

EXHIBIT A
WORK AUTHORIZATION NO. 1

**PARSONS BRINKERHOFF
WORK AUTHORIZATION NO. 1
AGREEMENT FOR PROFESSIONAL SERVICES
Long Range Plan Update**

THIS WORK AUTHORIZATION is made pursuant to the terms and conditions of Section II of the Professional Services Agreement entered into by and between Fort Bend County, and Parsons Brinckerhoff (the Contractor), on the 8th day of December, 2015.

PART I. The Contractor will perform professional services generally described as transportation planning assistance in accordance with the project description attached hereto and made a part of this Work Authorization. The Contractor's Scope of Work, Labor Estimate, and Work Schedule are further detailed in Attachments A, B, and C, respectively, which are attached hereto and made a part of the Work Authorization.

PART II. The maximum amount payable under this Work Authorization is two hundred thousand dollars and no/100 (\$200,000.00). This amount is based upon fees set forth in Attachment A.

PART III. Payment to the Contractor for the services established under this Work Authorization shall be made in accordance with Section III of the Agreement.

PART IV. This Work Authorization shall become effective on the date of final acceptance of the parties hereto and shall terminate on May 31, 2017, unless extended by a supplemental Work Authorization as provided in the Agreement.

PART V. This Work Authorization does not waive the parties' responsibilities and obligations provided under the Agreement.

IN WITNESS WHEREOF, this Work Authorization is executed in duplicate counterparts and hereby accepted and acknowledged below.

FORT BEND COUNTY, TEXAS



(Signature)

Robert E. Hebert

(Printed Name)

County Judge

(Title)

2.23.2016

(Date)

PARSONS BRINKERHOFF



(Signature)

Woodrow Owens

(Printed Name)

Vice President

(Title)

Feb. 12, 2016

(Date)

**Parson's Brinkerhoff
WORK AUTHORIZATION No. 1
Long Range Plan Update
ATTACHMENT A
Contractor's Scope of Work**

**Fort Bend County Public Transportation Planning Services
Parsons Brinckerhoff Team**

SCOPE OF WORK FOR PROFESSIONAL SERVICES

**Work Authorization 1
Long-range Plan Update**

Fort Bend County Public Transportation seeks an update of its long-range transportation plan (LRP Update). The purpose of the LRP Update is to identify updates to the department's goals and objectives and to charter a path for achieving them. PB will conduct the LRP Update in cooperation with appropriate Fort Bend County departments and other local and regional agencies and stakeholders. The work will be guided by the department's Advisory Committee.

This Scope of Work is subdivided into six separate tasks that outline the basic requirements of the long range transportation plan update. Unless otherwise noted, PB will:

- Fulfill each of the defined tasks and provide written documentation in the form of technical reports and/or technical memorandums.
- Work with Fort Bend County's Public Transportation Advisory Committee to develop plan goals and objectives and review alternatives and recommendations.
- Provide appropriate project management and sufficient coordination, so that there is production control and assistance to PB's Project Manager.

The tasks to complete the LRP Update are defined as follows:

Task 1: Public Involvement and Stakeholder Engagement – ongoing process to provide ample opportunity for public review and comment through a combination of public outreach strategies.

Deliverables: Two (2) public meetings to include presentations or workshops for Commissioners Court; meeting materials for Advisory Committee; social media outlets; media engagement; and coordination and consultation with stakeholders agencies and Fort Bend County departments on a quarterly basis.

Task 2: Data Collection, Mapping and Data Development – utilize existing data collected by Fort Bend County, Houston-Galveston Area Council and the Texas Department of Transportation to assess future transit demand. Data from these sources may include socioeconomic forecasts for the county and adjacent areas, origin/destination survey results, inventories of current assets, etc.; coordination of origin/destination survey and/or license tag survey as necessary with Texas Transportation Institute.

Deliverables: Maps for existing conditions plus horizon year conditions; demographic and travel demand forecasts; origin/destination data analysis; inventory of assets; analysis of data owned by Fort Bend County or partner agencies such as the Houston-Galveston Area Council.

Task 3: Travel Demand Modeling - work with the Houston-Galveston Area Council to make minor updates to the subregional model developed for the Fort Bend County Subregional Plan.

Deliverables: Updated subregional travel demand model.

Task 4: Alternatives Analysis - develop alternatives for achieving goals; analyze alternatives using quantitative and qualitative performance measures selected by the Advisory Committee that support the goals established by that committee.

Deliverables: Performance indicators; ranking and scoring of alternatives based upon performance indicators and goals.

Task 5: Financial Plan – review current financial condition and identify resources for short-range plan project recommendations; develop a financial forecast that identifies a reasonably anticipated revenue stream and capital and O&M costs for a 20-year period with specific revenue/cost identified for improvements in the first 3-years consistent with the recommended projects for the short-range plan.

Deliverables: Financial forecast for revenue and costs divided into short-range and long-range periods with associated capital and operations programs.

Task 6: Recommendations – based on the results of Task 4 and Task 5, develop a fiscally constrained program of capital and operating “projects” for the short-range (3-year) plan and long-range (20-year) plan with projects developed to a level sufficient for inclusion in the Transportation Improvement Program and the Regional Transportation Plan (as required by the Houston-Galveston Area Council).

Deliverables: Recommended fiscally constrained program of projects for short and long-range periods; recommended service and operations plan; draft and final report that includes executive summary and technical appendices (5 hard copies and 1 electronic file).

**Fort Bend County Public Transportation Planning Services
Parsons Brinckerhoff Team**

ESTIMATE OF HOURS FOR KEY PERSONNEL

**Work Authorization 1
Long-range Plan Update**

FIRM	CLASSIFICATION	NAME	EST. HOURS
Parsons Brinckerhoff	Principal	Woody Owens	2
	Project Manager	Patricia Waskowiak	263
	Lead Planner	Jennifer Wang	200
	Lead Engineer	Sirisha Pillalamarrl	250
	Development Specialist	Tom Hester	35
	Sr. Planning Manager	Robert Sutton	25
	Principal Travel Demand Modeler	Dawn Mckinstry	59
	Project Finance Consultant	Sean Libberton	25
CDS Market Research	President	Steve Spillette	0
	Sr. Market Analyst	Kirby Snideman	0
	Market Analyst	Ty Jacobsen	0
Knudson, LP	President	Patti Joiner	2
	Project Manager	Angela Martinez	30
	Planner III		8
	GIS Specialist	Megan Kennison	10
The Lentz Group	Principal	Ruth Henshall	47
	Public Involvement Manager		55
	Public Involvement Specialist		60
Nancy Edmonson	Principal	Nancy Edmonson	98
Traffic Engineers, Inc.	Principal	Geoff Carleton	10
	Sr. Associate	Shaida Libhart	130
	Associate	James Iltamas	60
	Analyst		20
Estimate of Total Hours			1389

**Fort Bend County Public Transportation Planning Services
Parsons Brinckerhoff Team
COST/PAYMENT AGREEMENT FOR PROFESSIONAL SERVICES
Work Authorization 1
Long-range Plan Update**

The Parson Brinckerhoff (PB) Team will perform the Scope of Services identified in Work Authorization No.1 for an amount not-to-exceed two hundred thousand dollars and no/100 (\$200,000.00).

Parsons Brinckerhoff will submit monthly invoices as follows:

- (1) Actual direct expenses and labor of sub-consultants not to exceed \$65,000.
- (2) A monthly fixed fee of \$8,076.93 monthly for the twelve (12) month period of March 2016 thru February 2017 and a one-time fee of \$8,076.84 for the Month of March 2017 not to exceed \$105,000.00.

Parsons Brinckerhoff will submit a final invoice after all deliverables for Work Authorization No. 1 have been delivered and accepted by the County as follows:

- (1) An additional thirty thousand dollars and no/100 (\$30,000.00) calculated at 15% of total maximum compensation (\$200,000) for Work Authorization No.1.

Work Authorization #1 Long-Range Plan Update	PB		Lentz Group*		TEI*		Nancy Edmonson		Knudson*		Total Budget
	Hours	Subtotal	Hours	Subtotal	Hours	Subtotal	Hours	Subtotal	Hours	Subtotal	
Task 1: Public Involvement	162	\$23,500	162	\$18,500							\$42,000
Task 2: Data Collection, Mapping and Data Development	146	\$21,300			70	\$8,700					\$30,000
Task 3: Travel Demand Modeling	72	\$10,500			35	\$4,500					\$15,000
Task 4: Alternatives Analysis	214	\$31,200			60	\$8,000	20	\$2,900	30	\$2,900	\$45,000
Task 5: Financial Forecast	34	\$5,000			15	\$2,000	60	\$8,000			\$15,000
Task 6: Recommendations	230	\$33,500			40	\$5,000	18	\$2,500	20	\$2,000	\$43,000
Labor	859	\$125,000	162	\$18,500	220	\$28,200	98	\$13,400	50	\$4,900	\$190,000
Expenses	-	\$10,000									\$10,000
Total Budget		\$135,000		\$18,500		\$28,200		\$13,400		\$4,900	\$200,000

* Indicates SBE/DBE Certification

Parson's Brinkerhoff
WORK AUTHORIZATION No. 1
Long Range Plan Update
ATTACHMENT C
Work Schedule

**Fort Bend County Public Transportation Planning Services
Parsons Brinckerhoff Team**

SCHEDULE OF DELIVERABLES FOR PROFESSIONAL SERVICES

**Work Authorization 1
Long-range Plan Update**

Long-Range Plan Schedule	2016												2017		
	FEB	MAR	APR	MAY	JUN	JUL	AUG	SEP	OCT	NOV	DEC	JAN	FEB	MAR	
Task 1: Public Involvement *			★									★	◆		
Task 2: Data Collection, Mapping and Data Development					◆										
Task 3: Travel Demand Modeling							◆								
Task 4: Alternatives Analysis										◆					
Task 5: Financial Forecast											◆				
Task 6: Recommendations:															
Draft Plan													◆		
Final Plan														◆	

*Note: Ongoing process to provide ample opportunity for public comment through community meetings, social media forums, email communications, etc.



Public Meetings



Deliverables for Task

CERTIFICATE OF INTERESTED PARTIES

FORM 1295

1 of 1

Complete Nos. 1 - 4 and 6 if there are interested parties.
Complete Nos. 1, 2, 3, 5, and 6 if there are no interested parties.

OFFICE USE ONLY CERTIFICATION OF FILING

1 Name of business entity filing form, and the city, state and country of the business entity's place of business.
Parsons Brinckerhoff, Inc.
New York, NY United States

Certificate Number:
2016-13831

Date Filed:
02/16/2016

2 Name of governmental entity or state agency that is a party to the contract for which the form is being filed.
Fort Bend County

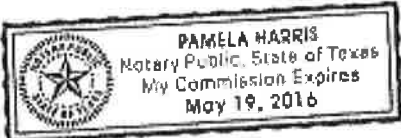
Date Acknowledged:

3 Provide the identification number used by the governmental entity or state agency to track or identify the contract, and provide a description of the goods or services to be provided under the contract.
RFP 15-072 - WA #1
Professional Assistance for Public Transportation Planning Activities (WA #1)

4 Name of Interested Party	City, State, Country (place of business)	Nature of interest (check applicable)	
		Controlling	Intermediary
Parsons Brinckerhoff Group LLC	New York, NY United States	X	

5 Check only if there is NO interested Party.

6 AFFIDAVIT I swear, or affirm, under penalty of perjury, that the above disclosure is true and correct.



[Signature]
Signature of authorized agent of contracting business entity

AFFIX NOTARY STAMP / SEAL ABOVE

Sworn to and subscribed before me, by the said *[Signature]* this the 16 day of 02, 2016, to certify which, witness my hand and seal of office.

Pamela Harris Signature of officer administering oath
Pamela Harris Printed name of officer administering oath
[Signature] Notary Public Title of officer administering oath

CERTIFICATE OF INTERESTED PARTIES

FORM 1295

1 of 1

Complete Nos. 1 - 4 and 6 if there are interested parties.
 Complete Nos. 1, 2, 3, 5, and 6 if there are no interested parties.

OFFICE USE ONLY CERTIFICATION OF FILING

1 Name of business entity filing form, and the city, state and country of the business entity's place of business.

Parsons Brinckerhoff, Inc.
 New York, NY United States

Certificate Number:
 2016-13831

Date Filed:
 02/16/2016

2 Name of governmental entity or state agency that is a party to the contract for which the form is being filed.

Fort Bend County

Date Acknowledged:
 02/23/2016

3 Provide the identification number used by the governmental entity or state agency to track or identify the contract, and provide a description of the goods or services to be provided under the contract.

RFP 15-072 - WA #1
 Professional Assistance for Public Transportation Planning Activities (WA #1)

4	Name of Interested Party	City, State, Country (place of business)	Nature of interest (check applicable)	
			Controlling	Intermediary
	Parsons Brinckerhoff Group LLC	New York, NY United States	X	

5 Check only if there is NO interested Party.

6 AFFIDAVIT I swear, or affirm, under penalty of perjury, that the above disclosure is true and correct.

 Signature of authorized agent of contracting business entity

AFFIX NOTARY STAMP / SEAL ABOVE

Sworn to and subscribed before me, by the said _____, this the _____ day of _____, 20_____, to certify which, witness my hand and seal of office.

 Signature of officer administering oath Printed name of officer administering oath Title of officer administering oath

EXHIBIT B

**Fort Bend County Transportation Planning Services
Parsons Brinckerhoff Team
Work Authorization No. 1**

REVISED COST/PAYMENT AGREEMENT

June 10, 2016

The Parson Brinckerhoff (PB) Team will perform the Scope of Services identified in Work Authorization No.1 for an amount not-to-exceed two hundred thousand dollars and no/100 (\$200,000.00).

Parsons Brinckerhoff will submit monthly invoices as follows:

- (1) Actual direct expenses and labor of PB personnel of sub-consultants not to exceed \$104,200.
- (2) A one-time fixed fee of \$8,076.93 for March 2016 followed by a monthly fixed fee of \$4,810.25 for the twelve (12) month period of April 2016 thru March 2017 not to exceed \$65,800.

Parsons Brinckerhoff will submit a final invoice after all deliverables for Work Authorization No. 1 have been delivered and accepted by the County as follows:

An additional thirty thousand dollars and no/100 (\$30,000.00) calculated at 15% of total maximum compensation for Work Authorization No.1.

Work Authorization #1 Long-Range Plan Update	PB		Lentz Group*		TEI*		Nancy Edmonson		Knudson*		Total Budget
	Hours	Subtotal	Hours	Subtotal	Hours	Subtotal	Hours	Subtotal	Hours	Subtotal	
Task 1: Public Involvement	190	\$27,645	192	\$26,000	58	\$7,500					\$61,145
Task 2: Data Collection, Mapping and Data Development	100	\$14,550			34	\$3,500					\$18,050
Task 3: Travel Demand Modeling	20	\$2,910			34	\$14,800					\$17,710
Task 4: Alternatives Analysis	75	\$10,913			292	\$34,200					\$45,113
Task 5: Financial Forecast	35	\$5,093					80	\$10,000			\$15,093
Task 6: Recommendations	200	\$29,100			200	\$8,200					\$37,300
Labor	620	\$90,210	192	\$26,000	618	\$68,200	80	\$10,000		\$0	\$194,410
Expenses	-	\$5,590									\$5,590
Total Budget		\$95,800		\$26,000		\$68,200		\$10,000		\$0	\$200,000