

## SECOND AMENDATORY AGREEMENT

THIS SECOND AMENDATORY AGREEMENT is made and entered into by and between the **CITY AND COUNTY OF DENVER**, a municipal corporation of the State of Colorado (the “City”) and **FELSBURG HOLT & ULLEVIG, INC.**, a Colorado corporation registered to do business in Colorado, whose address is 6300 South Syracuse Way, Suite 600, Centennial, Colorado 80111 (the “Consultant”), jointly “the parties.”

### RECITALS:

**A.** The Parties entered into an On-Call Engineering Services Agreement executed on or about February 14, 2017, and an Amendatory Agreement dated August 9, 2019, (collectively, the “Agreement”) for the performance of certain work set forth in that Agreement and **Exhibit A** thereto; and

**B.** Rather than enter into a new contract, the Parties desire to revise the terms and conditions of the Agreement as they previously existed and the Parties further desire to amend the Agreement to extend the term of the Agreement one year and add compensation in the amount of ONE MILLION DOLLARS (\$1,000,000.00) to the Agreement for the purpose of business continuity.

**NOW THEREFORE**, in consideration of the premises and the Parties’ mutual covenants and obligations, the Parties agree as follows:

**1.** All references to “...Exhibit B...” in the Agreement shall be amended to read: “...Exhibit B and B-1...” as applicable. The hourly rate schedules marked as Exhibit B-1 attached to this Amendatory Agreement is hereby incorporated by reference. The new rates shall be effective at time of amendment execution and shall only apply to new task orders issued after amendment execution.

**2.** All references to “...Exhibit C...” in the Agreement shall be amended to read: “...Exhibit C and C-1...” as applicable. The key professional personnel marked as Exhibit C-1 attached to this Amendatory Agreement is hereby incorporated by reference.

**3.** Section 3 entitled “**COMPENSATION, PAYMENT, AND FUNDING**” is amended to read as follows:

#### “**3.05 Maximum Contract Amount; Funding.**”

- (a) It is understood and agreed by the parties hereto that payment or reimbursement of all kinds to the Consultant, for all Work performed under this Agreement, shall not exceed a maximum of **SEVEN MILLION DOLLARS AND NO CENTS (\$7,000,000.00)**. In no event shall the maximum payment to the Consultant, for all work and services performed throughout the entire term of

this Agreement exceed the contract maximum amount set forth above.”

4. Section 4 of the Agreement entitled “**TERM AND TERMINATION**” is amended to read as follows:

“**4.01 Term:** The term of this Agreement shall commence on February 15, 2017, and shall expire on February 14, 2022, unless sooner terminated or extended by written amendment. The Consultant shall complete any task orders in progress as of the expiration date of this agreement and the term will extend until the work is completed or earlier terminated by the Manager. The term of this agreement may be extended for one additional year at the City’s sole discretion by written amendment.”

5. Except as herein amended, the Agreement continues in effect, and is affirmed and ratified in each and every particular.

6. This Second Amendatory Agreement will not be effective or binding on the City until it has been fully executed by all required signatories of the City and County of Denver, and if required by Charter, approved by the City Council.

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**[SIGNATURE PAGES TO FOLLOW]**

**Contract Control Number:**  
**Contractor Name:**

PWADM-201950831-02 [201631681-02]  
FELSBURG HOLT & ULLEVIG, INC.

IN WITNESS WHEREOF, the parties have set their hands and affixed their seals at  
Denver, Colorado as of:

**SEAL**

**CITY AND COUNTY OF DENVER:**

**ATTEST:**

By:

\_\_\_\_\_

\_\_\_\_\_

**APPROVED AS TO FORM:**

**REGISTERED AND COUNTERSIGNED:**

Attorney for the City and County of Denver

By:

By:

\_\_\_\_\_

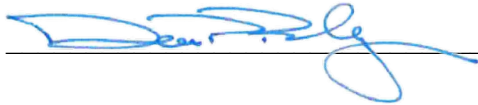
\_\_\_\_\_

By:

\_\_\_\_\_

**Contract Control Number:**  
**Contractor Name:**

PWADM-201950831-02 [201631681-02]  
FELSBURG HOLT & ULLEVIG, INC.

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

Name: Dean Bradley  
(please print)

Title: President  
(please print)

ATTEST: [if required]

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

Name: Patrick Stein  
(please print)

Title: Principal/Project Manger  
(please print)

# Exhibit B-1

**ATTACHMENT 2  
CONSULTANT TEAM  
MEMBERS**

**PRIME CONSULTANT: Felsburg Holt & Ullevig**

List **ALL** potential firm personnel titles/classification that may be utilized under the Agreement, and their respective hourly rate. Do not list names of personnel, only titles (i.e. Project Manager).

Title/Classification	Responsibilities	Rate/Hr.
Principal III	Senior Oversight, QA/QC, Team and Task Leadership, Overall Contract Management	\$270
Principal II	Senior Oversight, QA/QC, Team and Task Leadership	\$240
Principal I	Senior Oversight, QA/QC, Team and Task Leadership	\$220
Associate	Team and Task Leadership	\$210
Sr. Engineer	Team and Task Leadership, Engineering	\$195
Engineer V	Task Leadership, Engineering	\$175
Engineer IV	Task Leadership, Engineering	\$155
Engineer III	Task Leadership, Engineering	\$130
Engineer II	Task Leadership, Engineering	\$115
Engineer I	Engineering	\$105
Sr. Environmental Scientist/Planner	Task Leadership, Environmental	\$190
Environmental Scientist/Planner V	Task Leadership, Environmental	\$175
Environmental Scientist/Planner IV	Task Leadership, Environmental	\$155
Environmental Scientist/Planner III	Task Leadership, Environmental	\$130
Environmental Scientist/Planner II	Environmental	\$115
Environmental Scientist/Planner I	Environmental	\$105
GIS Manager	Task Leadership, GIS	\$190
GIS Specialist V	GIS	\$170
GIS Specialist IV	GIS	\$155
GIS Specialist III	GIS	\$130
GIS Specialist II	GIS	\$115
GIS Specialist I	GIS	\$105
Sr. Transportation Planner	Task Leadership, Transportation Planning	\$190
Transportation Planner V	Task Leadership, Transportation Planning	\$170
Transportation Planner IV	Transportation Planning	\$155
Transportation Planner III	Transportation Planning	\$130
Transportation Planner II	Transportation Planning	\$115
Transportation Planner I	Transportation Planning	\$105
Lead ITS Specialist	ITS	\$200

CADD Manager	Task Leadership, CADD, Design Support	\$190
Sr. Bridge Designer	CADD, Design Support	\$185
Lead Designer	CADD, Design Support	\$180
Sr. Designer/Project Technician	CADD, Design Support	\$160
Designer V/Project Technician V	CADD, Design Support	\$145
Designer IV/Project Technician IV	CADD, Design Support	\$135
Designer III/Project Technician III	CADD, Design Support	\$116
Designer II/Project Technician II	CADD, Design Support	\$100
Designer I/Project Technician I	CADD, Design Support	\$90
Sr. Construction Technician	Construction Support	\$140
Construction Technician V	Construction Support	\$130
Construction Technician IV	Construction Support	\$115
Construction Technician III	Construction Support	\$100
Construction Technician II	Construction Support	\$90
Construction Technician I	Construction Support	\$75
Intern I	Miscellaneous Support	\$55
Graphic Design Manager	Graphic Design	\$150
Graphic Design Specialist V	Graphic Design	\$140
Graphic Design Specialist IV	Graphic Design	\$135
Graphic Design Specialist III	Graphic Design	\$120
Graphic Design Specialist II	Graphic Design	\$105
Graphic Design Specialist I	Graphic Design	\$90
Marketing Manager	Marketing	\$150
Marketing Specialist	Marketing	\$115
Systems Administrator	Systems Administration	\$120
Sr. Administrative Assistant	Administrative, Clerical	\$115
Administrative	Administrative, Clerical	\$90

Multiplier, which when multiplied by the direct labor rate yields the above hourly billing rate: 3.0.

## SUB-CONSULTANT TEAM MEMBERS

Firm Name: Yeh and Associates

List **ALL** potential firm personnel titles/classifications that may be utilized under the Agreement, and their respective hourly rate. Do not list names of personnel, only titles (i.e. Project Manager).

Title/Classification	Responsibilities	Rate/Hr.
Principal	Ensure project receives all needed support. Review schedule, budget	\$205.00
Senior Project Manager	Responsible for day-to-day management of project	\$185.00
Project Manager	Responsible for day-to-day management of project of limited scope projects	\$156.00
Senior Engineer/Geologist	Performs engineering/geological investigations	\$135.00
Project Engineer/Geologist	Performs investigations. Prepares reports	\$115.00
Staff Engineer/Geologist	Performs calculations, sketches, checks drawings supplied by others	\$100.00
Engineer/Geologist Intern	Supports more senior geologists in investigations and evaluations	\$62.00
Resident Construction Engineer	Responsible for managing, scheduling, and delivering construction projects, licensed	\$180.00
Construction Manager	Responsible for day to day management of limited scope projects, non-licensed	\$155.00
Construction Observer 3	Inspects construction, submits daily field logs	\$125.00
Construction Observer 2	Provide construction inspection services, written field reports	\$110.00
Construction Observer 1	Provide construction inspection services, written field reports	\$99.00
Technician Leader/ Supervisor	Provides quality control for field project documentation	\$130.00
Laboratory Supervisor	Organizes and oversees all lab activities for material testing	\$110.00
Technician 3	Conducts tests on soils, concrete, asphalt; fully certified	\$88.00
Technician 2	Samples and tests asphalt, concrete, aggregate, and soils	\$79.00
Technician 1	Samples and tests asphalt, concrete, aggregate, and soils	\$65.00
Graphics/CAD Specialist	Prepares conceptual studies and designs	\$130.00
CAD Technician	Prepares studies and designs into electronic files	\$80.00

Multiplier, which when multiplied by the direct labor rate yields the above hourly billing rate: 2.83



**SUB-CONSULTANT TEAM MEMBERS**

Firm Name: 105 West, Inc.

List **ALL** potential firm personnel titles/classifications that may be utilized under the Agreement, and their respective hourly rate. Do not list names of personnel, only titles (i.e. Project Manager).

Title/Classification	Responsibilities	Rate/Hr.
Director of Survey/Mapping	Manage projects/perform boundary survey work and ROW work	\$130.00
Project Surveyor	Manage projects/day-to-day field operations and perform all surveying	\$105.00
Survey Technician	Perform all types of surveying required for project completion	\$85.00
Survey Crew (3-man)	Perform field work and coordination	\$220.00
Survey Crew (2-man)	Perform field work and coordination	\$145.00
Survey Crew (1-man)	Perform field work and coordination	\$120.00
Party Chief	Perform field work and coordination	\$85.00
Instrument Operator	Assist Part Chief in performing field work and coordination	\$60.00
Administrative	Perform administrative duties	\$60.00

Multiplier, which when multiplied by the direct labor rate yields the above hourly billing rate: 2.7.

## SUB-CONSULTANT TEAM MEMBERS

Firm Name: Goodbee & Associates, Inc.

List **ALL** potential firm personnel titles/classifications that may be utilized under the Agreement, and their respective hourly rate. Do not list names of personnel, only titles (i.e. Project Manager).

Title/Classification	Responsibilities	Rate/Hr.
President	Directs all aspects of the firm's operations	\$185
Principal	Directs all aspects of the firm's operations	\$185
Project Manager III	Leads and reviews technical work	\$150
Project Manager II	Leads and reviews technical work	\$135
Project Manager I	Leads and reviews technical work	\$125
Landscape Architect (Principal)	Leads and reviews technical work	\$175
Landscape Architect III	Leads and reviews technical work	\$150
Landscape Architect II	Leads and reviews technical work	\$130
Landscape Architect I	Leads and reviews technical work	\$110
Designer III	Completes technical work under direction of PM/LA	\$115
Designer II	Completes technical work under direction of PM/LA	\$110
Designer I	Completes technical work under direction of PM/LA	\$100
CAD II	Completes technical work under direction of PM/LA	\$100
CAD I	Completes technical work under direction of PM/LA	\$80
Administrator	Bookkeeping and general administration	\$110
Administrative Assistant	General administration	\$80

Multiplier, which when multiplied by the direct labor rate yields the above hourly billing rate: 3.1.

## SUB-CONSULTANT TEAM MEMBERS

Firm Name: Alfred Benesch & Company

List **ALL** potential firm personnel titles/classifications that may be utilized under the Agreement, and their respective hourly rate. Do not list names of personnel, only titles (i.e. Project Manager).

Title/Classification	Responsibilities	Rate/Hr.
Project Principal	Project Principal	\$ 225.00
Senior Project Manager	Project Management	\$ 210.00
Project Manager II	Project Management	\$ 185.00
Project Manager I	Project Management	\$ 147.00
Senior Resident Project Manager	Project Management	\$ 162.00
Resident Project Manager	Project Management	\$ 116.00
Senior Project Engineer	Senior Level Technical Direction	\$ 165.00
Project Engineer II	Lead Technical	\$ 125.00
Project Engineer I	Lead Technical	\$ 115.00
Designer II	Design Engineering	\$ 100.00
Designer I	Design Engineering	\$ 90.00
Project Scientist III	Environmental	\$ 97.00
Project Scientist II	Environmental	\$ 86.00
Senior Technologist	Engineering Technician/CAD	\$ 120.00
Technologist II	Engineering Technician/CAD	\$ 77.00
Technologist I	Engineering Technician/CAD	\$ 61.00
Intern	Project Assistance	\$ 56.00
Field /Lab Technician	Field Inspection	\$ 54.00
Senior Const. Representative	Field Construction Support	\$ 132.00
Construction Representative III	Field Construction Support	\$ 106.00
Construction Representative II	Field Construction Support	\$ 95.00
Construction Representative I	Field Construction Support	\$ 87.00
Sr Inspector	Construction Inspection	\$ 123.00
Inspector II	Construction Inspection	\$ 74.00
Project Assistant I	Clerical	\$ 63.00

Multiplier, which when multiplied by the direct labor rate yields the above hourly billing rate: 2.9.

# Exhibit C-1

**Attachment 2  
LIST OF KEY PERSONNEL**

**FELSBURG HOLT & ULLEVIG**

(Consultant may copy this page or modify it to conform to the services being offered.)

PERSONNEL CLASSIFICATION	NAME OF INDIVIDUAL
Principal III	Dean Bradley, PE
Principal II	Lyle DeVries, PE, PTOE
Principal II	Elliot Sulsky, PE, AICP
Principal II	Holly Buck, PE, PTP
Principal II	Patrick Stein, PE
Principal II	Jenny Young, PE, AICP
Principal II	Kevin Maddoux, AICP, CEP
Principal I	Alex Pulley, CE
Principal I	Michelle Stevens, PE
Associate	Rich Follmer, PE, PTOE
Associate	Tom Nead, PE,
Associate	Jeanne Schley, PE
Associate	Stephanie Sangaline, PE, CPESC
Associate	Gaurav Vasisht, PE, PTOE
Associate	Paul Brown, PE, PTOE
Sr. Engineer	Larry Lang, PE, PTOE
Sr. Engineer	David Kim, PE
Sr. Engineer	Cynthia Otegui, PE
Sr. Engineer	Karen Fox, PE
Sr. Engineer	Kendra, Gabbert, PE, CFM
Sr. Engineer	Bill Marcato, PE
Sr. Engineer	David Joder, PE
Engineer V	Natalia Stecyk, EI
Engineer V	Chad Twiss, CFM
Engineer IV	Philip Duham, PE
Engineer IV	Colleen Dawson, PE
Engineer IV	Vijay Sabawat Krishna
Engineer IV	John Lynch, PE
Engineer IV	Matt Adams, PE
Engineer IV	Joseph Haberl, PE
Engineer IV	Rachel Ackermann, PE
Engineer IV	Allison Rice, PE, CFM
Engineer IV	Alivia Plankis, PE
Engineer IV	Sean Fahey, PE
Engineer III	Patrick Egan, PE
Engineer III	Lauren Goecke, PE
Engineer III	Zach Grady, PE
Engineer III	Michelle Schefflin
Engineer II	Ryan Walker, EI
Engineer II	Ryan Saline, EI
Engineer II	Jessica Strege, EI

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Engineer II

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Engineer I

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Engineer I

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Engineer I

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Engineer I

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Engineer I

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Sr. Environmental Scientist/Planner

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Environmental Scientist/Planner V

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Environmental Scientist/Planner V

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Environmental Scientist/Planner V

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Environmental Scientist/Planner III

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Environmental Scientist/Planner III

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Environmental Scientist/Planner II

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Environmental Scientist/Planner I

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Environmental Scientist/Planner I

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GIS Manager

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Sr Transportation Planner

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Transportation Planner III

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Transportation Planner III

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Transportation Planner I

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Sr. Designer

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Designer V

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Designer IV

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Designer III

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Designer II

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Construction Technician III

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Graphic Design Manager

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Graphic Design Specialist I

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Sr. Administrative Assistant

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Stephen Donegan, EI

---

Clay Gattey

---

David Marsh

---

Alex Thibodeaux, EI

---

Nicholas Glenn, EI

---

Samuel Sorger, EI

---

William Spencer

---

Annie McFarland

---

Amanda Cushing

---

Tamara Keefe, GISP

---

Brad Chronowski, PLA, ASLA

---

Neal Goffinet

---

Jake Lloyd

---

Daniel Morgan, PLA, ASLA

---

Haley Stratton

---

Blake Walter

---

Megan Ornelas

---

Cady Dawson, AICP

---

Mathew Downey, PE

---

Kelly Leadbetter, AICP

---

Sebastian Montenegro, EI

---

Peter Rondinone

---

Vincente Miranda

---

Kelly Turner

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Souzana Vang

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Chase Miyamoto

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Rob Bates

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Jan Campbell

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Kalen Foster

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Linda Stuchlik

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**Attachment 2  
LIST OF KEY PERSONNEL**

**Alfred Benesch & Company**

**(Consultant may copy this page or modify it to conform to the services being offered.)**

PERSONNEL CLASSIFICATION	NAME OF INDIVIDUAL
Project Principal	William Epp
Senior Project Manager	Jess Hastings
Senior Project Manager	John Sabo
Senior Project Manager	James Heckman
Senior Project Manager	Steven Banks
Senior Project Manager	Joseph Illes
Senior Project Manager	Walt Mystkowski
Sr Resident Project Manager	Jess Hastings
Sr Resident Project Manager	Robert Burch
Project Manager II	Steven Hakes
Project Manager II	Dan Bechtold
Project Manager II	Larry Has
Project Manager II	Matt Salek
Project Manager I	Noelle Beegle
Resident Project Manager I	Larry Isom
Resident Project Manager I	Sam Lopez Rodriguez
Resident Project Manager II	James Newberry
Project Engineer I	John Moschovich
Project Engineer I	Rajib Pokharel
Project Engineer II	James Stahr
Designer I	Sarah Floyd
Designer II	Mitch Everhardt
Designer II	Matt Steiner
Designer II	Jeffery Hebert
Designer II	Ally Laskero
Designer II	Kalen Turner
Project Scientist II	Ben Tuthill
Project Scientist III	John Gaddis
Project Assistant I	Debbie Risch
Technologist I	Payton Risch
Technologist I	Justin Dietrick
Field / Lab Technician II	Brice Korte
Inspector II	Eric Hastings
Inspector II	Jacob Yager
Sr Inspector	Daniel Aragon
Sr Inspector	Robert Gorse
Sr Inspector	Philip Card
Sr Inspector	Michael Kerns
Construction Representative I	Cameron Staples



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Construction Representative I

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Construction Representative II

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Construction Representative II

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Construction Representative II

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Construction Representative III

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Sr Construction Representative

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James Brose

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Kyle Carey

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Nolan Johnson

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George Giese

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Ryan Garringer

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Darrell Morrell

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