

ORDINANCE NO. \_\_\_\_\_

AN ORDINANCE OF THE CITY OF DENTON, A TEXAS HOME-RULE MUNICIPAL CORPORATION, AUTHORIZING THE APPROVAL OF CHANGE ORDER NO. 5 TO THE DESIGN-BUILD AGREEMENT BETWEEN THE CITY OF DENTON AND BETA ENGINEERING, LLC, FOR THE DESIGN AND CONSTRUCTION OF THE HICKORY GAS INSULATED SUBSTATION FOR DENTON MUNICIPAL ELECTRIC; PROVIDING FOR THE EXPENDITURE OF FUNDS THEREFOR; AND PROVIDING AN EFFECTIVE DATE (RFQ 7670 – CHANGE ORDER NO. 5 IN THE NOT-TO-EXCEED AMOUNT OF \$248,569.09, FOR A TOTAL CONTRACT AWARD AGGREGATED TO \$41,551,141.48).

WHEREAS, on December 14, 2021, by Ordinance No. 21-2701, the City Council awarded a contract to Beta Engineering, LLC, in the amount of \$40,469,000 for the design and construction of the Hickory Gas Insulated Substation for Denton Municipal Electric; and

WHEREAS, on August 16, 2022, City Council awarded a Change Order No. 1 to Beta Engineering, LLC, in the amount of \$811,000.00; and

WHEREAS, on May 12, 2023, Purchasing awarded a Change Order No. 2 to Beta Engineering, LLC; in the amount of \$37,000.00; and

WHEREAS, on September 14, 2023, Purchasing awarded a Change Order No. 3 to Beta Engineering, LLC, to reduce the contract in the amount of \$1,325.61; and

WHEREAS, on March 7, 2024, Purchasing awarded a Change Order No. 4 to Beta Engineering, LLC, to reduce the contract in the amount of \$13,102.00; and

WHEREAS, this procurement was undertaken as part of the City's governmental function; and

WHEREAS, the Staff having recommended, and the City Manager having recommended to the Council that a change order be authorized to amend such contract agreement with respect to the scope of work and an increase in the payment amount; NOW, THEREFORE,

THE COUNCIL OF THE CITY OF DENTON HEREBY ORDAINS:

SECTION 1. Change Order No. 5, increasing the amount of the contract between the City and Beta Engineering, LLC, which is on file in the office of the Purchasing Agent, in the amount of Two Hundred Forty-Eight Thousand Five Hundred Sixty-Nine and 09/100 (\$248,569.09) dollars, is hereby approved and the expenditure of funds therefore is hereby authorized in accordance with said change order. The total purchase order amount increases to \$41,551,141.48.

SECTION 2. This ordinance shall become effective immediately upon its passage and approval.

The motion to approve this ordinance was made by \_\_\_\_\_ and seconded by \_\_\_\_\_. This ordinance was passed and approved by the following vote [ \_\_\_ - \_\_\_ ]:

	<b>Aye</b>	<b>Nay</b>	<b>Abstain</b>	<b>Absent</b>
Mayor Gerard Hudspeth:	_____	_____	_____	_____
Vicki Byrd, District 1:	_____	_____	_____	_____
Brian Beck, District 2:	_____	_____	_____	_____
Paul Meltzer, District 3:	_____	_____	_____	_____
Joe Holland, District 4:	_____	_____	_____	_____
Brandon Chase McGee, At Large Place 5:	_____	_____	_____	_____
Jill Jester, At Large Place 6:	_____	_____	_____	_____

PASSED AND APPROVED this the \_\_\_\_\_ day of \_\_\_\_\_, 2024.

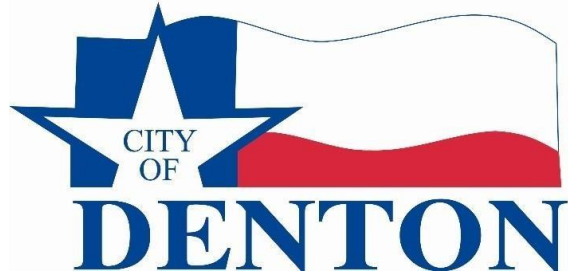
\_\_\_\_\_  
GERARD HUDSPETH, MAYOR

ATTEST:  
LAUREN THODEN, CITY SECRETARY

BY: \_\_\_\_\_

APPROVED AS TO LEGAL FORM:  
MACK REINWAND, CITY ATTORNEY

BY: Benjamin N. Samples, II



## DocuSign City Council Transmittal Coversheet

RFP	7670
File Name	Hickory GIS Substation, Change Order 5
Purchasing Contact	Christa Christian
City Council Target Date	
Piggy Back Option	No
Contract Expiration	
Ordinance	

DME Hickory GIS Substation  
 June 10, 2024  
 Page 2



**Beta Engineering**  
 4725 Highway 28 East  
 Pineville, LA 71360  
 318.487.9599  
 betaengineering.com

June 30, 2022

Denton Municipal Electric  
 1671 Spencer Road  
 Denton, TX 76205

Attn: Mr. Mark Zimmerer, PE  
 Subject: City of Denton Hickory GIS Substation Project  
 Beta Project No. B661

Dear Mark,

This letter serves as a formal request for a Contract Amendment to incorporate scope changes in the Design Build Agreement for the Construction of the Hickory GIS Substation dated December 14<sup>th</sup>, 2021. The additional scope items have been separated into three categories as follows:

- A. **Items to be Included in the Contract Amendment** – Beta requests a Contract Amendment to incorporate the following scope changes as soon as possible so that these items can be incorporated in the project without delay.

Item	Description	Price
A1	48Ft. Conduit Run around Apartment Complex  Labor & Equipment - (3) days - (1) Operator - Skid Steer - Hydrovac Trailer - Walk Behind Trencher - (1) Pusher - (2) Skilled Laborer	\$16,691.07

DME Hickory GIS Substation

June 10, 2024

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A2	<p>HK 221, HK 223, and HK 232 South Conduit runs</p> <p>Additional Scope of Work:</p> <ul style="list-style-type: none"> <li>-Demolition of additional asphalt, sidewalk &amp; curb</li> <li>-Installation of Curb for approx. 102 LF</li> <li>-Installation of Sidewalk &amp; Ramps approx. 102 LF</li> <li>-Additional Asphalt approx. 102 LF</li> <li>-Additional Demolition &amp; Haul off of Asphalt</li> <li>-Slowed production due to working in the street</li> <li>-Additional Flowable Fill -original bid included 178 cy and the new route includes 468 cy in addition to concrete pricing escalation.</li> <li>-Additional time for excavation to dig 10' 10" deep x 48" wide per the IFC profile</li> </ul>	\$157,193.52
A3	<p>Anti-Graffiti Wall Covering for Exterior Screen Wall per DME request</p> <p>Sherwin Williams Anti-Graffiti 1K siloxane to the exterior of the screen wall.</p>	\$74,684.50

Upon receipt of your response, I will prepare and submit the Change Order Form in accordance with Article V of the Design Build Agreement.

Please call me if you have any questions.

Sincerely,



Kevin Vercher

Project Manager

EXHIBIT B  
FORM OF CHANGE ORDER

In accordance with **Article V** of that certain Engineering, Procurement and Construction Agreement, dated December 14, 2021 (the "**Agreement**"), between Beta Engineering, LLC ("**Contractor**") and City of Denton ("**Owner**"), Contractor and Owner agree as follows:

Description of Change:

- A1. Extra 48ft. conduit run around neighboring Apartment complex
- A2. Extra work associated with HK 221, HK 223, and HK 232 South Conduit runs
- A3. Anti-Graffiti Wall Covering for Exterior Screen Wall per DME request

Original Contract Price	\$ <u>40,469,000.00</u>
Previous Change Orders	<u>\$833,572.39</u>
Amount of this Change Order	\$ <u>248,569.09</u>
New Contract Price	\$ <u>41,551,141.48</u>

This Change Order will modify the Contract Completion Date as follows:

\_\_\_\_\_ Increase \_\_\_\_\_ Decrease \_\_\_\_\_ No Effect   X   Calendar Days

Capitalized terms used and not defined herein shall have the meaning set forth in the Agreement. Except as modified hereby, the Agreement shall remain in full force and effect and unmodified.

**Accepted By Contractor**

By:  .....

Printed Name: Jake Woodward .....

Its: 7/2/24 .....

**Accepted By Owner**

By:.....

Printed Name:.....

Its:.....

IN WITNESS WHEREOF, the parties of these presents have executed this agreement in the year and ay first above written.

THIS AGREEMENT HAS BEEN BOTH REVIEWED AND APPROVED as to financial and operational obligations and business terms.

DocuSigned by:  
Terrance Naulty      Terrance Naulty  
SIGNATURE      PRINTED NAME

Asst. GM Denton Municipal Electric  
TITLE

Denton Municipal Electric  
DEPARTMENT

ATTEST:  
LAUREN THODEN, CITY SECRETARY

BY: \_\_\_\_\_

APPROVED AS TO LEGAL FORM:  
MACK REINWAND, CITY ATTORNEY

BY: Benjamin N. Samples, II  
DocuSigned by:  
AB7F931ADF45405...

**Certificate Of Completion**

Envelope Id: D36C86C6A9C24333BB2E7665C7EDF640

Status: Sent

Subject: Please DocuSign: City Council Contract 7670 Hickory GIS Substation, Change Order 5

Source Envelope:

Document Pages: 5

Signatures: 2

Envelope Originator:

Certificate Pages: 6

Initials: 1

Christa Christian

AutoNav: Enabled

901B Texas Street

Enveloped Stamping: Enabled

Denton, TX 76209

Time Zone: (UTC-06:00) Central Time (US & Canada)

Christa.Christian@cityofdenton.com

IP Address: 198.49.140.10

**Record Tracking**

Status: Original

Holder: Christa Christian

Location: DocuSign

7/2/2024 11:17:42 AM

Christa.Christian@cityofdenton.com

**Signer Events**

**Signature**

**Timestamp**

Christa Christian

**Completed**

Sent: 7/2/2024 11:21:09 AM

christa.christian@cityofdenton.com

Viewed: 7/2/2024 11:21:17 AM

Purchasing Supervisor

Signed: 7/2/2024 11:21:30 AM

City of Denton

Using IP Address: 198.49.140.10

Security Level: Email, Account Authentication (None)

**Electronic Record and Signature Disclosure:**  
Not Offered via DocuSign

Lori Hewell



Sent: 7/2/2024 11:21:32 AM

lori.hewell@cityofdenton.com

Viewed: 7/2/2024 11:54:02 AM

Purchasing Manager

Signed: 7/2/2024 11:54:14 AM

City of Denton

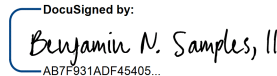
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Security Level: Email, Account Authentication (None)

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**Electronic Record and Signature Disclosure:**  
Not Offered via DocuSign

Benjamin N. Samples, II



Sent: 7/2/2024 11:54:16 AM

Benjamin.Samples@cityofdenton.com

Viewed: 7/2/2024 11:55:23 AM

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Signed: 7/2/2024 11:57:24 AM

Signature Adoption: Pre-selected Style

Using IP Address: 198.49.140.10

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Terrance Naulty



Sent: 7/2/2024 11:57:25 AM

Terrance.Naulty@cityofdenton.com

Resent: 7/2/2024 2:56:51 PM

Asst. GM Denton Municipal Electric

Viewed: 7/2/2024 2:58:25 PM

City of Denton

Signed: 7/2/2024 3:00:03 PM

Signature Adoption: Pre-selected Style

Security Level: Email, Account Authentication (None)

Using IP Address: 198.49.140.10

**Electronic Record and Signature Disclosure:**  
Not Offered via DocuSign



Signer Events	Signature	Timestamp
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Cheyenne Defee  
cheyenne.defee@cityofdenton.com  
Procurement Administration Supervisor  
City of Denton  
Security Level: Email, Account Authentication (None)

**Electronic Record and Signature Disclosure:**  
Not Offered via DocuSign

Sara Hensley  
sara.hensley@cityofdenton.com  
Security Level: Email, Account Authentication (None)

**Electronic Record and Signature Disclosure:**  
Not Offered via DocuSign

Lauren Thoden  
lauren.thoden@cityofdenton.com  
Security Level: Email, Account Authentication (None)

**Electronic Record and Signature Disclosure:**  
Not Offered via DocuSign

In Person Signer Events	Signature	Timestamp
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Editor Delivery Events	Status	Timestamp
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Agent Delivery Events	Status	Timestamp
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Intermediary Delivery Events	Status	Timestamp
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Certified Delivery Events	Status	Timestamp
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Carbon Copy Events	Status	Timestamp
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Cheyenne Defee  
cheyenne.defee@cityofdenton.com  
Procurement Administration Supervisor  
City of Denton  
Security Level: Email, Account Authentication (None)

**COPIED**

Sent: 7/2/2024 11:21:31 AM

**Electronic Record and Signature Disclosure:**  
Not Offered via DocuSign

Gretna Jones  
gretna.jones@cityofdenton.com  
Legal Secretary  
City of Denton  
Security Level: Email, Account Authentication (None)

**COPIED**

Sent: 7/2/2024 3:00:05 PM  
Viewed: 7/2/2024 3:18:28 PM

**Electronic Record and Signature Disclosure:**  
Not Offered via DocuSign

City Secretary Office  
citysecretary@cityofdenton.com  
Security Level: Email, Account Authentication (None)

**Electronic Record and Signature Disclosure:**  
Not Offered via DocuSign

<b>Carbon Copy Events</b>	<b>Status</b>	<b>Timestamp</b>
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Mark Zimmerer  
mark.zimmerer@cityofdenton.com  
Security Level: Email, Account Authentication  
(None)

**Electronic Record and Signature Disclosure:**  
Accepted: 6/28/2024 12:35:14 PM  
ID: 86efe65c-e67f-4380-aca6-fa87063d585e

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<b>Notary Events</b>	<b>Signature</b>	<b>Timestamp</b>
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<b>Envelope Summary Events</b>	<b>Status</b>	<b>Timestamps</b>
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Envelope Updated	Security Checked	7/2/2024 2:56:51 PM
Envelope Updated	Security Checked	7/2/2024 2:56:51 PM

<b>Payment Events</b>	<b>Status</b>	<b>Timestamps</b>
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<b>Electronic Record and Signature Disclosure</b>
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From time to time, City of Denton (we, us or Company) may be required by law to provide to you certain written notices or disclosures. Described below are the terms and conditions for providing to you such notices and disclosures electronically through your DocuSign, Inc. (DocuSign) Express user account. Please read the information below carefully and thoroughly, and if you can access this information electronically to your satisfaction and agree to these terms and conditions, please confirm your agreement by clicking the 'I agree' button at the bottom of this document.

### **Getting paper copies**

At any time, you may request from us a paper copy of any record provided or made available electronically to you by us. For such copies, as long as you are an authorized user of the DocuSign system you will have the ability to download and print any documents we send to you through your DocuSign user account for a limited period of time (usually 30 days) after such documents are first sent to you. After such time, if you wish for us to send you paper copies of any such documents from our office to you, you will be charged a \$0.00 per-page fee. You may request delivery of such paper copies from us by following the procedure described below.

### **Withdrawing your consent**

If you decide to receive notices and disclosures from us electronically, you may at any time change your mind and tell us that thereafter you want to receive required notices and disclosures only in paper format. How you must inform us of your decision to receive future notices and disclosure in paper format and withdraw your consent to receive notices and disclosures electronically is described below.

### **Consequences of changing your mind**

If you elect to receive required notices and disclosures only in paper format, it will slow the speed at which we can complete certain steps in transactions with you and delivering services to you because we will need first to send the required notices or disclosures to you in paper format, and then wait until we receive back from you your acknowledgment of your receipt of such paper notices or disclosures. To indicate to us that you are changing your mind, you must withdraw your consent using the DocuSign 'Withdraw Consent' form on the signing page of your DocuSign account. This will indicate to us that you have withdrawn your consent to receive required notices and disclosures electronically from us and you will no longer be able to use your DocuSign Express user account to receive required notices and consents electronically from us or to sign electronically documents from us.

### **All notices and disclosures will be sent to you electronically**

Unless you tell us otherwise in accordance with the procedures described herein, we will provide electronically to you through your DocuSign user account all required notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you during the course of our relationship with you. To reduce the chance of you inadvertently not receiving any notice or disclosure, we prefer to provide all of the required notices and disclosures to you by the same method and to the same address that you have given us. Thus, you can receive all the disclosures and notices electronically or in paper format through the paper mail delivery system. If you do not agree with this process, please let us know as described below. Please also see the paragraph immediately above that describes the consequences of your electing not to receive delivery of the notices and disclosures electronically from us.

**How to contact City of Denton:**

You may contact us to let us know of your changes as to how we may contact you electronically, to request paper copies of certain information from us, and to withdraw your prior consent to receive notices and disclosures electronically as follows:

To contact us by email send messages to: [purchasing@cityofdenton.com](mailto:purchasing@cityofdenton.com)

**To advise City of Denton of your new e-mail address**

To let us know of a change in your e-mail address where we should send notices and disclosures electronically to you, you must send an email message to us at [melissa.kraft@cityofdenton.com](mailto:melissa.kraft@cityofdenton.com) and in the body of such request you must state: your previous e-mail address, your new e-mail address. We do not require any other information from you to change your email address..

In addition, you must notify DocuSign, Inc to arrange for your new email address to be reflected in your DocuSign account by following the process for changing e-mail in DocuSign.

**To request paper copies from City of Denton**

To request delivery from us of paper copies of the notices and disclosures previously provided by us to you electronically, you must send us an e-mail to [purchasing@cityofdenton.com](mailto:purchasing@cityofdenton.com) and in the body of such request you must state your e-mail address, full name, US Postal address, and telephone number. We will bill you for any fees at that time, if any.

**To withdraw your consent with City of Denton**

To inform us that you no longer want to receive future notices and disclosures in electronic format you may:

- i. decline to sign a document from within your DocuSign account, and on the subsequent page, select the check-box indicating you wish to withdraw your consent, or you may;
- ii. send us an e-mail to [purchasing@cityofdenton.com](mailto:purchasing@cityofdenton.com) and in the body of such request you must state your e-mail, full name, IS Postal Address, telephone number, and account number. We do not need any other information from you to withdraw consent.. The consequences of your withdrawing consent for online documents will be that transactions may take a longer time to process..

**Required hardware and software**

Operating Systems:	Windows2000? or WindowsXP?
Browsers (for SENDERS):	Internet Explorer 6.0? or above
Browsers (for SIGNERS):	Internet Explorer 6.0?, Mozilla FireFox 1.0, NetScape 7.2 (or above)
Email:	Access to a valid email account
Screen Resolution:	800 x 600 minimum
Enabled Security Settings:	<ul style="list-style-type: none"> <li>•Allow per session cookies</li> <li>•Users accessing the internet behind a Proxy Server must enable HTTP 1.1 settings via proxy connection</li> </ul>

\*\* These minimum requirements are subject to change. If these requirements change, we will provide you with an email message at the email address we have on file for you at that time providing you with the revised hardware and software requirements, at which time you will have the right to withdraw your consent.

**Acknowledging your access and consent to receive materials electronically**

To confirm to us that you can access this information electronically, which will be similar to other electronic notices and disclosures that we will provide to you, please verify that you were able to read this electronic disclosure and that you also were able to print on paper or electronically save this page for your future reference and access or that you were able to e-mail this disclosure and consent to an address where you will be able to print on paper or save it for your future reference and access. Further, if you consent to receiving notices and disclosures exclusively in electronic format on the terms and conditions described above, please let us know by clicking the 'I agree' button below.

By checking the 'I Agree' box, I confirm that:

- I can access and read this Electronic CONSENT TO ELECTRONIC RECEIPT OF ELECTRONIC RECORD AND SIGNATURE DISCLOSURES document; and
- I can print on paper the disclosure or save or send the disclosure to a place where I can print it, for future reference and access; and
- Until or unless I notify City of Denton as described above, I consent to receive from exclusively through electronic means all notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to me by City of Denton during the course of my relationship with you.