

ORDINANCE NO. _____

AN ORDINANCE OF THE CITY OF DENTON, A TEXAS HOME-RULE MUNICIPAL CORPORATION, AUTHORIZING THE APPROVAL OF CHANGE ORDER NO. 7 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. 7, IN THE NOT-TO-EXCEED AMOUNT OF \$1,087,043.85, FOR A TOTAL CONTRACT AWARD AGGREGATED TO \$43,389,120.11).

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, on July 16, 2024, City Council awarded a Change Order No. 5 to Beta Engineering, LLC, in the amount of \$248,569.09; and

WHEREAS, on October 22, 2024, City Council awarded a Change Order No. 6 to Beta Engineering, LLC, in the amount of \$750,934.78; 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. 7, 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 One Million Eighty-Seven Thousand Forty-Three and 85/100 (\$1,087,043.85) 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 \$43,389,120.11.

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 [___ - ___]:

	Aye	Nay	Abstain	Absent
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.

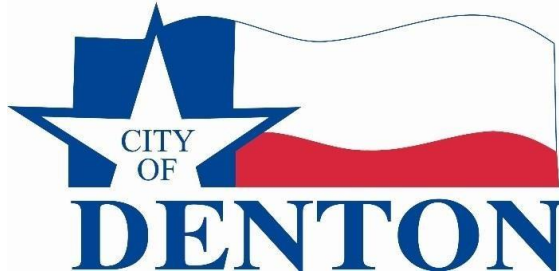
GERARD HUDSPETH, MAYOR

ATTEST:
LAUREN THODEN, CITY SECRETARY

BY: _____

APPROVED AS TO LEGAL FORM:
MACK REINWAND, CITY ATTORNEY

Marcella Lunn
BY: _____



DocuSign City Council Transmittal Coversheet

RFP	7670
File Name	HICKORY GIS SUBSTATION, CHANGE ORDER 7
Purchasing Contact	Crystal westbrook
City Council Target Date	
Piggy Back Option	No
Contract Expiration	
Ordinance	

DME Hickory GIS Substation
September 17, 2024



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

September 17, 2024

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 14th, 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	<p>Southwire Riser Pole Delay</p> <p>The explanation of the change order:</p> <ul style="list-style-type: none"> - 13 days of lost termination work @ \$23,326.00 per day \$303,238.00 - 6 days of lost termination work for extra labor @\$23,326.00 per day \$139,956.00 - Approximately 440 hours of Idle Equipment \$118,004.06 - 8 Weather Days <p>**See Attached File for Detailed Breakdown</p>	\$617,317.87

DME Hickory GIS Substation
 September 17, 2024

Item	Description	Price
A2	<p>HK 221/223 South Exploratory Work – Phase 2</p> <p>The explanation of the change order:</p> <p>This change order covers the estimated costs for KCI to cut Bonnie Brae and Hickory St. according to the bore profile, to verify depths and underground utilities.</p> <p>The proposed NTE cost includes the following:</p> <ul style="list-style-type: none"> - (20) days of Hydro Excavation - this cost could fluctuate based on actual usage. If KCI uses less than (20) days, a credit will be given, if KCI uses more than (20) days, the below pricing will be charged at a day rate for each day over (20) days. - (3) days to sawcut, remove and dispose of asphalt - In the event the client does not wish to proceed with the bore after the exploration of the second area, the client will receive an additional change order to restore everything as it was. - Line 3 pricing is to restore the original bore path. This price includes the following: <ul style="list-style-type: none"> (5) Man Crew (1) Skid Steer (1) Trench Roller (1) Jumping Jack (1) Mini Excavator (1) Loader (25) Road Plates for a 2 month rental until KCI can asphalt the entire area at once for a cost savings to the client (1) Asphalt remediation Striping (20) CY of Flowable Signage and Barricade Extension <p>* City Water Department has agreed to supply backfill material</p> <ul style="list-style-type: none"> A) HK 221/223 South Exploratory Work Area 2-- \$126,557.52 B) Backfill and Repair of Original Exploratory Run Area 1-- \$92,422.15 	\$218,979.67

DME Hickory GIS Substation
 September 17, 2024

Item	Description	Price
A3	<p>CT Conduit on 3 Riser Poles, CT Management Box</p> <p>The explanation of the change order: Installation of the CT conduit on the 3 riser poles. Time will take approximately 1 week per pole with 5-man crew, two men in basket, foreman and two-man ground crew. Price is broken into material and labor to install conduit and labor to install and wire CT's.</p> <p>- Conduit work</p> <p>Materials no taxes - \$28,770.00 Labor and Equipment - \$104,938.00</p> <p>Install CT's and wire CT's</p> <p>Labor and Equipment - \$21,475.70</p> <p>- CT Management Box - \$11,075.82</p>	\$166,259.56

Item	Description	Price
A4	<p>15 KV Removal</p> <ul style="list-style-type: none"> • Mobilize to job site • Cut asphalt to access manhole in intersection of Bonnie Brae and Oak Street • Remove riser on P#7827 and pull out cable from P#7827 to old substation including entering 2 manholes to cut cable Feeder 5 • Repair asphalt over manhole • Remove riser on P#1885 and pull out cable from P#1885 to old substation including entering 2 manholes to cut cable Feeder 6 • Remove riser on P#7842 and pull out cable from P#7842 to old substation Feeder 3 • Remove riser on P#4438 and pull out cable from P#4438 to old substation Feeder 4 • Remove riser on P#5 and pull out cable from P#5 to old substation Feeder 1 • Remove cable from pull boxes in new substation to old substation. Riser run already removed by DME Feeder 2 • Remove cable from old substation to switchgear west of old substation Feeder 8 • Remove cable from old substation to under build on transmission structure west of old substation Feeder 7 	\$81,036.13

DME Hickory GIS Substation
September 17, 2024

Item	Description	Price
A5	Secondary Service install for Service Station <input type="checkbox"/> Pick up pole at DME <input type="checkbox"/> Coordinate hand diggers to dig new pole hole <input type="checkbox"/> Set new pole <input type="checkbox"/> Transfer electrical contacts <input type="checkbox"/> Remove old pole	\$3,450.62

DME Hickory GIS Substation
September 17, 2024

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

CHANGE ORDER NO. 7 9/17/2024

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:

Al. Southwire Riser Pole Delay

Original Contract Price	\$ <u>40,469,000.00</u>
Previous Change Orders	\$ <u>1,833,076.26</u>
Amount of this Change Order	\$ <u>1,087,043.85</u>
New Contract Price	\$ <u>43,389,120.11</u>

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

_____ Increase _____ Decrease X No Effect _____ 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 Woodard

Its: 9/26/24

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.

Signed by:

Antonio Puente, Jr. Antonio Puente, Jr.

E3760944C2BE4B5...

SIGNATURE

PRINTED NAME

DME General Manager

TITLE

Electric

DEPARTMENT

ATTEST:
LAUREN THODEN, CITY SECRETARY

BY: _____

APPROVED AS TO LEGAL FORM:
MACK REINWAND, CITY ATTORNEY

DocuSigned by:

Marcella Lunn

BY: _____

4B070831B4AA438...

Certificate Of Completion

Envelope Id: 38219E4A37FE494AA6106F853FD54F38	Status: Sent
Subject: Please DocuSign: City Council Contract 7670 Change Order 7	
Source Envelope:	
Document Pages: 8	Signatures: 2
Certificate Pages: 6	Initials: 1
AutoNav: Enabled	Envelope Originator:
Envelopeld Stamping: Enabled	Crystal Westbrook
Time Zone: (UTC-06:00) Central Time (US & Canada)	901B Texas Street
	Denton, TX 76209
	crystal.westbrook@cityofdenton.com
	IP Address: 198.49.140.10


Record Tracking

Status: Original	Holder: Crystal Westbrook	Location: DocuSign
10/28/2024 1:50:05 PM	crystal.westbrook@cityofdenton.com	

Signer Events

Signer Events	Signature	Timestamp
Crystal Westbrook crystal.westbrook@cityofdenton.com Senior Buyer City of Denton Security Level: Email, Account Authentication (None)	Completed Using IP Address: 198.49.140.10	Sent: 10/28/2024 1:53:51 PM Viewed: 10/28/2024 1:54:02 PM Signed: 10/28/2024 1:54:26 PM

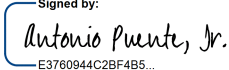
Electronic Record and Signature Disclosure:
Not Offered via DocuSign

Lori Hewell lori.hewell@cityofdenton.com Purchasing Manager City of Denton Security Level: Email, Account Authentication (None)	 Signature Adoption: Pre-selected Style Using IP Address: 198.49.140.104	Sent: 10/28/2024 1:54:28 PM Viewed: 10/28/2024 2:44:26 PM Signed: 10/28/2024 2:45:21 PM
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Electronic Record and Signature Disclosure:
Not Offered via DocuSign

Marcella Lunn marcella.lunn@cityofdenton.com Senior Deputy City Attorney City of Denton Security Level: Email, Account Authentication (None)	 Signature Adoption: Pre-selected Style Using IP Address: 198.49.140.10	Sent: 10/28/2024 2:45:22 PM Viewed: 10/30/2024 1:06:30 PM Signed: 10/30/2024 1:07:30 PM
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Electronic Record and Signature Disclosure:
Not Offered via DocuSign

Antonio Puente, Jr. antonio.puente@cityofdenton.com DME General Manager Denton Municipal Electric Security Level: Email, Account Authentication (None)	 Signature Adoption: Pre-selected Style Using IP Address: 198.49.140.10	Sent: 10/30/2024 1:07:32 PM Viewed: 10/30/2024 1:30:15 PM Signed: 10/30/2024 1:30:31 PM
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Signer Events	Signature	Timestamp
<p>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</p>		Sent: 10/30/2024 1:30:34 PM
<p>Sara Hensley sara.hensley@cityofdenton.com Security Level: Email, Account Authentication (None) Electronic Record and Signature Disclosure: Not Offered via DocuSign</p>		
<p>Lauren Thoden lauren.thoden@cityofdenton.com Security Level: Email, Account Authentication (None) Electronic Record and Signature Disclosure: Not Offered via DocuSign</p>		

In Person Signer Events	Signature	Timestamp
Editor Delivery Events	Status	Timestamp
Agent Delivery Events	Status	Timestamp
Intermediary Delivery Events	Status	Timestamp
Certified Delivery Events	Status	Timestamp

Carbon Copy Events	Status	Timestamp
<p>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</p>	COPIED	<p>Sent: 10/28/2024 1:54:28 PM</p>
<p>Gretna Jones gretna.jones@cityofdenton.com Legal Secretary City of Denton Security Level: Email, Account Authentication (None) Electronic Record and Signature Disclosure: Not Offered via DocuSign</p>	COPIED	<p>Sent: 10/30/2024 1:30:33 PM Viewed: 10/30/2024 1:58:13 PM</p>
<p>City Secretary Office citysecretary@cityofdenton.com Security Level: Email, Account Authentication (None) Electronic Record and Signature Disclosure: Not Offered via DocuSign</p>		

Carbon Copy Events	Status	Timestamp
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Mark Zimmerer

mark.zimmerer@cityofdenton.com

Security Level: Email, Account Authentication
(None)

Electronic Record and Signature Disclosure:
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Witness Events	Signature	Timestamp
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Notary Events	Signature	Timestamp
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Envelope Summary Events	Status	Timestamps
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Payment Events	Status	Timestamps
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Electronic Record and Signature Disclosure

ELECTRONIC RECORD AND SIGNATURE DISCLOSURE

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

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 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 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 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"> •Allow per session cookies •Users accessing the internet behind a Proxy Server must enable HTTP 1.1 settings via proxy connection

** 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.