

ORDINANCE NO. _____

AN ORDINANCE OF THE CITY OF DENTON, A TEXAS HOME-RULE MUNICIPAL CORPORATION, AUTHORIZING THE APPROVAL OF CHANGE ORDER NO. 10 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. 10 IN THE NOT-TO-EXCEED AMOUNT OF \$1,008,314.26, FOR A TOTAL CONTRACT AWARD AGGREGATED TO \$44,446,058.31).

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, on November 19, 2024, City Council approved Change Order No. 7 with Beta Engineering, LLC, in the not-to-exceed amount of \$1,087,043.85; and

WHEREAS, on May 28, 2025, Purchasing approved Change Order No. 8 with Beta Engineering, LLC, in the not-to-exceed amount of \$46,666.79; and

WHEREAS, on August 22, 2025, Purchasing approved Change Order No. 9 with Beta Engineering, LLC, in the not-to-exceed amount of \$1,957.15; 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. 10, 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 Eight Thousand Three Hundred Fourteen and 26/100 (\$1,008,314.26) 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 \$44,446,058.31.

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:	_____	_____	_____	_____
Suzi Rumohr, 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 _____, 2025.

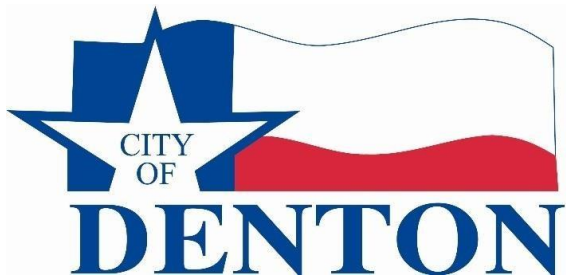
GERARD HUDSPETH, MAYOR

ATTEST:
INGRID REX, INTERIM CITY SECRETARY

BY: _____

APPROVED AS TO LEGAL FORM:
MACK REINWAND, CITY ATTORNEY

BY: Leah Bush
Marcella Lunn



Docusign City Council Transmittal Coversheet

RFP	7670
File Name	HICKORY GIS SUBSTATION, CHANGE ORDER 10
Purchasing Contact	Crystal Westbrook
City Council Target Date	
Piggy Back Option	No
Contract Expiration	
Ordinance	

Item	Description	Price
AI	4"Conduit Add P9 to PT1 The explanation of the change order cost: Labor from 6/13-6/14: \$2,434.00 Equipment: \$3853.99 10% Markup **See Attached File for Detailed Breakdown-Kingsley CO17	\$6,916.79

Item	Description	Price
A2	Oak Street T&M- HK 234/244 &221/223 North KCI attempted to get started on HK 234/244 & HK 221/223 North runs in October of 2023. Once we began on HK 234/244, KCI ran into unforeseen issues beneath the road. KCI was told to fill the hole with flowable fill, road base and cover with road plates. The below breakdown is to cover these expenses : Labor: \$29,366.86 Material: \$59,110.62 Kingsley Markup: \$5,911.06 10% Markup See Attached File for Detailed Breakdown-Kingsley CO10	\$103,827.39

Item	Description	Price
A3	Bonnie Brae Cave In This change order covers the additional costs for the cave in along Bonnie Brae caused by delays. Additional Concrete 66 CY x \$163.35 = \$10,781.10 Additional Asphalt 650 sf x \$ = \$10,725.00 Additional Hydrovac 3 x \$4,345.00 = \$13,035.00 Delta of Trench box: Bid Vs. Actual = Bid \$21,064.56 Actual \$30,286.51 Delta = \$10,144.15 - Our estimate included aluminum shielding, due to the cave in KCI was no longer able to use the shielding instead had to use steel trench boxes. Trench Box left in Bonnie Brae waiting for TCP approval = \$2,215.22 (4) Additional Road Plates x 1 week Rental = \$965.84 8/26/24 Demo of Asphalt = \$3,822.14 Labor = \$2,299.00 (1) Foreman (2) Operators (2) Laborers Equipment = \$1,523.14 (1) Mini Excavator w/ Hammer (1) Loader (1) Concrete Saw 8/12/24 - 8/16/24 Cleanout of Trench = \$24,851.45 - Due to cave in KCI had to clean out, re-excavate, widen and Install larger & heavier trench boxes. As a result of the delayed TCP approval trench caved in and doubled the amount of work for KCI to complete the run. Labor = \$11,425.00 (1) Supervisor (1) Foreman (2) Operators (5) Laborers Equipment = \$13,426.00 (1) 323 Excavator (1) 135 John Deere Excavator (1) 930 Loader (1) Company Truck 10% Markup **See Attached File for Detailed Breakdown-Kingsley CO27	\$84,193.40

Item	Description	Price
A4	HK 221,223, and 232 North This change order covers the change in scope from IFB to IFC for the HK 221 & 223 conduit runs. Additional Scope of Work: -Additional Asphalt -Additional Demolition & Hauloff of Asphalt -Slowed production due to working in the street and installing run in (2) sections -Additional Flowable Fill due to depth and installing to the top of excavation. 1,032 cy is included in bid, new pricing reflects 1,166 cy + pricing escalation. -Additional time for excavation to dig 13' 8" deep per the known 42" Water line that runs along Bonnie Brae Assumptions: -KCI assumes once signage and barricades are set in place they will stay in place. No labor for repeated set up and dismantle is included in the pricing above. -KCI assumes this run can be poured in (2) pours. -KCI assumes the depth to be 13.8" deep, cost for additional depth and/or additional unknown line crossings will need to be submitted for approval. -KCI assumes this scope of work in its entirety is ready for subcontractor to complete, once TCP has been approved by the City of Denton. -KCI assumes landscaping will be done by others Labor & Equipment Total = \$152,965.13 10% Markup **See Attached File for Detailed Breakdown-Kingsley CO13	\$168,261.64

Item	Description	Price
A6	Southwire Remobilization Due to Riser Pole Defect Item 1: November 2024 Remobilization \$78,732.50 Reason: Due to the manufacturing defect at the risers, mobilized to the site to remove straightening railsand conduits sleeves so they are out of the way for the repairs needed to level mounting base plates. 10% Markup **See Attached File for Detailed Breakdown-Southwire Change Order 3-4-BETA Hick	\$86,605.75

Item	Description	Price
A7	2000Ft 5000KCMil Cable \$150/Ft X 2000Ft.= \$300,000.00	\$300,000.00

Item	Description	Price
A8	Brandstetter Carroll Pegoda Design \$15,000 Access Control Design \$11,200 \$26,200 X 10% markup See Attache Brandstetter Carroll Backup	\$28,820.00

Item	Description	Price
A12	Kingsley CO33 N & S Sidewalk The pricing includes: - approx. 68LF on the sidewalk along Oak St.(removed) \$6286.39 credit - Will fill in approx. 2' on each side of pole along Hickory St sidewalk \$18,318.61 10% Markup Correction from Change order 9 (\$20,150.47) was incorrect credit amount **See Attached File for Detailed Breakdown-Kingsley CO33 Rev 2	\$13,235.44

EXHIBIT B
FORM OF CHANGE ORDER

CHANGE ORDER NO. 10 7-7-2025

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-A20 Consist of Changes in scope of
Work from Beta Engineering and
Subcontractors explained in attached

Original Contract Price	\$ <u>40,469,000.00</u>
Previous Change Orders	<u>\$2,968,744.05</u>
Amount of this Change Order	<u>\$1,008,314.26</u>
New Contract Price	\$ <u>44,446,058.31</u>

This Change Order will modify the Contract Completion Date as follows: No Affect

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.

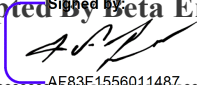
Accepted By Owner

By:.....

Printed:.....

Date:.....

Accepted By Beta Engineering

By:.....

AF83F1556011487.....

Printed:.....
Jordan Alford

Date:.....
10/6/2025

BY:

Certificate Of Completion

Envelope Id: E5A8066D-2312-45FF-8A0E-E22A6EB14831

Status: Sent

Subject: Please DocuSign: City Council Contract 7670 Change Order 10

Source Envelope:

Document Pages: 13

Signatures: 3

Envelope Originator:

Certificate Pages: 6

Initials: 1

Crystal Westbrook

AutoNav: Enabled

901B Texas Street

Envelopeld Stamping: Enabled

Denton, TX 76209

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

crystal.westbrook@cityofdenton.com

IP Address: 198.49.140.10

Record Tracking

Status: Original

Holder: Crystal Westbrook

Location: DocuSign

9/18/2025 1:13:50 PM

crystal.westbrook@cityofdenton.com

Signer Events

Signature

Timestamp

Crystal Westbrook

Completed

Sent: 9/18/2025 1:18:04 PM

crystal.westbrook@cityofdenton.com

Viewed: 9/18/2025 1:19:41 PM

Senior Buyer

Signed: 9/18/2025 1:20:16 PM

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

Christa Christian



Sent: 9/18/2025 1:20:18 PM

christa.christian@cityofdenton.com

Viewed: 9/18/2025 2:33:02 PM

Purchasing Supervisor

Signed: 9/18/2025 2:33:14 PM

City of Denton

Security Level: Email, Account Authentication (None)

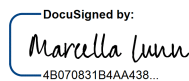
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Using IP Address: 198.49.140.10

Electronic Record and Signature Disclosure:

Not Offered via DocuSign

Marcella Lunn



Sent: 9/18/2025 2:33:18 PM

marcella.lunn@cityofdenton.com

Viewed: 9/18/2025 3:10:28 PM

Senior Deputy City Attorney

Signed: 9/18/2025 3:12:08 PM

City of Denton

Security Level: Email, Account Authentication (None)

Signature Adoption: Pre-selected Style

Using IP Address: 198.49.140.10

Electronic Record and Signature Disclosure:

Not Offered via DocuSign

Jordan Alford



Sent: 9/18/2025 3:12:10 PM

jordan.alford@betaengineering.com

Resent: 10/3/2025 11:34:32 AM

Sr. EVP

Viewed: 10/3/2025 3:48:23 PM

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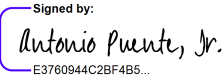
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Signer Events	Signature	Timestamp
Antonio Puente, Jr. antonio.puente@cityofdenton.com DME General Manager Denton Municipal Electric Security Level: Email, Account Authentication (None)	Signed by:  E3760944C2BF4B5... Signature Adoption: Pre-selected Style Using IP Address: 198.49.140.10	Sent: 10/6/2025 10:31:00 AM Viewed: 10/6/2025 10:52:48 AM Signed: 10/6/2025 10:53:29 AM

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ID: 41f4579e-aa28-43b1-b6ac-183fdb5e677

Cheyenne Defee cheyenne.defee@cityofdenton.com Procurement Administration Supervisor City of Denton Security Level: Email, Account Authentication (None)	Sent: 10/6/2025 10:53:33 AM
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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

Ingrid Rex
ingrid.rex@cityofdenton.com
Security Level: Email, Account Authentication (None)

Electronic Record and Signature Disclosure:
Not Offered via DocuSign

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

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	COPIED	Sent: 9/18/2025 1:20:17 PM
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Gretna Jones gretna.jones@cityofdenton.com Legal Secretary City of Denton Security Level: Email, Account Authentication (None)	COPIED	Sent: 10/6/2025 10:53:32 AM Viewed: 10/6/2025 11:03:38 AM
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Carbon Copy Events	Status	Timestamp
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City Secretary Office citysecretary@cityofdenton.com Security Level: Email, Account Authentication (None)		
Electronic Record and Signature Disclosure: Not Offered via DocuSign		
Mark Zimmerer mark.zimmerer@cityofdenton.com Security Level: Email, Account Authentication (None)		
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Envelope Updated	Security Checked	10/3/2025 11:34:31 AM
Envelope Updated	Security Checked	10/3/2025 11:34:31 AM
Payment Events	Status	Timestamps
Electronic Record and Signature Disclosure		

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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.

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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, US 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:	•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.