

STATE OF TEXAS §
COUNTY OF WILLIAMSON §

WHEREAS, it has become necessary to amend the agreement.

All other provisions are unchanged and remain in full force and effect.

IN WITNESS WHEREOF, the *County* and the *Engineer* have executed this supplemental agreement in duplicate,

ENGINEER:

Kellogg Brown & Root Services, Inc.

By: William M. Hall
Signature

William M. Hall

Printed Name

Vice President

Title

07.27.2008

Date

COUNTY:

Williamson County, Texas

By: [Signature]
Signature

Dan A. Gattis

Printed Name

County Judge

Title

08-05-08

Date

OK
my 7/21/07

Exhibit II

Kellogg Brown & Root Services, Inc.

CONTRACT RATES	
Classification	RATE
Project Manager	\$193.41
Project Engineer	\$151.97
Senior Engineer	\$124.34
Engineer	\$110.52
EIT	\$49.29
Sr. Planner/Environmental Scientist	\$138.15
Jr. Environmental Scientist	\$82.89
CADD Technician	\$82.89
Clerical	\$55.26

Overhead	1.4670%
Profit	12%

REIMBURSABLE DIRECT EXPENSES

Item	Unit	Rate
Copies, 8 1/2 x 11	Each	\$0.10
Copies, 11 x 17	Each	\$0.20
Copies, 22 x 34	Each	\$0.42
CADD Plots	SF	\$1.50
Mylar 11x17	Sheet	\$1.00
Mileage	Mile	\$0.585
Car Rental	Day	At Cost
Lodging	Day	\$80.00
Meals	Day	\$30.00
Air Travel	Round Trip	At Cost
Fed Ex	Each	At Cost

EXHIBIT II

Espey Consultants, Inc. (EC)

CONTRACT RATES		
Classification	Rate Range	
Principal	\$190.00	\$250.00
Sr. Project Manager	\$160.00	\$180.00
Project Manager	\$115.00	\$145.00
Engineer/Scientist/Planner	\$95.00	\$130.00
Engineering Staff	\$75.00	\$115.00
Sr. Technician/Drafter	\$85.00	\$100.00
Technician/Drafter	\$55.00	\$75.00
Administrative Support	\$55.00	\$75.00

Travel and Subsistence:

All travel and subsistence expenses will be invoiced at actual cost.

Cost of mileage for private and company vehicles is computed at the prevailing rate designated by the U.S. Internal Revenue Service. The current rate is \$0.585 per mile.

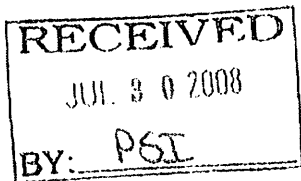
Purchased Services:

All purchased services are invoiced at actual cost plus ten (10) percent.

These include but are not limited to reproduction, rented or leased equipment, etc.

Subconsultant Services:

All subconsultant services (geotechnical, survey, landscape architecture, etc.) are invoiced at cost plus ten (10) percent.



Work Authorization No. 2
Contract No. Williams Drive/RM 2338

**ATTACHMENT A
WORK AUTHORIZATION NO. 2**

This Work Authorization is made pursuant to the terms and conditions of the Agreement entered into by and between Williamson County, Texas, a political subdivision of the State of Texas, (*the "County"*) and Kellogg Brown & Root Services, Inc., a Delaware Corporation, located at 4100 Clinton Drive, Houston, Texas 77020 (*the "Engineer"*).

Part 1. The *Engineer* will provide the following engineering services:

KBR, referred to in the contract as the "Engineer" shall provide the necessary engineering and technical service for preparation of Plans, Specifications and estimates (PS&E) for construction improvements to RM 2338 (Williams Drive) in Williamson County from 0.30 Mile West of FM 3405 to 3.3 Mile West of IH 35.

Part 2. The maximum amount payable for services under this Work Authorization without modification is \$242,879.76.

Part 3. Payment to the *Engineer* for the services established under this Work Authorization shall be made in accordance with the Agreement.

Part 4. This Work Authorization shall become effective on the date of final acceptance of the parties hereto and shall terminate on December 10, 2008, unless extended by a Supplemental Work Authorization.

Part 5. This Work Authorization does not waive the parties' responsibilities and obligations provided under the Agreement.

MRW

Supplemental # 1
Work Authorization No. 3
Contract No. Williams Drive/RM 2338

ATTACHMENT A (con't.)

Part 6. This Work Authorization is hereby accepted and acknowledged below.

ENGINEER:

Kellogg Brown & Root Services, Inc.

By: William M. Hall
Signature

William M. Hall
Printed Name

Vice President
Title

07.29.2008
Date

COUNTY:

Williamson County, Texas

By: [Signature]
Signature

Dan A. Gattis
Printed Name

County Judge
Title

08-05-08
Date

LIST OF EXHIBITS

Exhibit A - Services to be Provided by County

Exhibit B - Services to be Provided by Engineer

Exhibit C - Work Schedule

Exhibit D - Fee Schedule *(based on approved rates in PSA Exhibit II executed by Commissioners Court action)*

OK
11/2/08

Supplemental #1 *MLW*
Work Authorization No. *31*
Contract No. Williams Drive/RM 2338

**Williams Drive/RM 2338- GEORGETOWN
County: Williamson**

EXHIBIT "A"

SERVICES TO BE PROVIDED BY THE COUNTY

Services to be provided by the County will stay the same as it was in the original work authorization.

**Williams Drive/RM 2338- GEORGETOWN
County: Williamson**

EXHIBIT "B"

SERVICES TO BE PROVIDED BY THE ENGINEER

KBR, referred to in the contract as the "Engineer" shall provide the necessary engineering and technical service for preparation of Plans, Specifications and estimates (PS&E) for construction improvements to RM 2338 (Williams Drive) in Williamson County from 0.30 Mile West of FM 3405 to 3.3 Mile West of IH 35.

SOCIAL, ECONOMIC AND ENVIRONMENTAL STUDIES (Function Code 120)

The project is located in Williamson County, Texas and more specifically over the Recharge Zone of Edwards Aquifer and is subject to the Texas Commission on Environmental Quality's (TCEQ) July 2005 Edwards Aquifer Rules – Technical Guidance on Best Management Practices. These rules require that stormwater water quality improvement for developments remove at least 80 percent of the increase in Total Suspended Solids (TSS). In addition, it requires that projects have a Water Pollution Abatement Plan (WPAP) which identifies potential sources of storm water pollution, and mitigation methods during and after construction.

The Engineer will identify the water quality requirements for this project and prepare water quality designs, calculations, and technical specifications for a WPAP approval with the TCEQ.

120.1 Preliminary Analysis and Engineering

The purpose of this task is to define the limits of the water quality requirements and improvements to be designed. Should the requirements be different than those identified in this scope the Engineer will notify the County prior to proceeding with Task 120.2.

A. Data Collection and Coordination

B. Water Quality Analysis – the Engineer will then perform a water quality analysis and preliminary calculations to determine the existing and post-project TSS loading conditions. The Engineer will develop preliminary water quality drainage area map. The current assumption is that the method of water quality to be used will be Vegetative Filter Strips (VFS) to mitigate increases of TSS loadings. The Engineer will analyze the road side slopes' ability to act as VFS and the level of treatment that is achieved. The Engineer will also revise road side grading to increase VFS treatment areas where practical on a preliminary basis for analysis. Final grading for design is to be accomplished in Task 120.2.

C. Technical Memo – The deliverable for this task will be a brief technical memo summarizing the results of the analysis and the feasibility of VFS for water quality treatment. The memo will include preliminary water quality calculations and a preliminary water quality drainage area map.

The Engineer will request that the County signoff on the improvements identified in this task prior to initiating Task 120.2. It is assumed that VFS is the method of water quality treatment for this project. The potential use of other methods for water quality stormwater treatment is not included in this analysis and would require a revised scope of services to complete following tasks. This task excludes the services associated with the acquisition or expansion of ROW (i.e. exhibits, correspondence, estimates, etc).

120.2 WPAP Application and Construction Plans

- A. Construction Plans Preparation – Assuming the use of VFS as an adequate means of water quality treatment, the Engineer will prepare the construction documents in accordance with TCEQ design standards, for submittal of a WPAP application. These construction documents are anticipated to include: TCEQ applicable notes, details, final grading plan, site plan, erosion control plan, water quality plan and calculations, and drainage area map.
- B. WPAP Application – the Engineer will prepare the WPAP application which includes: the application and informational forms, Road Map, USGS/Edwards Recharge Zone Maps; and project narratives. The Engineer will also process the WPAP with TCEQ through acceptance. Williamson County is to sign the application forms and provide for the TCEQ application fee of \$8,000.

The preparation of the WPAP application is dependant on the information of a Geologic Assessment (GA) as prepared by a Professional Geologist (PG). The GA will assign a sensitivity score to geologic features relating to their potential recharge to the Edwards Aquifer. The Engineer will coordinate with the PG to show on the site plan these features and propose the sealing in of these features and provide a narrative accordingly. The Engineer anticipates that the GA will not find features significant enough for TCEQ to require significant changes to the project.

The level of effort for this analysis and design has been estimated to be preformed once. Any adjustments to the proposed roadway requiring changes to the water quality plan will likely exceed the estimated budget provided. Should additional fees be needed, the Engineer will notify the County with an estimate of the additional time required

The proposed tasks described above involve uncertainties and iterative processes (client design iterations; responses from State agencies; etc.). Estimates for each task are based on smooth project implementation and minimal conceptual design changes. Design iterations outside of this general understanding requested by the County or generated by the review agencies may cause the estimated budgets to be exceeded.

In preparing this proposal, the scope of this project does not include:

- Surveying services, environmental assessment services, or archeological services;
- Analysis/design for detention or secondary conveyance systems;
- Design fees for: structural, geotechnical, geologic, environmental surveys;
- Significant opposition from City, County, or State review agencies; environmental groups, etc;

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- Infrastructure analysis/design of stormwater culverts, channels, structures, etc;
- Preparation of easements or dedications; or
- A U.S. Army Corps of Engineers Section 404 permit.

ROADWAY DESIGN CONTROLS (Function Code 160)

TYPICAL SECTIONS

The Engineer shall modify the typical sections to meet WPAP requirement on side slopes and ditch distances.

PLAN AND PROFILE SHEETS

The Engineer shall change the construction limits from 0.30 mile west of FM 3405 to FM 3405, as per the request from the County. All related plan sheets and quantities shall be revised accordingly.

DESIGN CROSS SECTIONS

- (1) The Engineer shall prepare cross sections for the curb & gutter section west of Four-T Ranch.
- (2) The Engineer shall re-design cross sections and the associated ditches which will meet WPAP requirement.

Cross sections shall be created at 100 feet increments and at other locations as is appropriate or as directed by the County. Cross sections shall include cross streets, drainage structures and cross sections of existing driveways.

Cross sections are to be submitted on 11" x 17" paper with the following criteria:

- Scale: H= 1"=10'
- V= 1"= 5' (Scale should be appropriate for project)
- Station interval: 50' Desirable
 - 100' Maximum
 - Additional intervals shown as necessary for clarity.
- Offset and elevation are to be shown for each change in grade. (crown points, change in side slope, ditches, and top/toe of slopes)
- Grid is to be subtle, preferably a gray shade.
- Phasing cross sections should show phased construction with existing and proposed features distinguished clearly from current phase.
- Text is to be legible
- Ditch grade (%) is to be shown between each cross section

DETERMINE CUT AND FILL

The Engineer shall determine the quantities of cut and fill for each cross section.

DRAINAGE STRUCTURE DESIGN (Function Code 161)

STORM DRAIN SYSTEM DESIGN

Supplemental # 1 *firm*
Work Authorization No. 1
Contract No. Williams Drive/RM 2338

The Engineer shall perform storm drain system design/analysis for the section West of Four-T Ranch for a potential curb & gutter section to avoid utility relocation.

DRAINAGE DITCH BYPASS

The Engineer will design drainage ditch bypass at 8 utility pole locations to avoid relocation of the utility poles. The ditch lines at those locations will be re-designed. The Engineer shall also perform design cross section analysis for the bypasses.

RE-DESIGN DRAINAGE DITCHES

The Engineer will redesign all drainage ditches to meet WPAP requirements.

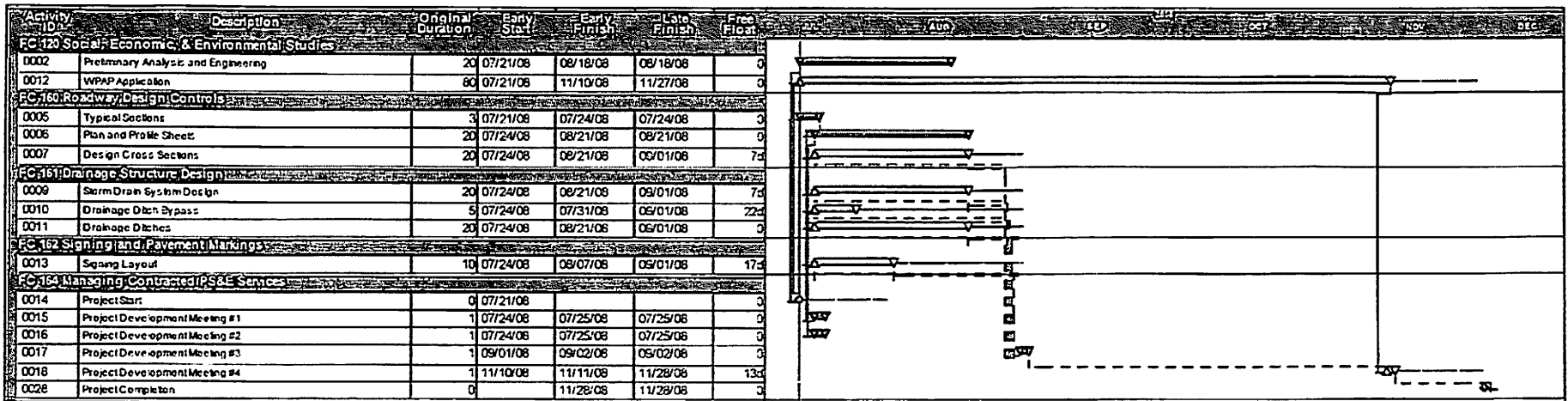
SIGNING AND PAVEMENT MARKINGS (Function Code 162)

The ENGINEER shall replace all RM 2338 signs with Williams Drive signs. The signing and marking layout and all the other plan sheets with RM 2338 call-out shall be updated accordingly.

MANAGING CONTRACTED PS&E PE SERVICES (Function Code 164)

The Engineer will be required to attend additional four (4) Project Development Meetings to discuss the progress of the project and design issues.

The Engineer shall manage its sub-consultant, Espey Consultants Inc, for the preparation of WPAP submittal.



Start date: 07/21/08 2:00PM
 Finish date: 11/28/08 1:59PM
 Date: 07/21/08 2:00PM
 Run date: 07/22/08 7:00AM
 Page number: 1A

KBR, Inc.
 Supplemental #1
 Work Authorization No. 3
 Williams Drive/RM 2338 - Georgetown
 Exhibit "C"

▲ Early startpoint
 ▼ Early finish point
 ▬ Early bar
 ▬ Total duration
 ▬ Progress bar
 ▬ Critical bar
 ▬ Summary bar
 ▬ Progress point
 ▬ Critical point
 ▬ Summary point
 ▬ Start milestone point
 ▬ Finish milestone point

EXHIBIT "D"
RM 2338

	JOB HOURS	COST W/ OVERHEAD AND FEE	DIRECT COST	TOTAL COST	PERCENTAGE OF WORK AUTHORIZATION
KBR	400	\$56,243.80	\$98.28	\$56,243.80	46.71%
Espey	582	\$63,160.00	\$1,000.00	\$64,160.00	53.29%
TOTAL	982	\$119,403.80	\$1,098.28	\$120,403.80	100.00%

EXHIBIT "D"
RM 2338

BASIC SERVICES PERFORMED BY KBR

FUNCTION CODE	PROJECT MANAGER	PROJECT ENGINEER	SENIOR STRUCTURAL ENGINEER	ENGINEER	TECH- CADD	CLERICAL	TOTAL
FC-160 Roadway Design Control	20	140			44	0	204
FC-161 Drainage Structures	10	110			40	0	160
FC-162 Signing	0	2			6	0	8
FC-164 Managing Contracted Services	8	20			0	0	28
SUBTOTAL	38	272			90	0	400
TOTAL LABOR RATE / HOUR	\$193.41	\$151.97	\$124.34	\$110.52	\$82.89	\$55.26	
TOTAL LABOR COST	\$7,349.58	\$41,335.84	\$0.00	\$0.00	\$7,460.10	\$0.00	\$56,145.52
DIRECT COST							\$98.28
TOTAL							\$56,243.80

DIRECT COST

TOTAL

Travel (12 trips @ 14 miles x \$0.585 per mile)

\$98.28

Total Direct Cost

\$98.28

EXHIBIT "D"
RM 2338

Drawing List - KBR Manhour Estimate					
Description	Scale	Estimated Number of Sheets	Manhours per Sheet	Man-hours	Man-hours By F.C.
Basic Services					
TOTAL MAN-HOURS				400	
FUNCTION CODE 160					204
ROADWAY DESIGN CONTROLS					
Typical Sections		4	1	4	
Modify Plan Sheets with revised project limits		LS		40	
Redesign Cross Sections to meet WPAP requirement		LS		160	
FUNCTION CODE 162					160
DRAINAGE Structure Design					
Storm Drain System design West of Four-T Ranch		LS		20	
Design Drainage Ditch By-Pass Sheets		4	25	100	
Re-Design Drainage ditches/structures to meet WPAP		LS		40	
FUNCTION CODE 162					8
Signing					
Design to Replace all RM 2338 signs		LS		8	
FUNCTION CODE 164					
MANAGING CONTRACTED SERVICES					28
4 Project Development Meetings		LS		8	
Sub-Consultant Management		LS		20	

EXHIBIT "D"
RM 2338

BASIC SERVICES PERFORMED BY ESPEY CONSULTANTS, INC.

TASK NO	DESCRIPTION	TOTAL MAN HOURS (\$/HR.)	LABOR CATEGORIES							LABOR COST
			PRIN.	PROJ. MAN.	ENGR	SCI/ PLAN	ENGR/ STAFF	CADD Tech	ADMIN	
	APPROXIMATE RATE		190	165	120	100	100	85	60	
1	Preliminary Analysis and Engineering									
1-A	Data Collection and Coordinating	36	1	2	4	0	4	24	1	\$3,500
1-B	Water Quality Analysis	87	1	4	40	0	24	16	2	\$9,530
1-C	Technical Memo	31	1	2	8	0	8	10	2	\$3,250
		0	0	0	0	0	0	0	0	\$0
	Sub-Total	154	3	8	52	0	36	50	5	\$16,280
2	WPAP Application and Construction Plans									
2-A	Construction Plans Preparation	149	1	12	40		16	80	0	\$15,370
2-B	WPAP Application	226	2	16	120		40	40	8	\$25,300
2-C	Project Management	53	1	16	8		16	4	8	\$6,210
		0	0	0	0		0	0	0	\$0
		0	0	0	0		0	0	0	\$0
		0	0	0	0		0	0	0	\$0
	Sub-Total	428	4	44	168	0	72	124	16	\$46,880
	TOTAL HOURS	582	7	52	220	0	108	174	21	
	TOTAL LABOR COST		\$1,330	\$8,580	\$26,400	\$0	\$10,800	\$14,790	\$1,260	\$63,160
	TOTAL SUBCONTRACTOR									\$0
	EXPENSES									\$1,000
	TOTAL COST									\$64,160