PSE

STANDARD UTILITIY AGREEMENT
SUPPLEMENTAL AGREEMENT No. 1 TO RM 620-Atmos Energy

This Supplemental Agreement is made pursuant to the terms and conditions of the Agreed entered into by and between Williamson County, Texas, a political subdivision of the State of Texas, (***the "County"***) and Atmos Energy Corporation. (***the "Utility"***) and shall be effective upon the date of acceptance and execution by and on behalf of the **County**.

Whereas, the **County** and **Utility** executed a Standard Utility Agreement on 3/28/2012, concerning the adjustment, relocation, or removal of certain of **Utility's** facilities;

Whereas, said Standard Utility Agreement limits the required scope of work and/or the amount of eligible reimbursement;

Whereas, due to the newly discovered information by the **Utility** deemed sufficient by the **County**, the **County** and **Utility** agree that supplementation to the Standard Utility Agreement is necessary; and

Whereas, the statement of work contained in the Standard Utility Agreement shall be supplemented to include: additional costs incurred due to installation by bore instead of open-cut due to field conditions and a service line installed by approved change order, which is more specifically shown in **Utility's** plans, specifications, estimated costs and schedule which are attached to this supplemental agreement as Attachment "A".

Now, Therefore, Be It Agreed:

The statement of work contained in the Standard Utility Agreement is supplemented to include the additional adjustment, relocation or removal found in Attachment "A".

The estimated cost of the adjustment, relocation or removal is **increased** by **$180,280.94** for a total of **$450,210.07**. The parties agree that the approval of estimated costs in no way indicates the eligibility of said costs for reimbursement.

All conditions and agreements contained in the Standard Utility Agreement except those specifically included in this document remain in effect.

STANDARD UTILITIY AGREEMENT
SUPPLEMENTAL AGREEMENT No1 TO RM 620-Atmos Energy
(con't.)

The signatories to this agreement warrant that each has the authority to enter into this agreement on behalf of the party represented.

IN WITNESS WHEREOF, the parties hereto have affixed their signatures.

UTILITY

Utility: Atmos Energy Corporation
Name of Utility

By: Jeffrey S. Knights
Authorized Signature
Jeffrey S. Knights

Title: Vice President

Date: 8/11/15

WILLIAMSON COUNTY

By: [signature]
Authorized Signature

Dan A. Gattis
Print or Type Name

Title: Williamson County Judge

Date: 10-29-2015

ATTACHMENT "A"

Plans and Estimates:

Summary

Original Cost	$269,929.13 (See Original Plans and Estimate)
Supplemental Cost	$180,280.94
Subtotal	$450,210.07 (See Final Invoice)
Eligibility 26.57%	$119,620.82
Total Reimbursement Cost	$119,620.82

ssk
8/11/15

FINAL

ATMOS energy

COST ANALYSIS SHEET

Project: 80 36538
Description: RM 620 RELOCATE
Eligibility Ratio: 26.57%
Agreement ID:
Invoice No:
As of Date: 20-Dec-12

	Actual		Estimated	
New Construction Cost				
Install Contractor	$260,875 42		$102,786.40	
Install Contractor (Service Line 080 33152)	$13,368.00		$0.00	
ROW Agent	$3,341 72		$2,875.00	
Survey Costs	$0 00		$3,220.00	
Environmental Expense	$605.00		$9,428.00	
Engineering Expense	$42,882.66		$30,840.70	
Other Contract Expense (Inpsection, Lab)	$0.00		$0.00	
Contractor Expense		$321,072 80		$149,150.10
Labor-Company		$12,531 46		$15,525.00
Materials		$41,081 53		$15,080 27
Transportation-Company		$0 00		$0.00
Miscellaneous Company Expense		$0 00		$0 00
Total New Construction Cost		$374,685.79		$179,755 37
Indirect Construction Overhead	$72,392 94		$90,173.76	
Indirect Construction Overhead (Service Line 080 33152)	$2,505.88		$0.00	
Overheads		$74,898 82		$90,173 76
AFUDC		$625 46		$0.00
Sub-Total		$450,210.07		$269,929.13
Total CWIP Charges In Project		$450,210 07		$269,929.13
Interest Carrying Cost		$0 00		$0.00
Franchise Fee		$0.00		$0.00
Total Cost of Project		$450,210.07		$269,929 13
Less Previous CWIP Payment		$0.00		
Less Interest Carrying Cost Payment		$0 00		
Less Franchise Fee Payment		$0.00		
26.57 Percent Reimbursable		$119,620.82		$71,720 17
Total Remaining Amount Due		**$119,620.82**		

ATTACHMENT "A"

Original Plans and Estimates:

See Attached

ORIGINAL

TXDOT PROJECT COST ESTIMATE

RM 620 at Cornerwood Dr.
Round Rock, TX
Completed by: David Bui (UEI)
March 22, 2012

Complete Project
Ballpark Estimate Basis

MATERIAL

Qty	Unit	Description		Unit Cost	
2,240	Feet	PIPE, POLY, 6", PE 2406, SDR 11, 40 FT JOINTS	$	5.24 /foot	$11,737.60
160	Each	PIPE, 10.75" x 0.188" WT, API 5L-X42, ERW, DRL, BARE (CASING)	$	13.66 /each	$2,185.60
2	Feet	ELL, BF, 6.625", 90 DEG, PE 2406, SDR 11	$	28.75 /foot	$57.50
2	Each	ELL, BF, 6.625", 45 DEG, PE 2406, SDR 11	$	27.60 /each	$55.20
2	Each	CAP, BF, 6.625", PE 2406, SDR 11	$	23.00 /each	$46.00
3	Each	TEE, STRAIGHT, BF, 6.625", PE 2406, SDR 11	$	41.40 /each	$124.20
4	Each	MARKER BALL	$	8.81 /each	$35.24
[illegible]	Feet	#12 YELLOW COPPER WIRE	$	45.00 /500' roll	$225.00
5	Each	ANODE TEST STATION	$	16.54 /each	$82.70
4	Each	PIPELINE MARKERS	$	23.00	$92.00
		Stores Loading		3%	$439.23
		Shipping/Transportation		0%	$0.00
		State Sales Tax		0.00%	$0.00
		TOTAL MATERIAL COSTS			**$15,080.27**

COMPANY LABOR

160 hours	Operations	$	51.75 /hour	$8,280.00
60 hours	Engineering/Construction Management	$	51.75 /hour	$3,105.00
40 hours	Right-of-Way	$	51.75 /hour	$2,070.00
40 hours	Environmental - Review and Mgt	$	51.75 /hour	$2,070.00
TOTAL COMPANY LABOR COSTS				**$15,525.00**

RIGHT-OF-WAY

0.0 sq ft	New Acquisition	$	17.25 /sq ft	$0.00
0 sq ft	Temporary Workspace	$	5.75 /sq ft	$0.00
5 day	Contract ROW Agent	$	575.00 /day	$2,875.00
TOTAL R-O-W COSTS (payments to landowners)				**$2,875.00**

CONSTRUCTION

2212.0 ft	Base Cost for 6" Poly Construction (Approx 1953' of 6" poly pipeline installed by open cut and approximately 259' of 6" poly pipeline installed by bore, includes, but not limited to stringing, fusing, drilling, pullback, trenching, air testing and back fill)	$	32.20 /ft*	$71,226.40
144.0	Base Cost for 10" Steel Casing Installation	$	115.00 /ft*	$16,560.00
0.0	Base Cost for 6" Poly Removal	$	32.20 /ft*	$0.00
1.0	Base Cost for Tree Removal	$	15,000.00 /lot**	$15,000.00
TOTAL CONSTRUCTION COSTS (per scope of work)				**$102,786.40**

CONTRACT EXPENSE

0 day	X-ray - not required for Poly	$	2,242.50 /day	$0.00
10 hours	Project Director	$	166.75 /hour	$1,667.50
80 hours	Project Manager	$	128.80 /hour	$10,304.00
60 hours	Senior Engineer	$	98.90 /hour	$5,934.00
120 hours	Senior Drafter / Mapper	$	89.70 /hour	$10,764.00
8 hours	Assistance with Material Procurement	$	98.90 /hour	$791.20
20 hours	Project Controller / Administrator	$	69.00 /hour	$1,380.00
0 day	3rd Party Inspection	$	1,345.50 /day	$0.00
8 week	Environmental Inspection	$	1,178.50 /week	$9,428.00
2 day	Survey (Pipeline Centerline Staking)	$	1,610.00 /day	$3,220.00
TOTAL CONTRACT EXPENSE COSTS				**$43,488.70**

TOTAL DIRECT COSTS **$179,755.37**

Indirect

Indirect Construction Overheads (applied to direct costs)	46.33%	$83,280.66
Labor Overheads (applied to labor costs only)	44.40%	$6,893.10
TOTAL INDIRECT COSTS		**$90,173.76**

Other

Franchise Fee Amount (applied to direct & indirect costs)	0%	$0.00
TOTAL OTHER		**$0.00**

TOTAL ESTIMATED PROJECT COSTS **$269,929.13**

Assumptions/Comments

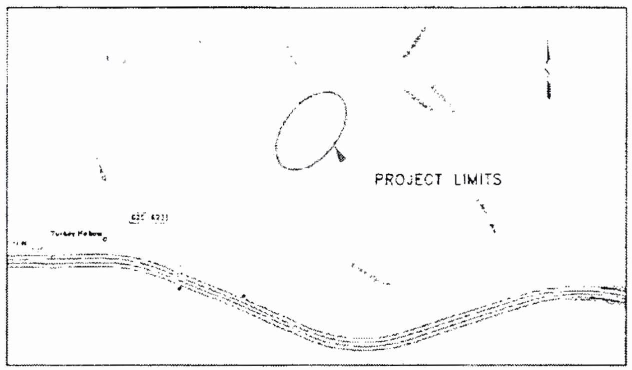
1) Majority of project located inside TxDOT ROW and does not require easement/workspace purchase
2) Crossing beneath RM 620 to be cased
3) Existing gas pipeline shall be abandoned in place from approximate RM 620 Road Station 310+00 through 321+50
4) *Construction to be bid as a turn-key price per foot unit cost, final payment shall be based on amount of winning bid
5) **Existing trees shall be removed to facilitate gas pipeline relocation from approximate RM 620 Road Station 310+34 through 321+25
6) Approximately 574 feet of the total 2,160 feet of existing pipe located within the proposed road right-of-way to be relocated is presently located within a dedicated Public Utility easement, which makes that portion of the project eligible for reimbursement. This represents 26.57% of the total pipe, which will be eligible for reimbursement. The estimated amount of reimbursement is $71,720.19

GAS UTILITY LOCATION PLAN

PROPOSED GAS PIPELINE RELOCATION
RM 620
6" POLY REPLACEMENT
WILLIAMSON COUNTY, TEXAS

ATMOS energy

OWNER: ATMOS ENERGY
5420 LBJ FREEWAY
DALLAS, TEXAS 75240



RE-ISSUED FOR BID

REV. NO.	DRAWING INDEX	
[illegible]	[illegible]	COVER SHEET / INDEX
	[illegible]	GENERAL NOTES, PIPE DATA
[illegible]	[illegible]	PLAN
[illegible]	[illegible]	PLAN
[illegible]	[illegible]	PLAN

REFERENCE DRAWINGS

GAS UTILITY RELOCATION
RM 620 - 6" POLY REPLACEMENT
FROM 1200' W. OF CORNERWOOD DR.
TO 1200' E. OF WYOMING SPRINGS DR
COVER SHEET / INDEX

WILLIAMSON COUNTY — TEXAS

ATMOS energy

POLY E NOTES

ALL DISTANCES SHOWN ARE HORIZONTAL SURFACE DISTANCES

TXDOT NOTES

POLY E PIPE TABLE

STEEL PIPE TABLE

RE-ISSUED FOR BID

REFERENCE DRAWINGS

GAS UTILITY RELOCATION
RM 620 - 6" POLY REPLACEMENT
FROM 1200' W. OF CORNERWOOD DR.
TO 1200' E. OF WYOMING SPRINGS DR.
GENERAL NOTES / PIPE DATA

WILLIAMSON COUNTY TEXAS

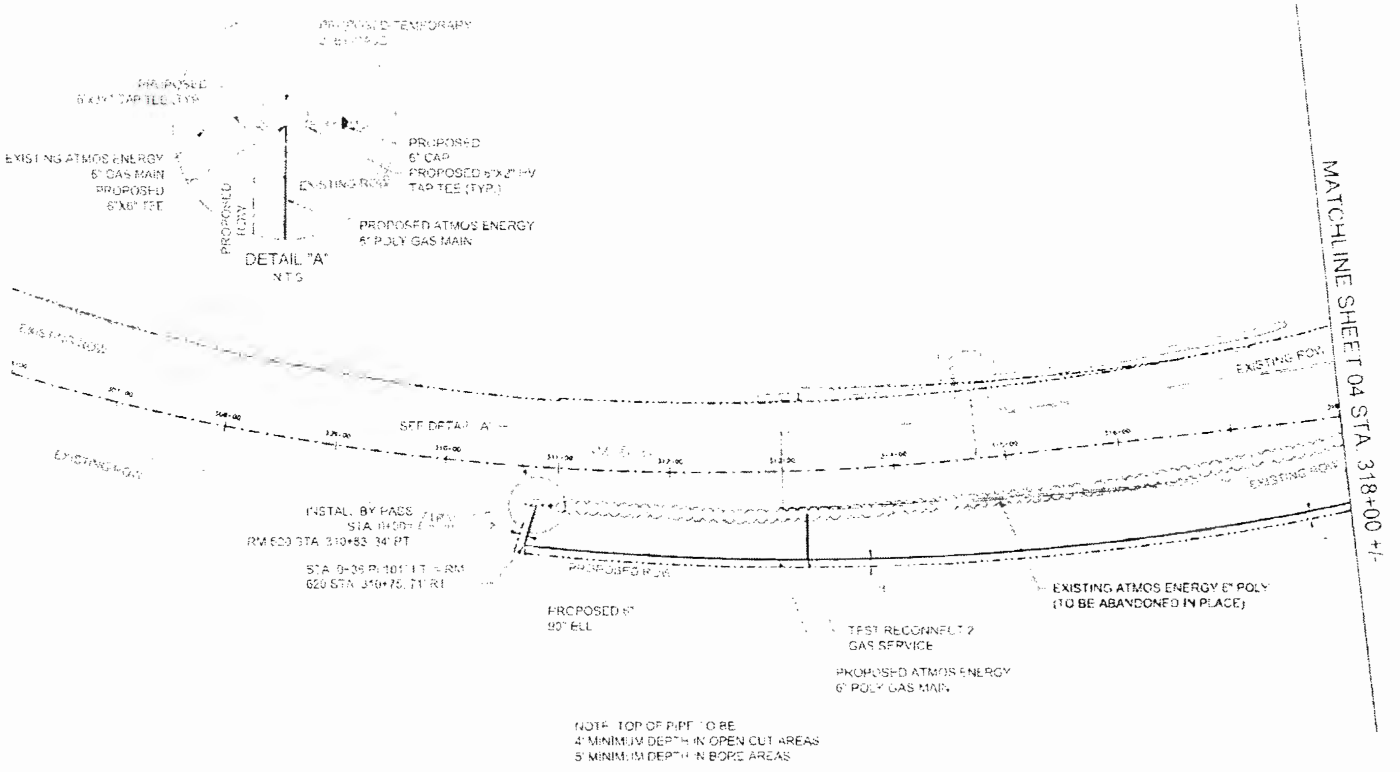
ATMOS energy

DRAWN

APPROVED

DRAWING NO

REV



RE-ISSUED FOR BID

REFERENCE DRAWINGS

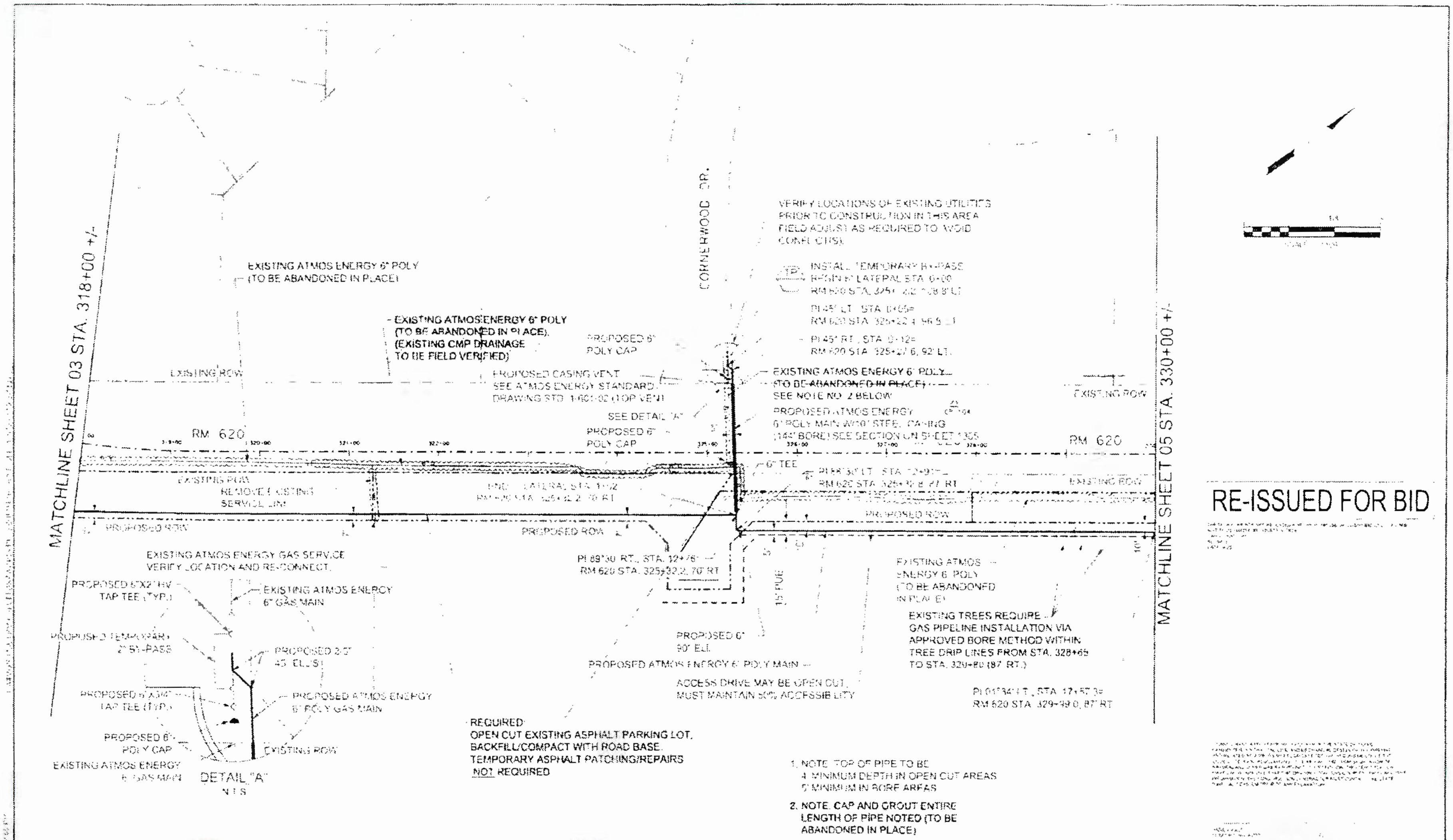
GAS UTILITY RELOCATION
RM 620 - 6" POLY REPLACEMENT
FROM 1200' W. OF CORNERWOOD DR
TO 1200' E. OF WYOMING SPRINGS DR.
PLAN

WILLIAMSON COUNTY TEXAS

ATMOS energy

JERRY GARCIA

SCALE: AS NOTED

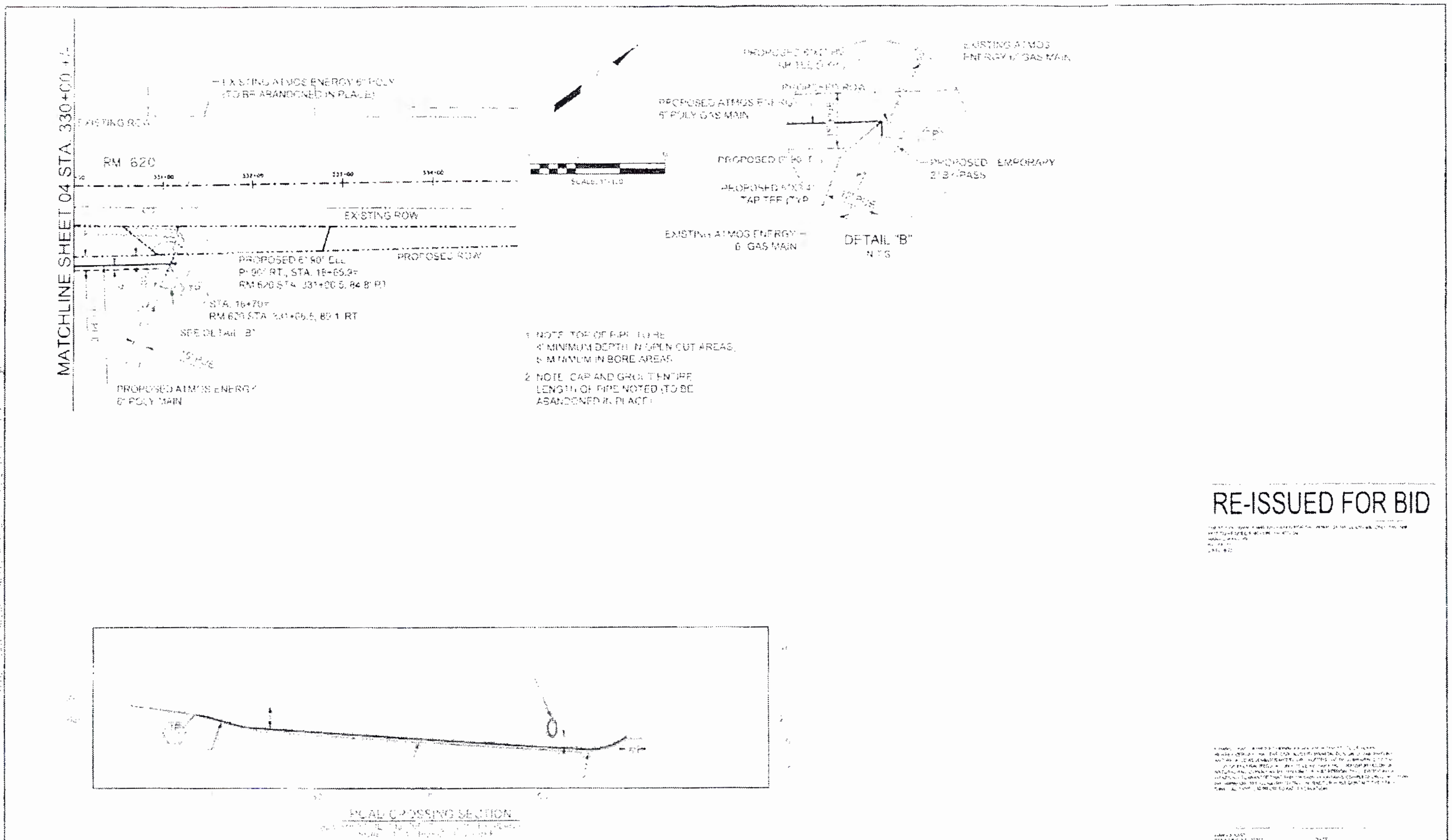


REFERENCE DRAWINGS

GAS UTILITY RELOCATION
RM 620 - 6" POLY REPLACEMENT
FROM 1200' W. OF CORNERWOOD DR.
TO 1200' E. OF WYOMING SPRINGS DR.
PLAN

WILLIAMSON COUNTY TEXAS

ATMOS energy



RE-ISSUED FOR BID

	NO.	DATE	REVISION	BY	CHKD	APPVD
	D		RE-ISSUED FOR BID	DDJ		JTS
PLAN	C		RE-ISSUED FOR BID	DDJ		JTS
GENERAL NOTES	B		RE-ISSUED FOR BID	DDJ	JWE	JTS
COVER SHEET / INDEX	A		ISSUED FOR BID	JMM	JWE	JTS
REFERENCE DRAWINGS						

GAS UTILITY RELOCATION
RM 620 - 6" POLY REPLACEMENT
FROM 1200' W. OF CORNERWOOD DR.
TO 1200' E. OF WYOMING SPRINGS DR.
PLAN

WILLIAMSON COUNTY — TEXAS

ATMOS energy

DRAWN: JMM — SHEET 5 OF 5 — SCALE: AS NOTED