



UDOT CONSULTANT SERVICES

CONTRACT # 11-08-02

LOCAL GOVERNMENT CONTRACT MODIFICATION

8-8-11

15065

STATE OF UTAH
UTAH DEPARTMENT OF TRANSPORTATION
ENGINEERING SERVICES
STANDARD REQUEST FOR QUALIFICATIONS
COST PLUS FIXED FEE

EFFECTIVE DATE
TRACKING NO.

COOP No.
CONTRACT No. 07-8636
MOD No. 5

Consultant: P B Americas, Inc
Project No.: F-LC45(6)0
Location: Midvalley Highway Tooele County
Job/Proj. No.: 5232525N
PIN No.: 5500
Work Discipline: Environmental / Nepa / Document Preparation

This Modification is to be attached and made part of Contract No. 07-8636 between Tooele County referred to as the LOCAL AUTHORITY, and P B Americas, Inc, referred to as CONSULTANT, and as approved by the Utah Department of Transportation, referred to as DEPARTMENT.

It has been determined that contract modifications are required to complete the work specified by this Contract. The CONSULTANT agrees to the modifications as specified below.

CONTRACT MODIFICATIONS

- [X] Exhibit A - The "Services Provided by the CONSULTANT" contained in "Attachment C" to the Contract is changed.
[X] Exhibit B - The fixed fee amount, overhead rate, or hourly wages in "Attachment D, Fees" of the Contract is revised.
[X] Exhibit B - The maximum disbursement from "Attachment D, Fees" to the Contract is increased by \$362,729.35 for a new total of \$2,204,760.81.
[X] Exhibit C - The termination date for the Contract is extended to September 26, 2012.
[] Other:

The parties hereto agree to abide by all provisions of the original Contract as well as the provisions of this and any previous contract modifications.

IN WITNESS WHEREOF, they sign and cause this Contract Modification to be executed.

CONSULTANT - P B Americas, Inc

UTAH DEPARTMENT OF TRANSPORTATION

By: [Signature] Title: VP Date: 7-28-11

By: [Signature] Title: Engineer for Preconstruction Date: 7-27-11

LOCAL AUTHORITY - Tooele County

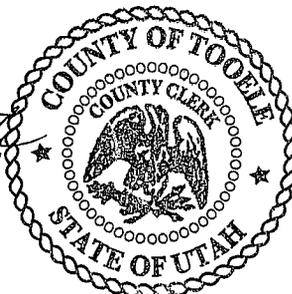
DEPARTMENT Comptroller's Office

By: [Signature] Title: Commissioner Date: 8/4/11

By: [Signature] Title: Contract Administrator Date: 8/8/11

ATTEST:

[Signature]
MARILYN K GILLETTE
TOOELE COUNTY CLERK



Contract No. 07-8636 Mod. No. 5

EXHIBIT A

Scope of Services

The Scope of Services is expanded to allow for additional work as requested by Matthew Zundel, Region 2, in the memorandum dated June 28, 2011 on Page 3 of this Exhibit.

For further details, see Pages 2 through 12 of this Exhibit.



PM Approval Date: June 28, 2011

UDOT PM: Matthew Zundel

The Project Manager has reviewed and approved the contract/modification documents: Executive Summary, Work Plan, QC/QA Plan and Checklist, Staffing Plan, Work Schedule, and Cost Proposal.

PROJECT INFORMATION

PIN: 5500
Project No.: F-LC45(6)0
Job/Proj: 5232525N
Project Location: Midvalley Highway Tooele County

CONTRACT INFORMATION

CS Admin: Raeleen Sanchez
Contract No.: 07-8636 ENVIRONMENTAL ASSESSMENT
Mod No.: 5 Additional Concept / Environmental / Drainage design
Expiration Date: September 26, 2012
Contract/Mod Amount: \$362,729.35
Fee Type: COST PLUS FIXED FEE
Selection Method: STANDARD RFQ UNLIMITED
Period: 2005-2007 GE / LG
Phase: ENVIRONMENTAL DOCUMENT
Discipline: ENVIRONMENTAL / NEPA / DOCUMENT PREPARATION

CONTACTS

<u>Consultant</u>	<u>Local Government</u>
P B AMERICAS, INC	Tooele County
Jason Bright	Vern Loveless
488 EAST WINCHESTER ST. STE 400	47 S MAIN
MURRAY, UT 84107	TOOELE, UT 84074
(801) 822-3248	(435) 843-3160
BRIGHT@PBWORLD.COM	VLOVELESS@CO.TOOELE.

Tooele Midvalley Highway

Project Number: F-LC45(6)0

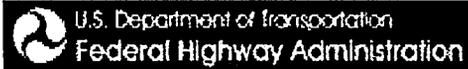
PROJECT WORK PLAN MODIFICATION NO. 5

April 13, 2011

to

PROJECT WORK PLAN

TOOELE COUNTY UTAH





Project Executive Summary

The Project Work Plan is being revised to reflect the changes associated added scope during the DEIS and FEIS phases, additional design, right-of-way estimating and Section 404 permitting. This Work Plan includes interim-year traffic modeling.

Description of Work

The project Record of Decision (ROD) selects West Alternative, with Option B. This scope of work provides for five items:

- 1) Additional scope during DEIS and FEIS phase. Prior to producing the ROD, additional items were added to PB's scope. These include an IACR Methods and Assumptions memo where the previous scope had assume only a concept report. It also includes on-going meetings and materials with county commissioners and stakeholders during the year between DEIS and FEIS. This is work that has been completed.
- 2) This work plan provides additional roadway and drainage design.
- 3) This work plan provides Section 404 permitting. This includes coordination between the project team, Tooele County, UDOT, FHWA and the US Army Corps of Engineers, a completed application and a Final Mitigation Plan.
- 4) This work plan also provides right-of-way cost estimates for the segments between I-80 and SR-138, and between SR-112 and SR-36. This task will include a prioritization of parcels based on cost and likely development pressure.

Project Unknowns

The Work Plan provided below includes the scope of work based on information known at the time it was prepared. There are no project unknowns identified at this time.

Fee Type

The fee type for this project is a Cost-Plus-Fixed-Fee. This fee type is typical for environmental documents and will meet the project need.

Study Area

This scope of work, focuses on is the alternative identified as West Alternative, with Option B in the FEIS and ROD, from I-80 to SR-138 and from SR-112 to SR-36.



Work Plan by Activity

Activities are numbered 1-6 in the attached cost proposal. Each is described below.

Task 1.0: On-going Support

Task 1 covers some out-of-scope work from the DEIS and FEIS phase. It includes time added to Project Management (00E). This includes additional meetings with County commissioners and stakeholders, and includes meeting materials such as Powerpoint presentations, etc. It also includes writing and revising an unexpected MOA regarding the Preferred Alternative. It includes additional scope assigned to the Concept Report (55E) to produce and revise an unscoped IACR Methods and assumptions memo. This is work that has already been completed.

Task 2.0: Additional Conceptual Design

Task 2 includes additional conceptual design. Task 2.1 is for roadway design. After receiving a dtm from aerographics, the plan, profile, and modeling need to be updated to reflect the new surface and get to cut/fill lines for potential ROW acquisition. This includes the ramp connection to I-80 and an interim connection to SR-138. 60 scale plan sheets will be developed to a conceptual level. All activities will follow the QC process. Task 2.1 will produce plan sheets for agency review. For task 2.1, this scope assumes:

- o 60 scale plan sheets representing the connection to I-80, and Tooele Mid-Valley Highway to an interim connection to SR-138.
- o No structural sheets required.
- o One Agency review of the plans.
- o No special provisions are needed.

Task 2.2 is 30% on-site hydraulic analysis. Existing and proposed hydrology models will be completed to begin drainage design. QC of hydrology models is included in this task. We assume no off-site systems will connect to the Tooele Midvalley Highway system.

Task 2.3 is roadway drainage system design. Drainage will need to be accommodated as part of the design in determining the footprint required for potential ROW acquisition. This task takes the drainage design to approximately 30%. 60 scale plan sheets will show the drainage design. We assume no off-site systems will connect to the Tooele Midvalley Highway system. This task will provide 60 scale plan sheets and one Agency review of the plans. No special provisions are needed.

Task 2.4 is for 30% Drainage Design Report. A draft drainage design report will be written and submitted for Agency review documenting. Comments will be incorporated into the final drainage report. This task will provide two submittals: a Draft and Final 30% Drainage design reports. We assume one Agency review of the report.

Task 2.5 is for preliminary utility and canal coordination. In coordination with the drainage design, an initial meeting will be held with the canal company. Also, a site visit will be performed to determine above ground utilities and preliminary impacts within the corridor. An initial meeting with the above ground utility companies will be held. This task will produce a memo documenting the meetings with the canal company and utility companies. This scope assumes no SUE will be required, and that all discussions will be preliminary and subject to change.

Task 3.0: Section 404 permit application and Final Mitigation Plan

Task 3.1 will prepare the application for a Department of the Army Permit. It assumes the design performed will be adequate for the US Army Corps of Engineers.



Task 3.2 includes coordination with the US Army Corps of Engineers, Tooele County, UDOT and FHWA regarding mitigation for impacts to jurisdictional waters of the US, including wetlands. This task will provide a Mitigation Plan, which is necessary for Corps permitting. This scope assumes no assistance with other environmental clearances the Corps made need to issue their permit.

Task 4.0: ROW Estimate

Task 4.0 includes estimating right-of-way costs and prioritization. It provides only a thumb-nail estimate, without access to property or land owner contact.

Task 5.0: Public Involvement

Task 5.0 provides on-going Public Involvement for coordination with agencies, stakeholders and the public. It includes communicating with the public about the ROD, and about interim planning.

Task 6.0: Admin Assist and Project Control

Task 6.1 provides for maintaining the administrative record, and project filing system
Task 6.2 provides for invoicing, Monitoring budgets and project controls.

Scopes of Work for sub-consultants are included with their cost estimates.

STAFFING PLAN										
Name	Firm Name	Title	Certification Category/ Level	Utah License/ Certification No.	Other State License/ Certification No.	Education Level	Hours	Rate of Pay	Rate on Cost Proposal	
	(Prime and Subs need to complete a detailed Staffing Plan)	(Within firm and/or proposed on project)					(Estimated number of project hours)	(Current actual rate of pay)	(Note any pay variances in a footnote)*	
Jason Bright	PB Americas	Project Manager	NA	NA	NA	M.S.	253	\$43.27	\$43.27	
Amanda Kirkendall	PB Americas	Administrative Assistance	NA	NA	NA	N/A	27	\$23.45	\$23.45	
Chantel Bender	PB Americas	Project Controls	PE	NA	NA	N/A	27	\$25.12	\$25.12	
Hillary Seminick	PB Americas	NEPA Planner	NA	NA	NA	B.A.	182	\$30.40	\$30.40	
Reed Soper	PB Americas	Agency Coordination	NA	NA	NA	B.S.	87	\$55.29	\$55.29	
Heather Kolb-McLaughlin	PB Americas	Graphic Support	NA	NA	NA	B.A.	30	\$28.00	\$28.00	
Brianne Emery	PB Americas	GIS Specialist	NA	NA	NA	M.S.	4	\$28.26	\$28.26	
Sara Johnson	PB Americas	Design Lead	PE	2774460-2202	Washington	B.S.C.E.	170	\$44.73	\$44.73	
Eileen Barron	PB Americas	Public Involvement	N/A	N/A	N/A	Ph.D	100	\$42.50	\$42.50	
S. Rich	PB Americas	EIT	EIT	N/A	N/A	B.S.C.E.	287	\$27.96	\$27.96	
J. McGee	PB Americas	CADD Technician	N/A	N/A	N/A	A.A.S.	91	\$34.27	\$34.27	
E. Hsu	PB Americas	Drainage Lead					108	\$63.76	\$63.76	
K. Sista	PB Americas	Drainage Engineer			Nevada	M.S.	336	\$32.66	\$32.66	
W. Larsen	PB Americas	Suprv ROW Mng	CGA	5480549CG	N/A	BS	40	\$49.20	\$49.20	
C. Elison	PB Americas	Environmental Support	PE	276099-2202	N/A	M.S.	9	\$45.25	\$45.25	
J. Schick	PB Americas	Drainage Engineer	CFM	N/A	N/A	B.S.	488	\$28.50	\$28.50	
M. Ghanem	PB Americas	CADD Technician	N/A	N/A	N/A		332	\$41.81	\$41.81	



CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)
11/8/2010

10/1/2011

PRODUCER Lockton Companies, LLC-1 Kansas City
 444 W. 47th Street, Suite 900
 Kansas City MO 64112-1906
 (816) 960-9000

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW.

INSURED PB AMERICAS, INC.
 1319027 ONE PENN PLAZA
 NEW YORK NY 10110

INSURERS AFFORDING COVERAGE	NAIC #
INSURER A: Liberty Insurance Corporation	42404
INSURER B:	
INSURER C:	
INSURER D:	
INSURER E:	

COVERAGES PARBR02 PJ THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER AND THE CERTIFICATE HOLDER.

THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. AGGREGATE LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	ADD'L INSRD	TYPE OF INSURANCE	POLICY NUMBER	POLICY EFFECTIVE DATE (MM/DD/YYYY)	POLICY EXPIRATION DATE (MM/DD/YYYY)	LIMITS
A		GENERAL LIABILITY <input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS MADE <input checked="" type="checkbox"/> OCCUR <input checked="" type="checkbox"/> CONTRACTUAL LIAB GEN'L AGGREGATE LIMIT APPLIES PER: <input type="checkbox"/> POLICY <input checked="" type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC	TB7-621-094060-020	11/1/2010	10/1/2011	EACH OCCURRENCE \$ 2,000,000 DAMAGE TO RENTED PREMISES (Ea occurrence) \$ 300,000 MED EXP (Any one person) \$ 5,000 PERSONAL & ADV INJURY \$ 2,000,000 GENERAL AGGREGATE \$ 5,000,000 PRODUCTS - COMP/OP AGG \$ 5,000,000
A		AUTOMOBILE LIABILITY <input checked="" type="checkbox"/> ANY AUTO <input checked="" type="checkbox"/> ALL OWNED AUTOS <input type="checkbox"/> SCHEDULED AUTOS <input checked="" type="checkbox"/> HIRED AUTOS <input checked="" type="checkbox"/> NON-OWNED AUTOS	AS7-621-094060-030	11/1/2010	10/1/2011	COMBINED SINGLE LIMIT (Ea accident) \$ 2,000,000 BODILY INJURY (Per person) \$ XXXXXXXX BODILY INJURY (Per accident) \$ XXXXXXXX PROPERTY DAMAGE (Per accident) \$ XXXXXXXX AUTO ONLY - EA ACCIDENT \$ XXXXXXXX OTHER THAN AUTO ONLY: EA ACC \$ XXXXXXXX AGG \$ XXXXXXXX
		GARAGE LIABILITY <input type="checkbox"/> ANY AUTO	NOT APPLICABLE			AUTO ONLY - EA ACCIDENT \$ XXXXXXXX OTHER THAN AUTO ONLY: EA ACC \$ XXXXXXXX AGG \$ XXXXXXXX
		EXCESS / UMBRELLA LIABILITY <input type="checkbox"/> OCCUR <input type="checkbox"/> CLAIMS MADE <input type="checkbox"/> DEDUCTIBLE <input type="checkbox"/> UMBRELLA-FORM RETENTION \$	NOT APPLICABLE			EACH OCCURRENCE \$ XXXXXXXX AGGREGATE \$ XXXXXXXX \$ XXXXXXXX \$ XXXXXXXX \$ XXXXXXXX
A		WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) If yes, describe under SPECIAL PROVISIONS below	WA7-62D-094060-010 (AOS) WC7-621-094060-040 (OR & WI)	11/1/2010 11/1/2010	10/1/2011 10/1/2011	<input checked="" type="checkbox"/> WC STATU-TORY LIMITS <input type="checkbox"/> OTH-ER E.L. EACH ACCIDENT \$ 1,000,000 E.L. DISEASE - EA EMPLOYEE \$ 1,000,000 E.L. DISEASE - POLICY LIMIT \$ 1,000,000
		OTHER				

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES / EXCLUSIONS ADDED BY ENDORSEMENT / SPECIAL PROVISIONS
 ALL WORK BETWEEN PB AMERICAS, INC. AND UDOT. UDOT IS AN ADDITIONAL INSURED AS RESPECTS GENERAL LIABILITY AS PERTAINING TO PB AMERICAS, INC. OPERATIONS, WHERE REQUIRED BY WRITTEN CONTRACT.

REC'D
 11/8/10

CERTIFICATE HOLDER
 11057945
 UTAH DOT
 4501 S. 2700 WEST
 SALT LAKE CITY, UT 84119

CANCELLATION [D461588] [D461589] [D461590]
 SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, THE ISSUING INSURER WILL ENDEAVOR TO MAIL 30 DAYS WRITTEN NOTICE TO THE CERTIFICATE HOLDER NAMED TO THE LEFT, BUT FAILURE TO DO SO SHALL IMPOSE NO OBLIGATION OR LIABILITY OF ANY KIND UPON THE INSURER, ITS AGENTS OR REPRESENTATIVES.
 AUTHORIZED REPRESENTATIVE

The ACORD name and logo are registered marks of ACORD
 For questions regarding this certificate, contact the number listed in the 'Producer' section above and specify the client code 'PARBR02'.

THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY.
**ADDITIONAL INSURED - OWNERS, LESSEES OR
CONTRACTORS - SCHEDULED PERSON OR
ORGANIZATION**

This endorsement modifies insurance provided under the following:

COMMERCIAL GENERAL LIABILITY COVERAGE PART

SCHEDULE

Name of Person or Organization: THE STATE OF UTAH, UDOT, AND LOCAL GOVERNMENT
AGENCIES (IF APPLICABLE)

Locations of Covered Operations: All Locations

Information required to complete this Schedule, if not shown above, will be shown in the Declarations.

A. Section II - Who Is An Insured is amended to include as an additional insured the person(s) or organization(s) shown in the Schedule, but only with respect to liability for "bodily injury", "property damage" or "personal and advertising injury" caused, in whole or in part, by:

1. Your acts or omissions; or
2. The acts or omissions of those acting on your behalf;

in the performance of your ongoing operations for the additional insured(s) at the location(s) designated above.

B. With respect to the insurance afforded to these additional insureds, the following additional exclusions apply:

This insurance does not apply to "bodily injury" or "property damage" occurring after:

1. All work, including materials, parts or equipment furnished in connection with such work, on the project (other than service, maintenance or repairs) to be performed by or on behalf of the additional insured(s) at the location of the covered operations has been completed; or
2. That portion of "your work" out of which the injury or damage arises has been put to its intended use by any person or organization other than another contractor or subcontractor engaged in performing operations for a principal as a part of the same project.

This endorsement is executed by the Liberty Insurance Corporation

Effective Date: 11/01/2010 Expiration Date: 10/01/2011

For attachment to Policy No. TB7-621-094060-020

Issued To: Parsons Brinckerhoff Inc.

One Penn Plaza
New York, NY. 10119

Attachment Code : D461588
Certificate ID : 11057945

THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY.

ADDITIONAL INSURED - OWNERS, LESSEES OR
CONTRACTORS - COMPLETED OPERATIONS

This endorsement modifies insurance provided under the following:

COMMERCIAL GENERAL LIABILITY COVERAGE PART

SCHEDULE

Name of Person or Organization: THE STATE OF UTAH, UDOT, AND LOCAL
GOVERNMENT AGENCIES (IF APPLICABLE)

Locations of Covered Operations:

Any location listed in such agreement. Where the applicable written agreement requires the insured to provide liability insurance on a primary, excess, contingent, or any other basis, this policy will apply solely on the basis required by such written agreement and Item 4. Other Insurance of SECTION IV of this policy will not apply.

Information required to complete this Schedule, if not shown above, will be shown in the Declarations.

Section II - Who Is An Insured is amended to include as an additional insured the person(s) or organization(s) shown in the Schedule, but only with respect to liability for "bodily injury" or "property damage" caused, in whole or in part, by "your work" at the location designated and described in the schedule of this endorsement performed for that additional insured and included in the "products-completed operations hazard".

Policy No: TB7-621-094060-020 Issued By:
Effective Date: 11/1/2010
Expiration Date: 10/1/2011
Issued To: Parsons Brinckerhoff Inc.
One Penn Plaza
New York, NY. 10119

Attachment Code : D461589
Certificate ID : 11057945

Exhibit A 10 of 12

THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY.

DESIGNATED INSURED

This endorsement modifies insurance provided under the following:

BUSINESS AUTO COVERAGE FORM
GARAGE COVERAGE FORM
TRUCKERS COVERAGE FORM
MOTOR CARRIER COVERAGE FORM

With respect to coverage provided by this endorsement, the provisions of the Coverage Form apply unless modified by this endorsement.

This endorsement identifies person(s) or organization(s) who are "insureds" under the Who Is An Insured Provision of the Coverage Form. This endorsement does not alter coverage provided in the Coverage Form.

SCHEDULE

Name of Person or Organization: THE STATE OF UTAH, UDOT, AND LOCAL
GOVERNMENT AGENCIES (IF APPLICABLE)

Each person or organization shown in the Schedule is an "insured" for Liability Coverage, but only to the extent that person or organization qualifies as an "insured" under the Who Is An Insured Provision contained in Section II of the Coverage Form.

Policy No: AS7-621-094060-030 Issued By:
Effective Date: 11/1/2010
Expiration Date: 10/1/2011

Attachment Code : D461590
Certificate ID : 11057945



CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)

11/7/2011

11/8/2010

PRODUCER Lockton Companies, LLC-1 Kansas City 444 W. 47th Street, Suite 900 Kansas City MO 64112-1906 (816) 960-9000	THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW.	
	INSURERS AFFORDING COVERAGE	NAIC #
INSURED 1326709 PB AMERICAS, INC. ONE PENN PLAZA NEW YORK, NY 10110	INSURER A: Zurich American Insurance Company	16535
	INSURER B:	
	INSURER C:	
	INSURER D:	
	INSURER E:	

COVERAGES PARBR02 PJ

THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER AND THE CERTIFICATE HOLDER.

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INSR LTR	ADD'L INSR	TYPE OF INSURANCE	POLICY NUMBER	POLICY EFFECTIVE DATE (MM/DD/YYYY)	POLICY EXPIRATION DATE (MM/DD/YYYY)	LIMITS	
		GENERAL LIABILITY <input type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS MADE <input type="checkbox"/> OCCUR _____ GEN'L AGGREGATE LIMIT APPLIES PER: <input type="checkbox"/> POLICY <input checked="" type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC	NOT APPLICABLE			EACH OCCURRENCE	\$ XXXXXXXX
		AUTOMOBILE LIABILITY <input type="checkbox"/> ANY AUTO <input type="checkbox"/> ALL OWNED AUTOS <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> HIRED AUTOS <input type="checkbox"/> NON-OWNED AUTOS _____	NOT APPLICABLE			COMBINED SINGLE LIMIT (Ea accident)	\$ XXXXXXXX
		GARAGE LIABILITY <input type="checkbox"/> ANY AUTO	NOT APPLICABLE			BODILY INJURY (Per person)	\$ XXXXXXXX
		EXCESS / UMBRELLA LIABILITY <input type="checkbox"/> OCCUR <input type="checkbox"/> CLAIMS MADE <input type="checkbox"/> DEDUCTIBLE <input type="checkbox"/> UMBRELLA FORM RETENTION \$ _____	NOT APPLICABLE			BODILY INJURY (Per accident)	\$ XXXXXXXX
		WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) If yes, describe under SPECIAL PROVISIONS below	NOT APPLICABLE			PROPERTY DAMAGE (Per accident)	\$ XXXXXXXX
A		OTHER PROFESSIONAL LIABILITY	EOC 5871036 08	11/1/2010	11/1/2011	AUTO ONLY - EA ACCIDENT	\$ XXXXXXXX
						OTHER THAN AUTO ONLY: EA ACC	\$ XXXXXXXX
						AGG	\$ XXXXXXXX
						EACH OCCURRENCE	\$ XXXXXXXX
						AGGREGATE	\$ XXXXXXXX
							\$ XXXXXXXX
							\$ XXXXXXXX
						WC STATU-TORY LIMITS	OTHER
						E.L. EACH ACCIDENT	\$ XXXXXXXX
						E.L. DISEASE - EA EMPLOYEE	\$ XXXXXXXX
						E.L. DISEASE - POLICY LIMIT	\$ XXXXXXXX
						\$2,000,000 PER CLAIM	\$2,000,000 AGGREGATE

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES / EXCLUSIONS ADDED BY ENDORSEMENT / SPECIAL PROVISIONS
 ALL WORK BETWEEN PB AMERICAS, INC. AND UDOT.

REC 11/8/10

CERTIFICATE HOLDER

CANCELLATION

11057947
 UTAH DOT
 4501 S. 2700 WEST
 SALT LAKE CITY, UT 84119

SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, THE ISSUING INSURER WILL ENDEAVOR TO MAIL 30 DAYS WRITTEN NOTICE TO THE CERTIFICATE HOLDER NAMED TO THE LEFT, BUT FAILURE TO DO SO SHALL IMPOSE NO OBLIGATION OR LIABILITY OF ANY KIND UPON THE INSURER, ITS AGENTS OR REPRESENTATIVES.

AUTHORIZED REPRESENTATIVE

ACORD 25 (2009/01)

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For questions regarding this certificate, contact the number listed in the 'Producer' section above and specify the client code 'PARBR02'.

Exhibit A 12 of 12

Contract No. 07-8636 Mod. No. 5

EXHIBIT B

Fees

The maximum disbursement is increased from \$1,842,031.46 by \$362,729.35 for a new total of \$2,204,760.81 as negotiated and approved by Matthew Zundel, Region 2, in the memorandum dated June 28, 2011 on Page 3 of Exhibit A. The fixed fee amount is increased by \$26,894.50 for a new total of \$173,712.59. The overhead rates in this modification are provisional and subject to final audit. For further details, see Pages 2 through 13 of this Exhibit.

Contract/Modification	Amount	NTP Date	Notes
Base Contract	\$999,234.69	4/23/2007	ENVIRONMENTAL ASSESSMENT
Modification No. 1	\$60,771.00	11/7/2007	Additional Wetland delineation and Cultural Resource survey
Modification No. 2	\$499,829.26	4/1/2008	Change Contract from an EA to an EIS.
Modification No. 3	\$182,189.49	11/20/2008	Additional Alignment Analysis
Modification No. 4	\$100,007.02	12/21/2009	Additional Work to Study New Alignment
Modification No. 5	\$362,729.35	Pending	Additional Concept / Environmental / Drainage design
Total	\$2,204,760.81		



PB
488 E. WINCHESTER STREET SUITE 400
MURRAY, UT 84107

CONSULTANT COST PROPOSAL FOR
Mid-Valley Highway EIS
Project Number F-LC45(6)0
Tooele County
July 15, 2011

CONTRACT MODIFICATION #5
Additional design, 404 and ROW

DIRECT LABOR EXPENSES

LABOR DESCRIPTION	ESTIMATED HOURS	AVG. PAY RATE \$/HR.	AMOUNT
Project Manager	253	\$43.27	\$10,947.31
Enviro Support	9	\$45.25	\$407.21
404 Permit/Mitigation Plan	182	\$30.40	\$5,532.44
Enviro Manager	87	\$55.29	\$4,810.06
Planner	4	\$28.26	\$113.03
Graphics	30	\$28.00	\$839.91
Lead Engineer	170	\$44.73	\$7,604.61
EIT	287	\$27.96	\$8,024.23
CADD Tech	91	\$34.27	\$3,118.30
Drainage Lead	108	\$63.76	\$6,886.08
Drainage Engineer	336	\$32.66	\$10,973.76
Drainage Engineer	488	\$28.50	\$13,908.00
CADD Tech	332	\$41.81	\$13,880.92
ROW Lead	40	\$49.20	\$1,967.84
PI Coordinator	100	\$42.50	\$4,250.00
Admin Assist	27	\$23.45	\$633.15
Project Controls	27	\$25.12	\$678.24
TOTAL	2571		\$94,575.08
	OVERHEAD	158.52%	\$149,920.42
	SUBTOTAL		\$244,495.49
	FIXED FEE	11.00%	\$26,894.50
	TOTAL DIRECT LABOR EXPENSES		\$271,390.00

DIRECT EXPENSES

PB Direct Expenses (See Attachment)	
Total Direct Expenses	\$2,290.00

SUBCONSULTANT(S) EXPENSE

RSG (interim traffic modeling)	\$13,810.00
Aerographics	\$37,343.48
ESI (Survey)	\$33,385.87
Wetlands Resources	\$4,510.00
Total Subconsultant	\$89,049.35

TOTAL COSTS **\$362,729.35**

PREPARED BY:	JASON BRIGHT
CHECKED BY:	KARI MCGLINN
REVIEWED BY:	

**CONSULTANT COST PROPOSAL FOR
Mid-Valley Highway EIS
Project Number F-LC45(6)0
Tooele County
July 15, 2011**

Item	Unit Cost	Units	Quantity	Cost
Mileage				\$ 357.00
Mileage (Engineering, PM, and PI Staff)	\$ 0.510	Miles	700	\$ 357.00
Copies & Plots				\$ 1,933.00
Reports	\$ 35.00	each	30	\$ 1,050.00
Plans Sets	\$ 60.00	each	10	\$ 600.00
8.5x11 BW Copies	\$ 0.06	each	50	\$ 3.00
8.5x11 Color Copies	\$ 0.50	each	50	\$ 25.00
11x17 BW Copies	\$ 0.10	each	50	\$ 5.00
11x17 color copies	\$ 1.00	each	50	\$ 50.00
Plots	\$ 20.00	each	10	\$ 200.00
Total Direct Expenses				\$2,290.00

Description of Work

The purpose of this work is to perform a phasing analysis of potential construction segments of the Tooele County Midvalley Highway with the goal of determining which segments offer the most benefit and when additional segments may need to be constructed. The sections below describe the individual tasks.

Task #1: Meetings & Project Management

RSG will prepare for and attend several meetings regarding the construction phasing analysis. This task also includes a few hours for internal project management.

Task #2: Model Input Development

This task involves preparing the interim year model inputs for use in the Tooele RPO travel model. RSG will work with WFRC to develop appropriate land use inputs for two interim years between 2006 and 2030. Possible analysis years include 2015 and 2025, although the final determination will be made in consultation with WFRC and Tooele County.

Task #3: Construction Phasing Modeling

Using the travel model inputs developed for the prior task, RSG will then model various construction phasing scenarios for the interim years. The Midvalley Highway will be divided into three construction segments: I-80 to SR-138, SR-138 to SR-112, and SR-112 to SR-36. Each of these segments will be modeled as an initial construction segment to determine the benefit associated with each. Additional model runs will be performed to determine which segment should be built next and when it would be needed. The final set of runs would determine when the final segment would need to be built.

Task #4: Documentation

A stand-alone technical memo will be prepared documenting the approach and results of the construction phasing analysis.

Cost Estimate

Per the table below, the above scope of work is estimated to require a total of 108 hours of RSG staff time for a total cost of \$13,810, including \$130 in direct costs. The hourly rates shown in the table are estimates of 2011 rates. Billing will be based on actual rates using 2011 labor rates, the current UDOT audited overhead rate, and the profit margin specified in the original contract.

Contract Modification #2
 Scope of Work
 Tooele County Midvalley Highway –
 Construction Phasing Analysis
 December 22, 2010



R | S | G INC.
 RESOURCE SYSTEMS GROUP, INC.

	Hooper	Mulandi	Total Hours	Total Task Cost
Task 1 - Meetings & Management	12	0	12	\$ 1,740.00
Task 2 - Model Input Development	20	16	36	\$ 4,500.00
Task 3 - Construction Phasing Modeling	20	12	32	\$ 4,100.00
Task 4 - Documentation	12	16	28	\$ 3,340.00
Total Hours	64	44	108	\$ 13,680.00
Fully Burdoned Rate	\$ 145.00	\$ 100.00		
Total Person Cost	\$ 9,280.00	\$ 4,400.00		
Direct Expenses (~1.0% of Total Labor Cost):				\$ 130.00
Total Cost:				\$ 13,810.00



March 23, 2011

Sarah Johnson, P.E.
Parsons Brinckerhoff
488 East Winchester St., Suite 400
Murray, UT 84107

Subject: Photogrammetric Services for the Midvalley Highway

Reference: Your email received 3/22/11

Dear Sarah:

I have revised our scope of work per the reduced area shown in the attached .KMZ file.

SCOPE OF SERVICES

Aero-Graphics will furnish the following products and services:

1. Target placement and GPS surveying for 45 aerial control points.
2. Differential level loop through centerline control points.
3. One control listing in digital format detailing GPS horizontal coordinates and elevations of all targeted control points.
4. Stereo color aerial photography flown at a nominal negative scale of 1:2000 (1'=167').
5. Negative scanning and analytical aerotriangulation control extension.
6. Field audit survey of preliminary mapping.
7. 1 foot contours and planimetry in MicroStation V8 .DGN format furnished on CD at a scale of 1"=40'.
8. DTM files consisting of separate files for break lines and mass points in InRoads-compatible .DTM and ASCII formats, furnished on CDs.
9. Color orthorectified imagery delivered in .TIF, .HMR and .SID formats with a pixel resolution of .2 ft, furnished on DVDs.

TECHNICAL APPROACH

Definition of Mapping Area

This project covers mapping for the proposed Midvalley Highway beginning at I-80 and extending south to 4100 North. The corridor width is generally 800' wide, with exceptions at I-80 and SR-138. Total mapping area is approximately 668 acres.

Monumentation and Targeting of Aerial Control Points

Prior to photography, Aero-Graphics will target the 45 aerial control points shown in RED in the attached .KMZ file. Targets will be crosses with 6" x 2' arms (4' overall), will contrast with the ground, will be clearly visible from the air, and will be in flat areas flush with the ground. Targets on soft surfaces will be monumented with .5"x18" rebar with aluminum cap (unstamped). Targets on hard surfaces will be monumented with a PK nail. Monuments will be flush with the ground. PB will assist Aero-Graphics in obtaining the required permission to gain access to points located on private property.

Construction Monuments

This task will not be performed by Aero-Graphics.

Aerial Control Survey

Aero-Graphics will field survey horizontal and vertical coordinates to all new control points using static GPS observations. Accuracy will be within $\pm .1'$. Aero-Graphics will tie the horizontal and vertical control for this project to the existing Midvalley coordinate system. Aero-Graphics will submit a survey report detailing the control for the project in local Midvalley coordinates and WGS 84 lat/longs. Differential level loops will be run through critical control points along the spine of the project to insure vertical accuracies within $\pm .1'$.

Aerial Photography

A turbocharged Cessna aircraft equipped with a Leica Wild RC-30 precision aerial camera will be used for this project. This camera has a gyro-stabilized mount, forward motion compensation, high-resolution optics, and airborne GPS capability. It also is equipped with an ASCOT computer controlled GPS guidance system. A current camera calibration report is available. Stereo photography will be taken at a nominal negative scale of 1:2000 with 60% forward overlap. 11 flight lines totaling 87 exposures will be required for complete coverage of the corridor, as shown by the stereomodel layout in the attached .KMZ file. AGFA X100 high-resolution color film will be used.

Negative Scanning

Aerial negatives will be scanned in a photogrammetric quality Leica DSW700 scanner at a resolution of 12.5 microns (equivalent to 2,032 pixels per inch).

Analytical Aerotriangulation

Fully analytical aerotriangulation will be used to extend full control for each stereomodel.

Digital Mapping Standards

Digital files will conform to the most-recent standards available for UDOT-Region Two.

Digital Mapping

First-order digital stereoplotters will be used to compile planimetry and DTM data consisting of break lines, mass points, and spot elevations, at a scale of 1"=40' for the mapping area outlined in BLUE in the attached .KMZ file. Planimetry will include roads; curb and gutter; sidewalks; building outlines; visible fences, signs, manholes, culverts, power and light poles; bridges; ditches; drainages; major vegetation outlines; railroads; and other features visible in the imagery and appropriate for 1"=40' scale mapping. The 1-foot contours will be software-generated from the DTM files, with index contours every 5 feet. A 5-inch grid (200' at plot scale) will be included.

Contours and planimetry will be delivered on CDs in MicroStation Version 8 .DGN format. DTM data consisting of separate files for break lines and mass points/spot elevations will be furnished in .DTM and ASCII formats, suitable for InRoads software, on CDs. Digital files of the first stereomodel to be compiled will be submitted to assure compliance with PB/UDOT standards early in the project execution.

Field Audit

Where appropriate, Aero-Graphics will conduct a field audit consisting of visual verification that all appropriate surface planimetry, culverts and signs have been compiled properly on the preliminary plots. Missing features will be surveyed using GPS-RTK methods and added to the final mapping. Significant features (including signs) obscured by trees will be surveyed. Delineators will not be

Parsons Brinckerhoff
Midvalley Highway

3/23/11
Page 3

surveyed.

Final Editing and Translation

AG will incorporate the field audit additions and changes into the final mapping files, which will then be translated and delivered.

Digital Orthorectified Imagery

Digital workstations interfaced with Inpho OrthoBox software will be used to generate orthorectified imagery covering the ORANGE stereomodels shown in the attached .KMZ file. DTM surface described above will be used to orthorectify the imagery. Pixel resolution will be .2 ft. Imagery will be furnished in .TIF, .HMR and .SID formats, with associated world files, on DVDs. Files will be no greater than 200MB in size and will butt match with adjacent files. Files will be tone matched to optimize image quality throughout the project.

ACCURACY DECLARATIONS

Based on accurate survey control, all work will meet or exceed National Map Accuracy Standards for .8 foot contour mapping at a scale of 1"=40'. Accordingly, 90% of spot elevations will be within 1/4 contour (.2 ft.) and all spot elevations will be within 1/2 contour (.4 ft.); and 90% of solid contours will be within 1/2 contour (.4 ft.) and all solid contours will be within 1 contour (.8 ft.). Contours in areas obscured by vegetation, shadows, snow, or other elements will be dashed to indicate questionable accuracy. Horizontally, 90% of well-defined planimetry will be within 1'.

SCHEDULE

Target Placement and Control Survey: Completion within one week after notice to proceed
Photo Acquisition: Completion within 2 days after targets are set, weather permitting
Vector Mapping and Orthorectified Imagery: Completion within four weeks after photography

High-priority areas can be delivered ahead of the final delivery date if necessary.

Should you have any questions or require further information, please call me at (801) 428-3102.

Sincerely,

AERO-GRAPHICS, INC.



Kelly Francis, CP

Aero-Graphics, Inc.			
CONSULTANT COST PROPOSAL Midvalley Highway			
DIRECT LABOR EXPENSES			
LABOR DESCRIPTION	HOURS	PAY RATE \$/HR.	AMOUNT \$
Project Manager	4	\$63.46	\$253.84
P.L.S. #1	55	\$34.62	\$1,904.10
P.L.S. #2	55	\$34.62	\$1,904.10
Flight Ops Manager	3	\$34.62	\$103.86
Pilot	6.25	\$28.85	\$180.31
Aerial Photographer	6.25	\$18.00	\$112.50
AT Tech #1	16	\$34.62	\$553.92
AT Tech #2	8	\$28.85	\$230.80
Stereo Compiler	185	\$20.50	\$3,792.50
Editor/QC Tech	82	\$20.00	\$1,640.00
Ortho Compiler	15	\$20.00	\$300.00
Clerical	4	\$21.92	\$87.68
TOTAL	439.5		\$11,063.61
Overhead Rate / Overhead Amount		167.65%	\$18,548.15
Subtotal			\$29,611.76
Fixed Fee Rate / Fixed Fee Amount		10.00%	\$2,961.18
		Total Labor	\$32,572.93
DIRECT EXPENSES			
DESCRIPTION	RATE	NUMBER	\$ AMOUNT
Aircraft	\$300.00	2.25	\$675.00
Color Film (10' leader added)	\$5.80	97	\$562.60
Process Color Film	\$2.85	87	\$247.95
Shipping to/from Lab	\$150.00	1	\$150.00
Color Scans	\$30.00	87	\$2,610.00
Target Material, Caps, Rebar	\$5.00	45	\$225.00
Mileage	\$0.50	600	\$300.00
		Direct Expenses	\$4,770.55
SUBCONSULTANT(S) EXPENSE			
Subconsultant 1			\$0.00
Subconsultant 2			\$0.00
		Total Subconsultant	\$0.00
		TOTAL COSTS	\$37,343.48
PREPARED BY:	Kelly Francis		

TOOELE MIDVALLEY HIGHWAY

ESI Engineering - Survey Cost Estimate

Task Description	Principle	Project Manager	Staff Land Surveyor	GPS Spec.	Crew Chief	CADD Tech	Word Proc.	LABOR HOURS	DIRECT LABOR			
	43.27	42.79	37.50	31.73	33.65	22.26	20.00					
4B1 Obtain Supplemental Surveys	8	16	20	120	120	16	0	300	\$9,982.56			
								0	\$0.00			
								0	\$0.00			
								0	\$0.00			
								0	\$0.00			
Total Direct Labor	8	16	20	120	120	16	0	300	\$9,982.56			
									Overhead (114.12% of Direct Labor)	\$11,392.10		
									Direct Labor Cost	\$9,982.56		
									Subtotal Labor	\$21,374.66		
									Fixed Fee (11% of Subtotal Labor)	\$2,351.21		
									TOTAL LABOR	\$23,725.87		
									Direct Costs	Quantity	Rate	
									Per Diem	0	0	\$0.00
									Mileage	1500	0.44	\$660.00
									G.P.S.	200	45.00	\$9,000.00
									TOTAL DIRECT COSTS		\$9,660.00	
									PROJECT TOTAL		\$33,385.87	

STAFFING PLAN
ESI ENGINEERING
 Mid Valley Hwy. Tooele

Name	Firm Name (Prime and Subs need to complete a detailed Staffing Plan)	Title (Within firm and/or proposed on project)	Certification Category/ Level	Utah License/ Certification No.	Other State License/ Certification No.	Education Level	Hours (Estimated number of project hours)	Rate of Pay (Current actual rate of pay)	Rate on Cost Proposal (note any pay raise variances)
Phillip Roberts	ESI Engineering Inc.	Principal	P.E. S.E.	265194	N/A	B.S.	8	43.27	43.27
Kirk P. Morgan	ESI Engineering Inc.	Land Surveyor/ Survey Project Manager	P.L.S.	171201	N/A	B.A.	14	42.79	42.79
Charles Heaton	ESI Engineering Inc.	Land Surveyor	P.L.S.	4938726	N/A	Associates	20	37.50	37.50
Scott Bailey	ESI Engineering Inc.	Survey Party Chief GPS Specialist	N/A	N/A	N/A	Associates	120	31.73	31.73
Matt Peterson	ESI Engineering Inc.	Survey Party Chief	P.L.S.	7031451	N/A	Associates	120	33.65	33.45
Jeff Bills	ESI Engineering Inc.	Cadd Tech				Secondary	14	22.26	22.26
Anita Todd	ESI Engineering Inc.	Word Processor				Secondary	4	20.00	

Form is available on the UDOT Website udot.utah.gov under "Inside UDOT > Internal Groups and Divisions > Project Development > Consultant Services > Forms" or udot.utah.gov/index.php?m=c&tid=287.

Contract No. 07-8636 Mod. No. 5

EXHIBIT C

Contract Date

The contract completion date for the project is extended to September 26, 2012. The CONSULTANT is required to finish all work by the contract completion date. If additional time is required to complete this project, the CONSULTANT will be required to use the "Contract Time Extension Modification Form" located on the DEPARTMENT website.

For further details regarding the schedule, see Pages 2 through 2 of this Exhibit

ID	Task Name	Duration	Start	Finish	Predecessors	Jul	Aug	Sep	Oct	Nov	Dec	Jan	Feb	Mar	Apr	May	June	July	August	
1	1.0 Support	262 days	Mon 8/1/11	Tue 7/31/12																
2	2.0 Additional Conceptual Design	262 days	Mon 8/1/11	Tue 7/31/12																
3	2.1 Roadway Design	232 days	Mon 8/1/11	Tue 7/31/12																
4	2.2 On-site Hydraulics	120 days	Mon 8/1/11	Fri 9/25/12																
5	2.3 Roadway Design	167 days	Mon 12/1/11	Tue 7/31/12																
6	2.4 Drainage	167 days	Mon 12/1/11	Tue 7/31/12																
7	2.5 Utilities and Canal	232 days	Mon 8/1/11	Tue 7/31/12																
8																				
9																				
10	3.0 404 Permitting	262 days	Mon 8/1/11	Tue 7/31/12																
11	3.1 Permit Application	42 days	Mon 8/1/11	Tue 7/31/12																
12	3.2 Final Migration Plan	262 days	Mon 8/1/11	Tue 7/31/12																
13																				
14																				
15	4.0 Right-of-way	262 days	Mon 8/1/11	Tue 7/31/12																
16	5.0 Public Involvement	262 days	Mon 8/1/11	Tue 7/31/12																
17																				
18																				

Task Split

Progress Milestone

Summary Project Summary

External Tasks External Milestone

Deadline

Task Schedule Mod 5
Wed 7/20/11