

# MEMORANDUM



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**TO:** Ratna Pottumuthu, PE

**CC:** Jeff Edmonds, PE  
Drew Molly, PE  
Esteban Ramos

**FROM:** Ron Guzman, PE

**SUBJECT:** E15117 – Task Order No. 6

**DATE:** 1/12/2024

**PROJECT:** E15117 – Seawater Desalination Owner’s Representative Services  
Task Order No. 6 – Inner Harbor Project Procurement Phase

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The Seawater Desalination Owner’s Representative Services contract includes a Master Services Agreement (MSA) executed on December 7, 2017. Five previous Task Orders have been executed by the City of Corpus Christi through the MSA.

The Task Orders and MSA Renewals are summarized here:

- Task Order No. 1 executed July 2018
- Task Order No. 2 executed December 2019
- MSA Renewal No. 1 executed May 2020
- Task Order No. 3 executed June 2020
- Task Order No. 4 executed August 2020
- MSA Renewal No. 2 executed December 2020
- Task Order No. 5 executed June 2021

Activities proposed for Task Order No. 6 include the procurement phase services for the Inner Harbor Desalination Plant. The FNI Team will implement the two-step procurement process as defined in Texas Statute 2269 through a Request for Qualifications and Request for Proposals. The detailed scope of work is attached as Exhibit A for your consideration.

Our project schedule anticipates the completion of procurement phase services by the end of 2024 in order for the Inner Harbor Seawater Desalination Plant project to move into the delivery phase in 2025.

**PROJECT NAME:** Seawater Desalination – City Project No. E15117

**TASK ORDER NO.:** 6 – Inner Harbor Desalination Plant Procurement Phase

## **PROJECT DESCRIPTION**

The scope for this Task Order has been refined as a result of continued project development and definition and the direction of City of Corpus Christi (City) Staff including the decision and documentation of Progressive Design-Build as the procurement method for the project. The following Scope of Services is intended to be performed under the contractual agreement executed as Task Order No. 6 in accordance with the Terms and Conditions of the associated Master Services Agreement (MSA) approved by City Council on November 7, 2017.

Previous task orders have provided for the completion of the plant siting evaluations, raw water quality characterization, the submittal of administratively complete Texas Pollutant Discharge Elimination System (TPDES) and Water Rights Authorization applications to the Texas Commission on Environmental Quality (TCEQ), public outreach and communications, project development and procurement strategy, the United States Army Corps of Engineers (USACE) permit application, and specific funding tasks related to the Texas Water Development Board’s (TWDB) requirements.

The City, as the regional water provider, is focused on continuing along the critical path for implementation of the seawater desalination project on the Inner Harbor Ship Channel. To achieve this objective for the City, Freese and Nichols, Inc. (Consultant) will provide the following services for the seawater desalination plant located on the Inner Harbor Ship Channel, unless otherwise expressed for specific tasks.

## **SCOPE OF SERVICES**

### **ARTICLE I – BASIC SERVICES**

#### **TASK 1: Project Administration, Meetings, Management**

**Description:** Anticipated project coordination activities may include but are not limited to the following:

1. Project Kick-off Meeting to include clarification of the desired outcomes and provide the City input into the development of the project work plan, list of input and data required from FNI and the City, the project contacts and the list of deliverables which will allow for the timely completion of the P-DB Procurement.
2. Preparation and ongoing coordination of Project Work Plan.
3. Preparation and ongoing coordination of Project Schedule.
4. Up to weekly project status “Look Ahead” meetings with the City. These will typically be by teleconference and include discussion of project status and upcoming project items/issues.
5. Preparation, facilitation, and documentation for weekly Procurement Team meetings for the Project Lead Team, Procurement Team, Engineering & Operations Team, and Legal Team.

6. Timely identification, discussion, and resolution of change issues.
7. Monthly preparation invoices and progress reports.
8. Participation in additional meetings with City Senior Management or City Council.
9. Presentations or reports to the City Council, City Senior Management, and other stakeholders.
10. Early initiation consultation with regulatory agencies on time-critical permit applications, if requested.
11. Additional architectural concept renderings, drone operations, coordination, and imagery, and visualization software adaptation of the existing 3D architectural concept.

## **TASK 2: Develop P-DB Project Strategy**

**Description:** A key element of our approach is to conduct a strategy session to set the overall project risk philosophy, begin to finalize the Project's definition, and direction. We propose to provide personnel experienced in P-DB procurements and contract development, desalination design procedures and practices, and facilitation to conduct a strategy session.

### **2.1 Project Strategy Session**

The FNI Team will facilitate an up to two (2) day Strategy Session with the City management and staff and project personnel for the purpose of developing a strategy to finalize the project development definition and to establish the fundamental elements of the procurement process. The FNI Team will provide personnel with P-DB procurement, seawater desalination project development and commercial terms development expertise for the Strategy Session. The FNI Team will prepare a Strategy Session Technical Memorandum of relevant findings, decisions, and outcomes focused on the following elements:

1. Procurement and Legal
2. Site Documentation
3. Desalination Facility's Project Definition
  - a) Capacity (Initial and Full Build-out)
  - b) Raw water quality
  - c) Concentrate disposal
  - d) Product Water quality
4. Seawater Intake
  - a) Capacity
  - b) Existing Hydrogeologic Modeling
  - c) Existing Water Quality Analysis/ Modeling
5. Concentrate Discharge
6. Offsite Utilities; Power and Wastewater
7. Product Water Point of Connection (POC) to Distribution System
8. Pipeline Design Considerations
9. Project Component (e.g., offsite pipelines) Procurement Options
10. Preliminary Estimate of Probable Project Cost
11. Project Cost Validation
12. Project Funding
13. Project Milestones/The City Approvals
14. Defining Additional Site Data needs
15. Existing Raw Water Characterization
16. Defining Additional Water Quality Data Needs

17. Product Water Quality Requirements
18. Pilot Testing Approach
19. Project Schedule
  - a) Design Criteria Package
  - b) Request for Qualifications (RFQ)/Request for Proposals (RFP)
  - c) Off-site Pipeline design
  - d) Land -ROW Acquisition
  - e) AEP Electric Company interfaces and upgrades
20. Permit List/Permitting Strategy
21. Procurement Process
  - a) Pre-Solicitation Notice
  - b) Request For Expressions of Interest (RFEI)
  - c) Vendor Industry Day
  - d) RFQ
  - e) Contractor Input
  - f) Evaluation Criteria
  - g) Term Sheet
  - h) Evaluation Committee
  - i) RFP
  - j) Draft P-DB Agreement
  - k) One-on-One Confidential Meetings
  - l) Evaluation Criteria
  - m) Negotiation
22. Design Criteria Approach – Prescriptive Specifications vs. Performance Specifications and mandatory City standards
23. P-DB Agreement Development
24. Public Involvement Program
25. Project’s Critical Path
26. Issue Resolution
27. Schedule Follow-up Project Workgroup meetings

## **2.2 Risk Evaluation and Mitigation**

1. Prepare for and facilitate up to three Risk Workshops
2. Develop and maintain a risk register and risk matrix to serve as the template for risk allocation in the contract documents. This will include, but is not limited to, consideration for the following:
  - a. Permitting
  - b. Schedule
  - c. Supply Chain
  - d. Treatment Technologies
  - e. Raw Water Quality
  - f. Finished Water Quality
  - g. Right-of-Way
  - h. Infrastructure Integration
  - i. Environmental Compliance and Mitigation
  - j. Public Perception
  - k. Legal and Administrative Requirements
  - l. Special Materials
  - m. Cost Escalation
  - n. Utility Coordination

- o. Plant Operations
- p. Project Funding

### **2.3 Prepare Draft and Final Project Definition for Use in the RFQ and RFP**

The FNI Team will develop a draft and final Project Definition.

1. Plan and facilitate up to four meetings with the City and stakeholders (TCEQ, TWDB, etc.) to develop, deliver, and receive City approval of the Project Definition
2. Provide a draft and final Technical Memorandum (TM) including:
  - a. Project Strategy and Work Plan
  - b. Establishing key design requirements
  - c. Identifying necessary performance and technical standards
  - d. An outline of the Design Criteria Package (DCP) and a determination of which DCP elements will be included in the RFQ.
    - i. Elements of the DCP may include, as applicable, budget or cost estimates, information on the site, performance criteria, special materials requirements, initial design calculations, known utilities, capacity requirements, quality assurance and quality control requirements, the type, size, and location of structures, and notice of any ordinances, rules, or goals adopted by the governmental entity relating to awarding contracts to historically underutilized businesses (HUB).
  - e. Schedule
  - f. Definition of project roles and responsibilities
  - g. Critical project features
  - h. Approach to risk management
  - i. Performance Standards required for the RFP
  - j. Geotechnical Baseline Report

#### **Task 2 Deliverables**

Strategy Session Workbook

Strategy Session Technical Memorandum

Geotechnical Baseline Report

Draft and Final Risk Matrix

Draft and Final Preliminary Project Definition Technical Memorandum

### **TASK 3: Procurement Framework Development**

**Description:** Another key element of our approach is to develop a Framework document and a Statement of Principles to define the scope and content of procurement documents.

#### **3.1 Develop Procurement Framework**

The FNI Team will develop a P-DB procurement framework based on the strategy document that serves as a detailed “road map” to define the scope and content of the RFQ/RFP documents. Elements of the framework document will include:

1. Draft Statement of Principles
2. Draft Outline of the RFQ and RFP and its attachments.
3. Outline of Performance or Technical Specifications in Design Criteria Package as outlined in 2.3 (2) (d).
4. Permit Schedule. Regulatory agencies and permits required will be confirmed, and a schedule of agency coordination meetings will be developed for non-P-DB permit activities consistent with the permit strategy.
5. Risk Matrix. The risk matrix developed in Task 2.2 will identify the elements and allocation of risk with respect to:
  - a) Risk Type
  - b) Description
  - c) Potential Impact
  - d) Allocation (The City, P-DB contractor, shared)
6. Draft Term Sheet. In conjunction with the City’s legal counsel a Summary of the Project’s Key Risk Management Terms for P-DB Agreement will be developed.
7. Draft Procurement Schedule for the P-DB Procurement and P-DB Agreement and Project will be developed. It will consider the following activities:

<b>ACTIVITY</b>
Initial strategy in preparation for procurement
Third-party meetings and third-party agreement preparation
Prepare Pre-Procurement Notice
Issue Pre-Procurement Notice to Industry
Pre-Procurement Notice Responses Due
Risk Workshop
Industry forum and pre-procurement meeting
Prepare RFQ
Issue RFQ
Pre-Submittal meeting
SOQs Due
SOQ Evaluation
Shortlist announced
Prepare RFP Documents

Pre-Submittal one-on-one meetings with each shortlisted firm
Issue draft RFP to shortlist
Proposals due
Proposal evaluation
Best Qualified Respondent announced
Negotiations with best qualified Respondent
P-DB Agreement Execution
NTP 1 issued for Design
P-DB Phase 1 (Validation Period) Completed
P-DB Phase 2A -LNTP Construction
NTP 2B issued for construction
Mechanical or Substantial Completion
Acceptance and Turnover

8. Draft Procurement Schedule for the P-DB Procurement and P-DB Agreement and Project will be developed. It will consider the following activities:

Release RFQ	Week Ending March 29, 2024
Shortlist Respondents and Issue RFP	Week Ending July 5, 2024
Receive Proposals	Week Ending August 30, 2024
Develop Ranking and Begin Negotiations	Week Ending September 27, 2024

**Task 3 Deliverables**

Draft and Final Statement of Principles  
City Council Briefing Documents

**Task 4.0: RFQ Process**

**Description:** During this stage of the Project the RFQ and the RFP will be under development simultaneously. The FNI Team will develop the draft and final RFQ and Draft RFP, the Design Criteria Package, the P-DB Term Sheet, and draft P-DB Agreement. The P-DB approach will allow P-DB Contractor to innovate within the provisions of the Design Criteria Package.

**4.1 Develop RFQ Package**

The FNI Team will develop pre-qualification selection criteria and prepare a draft RFQ and draft DCP for review by the City. This process will be consistent with the requirements of Texas Government Code Section 2269.

1. The RFQ will be developed and based on the Statement of Principles and draft DCP. The final RFQ may contain the following sections:
  - a) Introduction and General Information
  - b) Description of the Project
  - c) Procurement Process and Schedule
  - d) Vendor Shortlisting Evaluation Criteria to be developed as part of the procurement process in collaboration with the Evaluation Committee. A detailed grading matrix will be provided for review during the RFQ draft process.

- e) Respondent Team Organization, Qualifications and Experience Submittal Requirements
  - f) Reference Submittal Requirements
  - g) Business and Financial Submittal Requirements
  - h) Request for Comments
  - i) P-DB Agreement – Preliminary Term Sheet
2. The draft RFQ will be submitted to the City for review. The City’s review comments will be incorporated and a final RFQ Package will be prepared for issuance.
  3. Develop and provide a Pre-Solicitation Notice to the City for posting pursuant to Texas Government Code Section 2269.052.
  4. Prepare for and facilitate a pre-RFQ issuance meeting to solicit market feedback.
  5. Advertise and Issue RFQ in conjunction with the City’s procurement team.

#### **4.2 RFQ Responses and Selection**

The FNI team will support the RFQ process and will:

1. Schedule a pre-submittal meeting with potential responders to provide a briefing on the project, the procurement schedule, record and address questions from attendees, and conduct a site tour.
2. Solicit submittals of Statements of Qualifications (SOQs) from Potential Contractors.
3. Review SOQs from Potential contractors; prepare a Fact-Finding review summary for each response compliant with RFQ requirements; provide a listing of deficiencies or omissions for each submission; prepare a memorandum of the deficiencies and omissions and request for additional information, if needed, to be sent by City to each proposer. The memorandum will identify any pass or failure of mandatory requirements and any recommendations as to declaring proposers non-responsive.
4. Conduct independent diligence (technical and financial) on proposer teams, references, their key personnel, their referenced projects, past project performance.
5. Prepare a vendor evaluation guidance document for the CITY’s Procurement Workgroup’s use to assist with their review of the vendor qualifications.
6. Assist the City’s Procurement Workgroup in evaluating and scoring the SOQ and determining the short list. The Consultant will meet with City’s Procurement Workgroup to review SOQs, address comments and answer questions. The City’s Evaluation Committee will make final scoring adjustments and compile composite scores to determine the recommended short-list for City’s Engineering Department’s approval. The FNI Team will not score the submissions.
7. Prepare a memorandum summarizing the results of the City’s Procurement Workgroup’s vendor evaluations and ranking.

#### **Task 4 Deliverables**

Pre-Solicitation Notice

Draft and Final RFQ

Vendor Evaluation Guidance Document

Vendor Evaluations and Ranking Memorandum

Draft and Final P-DB Agreement – Preliminary Term Sheet

City Council Briefing documents



## **Task 5.0: RFP Process and P-DB Agreement**

**Description:** During this stage of the Project the P-DB Agreement, the final Design Criteria Package and the RFP will be under development simultaneously. The FNI Team will develop the Draft Final RFP and assist the City's Legal Team with the development of the Draft P-DB Agreement. The FNI Team will also assist in the review of respondent proposals, the negotiation of the final P-DB Agreement with the highest ranked Respondent vendor team and assist the City to award the P-DB Agreement.

### **5.1: Develop Progressive Design-Build Agreement (P-DB Agreement):**

The P-DB Agreement is the contractual embodiment of the agreement between City and the progressive design-builder to deliver the project. Typically, a draft P-DB Agreement is included with the RFP so that potential proposers can understand the risk allocation and select their team members accordingly.

In conjunction with the City, the FNI Team will:

1. Prepare a draft P-DB Agreement that allocates risk in a manner consistent with the City's risk tolerances while accounting for the unique facets of progressive design-build and leveraging the potential benefits of this delivery method.
2. Collaborate with the City to establish the draft P-DB Agreement's processes for the project's validation period, design reviews, project administration system, including claims evaluation and change order approval, dispute resolution, warranties, payment methods, oversight, and addressing nonconformance with the Design Criteria Package, acceptance or turnover conditions.
3. Confirm that all required federal cross-cutting provisions are included in the contract documents so that federal funding is not jeopardized due to non-compliance, as applicable if federal funding is secured.

### **5.2: Development of a draft P-DB Agreement Exhibit Documents**

The FNI Team will:

1. Assist the City's legal team to develop the draft P-DB Agreement and its technical Appendices addressing the Project's Validation Period Process, Design Development, Governmental Approvals, Pre-Construction Work, Pre-purchased Equipment, Limited NTP, Construction, Mechanical Completion, Start-up, Testing, Acceptance Testing and Turnover to the City operations for inclusion in the Draft P-DB Agreement to be included with the RFP, and will circulate them for other team members and the City for review and comment.
2. Provide one revision upon receipt of all comments to each of the draft Appendices and redistribute the revised draft for final approval.

### **5.3: Develop Preliminary Draft RFP**

The FNI Team will:

1. Prepare a draft RFP for review by the City. The draft RFP will be based on the Statement of Principles and the Design Criteria Package. It is intended that the RFP will include the following sections:
  - a) Evaluation Criteria;
  - b) Submission Requirements;
  - c) Draft P-DB Agreement;

- d) P-DB Agreement Schedules;
  - e) Performance and/or technical specifications;
  - f) Statement of Validation of Prior Qualifications;
  - g) Existing Site Information;
  - h) Governmental Approval Requirements;
  - i) Project Security;
  - j) Mechanical Completion and Acceptance Test procedures;
  - k) Turnover Requirements; and,
  - l) Available project informational reports and data.
2. Finalize the DCP suitable for use in the RFP to establish the project definition and the design requirements upon which the proponents will base their team's qualifications and experience for the design, permitting and construction of the Project pursuant to the P-DB Agreement. The final DCP may include:
- a) Specifications required to establish the design, construction, and operational performance standards for the Project. Such standards will include: Product Water Quality, quantity, pressure, and delivery regime standards; facility efficiency, reliability, and spare equipment requirements; specifications as required to reflect the City standards for transmission main pipelines and interconnections to the City's distribution system and to establish the interconnection location; standards for the contract meter; specifications for SCADA interfaces with the City's distribution system for monitoring/control purposes; and the City's specific design and construction standards for facility and site architectural features, facility management, operation and maintenance requirements.
  - b) A review of regulatory agency pilot test requirements, a pilot protocol framework, and the proposed treatment approach and provide a memorandum on the need or requirement for a pilot study.
  - c) A conceptual treatment process design; anticipated RO treatment process performance and Product Water stability and corrosivity; raw seawater supply intake permitting requirements; and preliminary site general arrangement configuration.
  - d) The preliminary basis of design or design concepts for treatment, intake structure, concentrate disposal facility concepts based upon the existing permit, interconnecting piping and product water storage, including pipeline routings, site storm drainage control features, site access, communications requirements, and site security standards.
  - e) A preliminary site general arrangement drawing, preliminary pipeline alignments for product water and raw seawater pipelines, defined infrastructure and building space requirements for up to 30 mgd product water capacity.
  - f) A preliminary treatment process flow diagram with sizing criteria, membrane performance standards, membrane flux limitations, and post treatment approach.

#### **5.4: RFP Process for P-DB Contractor Solicitation**

1. Incorporate Stakeholders' review comments on the draft RFP Package.
2. Upon notice to proceed, issue draft RFP to Shortlisted Vendors.
3. Assist with scheduling, preparation, and facilitation of confidential meetings with each shortlisted vendor to discuss technical concepts, alternatives and other technical or financial matters, explain requirements and to solicit written comments on desired changes to the Draft RFP documents.
4. Prepare a summary of comments following the review of the first draft and schedule a meeting with the City's Procurement Workgroup to present recommended modifications to Draft RFP documents.
5. Make necessary changes to the RFP and prepare final RFP documents for issuance.
6. Provide assistance to issue the RFP in accordance with applicable legal requirements.
7. Coordinate site access availability for vendors, if required, for the plant site diligence and testing.
8. Schedule a Pre-Proposal meeting for potential proposers to address questions from short listed attendees, discuss key instructions, RFP requirements and procurement schedule; questions regarding the RFP will be transmitted in writing (and/or email) and responded to all short-listed vendors in writing; develop responses in coordination with the City's Procurement Workgroup.
9. Assist in preparing up to three RFP addenda, if needed, to incorporate suggested comments or exceptions resulting from discussions or comments received from RFP proposers.

#### **Task 5 Deliverables**

Design Criteria Package

P-DB Agreement

Draft RFP and Final RFP

Responses to Vendor Questions

Up to three RFP addenda

Briefing and presentation materials on RFP release

Memorandum of Procurement Recommendation

#### **Task 6.0: Review P-DB Vendor Proposals, Contract Negotiation and Recommendation**

**Description:** The FNI Team will assist the City's legal counsel, staff, and procurement workgroup in evaluating the Respondent's submittals, negotiating with the highest-ranked vendor, and providing a recommendation.

#### **6.1: Review Vendor Submittals**

The FNI Team will:

1. Plan and facilitate one training session for the City's Team on how best to understand the responses, key information to look for, how to differentiate qualifications, how to distinguish between a proposal that is merely well-written versus one that contains the appropriate qualifications, and an understanding of how to score responses within the parameters of the evaluation criteria.

2. Review the submittals from short-listed Respondents for conformance to the RFP submittal requirements and for completion of all forms.
3. Draft communications to seek clarifications from the vendor teams, if necessary.
4. Assess submittals based on responsiveness, material changes in vendor qualifications, responses to draft P-DB Agreement Documents, material discrepancies between Vendor proposals and the RFP, and the technical approach fact finding report.
5. Prepare a Business Terms Evaluation Report for the Vendor submittals received for the consideration of the City including assessment criteria listed above.
6. Prepare a Financial Evaluation Report in conjunction with the City's Finance Team.
7. Prepare a Review of Proposals fact finding memorandum for the consideration of the City. The Technical Review of Proposals memorandum will summarize the key features of the proposals, identify distinguishing characteristics of the Project approach and innovation measures presented on a comparative basis. It will not contain a ranking or recommendation.
8. Prepare a presentation and conduct a briefing on the Final Ranking of Respondent submittals as established by the Evaluation Committee.

## **6.2: Negotiations with Top Ranked Vendor**

Once The City's Evaluation Committee reviews and ranks the proposals submitted in response to the RFP based on the established evaluation criteria to determine the best value proposer, and the recommendation goes through the proper approval steps, the process of finalizing the design-builder's engagement begins. The FNI Team will:

1. Assist The City in addressing comments and exceptions to the P-DB Agreement with the selected proposer.
2. Assist the City with preparation and issuance of notices to proceed so that the project elements can timely commence.
3. Participate with the City and its Project Manager in negotiations with the top ranked P-DB contractor. Activities under this task will include:
  - a. Participation at all negotiation sessions, developing business strategy for negotiations, and making revisions to the contract documents based upon negotiations.
  - b. During negotiations various analyses will be performed to assess risks and economic impacts of those risks.

## **6.3: Recommendation and Presentation of Negotiated Service Agreement**

The FNI Team will:

1. Provide a letter summary regarding the final negotiated P-DB Agreement with the top ranked P-DB Vendor suitable for submission for the City approval of issuance.
2. Prepare a presentation for the City's use and attend a City Council meeting to support a briefing on the final negotiated P-DB Agreement with the top ranked P-DB respondent.
3. If requested by the City, provide a Recommendation of Award letter of the firm selected by the Evaluation Committee through adherence to the evaluation criteria.

## **Task 6 Deliverables**

Vendor Response Clarifications

Business Terms Evaluation Report

Proposal Financial Evaluation Report

City Council Briefing and presentation materials on Ranking of Vendor Responses

City Council Briefing and presentation materials on Status of Vendor Negotiations

City Council Briefing and presentation materials on Final Negotiated P-DB Agreement/Recommendation of Award

## **ARTICLE II – ADDITIONAL SERVICES**

This section defines the scope of additional services which are not included in Article I – Basic Services and may only be included as part of this Task Order if authorized by the City. The Consultant will not begin work on any services under this section without specific written authorization by the City. Final compensation for additional services tasks will be negotiated with the City as required. The Consultant will, with written authorization by the City, perform the following:

1. Field layouts or the furnishing of construction line and grade surveys.
2. GIS mapping services or assistance with these services.
3. Making property, boundary and right of way surveys, preparation of easement and deed descriptions, including title search and examination of deed records.
4. Providing services to investigate existing conditions or facilities, or to make measured drawings thereof, or to verify the accuracy of drawings or other information furnished by OWNER.
5. Preparing applications and supporting documents for government grants, loans, or planning advances and providing data for detailed applications.
6. Conducting pilot plant studies or tests.
7. Preparing data and reports for assistance to the City in preparation for hearings before regulatory agencies, courts, arbitration panels or any mediator, giving testimony, personally or by deposition, and preparations therefore before any regulatory agency, court, arbitration panel or mediator.
8. Assisting OWNER in preparing for, or appearing at litigation, mediation, arbitration, dispute review boards, or other legal and/or administrative proceedings in the defense or prosecution of claims disputes with Contractor(s).
9. Assisting the City in the defense or prosecution of litigation in connection with or in addition to those services contemplated by this Agreement. Such services, if any, shall be furnished by FNI on a fee basis negotiated by the respective parties outside of and in addition to this Agreement.
10. Providing environmental support services including the design and implementation of ecological baseline studies, environmental monitoring, impact assessment and analyses, permitting assistance, and other assistance required to address environmental issues.
11. Design changes up to the engagement of the P-DB Vendor, contract modifications, studies or analysis required to comply with local, State, Federal or other regulatory agencies that become effective after the date of this agreement.

12. Providing services made necessary because of unforeseen, concealed, or differing site conditions or due to the presence of hazardous substances in any form.
13. Preparation of a Stormwater Pollution Prevention Plan (SWPPP) for the project.

**ARTICLE III - TIME OF COMPLETION**

FNI is authorized to commence work on the Project upon execution of this Task Authorization and agrees to complete the services in accordance with the following schedule:

Release RFQ	Week Ending March 29, 2024
Shortlist Respondents and Issue RFP	Week Ending July 5, 2024
Receive Proposals	Week Ending August 30, 2024
Develop Ranking and Begin Negotiations	Week Ending September 27, 2024

If FNI’s services are delayed through no fault of FNI, FNI shall be entitled to adjust contract schedule consistent with the number of days of delay. These delays may include but are not limited to delays in the City’s reviews or regulatory reviews, delays on the flow of information to be provided to FNI, governmental approvals, etc. These delays may result in an adjustment to compensation.

**ARTICLE IV - RESPONSIBILITIES OF OWNER**

The City shall perform the following in a timely manner so as not to impact the services of FNI:

1. OWNER will designate in writing a person to act as OWNER’s representative with respect to the services to be rendered under this Agreement. Such person shall have contract authority to transmit instructions, receive information, interpret, and define OWNER’s policies and decisions with respect to FNI’s services for the Project.
2. OWNER will provide all criteria and full information as to OWNER’s requirements for the Project, including design objectives and constraints, space, capacity and performance requirements, flexibility and expandability, and any budgetary limitations; and furnish copies of all design and construction standards which OWNER will require.
3. OWNER will assist FNI by placing at FNI’s disposal all available information pertinent to the Project including previous reports and any other data relative to design or construction of the Project.
4. OWNER will arrange for access to and make all provisions for FNI to enter upon public and private property as required for FNI to perform services under this Agreement.
5. OWNER will examine all studies, reports, agreements, specifications, proposals, and other documents presented by FNI, obtain advice of an attorney, insurance counselor and other consultants as OWNER deems appropriate for such examination and render in writing decisions pertaining thereto within a reasonable time so as not to delay the services of FNI.
6. OWNER will provide such accounting and independent cost estimating services as may be required, such legal services as OWNER may require, such auditing service as OWNER may require for the project.
7. OWNER will attend meetings, workshops, conferences, and other project-related events.

8. OWNER will give prompt written notice to FNI whenever OWNER observes or otherwise becomes aware of any development that affects the scope or timing of FNI's services, or any defect or nonconformance of the work of any Contractor.
9. OWNER shall bear all costs incident to compliance with the requirements of this Article.

**ARTICLE V – COMPENSATION**

<b>Basic Services Project Task</b>	<b>Fee</b>
<b>1. Project Administration, Meetings, Management</b>	\$524,585
<b>2. Develop P-DB Project Strategy</b>	\$568,066
<b>3. Procurement Framework</b>	\$87,433
<b>4. RFQ Process</b>	\$670,350
<b>5. RFP Process and P-DB Agreement</b>	\$1,394,714
<b>6. P-DB Proposal Review, Negotiation, Recommendation</b>	\$534,846
<b>Total</b>	<b>\$3,779,994</b>

**FREESE AND NICHOLS, INC.**

01/12/2024

Ron Guzman, PE

Date

Principal

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