

RESOLUTION NO. R-10-10-20-7C


WHEREAS, the Brushy Creek Regional Utility Authority (“BCRUA”) desires to enter into a Second Amendment to the Master Contract for the Financing, Construction and Operation of the BCRUA Regional Water Treatment and Distribution Project, Now Therefore

BE IT RESOLVED BY THE BRUSHY CREEK REGIONAL UTILITY AUTHORITY,

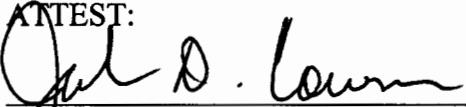
That the Board President is hereby authorized and directed to execute on behalf of the BCRUA a Second Amendment to the Master Contract for the Financing, Construction and Operation of the BCRUA Regional Water Treatment and Distribution Project, a copy of same being attached hereto as Exhibit “A” and incorporated herein for all purposes.

The Board hereby finds and declares that written notice of the date, hour, place and subject of the meeting at which this Resolution was adopted was posted and that such meeting was open to the public as required by law at all times during which this Resolution and the subject matter hereof were discussed, considered and formally acted upon, all as required by the Open Meetings Act, Chapter 551, Texas Government Code, as amended.

RESOLVED this 20th day of October, 2010.



MITCH FULLER, President
Brushy Creek Regional Utility Authority

ATTEST:


John Cowman, Secretary

**SECOND AMENDMENT TO THE MASTER CONTRACT FOR THE FINANCING,
CONSTRUCTION AND OPERATION OF THE BCRUA
REGIONAL WATER TREATMENT AND DISTRIBUTION PROJECT**

THIS SECOND AMENDMENT TO THE MASTER CONTRACT FOR THE FINANCING, CONSTRUCTION AND OPERATION OF THE BCRUA REGIONAL WATER TREATMENT AND DISTRIBUTION PROJECT (the "Second Amendment") is dated and entered into as of the ___ day of _____, 2010, by and among Brushy Creek Regional Utility Authority, Inc. ("BCRUA"), a non-profit corporation of the State of Texas (the "State"), created and existing under the laws of the State, including Subchapter D of Chapter 431 as amended, Texas Transportation Code, and the City of Cedar Park, Texas ("Cedar Park"), the City of Leander, Texas ("Leander"), and the City of Round Rock, Texas ("Round Rock") all home-rule municipalities and political subdivisions of the State (individually, the "City"; collectively, the "Cities"). The BCRUA and the Cities are collectively referred to herein as the "Parties."

RECITALS

WHEREAS, on the 2nd day of September, 2008 the Parties entered into that one certain Master Contract for the Financing, Construction and Operation of the BCRUA Regional Water Treatment and Distribution Project (the "Contract"), that provides terms and conditions for the financing, construction and operation of the first phase of the new regional system consisting generally of upgrades to Cedar Park's raw water intake, a raw water intake line, new water treatment plant, and water transmission mains; and

WHEREAS, on the 22nd day of January, 2009 the Parties entered into that one certain First Amendment to the Master Contract for the Financing, Construction and Operation of the BCRUA Regional Water Treatment and Distribution Project to postpone the date on which the BCRUA Project is to be operational from April 1, 2011 to April 1, 2012; and

WHEREAS, Exhibit D to the Contract sets out the estimated cost of the components of the Project, the allocation of said costs among the Cities, and the Cities' reserved capacity in the Project components; and

WHEREAS, Cities now wish to update the estimated costs shown in Exhibit D with actual cost numbers, as well as revised estimated costs;

NOW, THEREFORE, in consideration of the mutual covenants and agreements herein contained, the sufficiency of which are hereby conclusively acknowledged, and subject to the terms and conditions hereinafter set forth, the Cities and the BCRUA mutually agree as follows:



ARTICLE 1
DEFINITIONS

Section 1.1 All terms used herein shall have the meanings assigned to them in the Contract, unless the context clearly requires otherwise.

ARTICLE II
AMENDED EXHIBIT D

Section 2.1 The document entitled “Revised Exhibit D, August 2010” attached to and incorporated herein replaces the original Exhibit D attached to the Contract. Everywhere the Contract refers to “Exhibit D,” it is agreed that henceforth it will be understood to refer to the attached “Revised Exhibit D, August 2010.”

ARTICLE III
MISCELLANEOUS

Section 3.1 To the extent necessary to effect the terms and provisions of this Second Amendment, the Contract is hereby amended and modified. In all other respects, the aforesaid Contract is hereby ratified and confirmed.

Section 3.2 This Second Amendment may be executed in counterparts, each of which shall be an original and all of which together shall constitute but one and the same instrument.

IN WITNESS WHEREOF, the Parties hereto acting under authority of their respective governing bodies have caused this Second Amendment to be duly executed as of the day and year first above written.

(SIGNATURES ON FOLLOWING PAGES)

BRUSHY CREEK REGIONAL UTILITY AUTHORITY, INC.

By: _____
Mitch Fuller, President

Attest:

By: _____
John Cowman, Secretary

CITY OF CEDAR PARK, TEXAS

By: _____
Bob Lemon, Mayor

Attest:

By: _____
LeAnn Quinn, City Secretary

CITY OF LEANDER, TEXAS

By: _____
John Cowman, Mayor

Attest:

By: _____
Debbie Haile, City Secretary

CITY OF ROUND ROCK, TEXAS

By: _____
Alan McGraw, Mayor

Attest:

By: _____
Sara White, City Secretary

EXECUTED

DOCUMENT

FOLLOWS

**SECOND AMENDMENT TO THE MASTER CONTRACT FOR THE FINANCING,
CONSTRUCTION AND OPERATION OF THE BCRUA
REGIONAL WATER TREATMENT AND DISTRIBUTION PROJECT**

THIS SECOND AMENDMENT TO THE MASTER CONTRACT FOR THE FINANCING, CONSTRUCTION AND OPERATION OF THE BCRUA REGIONAL WATER TREATMENT AND DISTRIBUTION PROJECT (the "Second Amendment") is dated and entered into as of the 20th day of Oct, 2010, by and among Brushy Creek Regional Utility Authority, Inc. ("BCRUA"), a non-profit corporation of the State of Texas (the "State"), created and existing under the laws of the State, including Subchapter D of Chapter 431 as amended, Texas Transportation Code, and the City of Cedar Park, Texas ("Cedar Park"), the City of Leander, Texas ("Leander"), and the City of Round Rock, Texas ("Round Rock") all home-rule municipalities and political subdivisions of the State (individually, the "City"; collectively, the "Cities"). The BCRUA and the Cities are collectively referred to herein as the "Parties."

RECITALS

WHEREAS, on the 2nd day of September, 2008 the Parties entered into that one certain Master Contract for the Financing, Construction and Operation of the BCRUA Regional Water Treatment and Distribution Project (the "Contract"), that provides terms and conditions for the financing, construction and operation of the first phase of the new regional system consisting generally of upgrades to Cedar Park's raw water intake, a raw water intake line, new water treatment plant, and water transmission mains; and

WHEREAS, on the 22nd day of January, 2009 the Parties entered into that one certain First Amendment to the Master Contract for the Financing, Construction and Operation of the BCRUA Regional Water Treatment and Distribution Project to postpone the date on which the BCRUA Project is to be operational from April 1, 2011 to April 1, 2012; and

WHEREAS, Exhibit D to the Contract sets out the estimated cost of the components of the Project, the allocation of said costs among the Cities, and the Cities' reserved capacity in the Project components; and

WHEREAS, Cities now wish to update the estimated costs shown in Exhibit D with actual cost numbers, as well as revised estimated costs;

NOW, THEREFORE, in consideration of the mutual covenants and agreements herein contained, the sufficiency of which are hereby conclusively acknowledged, and subject to the terms and conditions hereinafter set forth, the Cities and the BCRUA mutually agree as follows:

ARTICLE I
DEFINITIONS

Section 1.1 All terms used herein shall have the meanings assigned to them in the Contract, unless the context clearly requires otherwise.

ARTICLE II
AMENDED EXHIBIT D

Section 2.1 The document entitled “Exhibit D, BCRUA Regional Water Project, Capacity and Cost Allocation, Phase 1A, Amended: October 20, 2010,” attached to and incorporated herein replaces the original Exhibit D attached to the Contract. Everywhere the Contract refers to “Exhibit D,” it is agreed that henceforth it will be understood to refer to the attached “Exhibit D, BCRUA Regional Water Project, Capacity and Cost Allocation, Phase 1A, Amended: October 20, 2010.”

ARTICLE III
MISCELLANEOUS

Section 3.1 To the extent necessary to effect the terms and provisions of this Second Amendment, the Contract is hereby amended and modified. In all other respects, the aforesaid Contract is hereby ratified and confirmed.

Section 3.2 This Second Amendment may be executed in counterparts, each of which shall be an original and all of which together shall constitute but one and the same instrument.

IN WITNESS WHEREOF, the Parties hereto acting under authority of their respective governing bodies have caused this Second Amendment to be duly executed as of the day and year first above written.

(SIGNATURES ON FOLLOWING PAGES)

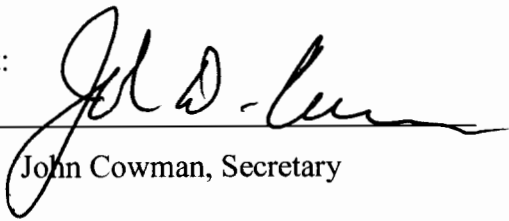
BRUSHY CREEK REGIONAL UTILITY AUTHORITY, INC.

By: _____

Mitch Fuller, President


Attest:

By: _____

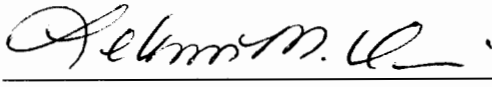


John Cowman, Secretary

CITY OF CEDAR PARK, TEXAS

By: 
Bob Lemon, Mayor

Attest:

By: 
LeAnn Quinn, City Secretary

CITY OF LEANDER, TEXAS

By: John D. Cowman
John Cowman, Mayor

Attest:

By: Debbie Haile
Debbie Haile, City Secretary

CITY OF ROUND ROCK, TEXAS

By: 
Alan McGraw, Mayor

Attest:


By: 
Sara White, City Secretary

Exhibit D
BCRUA Regional Water Project
Capacity and Cost Allocation, Phase 1A
Amended: October 20, 2010

DESCRIPTION	CONSTRUCTED CAPACITY (MGD)	ESTIMATED COST	CEDAR PARK RESERVED CAPACITY (%)	CEDAR PARK COST	LEANDER RESERVED CAPACITY (%)	LEANDER COST	ROUND ROCK RESERVED CAPACITY (%)	ROUND ROCK COST
BCRUA PROJECT (Operational April 1, 2012)								
FLOATING INTAKE BARGE								
Preliminary Engineering	30.9	\$ 287,709	14.18	\$ 40,797	47.26	\$ 135,971	38.56	\$ 110,941
Final Engineering (thru Bidding)	30.9	\$ 458,610	14.18	\$ 65,031	47.26	\$ 216,739	38.56	\$ 176,840
Construction	30.9	\$ 3,807,500	28.8	\$ 1,096,560	45.31	\$ 1,725,178	25.89	\$ 965,762
Construction - Contingency	30.9	\$ 837,480	28.8	\$ 241,194	45.31	\$ 379,482	25.89	\$ 216,824
Total Construction (Includes Construction and Contingency)	30.9	\$ 4,644,980	28.8	\$ 1,337,754	45.31	\$ 2,104,641	25.89	\$ 1,202,595
Construction Phase Services	30.9	\$ 128,414	28.8	\$ 36,983	45.31	\$ 58,184	25.89	\$ 33,246
FLOATING INTAKE BARGE SUB-TOTAL		\$ 5,519,713		\$ 1,480,585		\$ 2,515,535		\$ 1,523,612
Cost Allocation Percentages				26.82%		45.57%		27.60%
RAW WATER LINE: FROM BARGE, UP TRAILS END ROAD TO REGIONAL WATER TREATMENT PLANT								
Preliminary Engineering	105.8	\$ 570,089	14.18	\$ 80,839	47.26	\$ 269,424	38.56	\$ 219,826
Final Engineering (thru Bidding)	105.8	\$ 2,784,016	14.18	\$ 394,773	47.26	\$ 1,315,726	38.56	\$ 1,073,517
Environmental, Permit, and Habitat Mitigation	105.8	\$ 413,000	14.18	\$ 58,563	47.26	\$ 195,184	38.56	\$ 159,253
Construction - Contract 1	105.8	\$ 19,371,138	14.18	\$ 2,746,827	47.26	\$ 9,154,800	38.56	\$ 7,469,511
Construction - Contract 2	105.8	\$ 5,511,774	26.67	\$ 1,469,990	46.67	\$ 2,572,345	26.67	\$ 1,469,990
Contingency	105.8	\$ 3,649,300	14.18	\$ 517,471	47.26	\$ 1,724,659	38.56	\$ 1,407,170
Total Construction (Includes Construction and Contingency)	105.8	\$ 28,532,212	14.18	\$ 4,734,298	47.26	\$ 13,451,804	38.56	\$ 10,346,671
Essentials	105.8	\$ 1,481,798	14.18	\$ 210,119	47.26	\$ 700,298	38.56	\$ 571,381
Construction Phase Services	105.8	\$ 802,846	14.18	\$ 113,844	47.26	\$ 379,425	38.56	\$ 309,577
RAW WATER LINE SUB-TOTAL		\$ 34,583,961		\$ 5,582,428		\$ 16,311,861		\$ 12,680,225
Cost Allocation Percentages				16.17%		47.17%		36.67%
REGIONAL WATER TREATMENT PLANT								
WTP Land Acquisition	105.8	\$ 3,324,022	14.18	\$ 471,346	47.26	\$ 1,570,933	38.56	\$ 1,281,743
Preliminary Engineering	105.8	\$ 703,112	14.18	\$ 99,701	47.26	\$ 332,291	38.56	\$ 271,120
Final Engineering	17	\$ 3,457,493	14.18	\$ 480,273	47.26	\$ 1,634,011	38.56	\$ 1,333,209
Supplemental Engineering	17	\$ 581,395	14.18	\$ 82,442	47.26	\$ 274,767	38.56	\$ 224,186
Construction Phase Services	17	\$ 1,185,500	14.18	\$ 218,398	47.26	\$ 557,878	38.56	\$ 409,225
1.0 Raw Water Conveyance								
1.01 72"/54" Raw Water Line, Isolation Valves, and Chemical Injection Vaults	105.8	\$ 1,081,911	14.18	\$ 153,415	47.26	\$ 511,311	38.56	\$ 417,185
2.0 Treatment Structure								
2.01 54" Raw Water, Raw Water Pipe Gallery	43	\$ 215,897	26.67	\$ 57,573	46.67	\$ 100,752	26.67	\$ 57,573
2.02 30" Raw Water Venturi Meter and Rate of Flow Control Valve, and Hydraulic Rapid Mix IC	22	\$ 222,366	26.67	\$ 59,298	46.67	\$ 103,771	26.67	\$ 59,298
2.03 Hydroclators 1A-1C thru 4A-4C (12 total) and Focculated Water Channel	22	\$ 1,309,128	26.67	\$ 349,101	46.67	\$ 610,926	26.67	\$ 349,101
2.04 Basin Inlet Channels, Sedimentation Basins 1 and 2 with Sludge Collection Equipment, and Basin Outlet Channel, Settled Water Channel with Valves and Gates	22	\$ 3,029,835	26.67	\$ 807,956	46.67	\$ 1,413,923	26.67	\$ 807,956
2.05 Sludge Vault IC and 12" Sludge Pipe	22	\$ 593,515	26.67	\$ 158,271	46.67	\$ 276,973	26.67	\$ 158,271
2.06 Filter Inlet Channel	43	\$ 833,670	26.67	\$ 222,312	46.67	\$ 389,046	26.67	\$ 222,312
2.07 Filters 1-4 (underdrains, media, troughs, effluent venturi meters, rate of flow control valves, piping and miscellaneous valves) and Filters 5-8 (structure, wall spoons and blind flanges only)	12.8	\$ 2,045,765	26.67	\$ 545,537	46.67	\$ 954,690	26.67	\$ 545,537
2.08 Filter 5 (underdrains, media, troughs, effluent venturi meters, rate of flow control valves, piping and miscellaneous valves)	4.2	\$ 233,686	26.67	\$ 62,324	46.67	\$ 109,061	26.67	\$ 62,324
2.09 24" Backwash Water Venturi Meter and Rate of Flow Control Valve, and 30" Backwash Water Piping	105.8	\$ 216,706	14.18	\$ 30,729	47.26	\$ 102,415	38.56	\$ 83,562
2.1 36" Waste Backwash Water Piping and Valving	105.8	\$ 276,542	14.18	\$ 39,214	47.26	\$ 130,694	38.56	\$ 106,635
2.11 2 AV Scour Blowers	105.8	\$ 110,779	14.18	\$ 15,708	47.26	\$ 52,354	38.56	\$ 42,716

Exhibit D
BCRUA Regional Water Project
Capacity and Cost Allocation, Phase 1A
Amended: October 20, 2010

DESCRIPTION	CONSTRUCTED CAPACITY (MGD)	ESTIMATED COST	CEDAR PARK RESERVED CAPACITY (%)	CEDAR PARK COST	LEADER RESERVED CAPACITY (%)	LEADER COST	ROUND ROCK RESERVED CAPACITY (%)	ROUND ROCK COST
2.12 Air Scour/Backwash/Waste Backwash piping and valves	22	\$ 110,779	26.67	\$ 29,541	46.67	\$ 51,697	26.67	\$ 29,541
2.13 84" Filtered Water Pipe	90	\$ 269,265	14.18	\$ 36,182	47.26	\$ 127,255	38.56	\$ 103,828
2.14 Administration Level, Mezzanine (Electrical Room, and Storage), and Maintenance Room	105.8	\$ 6,324,892	14.18	\$ 896,870	47.26	\$ 2,989,144	38.56	\$ 2,438,878
3.0 Chemical Feed Facility								
3.01 Chemical Feed Area	105.8	\$ 77,626	14.18	\$ 11,007	47.26	\$ 36,686	38.56	\$ 29,933
3.02 2 Alum Metering Pumps, 2 Alum Storage Tanks, Valves and Piping	22	\$ 168,998	26.67	\$ 45,066	46.67	\$ 78,866	26.67	\$ 45,066
3.03 2 Fluoride Metering Pumps, 1 Fluoride Storage Tank, Valve and Piping	43	\$ 97,032	26.67	\$ 25,875	46.67	\$ 45,292	26.67	\$ 25,875
3.04 2 Polymer Metering Pumps, 1 Drum Scale, Valves and Piping	22	\$ 88,946	26.67	\$ 23,719	46.67	\$ 41,508	26.67	\$ 23,719
3.05 Bulk Chemical Secondary Containment Structure	105.8	\$ 130,185	14.18	\$ 18,460	47.26	\$ 61,525	38.56	\$ 50,199
4.0 Distraction Facility								
4.01 Distraction Facility Building	105.8	\$ 1,470,849	14.18	\$ 208,566	47.26	\$ 695,123	38.56	\$ 567,159
4.02 3 Sodium Hypochlorite Metering Pumps, 2 Sodium Hypochlorite Storage Tanks, Control Valve and Piping	22	\$ 304,035	26.67	\$ 81,076	46.67	\$ 141,883	26.67	\$ 81,076
4.03 Bulk Sodium Hypochlorite Chemical Secondary Containment Structure	105.8	\$ 61,454	14.18	\$ 8,714	47.26	\$ 29,043	38.56	\$ 23,697
4.04 2 LAS Metering Pumps, 2 LAS Storage Tanks, Control Valves and Piping	22	\$ 158,486	26.67	\$ 42,263	46.67	\$ 73,960	26.67	\$ 42,263
4.05 Bulk LAS Chemical Secondary Containment Structure	105.8	\$ 61,454	14.18	\$ 8,714	47.26	\$ 29,043	38.56	\$ 23,697
4.06 2 Potassium Permanganate Metering Pumps, 1 Feed Unit	43	\$ 139,888	26.67	\$ 37,304	46.67	\$ 65,261	26.67	\$ 37,304
5.0 Distraction Basin								
5.01 Distraction Basin, Weir Plate, Sample Pump, Isolation Valves and Piping	43	\$ 692,973	26.67	\$ 184,793	46.67	\$ 323,387	26.67	\$ 184,793
6.0 Ground Storage Tank								
6.01 78" Inlet/Outlet Piping and Valves	43	\$ 186,787	26.67	\$ 49,810	46.67	\$ 87,167	26.67	\$ 49,810
6.02 2 MG Precast Storage Tanks with Ballie Walls	43	\$ 2,508,286	26.67	\$ 668,876	46.67	\$ 1,170,534	26.67	\$ 668,876
7.0 Booster Pump Station								
7.01 78" Discharge and Suction Piping and Isolation Valves	105.8	\$ 2,475,133	14.18	\$ 350,974	47.26	\$ 1,169,748	38.56	\$ 954,411
7.02 3 Booster Pumps & Motors, Cans, Discharge Piping, Control and Isolation Valves, and 3 Cans with Covers	43	\$ 1,613,971	26.67	\$ 430,392	46.67	\$ 753,187	26.67	\$ 430,392
7.03 2 Plant Water Pumps & Motors, Cans, Discharge Piping, and Valves	43	\$ 186,787	26.67	\$ 49,810	46.67	\$ 87,167	26.67	\$ 49,810
7.04 2 Backwash Water Pumps & Motors, Cans, Discharge Piping, and Valves	105.8	\$ 831,244	14.18	\$ 117,870	47.26	\$ 392,848	38.56	\$ 320,528
8.0 Sludge Dewatering Facility								
8.01 Sludge Dewatering Facility Building	67	\$ 1,215,330	14.18	\$ 172,334	47.26	\$ 574,365	38.56	\$ 468,631
8.02 1 Belt Filler Press, 2 Belt Press Feed Pumps, 2 Polymer Feed Systems, 2 Screw Conveyors, Valves and Piping	67	\$ 760,302	14.18	\$ 110,647	47.26	\$ 368,771	38.56	\$ 300,894
9.0 Sludge Thickening and Handling Facilities								
9.01 1 Sludge Thickener with Collector, Piping, Valves	31	\$ 449,583	26.67	\$ 119,889	46.67	\$ 209,805	26.67	\$ 119,889
9.02 Sludge Pump Station Wet Well	105.8	\$ 214,280	14.18	\$ 30,385	47.26	\$ 101,289	38.56	\$ 82,628
9.03 2 Sludge Pumps, with Valves and Piping	43	\$ 73,953	26.67	\$ 19,622	46.67	\$ 34,339	26.67	\$ 19,622
10.0 Washwater Recovery & Recycle								
10.01 2 Washwater Settling/Decant Basins with Sludge Collectors	105.8	\$ 2,225,275	14.18	\$ 315,544	47.26	\$ 1,051,865	38.56	\$ 858,066
10.02 Recycle Pump Station Wet Well	105.8	\$ 178,701	14.18	\$ 25,340	47.26	\$ 84,454	38.56	\$ 69,907
10.03 3 Recycle Pumps, with Valves and Discharge Piping	43	\$ 121,290	26.67	\$ 32,344	46.67	\$ 56,602	26.67	\$ 32,344
11.0 Electrical Building								
11.01 Electrical Building	105.8	\$ 542,573	14.18	\$ 76,937	47.26	\$ 256,420	38.56	\$ 209,216
11.02 6KV Motor Control Center & 480V Motor Control Center with Switch Board, Transformer and Circuit Breaker	43	\$ 414,813	26.67	\$ 110,617	46.67	\$ 193,590	26.67	\$ 110,617
12.0 Yard Piping								
12.01 96"/84"/60" Filtered Water Piping with Valves and Chemical Injection Vaults	105.8	\$ 1,024,500	14.18	\$ 145,274	47.26	\$ 484,179	38.56	\$ 395,047
12.02 72" Finished Water Piping with Valves, Finished Water Meter Vault with 48" Venturi and Valves	105.8	\$ 1,921,240	14.18	\$ 272,432	47.26	\$ 907,978	38.56	\$ 740,830
12.03 36" Waste Backwash Piping with Valves, and Chemical Injection Vault	105.8	\$ 625,859	14.18	\$ 88,747	47.26	\$ 295,781	38.56	\$ 241,331
12.04 30" Backwash Water Piping with Valves	105.8	\$ 253,093	14.18	\$ 35,889	47.26	\$ 119,612	38.56	\$ 97,593

Exhibit D
BCRUA Regional Water Project
Capacity and Cost Allocation, Phase 1A
Amended: October 20, 2010

DESCRIPTION	CONSTRUCTED CAPACITY (MGD)	ESTIMATED COST	CEDAR PARK RESERVED CAPACITY (%)	CEDAR PARK COST	LEANDER RESERVED CAPACITY (%)	LEANDER COST	ROUND ROCK RESERVED CAPACITY (%)	ROUND ROCK COST
12.05 36" Waste Wastewater Piping with Valves	105.8	\$ 308,078	14.18	\$ 43,685	47.26	\$ 145,598	38.56	\$ 118,795
12.06 20" Wastewater Recycle Piping with Valves, and Recycle Meter	105.8	\$ 306,460	14.18	\$ 43,456	47.26	\$ 144,833	38.56	\$ 118,171
12.07 12" Sludge Line, Drain Line and Potable Water Line with Valves	105.8	\$ 884,612	14.18	\$ 125,438	47.26	\$ 418,087	38.56	\$ 341,106
12.08 8" Fire Water Line, Double Check Valves	105.8	\$ 190,830	14.18	\$ 27,080	47.26	\$ 90,186	38.56	\$ 73,584
12.09 Additional Piping and Appurtenances	105.8	\$ 740,680	14.18	\$ 105,028	47.26	\$ 350,045	38.56	\$ 285,606
13.0 Wastewater Lift Station								
13.01 Wastewater Lift Station Wet Well, 480VAC Utility Service	105.8	\$ 151,209	14.18	\$ 21,441	47.26	\$ 71,461	38.56	\$ 58,306
13.02 2 Submersible Motors, Force Main, Piping, Valves and Relocation	43	\$ 484,353	26.67	\$ 129,161	48.67	\$ 226,031	26.67	\$ 129,161
14.0 Civil / Site								
14.01 Rock Berm, Silt Fence, Tree Protection, Seeding and Topsoil	105.8	\$ 48,516	14.18	\$ 6,880	47.26	\$ 22,929	38.56	\$ 18,708
14.02 Water Quality Pond	105.8	\$ 444,732	14.18	\$ 63,063	47.26	\$ 210,180	38.56	\$ 171,488
14.03 Roads - 2' HMAAC with 10 Base Concrete Pavement	105.8	\$ 1,779,735	14.18	\$ 252,366	47.26	\$ 841,103	38.56	\$ 686,266
14.04 8" Coated Chain Link Fence, 8" Concrete Fence and Gates	105.8	\$ 462,521	14.18	\$ 65,585	47.26	\$ 218,587	38.56	\$ 178,348
14.05 Landscaping and Irrigation with Lines and Sprinklers	105.8	\$ 388,938	14.18	\$ 55,151	47.26	\$ 183,812	38.56	\$ 149,974
14.06 Yard Electrical	105.8	\$ 3,569,982	14.18	\$ 506,223	47.26	\$ 1,687,173	38.56	\$ 1,376,585
Total Construction Cost		\$ 47,929,935		\$ 8,829,858		\$ 22,555,074		\$ 16,545,026
Cost Allocation Percentages-Construction Only				18.42%		47.06%		34.52%
Construction		\$ 47,929,935		\$ 8,829,858		\$ 22,555,074		\$ 16,545,026
Contingency		\$ 4,864,861		\$ 886,189		\$ 2,289,233		\$ 1,679,242
O & M Manual		\$ 523,975		\$ 96,529		\$ 246,574		\$ 180,872
REGIONAL WTP SUBTOTAL		\$ 62,570,093		\$ 11,184,735		\$ 29,460,761		\$ 21,924,623
Cost Allocation Percentages				17.88%		47.08%		35.04%
TRANSMISSION WATER LINES								
Segment 1								
Preliminary Engineering	105.8	\$ 211,215	14.18	\$ 29,950	47.26	\$ 99,820	38.56	\$ 81,445
Final Engineering	105.8	\$ 1,173,931	14.18	\$ 166,463	47.26	\$ 554,800	38.56	\$ 452,868
Essentials	105.8	\$ 250,000	14.18	\$ 35,450	47.26	\$ 118,150	38.56	\$ 96,400
Construction	105.8	\$ 8,134,941	14.18	\$ 1,153,535	47.26	\$ 3,844,573	38.56	\$ 3,136,833
Contingency	105.8	\$ 1,633,254	14.18	\$ 231,585	47.26	\$ 771,876	38.56	\$ 629,783
Total Construction (Includes Construction plus Contingency)	105.8	\$ 9,768,195	14.18	\$ 1,385,130	47.26	\$ 4,616,449	38.56	\$ 3,766,616
Construction Phase Services	105.8	\$ 359,316	14.18	\$ 50,951	47.26	\$ 169,813	38.56	\$ 136,552
SEGMENT 1 SUB-TOTAL		\$ 11,762,657		\$ 1,667,545		\$ 5,559,032		\$ 4,535,681
Cost Allocation Percentages				14.18%		47.26%		38.58%
SEGMENT 2A								
<i>Transmission Water Line, Segment 2A, construction is complete. Cost allocations based on Interlocal Agreement Regarding Construction of Regional Water Line dated March 2006 and amended April 2006.</i>								
Engineering/Project Management/Inspection/Administration	105.8	\$ 55,971	3.90	\$ 2,183	46.34	\$ 25,937	49.76	\$ 27,851
Essentials	105.8	\$ -	14.18	\$ -	47.26	\$ -	38.56	\$ -
Construction	105.8	\$ 838,980	14.18	\$ 121,803	47.26	\$ 405,954	38.56	\$ 331,223
Construction - Cedar Park Additional Connection Payment		\$ 38,690		\$ 38,690				
Construction - Leander Additional Valve Payment		\$ 22,207		\$ -		\$ 22,207		
SEGMENT 2A SUB-TOTAL		\$ 975,848		\$ 162,676		\$ 454,096		\$ 359,074
Cost Allocation Percentages				16.67%		46.53%		36.80%
SEGMENT 2B								
<i>Transmission Water Line, Segment 2B, construction is complete. Cost allocations based on Interlocal Agreement Regarding Construction of Regional Water Line dated March 2006 and amended April 2006.</i>								
Engineering/Project Management/Inspection/Administration	78.8	\$ 754,029	0	\$ -	48.22	\$ 363,593	51.78	\$ 390,436
Essentials	78.8	\$ -	0	\$ -	48.22	\$ -	51.78	\$ -
Construction	78.8	\$ 8,678,440	0	\$ -	48.22	\$ 4,184,744	51.78	\$ 4,493,696
SEGMENT 2B SUB-TOTAL		\$ 9,432,469		\$ -		\$ 4,548,337		\$ 4,884,132
Cost Allocation Percentages				0.00%		48.22%		51.78%

Exhibit D
BCRUA Regional Water Project
Capacity and Cost Allocation, Phase 1A
Amended: October 20, 2010

DESCRIPTION	CONSTRUCTED CAPACITY (MGD)	ESTIMATED COST	CEDAR PARK RESERVED CAPACITY (%)	CEDAR PARK COST	LEADER RESERVED CAPACITY (%)	LEADER COST	ROUND ROCK RESERVED CAPACITY (%)	ROUND ROCK COST
SEGMENT 2C								
Preliminary Engineering	78.8	\$ 191,919	14.18	\$ 27,214	47.26	\$ 90,701	38.56	\$ 74,004
Final Engineering	78.8	\$ 627,561	0	-	48.22	\$ 302,610	51.78	\$ 324,951
Easements (Based on 25% of Free Simple Value for 50' Perm. Easmt.)	78.8	\$ 330,000	0	-	48.22	\$ 159,126	51.78	\$ 170,874
Construction-Estimate	78.8	\$ 6,800,000	0	-	48.22	\$ 3,278,960	51.78	\$ 3,521,040
Contingency	78.8	\$ 477,507	0	-	48.22	\$ 230,254	51.78	\$ 247,253
Allowance for Materials and Labor Fluctuations	78.8	\$ 955,015	0	-	48.22	\$ 460,508	51.78	\$ 494,507
Total Construction (Includes Const. Contingency, & Allowance)	78.8	\$ 8,232,522	0	-	48.22	\$ 3,989,722	51.78	\$ 4,262,800
Construction Phase Services	78.8	\$ 219,653	0	-	48.22	\$ 105,917	51.78	\$ 113,737
SEGMENT 2C SUB-TOTAL		\$ 9,601,656		\$ 27,214		\$ 4,628,076		\$ 4,946,366
Cost Allocation Percentages				0.28%		48.20%		51.52%
CONSTRUCTION MANAGEMENT SERVICES AND INSPECTION								
<i>Includes estimated construction cost for Floating Barge, Raw Water Line, WTP, and Transmission Mains 1 and 2C</i>								
CONSTRUCTION MGMT./INSPECT. SUB-TOTAL		\$ 4,043,593		\$ 630,283		\$ 1,906,784		\$ 1,506,526
Cost Allocation Percentages				15.59%		47.16%		37.26%
ANCILLARY SERVICES								
Environmental Consultant - Barry Allison		\$ 471,155	14.18	\$ 66,810	47.26	\$ 222,668	38.56	\$ 181,677
Real Estate Acquisition Consultant - LAN		\$ 470,570	14.18	\$ 66,727	47.26	\$ 222,391	38.56	\$ 181,452
Condensation Counsel - Kent Sick		\$ 150,000	14.18	\$ 21,270	47.26	\$ 70,890	38.56	\$ 57,940
Public Relations - Staats Falkenburg		\$ 200,000	14.18	\$ 28,360	47.26	\$ 94,520	38.56	\$ 77,120
Public Relations Firm - Group Solutions RJW		\$ 320,000	14.18	\$ 45,376	47.26	\$ 151,232	38.56	\$ 123,392
Ancillary Services Sub-Total		\$ 1,611,725		\$ 228,543		\$ 761,701		\$ 621,481
OPERATIONAL AND MAINTENANCE EXPENSES								
General Manager Salary and Supplies (5 years)		\$ 425,917	14.18	\$ 60,395	47.26	\$ 201,288	38.56	\$ 164,234
Preliminary Engineering Report Services		\$ 152,300	15.75	\$ 23,987	41.39	\$ 63,037	42.86	\$ 65,276
Surveying - The Wallace Group - New Hope Line		\$ 17,551	15.99	\$ 2,806	40.51	\$ 7,110	43.50	\$ 7,635
Administration Fees - Preliminary/Final Design		\$ 84,000	14.18	\$ 11,911	47.26	\$ 39,698	38.56	\$ 32,390
O&M Sub-Total		\$ 679,768		\$ 99,100		\$ 311,134		\$ 269,534
ANCILLARY SVCS/O&M EXPENSES SUB-TOTAL		\$ 2,291,493		\$ 327,642		\$ 1,072,835		\$ 891,016
Cost Allocation Percentages				14.30%		46.82%		38.88%
UPDATED BCRUA PHASE 1A PROJECT TOTAL COST								
Cost Allocation Percentages		\$ 140,781,483		\$ 21,073,488		\$ 68,457,318		\$ 53,251,255
ORIGINAL BCRUA PHASE 1A PROJECT TOTAL COST		\$ 171,596,451		\$ 24,877,637		\$ 81,031,380		\$ 65,667,430
TWOB Adjustment for Phase 2 Costs		\$ (525,000)		\$ (74,445)		\$ (248,115)		\$ (202,440)
ADJUSTED ORIGINAL BCRUA PHASE 1A PROJECT COST		\$ 171,071,451		\$ 24,803,192		\$ 80,783,265		\$ 65,464,990
Construction Cost Savings from Phase 1A		\$ 30,289,968		\$ 3,729,704		\$ 14,325,947		\$ 12,233,735

Note: Upon completion of the Project, the BCRUA is obligated to deliver up to the following quantities of treated water to each City at the Points of Delivery:

	Capacity (MGD)	% of Capacity
Cedar Park	4.53	26.67
Leander	7.94	46.67
Round Rock	4.53	26.67
Total	17.00	100

DATE: October 15, 2010

SUBJECT: BCRUA Board Meeting – October 20, 2010

ITEM: 7C. Consider a resolution authorizing the President to execute a Second Amendment to the Master Contract for the Financing, Construction, and Operation of the BCRUA Regional Water Treatment and Distribution Project.

Presenter: Michael Thane
Director of Infrastructure Management
City of Round Rock

Justification:

On September 9, 2008, the Cities entered into a Master contract which provides the terms and conditions for the financing, construction, and operation of Phase 1A of the Brushy Creek Regional Utility Authority (BCRUA) regional water project. On December 18, 2008, the Cities amended the Master Contract to delay the issuance of bonds and the commencement of construction of the project.

This Amendment No. 2 to the Master Contract is necessary to revise the actual cost necessary to complete Phase 1A of the regional water project. There are six construction contracts to be awarded as part of Phase 1A. Five of these projects have already awarded construction contracts to the lowest responsible bidder. Because these construction contracts are coming in lower than the construction cost estimate that was included in Exhibit D of the Master Contract, the BCRUA is updating Exhibit D to show these construction cost savings. To date, the BCRUA has saved \$30,389,968 in cost for the five projects that have been recently awarded or are under construction.