



Board of County Commissioners
 Clackamas County

Members of the Board:

**Approval of Amendment #3 with WTP America, LLC dba WT Partnership
to serve as a P3 Technical Advisor**

Purpose/Outcome	WT Partnership has served at the County's P3 Technical Advisor during all prior phases of the Courthouse P3 Procurement effort culminating in the execution of a final Project Agreement with Fengate PCL Progress Partners (FP3). In anticipation of the Board executing the Project Agreement, this amendment reflects WT Partnerships new scope of work in the role of Owner Representative for the County during the design and construction phase. WT will represent the County's interest in working with FP3 and the Oregon Judicial Department Project Monitor to ensure that the courthouse is completed on time, on budget and in compliance with the Technical Requirements outlined in the Project Agreement.
Dollar Amount and Fiscal Impact	Amendment #3 for an amount of \$2,009,700.00 for a total contract amount of \$4,598,325.00.
Funding Source	County General Fund for 50% of the contract amount with 50% match from the Oregon Courthouse Construction and Improvement Fund (OCCCIF) through the Oregon Judicial Department
Duration	Through project completion estimated to be May 2025.
Previous Board Action/Review	<ul style="list-style-type: none"> • July 7, 2020 Board Policy Session where Board directed staff to proceed with the P3 Procurement Preparation effort • May 5, 2021 Board Policy Session approved moving forward with the P3 delivery method for the Courthouse • May 20, 2021 Board approved the Resolution for exemption and authorization to use a competitive

	<p>proposal process to obtain a P3 project company for the courthouse</p> <ul style="list-style-type: none"> • June 22, 2022 Board Policy Session where the Board accepted Fengate PCL Progress Partners (FP3) as the Successful Proposer coming out of the competitive proposal process • July 7, 2022 Board Business Meeting where the Board adopted a Board Order authorizing execution of the Project Agreement with FP3
Strategic Plan Alignment	The building of a new county courthouse is one of 12 Strategic Priorities of the county and is listed under the category Build Public Trust through Good Government. The project will take advantage of the State Oregon Courthouse Capital Construction and Improvement Fund (OCCCIF) legislation and ensure that essential court services are safe and accessible to all residents.
Counsel Review	<ol style="list-style-type: none"> 1. 7/5/2021 2. Counsel Initials: NB
Procurement Review	Was the item processed through Procurement? Yes
Contact Person	Gary Barth, Project Manager, 503-754-2050
Contract No.	3376

Background:

The Clackamas County Courthouse is home to the Fifth Circuit Court of the Oregon Judicial Department. The current courthouse was built in 1937 to house county offices and a single courtroom. The courthouse has been retrofitted over the years to its current configuration of eleven courtrooms and cannot be expanded any further to accommodate the current demand for three additional courtrooms. Due to the insufficient amount of space available in the building, services in support of the courthouse are located off-site, creating numerous operational inefficiencies. The courthouse is greater than 85 years old, requires significant ongoing repairs, lacks seismic upgrades and is functionally obsolete for the administration and delivery of justice services.

Recognizing the need for new county courthouses, the Oregon State Legislature created the Oregon Courthouse Capital Construction and Improvement Fund (“OCCCIF”) in 2013 administered through the Oregon Judicial Department (the “OJD”). Counties that meet OCCCIF requirements and are approved will receive OCCCIF funding for 50% of the cost of a new county courthouse. Clackamas County (the “County”) applied to the OCCIF for its courthouse replacement project (the “Project”) and was approved by the state in 2017.

The County and the OJD have chosen a Public-Private Partnership (“P3”) delivery approach to design, build, partially finance, operate and maintain (“DBfOM”) the Project. This determination was driven by a recently completed Value-for-Money (VFM) analysis that compared five project

delivery approaches and showed the P3 Availability Model approach as providing the greatest Value-for-Money to the county and the state.

To execute the P3 procurement effort, Clackamas County formed a Project Technical Advisory Team (“TAT”) to include representatives of the County and the OJD with extensive external support from consultants with experience in the procurement and structuring of P3’s for similar social infrastructure projects. The TAT has now completed the procurement effort resulting in Fengate PCL Progress Partners (FP3) being selected as the successful proposer. On July 7, 2022 the Board adopted a Board Order authorizing the execution of the Project Agreement with FP3. At financial and commercial close in mid-to-late August 2022, the project will commence the final design and construction phase.

Through this amendment, WT Partnership will transition to the role of Owners (County) Representative during the final design and onstruction phase, ensuring that the County’s interests are represented and the technical requirements contained in the Project Agreement are met.

Procurement Process:

This Amendment #3 is in accordance with LCRB C-047-0800(a) for an anticipated amendment. We have completed prior project phases. The next and final phase will be construction commencing upon Project Agreement execution

Recommendation:

Staff respectfully recommends that the Board approve and execute the Amendment #3 with WTP America, LLC dba WT Partnership to serve as a P3 Technical Advisor/Owner Representative.

Sincerely,

Gary Barth
Project Manager

Placed on the BCC Agenda _____ by Procurement and Contract Services

AMENDMENT #3
TO THE CONTRACT DOCUMENTS WITH WTP America, LLC dba WT Partnership
FOR P3 Technical Advisory Services
Contract #3376

This Amendment #3 is entered into between WTP America, LLC dba WT Partnership (“Contractor”) and Clackamas County (“County”) and shall become part of the Contract documents entered into between both parties on **October 29, 2020** (“Contract”).

The Purpose of this Amendment #3 is to make the following changes to the Contract:

1. **ARTICLE I, Section 2. Scope of Work** is hereby amended as follows:
 The County has approved Contractor providing additional Work related to the County’s courthouse project (“Project”). The additional Work will include continuation of Phase 3 of the Project, described in RFP 2020-65, that will take the Project to completion. The additional technical services are described in Attachment “D,” which is attached hereto and incorporated by this reference herein.

2. **ARTICLE I, Section 3. Consideration** is hereby amended as follows:
 In consideration for Contractor performing the additional Work, County will pay Contractor in the amounts set forth in Attachment D. Payment shall be in accordance with the terms and conditions of the Contract. Additional compensation authorized by this Amendment #3 shall not exceed \$2,009,700.00. The maximum compensation authorized under the Contract, including all amendments thereto, shall not exceed \$4,598,32.00.

ORIGINAL CONTRACT	\$ 493,500.00
AMENDMENT #1	\$ 24,000.00 + Scope
AMENDMENT #2	\$ 2,071,125.00 + Time
<u>AMENDMENT #3</u>	<u>\$ 2,009,700.00 + Scope</u>
 TOTAL AMENDED CONTRACT	 \$ 4,598,325.00

Except as expressly amended above, all other terms and conditions of the Contract shall remain in full force and effect. By signature below, the parties agree to this Amendment #3, effective upon the date of the last signature below.

WTP America, LLC dba WT Partnership

Tom Kness 7/15/2022


Authorized Signature Date

Tom Kness
 Printed Name

Clackamas County

 Chair Date

 Recording Secretary

Approved as to Form


 County Counsel

Phase IV Budget Narrative (Implementation Phase)

Task Category One – Project Management and Leadership

1. Leadership and Management
 - a. Project leadership
 - b. Review and sign off - budget
2. Project Meetings:
 - a. Bi-weekly project governance board meetings, reporting and coordination
 - b. Weekly Developer project meetings
 - c. Weekly Internal project meetings
 - d. Monthly Principals meetings
 - e. Ad hoc project meetings
3. For all Meetings:
 - a. Coordination of Meeting Calendars.
 - b. Drafting of Agendas
 - c. Drafting of Meeting Minutes
 - d. Preparation of Support Materials as required.

Task Category Two – Contract Management

1. Document management (systems development, logging, transmission, and audit)
 - a. Systems development
 - b. Logging of documentation
 - c. Transmission of documentation
 - d. Response to documentation
 - e. Audit of systems
2. Contract compliance management
 - a. Contract compliance tracking
 - b. Review of plans, reports, submittals and other contract documents
 - c. Service of notifications (non-compliance points etc)
 - d. Relief event review and response
 - e. Contract administration
 - f. Key completion event verification
3. Dispute Resolution

Task Category Three – Project Controls

1. Cost and Budget Management
 - a. Owners budget management and reporting
 - b. Verification of monthly draw downs
2. Schedule Review and Analysis
 - a. Schedule review, verification, and reporting
3. Quality Verification
 - a. Field site inspection and report
4. Reporting
 - a. Monthly performance reporting

Task Category Four – Design Change Management

1. Design Change Option Analysis
 - a. Design optioneering prior to Change Order issuance

- b. Verification of likely cost / schedule impact
- 2. Change Order
 - a. Contractual change order drafting and issuance
- 3. Change Order Review, Negation and Settlement
 - a. Design review of Developers change response
 - b. Negotiation and settlement of schedule impacts
 - c. Negotiation and settlement of cost impacts (Capital, O&M, Lifecycle)
- 4. Stakeholder Management
 - a. Business case analysis and reporting

Task Category Five – Construction Management

- 1. Labor monitoring
 - a. Implement, verify and report labor monitoring regime
- 2. Quality assurance compliance
 - a. Implement, conduct and report inspection regime

Task Category Six – Ramp Up and Commissioning

- 1. Transition Management
 - a. Coordinate staff ramp up
 - b. Coordinate documentation of systems and process
 - c. Facilitate owner training
- 2. Witness Testing and Verification
 - a. Attend and witness commissioning of assets
 - b. Commissioning documentation verification

Total Phase IV Fee (Per Month – 30 Months):	\$ 63,800
Total Phase IV Fee:	\$1,914,000
Total Materials Fee (5%):	\$ 95,700
Total Fee – Phase IV:	\$2,009,700*

* The above fee budget assumes a 30month construction period with Phase III design review and Phase IV Implementation overlapping (and commencing in tandem). As a result of this overlap, economies of scale can be achieved as the Project Management, Leadership and Contract Management resources will manage both the design review and implementation.

Should these be bisected i.e. WT manage design review while implementation is managed by another firm we would suggest the following fee budget allowance is maintained.

Total Phase IV Fee (Per Month – 30 Months):	\$ 77,000
Total Phase IV Fee:	\$2,310,000
Total Materials Fee (5%):	\$ 115,500
Total Fee – Phase IV:	\$2,425,500



WT CLACKAMAS RATES MEMO

Gary Barth
Courthouse Project Manager
Office of the County Administrator
Public Services Building
2051 Kaen Road, Oregon City, OR 97045

NEW CLACKAMAS COUNTY COURTHOUSE PROJECT

Dear Gary,

WT Partnership are pleased to submit our rate card for Phase III & IV (Design and Construction) for the New Clackamas County Courthouse Project anticipated for completion in May 2025.

Corporate Title	Oct 2020-21	Oct 2021-22	Oct 2022-23	Oct 2023-24	Oct 2024-25
Vice President – Principal In Charge	\$250	\$258	\$266	\$274	\$283
Senior Advisor – Technical	\$185	\$191	\$197	\$203	\$210
Senior Advisor - Cost	\$185	\$191	\$197	\$203	\$210

Indexation of 3% (rounded) per annum from the 12-month anniversary of the Phase 1 commencement date (October 2020) has been included in the above rates.

Should you have any queries, please don't hesitate to contact the undersigned.

Yours faithfully,
WT PARTNERSHIP

TOM KNESS | SENIOR VICE PRESIDENT
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A: WTP America LLC, 220 NW 8th Avenue Portland, OR, 97209 U.S.A
T: +1 424 218 5333



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