



April 18, 2024

BCC Agenda Date/Item: \_\_\_\_\_

Board of County Commissioners  
Clackamas County

**Approval of Amendment #4 to the Contract Document with WTP America, LLC dba WT Partnership for P3 Technical Advisory. Amendment value is \$262,500. Total contract value is \$4,860,825 for 4 years and 8 months. Funding is through budgeted County General Funds.**

<b>Previous Board Action/Review</b>	Approval of Amendment #3 on July 28, 2022		
<b>Performance Clackamas</b>	1. Ensure Safe, Healthy and Secure Communities		
<b>Counsel Review</b>	Yes	<b>Procurement Review</b>	Yes
<b>Contact Person</b>	Nancy Bush	<b>Contact Phone</b>	X8581

**EXECUTIVE SUMMARY:**

WT Partnership has served as 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 work in the role of Owner Representative for the County during the design and construction phase that includes the Design Management & Review (50% Design Development), which was not included in the original contract or amendments.

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.

**RECOMMENDATION:**

Staff recommends that the Board of County Commissioners approve and execute Amendment #4 with WTP America, LLC dba WT Partnership to serve as a P3 Technical Advisor/Owner Representative.

Respectfully submitted,

Nancy Bush  
Chief Operating Officer

For Filing Use Only

**AMENDMENT #4  
TO THE CONTRACT DOCUMENTS WITH WTP America, LLC dba WT Partnership  
FOR P3 Technical Advisory Services  
Contract #3376**

This Amendment #4 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 #4 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 technical services Work related to the County’s courthouse project (“Project”). The additional Work is described in Exhibit “E,” 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 an amount not to exceed \$262,500.00. Payment shall be in accordance with the terms and conditions of the Contract. The maximum compensation authorized under the Contract, including all amendments thereto, shall not exceed \$4,848,325.00.

ORIGINAL CONTRACT	\$ <b>493,500.00</b>
AMENDMENT #1	\$ 24,000.00 + Scope
AMENDMENT #2	\$ 2,071,125.00 + Time
AMENDMENT #3	\$ 2,009,700.00 + Scope
<b>AMENDMENT #4</b>	<b>\$ 262,500.00 + Scope</b>
<b>TOTAL AMENDED CONTRACT</b>	<b>\$ 4,860,825.00</b>

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 #4, effective upon the date of the last signature below.

**WTP America, LLC dba WT Partnership**

**Clackamas County**

\_\_\_\_\_  
 Authorized Signature                      Date

\_\_\_\_\_  
 Chair    Date

Jose Davila  
 \_\_\_\_\_  
 Printed Name

\_\_\_\_\_  
 Recording Secretary

Approved as to Form

\_\_\_\_\_  
 County Counsel

**Exhibit E**



March 19, 2024

Nancy Bush  
County Operating Officer  
Office of the County Administrator  
Clackamas County  
Public Services Building  
2051 Kaen Road  
Oregon City, OR 97045

Dear Nancy,

**OWNER'S REPRESENTATIVE SERVICES FOR THE NEW CLACKAMAS COUNTY COURTHOUSE**

AMENDMENT #4 TO PERSONAL SERVICES AGREEMENT NO. 3376 BETWEEN CLACKAMAS COUNTY AND WT PARTNERSHIP ("CONTRACT")

WTP America LLC (d.b.a. WT Partnership and hereinafter referred to as "WT") hereby submits our proposed fees for the subject amendment to Phases II and III of the Clackamas County Courthouse Replacement Project (the "Amendment"). The additional fee accounts for works performed that did not form part of the original Contract and as subsequently amended. Proposed additions and deletions are reflected in the attached scope of work in blue and red text, respectively.

This proposed Amendment and associated fees are governed by the terms and conditions of the Contract.

Sincerely,

A handwritten signature in black ink that reads 'Jose Davila'.

JOSE DAVILA, PE

Vice President, P3 and Real Estate Advisory

WT

## PHASE II BUDGET NARRATIVE

### TASK CATEGORY ONE – PROJECT MANAGEMENT AND ADMINISTRATION

1. Project Meetings:
  - a. Internal Management and Coordination Meetings
  - b. Client Update Meetings
  - c. TAT Meetings
2. For all Management and Update Meetings:
  - a. Coordination of Meeting Calendars.
  - b. Drafting of Agendas
  - c. Drafting of Meeting Minutes
  - d. Preparation of Support Materials as required
3. Quality Control / Quality Assurance Activities.
4. Document Management and Control Activities.

**Task Category One Fee: \$375,500**

### TASK CATEGORY TWO – STAKEHOLDER MANAGEMENT

1. Regular Stakeholder Update Meetings: update stakeholder on procurement progress.
2. Stakeholder Working Group Meetings: obtain stakeholder feedback in regards to Proposers' Requests for Information (RFIs) and proposed changes to Technical Requirements.
3. For all Stakeholder Meetings:
  - a. Coordination of Meeting Calendars.
  - b. Drafting of Agendas
  - c. Drafting of Meeting Minutes
  - d. Preparation of Support Materials as required.
4. Quality Control / Quality Assurance Activities.
5. Document Management and Control Activities.

**Task Category Two Fee: \$83,000**

### TASK CATEGORY THREE – PROCUREMENT INITIATION PHASE

1. Industry Day:
  - a. Industry Day Preparation: developing technical materials, narratives, presentation decks, etc., in support of the Industry Day.
  - b. Industry Day Attendance: attendance and support at Industry Day activities.
2. Data Room Setup:
  - a. Collaborating with Procurement Management Advisors in developing a folder structure, testing, and populating the Data Room.
3. RFI System Setup:
  - a. Developing RFI Management Procedures, database (xlsx format), and system.

**Task Category Three Fee: \$43,000**

#### **TASK CATEGORY FOUR – RFQ AND SHORTLISTING PHASE**

1. RFQ Issuance Support:
  - a. RFQ Issuance Preparation.
  - b. RFQ Upload to Data Room Support and Verification.
2. Management of Proposers' Requests for Information (RFIs) during the RFQ Phase:
  - a. Receiving and Distributing RFIs to appropriate parties (technical, financial, commercial, legal, etc.).
  - b. RFI Response Management: ensuring the assigned Subject Matter Expert (SMEs) responds within the prescribed timeframe.
  - c. Reviewing RFI Response to ensure coordination with RFQ document.
  - d. Supporting upload and distribution of RFIs to RFQ Participants.
3. Provide Technical Input on RFQ Revisions based on RFQ Participants' RFIs and Feedback, as needed.
4. Statement of Qualifications (SOQ) Evaluation Support:
  - a. Preparation of SOQ Evaluation Forms.
  - b. Developing and Distributing SOQ Evaluation Manual.
  - c. Holding SOQ Evaluation Workshop.
  - d. Conducting Completeness and Compliance Reviews of SOQs.
  - e. Distribution of SOQs to Evaluation Team and Selection Committee.
  - f. Facilitation of SOQ Evaluation Process.
  - g. Evaluation of submitted SOQs.
  - h. Preparation of SOQ Evaluation Report (to include SOQ Evaluation Forms completed by each Evaluator).
  - i. Preparation of SOQ Evaluation Presentation for Selection Committee.
  - j. Providing Support during SOQ Evaluation Presentation to Selection Committee.
  - k. Shortlisting Support (as/if required).
  - l. Debriefing Sessions Support.

**Task Category Four Fee: \$58,000**

#### **TASK CATEGORY FIVE – RFP PHASE**

1. RFP Issuance Support:
  - a. RFP Issuance Preparation.
  - b. RFP Upload to Data Room Support and Verification.
2. Management of Proposers' Requests for Information (RFIs) during the RFP Phase:
  - a. Receiving and Distributing RFIs to appropriate parties (architectural, site, utilities, building systems, financial, commercial, legal, etc.).
  - b. RFI Response Management: ensuring the assigned SMEs respond within the prescribed timeframe.
  - c. Reviewing RFI Response to ensure coordination with Project Agreement and Technical Requirements.
  - d. Supporting upload and distribution of RFIs to Proposers.
3. One-on-One Meetings Coordination, Management and Attendance:
  - a. Four One-on-One Meetings:
    - i. Project Initiation Meeting
    - ii. First One-on-One Meeting

- iii. Second One-on-One Meeting
    - iv. Third One-on-One Meeting
  - b. Managing Calendar and Invitations for One-on-One Meetings.
  - c. Preparation of Materials (as required) for One-on-One Meetings.
  - d. Attending all One-on-One Meetings and Active Participation.
  - e. Taking Notes and Preparing Meeting Minutes.
  - f. Internal Distribution of Notes and Minutes.
- 4. Revisions to RFP and Technical Requirements based on Proposer Feedback (as needed), after each One-on-One Meeting.
- 5. Reviewing / Evaluating Interim Submittals from Proposers.
- 6. Evaluation of Alternative Technical Concepts (ATCs) as needed (assume two ATCs per Proposer).

**Task Category Five Fee: \$293,500**

#### **TASK CATEGORY SIX – PROPOSAL EVALUATION AND SELECTION PHASE**

1. Technical Proposal Evaluation Support:
  - a. Preparation of Proposal Evaluation Forms.
  - b. Developing and Distributing Proposal Evaluation Manual.
  - c. Holding Proposal Evaluation Workshop.
  - d. Conducting Completeness and Compliance Reviews of Proposals.
  - e. Distribution of Proposals to Evaluation Team and Selection Committee.
  - f. Facilitation of Proposal Evaluation Process.
  - g. Evaluation of submitted Proposals.
2. Financial Proposal Evaluation Support:
  - a. Reviewing Financial Models to ensure reasonable assumptions for OPEX Projections, Lifecycle Replacements, and Maintenance Activities.
3. Proposers' Technical Presentations Coordination, Assistance, and Attendance.
4. Selection Committee Presentation Support.
  - a. Preparation of Proposal Evaluation Report (to include Proposal Evaluation Forms completed by each Evaluator).
  - b. Preparation of Proposal Evaluation Presentation for Selection Committee.
  - c. Providing Support during Proposal Evaluation Presentation to Selection Committee.
5. Assistance Post-Selection of Preferred Proposer:
  - a. Proposal Extracts and Commitments.
  - b. Debriefing Session Support and Attendance.

**Task Category Six Fee: \$222,000**

#### **TASK CATEGORY SEVEN – BOARD OF COUNTY COMMISSIONERS PRESENTATION**

1. Assistance with presentation to Board of County Commissioners (as/if required).

**Task Category Seven Fee: \$2,500**

**TASK CATEGORY EIGHT – FINANCIAL CLOSE NEGOTIATIONS AND VALUE ENGINEERING**

1. Technical negotiation to reach financial close:
  - a. Attend and participate in design validation meetings and workshops.
  - b. Modify technical requirements including design and construction requirements, room data sheets, adjacency diagrams, program, and facilities management standards.
  - c. Facilitate negotiations with Project Company on scope and contract interpretation.
2. Value engineering of base scope:
  - a. Perform a review of base scope and make recommendations to County.
  - b. Evaluate cost and negotiate value engineering items with Project Company.
  - c. Modify technical requirements including design and construction requirements, room data sheets, adjacency diagrams, program, and facilities management standards to align with the revised scope.
  - d. Attend and assist in facilitating all necessary meetings.

**Task Category Eight fee: \$120,000**

<b>Total Phase II Fee:</b>	<del>\$ 1,077,500</del>	<u>\$ 1,197,500</u>
<b>Total Materials Fee (5%):</b>	<del>\$ 53,875</del>	<u>\$ 59,875</u>
<b>Total Fee – Phase II:</b>	<del>\$ 1,131,375</del>	<u>\$ 1,257,375</u>

**PHASE III BUDGET NARRATIVE**

**TASK CATEGORY ONE – PROJECT MANAGEMENT AND ADMINISTRATION**

1. Project and Document Management:
  - a. Overall project management of design development / review process (9 months).
  - b. Document workflow management (design packages and submittals).
  - c. RFI routing, compilation of comments and response.
  - d. Design change management.
2. Design Compliance Review:
  - a. Contract / constructability compliance review.
  - b. Design review comment compilation and contract review.
3. Stakeholder Management:
  - a. Stakeholder design review management.
  - b. Stakeholder shoulder to shoulder sessions.
4. Reporting:
  - a. Monthly reporting.
5. Project Meetings:
  - a. Meeting scheduling, agendas, and minutes.

**Task Category One Fee: \$370,000**

**TASK CATEGORY TWO – DESIGN MANAGEMENT & REVIEW (100% SCHEMATIC DESIGN)**

1. Architectural Design Review:
  - a. Architectural design development management and oversight.



- b. Architectural design review (building, landscaping, acoustic, specialist, masterplan).
- c. Architectural design verification (Program verification, TR's, Contract, Best Practices).
- d. Design commentary compilation and review.
- e. Design change optionality.
- 2. Engineering Design Review:
  - a. Engineering design development management and oversight.
  - b. Engineering design review (mechanical, electrical, plumbing, security/IT/AV).
  - c. Engineering design verification (Program, TR's, Contract, Best Practices).
  - d. Design commentary compilation and review.
  - e. Design change optionality.
- 3. Stakeholder Management:
  - a. Stakeholder shoulder to shoulder design review sessions.

**Task Category Two Fee: \$116,000**

**TASK CATEGORY THREE (A) – DESIGN MANAGEMENT & REVIEW (50% DESIGN DEVELOPMENT)**

- 1. Architectural design review:
  - a. Architectural design development management and oversight.
  - b. Architectural design review (building, landscaping, acoustic, specialist, masterplan).
  - c. Architectural design verification (program verification, tr's, contract, best practices).
  - d. Design commentary compilation and review.
  - e. Design change optionality.
- 2. Engineering design review:
  - a. Engineering design development management and oversight.
  - b. Engineering design review (mechanical, electrical, plumbing, security/it/av).
  - c. Engineering design verification (program, tr's, contract, best practices).
  - d. Design commentary compilation and review.
  - e. Design change optionality.
- 3. Stakeholder management:
  - a. Stakeholder shoulder to shoulder design review sessions.

**Task Category Three (a) Fee: \$130,000**

**TASK CATEGORY THREE (b) – DESIGN MANAGEMENT & REVIEW (100% DESIGN DEVELOPMENT)**

- 1. Architectural Design Review:
  - a. Architectural design development management and oversight.
  - b. Architectural design review (building, landscaping, acoustic, specialist, masterplan).
  - c. Architectural design verification (Program verification, TR's, Contract, Best Practices).
  - d. Design commentary compilation and review.
  - e. Design change optionality.
- 2. Engineering Design Review:
  - a. Engineering design development management and oversight.
  - b. Engineering design review (mechanical, electrical, plumbing, security/IT/AV).
  - c. Engineering design verification (Program, TR's, Contract, Best Practices).
  - d. Design commentary compilation and review.
  - e. Design change optionality.

3. Stakeholder Management:
  - a. Stakeholder shoulder to shoulder design review sessions.

**Task Category Three (b) Fee: \$171,000**

**TASK CATEGORY FOUR – DESIGN MANAGEMENT & REVIEW (50% CONSTRUCTION DOCUMENTATION)**

1. Architectural Design Review:
  - a. Architectural design development management and oversight.
  - b. Architectural design review (building, landscaping, acoustic, specialist, masterplan).
  - c. Architectural design verification (Program verification, TR's, Contract, Best Practices).
  - d. Design commentary compilation and review.
  - e. Design change optionality.
2. Engineering Design Review:
  - a. Engineering design development management and oversight.
  - b. Engineering design review (mechanical, electrical, plumbing, security/IT/AV).
  - c. Engineering design verification (Program, TR's, Contract, Best Practices).
  - d. Design commentary compilation and review.
  - e. Design change optionality.
3. Stakeholder Management:
  - a. Stakeholder shoulder to shoulder design review sessions.

**Task Category Four Fee: \$119,000**

**TASK CATEGORY FIVE – DESIGN MANAGEMENT & REVIEW (100% CONSTRUCTION DOCUMENTATION)**

1. Architectural Design Review:
  - a. Architectural design development management and oversight.
  - b. Architectural design review (building, landscaping, acoustic, specialist, masterplan).
  - c. Architectural design verification (Program verification, TR's, Contract, Best Practices).
  - d. Design commentary compilation and review.
  - e. Design change optionality.
2. Engineering Design Review:
  - a. Engineering design development management and oversight.
  - b. Engineering design review (mechanical, electrical, plumbing, security/IT/AV).
  - c. Engineering design verification (Program, TR's, Contract, Best Practices).
  - d. Design commentary compilation and review.
  - e. Design change optionality.
3. Stakeholder Management:
  - a. Stakeholder shoulder to shoulder design review sessions.

**Task Category Five Fee: \$119,000**

<b>Total Phase III Fee:</b>	<del>\$ 895,000</del>	<u>\$ 1,025,000</u>
<b>Total Materials Fee (5%):</b>	<del>\$ 44,750</del>	<u>\$ 51,250</u>
<b>Total Fee – Phase III:</b>	<del>\$ 939,750</del>	<u>\$ 1,076,250</u>
<b>Total Not-to-Exceed Fee:</b>	<del>\$ 2,071,125</del>	<u>\$ 2,333,625</u>