

**AMENDMENT NO. 1
TO THE
INTERAGENCY COOPERATION CONTRACT
BETWEEN
TEXAS FACILITIES COMMISSION
AND
TEXAS DEPARTMENT OF BANKING,
TEXAS DEPARTMENT OF SAVINGS AND MORTGAGE LENDING,
AND OFFICE OF CONSUMER CREDIT COMMISSIONER**

This Amendment No. 1 to the Interagency Cooperation Contract (“Contract”) is entered into by and between the Texas Facilities Commission (“TFC”) and Texas Department of Banking, Texas Department of Savings and Mortgage Lending, Office of Consumer Credit Commissioner (“Receiving Agencies”), to amend the original Contact between the parties effective February 2, 2018.

WHEREAS, changed circumstances require mutually desirable alterations to the Contract; and

WHEREAS, the parties desire to amend the Contact to their mutual benefit to reflect the changed circumstances;

NOW, THEREFORE, the parties agree to amend the Contract as follows:

1. The parties agree to modify ARTICLE I – STATEMENT OF WORK TO BE PERFORMED, Section 1.01, by reflecting additional services for Phase II Design and Construction services to the State Finance Building. The additional services shall include, but not be limited to the following: (i) replacement of the existing gas fire boiler; (ii) refurbishment of the elevator; (iii) replacement of the elevator equipment; (iv) construction of a dedicated elevator equipment room; and (v) related work (hereinafter referred to as the “Project”), as more particularly set forth in Exhibit A-1, Project Manager’s proposed scope and contractor’s April 19, 2018 acceptance, attached hereto and incorporated herein for all purposes.

2. The parties agree to modify ARTICLE III – CONSIDERATION, SECTION 3.01 – CONTRACT AMOUNT, by increasing the total not to exceed amount to be paid under the Contract by Nine Hundred Seven Thousand and No/100 Dollars (\$907,000.00), which includes a line item of Forty Nine Thousand and No/100 Dollars (\$49,000.00) for professional project management services provided by TFC, thus increasing the total not to exceed amount from Nine Thousand Ten and No/100 Dollars (\$9,010.00), to a total not to exceed amount of Nine Hundred Sixteen Thousand Ten and No/100 Dollars (\$916,010.00), as further described in Exhibit B-1 Project Management Fee Calculation, attached hereto and incorporated herein for all purposes. TFC will be responsible for oversight and payment for all third-contracted services for project.

4. The parties agree to modify ARTICLE V – TERM OF CONTRACT, SECTION 5.01 – TERM, by deleting the entire paragraph and replacing it with the following:

“5.01. **TERM.** This Contract shall be effective upon the date of the last party to sign, and shall terminate on May 31, 2019, unless terminated earlier by either party, as provided in Section 5.03.”

Except as expressly amended above, the Contract remains in full force and effect.

IN WITNESS WHEREOF, the parties hereto have made and executed this Amendment No. 1 to be effective as of the date of the last party to sign.

TEXAS FACILITIES COMMISSION

By: JSR

John S. Raff

Interim Executive Director

Date of execution: 5.22.18

NRG G.C.

m Dir.

m D.E.D.

TEXAS DEPARTMENT OF BANKING

By: Charles B. Cooper

Print Name: Charles B. Cooper

Title: Commissioner

Date of execution: 5.17.18

TEXAS DEPARTMENT OF SAVINGS & MORTGAGE LENDING

By: Caroline C. Jones

Print Name: Caroline C. Jones

Title: Commissioner

Date of execution: 5/17/18

OFFICE OF CONSUMER CREDIT

By: Leslie L. Pettison

Print Name: LESIE L PETTISON

Title: COMMISSIONER

Date of execution: 5.17.18

TFC Contract No.18-146-000
Project No. 18-022-2501
Amendment No. 1
Texas Department of Banking
Texas Department of Savings and Mortgage Lending
Office of Consumer Credit Commissioner

EXHIBIT A -1

**PROJECT MANAGER'S PROPOSED SCOPE AND CONTRACTOR'S APRIL 19, 2018
ACCEPTANCE**

From: [Newberg, Stephanie](#)
To: [Dorothy Spearman](#)
Cc: [Chadli, Sami](#)
Subject: RE: FC project
Date: Thursday, April 19, 2018 4:52:12 PM

Yes the estimate is acceptable and Phase 2 IAC can be requested.

Stephanie

From: Dorothy Spearman <dorothy.spearman@tfc.state.tx.us>
Sent: Thursday, April 19, 2018 4:44 PM
To: Newberg, Stephanie <Stephanie.Newberg@dob.texas.gov>
Cc: Chadli, Sami <Sami.Chadli@dob.texas.gov>
Subject: RE: FC project

Stephanie and Sami,

The attached budget has been updated with information incorporated from TGCE's schematic design. I have tried to err on the side of caution given the probability for unforeseen conditions in existing buildings.

TGCE looked at the option of using central, or electric heat, instead of the boiler. The majority of the third floor already uses heat from the roof top air handling units. However the first and second floors are served from the main air handler on the second floor. This unit would need to be modified to add electric heat as well as additional work to bring the existing system up to current code compliance. So the short answer to the question is that it would be more expensive, less energy efficient and require invasive work in the second floor ceilings. Replacing the boiler would appear to be the most prudent choice in this situation.

The 90% construction drawings will be ready next Friday 4/27 at which point the contractor will be able to solicit for hard pricing. In order to get the elevator equipment ordered we will need to have the IAC amendment executed. If the current budget estimate is acceptable I will request the Phase 2 IAC amendment from Legal Services.

Thank you,

Dorothy Spearman
Senior Project Manager
Facilities Design & Construction • Texas Facilities Commission
1711 San Jacinto Boulevard • Austin, TX 78701
Office: 512.463.2946 • Cell: 512.786.0575
dorothy.spearman@tfc.state.tx.us

From: Newberg, Stephanie [<mailto:Stephanie.Newberg@dob.texas.gov>]
Sent: Monday, April 16, 2018 7:38 PM

To: Dorothy Spearman <dorothy.spearman@tfc.state.tx.us>

Cc: Chadli, Sami <Sami.Chadli@dob.texas.gov>

Subject: FC project

Dorothy - do you think you can send us a revised estimate for the two projects that we can present to our oversight board at their meeting on Friday? Understanding that you guys are still looking at the Central Heat option.

Stephanie Newberg

Get [Outlook for iOS](#)

TFC Contract No.18-146-000
Project No. 18-022-2501
Amendment No. 1
Texas Department of Banking
Texas Department of Savings and Mortgage Lending
Office of Consumer Credit Commissioner

EXHIBIT B-1

PHASE I PROJECT MANAGEMENT FEE CALCULATION

Facilities Design & Construction Lump Sum Project Management Fee Calculation Sheet
 18-Apr-18

Project Number: 18-022-2501
 Project Name: State Finance Building Boiler & Elevator

When total project cost falls between the tabular limits, the rate will be determined through direct interpolation.

Fee Interpolation Formula

Project Cost Range	Dormitories	Offices	Medical
	Garages Warehouses	Classrooms, Deferred Maint. & Other	Clinical Laboratories
New Construction			
Over \$ 100,000,000	3.35%	3.60%	3.85%
Over \$ 50,000,000	3.60%	3.85%	4.10%
Over \$ 25,000,000	3.85%	4.10%	4.35%
Over \$ 15,000,000	4.10%	4.35%	4.60%
Over \$ 10,000,000	4.35%	4.60%	4.85%
Over \$ 2,000,000	4.60%	4.85%	5.10%
Up to* \$ 1,999,999	4.60%	4.85%	5.10%
Renovation and Renewal			
Over \$ 100,000,000	4.35%	4.60%	4.85%
Over \$ 50,000,000	4.60%	4.85%	5.10%
Over \$ 25,000,000	4.85%	5.10%	5.35%
Over \$ 15,000,000	5.10%	5.35%	5.60%
Over \$ 10,000,000	5.35%	5.60%	5.85%
Over \$ 2,000,000	5.60%	5.85%	6.10%
Up to* \$ 1,999,999	5.60%	5.85%	6.10%

$$\text{PM Fee} = \left(\frac{\text{Project Cost} - \text{Lower \$ Range}}{\text{Upper \$ Range} - \text{Lower \$ Range}} \times (\% \text{ for Upper \$ Range} - \% \text{ for Lower \$ Range}) \right) + \% \text{ for Lower \$ Range}$$

- 1 Project Cost (expressed as dollars, e.g. 10,000,000)
- 2 Upper Project Cost Range (expressed as dollars, e.g. 10,000,000) **
- 3 Lower Project Cost Range (expressed as dollars, e.g. 10,000,000) **
- 4 TFC Fee % for Upper Project Cost Range (expressed as a number, e.g. 3.00) ***
- 5 TFC Fee % for Lower Project Cost Range (expressed as a number, e.g. 3.25) ***
- 6 Resulting TFC Fee %
- 7 Resulting TFC Lump Sum Project Management Fee - rounded to the nearest hundred dollars.

* The fee is applied as a fixed rate regardless of project cost and not interpolated.

** If the Project Cost is greater than the Upper Project Cost Range (> \$100,000,000), enter "1" for the Upper Range and "0" for the Lower Range.

*** If the Project Cost is greater than the Upper Project Cost Range (> \$100,000,000), enter the same percentages in both fields.

TEXAS FACILITIES COMMISSION
 Facilities Design and Construction

TFC Contract No. 18-146-000 Exhibit B-1
PROJECT BUDGET TOOL

Project Name: State Finance Building
Project No.: 18-022-2501

Budget: **Source of Funds:**
 Original Budget: \$ 9,010.00
 Changes: \$ 907,000.00 IAC No: 18-146-000
 Final Budget: \$ 916,010.00

Pro Forma %		ASSESSMENT	% of total	% of constr.	DESIGN & CONSTRUCTION	FINAL BUDGET	% of total	% of constr.
1%	Project Analysis	\$ -	0.00%		\$ -	\$ -	0.00%	
	Needs Assessment	\$ -	0.00%		\$ -	\$ -	0.00%	
12%	Tech Services and Costs	\$ 9,010.00	100.00%	#DIV/0!	\$ 147,000.00	\$ 156,010.00	17.03%	21.97%
	Architect/Engineer	\$ 8,510.00	94.45%	#DIV/0!	\$ 98,000.00	\$ 106,510.00	11.63%	15.00%
	Project Manager - In House	\$ 500.00	5.55%	#DIV/0!	\$ 49,000.00	\$ 49,500.00	5.40%	6.97%
	Detail Inspection	\$ -	0.00%	#DIV/0!	\$ -	\$ -	0.00%	0.00%
	Miscellaneous	\$ -	0.00%	#DIV/0!	\$ -	\$ -	0.00%	0.00%
4%	Site Improvements	\$ -	0.00%	#DIV/0!	\$ -	\$ -	0.00%	0.00%
	Demolition	\$ -	0.00%	#DIV/0!	\$ -	\$ -	0.00%	0.00%
	Utilities & Utility Connections	\$ -	0.00%	#DIV/0!	\$ -	\$ -	0.00%	0.00%
	Landscape	\$ -	0.00%	#DIV/0!	\$ -	\$ -	0.00%	0.00%
60%	Building Construction	\$ -	0.00%		\$ 713,000.00	\$ 713,000.00	77.84%	
	Contractor	\$ -	0.00%		\$ 710,000.00	\$ 710,000.00	77.51%	
	Elevator	\$ -	0.00%		\$ 240,000.00	\$ 240,000.00	26.20%	
	Boiler & Water heater	\$ -	0.00%		\$ 400,000.00	\$ 400,000.00	43.67%	
	Gen Contr	\$ -	0.00%		\$ 70,000.00	\$ 70,000.00	7.64%	9.86%
	Construction Material Testing	\$ -	0.00%	#DIV/0!	\$ 1,000.00	\$ 1,000.00	0.11%	0.14%
	HVAC Test Adjust Balance	\$ -	0.00%	#DIV/0!	\$ 2,000.00	\$ 2,000.00	0.22%	0.28%
8%	FF&E (Incl purchasing)	\$ -	0.00%	#DIV/0!	\$ -	\$ -	0.00%	0.00%
	Signs & Signage	\$ -	0.00%	#DIV/0!	\$ -	\$ -	0.00%	0.00%
1%	Miscellaneous	\$ -	0.00%	#DIV/0!	\$ -	\$ -	0.00%	0.00%
	Telecommunications	\$ -	0.00%	#DIV/0!	\$ -	\$ -	0.00%	0.00%
	Interest	\$ -	0.00%	#DIV/0!	\$ -	\$ -	0.00%	0.00%
6%	Contingency	\$ -	0.00%	#DIV/0!	\$ 47,000.00	\$ 47,000.00	5.13%	6.62%
92%		\$ 9,010.00	#REF!		\$ 907,000.00	\$ 916,010.00	100.00%	
		\$ 9,010.00			\$ 907,000.00	\$ 916,010.00		
		\$ -			\$ -	\$ -		
		Original Budget			Budget Changes	Final Budget		