

**INDEFINITE DELIVERY INDEFINITE QUANTITY
PROFESSIONAL SERVICES AGREEMENT
BETWEEN
THE TEXAS FACILITIES COMMISSION
AND
LCCX, LLC DBA LACKEY DE CARVAJAL CX**

TFC CONTRACT NO. 18-108-000

ASSIGNMENT NO. 2

THIS INDEFINITE DELIVERY INDEFINITE QUANTITY ASSIGNMENT NO. 2 (hereinafter referred to as "Assignment No. 2" or "Assignment") is entered into by and between the Texas Facilities Commission, located at 1711 San Jacinto Boulevard, Austin, Texas 78701 (hereinafter referred to as "TFC") and LCCX, LLC dba Lackey de Carvajal CX located at 8304 Puerta Vista, Austin, Texas 78759 (hereinafter referred to as "PSP") (TFC and PSP are hereinafter referred to individually as a "Party" or collectively as "Parties"), to be effective on the Effective Date (as defined below) and the terms and conditions of which are as follows.

DESCRIPTION OF PROJECT: The project for which PSP agrees to provide Professional Services is generally described as HVAC testing, adjusting and balancing services for the new mechanical system to be installed at the John H. Winters building complex located at 701 West 51st Street, Austin, Texas 78751 (hereinafter referred to as the "Project"), as further depicted in "Exhibit A-2," PSP's IDIQ Assignment No. 2 Proposal dated September 21, 2018, attached hereto and incorporated herein for all purposes and consisting of nine (9) pages.

DURATION OF ASSIGNMENT: The scope of services of this Assignment No. 2 shall be completed no later than August 31, 2019, unless terminated earlier as provided in Section 3.2 of the Agreement. The schedule is subject to adjustments for possible time extension; however, any extension of time must be approved by the TFC and shall require an amendment to Assignment No. 2.

SPECIAL TERMS AND CONDITIONS OF ASSIGNMENT: Terms and conditions shall be in accordance with the Agreement, any Special Conditions, and with this Assignment No. 2.

SUB-CONTRACTORS TO BE UTILIZED FOR PROJECT: PSP shall perform the services under this Assignment No. 2 with its own forces unless otherwise specified. If the scope of services is less than \$100,000.00, a HUB Subcontracting Plan (HSP) is not required. If the scope of services will exceed \$100,000.00, PSP shall submit an HSP for approval pursuant to Section 11.2 of the Agreement.

FEE FOR BASIC SERVICES: Fee for the services set forth in this Assignment No. 2 shall not exceed the sum of Sixty-Nine Thousand Nine Hundred Seventy-Four and 63/100 Dollars

(\$69,974.63). No more frequently than once per month, PSP shall submit a Pay Application to TFC for services performed and reasonable and necessary costs and expenses incurred through the last day of the previous month. Any reimbursable expenses, if allowed, shall be in accordance with Section 4.6 of the Agreement.

IDENTIFICATION OF PSP PROJECT MANAGER AND ALL SUBCONTRACTOR: For this Assignment No. 2, PSP shall identify the Project Manager, PSP's employees and all subcontractors assigned to this project on the List of Project Manager and Subcontractors (hereinafter referred to as the "List"), attached hereto and incorporated herein for all purposes as "Exhibit B-2."

TFC reserves the right to approve the appointment of the PSP Project Manager and to demand that the Project Manager, and any of PSP's employees or subcontractors, be removed and replaced if, in the sole opinion of TFC, their performance on this project or any other projects, is and/or was inadequate or their continued involvement with the Project is, will, or has become detrimental to the timely and successful completion of the project.

The Project Manager and Subcontractors identified in the List shall not be replaced by PSP, nor shall any other subcontractors be engaged by PSP, unless prior written consent is obtained from TFC, which consent shall not be unreasonably withheld, conditioned, or delayed.

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ENTIRE AGREEMENT AND MODIFICATION: The Agreement and this Assignment and their integrated attachment(s) constitute the entire agreement of the Parties and such are intended as a complete and exclusive statement of the promises, representations, negotiations, discussions, and other agreements that may have been made in connection with the subject matter hereof. Unless an integrated attachment to this Assignment specifically displays a mutual intent to amend a particular part of this Assignment, general conflicts in language between any such attachment and this Assignment shall be construed consistently with the terms of this Assignment. Unless otherwise expressly authorized by the terms of this Assignment, no modification, renewal, extension, or amendment to this Assignment shall be binding upon the Parties unless the same is in writing and signed by the respective Parties hereto.

This Assignment shall be effective as of the date of the last Party to sign.

TEXAS FACILITIES COMMISSION LACKEY DE CARVAJAL, CX

By: JSR#

John S. Raff

Interim Executive Director

Date of execution: 10-25-18

By: M.W. Lackey

Print Name: Mike W. Lackey

Print Title: Managing Member

Date of execution: 10/25/18

JSR G.C.

JSR Dir.

JSR D.E.D.

TFC Contract No. 18-108-000
Lackey de Carvajal
Assignment No. 2
Project No.: 16-009-5580

EXHIBIT A-2

PSP'S IDIQ ASSIGNMENT NO. 2 PROPOSAL DATED SEPTEMBER 21, 2018



Building Commissioning, TAB & Energy Engineering

September 21, 2018

Jason Nezamabadi, AIA, CTCM
 Senior Project Manager
 Facilities Design & Construction Division
 Texas Facilities Commission
 1711 San Jacinto
 Austin, TX 78712

RE: Proposal LCTAB 18.075R2
Professional Engineering Services HVAC Test Adjust Balance – PRETAB, New HVAC
TAB and POST TAB
JH Winter AHU Replacement
TFC Project Number: 16-009-5580

Dear Mr. Nezamabadi,

Thank you for the opportunity for Lackey de Carvajal Cx (hereinafter called LCCx, LLC) to furnish our proposal to provide Professional TAB Engineering Services to TFC Project Management (Hereinafter called CLIENT) for the above referenced project (hereinafter called PROJECT). This Proposal Letter outlines our Fee proposal subject to a formal agreement.

PROJECT SCOPE

Provide Professional TAB Services, for the PROJECT. Coordinate all TAB work with the Project Manager.

GENERAL ASSUMPTIONS:

1. Attend limited construction meetings, up to 6 during the construction phase; the TAB Project Manager and/or the TAB Field Manager/Technician will attend the meetings.
2. Owner shall provide all stamped, sealed Construction Documents
3. Owner shall provide cut sheet of all Owner provided equipment,
4. General Contractor will provide submittals, cut-sheets, start-up procedures, and manufacturing data for all Contractor furnished equipment
5. Coordinate all work through TFC PM, MEP and CMAR

PROJECT SCHEDULE

The following project schedule is our understanding of how the project will proceed:

<u>DATES</u>	<u>Start Date</u>
Construction Phase	ongoing
Field TAB	Sept 2018 thru March 2019
Final Report Completed	April 2019

Physical Address:
 8304 Puerta Vista, 78759

Mailing Address:
 PO Box 30191
 Austin, TX 78755



Building Commissioning, TAB & Energy Engineering

TAB SCOPE OF WORK AND SERVICES

LCTAB will serve as the TAB Agent to coordinate and provide "AABC" TAB Services on the Client's behalf for the PROJECT. Our TAB tasks will include:

Phase 1 - PreTAB

- Perform a limited PreTAB Audit of the existing distribution system (15% sampling rate) for conformance with DeltaT PreTAB Audit.
- Review and note deficiencies and deviations for review by others.
- Prepare a PreTAB Sampling and Deficiencies Report

Phase 2 – HVAC TAB

- Develop and submit TAB Plan and schedule; revise as necessary
- Develop TAB data forms, for HVAC equipment and systems-
- Perform a full TAB of the new construction and ductwork (100% sampling rate)
- Prepare a list of all deficiencies noted during the TAB processes for review by Owner, Engineer and Contractor
- Prepare a Preliminary TAB Report for review by Design Engineer.
- Prepare a Final TAB Report for Project.

Phase 3 – Post TAB

- Perform a limited Post Construction TAB Audit of the existing distribution system (15% sampling rate) for conformance with the DeltaT PreTAB Audit.
- Prepare a list of deviation noted during the PostTAB processes for review by Owner, Engineer and Contractor
- Prepare a Post TAB Report

CLARIFICATIONS AND QUALIFICATIONS:

- We include coordination of TAB with PM, MEP and CMAR.
- We include TAB verification site visits as necessary.
- All work to take place during normal business hours (M-F, 7:30-4:00)
- Clean filters to be in place before test and balance is performed

EXCLUSIONS:

We Exclude:

- 90 day and Alternate Season return visits
- Any sheaves, pulleys or belts
- Sound and Vibration Testing
- Duct leakage Testing

COMPENSATION

Based on the above scope of work for the basic services for the project, as well as the description of the project, we propose a lump sum fee to be billed as follows:

Phase:	Fees:
Schedule of Values – PreTAB and PostTAB	
Schedule of Values – TAB new HVAC Equipment & Systems	
TOTAL TAB SERVICES	\$69,974.63

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LACKEY de
CARVAJAL *Cx*

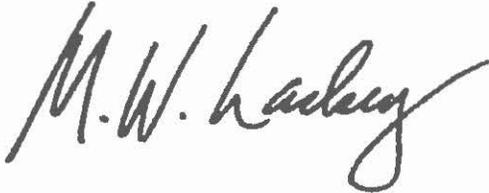
Building Commissioning, TAB & Energy Engineering

TERMS AND CONDITIONS

All Terms and Conditions shall be as per Indefinite Delivery Indefinite Quantity Agreement (IDIQ) TFC Contract 18-108-000 for Heating, Ventilation, Air Conditioning and Test and Balance Services

I trust that the above meets with your approval. We look forward to working with you on this project.

Very truly yours,



Michael W Lackey, PE

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SCHEDULE OF VALUES FOR NEW AND EXISTING WORK

NEW/AHU		NEW EQUIPMENT	SAMPLING RATE
1	AHU-1A	AHU and New ductwork	100%
2	AHU-1B	AHU and New ductwork	100%
3	AHU-2A	AHU and New ductwork	100%
4	AHU-2B	AHU and New ductwork	100%
5	AHU-3A	AHU and New ductwork	100%
6	AHU-3B	AHU and New ductwork	100%
7	AHU-B1	AHU and New ductwork and diffusers	100%
8	AHU-B2	AHU and New ductwork and diffusers	100%
NEW UNIT HEATERS			100%
1	UH-1	Schedule only shows UH-1&-4	100%
2	UH-2	not found on plans	100%
3	UH-3	found on plans	100%
4	UH-4	Schedule only shows UH-1&-4	100%
NEW ENERGY RECOVERY UNITS			100%
1	ERV-1	Was Alternate 2 accepted?	100%
2	ERV-2	Was Alternate 2 accepted?	100%
3	ERV-3	Was Alternate 2 accepted?	100%
EXISTING EXHAUST FANS			
		EXISTING EQUIPMENT	SAMPLING RATE
1	EF-03 RR C BUILDNG		100%
2	EF-04 RR WEST TOWER		100%
3	EF-05 RR EAST TOWER		100%
4	EF-07 KITCHEN HOOD		100%
5	EF-7 KITCHEN HOOD		100%
EXISTING VAV and DIFFUSERS			
1	AHU-01/FB-1E-12		10% SAMPLE OF VAV's
2	AHU-01/FB-1E-2A		10% SAMPLE OF VAV's
3	AHU-01/FB-1E-3		10% SAMPLE OF VAV's
4	AHU-01/FB-1E-3A		10% SAMPLE OF VAV's
5	AHU-01/FB-1E-4		10% SAMPLE OF VAV's
6	AHU-01/FB-1E-9		10% SAMPLE OF VAV's

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7	AHU-01/FB-2E-1		10% SAMPLE OF VAV's
8	AHU-01/FB-2E-6		10% SAMPLE OF VAV's
9	AHU-01/FB-2E-9		10% SAMPLE OF VAV's
10	AHU-01/FB-3E-1		10% SAMPLE OF VAV's
11	AHU-01/FB-3E-10		10% SAMPLE OF VAV's
12	AHU-01/FB-3E-11		10% SAMPLE OF VAV's
13	AHU-01/FB-3E-3		10% SAMPLE OF VAV's
14	AHU-01/FB-3E-5		10% SAMPLE OF VAV's
15	AHU-01/FB-3E-6		10% SAMPLE OF VAV's
16	AHU-01/FB-3E-7		10% SAMPLE OF VAV's
17	AHU-01/FB-3E-8		10% SAMPLE OF VAV's
18	AHU-01/FB-3E-9A		10% SAMPLE OF VAV's
19	AHU-01/FB-4E-1		10% SAMPLE OF VAV's
20	AHU-01/FB-4E-4		10% SAMPLE OF VAV's
21	AHU-01/FB-4E-5		10% SAMPLE OF VAV's
22	AHU-01/FB-5E-1		10% SAMPLE OF VAV's
23	AHU-01/FB-5E-5		10% SAMPLE OF VAV's
24	AHU-01/FB-5E-7		10% SAMPLE OF VAV's
25	AHU-01/FB-6E-11		10% SAMPLE OF VAV's
26	AHU-01/FB-6E-16		10% SAMPLE OF VAV's
27	AHU-01/FB-6E-3A		10% SAMPLE OF VAV's
28	AHU-01/FB-B-1		10% SAMPLE OF VAV's
29	AHU-01/NFB-6E-10A		10% SAMPLE OF VAV's
30	AHU-01/NFB-6E-15A		10% SAMPLE OF VAV's
31	AHU-01/VAV-1E-10		10% SAMPLE OF VAV's
32	AHU-01/VAV-1E-11		10% SAMPLE OF VAV's
33	AHU-01/VAV-2E-1		10% SAMPLE OF VAV's
34	AHU-01/VAV-2E-5		10% SAMPLE OF VAV's
35	AHU-01/VAV-2E-8		10% SAMPLE OF VAV's
36	AHU-01/VAV-3E-8		10% SAMPLE OF VAV's
37	AHU-01/VAV-4E-10		10% SAMPLE OF VAV's
38	AHU-01/VAV-4E-8		10% SAMPLE OF VAV's
39	AHU-01/VAV-5E-1		10% SAMPLE OF VAV's
40	AHU-01/VAV-5E-7		10% SAMPLE OF VAV's
41	AHU-01/VAV-6E-10		10% SAMPLE OF VAV's
42	AHU-01/VAV-B-11		10% SAMPLE OF VAV's
43	AHU-01/VAV-B-6		10% SAMPLE OF VAV's
44	AHU-01/VAV-B-9		10% SAMPLE OF VAV's
45	AHU-02/FB-1W-5		10% SAMPLE OF VAV's

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LACKEY de CARVAJAL *Cx*

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46	AHU-02/FB-1W-6		10% SAMPLE OF VAV's
47	AHU-02/FB-2W-3A		10% SAMPLE OF VAV's
48	AHU-02/FB-2W-3A		10% SAMPLE OF VAV's
49	AHU-02/FB-2W-9		10% SAMPLE OF VAV's
50	AHU-02/FB-3W-1		10% SAMPLE OF VAV's
51	AHU-02/FB-3W-2		10% SAMPLE OF VAV's
52	AHU-02/FB-3W-3		10% SAMPLE OF VAV's
53	AHU-02/FB-3W-4		10% SAMPLE OF VAV's
54	AHU-02/FB-4W-1		10% SAMPLE OF VAV's
55	AHU-02/FB-4W-2		10% SAMPLE OF VAV's
56	AHU-02/FB-4W-3		10% SAMPLE OF VAV's
57	AHU-02/FB-5W-1		10% SAMPLE OF VAV's
58	AHU-02/FB-5W-2		10% SAMPLE OF VAV's
59	AHU-02/FB-5W-3		10% SAMPLE OF VAV's
60	AHU-02/FB-6W-10		10% SAMPLE OF VAV's
61	AHU-02/FB-6W-14		10% SAMPLE OF VAV's
62	AHU-02/FB-6W-17		10% SAMPLE OF VAV's
63	AHU-02/FB-6W-5		10% SAMPLE OF VAV's
64	AHU-02/FB-6W-7		10% SAMPLE OF VAV's
65	AHU-02/FB-6W-8		10% SAMPLE OF VAV's
66	AHU-02/FB-6W-9		10% SAMPLE OF VAV's
67	AHU-02/NFB-5W-1A		10% SAMPLE OF VAV's
68	AHU-02/VAV-1W-1		10% SAMPLE OF VAV's
69	AHU-02/VAV-1W-3		10% SAMPLE OF VAV's
70	AHU-02/VAV-1W-4		10% SAMPLE OF VAV's
71	AHU-02/VAV-2W-11		10% SAMPLE OF VAV's
72	AHU-02/VAV-2W-12		10% SAMPLE OF VAV's
73	AHU-02/VAV-2W-12		10% SAMPLE OF VAV's
74	AHU-02/VAV-2W-13		10% SAMPLE OF VAV's
75	AHU-02/VAV-2W-3		10% SAMPLE OF VAV's
76	AHU-02/VAV-2W-4		10% SAMPLE OF VAV's
77	AHU-02/VAV-2W-4A		10% SAMPLE OF VAV's
78	AHU-02/VAV-2W-8		10% SAMPLE OF VAV's
79	AHU-02/VAV-3W-2		10% SAMPLE OF VAV's
80	AHU-02/VAV-3W-3		10% SAMPLE OF VAV's
81	AHU-02/VAV-3W-4		10% SAMPLE OF VAV's
82	AHU-02/VAV-3W-5		10% SAMPLE OF VAV's
83	AHU-02/VAV-3W-7		10% SAMPLE OF VAV's
84	AHU-02/VAV-4W-1		10% SAMPLE OF VAV's

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85	AHU-02/VAV-4W-2		10% SAMPLE OF VAV's
86	AHU-02/VAV-4W-3		10% SAMPLE OF VAV's
87	AHU-02/VAV-4W-4		10% SAMPLE OF VAV's
88	AHU-02/VAV-4W-5		10% SAMPLE OF VAV's
89	AHU-02/VAV-5W-2		10% SAMPLE OF VAV's
90	AHU-02/VAV-5W3		10% SAMPLE OF VAV's
91	AHU-02/VAV-5W-3A		10% SAMPLE OF VAV's
92	AHU-02/VAV-5W-4		10% SAMPLE OF VAV's
93	AHU-02/VAV-5W-7		10% SAMPLE OF VAV's
94	AHU-03/FB-1E-6		10% SAMPLE OF VAV's
95	AHU-03/FB-2-5		10% SAMPLE OF VAV's
96	AHU-03/FB-2-8		10% SAMPLE OF VAV's
97	AHU-03/FB-2C-2		10% SAMPLE OF VAV's
98	AHU-03/FB-2C-2A		10% SAMPLE OF VAV's
99	AHU-03/FB-2C-3		10% SAMPLE OF VAV's
100	AHU-03/FB-2C-4		10% SAMPLE OF VAV's
101	AHU-03/FB-3E-7		10% SAMPLE OF VAV's
102	AHU-03/FB-3E-8		10% SAMPLE OF VAV's
103	AHU-03/FB-C3-1A		10% SAMPLE OF VAV's
104	AHU-03/FB-C3-3		10% SAMPLE OF VAV's
105	AHU-03/FB-C3-8		10% SAMPLE OF VAV's
106	AHU-03/VAV-1E-8		10% SAMPLE OF VAV's
107	AHU-03/VAV-2-1		10% SAMPLE OF VAV's
108	AHU-03/VAV-2-4		10% SAMPLE OF VAV's
109	AHU-03/VAV-2-7		10% SAMPLE OF VAV's
110	AHU-03/VAV-2C-3		10% SAMPLE OF VAV's
111	AHU-03/VAV-2C-3B		10% SAMPLE OF VAV's
112	AHU-03/VAV-2C-4		10% SAMPLE OF VAV's
113	AHU-03/VAV-2C-4A		10% SAMPLE OF VAV's
114	AHU-03/VAV-2C-6		10% SAMPLE OF VAV's
115	AHU-03/VAV-3E-8A		10% SAMPLE OF VAV's
116	AHU-03/VAV-3E-8A		10% SAMPLE OF VAV's
117	AHU-03/VAV-C3-3		10% SAMPLE OF VAV's
118	AHU-03/VAV-C3-3.		10% SAMPLE OF VAV's
119	AHU-03/VAV-CF3-1		10% SAMPLE OF VAV's
120	AHU-03/VAV-CF3-1		10% SAMPLE OF VAV's

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Lackey de Carvajal TAB

IECC2015 C408 REQUIRED TAB - PROPOSED TAB SCOPE OF WORK

(Based on IECC2015 and ASHRAE Std 111)

TFC Contract#

BID DATE: 21-Sep-18
REQUESTOR Jason Nezamabadi
TITLE Project Manager
FIRM TFC Project Management
MAIL ADDRESS 1711 San Jacinto
CITY, ST, ZIP Austin TX 78216
RE: Professional Services TAB Proposal
PROJECT JH Winters Building
PROJECT LOC. Austin, TX 78722
LCTAB Project No: 18.075R2

TASK ID.	PROJECT DURATION, MO.	6.0	FEE BREAKDOWN
1 Requirements ASHRAE Std 111 TAB Process	Initiate TAB Process	#Meetings	BY TASK
	PROJECT ADMINISTRATION .	6.0	\$ 1,980.00
	DESIGN PHASE MEETINGS	0.0	\$ -
	CONDUCT TAB Kick-Off MEET	1.0	\$ 572.00
	TAB COORD MEETINGS	1.0	\$ 572.00
	CONSTR MEETINGS	4.0	\$ 1,200.00
PROJECT ADMINISTRATION SUBTOTAL			\$ 4,324.00
2	Prepare TAB Qualification Submittal	NO	\$ -
3	Prepare a TAB Plan and Schedule.	YES	\$ 1,240.00
4	Review TAB Specification	YES	\$ 300.00
5	TAB Design Review of Construction Documents	YES	\$ -
	100% CD BACKCHECK	YES	\$ 1,240.00
6	Review GC Submittals for Field Documentation	YES	\$ 1,500.00
7	Prepare TAB Field Reporting Documentation	YES	\$ 1,500.00
PRE CONSTRUCTION PHASE SUBTOTAL			\$ 5,780.00

CONSTRUCTION PHASE - Field TAB Activities

8.1	Conduct Site Observations PreTAB, TAB and PostTAB	YES	\$ 3,622.50
8.2	Perform Test Adjusting and Balancing		\$ 44,616.38
	Air Side Equipment		\$ -
	Air Handlers	YES	\$ -
	VAV's	NO	\$ -
	Fan Coils Units	NO	\$ -
	Exhaust Fans	NO	\$ -
		NO	\$ -
	Hydronic Side Equipment	YES	\$ -
	Chillers	NO	\$ -
	Pumps	NO	\$ -
	Boilers	NO	\$ -
		NO	\$ -
8.3	Maintain TAB Deficiencies Log	YES	\$ 4,101.75
9.1	Draft Preliminary TAB Report for Review	YES	\$ 6,360.00
9.2	Issue Final TAB Report	YES	\$ 920.00
CONSTRUCTION PHASE SUBTOTAL			\$ 59,620.63
POST OCCUPANCY PHASE			
10	Return For Alternate Season /Warranty Review, if required	NO	\$ -
POST OCCUPANCY PHASE SUBTOTAL			\$ -

BASE FEE	\$ 69,724.63
EXPENSES, Printing, etc	\$ 250.00
SUB-CONTRACTS, If Any	\$ 0.00
TOTAL FEE - BASE TAB SOW	\$ 69,974.63

EXHIBIT B-2

LIST OF PSP'S PROJECT MANAGER AND SUBCONTRACTORS

