

Willamette Water Supply System Commission

Board Meeting
Thursday, June 1, 2023
12:00 PM

Microsoft Teams Meeting

**Willamette Water Supply System Commission
Board Meeting Agenda
Thursday, June 1, 2023 | 12:00 – 1:30 PM
Microsoft Teams Meeting**

This meeting will not be held at a physical location. If you wish to attend and need dial-in information, please contact annette.rehms@tvwd.org or call 971-222-5957 by 10:00 a.m. on June 1, 2023.

If you wish to address the WWSS Board, please request the Public Comment Form and return it 48 hours prior to the day of the meeting.

The meeting is accessible to persons with disabilities and those who need qualified bilingual interpreters. A request for an interpreter for the hearing impaired, a bilingual interpreter or for other accommodations should be made at least 72 hours before the meeting to the contact listed above.

Executive Session – 11:30 PM

An executive session of the Board is called under ORS 192.60 (2)(e) to conduct deliberations with persons designated by the governing body to negotiate real property transactions, ORS 192.660(2)(f) to consider information or records that are exempt by law from public inspection and ORS 192.660(2)(h) to consult with counsel concerning the legal rights and duties of a public body with regard to current litigation or litigation likely to be filed.

REGULAR SESSION – 12:00 PM

CALL TO ORDER

1. GENERAL MANAGER'S REPORT – Joelle Bennett

Brief presentation on current activities relative to the WWSS Commission

2. PUBLIC COMMENT

This time is set aside for persons wishing to address the Board on items on the Consent Agenda, as well as matters not on the agenda. Additional public comment will be invited on agenda items as they are presented. Each person is limited to five minutes unless an extension is granted by the Board. Should three or more people testify on the same topic, each person will be limited to three minutes.

3. CONSENT AGENDA

These items are considered to be routine and may be approved in one motion without separate discussion. Any Board member may request that an item be removed by motion for discussion and separate action. Any items requested to be removed from the Consent Agenda for separate discussion will be considered immediately after the Board has approved those items which do not require discussion.

- A. Approve the April 6, 2023 meeting minutes
- B. Adopt the FY2023-24 WWSS Board Meeting Schedule

4. BUSINESS AGENDA

- A. Approve WWSP Program and Construction Management Services FY 2024 Annual Work Plan – *Joelle Bennett*
- B. Adopt PLM_1.0 Wilsonville Ground Lease Amendment 2 – *Justin Carlton*

5. INFORMATION ITEMS

- A. The next Board Meeting is scheduled on August 3, 2023, via Microsoft Teams

6. COMMUNICATIONS AND NON-AGENDA ITEMS

- A. None scheduled

ADJOURNMENT

Willamette Water Supply System Commission

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GENERAL MANAGER'S REPORT

To: WWSS Board of Commissioners
From: Joelle Bennett, P.E., WWSP Assistant Director
Date: June 1, 2023
Subject: Willamette Water Supply System General Manager's Report

This report provides an overview of some of the current Willamette Water Supply System (WWSS) work efforts being performed under the direction of this Commission.

- 1. Permitting and Communications Updates** – The WWSP permitting and communications efforts remain very active. Attached to this General Manager's Report is a tabulation of the permits and approvals recently granted, and the status of those currently in process.

Permitting highlights:

- WWSP staff worked with City of Beaverton to secure noise variance permits for all of the remaining night work to be conducted along the Metzger Pipeline East (MPE)_1.2 and 1.3 projects. Prior to this approval, the City had been permitting the night work on a week-to-week basis. The night work is impactful to the residents along the route, but it is safer and faster than performing the work during the day. The WWSP continues to work with the city to address complaints from the neighbors and find ways to mitigate the impacts. City staff have been excellent partners in this work, and receiving this permit will greatly reduce the administrative burden and enable us to complete the work as quickly as possible.
- Staff met with Washington County for a land use permit application "pre-meeting" on April 28 for constructing the Tualatin River Temporary Discharge Facility. This facility can be permitted as a Type II modification to the existing land use permit for Pipeline Main (PLM)_4.3. Public notice that is required as part of the approval process will only include neighbors that are immediately adjacent to the facility neighbors. Staff will submit the modification application in August 2023.

Communications highlights:

- Willamette Water Supply Program (WWSP) staff hosted two workshops on water supply integration communications in April and May. Communication and Water Quality staff from Tualatin Valley Water District and the cities of Hillsboro and Beaverton participated in the workshops facilitated by the project consultant, Brown and Caldwell, Inc. During the workshops, the consultant team facilitated group discussions to further develop the Partners' communications and engagement alignment and formulate recommendations that will support comprehensive and effective outreach and engagement before, during, and after integrating the new supply. The recommendations will be recorded in a technical memorandum and used to develop the next phases of the comprehensive joint communications plan for the WWSS Partners.
- In April and May communications staff focused on reaching out to neighbors along the MPE_1.2 and 1.3 projects in advance of our nighttime construction activity. Staff notified neighbors with direct mailers and made personal visits to those who would be most impacted by the noise and vibration. Staff explained that our goal is to complete the work as safely and quickly as possible, and working

at night enables us to complete in two months what would otherwise take up to 12 months because day-time construction hours are restricted to limit traffic impacts. Staff continue to work with neighbors to help mitigate impacts of the construction noise.

2. **Quarterly Financial Report** – Task 4.d. of the Annual Work Plan requires the Managing Agency to prepare quarterly financial reports and provide them to the WWSS Commission Board as part of the packet. Attached to this General Manager's report is the WWSS Commission's quarterly financial statement for the period ending March 31, 2023.
3. **Planned Business Agenda Item** – The Approvals and Procurements Forecast (Forecast) presents WWSP activities that have recently been approved or are scheduled for approval over the next two months by either the WWSP Director/WWSS General Manager, WWSS Committees, or the WWSS Board. There is one tentative business agenda item for the August WWSS Commission Board meeting, not yet shown in the attached Forecast. It is related to a permit needed by the City of Sherwood, and whether we will need to provide a bond, or other financial security acceptable to the city, for WWSP's work in the Sherwood right of way. We are still working through the details and schedule requirements of this item, and it is possible that we will need to hold a July WWSS Board meeting to stay on schedule. Once we have more information, and if a July meeting is needed, we will be checking with you to verify that holding a WWSS Commission Board meeting on July 6 still works for your schedule.
4. **Construction and Operations Readiness Updates** – Attached to this General Manager's Report is a tabulation of the status of all the active construction projects. To provide a more complete understanding of the work underway, we will share a presentation of recent photos from the construction sites. A copy of this presentation is attached to this General Manager's report.

To accommodate Commissioner time constraints today, staff recommend providing the Construction Updates presentation during the information items portion of the agenda. Staff would appreciate a response from the Board on whether this change is acceptable.

Willamette Water Supply Program Permits and Approvals – Recent Actions and Status

Date of Report: May 18, 2023

Permits and Approvals Recently Granted

Agency	Projects Involved	Permit or Approval Granted
Washington County	PLM_5.3	Temporary Road Closure (Grabhorn)
Washington County	RES_1.0	Building Permits for East Reservoir Tank
City of Wilsonville	RWF_1.0	Class I Admin Review
Washington County	PLM_5.1	ROW Utility Permit
City of Beaverton	MPE_1.2	Noise Variance and Electrical Permit (PFC Facility)
City of Beaverton	MPE_1.3	Noise Variance
Clean Water Services	WTP_1.0	Stormwater Connection Permit
City of Hillsboro	PLW_1.2	Land Use approval of permanent fence
Dept. of State Lands	System-wide	Lands Permit Renewal
Dept. of Fish and Wildlife	System-wide	Fish Salvage Permit Renewal

Permits and Approvals Submitted

Agency	Projects Involved	Permit or Approval Submitted
State Historic Preservation Office	System-wide	Annual Report
US Army Corps of Engineers	System-wide	Annual Report
Dept. Environmental Quality	System-wide	Annual Report for Thermal Trading Plan
Washington County	CSU	Pre-application meeting
US Army Corps of Engineers/ Dept. of State Lands	PLM_5.3	Notification regarding change in construction impacts at McKernan Creek

Permits and Approvals in Progress

Agency	Projects Involved	Permit or Approval Granted
Washington County	RES_1.0	Electrical and Mechanical Building Permits
City of Wilsonville	RWF_1.0	Building, Grading and Public Works Permit Amendments
Dept. of Fish and Wildlife	CSU/System-Wide	Fish Passage Permit Application (following receipt of US Army Corps of Engineers approval of Permit Modification for Tualatin River Temporary Discharge Facility)
Washington County	PLW_2.1	Temporary ROW Access permits
City of Hillsboro	PLW_2.1	Building Permit for permanent fence

Anticipated Approvals

Agency	Projects Involved	Permit or Approval Submitted
Washington County	RES_1.0	Building Permits (3)

Agency	Projects Involved	Permit or Approval Submitted
City of Sherwood	WTP_1.0	Engineering Plan Review, Public Infrastructure Permit, Retaining Wall Permit, Mechanical permits; Washington County Facility Permit
US Army Corps of Engineers	CSU/System-Wide	Approval of Permit Modification for Tualatin River Temporary Discharge Facility

Willamette Water Supply Program Projects in Construction – Recent Status Update

Date of Report: May 18, 2023

Project	Description	Current and Planned Activities:
1. RWF_1.0	Raw Water Facilities project located at the Willamette River Water Treatment Plant in Wilsonville	<ul style="list-style-type: none"> - Completed placement of concrete floor slab for the Upper Site Electrical Building (USEB). - Placed concrete slab for HVAC equipment pad and PGE metering switchgear pad. - Electrical grounding grid around upper site facilities. - Constructed concrete masonry unit (CMU) and brick veneer wall architectural mock-up. - Setting door frames and door opening wood shoring at USEB. - Preparing to begin CMU wall construction at USEB.
2. PLM_1.3	Raw water pipeline project in Wilsonville from Wilsonville Road to Garden Acres Road	<ul style="list-style-type: none"> - Tunnel under Wilsonville Road more than 50% complete. - 66" open cut waterline proceeding on 95th Avenue – more than 800 LF (6%) installed. - Maintaining traffic control and driveway access on 95th Avenue.
3. WTP_1.0	Water Treatment Plant project, located in City of Sherwood, near the intersection of SW Tualatin-Sherwood Road and SW 124 th Avenue	<ul style="list-style-type: none"> - Constructing electrical duct banks along Orr Drive. - Began installing large diameter steel process piping. - Completed slab and began wall concrete placements at Area 30 (UV building). - Placed first concrete at Area 37 (EQ Basin). - Continued wall concrete placements at Area 53 (Finished Water Pump Station).
4. PLM_4.2	Finished water pipeline project being completed in partnership with Washington County's Tualatin-Sherwood Road Project, (WWSS pipeline from Langer Farms Parkway to SW 124 th Avenue, Washington County work continues east to Teton Avenue)	<ul style="list-style-type: none"> - Road widening along south side of Tualatin-Sherwood Road. - Installing curbs and sidewalk. - Base paving. - WWSP submittals. - WWSP work scheduled to start July/August.
5. PLM_4.1	Finished water pipeline project being completed in partnership with Washington County's Highway 99 Crossing Pipeline and Tualatin-Sherwood Road – Langer Farms Parkway to Borchers Drive	<ul style="list-style-type: none"> - 66" waterline installation is complete. - Working on appurtenance piping and vaults. - Installing the cathodic protection system. - Continue road widening along the south side of Tualatin-Sherwood Road.
6. PLM_4.4	Finished water pipeline project being completed in partnership with Washington County's Roy Rogers Road – Chicken Creek to Borchers Drive	<ul style="list-style-type: none"> - Traffic has been shifted to the south side of Roy Rogers Road. - 66" waterline installation began near Chicken Creek and is moving east.

Willamette Water Supply System (WWSS) General Manager's Report

June 1, 2023

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Project	Description	Current and Planned Activities:
7. PLM_4.3	Finished water pipeline project in unincorporated Washington County along Roy Rogers Road	<ul style="list-style-type: none"> - Microtunneling: Tualatin River Crossing – tunnel completed and preparing to install 66" carrier pipe. - Chicken Creek crossing shafts starting this month. - Pipe alignment restoration, CARV installation, and cathodic protection activities ongoing.
8. RES_1.0/ PLM_5.3	Water Storage Tank and finished water pipeline project in rural Washington County. Tank site at SW Grabhorn Road and Stonecreek Drive. Pipeline extends from SW Grabhorn Road at SW Tile Flat Road to SW Rosedale Road at future Cornelius Pass Extension	<p>RES_1.0:</p> <ul style="list-style-type: none"> - Installation of 66" and 42" yard piping. - Reservoir concrete footings, underdrain pipe, drain rock, and vapor barrier. - Began reservoir slab concrete placements. - Continue rebar and wall forms at East Valve Vault and Flowmeter Vault. <p>PLM_5.3:</p> <ul style="list-style-type: none"> - Continue installation of 66" waterline – approximately 14,850 LF (74%) installed. - Continue installation of 66" BFV, CARV vaults, manways, trench cut-off walls, and cathodic protection systems.
9. PLW_1.3	Finished water pipeline project in South Hillsboro from SW Farmington Road to SE Blanton Street	<ul style="list-style-type: none"> - Working on punchlist - Closeout
10. PLW_1.2	Finished water pipeline project being completed in partnership with Washington County's Cornelius Pass Road project between Frances Street and Tualatin Valley Highway	<ul style="list-style-type: none"> - 48" WWSP waterline appurtenances. - 48" WWSP waterline pressure testing and disinfection. - Reedville Park turnout vaults installation will begin in summer - Working on Cornelius Pass Road curb and gutter placements. - Cornelius Pass Road sidewalk placements.
11. PLW_2.1	Finished water pipeline project in Hillsboro. Cornelius Pass Road (Orenco Woods Nature Park to NE Cornelius Pass Road at NE Cherry Drive)	<ul style="list-style-type: none"> - Potholing has been completed for utility conflicts/crossings. - Staging area mobilization. - Submittals.
12. MPE_1.1/ COB_1.1	Finished water pipeline project being completed in partnership with the City of Beaverton's SW Western Avenue project	<ul style="list-style-type: none"> - 48" WWSP waterline pressure testing complete. - 48" WWSP waterline disinfection. - WWSP cathodic protection system and flow meter vault startup and commissioning. - Sidewalks, curb and gutter, and road grading. - Street lighting and traffic signal poles on Western Avenue.
13. MPE_1.2/ COB_1.2	Finished water pipeline project in Beaverton from SW Scholls Ferry Road at Greenway Park to SW Allen Boulevard at Western Avenue	<ul style="list-style-type: none"> - 16" City of Beaverton waterline open cut installation on Scholls Ferry Road and Allen Blvd. - 48" waterline on Scholls Ferry Road near Nimbus Road and appurtenances (nights). - PFC building walls and structural. - Paving restoration – Cascade and part of Scholls Ferry Road (near the mall).
14. MPE_1.3	Finished water pipeline project on Scholls Ferry Road from Roy Rogers Road to Greenway Park	<ul style="list-style-type: none"> - 48" waterline installation on Scholls Ferry Road headed west near 121st Ave (night work). - PGE relocation at Conestoga Road. - Turnout vault at Roy Rogers Road – concrete formwork and rebar.

Willamette Water Supply System Commission

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Willamette Water Supply System
For the annual budget period ending June 30, 2023
For the quarter ended March 31, 2023

Activity for the Quarter			Unaudited	Annual				
Budget	Actual	Variance		Annual Budget	Budget To date	Actual	Variance	Remaining Budget
			Revenues					
\$ 324,353	\$ 148,595	\$ (175,757)	Admin Services	\$ 1,297,410	\$ 973,058	\$ 381,023	\$ (592,034)	\$ 916,387
	50		Miscellaneous Income			150		
93,160,895	56,712,104	(36,448,790)	Capital contributions	372,643,578	\$ 279,482,684	124,313,076	(155,169,607)	248,330,502
\$ 93,485,247	\$ 56,860,750	\$ (36,624,547)	Total Revenues	\$ 373,940,988	\$ 280,455,741	\$ 124,694,250	\$ (155,761,641)	\$ 249,246,888
			Expenditures					
\$ 299,353	\$ 138,595	\$ 160,757	Materials and Services	\$ 1,197,410	\$ 898,058	\$ 381,023	\$ 517,034	\$ 816,387
93,160,895	56,712,104	36,448,790	Capital Outlay	372,643,578	279,482,684	124,313,076	155,169,607	248,330,502
25,000	-	25,000	Contingency	100,000	75,000	-	75,000	100,000
\$ 93,485,247	\$ 56,850,700	\$ 36,634,547	Total Expenditures	\$ 373,940,988	\$ 280,455,741	\$ 124,694,100	\$ 155,761,641	\$ 249,246,888

Willamette Water Supply System Commission

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Approvals and Procurement Forecast: April through August 2023

This report provides a four-month projection of (1) forthcoming actions under the WWSS Management Authority Matrix and (2) ongoing and forthcoming procurements.

a = Actual date
 e = Email approval
 FC = Finance Committee
 LCRB = Local Contract Review Board
 MC = Management Committee
 N/A = Not applicable
 OC = Operations Committee

Rec. = Recommendation
 t = Tentative date
 TBD = To be determined; sufficient information not available to project a date
 Note: Dates in red text indicate meetings needed outside the normal meeting schedule

Type	Description	Projected Action	Body/Position (projected action date)		
			Program Director	WWSS Committees	WWSS Board
Program Baseline or Related Plans (above Program Director's Authority)	1. Natural Hazard Mitigation Plan	Approve	N/A	1/19/2023 a	4/6/2023 a
		Execute	4/7/2023 a	N/A	N/A
Real Estate	2. None	Approve	N/A	N/A	N/A
IGAs, MOUs, Permit Commitments, & Similar Agreements	3. DCS_1.0 Sherwood Broadband Services IGA	Approve	N/A	MC: 3/18/2021 a	4/1/2021 a
		Execute	5/31/2023 t	N/A	N/A
	4. Ground Lease for Raw Water Pipeline, Amendment No. 2	Approve	N/A	MC: 5/18/2023 t	6/1/2023 t
		Execute	6/5/2023 t	N/A	N/A
Contracts (above Program Director's Authority)	5. None	Approve	N/A	N/A	N/A
		Execute	N/A	N/A	N/A
Contract Amendments and Change Orders (above Program Director's Authority)	6. Permitting Services Contract Amendment for Next One-year Period <ul style="list-style-type: none"> Goal: Extend DEA's contract through March 2023 Value: \$782,782.52 	Approve	N/A	3/23/2023 a	4/6/2023 a
		Execute	4/7/2023 a	N/A	N/A
	7. WWSP Program and Construction Management Services FY 2024 Annual Work Plan <ul style="list-style-type: none"> Goal: Approve scope, staffing, and fee for program and construction management services for FY 2024 Value: \$23.2 M 	Approve	N/A	5/18/2023 t	6/1/2023 t
		Execute	6/2/2023 t	N/A	N/A
Local Contract Review Board (LCRB) Actions	8. None	Approve	N/A	N/A	N/A
Other	9. None	Approve	N/A	N/A	N/A
		Execute	N/A	N/A	N/A

Willamette Water Supply System Commission

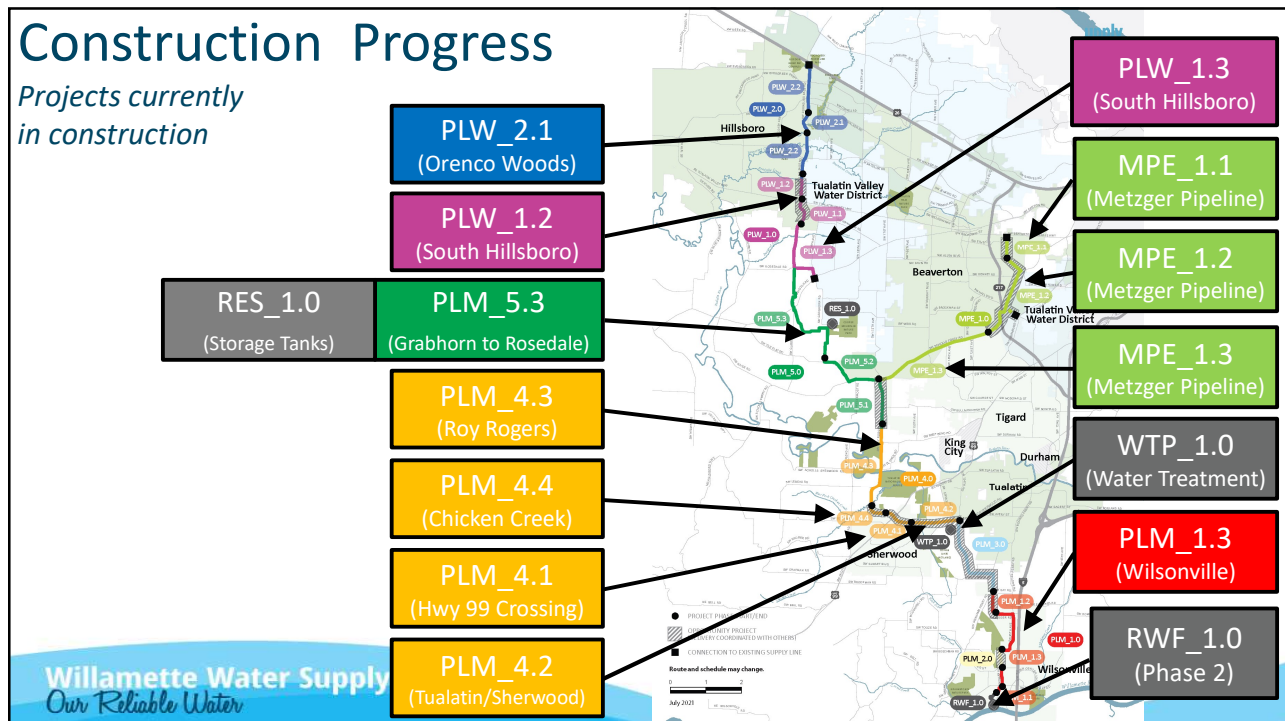
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Willamette Water Supply Our Reliable Water

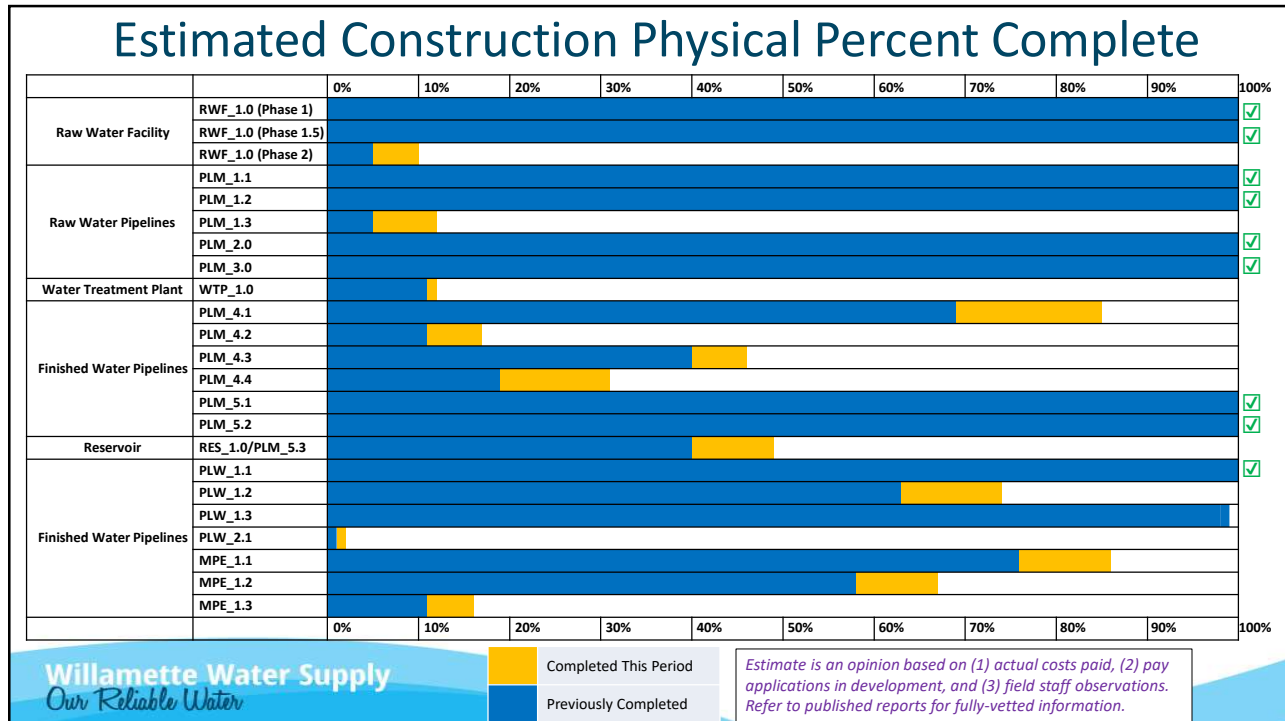
1A. Willamette Water Supply Program Construction Update

June 1, 2023

1



2



3

RWF_1.0 (GMP-2)

Contractor: Kiewit Infrastructure West Co.
 Designer: Black & Veatch

Current and Planned Activities:

- Completed placement of concrete floor slab for the Upper Site Electrical Building (USEB).
- Placed concrete slab for HVAC equipment pad and PGE metering switchgear pad.
- Electrical grounding grid around upper site facilities.
- Constructed concrete masonry unit (CMU)/brick veneer wall architectural mock-up.
- Setting door frames and door opening wood shoring at USEB.
- Preparing to begin CMU wall construction at USEB.

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Construction Photos – RWF_GMP-2.0

Lower Site:
Work Complete



Willamette Water Supply
Our Reliable Water

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Construction Photos – RWF_GMP-2.0

Upper Site: Under-slab
electrical conduit
encasement at
transformer slab, USEB
slab, and HVAC
equipment slab.



Willamette Water Supply
Our Reliable Water

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Construction Photos – RWF_GMP-2.0

Upper Site: Setting door bucks at USEB roll-up door openings



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Our Reliable Water

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PLM_1.3

Contractor: Moore Excavation Inc.
Designer: HDR

Current and Planned Activities:

- Tunnel under Wilsonville Road more than 50% complete.
- 66" open cut waterline proceeding on 95th Avenue – More than 800 LF (6%) installed.
- Maintaining traffic control and driveway access on 95th Avenue.



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Our Reliable Water

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Construction Photos - PLM_1.3

Tunneling operation at
Wilsonville Road



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Construction Photos - PLM_1.3

66-inch pipe installation on
95th Avenue



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Our Reliable Water

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WTP_1.0

Contractor: Sundt Construction, Inc.
Designer: CDM Smith

Current and Planned Activities:

- Constructing electrical duct banks along Ice Age Road.
- Began installing large diameter steel process piping.
- Completed slab and began wall concrete placements at Area 30 (UV building).
- Yard piping and sump concrete at Area 35 (Clearwell).
- Placed first concrete placed at Area 37 (EQ Basin).
- Continued wall concrete placements at Area 53 (Finished Water Pump Station).



Willamette Water Supply
Our Reliable Water

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Construction Photos - WTP_1.0

WTP site
looking south

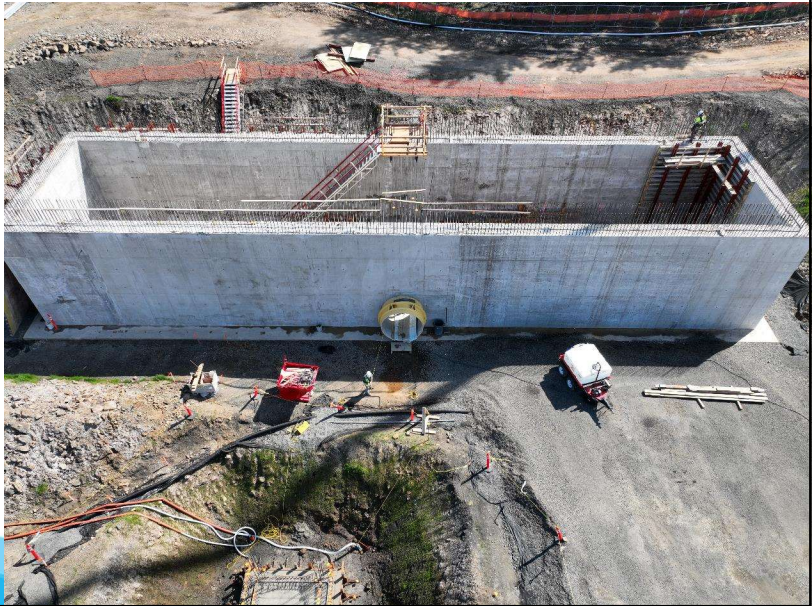


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Construction Photos - WTP_1.0

Finished Water Pump Station



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Construction Photos - WTP_1.0

84-inch yard pipe at FWPS



Willamette Water Supply
Our Reliable Water

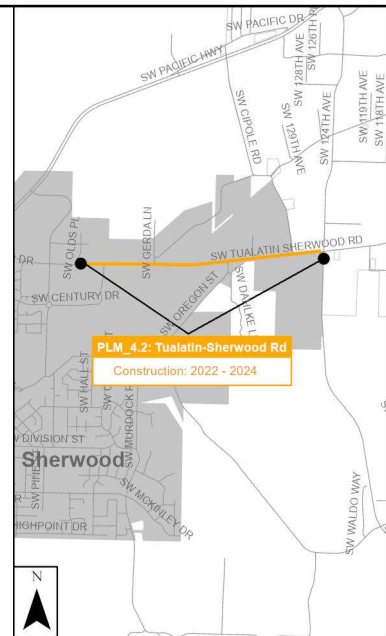
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PLM_4.2

Partner: Washington County
 Contractor: Kerr/Emery JV
 Designer: Brown & Caldwell

Current and Planned Activities:

- Road widening along South side of Tualatin-Sherwood Road.
- Installing curbs and sidewalk.
- Base paving to start soon on current stage of work.
- WWSP submittals.
- WWSP work scheduled to start July/August.



PLM_4.1

Partner: Washington County
 Contractor: Moore Excavation Inc.
 Designer: Brown & Caldwell

Current and Planned Activities:

- 66" waterline installation is complete.
- Working on appurtenance piping and vaults.
- Installing the cathodic protection system.
- Continue road widening along the south side of Tualatin-Sherwood Road.



PLM_4.4

Partner: Washington County
 Contractor: Tapani Inc.
 Designer: Brown & Caldwell

Current and Planned Activities:

- Traffic has been shifted to the south side of Roy Rogers Road.
- 66" waterline installation began near Chicken Creek and is moving east.



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Construction Photos – PLM_4.4

Beginning of 66" waterline. Starting just south of Chicken Creek.



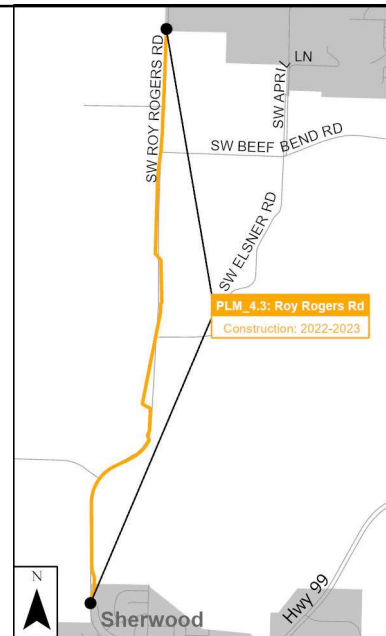
18

PLM_4.3

Contractor: Tapani Inc.
 Designer: Brown & Caldwell

Current and Planned Activities:

- Microtunneling: Tualatin River Crossing – tunnel completed and preparing to install 66” carrier pipe.
- Chicken Creek Crossing shafts starting this month.
- Pipe alignment restoration, CARV and cathodic protection activities ongoing.



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Construction Photos – PLM_4.3

Microtunnel boring machine entering the reception shaft on the north side of the Tualatin River



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Construction Photos – PLM_4.3



Preparing to walk inside the tunnel
(30 feet below the Tualatin River)



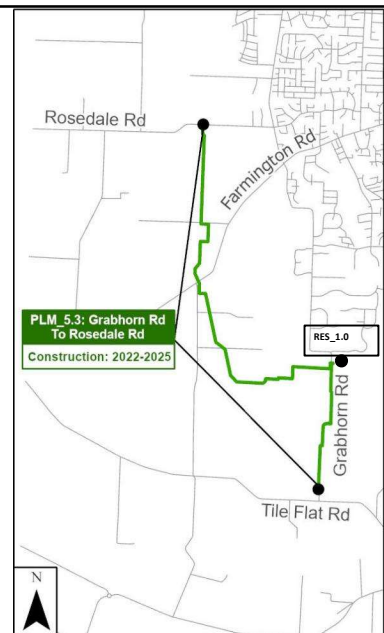
21

RES_1.0 / PLM_5.3

Contractor: Hoffman-Fowler JV
Designer: Black & Veatch / Jacobs

Current and Planned Activities:

- RES_1.0
 - Installation of 66" and 42" yard piping.
 - Reservoir concrete footings, underdrain pipe, drain rock and vapor barrier.
 - Began reservoir slab concrete placements.
 - Continue rebar and wall forms at East Valve Vault and Flowmeter Vault.
- PLM_5.3
 - Continue installation of 66" waterline – approximately 14,850 LF (74%) installed.
 - Continue installation of 66" BFV, CARV vaults, manways, trench cut-off walls and cathodic protection systems.



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Construction Photos – RES_1.0

RES_1.0 66-inch inlet and outlet waterline



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Construction Photos – RES_1.0

Section 1 – Reservoir floor rebar



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Our Reliable Water

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Construction Photos – RES_1.0

Section 1 – Reservoir
floor pour



Willamette Water Supply
Our Reliable Water

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Construction Photos – PLM_5.3

66" waterline
installation in
Grabhorn Road



Willamette Water Supply
Our Reliable Water

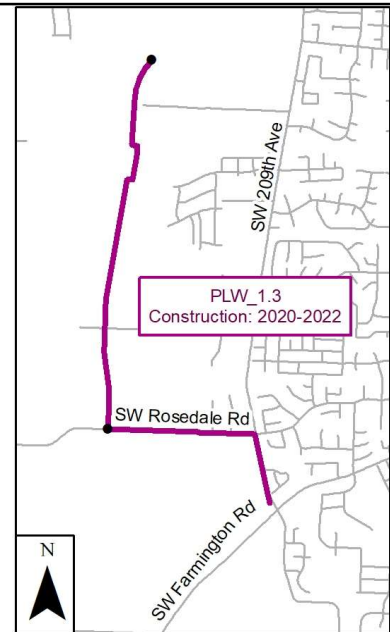
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PLW_1.3

Contractor: Tapani, Inc.
 Designer: Kennedy/Jenks

Current and Planned Activities:

- Punchlist
- Closeout

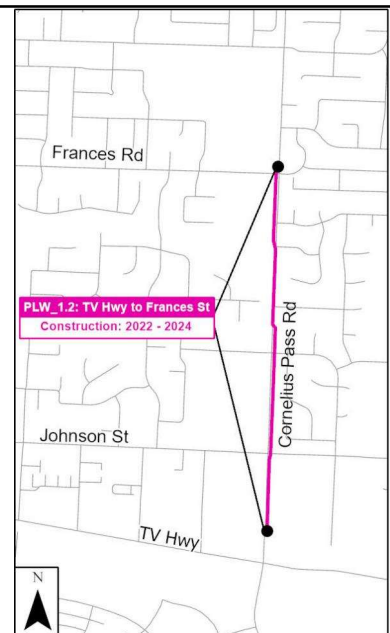


PLW_1.2

Partner: Washington County
 Contractor: Tapani, Inc.
 Designer: Kennedy/Jenks

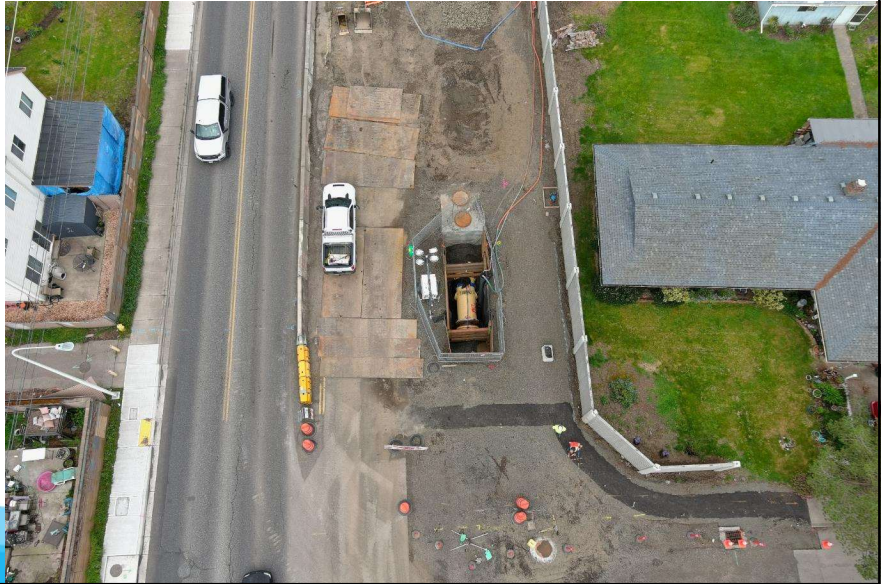
Current and Planned Activities:

- 48" WWSP waterline appurtenances.
- 48" WWSP waterline pressure testing and disinfection.
- Reedville Park turnout vaults installation will begin in the summer.
- Cornelius Pass Road curb and gutter placements.
- Cornelius Pass Road sidewalk placements.



Construction Photos – PLW_1.2

Excavation for 48” butterfly valve and harness coupling

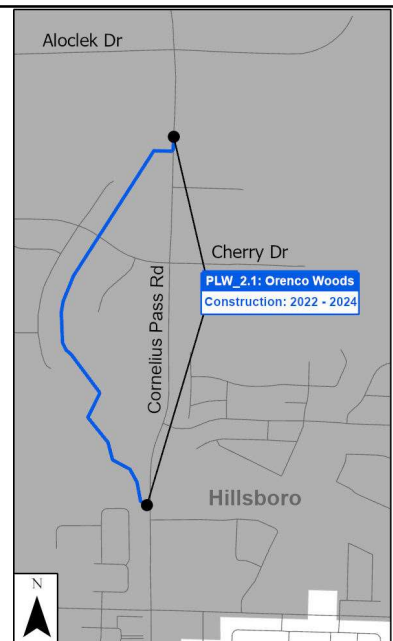


PLW_2.1

Contractor: Moore Excavation, Inc.
Designer: Kennedy/Jenks

Current and Planned Activities:

- Potholing has been completed for utility conflicts/crossings.
- Staging area mobilization.
- Submittals.



Construction Photos – PLW_2.1

Potholing utilities on southern alignment on Cornelius Pass Road

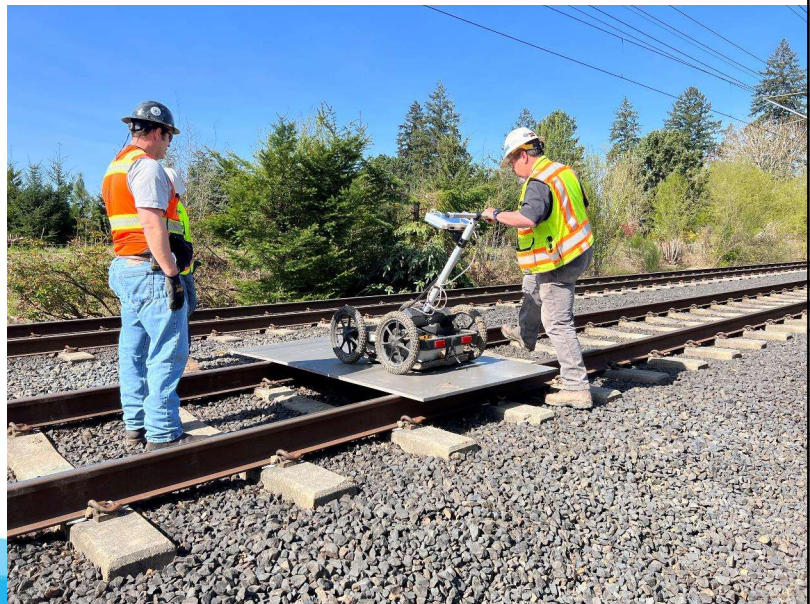


Willamette Water Supply
Our Reliable Water

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Construction Photos – PLW_2.1

Ground penetrating radar (GPR) over TriMet ductbank trenchless crossing.



Willamette Water Supply
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MPE_1.1

Partner: City of Beaverton
 Contractor: Moore Excavation Inc.
 Designer: Brown & Caldwell

Current and Planned Activities:

- 48" WWSP waterline pressure testing complete.
- 48" WWSP waterline disinfection.
- WWSP cathodic protection system and flow meter vault startup and commissioning.
- Sidewalks, curb and gutter, and road grading.
- Street lighting and traffic signal poles on Western Avenue.



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Construction Photos – MPE_1.1

30" WWSP flow meter vault
 final bolt torque and fit up



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Construction Photos – MPE_1.1

New road construction and landscaping on Western Avenue



Willamette Water Supply
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MPE_1.2

Contractor: Emery & Sons
Designer: Brown & Caldwell

Current and Planned Activities:

- 16" City of Beaverton waterline open cut installation on Scholls Ferry Road and Allen Blvd.
- 48" waterline on Scholls Ferry Road near Nimbus Road and appurtenances (nights).
- PFC building walls and structural.
- Paving restoration – Cascade and part of Scholls Ferry Road (near the mall)..



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Construction Photos – MPE_1.2

48" waterline installation
(night work) on Scholls
Ferry Road



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Construction Photos – MPE_1.2

PFC Facility



Willamette Water Supply
Our Reliable Water

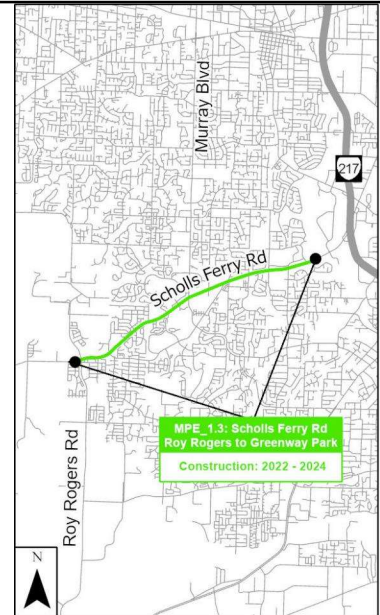
38

MPE_1.3

Contractor: Emery & Sons
Designer: Brown & Caldwell

Current and Planned Activities:

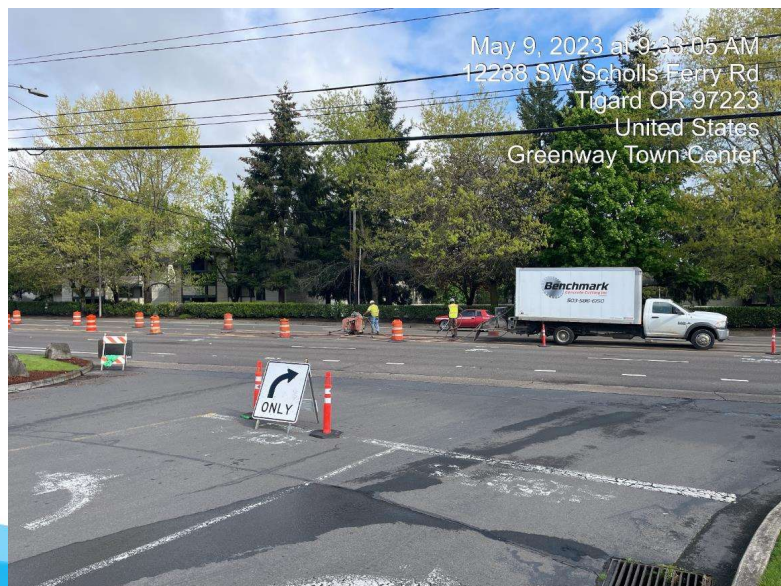
- 48" waterline installation on Scholls Ferry Road headed west near 121st Avenue (night work).
- PGE relocation at Conestoga Road.
- Turnout vault at Roy Rogers Road – concrete formwork and rebar.



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Construction Photos – MPE_1.3

Saw cutting trench for 48" waterline on Scholls Ferry Road



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Construction Photos – MPE_1.3

Concrete formwork for Roy Rogers Road turnout vault.



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QUESTIONS?

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DRAFT

**Willamette Water Supply System Commission
Board Meeting Minutes
Thursday, April 6, 2023**

Attendance:**Commissioners present:**

City of Beaverton	Allison Tivnon
City of Hillsboro	David Judah
Tualatin Valley Water District (TVWD)	Jim Duggan

Committee Members present:

City of Beaverton	Dan Weinheimer, David Winship
City of Hillsboro	Niki Iverson, Chris Wilson, Lee Lindsey, Negar Niakan
TVWD	Andrew Carlstrom (<i>alternate</i>), Joel Cary

Managing Agency Staff present:

WWSS Commission General Manager / Willamette Water Supply Program (WWSP) Director	Dave Kraska
TVWD General Counsel	Clark Balfour
WWSP Assistant Director	Joelle Bennett
WWSP Program Manager	Andre Tolme
WWSP Deputy Program Manager	Jill Chomycia
WWSP Engineering and Construction Manager	Mike Britch
WWSP Permitting and Outreach Manager	Christina Walter
WWSS Commission Recorder / WWSP Executive Assistant	Annette Rehms

Other Attendees present:

TVWD Asset Management Division Manager	Matt Oglesby
TVWD Capital Improvement Program Manager	Nick Augustus

REGULAR SESSION – 12:00 PM**CALL TO ORDER**

Chair Duggan called the regular Willamette Water Supply System (WWSS) Commission meeting to order at 12:01 p.m.

ROLL CALL

Ms. Rehms administered the roll call and noted a quorum was present.

1. GENERAL MANAGER'S REPORT

Mr. Kraska presented a safety minute on driving near construction work zones. (*presentation on file*)

Mr. Kraska confirmed that the Commissioners support ceasing safety minute presentations for future WWSS Board meetings.

The General Manager's report included seeking feedback on future safety minutes and status updates on Willamette Water Supply Program (WWSP) permitting, communications, and construction activities. *(presentation on file)*

2. PUBLIC COMMENT

There were no public comments.

3. CONSENT AGENDA

- A. Approve the February 2, 2023, meeting minutes

Motion was made by Judah and seconded by Tivnon, to approve the Consent Agenda as presented. The motion passed unanimously with Tivnon, Judah, and Duggan voting in favor.

4. BUSINESS AGENDA

- A. Adopt Natural Hazards Mitigation Plan Annex – *Mike Britch*

Mr. Britch presented an overview, background, and key concepts of the Natural Hazards Mitigation Plan Annex (NHMP). He said the 2023 NHMP includes five potential mitigation action plans: ShakeAlert earthquake early warning system, standby power and fuel storage, emergency spare parts and storage facility, seismic upgrade to two bridges on Roy Rogers Road, and infrastructure interdependencies workshops. He said completing the NHMP allows the WWSS Commission access to Federal Emergency Management Agency (FEMA) Building Resilient Infrastructure and Communities (BRIC) funding and other funding opportunities to achieve enhanced resilience. There is no obligation to proceed with any of these projects. *(presentation on file)*

In response to questions, staff said that it will take time and staff effort to achieve each of the five mitigation action plans and there is no obligation to proceed with any of them. The process is streamlined when requesting grant funding for the action plan items listed. Seeking grant funding becomes more difficult for other, unlisted action plan items.

Motion was made by Tivnon, seconded by Judah, to adopt Resolution No. WWSS-03-23 approving the Willamette Water Supply System representation in the updates to the 2023 Washington County Multi-Jurisdictional Natural Hazard Mitigation Plan. The motion passed unanimously with Tivnon, Judah, and Duggan voting in favor.

- B. Approve Permitting Services Contract Amendment – *Christina Walter*

Ms. Walter provided an overview of the 39th contract amendment for permitting services with David Evans and Associates, Inc. (DEA). She reviewed the new activities anticipated for 2023, major components of the proposed contract, and the original procurement process. She reported that the proposed budget for April 2023 – April 2024 is \$1,502,952.89. This amount includes approximately \$720,170.37 in unspent budget

and \$782,782.52 additional budget to be authorized by the amendment. The contract value was anticipated in the Baseline 8.1 budget. (*presentation on file*)

Motion was made by Judah, seconded by Tivnon, to approve Amendment #39 to Contract No. 2016-320, with David Evans and Associates, Inc., in the amount of \$782,782.52, to provide permitting services for the Willamette Water Supply Program through April 2024. The motion passed unanimously with Tivnon, Judah, and Duggan voting in favor.

5. INFORMATION ITEMS

A. Planned June Business Agenda items – Joelle Bennett

Ms. Bennett presented information on a business agenda item planned for the June 2023 WWSS Commission Regular Board meeting.

Staff anticipates the following business agenda item:

1. WWSP Program and Construction Management Services FY2024 Annual Work Plan

B. The next Board meeting is scheduled on June 1, 2023, via Microsoft Teams.

6. COMMUNICATIONS AND NON-AGENDA ITEMS

A. None scheduled

ADJOURNMENT

There being no further business, Chair Duggan adjourned the meeting at 1:23 p.m.

James Duggan, Chair

David Judah, Vice Chair

Willamette Water Supply System Commission

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STAFF REPORT

To: WWSS Board of Commissioners
From: Joelle Bennett, P.E., WWSP Assistant Program Director
Date: June 1, 2023
Subject: Fiscal Year 2023-24 Board Meeting Dates and Meeting Location

Requested Board Action:

Consider adopting a resolution establishing regular meeting dates for the Willamette Water Supply System (WWSS) Commission Board of Commissioners for Fiscal Year (FY) 2023-24.

Key Concepts:

This action will provide specific meeting dates for the WWSS Commission Board to conduct business (per WWSS Intergovernmental Agreement (IGA) Article 5.2).

Background:

Meeting Frequency

To conduct regular business for the WWSS Commission, the Board of Commissioners needs to set regular business meeting dates. The IGA requires that the Board of Commissioners meet at least quarterly each year. Staff propose following the FY2022-23 schedule by meeting on the first Thursday of every-other-month, on even-numbered months, beginning August 2023. To allow for flexibility, placeholder appointments will be scheduled for the odd-numbered months, and additional meetings may be added to the official calendar if needed.

Meeting Location

For the past three years, the Board of Commissioners has been meeting online, using tools like Microsoft Teams. Staff recommend that meetings continue using online meeting tools.

Budget Impact:

There are no budgetary impacts from this action.

Staff Contact Information:

Dave Kraska, P.E., WWSS General Manager, 503-941-4561, david.kraska@tvwd.org
Joelle Bennett, P.E., WWSP Assistant Program Director, 503-941-4577, joelle.bennett@tvwd.org

Attachments:

- Resolution WWSS-04-23

Willamette Water Supply System Commission

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RESOLUTION NO. WWSS-04-23

A RESOLUTION ESTABLISHING REGULAR MEETING DATES OF THE WILLAMETTE WATER SUPPLY SYSTEM BOARD OF COMMISSIONERS FOR FISCAL YEAR 2023-24.

WHEREAS, Article 5.2 of the Willamette Water Supply System Intergovernmental Agreement requires the Board of Commissioners to generally meet monthly, but in no event less than quarterly; and,

WHEREAS, the Board of Commissioners wishes to set its regular meeting calendar by resolution, and being advised,

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE WILLAMETTE WATER SUPPLY SYSTEM COMMISSION:

Section 1: The regular meetings of the Commission shall be held on the following dates:

August 3, 2023
 October 5, 2023
 December 7, 2023
 February 1, 2024
 April 4, 2024
 June 6, 2024

Section 2: Regular meeting dates may be changed by a motion of the Board. Special meetings may be called by the Chair or by any two Commission members.

Section 3: The regular or special meetings shall be held virtually unless otherwise noticed. Meetings will start at 12:00pm.

Section 4: All Commission meetings will be advertised as required and conducted in accordance with the Oregon Public Meetings law, ORS 192.610 to 192.710.

Approved and adopted at a regular meeting held on the 1st day of June 2023.

James Duggan, Chair

David Judah, Vice Chair

Willamette Water Supply System Commission

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STAFF REPORT

To: Board of Commissioners

From: Joelle Bennett, P.E., WWSP Assistant Director

Date: June 1, 2023

Subject: Approval of Stantec Consulting Services Inc. (Stantec) Annual Work Plan (AWP) for Program and Construction Management Support Services for Fiscal Year 2024; WWSP Agreement No. WWSP-0715 (as amended)

Requested Board Action:

Consider approving an Annual Work Plan for Stantec Consulting Services Inc. to provide Program and Construction Management Support Services during Fiscal Year 2024 (FY2024).

Key Concepts:

- Implementing the Willamette Water Supply Program (WWSP) requires substantial assistance from a consultant with expertise and personnel to provide program and construction management support services.
- The proposed AWP identifies Stantec's planned services, planned staffing, estimated fees, and key assumptions for delivery of program and construction management support services for the WWSP for FY2024.
- This AWP corresponds to the planned WWSP activities and milestones in proposed Baseline 8.1, including approved changes through February 2, 2023, and fulfills the requirements and intent of WWSP Agreement No. WWSP-0715 (as amended).
- The proposed FY2024 AWP authorization request is \$23,217,190, which is consistent with Baseline 8.1.

Background:

Stantec¹ was selected, through a competitive process that included qualifications, approach, and cost, to provide the WWSP with program management support services. The program management support services contract was approved and awarded in July 2015. Stantec was also selected, through a separate competitive process that included qualifications, approach, and cost, to provide the WWSP with construction management support services. The construction management support services were added to the program management support services contract via an amendment approved and awarded in October 2017. The program and construction management support services contract has a total term of 11.5 years (ending December 31, 2026). The contract establishes a comprehensive scope of services to support the WWSP over the term of the contract. Planned services, planned staffing, estimated fees, and key assumptions for delivery of program and construction management support services are defined and authorized on a fiscal year basis through an AWP.

¹ Stantec Consulting Services Inc. purchased MWH Americas, Inc., which was the originally contracted firm. The assignment of WWSP Agreement No. WWSP-0715 from MWH Americas, Inc. to Stantec was recognized via a contract amendment in October 2017 ("WWSP-0715 (as amended)").

The annual WWSP baseline budget and schedule update process forecasts WWSP costs through the life of the program. Planned program and construction management support services correspond to the activities and milestones identified in the WWSP Master Program Schedule and Budget Baseline. Program and construction management support needs may change as the WWSP progresses and new information becomes available. The FY2024 Program and Construction Management AWP is based on Baseline 8.1 that was approved by the Willamette Water Supply System (WWSS) Commission at its February 2, 2023, meeting and includes services for each of the following work categories:

1. General Program Management
2. Risk Management
3. Procurement and Contract Administration
4. Quality Assurance
5. Program Controls and Document Management
6. Design Management
7. Construction Management, Construction Inspection, & Safety/Security
8. Facility Testing and Commissioning
9. Permitting Support
10. Land and Right-of-Way Acquisition Support
11. Public Outreach and Public Affairs Support

WWSP projects (or work packages) with substantial anticipated activities for the period of the FY2024 AWP are as listed in the table below.

Projects in Design	Projects in Construction
No design activity, other than design-related support for construction, commissioning, and start-up, is planned for this period	PLM_1.3 (progress construction) PLM_4.1 (progress construction with Washington County) PLM_4.2 (progress construction with Washington County) PLM_4.3 (progress construction) PLM_4.4 (progress construction with Washington County) PLW_1.2 (complete construction with Washington County) PLW_2.1 (progress construction) MPE_1.1 (complete construction with the City of Beaverton) MPE_1.2 ¹ (complete construction) MPE_1.3 (progress construction) RWF_1.0 (progress construction) WTP_1.0 ² (progress construction) RES_1.0/PLM_5.3 (progress construction)

1. MPE_1.2 includes COB_1.2 for the purposes of the AWP.
2. WTP_1.0 includes FPS_1.0 and DCS_1.0 for purposes of the AWP.

This AWP represents a 7 percent decrease in hours and a 5 percent decrease in budget when compared to the FY2023 (current) AWP. Overall, these are small decreases in estimated effort and are due to the construction projects anticipated to complete in FY2024, the effort is approximately the same as for FY2023. This AWP is approximately 5.5 percent of the total planned WWSP budget for FY2024.

Budget Impact:

The proposed FY2024 AWP would authorize fees up to \$23,217,190 during FY2024. This amount is reflected in WWSP Baseline 8.1, which was approved by the Board on February 2, 2023. The table below shows the estimated distribution of the proposed budget based on cost shares presented in Baseline 8.1:

Stantec FY 2024 Program and Construction Management Services AWP Budget		\$23,217,190
<i>TVWD Estimated Share</i>	<i>\$14,369,119</i>	
<i>Hillsboro Estimated Share</i>	<i>\$7,663,994</i>	
<i>Beaverton Estimated Share</i>	<i>\$1,184,077</i>	

Staff Contact Information:

David Kraska, PE; WWSS General Manger; 503-941-4561; david.kraska@tvwd.org

Joelle Bennett, PW; WWSP Assistant Director; 503-941-4577; joelle.bennett@tvwd.org

Attachments:

- Exhibit 1: Program and Construction Management Services Fiscal Year 2023-2024 AWP

Willamette Water Supply System Commission

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DATE: December 15, 2022 (initial draft)
May 9, 2023 (second submittal)
[Effective July 1, 2023]

TO: David Kraska, WWSP Program Director

FROM: Andre Tolme, WWSP Program Manager

SUBJECT: Annual Work Plan – Fiscal Year 2023-2024 (July 1, 2023, through June 30, 2024),
Willamette Water Supply Program, Agreement No. WWSP-0715 (as amended)

INTRODUCTION

This Annual Work Plan (AWP) identifies Stantec’s planned services, planned staffing, estimated fees, and key assumptions for delivery of program and construction management support services for the Willamette Water Supply Program (WWSP) for Fiscal Year 2023-2024, which extends from July 1, 2023, through June 30, 2024. This AWP fulfills the requirements and intent of the subject Agreement.

PLANNED SERVICES

Program and construction management services planned for this AWP period are identified in Table 1. We recognize that due to the complex nature and long duration of the WWSP, program and construction management support needs may change as the program progresses and new information becomes available. The planned services represent our understanding of current WWSP needs for the AWP period.

PLANNED STAFFING

Planned staffing to provide the planned services for this AWP is identified in Tables 2.1-2.4. These tables include the name, role, and planned labor hours by major program task for personnel identified for the planned services. In instances where a specific individual has not yet been identified, a role and planned labor hours are budgeted and identified as TBD. Specific personnel to support the WWSP shall be identified in writing and authorized by the WWSP Program Director in accordance with Article 1.1.5 of the Agreement. The personnel and labor hours within this AWP represent our understanding of the strategic, technical, and administrative requirements for delivering the planned services. Actual requirements will vary and Stantec will adjust the staffing and distribution of labor hours within this AWP accordingly to maintain progress toward delivery of the WWSP.

ESTIMATED FEES

Estimated fees for providing the planned services using the planned staffing within this AWP are identified in Tables 3.1-3.4. These tables include planned personnel, hourly pay rate, billing rate factor, planned labor hours, and estimated fees for Program tasks. In instances where specific personnel have not yet been identified, an estimated hourly pay rate is included. The table also includes estimated reimbursable expenses associated with the planned services and planned personnel. Material changes to the planning represented by this AWP may result in changes to the estimated fees. Such changes would be managed in accordance with Article 5 of the Agreement.

KEY ASSUMPTIONS

This AWP is based on a number of assumptions about WWSP delivery needs during Fiscal Year 2023-2024. The following key assumptions apply to this AWP:

- Planned program and construction management services for this AWP correspond to the activities and milestones identified in the WWSP Master Program Schedule and Budget Baseline 8.1 including approved changes through April 7, 2023 (summary attached).
- WWSP projects (or work packages) with substantial anticipated activities for the period of this AWP are as listed in the table below. The amount of construction planned for this period is greater than Fiscal Year 2022-2023.

Projects in Design	Projects in Construction
No design activity, other than design-related support for construction, commissioning, and start-up, is planned for this period	PLM_1.3 (progress construction) PLM_4.1 (progress construction with Washington County) PLM_4.2 (progress construction with Washington County) PLM_4.3 (progress construction) PLM_4.4 (progress construction with Washington County) PLW_1.2 (complete construction with Washington County) PLW_2.1 (progress construction) MPE_1.1 (complete construction) MPE_1.2 ¹ (complete construction) MPE_1.3 (progress construction) RWF_1.0 (progress construction) WTP_1.0 ² (progress construction) RES_1.0/PLM_5.3 (progress construction)

1. MPE_1.2 includes COB_1.2 for the purposes of the AWP.
2. WTP_1.0 includes FPS_1.0 and DCS_1.0 for purposes of the AWP.

- Labor hours, assumed direct labor rates, and assumed budgets for unnamed technical experts and specialists are carried within the “Program Controls and Document Management”, “Design Management” and the “Construction Management, Construction Inspection, & Safety/Security” tasks but may be used to meet identified resource needs within any task.
- The resources and associated levels of effort/estimates shown for each task may vary if the scope or timing is modified or if the level of resourcing from the Participants’ organizations is modified.
- At the direction of the Program Director, Stantec can assist the Participants with other activities/projects within the overall Statement of Work as required, should that assistance be within the budgetary limits of this AWP or an approved amendment.

- It is anticipated some work and priorities will change over the course of this AWP period. Stantec will only perform supplemental services as authorized in writing by the Program Director. Stantec will not begin any supplemental service until the Program Director has reviewed the services, proposed resources/level of effort, and estimated cost and has authorized Stantec to proceed.

APPROVAL

The WWSP Participants approve this AWP.

David Kraska, P.E.
Program Director

Date

Table 1. Planned Program Management Support Services – Fiscal Year 2023-2024 (July 1, 2023 through June 30, 2024).

Task No. ¹	Task Name	Primary WWSP Projects/Initiatives ²	Planned Services	Key Resources ³
1.2	General Program Management	<ul style="list-style-type: none"> Overall management of WWSP Delivery and resourcing in accordance with the Fiscal Year 2023-2024 Master Program Schedule and Budget Baseline Participation in WWSS and WIF Board, Management Committee, Management Team, Public Affairs, other progress, and coordination meetings 	<ul style="list-style-type: none"> Support Participants' management of WWSP implementation as directed by the Program Director Coordinate execution of the Program Management Plan (PgMP) and delivery of WWSP in alignment with the Fiscal Year 2023-2024 Master Program Schedule and Budget Baseline Revise Delivery Strategy as necessary following the change management program Participate in ongoing leadership and management meetings Conduct regular program review meetings and monthly progress meetings with Program Director Manage program resources and provide necessary technical, management, and support resources to meet the goals and objectives of the WWSP; acquire/relocate resources as approved by Program Director Coordinate with Participants' public outreach/affairs staff and consultants to support the outreach program Participate in Participants' leadership, Boards, City Council, and Utilities Commission meetings as requested Communicate and work with internal and external stakeholders in coordination with the WWSP Permitting and Outreach Manager Work with Participants' legal counsel, Program Director, and other key staff to support completion and implementation of various agreements for projects as requested Maintain monthly reporting with correlating metrics for comparison and validation Prepare semi-annual Business Utilization economic benefits reports Review the PgMP and prepare an annual update to PgMP sections as needed Review and validate Stantec's Fiscal Year 2024-2025 Annual Work Plan (in late May or early June 2024) with the Program Director to confirm that assumptions about Program needs made in January 2024 remain valid for the upcoming fiscal year 	<p>Andre Tolme Jill Chomyca Virginia Anderson Elnaz Adeh</p> <p>TBD Technical Experts and Specialists (as needed)</p>
1.3	Internal/Participants Governance Process	Included in 1.2 General Program Management and 2.3 Public Outreach and Public Affairs Support	N/A	N/A
1.4	Risk Management	<ul style="list-style-type: none"> Overall Program Active design and construction projects <p>[Estimated costs for implementing this task are included in other tasks (e.g., 1.2 Program Management and 1.5 Program Controls)]</p>	<ul style="list-style-type: none"> Execute, and identify updates and improvements where needed, Risk and Value Management Plan Participate in executing the Program Risk Management Plan Maintain separate risk registers for individual projects (Project-level) and for the Program as a whole (Program-level) Apply qualitative and quantitative methods for identification and analysis of program and project risks in terms of cost and schedule Develop program and project risk responses and mitigation strategies Use risk management process to evaluate Program and project contingencies Analyze potential or actual construction claims as needed Prepare quarterly (or as otherwise requested by the Assistant Program Director) risk management information for the Program Director and Management Committee Conduct project risk reviews as indicated in the Project Delivery System Support evaluations of Notices of Intent to Change 	<p>Elnaz Adeh</p> <p>TBD Technical Experts & Specialists (as needed)</p> <p>TVWD will provide an Asst. Program Director to support this task</p>

Task No. ¹	Task Name	Primary WWSP Projects/Initiatives ²	Planned Services	Key Resources ³
1.6	Procurement and Contract Administration	<ul style="list-style-type: none"> Incidental program support services as needed Amendments, changes, and close-out for existing contracts/ agreements 	<ul style="list-style-type: none"> Implement the Procurement and Contract Administration Management Plan Participate in executing the Program Controls and Document Management Plan, Construction Management Plan, Value and Risk Management Plan, the Quality Management Plan, Water Infrastructure Finance and Innovation Act (WIFIA) Compliance Plan, and the change management process Provide strategic advice and tactical support for Program procurements Maintain construction contract templates for conventional design-bid-build and Construction Manager/General Contractor Coordinate with other Program functions to address procurement needs Monitor local, state, and federal laws pertaining to procurement and contract administration. Communicate relevant changes to Participants, including recommended modifications to procurement and contract administration practices Support project completion and closeout 	<p>Doug Shermack</p> <p>TBD Technical Experts and Specialists (as needed)</p>
1.8	Quality Assurance	<ul style="list-style-type: none"> Overall Program Construction of PLM_1.3, PLM_4.1, PLM_4.2, PLM_4.3, PLM_4.4, PLW_1.2, PLW_2.1, MPE_1.1, MPE_1.2, MPE_1.3, RWF_1.0, RES_1.0-PLM_5.3, & WTP_1.0 Permitting and environmental services contract <p>[Estimated costs for implementing this task are included in other tasks (e.g., 2.1 Permitting Support, 1.10 Design Management, and 1.11 Construction Management)]</p>	<ul style="list-style-type: none"> Execute the Quality Management Plan (QMP) and identify updates and improvements where needed Establish and implement an annual schedule for reviewing compliance with WWSP QMP Review quality plans submitted by current consultants and construction contractors, and establish and implement a schedule for reviewing compliance with those plans Plan and participate in factory witness inspection for pipe fabrication as needed Plan and participate in seismic certification witness testing and otherwise support as needed Provide administrative/technical writing or graphics staff as needed Provide ongoing quality management guidance to PMO personnel Lead implementation of overall system controls and related strategies Lead activities in support of final equipping of overall system in support of commissioning and startup Support development of Standard Operating Procedures (SOPs) and related operational planning activities 	<p>Scott Gibson (Program & Design/Engineering Services During Construction)</p> <p>Andre Tolme (Construction)</p> <p>Jill Chomycia (Permitting)</p> <p>TBD Technical Specialists (as needed)</p>
1.5, 1.9	Program Controls and Document Management	<ul style="list-style-type: none"> Overall Program Active contracts/agreements Construction of PLM_1.3, PLM_4.1, PLM_4.2, PLM_4.3, PLM_4.4, PLW_1.2, PLW_2.1, MPE_1.1, MPE_1.2, MPE_1.3, RWF_1.0, RES_1.0-PLM_5.3, & WTP_1.0 	<ul style="list-style-type: none"> Execute and identify updates and improvements where needed, Program Controls and Document Management Plan and WIFIA Compliance Plan Maintain document management systems and procedures Manage financial and cost reporting systems and procedures Maintain a Master Program Schedule and Budget Baseline, including monthly updates and incorporation of approved changes Prepare an annual reforecast of the Master Program Schedule and Budget Baseline Submit draft budget information for fiscal year 2024-2025 (a 90%± accuracy budget recommendation is due 12/31/23 and a final budget recommendation is due February 2024) Perform analyses of consultant and construction contractor schedule submittals to verify alignment with contractual obligations and identify risks and inconsistency with Program objectives Manage and support the change management process, including participating in Change Committee meetings and maintaining records of potential and actual changes Produce standard controls reports for Management Committee, Program Director, and project teams and ad hoc reports as requested Provide ongoing support for systems, tools, and procedures, including e-Builder maintenance, modifications, and enhancement requests Support extension of e-Builder to partner project owners as applicable Support development and implementation of processes to comply with conditions of the Participants' WIFIA loans Support other Program functions as required in document, cost, and reporting needs Support WWSS/WIF financial policy/procedure project as needed Manage invoicing process 	<p>Doug Shermack Ellen Peterman Denise Gillam Kristina Tubbert</p> <p>TBD Technical Experts and Specialists (as needed)</p> <p>TVWD will provide a full-time document control specialist to support this task</p>

Task No. ¹	Task Name	Primary WWSP Projects/Initiatives ²	Planned Services	Key Resources ³
1.10	Design Management	<ul style="list-style-type: none"> Construction of PLM_1.3, PLM_4.1, PLM_4.2, PLM_4.3, PLM_4.4, PLW_1.2, PLW_2.1, MPE_1.1, MPE_1.2, MPE_1.3, RWF_1.0, RES_1.0-PLM_5.3, & WTP_1.0 	<ul style="list-style-type: none"> Execute the Design Management Plan Participate in executing the Construction Management Plan, Value and Risk Management Plan, the Quality Management Plan, WIFIA Compliance Plan, and the change management process Manage the scope, schedule, and budget for ongoing projects Support construction management, including submittals review and change management, for listed construction projects Implement and maintain project-specific interim operational plans as projects are completed Maintain and revise Program Pipeline Design Guide as necessary (incorporate Program seismic standards) Modify and update standard details and specifications as appropriate based on experience gained during construction and integrate across all projects to maintain consistency across program Support the development or amendment of construction IGAs with Washington County (and other potential project partners) as applicable Provide Geographical Information System and Computer-Aided Drawing support as needed (assumes Participants will typically provide GIS services) Support coordination with BPA, PGE, NW Natural, and other utility stakeholders Manage system-wide planning of operations from interim to commissioning to on-going operations, and review compatibility of design to support each operational phase (this task is in conjunction with Task 1.13 Facility Testing and Commissioning) Monitor the implementation of the System Control Strategy throughout the construction phase Support emergency response plan (and other related plans) development Provide support for acquisition of spare parts including emergency repair parts Support implementation of Computerized Maintenance and Management System (CMMS) Support efforts for implementation of emergency planning and related activities 	<p>Scott Gibson Project Managers Assistant Project Managers</p> <p>TBD Technical Experts and Specialists (as needed)</p> <p>TVWD will provide a full-time Geographic Information Systems analyst.</p>

Task No. ¹	Task Name	Primary WWSP Projects/Initiatives ²	Planned Services	Key Resources ³
1.7, 1.11, 1.12	Construction Management, Construction Inspection, & Safety/Security	<ul style="list-style-type: none"> Construction (via WWSP contractor) of PLM_1.3, PLM_4.3, PLW_2.1, MPE_1.1, MPE_1.2, MPE_1.3 RWF_1.0, WTP_1.0, & RES_1.0-PLM_5.3 Construction (via Washington Co. contractor) of PLM_4.1, PLM_4.2, PLM_4.4, & PLW_1.2 WWSP health and safety program 	<ul style="list-style-type: none"> Provide program-level and field services on the listed construction projects to: <ul style="list-style-type: none"> Execute and identify updates and improvements, where needed, to the Construction Management Plan Provide construction management, inspection, and oversight of materials testing Provide ongoing review of standard construction details and work with Design Manager and Design Consultant to recommend, review, and implement changes Execute Project Execution Plans Administer construction contracts in coordination with the City of Beaverton, Washington County, and other project partners as appropriate Coordinate construction management resources, including materials testing/special inspection/contractors Organize and manage WWSP construction meetings and attend partner project construction meetings Manage construction project documentation, including RFIs, Submittals, Work Change Directives, Design Clarifications, Daily Reports, photographs, and other construction-related correspondence Support procurement of required services during construction Administer construction change management process during construction Review contractors' pay applications, coordinate resolution of issues, and recommend payment Estimate cost of potential construction changes as needed Maintain a working set of "as-built" drawings during construction Conduct quantity tracking for selected progress indicators as requested (e.g., length of pipeline installed) during construction Manage potential/actual contractor claims and coordinate legal services input on contractor claims Manage and track overall project construction schedules and related issues Manage interface and coordination between adjacent projects Support the implementation of interim operational plans at the end of construction with commissioning and startup plans Support periodic on-site visits to construction sites by WWSP, TVWD, Hillsboro, and Beaverton staff and others as necessary Organize necessary documents and information about projects in support of project closeout Participate in executing and updating (where needed) other Program plans, including the Design Management Plan, Value and Risk Management Plan, Quality Management Plan, Public Outreach and Stakeholder Engagement Plan, Permitting Management Plan, and Program Controls Plan Support WWSP and Washington County contractor procurements as required Manage WWSP Health and Safety program in accordance with WWSP Health and Safety Plan Coordinate and assist with preparation of WWSP-related safety reports, including OSHA required reporting Support the development and amendment of construction IGAs with Washington County (and other potential project partners) as applicable Coordinate with all Program functions (e.g., Design and Permitting) as required Prepare or review Opinions of Probable Construction Cost, including those associated with construction changes Participate in Notices of Intent to Change Participate in Program and construction reporting and make recommendations to incorporate additional reporting or delete reporting as projects progress Support the implementation of the warranty management plan as requested 	<p>Andre Tolme Scott Gibson Chad Carlson Eric Fullan Milton Stamp John Uhrin Construction Managers, Field Inspectors, and Construction Management Specialists as identified in the tables below</p> <p>TBD Technical Experts and Specialists (as needed)</p> <p>TVWD will provide a part-time safety and security supervisor to support this task</p> <p>TVWD will provide a full-time construction inspector for approximately six months</p>

Task No. ¹	Task Name	Primary WWSP Projects/Initiatives ²	Planned Services	Key Resources ³
1.13	Facility Testing and Commissioning	<ul style="list-style-type: none"> • Overall Program • Active design and construction projects • Water supply integration planning & operations planning <p>[Estimated hours/cost for other resources such as Design Managers, Project Managers, and permitting staff, are included in the primary tasks for those resources.]</p>	<ul style="list-style-type: none"> • Review design and construction deliverables for specified testing and training requirements and equipment selection • Participate in the development and implementation of project-specific interim operational plans as projects are completed • Lead overall WWSS operational planning and development • Implement a warranty management plan • Coordinate between interim operational plans and system-wide commissioning and startup plan • Manage the development of the system-wide testing, commissioning, and start-up plan (Under the current WTP contract, the WTP CM/GC is preparing this plan) • Develop final Commissioning and Start-Up Plan, built, in part, upon draft Commissioning and Start-Up Plan with deliverables prepared by WTP CM/GC under a separate contract with Participants • Manage commissioning and start-up planning and implementation schedule • Support refinement and application of a strategy for managing water within WWSS assets prior to placement in service • Support Construction Management with review of testing and commissioning submittal, RFIs, and design clarifications as appropriate; and documented through existing PMIS workflows • Support permitting team in obtaining approval from appropriate jurisdictions for discharge of water related to commissioning and startup • Support water supply integration planning • Support commissioning and startup activities by TVWD, Hillsboro, and Beaverton as requested 	<p>Tim Tekippe Erika Murphy Scott Gibson</p> <p>TBD Technical Experts and Specialists (as needed)</p> <p>TVWD and City of Hillsboro will provide operations personnel to support this task</p>
2.1	Permitting Support	<ul style="list-style-type: none"> • Overall Program • Construction of PLM_1.3, PLM_4.1, PLM_4.2, PLM_4.3, PLM_4.4, PLW_1.2, PLW_2.1, MPE_1.1, MPE_1.2, MPE_1.3, RWF_1.0, RES_1.0-PLM_5.3, & WTP_1.0 • Commissioning and Startup 	<ul style="list-style-type: none"> • Execute the Permitting Management Plan and identify updates and improvements where needed • Provide strategic advice and tactical support to implement the Participants' Permitting Strategy as required • Coordinate and support management of permitting support contract(s) • Track and report permitting, including land use, status in coordination with the Participants' permitting consultant • Provide technical support and preparation for workshops (typically led by Participants' permitting consultant) with the regulatory agencies • Facilitate the delivery of design and construction information to support permit (including land use) applications, supplements, amendments, and reports to be developed by the Participants' permitting consultant • Coordinate with the design and construction teams, including Participants' permitting consultant, to reflect permitting (including land use) requirements in design deliverables and clarifications, where applicable. • In coordination with the Participants' permitting consultant, support identification and implementation of thermal offset projects to meet WWSP water trading requirements • Coordinate with design and cost-estimating staff to verify regulatory and land use agency requests and proposed commitments align with other WWSP goals • Assist Construction Management and Participants' permitting consultant with addressing any permitting or compliance issues with listed construction projects • Maintain a Program Formulation Summary document (as defined in the Permitting Management Plan) • Incorporate permitting-related budget and schedule information (developed by Participants' permitting consultant) into Program budget and schedule, including coordination with design and construction work • In coordination with the Participants' permitting consultant, maintain a permit (including land use) tracking database, with correlation to Master Program Schedule • Serve as permitting liaison to the Program real estate team • Support startup and commissioning planning and activities as necessary • Support Thermal Trading Plan implementation • Support the development or amendment of intergovernmental agreements as required (CWS operation and maintenance plan for minor blowoffs) 	<p>Jill Chomycia Meredith Jordan</p> <p>TBD Technical Experts and Specialists (as needed)</p> <p>TVWD will provide a full-time permitting and outreach manager to support this task</p>

Task No. ¹	Task Name	Primary WWSP Projects/Initiatives ²	Planned Services	Key Resources ³
2.2	Land and Right-of-Way Acquisition Support	<ul style="list-style-type: none"> Overall Program [Estimated costs for implementing this task are included in other tasks (e.g., 2.3 Public Outreach and Public Affairs Support (Marciniak); 1.5/1.9 Program Controls and Document Management (Shermak)]	<ul style="list-style-type: none"> Support Participants' execution of the Real Estate Plan and identify updates and improvements where needed Assist Participants and Participants' real estate consultant in the resolution of issues affecting acquisition of land, rights-of-way (ROWs) and easements Support Participants' real estate consultant's maintenance of a database to track rights-of-entry (ROEs), appraisals, and property/easement acquisitions Support finalization of acquisition phase and development of property management processes 	<p>David Marciniak (property-owner contacts support)</p> <p>TBD Technical Experts and Specialists (as needed)</p> <p>TVWD will provide a full-time project coordinator to support this task</p>
2.3	Public Outreach and Public Affairs Support	<ul style="list-style-type: none"> Overall Program (Assigned) Construction of PLM_4.1, PLM_4.2, PLM_4.3, PLM_4.4, MPE_1.1, MPE_1.2, MPE_1.3, RWF_1.0, & WTP_1.0 (As requested) Construction of PLM_1.3, PLW_1.2, PLW_2.1, & RES_1.0-PLM_5.3 	<ul style="list-style-type: none"> Execute and identify updates and improvements where needed, Public Outreach and Stakeholder Engagement Plan and Local and Regional Business Utilization Plan Support Participants' staff as needed in its public outreach and public affairs activities Facilitate an ongoing stakeholder identification process and development and implementation of outreach strategies and timing Support development and implementation of property owner engagement strategies and support construction activities related to management of easements with private parties Prepare semi-annual local and regional business involvement reports and as requested, prepare information to support public communications Coordinate with other functions within the Program (e.g., Real Estate) Consult on media relations and issues management Coordinate with the water supply integration team to develop communications strategies and timing Support construction management personnel Support the development of the Monthly Progress Reports 	<p>David Marciniak</p> <p>TBD Technical Experts and Specialists (as needed)</p> <p>TVWD will provide a full-time communications supervisor to support this task</p>

¹ – Task numbers correspond to numbered sections within Exhibit A Statement of Work, Article II, and Article III of the Agreement. Task No. 1.1 in the Statement of Work is Mobilization and is not included herein.

² – Primary WWSP Projects/Initiatives represent the anticipated focus for the period covered by this AWP. Project codes (e.g., PLM_4.1) correspond to naming conventions used in the Master Program Schedule and Budget Baseline.

³ – Lead resources are in BOLD, other Key Resources associated with a given task are in support roles and are also leading or supporting other tasks. Refer to Table 2 for planned level of effort by resource.

Table 2.1. Planned Program Management Support Staffing Hours Summary – Fiscal Year 2023-2024 (July 1, 2023 through June 30, 2024).

Name	Role	Current Billing Rate ¹	Current Factor	Total
Andre Tolme	Program Manager		2.65	1,984
Anehta Michalios	Construction Administrative Assistant		2.65	1,984
Brendan Robless	Project Manager		2.65	1,984
Chad Carlson	Safety		2.65	1,984
David Marciniak	Public Affairs/Outreach		2.65	1,984
Denise Gillam	Scheduler		2.65	1,984
Doug Shermack	Controls Manager		2.65	1,984
Elena Thomsen	Staff Professional/CM Specialist		2.65	1,984
Ellen Peterman	Controls Specialist		2.65	1,984
Elnaz Adeh Hassanpour	Special Projects Manager		2.65	1,984
Eric Fullan	Safety		2.65	1,984
Eric Ward	Project Manager		2.65	1,044
Erika Murphy	Project Manager		2.65	1,988
Faride Abzade	Construction Management Specialist		2.65	1,984
Jennifer Minton	Project Manager		2.65	1,984
Jill Chomycia	Deputy Program Manager		2.65	1,984
John Uhrin	Sr. Cost Estimator		2.65	1,984
Justin Stenman	Construction Management Specialist		2.65	1,991
Kristina McLean	Construction Management Specialist		2.65	1,984
Kristina Tubbert	Project Controls Specialist		2.65	1,984
Matthew Gribbins	Project Manager		2.65	1,984
Meredith Jordan	Permitting Specialist		2.65	1,984
Reed Featherstone	Construction Management Specialist		2.65	1,984
Robert McCaig	Construction Management Specialist		2.65	2,042
Scott Gibson	Design Manager		2.65	1,984
TBD Controls Specialist	Controls Specialist		2.65	992
Virginia Anderson	Administrative Assistant		2.65	1,984
Zach Barbarick	Construction Management Specialist		2.65	1,984
Alex Schirlbauer	Field Inspector		2.51	2,304
Anthony Medrano	Field Inspector		2.51	2,506
Bennie Bitz	Field Inspector		2.51	2,506
Casey Kendall	Field Inspector		2.51	2,304
Chance Christ	Field Inspector		2.51	2,506
Cory Rasico	Field Inspector		2.51	2,506
Gabriel Jalbert	Construction Manager		2.51	2,153
Gary Watson	Field Inspector		2.51	2,506
Grant Schoepper	Construction Manager		2.51	1,984
Issac McGuire	Field Inspector		2.51	2,506
Jeffery Rasch	Field Inspector		2.51	2,506
John Naisbitt	Field Inspector		2.51	2,506
Karl Lindberg	Field Inspector		2.51	2,506
Kyle Butler	Construction Manager		2.51	1,991
Larry Hodgson	Field Inspector		2.51	2,506
Marc Krekos	Field Inspector		2.51	2,506
Matt Pease	Construction Manager		2.51	1,984
Michael Ramirez	Construction Manager		2.51	1,984
Milton Stamp	Safety		2.51	1,984
Modena Moore	Field Inspector		2.51	2,506
Ramil Dellima	Field Inspector		2.51	2,506
Rick Hyatt	Field Inspector		2.51	2,506
Robert Schaffer	Field Inspector		2.51	2,506
Rod Warner	Construction Manager		2.51	1,984
Ron Shaddy	Field Inspector		2.51	2,506
Ross Edwards	Field Inspector		2.51	2,515
Samson Darrah	Field Inspector		2.51	2,506
Steve Clapper	Construction Manager		2.51	1,984
TBD Field Inspector 08	Field Inspector		2.51	835
TBD Field Inspector 11	Field Inspector		2.51	1,258
TBD Field Inspector 13	Field Inspector		2.51	2,506
TBD Field Inspector 26	Field Inspector		2.51	835
Todd Tubbert	Construction Manager		2.51	1,984
Tyler Butler	Construction Manager		2.51	1,984
Bill Van Derveer	Program Delivery (SME)		2.82	104
Emma Gentry	Technical Editor		2.82	209
Eric Biederman	Administrative Support		2.82	209
Eric Hjelle	Schedule Support		2.82	313
Jude Grounds	RWF/WTP Technical Advisor		2.82	104
Ligia Bejarano	Administrative Assistant		2.82	209
Mike Warriner	Constructability/Schedules		2.82	418
Ross Purves	Scheduler		2.82	522
Russell Snow	Design Manager Pipelines and Reservoir		2.82	104
Tammy Cleys	Project Manager		2.82	992
TBD Subject Matter Experts (Various)	Subject Matter Experts (SME)		2.82	1,232
TBD Technical Staff (Various)	Technical Resources		2.82	2,923
Tim Tekippe	Testing and Commissioning Lead		2.82	522
Tina Ngo	Construction Management Specialist		2.82	992
Wes Silva	Construction Manager		2.82	755
Grand Total				138,453

¹ Direct Labor Rates for TBD resources shall be submitted for approval on a case-by-case basis.

² approximately 15-20% overtime budget for Field Inspectors

Table 2.2. Planned Program Management Support Staffing for System wide Tasks – Fiscal Year 2023-2024 (July 1, 2023 through June 30, 2024).

Name	Role	Current Billing Rate ¹	Current Factor	PROG_1,0	PROG_1,1	PROG_1,2	PROG_1,3	PROG_1,4	PROG_1,5	PROG_1,6	PROG_1,7	PROG_1,8	PROG_1,9	PROG_1,10	PROG_1,11	PROG_1,12
Andre Tolme	Program Manager		2.85	992												992
Andika Michalos	Construction Administrative Assistant		2.85													
Brendan Robless	Project Manager		2.85													
Chad Carlson	Safety		2.85												1,084	
David Marcinik	Public Affairs/Outreach		2.85										1,984			
Denise Gillam	Scheduler		2.85		1,984											
Doug Shermack	Controls Manager		2.85		1,670											
Elena Thormen	Staff Professional/CM Specialist		2.85						313							
Ellen Peterman	Controls Specialist		2.85	992												
Elnaz Adah Hassanpour	Special Projects Manager		2.85	1,984												
Eric Puffin	Safety		2.85												1,984	
Eric Ward	Project Manager		2.85													
Erika Murphy	Project Manager		2.85													891
Fariide Abadeo	Construction Management Specialist		2.85													
Jennifer Minton	Project Manager		2.85													
Jill Chomycia	Deputy Program Manager		2.85	992					992							
John Ustin	Sr. Cost Estimator		2.85												1,984	
Justin Stenman	Construction Management Specialist		2.85													
Kristina McLean	Construction Management Specialist		2.85													
Kristina Tubbert	Project Controls Specialist		2.85		1,984											
Matthew Gibbins	Project Manager		2.85													
Meredith Jordan	Permitting Specialist		2.85						1,984							
Reed Featherstone	Construction Management Specialist		2.85													
Robert McCaig	Construction Management Specialist		2.85													
Scott Gibson	Design Manager		2.85											1,984		
TBD Controls Specialist	Controls Specialist		2.85			992										
Virginia Anderson	Administrative Assistant		2.85	1,984												
Zach Barburick	Construction Management Specialist		2.85													
Alan Schrihauser	Field Inspector		2.51													
Anthony Medrano	Field Inspector		2.51													
Bennie Bits	Field Inspector		2.51													
Casey Kendall	Field Inspector		2.51													
Chance Christ	Field Inspector		2.51													
Gary Ruffin	Field Inspector		2.51													
Gabriel Jalbert	Construction Manager		2.51													
Gary Watson	Field Inspector		2.51													
Grant Schoepfer	Construction Manager		2.51													
Isaac McGuire	Field Inspector		2.51													
Jeffery Rauch	Field Inspector		2.51													
John Nabbits	Field Inspector		2.51													
Karl Lindberg	Field Inspector		2.51													
Kyle Butler	Construction Manager		2.51													
Larry Hodzson	Field Inspector		2.51													
Marc Krekos	Field Inspector		2.51													
Matt Pesse	Construction Manager		2.51													
Michael Ramirez	Construction Manager		2.51													
Milton Stamp	Safety		2.51												1,984	
Modena Moore	Field Inspector		2.51													
Rami Dellims	Field Inspector		2.51													
Rick Hyatt	Field Inspector		2.51													
Robert Schaffer	Field Inspector		2.51													
Rod Warner	Construction Manager		2.51													
Ron Shaddy	Field Inspector		2.51													
Ross Edwards	Field Inspector		2.51													
Samson Darrah	Field Inspector		2.51													
Steve Clapper	Construction Manager		2.51													
TBD Field Inspector 08	Field Inspector		2.51													
TBD Field Inspector 11	Field Inspector		2.51													
TBD Field Inspector 13	Field Inspector		2.51													
TBD Field Inspector 26	Field Inspector		2.51													
Todd Tubbert	Construction Manager		2.51													
Tyler Butler	Construction Manager		2.51													
Bill Van Derveer	Program Delivery (SME)		2.82	104												
Erma Gentry	Technical Editor		2.82	209												
Eric Biederman	Administrative Support		2.82	209												
Eric Ogile	Schedule Support		2.82		313											
Jodi Grounds	Per/ATP Technical Advisor		2.82											104		
Sally Belarano	Administrative Assistant		2.82	209												
Mike Warriner	Constructability/Schedules		2.82												418	
Ross Purves	Scheduler		2.82		522											
Russell Snow	Design Manager Pipelines and Reservoir		2.82													
Tammy Clay	Project Manager		2.82											104		
TBD Subject Matter Experts (Various)	Subject Matter Experts (SME)		2.82											251		981
TBD Technical Staff (Various)	Technical Resources		2.82		1,884									52		887
Tim Felipe	Testing and Commissioning Lead		2.82													522
Tina Ngo	Construction Management Specialist		2.82													
Wes Silva	Construction Manager		2.82													
Grand Total				6,682	16,440	992			2,975	313			1,984	2,495	11,213	1,413

¹ Direct Labor Rates for TBD resources shall be submitted for approval on a case-by-case basis.
² approximately 15-20% overtime budget for Field Inspectors

Table 2.3. Planned Program Management Support Staffing for Project Management Tasks – Fiscal Year 2023-2024 (July 1, 2023 through June 30, 2024).

Name	Role	Current Billing Rate ¹	Current Factor	Project Management													
				PLM_1.0	PLM_4.0	PLM_5.0	PLW_1.0	PLW_2.0	MPT_1.0	RES_1.0	RWF_1.0	WTP_1.0	DCI_1.0				
Andra Tolme	Program Manager	2.65															
Anehta Michales	Construction Administrative Assistant	2.65															
Brendan Robless	Project Manager	2.65		992							952						
Chad Carlson	Safety	2.65															
David Martinek	Public Affairs/Outreach	2.65															
Denise Gillan	Scheduler	2.65															
Douag Shermack	Controls Manager	2.65															
Elena Thomson	Staff Professional/CM Specialist	2.65		992							952						
Ellen Peiserman	Controls Specialist	2.65															
Eliya Adah Hassarpoor	Special Projects Manager	2.65															
Eric Fullan	Safety	2.65															
Eric Ward	Project Manager	2.65		1,064													
Erika Murphy	Project Manager	2.65					367		731								
Farida Abasale	Construction Management Specialist	2.65															
Jennifer Minton	Project Manager	2.65											992		992		
Jill Chomycla	Deputy Program Manager	2.65															
John Uhrin	Sr. Cost Estimator	2.65															
Justin Stearnan	Construction Management Specialist	2.65															
Kristina McLean	Construction Management Specialist	2.65															
Kristina Tubbert	Project Controls Specialist	2.65															
Matthew Gribbins	Project Manager	2.65														1,670	313
Meredith Jordan	Permitting Specialist	2.65															
Reed Featherstone	Construction Management Specialist	2.65															
Robert McCaig	Construction Management Specialist	2.65															
Scott Gibson	Design Manager	2.65															
TBD Controls Specialist	Controls Specialist	2.65															
Virginia Anderson	Administrative Assistant	2.65															
Zach Baraback	Construction Management Specialist	2.65															
Alex Schreiber	Field Inspector	2.51															
Anthony Medrano	Field Inspector	2.51															
Bennie Blits	Field Inspector	2.51															
Casey Kendall	Field Inspector	2.51															
Chance Christ	Field Inspector	2.51															
Cory Rasco	Field Inspector	2.51															
Gabriel Jelibert	Construction Manager	2.51															
Gary Watson	Field Inspector	2.51															
Grant Schoepfer	Construction Manager	2.51															
Isaac McGuire	Field Inspector	2.51															
Jeffery Rauch	Field Inspector	2.51															
John Naabits	Field Inspector	2.51															
Karl Lindberg	Field Inspector	2.51															
Lyle Butler	Construction Manager	2.51															
Larry Hodgson	Field Inspector	2.51															
Marc Krakos	Field Inspector	2.51															
Matt Pense	Construction Manager	2.51															
Michael Ramirez	Construction Manager	2.51															
Milton Stamp	Safety	2.51															
Modena Moore	Field Inspector	2.51															
Randi Dellina	Field Inspector	2.51															
Rick Hyatt	Field Inspector	2.51															
Robert Schaffer	Field Inspector	2.51															
Rod Warner	Construction Manager	2.51															
Ron Shaddy	Field Inspector	2.51															
Ross Edwards	Field Inspector	2.51															
Samson Derrah	Field Inspector	2.51															
Steve Clapper	Construction Manager	2.51															
TBD Field Inspector 08	Field Inspector	2.51															
TBD Field Inspector 11	Field Inspector	2.51															
TBD Field Inspector 13	Field Inspector	2.51															
TBD Field Inspector 26	Field Inspector	2.51															
Todd Tubbert	Construction Manager	2.51															
Tyler Butler	Construction Manager	2.51															
Bill Van Derveer	Program Delivery (PME)	2.82															
Emma Gentry	Technical Editor	2.82															
Eric Binnerman	Administrative Support	2.82															
Eric Heble	Schedule Support	2.82															
Jude Grounds	RWF/WTP Technical Advisor	2.82															
Ligia Bejarano	Administrative Assistant	2.82															
Mike Warriener	Constructability/Schedules	2.82															
Ross Purves	Scheduler	2.82															
Russell Snow	Design Manager Pipelines and Reservo	2.82															
Tammy Cley	Project Manager	2.82				992											
TBD Subject Matter Experts (Various)	Subject Matter Experts (SME)	2.82															
TBD Technical Staff (Various)	Technical Resources	2.82															
Tim Tekippe	Testing and Commissioning Lead	2.82															
Tina Ngo	Construction Management Specialist	2.82															
Wes Silva	Construction Manager	2.82															
Grand Total				1,064	1,064	992	367	731		1,064		992		992		1,670	313

¹ Direct Labor Rates for TBD resources shall be submitted for approval on a case-by-case basis.
² approximately 15-20% overtime budget for Field Inspectors

Table 3.1. Estimated Fees for Planned Program Management Support Summary – Fiscal Year 2023-2024 (July 1, 2023 through June 30, 2024).

Name	Role	Current Billing Rate ¹	Current Factor	Total
Andre Tolme	Program Manager		2.65	\$
Anehta Michalios	Construction Administrative Assistant		2.65	\$
Brendan Robless	Project Manager		2.65	\$
Chad Carlson	Safety		2.65	\$
David Marciniak	Public Affairs/Outreach		2.65	\$
Denise Gillam	Scheduler		2.65	\$
Doug Shermack	Controls Manager		2.65	\$
Elena Thomsen	Staff Professional/CM Specialist		2.65	\$
Ellen Peterman	Controls Specialist		2.65	\$
Elnaz Adeh Hassanpour	Special Projects Manager		2.65	\$
Eric Fullan	Safety		2.65	\$
Eric Ward	Project Manager		2.65	\$
Erika Murphy	Project Manager		2.65	\$
Faride Abzade	Construction Management Specialist		2.65	\$
Jennifer Minton	Project Manager		2.65	\$
Jill Chomycia	Deputy Program Manager		2.65	\$
John Uhrin	Sr. Cost Estimator		2.65	\$
Justin Stenman	Construction Management Specialist		2.65	\$
Kristina McLean	Construction Management Specialist		2.65	\$
Kristina Tubbert	Project Controls Specialist		2.65	\$
Matthew Gribbins	Project Manager		2.65	\$
Meredith Jordan	Permitting Specialist		2.65	\$
Reed Featherstone	Construction Management Specialist		2.65	\$
Robert McCaig	Construction Management Specialist		2.65	\$
Scott Gibson	Design Manager		2.65	\$
TBD Controls Specialist	Controls Specialist		2.65	\$
Virginia Anderson	Administrative Assistant		2.65	\$
Zach Barbarick	Construction Management Specialist		2.65	\$
Alex Schirlbauer	Field Inspector		2.51	\$
Anthony Medrano	Field Inspector		2.51	\$
Bennie Bitz	Field Inspector		2.51	\$
Casey Kendall	Field Inspector		2.51	\$
Chance Christ	Field Inspector		2.51	\$
Cory Rasico	Field Inspector		2.51	\$
Gabriel Jalbert	Construction Manager		2.51	\$
Gary Watson	Field Inspector		2.51	\$
Grant Schoepper	Construction Manager		2.51	\$
Issac McGuire	Field Inspector		2.51	\$
Jeffery Rasch	Field Inspector		2.51	\$
John Naisbitt	Field Inspector		2.51	\$
Karl Lindberg	Field Inspector		2.51	\$
Kyle Butler	Construction Manager		2.51	\$
Larry Hodgson	Field Inspector		2.51	\$
Marc Krekos	Field Inspector		2.51	\$
Matt Pease	Construction Manager		2.51	\$
Michael Ramirez	Construction Manager		2.51	\$
Milton Stamp	Safety		2.51	\$
Modena Moore	Field Inspector		2.51	\$
Ramil Dellima	Field Inspector		2.51	\$
Rick Hyatt	Field Inspector		2.51	\$
Robert Schaffer	Field Inspector		2.51	\$
Rod Warner	Construction Manager		2.51	\$
Ron Shaddy	Field Inspector		2.51	\$
Ross Edwards	Field Inspector		2.51	\$
Samson Darrah	Field Inspector		2.51	\$
Steve Clapper	Construction Manager		2.51	\$
TBD Field Inspector 08	Field Inspector		2.51	\$
TBD Field Inspector 11	Field Inspector		2.51	\$
TBD Field Inspector 13	Field Inspector		2.51	\$
TBD Field Inspector 26	Field Inspector		2.51	\$
Todd Tubbert	Construction Manager		2.51	\$
Tyler Butler	Construction Manager		2.51	\$
Bill Van Derveer	Program Delivery (SME)		2.82	\$
Emma Gentry	Technical Editor		2.82	\$
Eric Biederman	Administrative Support		2.82	\$
Eric Hjelle	Schedule Support		2.82	\$
Jude Grounds	RWF/WTP Technical Advisor		2.82	\$
Ligia Bejarano	Administrative Assistant		2.82	\$
Mike Warriner	Constructability/Schedules		2.82	\$
Ross Purves	Scheduler		2.82	\$
Russell Snow	Design Manager Pipelines and Reservoir		2.82	\$
Tammy Cleys	Project Manager		2.82	\$
TBD Subject Matter Experts (Various)	Subject Matter Experts (SME)		2.82	\$
TBD Technical Staff (Various)	Technical Resources		2.82	\$
Tim Tekippe	Testing and Commissioning Lead		2.82	\$
Tina Ngo	Construction Management Specialist		2.82	\$
Wes Silva	Construction Manager		2.82	\$
	Other Direct Cost ³	\$ -	1.00	\$ 455,239
	Estimated 2024 Annual Labor Rate Adjustment ⁴	\$ -	1.00	\$ 715,459
Grand Total				\$ 23,217,190

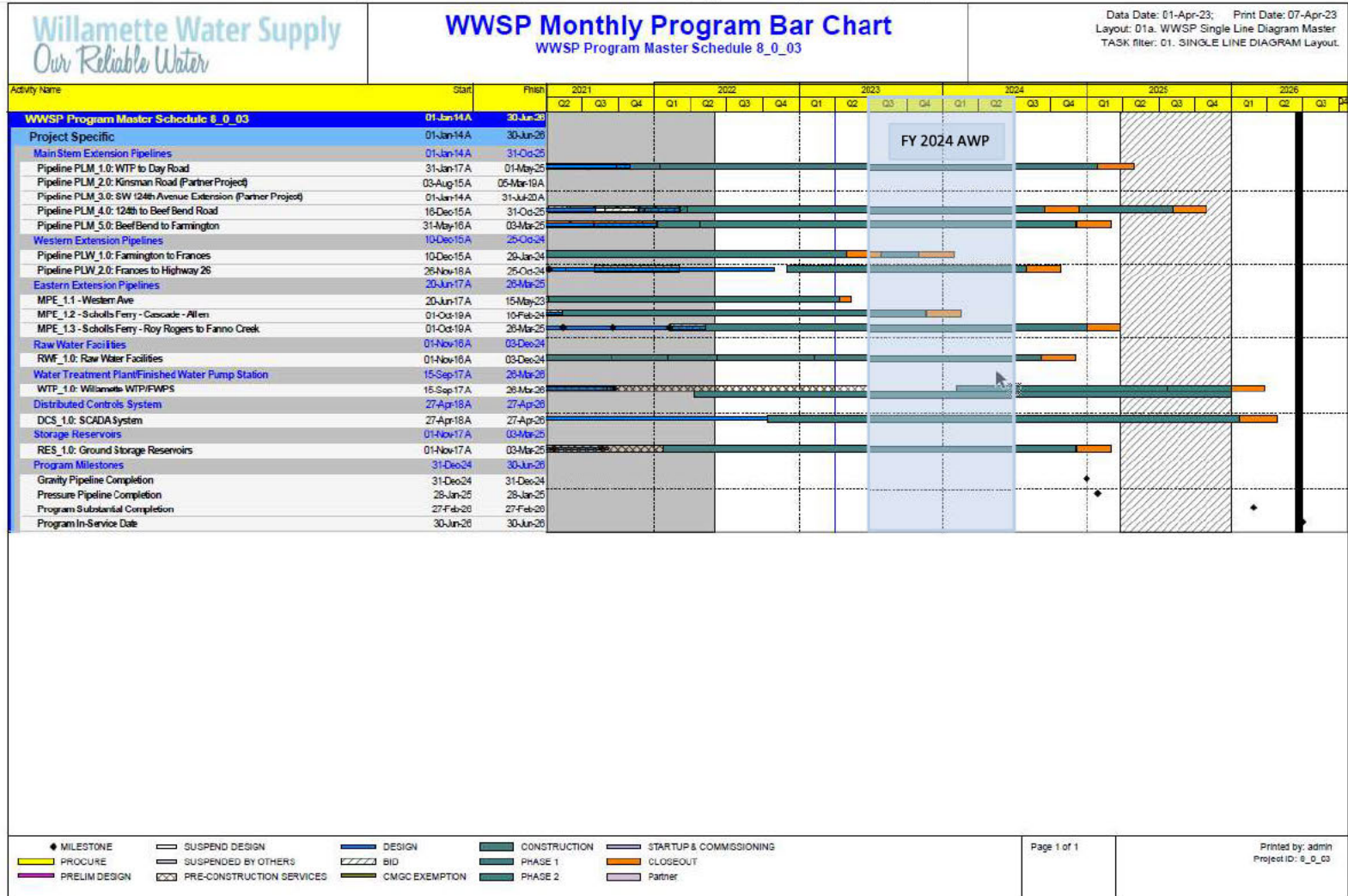
¹ Direct Labor Rates for TBD resources shall be submitted for approval on a case-by-case basis.
² approximately 15-20% overtime budget for Field Inspectors
³ Other Direct Cost are estimated at 2% of direct labor cost
⁴ Estimated Aggregate Labor Rate Adjustment shall be used for annual cost of living and merit increase

Table 3.2. Estimated Fees for Planned Program Management Support for System wide Tasks – Fiscal Year 2023-2024 (July 1, 2023 through June 30, 2024).

Name	Role	Current Billing Rate	Current Factor	PROG. 1.0	PROG. 1.0	PROG. 1.0	PROG. 1.0	PROG. 1.0	PROG. 1.0	PROG. 1.0	PROG. 1.0	PROG. 1.0	PROG. 1.0	PROG. 1.0	PROG. 1.0
Andre Tolme	Program Manager	2,605 \$		296,942 \$											296,942 \$
Anelita Michallos	Construction Administrative Assistant	2,605 \$													
Brendan Robles	Project Manager	2,605 \$													
Chad Carlson	Safety	2,605 \$												407,697 \$	
David Marcinjak	Public Affairs/Outreach	2,605 \$													
Douglas Gillam	Scheduler	2,605 \$				407,382 \$									
Douglas Thernack	Controls Manager	2,605 \$											43,815 \$		
Elena Thurnham	Staff Professional/COM Specialist	2,605 \$													
Ellen Peterman	Controls Specialist	2,605 \$				156,198 \$									
Elmas Adah Hasanpour	Special Projects Manager	2,605 \$		379,112 \$											
Eric Tulen	Safety	2,605 \$													
Eric Ward	Project Manager	2,605 \$													216,731 \$
Erika Murphy	Project Manager	2,605 \$													
Farideh Abaade	Construction Management Specialist	2,605 \$													168,737 \$
Jennifer Winston	Project Manager	2,605 \$													
Jill Chomvada	Deputy Program Manager	2,605 \$		239,803 \$											
John Lhrin	Sr. Cost Estimator	2,605 \$													318,494 \$
Justin Steinman	Construction Management Specialist	2,605 \$													
Kristina McLean	Construction Management Specialist	2,605 \$													
Kristina Tubbert	Project Controls Specialist	2,605 \$				144,935 \$									
Matthew Gribbins	Project Manager	2,605 \$													
Meredith Jordan	Permitting Specialist	2,605 \$													215,150 \$
Reed Faithstone	Construction Management Specialist	2,605 \$													
Robert McCalg	Construction Management Specialist	2,605 \$													
Scott Gibson	Design Manager	2,605 \$													512,197 \$
TBD Controls Specialist	Controls Specialist	2,605 \$													
Wynia Anderson	Administrative Assistant	2,605 \$		285,954 \$		78,848 \$									
Zach Barberick	Construction Management Specialist	2,605 \$													
Alex Schrbauer	Field Inspector	2,551 \$													
Anthony Medrano	Field Inspector	2,551 \$													
Brenna Bliz	Field Inspector	2,551 \$													
Casey Kenda	Field Inspector	2,551 \$													
Chance Orlin	Field Inspector	2,551 \$													
Colby Ryan	Field Inspector	2,551 \$													
Gabriel Albret	Construction Manager	2,551 \$													
Gary Watson	Field Inspector	2,551 \$													
Hiram Schnoepfer	Construction Manager	2,551 \$													
Inax McElroy	Field Inspector	2,551 \$													
Jeffery Rasch	Field Inspector	2,551 \$													
John Naitabiti	Field Inspector	2,551 \$													
Karl Lindberg	Field Inspector	2,551 \$													
Lyke Butler	Construction Manager	2,551 \$													
Larry Hodgson	Field Inspector	2,551 \$													
Marc Krakos	Field Inspector	2,551 \$													
Matt Pease	Construction Manager	2,551 \$													
Michael Hamner	Construction Manager	2,551 \$													
Milton Stamp	Safety	2,551 \$													829,101 \$
Madena Moore	Field Inspector	2,551 \$													
Ramli Deltine	Field Inspector	2,551 \$													
Robb Ayers	Field Inspector	2,551 \$													
Robert Schaffer	Field Inspector	2,551 \$													
Rod Warner	Construction Manager	2,551 \$													
Ron Shandy	Field Inspector	2,551 \$													
Ross Edwards	Field Inspector	2,551 \$													
Samson Durrah	Field Inspector	2,551 \$													
Steve Clapper	Construction Manager	2,551 \$													
TBD Field Inspector 08	Field Inspector	2,551 \$													
TBD Field Inspector 11	Field Inspector	2,551 \$													
TBD Field Inspector 13	Field Inspector	2,551 \$													
TBD Field Inspector 26	Field Inspector	2,551 \$													
Todd Tubbert	Construction Manager	2,551 \$													
Tyler Butler	Construction Manager	2,551 \$													
Bill Van Derwee	Program Delivery (SME)	2,825 \$		39,925 \$											
Emma Gentry	Technical Editor	2,825 \$		32,697 \$											
Eric Biederman	Administrative Support	2,825 \$		18,842 \$											
Eric Hietel	Schedule Support	2,825 \$				77,654 \$									
Jude Grounds	BW2/WTP Technical Advisor	2,825 \$												28,381 \$	
Ligia Sajozano	Administrative Assistant	2,825 \$		18,930 \$											
Mike Warriner	Constructability/Schedules	2,825 \$												122,136 \$	
Ross Purves	Scheduler	2,825 \$				73,573 \$									
Russell Snow	Design Manager Pipelines and Reserve	2,825 \$												37,537 \$	
Tammy Gray	Project Manager	2,825 \$													
TBD Subject Matter Experts (Various)	Subject Matter Experts (SME)	2,825 \$												60,260 \$	
TBD Technical Staff (Various)	Technical Resources	2,825 \$												8,872 \$	
Tina Tekippe	Testing and Commissioning Lead	2,825 \$													125,988 \$
Uma Rigo	Construction Management Specialist	2,825 \$													
Wes Sive	Construction Manager	2,825 \$													
	Other Direct Cost ³	1,000 \$		495,289 \$											
	Estimated 2024 Annual Labor Rate Adjustment ⁴	1,000 \$		39,569 \$		48,645 \$	3,057 \$	16,729 \$	1,419 \$	10,618 \$	21,116 \$		71,222 \$		11,802 \$
Grand Total				3,717,653 \$		1,531,157 \$	161,156 \$	469,483 \$	41,231 \$	328,578 \$	675,333 \$		2,471,101 \$		906,927 \$

¹ Direct Labor Rates for TBD resources shall be submitted for approval on a case-by-case basis.
² Approximately 15-20% overtime budget for Field Inspectors.
³ Other Direct Cost are estimated at 2% of direct labor cost.
⁴ Estimated Aggregate Labor Rate Adjustment shall be used for annual cost of living and merit increase.

Attachment 1. Fiscal Year 2023-2024 WWSP Master Program Schedule and Budget Baseline 8.1 including approved changes through April 7, 2023.



Willamette Water Supply

Our Reliable Water

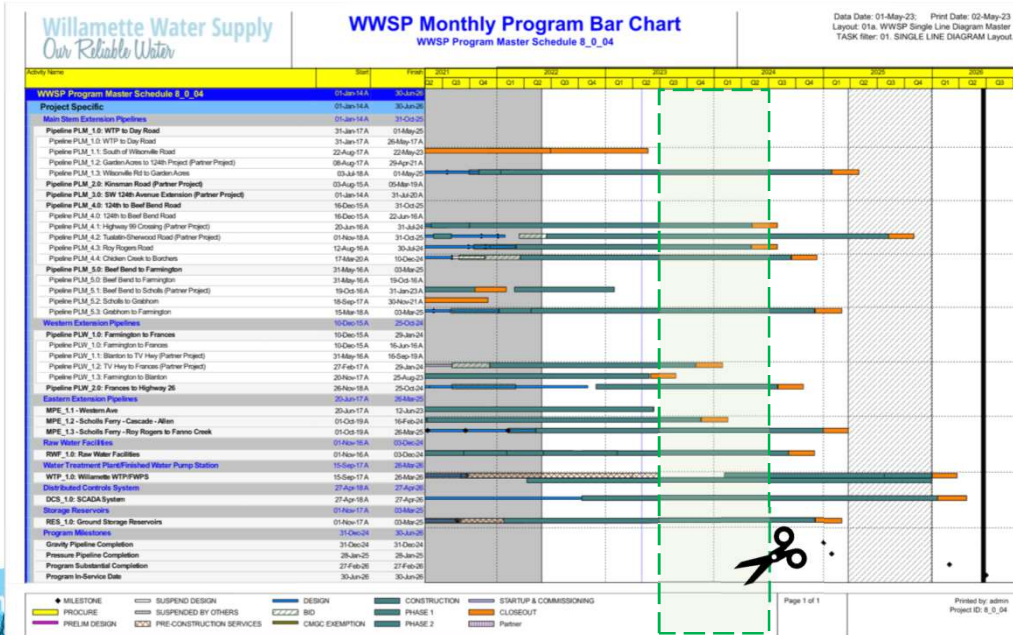
4.A. Approve Stantec Annual Work Plan for FY2024 Program and Construction Management Services

— Joelle Bennett

WWSS Commission Board Meeting
June 1, 2023

1

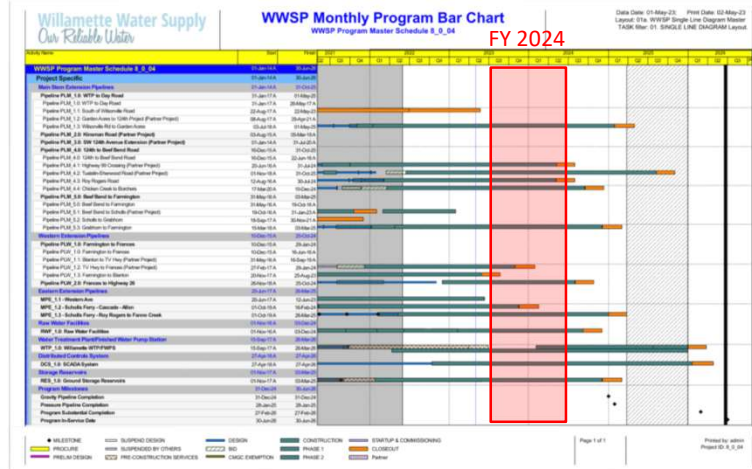
The FY2024 AWP and Budget based on a “slice” of Baseline 8.1



2

Program Work Planned for FY2024

- Advance 15 construction projects
- Continued program management
 - WIFIA compliance and loan programs
 - Safety program
 - Communications and outreach program
 - Development of financial procedures
- Continued acquisitions
 - Real estate
 - Permits and land use approvals
- Plan
 - Water supply integration
 - Commissioning and start-up
 - Operations



3

Stantec services originally procured in 2015

- 11.5-year term on the contract
- Cost was a key consideration in the initial selection of a program/construction management firm
 - The contract uses labor rate multipliers that do not change over the life of the WWSP
 - Annual labor rate adjustments are capped by the contract and are reviewed/approved by the Program Director
 - Staff proposed for WWSP work are reviewed and approved by the Program Director (considerations include: role, qualifications, labor rate, mobility costs)
- Annual Work Plan is negotiated each year based on anticipated activities

4

FY2024 AWP Budget

- \$23,217,190
- Refined down about \$500k from initial estimated budget
- Within Baseline 8.1
- About 5% decrease in budget compared to last year
 - Similar level of construction activities as FY23 (construction managers, inspectors, specialists)
- About 5.5% of the total planned budget for next FY
 - Nearly identical to last year

5

Estimated Shares by WWSP Partner

Partners	Cost Shares
Beaverton	\$1,184,077
Hillsboro	\$7,663,994
TVWD	\$14,369,119
Total	\$23,217,190

6

QUESTIONS?

7

4.A. Requested Board Action

Consider approving the Annual Work Plan with Stantec Consulting Services, Inc., to provide Program and Construction Management Services for the Willamette Water Supply Program during the Fiscal Year 2024.

8

STAFF REPORT

To: Board of Commissioners
From: Justin Carlton, CMA, WWSP Finance Manager
Date: June 1, 2023
Subject: Second Amendment to the Ground Lease for Raw Water Pipeline with the City of Wilsonville

Requested Action:

Consider approving the Second Amendment to the Ground Lease for Raw Water Pipeline Agreement between the City of Wilsonville and the Willamette Water Supply System Commission, confirming the use of a jointly held deposit in the local government investment pool (LGIP) as security deposit for construction of PLM_1.0.

Key Concepts:

- The WWSS partner agencies entered into a 99-year lease agreement, Ground Lease for Raw Water Pipeline (Ground Lease), with the City of Wilsonville (Wilsonville) in March 2018 for the purpose of constructing the WWSP's PLM_1.0 pipeline.
- The Ground Lease requires the WWSS to provide a security deposit in the form of an irrevocable letter of credit (LOC) for the duration of the construction period through May 2026.
- The estimated cost of the LOC is approximately \$10,000 per year.
- WWSP staff recommended amending the Ground Lease, to allow for a deposit in a jointly held LGIP account to serve as security deposit, saving the partners approximately \$30,000.
- On April 28, 2023, Tualatin Valley Water District deposited the escalated security deposit amount of \$599,409 into the jointly held LGIP account on behalf of the WWSS, in lieu of the LOC.

Background:

The Ground Lease for Raw Water Pipeline agreement between Wilsonville and the WWSS partner agencies establishes a 99-year lease for the PLM_1.0 pipeline and pipeline accessories located within Wilsonville's rights of way. It provides a role for Wilsonville in reviewing and approving pipeline design and construction documents. The Ground Lease requires the WWSS maintain a security deposit in the form of an irrevocable letter of credit through the duration of the construction period. Additionally, after five years the original value if the LOC is to be escalated based on the CPI-U all items U.S. city average. The existing LOC was set to expire on April 30, 2023 and the estimated cost for the new escalated amount is \$10,000 per year.

WWSP staff proposed to Wilsonville that a deposit equal to the LOC amount could be made into an existing jointly held LGIP account in lieu of a LOC with a bank. Wilsonville agreed that the jointly held deposit would suffice as a form of security deposit, but the change would require a second amendment to the ground lease. Tualatin Valley Water District deposited the funds into the LGIP account on April 28th, prior to the expiration of the existing LOC. The attached Second Amendment to the Ground Lease incorporates the changes to allow for the use of the LGIP or a LOC for the security deposit, effective May 1, 2023.

Budget Impact:

The estimated savings from the amendment is approximately \$30,000.

Second Amendment to the Ground Lease for Raw Water Pipeline for the Construction of PLM_1.0

June 1, 2023

Page 2 of 2

Staff Contact Information:

Dave Kraska, P.E., WWSS General Manager, 503-941-4561, david.kraska@tvwd.org

Justin Carlton, CMA, WWSP Finance Manager, 503-848-3070, justin.carlton@tvwd.org

Attachments:

- Resolution WWSS-05-23
- Exhibit 1: Second Amendment to Ground Lease for Raw Water Pipeline

RESOLUTION NO. WWSS-05-23

RESOLUTION AMENDING THE GROUND LEASE FOR RAW WATER PIPELINE AGREEMENT
 WITH THE CITY OF WILSONVILLE

WHEREAS, in March of 2018, the Tualatin Valley Water District and the City of Hillsboro entered into a lease agreement, Ground Lease for Raw Water Pipeline (Ground Lease), with the City of Wilsonville (Wilsonville) for the construction, operation, and maintenance of the PLM_1.0 pipeline; and

WHEREAS, the Willamette Water Supply System Intergovernmental Agreement (Agreement) between Tualatin Valley Water District (TVWD), the City of Hillsboro (Hillsboro), and the City of Beaverton (Beaverton) (collectively, Members) created the WWSS Commission, an ORS Chapter 190 intergovernmental entity, effective July 1, 2019, to exercise the powers and duties set forth in the Agreement; and,

WHEREAS, the interests and obligations of the Tualatin Valley Water District and the City of Hillsboro have since been assigned to, and assumed by, the recently formed Willamette Water Supply System Commission (“Commission”); and

WHEREAS, the parties desire to amend the Ground Lease for the second time, to include an additional form of security deposit ; and

NOW, THEREFORE, BE IT RESOLVED BY THE WILLAMETTE WATER SUPPLY SYSTEM COMMISSION THAT:

Section 1: Second Amendment to Ground Lease for Raw Water Pipeline between City of Wilsonville and Willamette Water Supply System Commission effective May 1, 2023, attached hereto as Exhibit 1 and incorporated herein by this reference, is approved.

Section 2: The General Manager is hereby directed to work with the Commission’s legal counsel and Wilsonville to finalize this amendment to the Ground Lease, including by making any non-substantive changes to the form and format, and is authorized to execute the Agreement on behalf of the Commission.

Approved and adopted at a regular meeting held on the 1st day of June 2023.

James Duggan, Chair

David Judah, Vice Chair

Willamette Water Supply System Commission

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**CITY OF WILSONVILLE
SECOND AMENDMENT TO
GROUND LEASE FOR RAW WATER PIPELINE**

This Second Amendment to Ground Lease (“Second Amendment”) is effective the 1st day of May 2023 (“Effective Date”), by and between the **City of Wilsonville**, a duly chartered home rule municipal government of the State of Oregon (“Lessor”), and the **Willamette Water Supply System Commission**, an Oregon intergovernmental entity (“Lessee”), successor in interest to the **City of Hillsboro** (“Hillsboro”), a duly chartered home rule municipal government of the State of Oregon, and the **Tualatin Valley Water District** (“TVWD”), a duly organized water supply district under ORS Chapter 264, upon the terms and conditions set forth below.

RECITALS

WHEREAS, Lessor entered into a Ground Lease for Raw Water Pipeline (“Lease”) with Hillsboro and TVWD on March 21, 2018, relating to the raw water transmission pipeline project (“Project”); and

WHEREAS, pursuant to Section 20.2 of the Lease, TVWD, Hillsboro, and the City of Beaverton formed the Willamette Water Supply System Commission (“WWSS Commission”), an ORS Chapter 190 entity, by agreement effective July 1, 2019, which agreement assigned all of Hillsboro’s and TVWD’s rights under the Lease to the WWSS Commission; and

WHEREAS, Lessor and Lessee entered into a First Amendment to Ground Lease for Raw Water Pipeline on September 2, 2021 to amend Section 7.29 of the Lease and to acknowledge the assignment of the Lease to the WWSS Commission; and

WHEREAS, Lessor and Lessee continue to work together to achieve a successful Project; and

WHEREAS, to that end, Lessor and Lessee have agreed that certain changes to Section 5.5.3 of the Lease should be made;

NOW, THEREFORE, in consideration of these mutual promises and the terms and conditions set forth herein, the parties agree as follows:

AGREEMENT

The Lease is amended as follows:

Section 1. Changes to Security Deposit

Subsection 5.5.3 of the Lease shall be modified as identified in the *italics* below:

“5.5.3. Form of Security Deposit. The Security Deposit must be *either (a) in the form of a continuously maintained irrevocable standby letter of credit (the “Letter of Credit”), drawn on a bank reasonably acceptable to Lessor, in a form reasonably acceptable to Lessor, and with drawing instructions reasonably acceptable to Lessor; or (b) in the form of a deposit held jointly in state investment pool (LGIP) with power of attorney held by Lessor for the sequestered deposit.*”

Subsection 5.5.4 of the Lease shall be modified as identified in the *italics* below:

“5.5.4. Use of Security Deposit. The Security Deposit secures Lessee’s full and faithful performance and observance of all of Lessee’s obligations under this Lease and under any other written agreement between Lessee and Lessor specifically referring to the Security Deposit. Lessor may, but will not be obligated to, after ten (10) Business Days’ advance written notice is delivered to Lessee in accordance with **Section 18**, draw on and apply the Security Deposit to: (a) pay any delinquent Rent not paid within the applicable time period; and/or (b) remedy any violation of this Lease Lessee has failed to timely cure, as provided in **Subsection 13.1.3**. Lessor may additionally draw on the entire Security Deposit immediately, without notice to Lessee, upon receipt of a notice of nonrenewal of *either the Letter of Credit or the LGIP*. If Lessor applies any of the Security Deposit to any of the above, Lessee will, immediately upon demand, replenish the Security Deposit to its full amount. If Lessee fully performs all of its obligations under this Lease, any Security Deposit then in effect may be cancelled within thirty (30) days after the Expiration Date or earlier termination of this Lease and delivery of the restored Lease Area back to Lessor, including removal of the pipeline, as described in **Section 12**. However, if a reasonable question exists concerning Lessee’s full compliance with this Lease, or if there is any obligation under this Lease to be performed after the Expiration Date or earlier termination of this Lease, Lessor may require that the Security Deposit remain in place until Lessor is satisfied that there has been no violation of this Lease and all obligations due under this Lease have been fully performed, even if it takes Lessor longer than thirty (30) days to make such a determination to Lessor’s reasonable satisfaction.”

Section 2. All Other Terms

All of the other terms and conditions of the Lease and the First Amendment shall remain in full force and effect, as therein written. Unless otherwise defined herein, the defined terms of the Lease shall apply to this Second Amendment.

The Lessor and Lessee hereby agree to all provisions of this Second Amendment.

CITY OF WILSONVILLE, by and through
its elected officials

APPROVED AS TO LEGAL FORM:

By: _____
Bryan Cosgrove, City Manager

By: _____
Amanda R. Guile-Hinman, City Attorney

STATE OF OREGON)
) ss.
County of Clackamas)

This instrument was acknowledged before me on _____, 2023, by Bryan Cosgrove, as City Manager of the City of Wilsonville.

Notary Public – State of Oregon

WILLAMETTE WATER SUPPLY SYSTEM COMMISSION,

by and through its elected officials

APPROVED AS TO LEGAL FORM:

By: _____
David Kraska, General Manager

By: _____
Tommy A. Brooks, Commission Attorney

STATE OF OREGON)
) ss.
County of Washington)

This instrument was acknowledged before me on _____, 2023, by David Kraska, as General Manager of the Willamette Water Supply System Commission.

Notary Public – State of Oregon

Willamette Water Supply System Commission

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Willamette Water Supply
Our Reliable Water

**4.B. Adopt PLM_1.3 Wilsonville Ground Lease
Amendment 2 – *Justin Carlton***

**WWSS Commission Board Meeting
June 1, 2023**

1

4.B. Requested Board Action

Consider adopting Resolution No. WWSS 05-23 amending the Ground Lease for Raw Water Pipeline Agreement with the City of Wilsonville.

2

Willamette Water Supply System Commission

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**Willamette Water Supply System Commission
Board Meeting**

June 1, 2023
