RESOLUTION NO. 16-02-10

A RESOLUTION OF THE VILLAGE COUNCIL OF ISLAMORADA, VILLAGE OF ISLANDS, FLORIDA APPROVING CHANGE ORDER NO. 12 TO THE DESIGN BUILD AND OPERATE (DBO) AGREEMENT BETWEEN ISLAMORADA, VILLAGE OF ISLANDS AND REYNOLDS WATER ISLAMORADA, LLC, PROVIDING FOR REVISIONS TO THE DESIGN/BUILD WORK; AUTHORIZING VILLAGE OFFICIALS TO IMPLEMENT THE TERMS AND CONDITIONS OF CHANGE ORDER NO. 12; AUTHORIZING THE VILLAGE MANAGER TO EXPEND BUDGETED FUNDS; AUTHORIZING THE VILLAGE MANAGER TO EXECUTE CHANGE ORDER NO. 12; AND PROVIDING FOR AN EFFECTIVE DATE

WHEREAS, on August 21, 2012, the Village entered into a Design Build and Operate (DBO) Agreement with Reynolds Water Islamorada, LLC ("Reynolds") to provide design, construction and operation of a Village-wide wastewater system ("DBO Agreement"); and

WHEREAS, Article X “Changes in the Design/Build Work” of the DBO Agreement provides for changes, modifications, and additions to the Design/Build Work; and

WHEREAS, the Village Owners Representative Team ("ORT"), Village Staff, and Reynolds have identified various changes, modifications, and additions, including modification to the schedule and sequencing of the Design/Build Work; and

WHEREAS, Change Order No. 12 provides for inclusion of those identified changes, modifications, and additions into the Design/Build Work; and

WHEREAS, the Village Council finds that approval of Change Order No. 12 to the DBO Agreement between the Village and Reynolds, attached hereto as Exhibit “1”, is in the best interest of the Village and its residents.
NOW, THEREFORE, BE IT RESOLVED BY THE VILLAGE COUNCIL OF
ISLAMORADA, VILLAGE OF ISLANDS, FLORIDA, AS FOLLOWS:

Section 1. Recitals. The above recitals are true and correct and incorporated
into this Resolution by this reference.

Section 2. Approval of Change Order. The Village Council of Islamorada, Village
of Islands, hereby approves Change Order No. 12 between the Village and Reynolds, a copy of
which is attached hereto as Exhibit “1”, together with such non-material changes as may be
acceptable to the Village Manager and approved as to form and legality by the Village Attorney.

Section 3. Authorization of Village Officials. The Village Manager and/or her
designee and the Village Attorney are hereby authorized to take all actions necessary to implement
the terms and conditions of Change Order No. 12.

Section 4. Authorization of Fund Expenditure. Notwithstanding the limitations
imposed upon the Village Manager pursuant to the Village’s Purchasing Procedures Ordinance, the
Village Manager is authorized to expend budgeted funds to implement the terms and conditions of
Change Order No. 12.

Section 5. Execution of Change Order. The Village Manager is authorized to
execute Change Order No. 12 on behalf of the Village, to execute any required agreements
and/or documents to implement the terms and conditions of Change Order No. 12 and to
authorize any further acts necessary to implement the terms thereof, subject to approval as to
form and legality by the Village Attorney.

Section 6. Effective Date. This Resolution shall take effect immediately upon
adoption.
Motion to adopt by Councilman Dennis Ward, second by Councilman Chris Sante.

FINAL VOTE AT ADOPTION
VILLAGE COUNCIL OF ISLAMORADA, VILLAGE OF ISLANDS:

Mayor Deb Gillis  YES
Vice Mayor Jim Mooney  YES
Councilman Mike Forster  YES
Councilman Chris Sante  YES
Councilman Dennis Ward  YES

PASSED AND ADOPTED this 25th day of FEBRUARY, 2016.

DEB GILLIS, MAYOR

ATTEST:

KELLY TOOTH, VILLAGE CLERK

APPROVED AS TO FORM AND LEGALITY
FOR THE USE AND BENEFIT OF
ISLAMORADA, VILLAGE OF ISLANDS ONLY

ROGET V. BRYAN, VILLAGE ATTORNEY
Bysigningbelowthe partiesindicateacceptanceofthis ChangeOrderassetforthherein.

This Change Order constitutes full, final, and complete compensation to the Company for all costs, expenses, overhead, and profit that the Company may incur in connection with the above referenced changes to the Design/Build Work, and any other effect on any of the Design/Build Work under the DBA Agreement. The Company acknowledges and agrees that (a) the Design/Build Price under the DBA Agreement will be changed by this Change Order, (b) the Project Schedule and Contract Time for performance of the Design/Build Work for design and construction of the Wastewater Facilities will be changed by this Change Order. Except as herein or heretofore expressly modified, all terms of the DBA Agreement shall remain in full force and effect and shall cover the performance of, and payment for, any changes in the Design/Build Work authorized hereunder. Any defined terms not defined in this Change Order shall have the meanings set forth in the DBA Agreement.

By signing below the parties indicate acceptance of this Change Order as set forth herein.

[Signatures Follow on the Next Page]
VILLAGE/OWNER:

ISLAMORADA, VILLAGE OF ISLANDS
a Florida municipal corporation

By: [signature]
Name: Maria I Aquilar
Title: Village Manager
Date Executed: 2/29/2016

ATTEST:

[signature]
Village Clerk

Approved as to form and legal sufficiency for the use and benefit of Islamorada, Village of Islands:

Village Attorney

COMPANY:

REYNOLDS WATER ISLAMORADA, LLC
a Delaware Limited Liability Company

By: [signature]
Name: Les Archer
Title: President
Date Executed: 3/10/2016
### EXHIBIT “A”

### CHANGE ORDER NO. 12

<table>
<thead>
<tr>
<th>Date of Change Order:</th>
<th>February 25, 2016</th>
</tr>
</thead>
<tbody>
<tr>
<td>Title of Change Order:</td>
<td>Miscellaneous Scope of Work Revisions</td>
</tr>
<tr>
<td>Original Design/Build Price:</td>
<td>$90,900,000.00</td>
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<tr>
<td>This Change Order Value:</td>
<td>($782,272.32) Decrease in Design/Build Price</td>
</tr>
<tr>
<td>Value of Previous Change Orders:</td>
<td>$8,372,615.60 (With Phase 1 and Phase 2 of Paving Work)</td>
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<tr>
<td>Current Design/Build Price (including this CO):</td>
<td>$98,312,422.26 (with Phase 1 and Phase 2 Paving Work)</td>
</tr>
</tbody>
</table>

Up to a maximum lump sum amount of $9,087,622.58 should Village authorize all private roads within Phase 3 of Paving Work.

<table>
<thead>
<tr>
<th>Original Project Completion Dates:</th>
<th>Substantial: June 1, 2015</th>
<th>Final: December 1, 2015</th>
</tr>
</thead>
<tbody>
<tr>
<td>Changes in Contract Time from this Change Order:</td>
<td>Substantial: 20 Days</td>
<td>Final: 121 Days</td>
</tr>
<tr>
<td>Previous Changes in Contract Time:</td>
<td>Substantial: 151 Days</td>
<td>Final: 0 Days</td>
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<tr>
<td>Current Project Completion Date as to Paving Work only (including CO No. 2):</td>
<td>Substantial: April 15, 2016</td>
<td>Final: May 29, 2016</td>
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<tr>
<td>Project Completion Date as to Additional or Modified Work in Items 3, 4, 7, 8, and 10 (CO No. 12):</td>
<td>Substantial: April 15, 2016</td>
<td>Final: May 29, 2016</td>
</tr>
<tr>
<td>Project Completion Date as to Grinder Pump Work in CO No. 5 and CO No. 10:</td>
<td>Substantial: April 15, 2016</td>
<td>Final: May 29, 2016</td>
</tr>
<tr>
<td>Project Completion Date as to Randall Adams Subdivision Work in CO No. 11:</td>
<td>Substantial: April 15, 2016</td>
<td>Final: May 29, 2016</td>
</tr>
</tbody>
</table>
DESCRIPTION OF CHANGE(S) IN DESIGN/BUILD WORK AND/OR CONTRACT TIME;
SCOPE OF WORK:

This Change Order No. 12 consists of twelve (12) items of work. The Scope of Work for each of these items of work included in this Change Order No. 12 shall be incorporated into the Design/Build Work as follows:

Item No. 1 – Deductive Change in the Design/Build Price reflecting Owner Direct Purchase Items from AIRVAC/Bilfinger and Fortiline Waterworks from February 1, 2015 through August 20, 2015

Direct purchase of equipment and materials has been made by the Village pursuant to the First Amendment to the DBO Agreement, Appendix 25, the Owner Direct Purchase Program. This deductive change incorporates Village Direct Purchase Items, including calculated sales tax, for equipment and materials furnished by AIRVAC/Bilfinger and Fortiline Waterworks as shown in attached material tracking sheets Exhibit B.

Item No. 2 – Remobilization costs related to Construction Change Request No. 31, Interim Source Removal Activities to address a Regulated Site Condition in Lower Matecumbe Key

Remobilize crews to complete the installation, testing and flushing of vacuum sewer main and associated paving and restoration work delayed by Interim Source Removal Activities, related to a Regulated Site Condition encountered at Toll Gate Shores Drive in LMK (CCR No. 31).

Item No. 3 – Construction Change Request No. 33 - Design and Construction Costs to abandon existing deficient vacuum connections and serve Coral Shores High School (CSHS) and Creekside Inn by LPFM

Abandon existing vacuum service connections and design, permit, and construct grinder pump stations and low pressure force main (LPFM) service to Coral Shores High School and Creekside Inn Apartments (South) located in the North Plantation Key Collection System as described in Construction Change Request No. 33 and attached as Exhibit C.

Item No. 4 – Construction Change Request No. 34 - Design and Construction Improvements to the Existing Vacuum Sewer Main at Woods Ave. (NPK)

Design, permit, and construct vacuum sewer main at Woods Avenue, between Azalea Street and S. Gardenia Street in the North Plantation Key Collection System to improve performance of the system as described in Construction Change Request No. 34 and attached as Exhibit D.

Item No. 5 – Utility relocations at the SPK and UMK Vacuum Pump Station Sites

Relocate existing Village Municipal Complex primary electrical utilities at the SPK Vacuum Pump Station site and existing Islander Resort Waste Package Plant electrical and wastewater services at the UMK Vacuum Pump Station site.

Item No. 6 – Middle Plantation Key US-1 Vacuum and LPFM Bid/Build changes related to existing utility conflicts and Right of Way Permitting

The Contractor’s work on the Bid/Build Middle Plantation Key (MPK2) vacuum and low pressure force main in the US-1 right-of-way was impacted due to conflicts with existing utilities and required FDOT permit updates.
Item No. 7 – Furnish and Install Grinder Pump Service Lateral Connections, 1.25-inch dia.  
(Supplemental to Change Order No. 5, Work Item 4)

Supplement to the existing Change Order No. 5, Work Item 4, Contract Unit Quantities with an additional 16,000 L.F. of 1.25-inch dia. Grinder Pump Service Lateral Connection, furnished and installed, and ready to be placed into operation. Price will be paid for per linear foot as detailed in the Change Order No. 5, Scope of Work. Costs incurred by these changes are offset by the property owner’s direct payments to the Village.

Item No. 8 – Furnish and Install a 35 L.F. section of 6-inch dia. PVC Gravity Service Lateral to Connect Residential Grinder Pump (RGP) Low Pressure Service to an AIRVAC Vacuum Valve Pit.

Furnish and install a 35 L.F. section of 6-inch dia. PVC gravity sewer service lateral including connection to the existing gravity service and proposed low pressure service lateral at those residential properties served by the vacuum collection sewer and approved for inclusion in the Residential Grinder Pump Program. The Work will be paid for per each as detailed on attached Exhibit E. Costs incurred by these changes are offset by the property owner’s direct payments to the Village.

Item No. 9 – Resident requested changes to service point of connection
Incorporated into the DBO Agreement is the relocation of service lead point-of-connection as requested by the residents. The unit rate costs related to the service lead relocations are defined in Appendix 26 of the DBO Agreement. Costs incurred by these changes are offset by the property owner’s direct payments to the Village. A summary of the resident requested changes is shown on attached Exhibit F.

Item No. 10 – Construct Alternate Wastewater Points of Connection for 127 Madeira and 81990 Overseas Highway

Design, furnish, and install alternate wastewater service points of connection for the properties located at 127 Madeira and 81990 Overseas Highway in Upper Matecumbe Key. Work includes all labor, material, and equipment necessary to install 6-inch gravity sewer lateral, cleanouts, restoration, and an associated utility easement.

Item No. 11 – Construct site earth retaining wall at the Lower Matecumbe Vacuum Pump Station

Design, furnish, and install a reinforced concrete earth retaining wall with aluminum handrail at the Lower Matecumbe Key Vacuum Pump Station site. The wall was required in order to utilize the site and limit facility encroachments on adjacent submerged/protected lands. Costs include all design, excavation, reinforcement steel, forming, concrete, free draining granular material (float stone) backfill, aluminum hand rail, and finishes necessary to complete the Work as shown on the design drawings.

Item No. 12 – Delete Landscape Plantings and Fencing from the DBO Agreement Scope of Work for the SPK, UMK, and LMK Vacuum Pump Station Sites

Delete landscape plantings and site perimeter fencing at the SPK, UMK, and LMK Vacuum Pump Station sites. The balance of the approved landscaping will installed by the Village independent of the DBO Agreement. The value of the deleted landscape plantings, less completed sod restoration work, shall be deducted from the Design/Build Price.
Item No. 1 – Deductive change in the Design/Build Price Reflecting Payment of Owner Direct Purchase Items from AIRVAC/Bilfinger and Fortiline Waterworks between February 1, 2015 and August 20, 2015

On December 12, 2012, the Village and Reynolds Water Islamorada, LLC amended the DBO Agreement to incorporate an Owner Direct Purchase Program which would enable the Village to be exempt from sales tax on the direct purchase of materials and equipment for the Project in accordance with Section 212.08(6), Florida Statutes, and Rule 12A-1.094, Florida Administrative Code. The value of this deductive change reflects the costs provided in the RWI pricing agreements with AIRVAC/Bilfinger and Fortiline Waterworks, plus sales tax, for material and/or equipment delivered to the Project and paid for directly by the Village from February 1, 2015 through August 20, 2015. The Owner Direct Purchase Material costs paid through this period includes $1,671,356.44 for materials and/or equipment and a $100,431.39 sales tax exemption which results in a combined net reduction to the Design/Build Price of $1,771,787.83.

Item No. 2 – Remobilization costs related to Construction Change Request No. 31, Interim Source Removal Activities to address a Regulated Site Condition in Lower Matecumbe Key (LMK)

A Regulated Site Condition encountered at Toll Gate Shores Drive in LMK required FDEP mandated Interim Source Removal Activities at the site. The Work required to complete the Interim Source Removal Activities was addressed under previously approved Change Order No. 11 (CCR 31). Costs incorporated in CCR 31 specifically excluded remobilization/increased restoration costs because the extent of removal activities and associated timeframe had not yet been determined. With the completion of source removal activities, the contractor remobilized crews to complete the installation of vacuum sewer main, testing, restoration, and paving of the area of work delayed by the Regulated Site Condition. The net addition to the Design Build Price is $3,500.00.

Item No. 3 – Construction Change Request No. 33 - Design and Construction Costs to abandon existing deficient vacuum connections and serve Coral Shores High School (CSHS) and Creekside Inn Apartments by LPFM

Replacement of the existing Roediger valve pits that serve the CSHS is required due to high flows which result in valve controller failures and consequently pit overflows at this location. Removal of the CSHS from the vacuum collection system at this location is also required due to the undersized vacuum main at this location. The size of the existing vacuum main precludes the installation of a buffer tank to serve the property.

The Creekside Inn Apartments is a 15-unit apartment complex w/ an outdoor laundry located on Old Highway in the North Plantation Key service area. The existing vacuum valve pit that serves Creekside Apartments (South) also provides service for the Maid to Order Restaurant. Replacement of the pit is required due to the high flows experienced with this service connection that result in pit overflows and backups in the system at this location. The size of the existing vacuum main precludes the installation of a buffer tank to serve the property.

The net addition to the Design Build Price for this Work is $213,097.36.

Item No. 4 – Construction Change Request No. 34 - Design and Construction Improvements to the Existing Vacuum Sewer Main at Woods Ave. (NPK)
Redesign of the existing 4-inch vacuum main along Woods Avenue is required to address the loss of vacuum in the system due to “waterlogging” of pipes along Woods Avenue and Azalea Street which Severn Trent Operations is encountering on a regular basis. System improvements will involve the rerouting of flows on Woods Ave. directly to Gardenia Street. The net addition to the Design Build Price for this Work is $57,682.00.

Item No. 5 – Utility relocations at the SPK and UMK Vacuum Pump Station Sites

Existing undocumented underground electrical and wastewater utility services were encountered during the design and construction phases of the SPK and UMK Vacuum Pump Station Buildings. The existing facilities directly impacted construction of the building foundations and were relocated by the Contractor in order to expedite construction. The net addition to the Design Build Price for this Work is $20,383.11.

Item No. 6 – Middle Plantation Key US-1 Vacuum and LPFM Bid/Build changes related to existing utility conflicts and Right-of-Way Permitting

The alignment of existing underground water and communications utilities field located by the Contractor and utility companies were found to be inconsistent with the plan locations and utility drawings at several locations. As the conflicts were encountered, alternate pipe elevations/alignments for the new collection sewer were required to maintain the design intent of the system. Additional mobilizations were also required by the Contractor to complete sections of the LPFM collection sewer due to ROW permitting scope changes. The net addition to the Design Build Price for the Work is $96,407.00

Item No. 7 – Furnish and Install Grinder Pump Service Lateral Connections, 1.25-inch dia. (Supplemental to Change Order No. 5, Work Item 4)

The additional unit quantity for low pressure lateral service supplements the current unit quantity provided in Change Order No. 5, Work Item 4. The net addition to the Design Build price for this contingency item is $400,000.00. The cost increase to the Project is offset by property owner direct payment to the Village.

Item No. 8 – Furnish and Install a 35 L.F. section of 6-inch dia. PVC Gravity Service Lateral to Connect Residential Grinder Pump (RGP) Low Pressure Service to an AIRVAC Vacuum Valve Pit.

The installation of the PVC gravity sewer service lateral will serve to attenuate the direct flows to vacuum valve pits from those properties served by vacuum collection sewer but qualify for a grinder pump under the RGP Program due to distance/elevation constraints on the sites. The net addition to the Design Build Price for this contingency item is $78,000.00. The cost increase to the Project is offset by property owner direct payment to the Village.

Item No. 9 – Resident requested changes to service point of connection

Resident requested changes to relocate the wastewater service point-of-connection shown on the Issued for Construction drawings have been made pursuant to Appendix 26 of the DBO Agreement. Village approved standardized unit costs were used by the Contractor to assess costs to relocate the service lead locations. All costs to relocate service leads have been paid to the Village by the requesting property owner. The net addition to the Design Build Price is $11,660.00. The costs increase to the Project is offset by the property owner direct payment to the Village.
Item No. 10 – Construct Alternate Wastewater Points of Connection for 127 Madeira and 81990 Overseas Highway

In order to secure a required utility easement to provide service to 127 Madeira, the location of wastewater connections for the two properties was modified. The net addition to the Design Build Price for this Work is $4,400.00.

Item No. 11 – Construct site earth retaining wall at the Lower Matecumbe Vacuum Pump Station

Appendix 1 of the DBO Agreement identifies the proposed site for the LMK Vacuum Pump Station(VPS) at the corner of Gulfview and Lakeview Drives. During the property acquisition phase, the Village selected the current vacuum pump station site adjacent to the LMK Fire Station. This alternate site required construction of a retaining wall to minimize environmental impacts. A retaining wall would not have been required at the site identified in the DBO Agreement. The net addition to the Design Build Price for this Work is $147,886.04.

Item No. 12 – Delete Landscape Plantings and Fencing from the DBO Agreement Scope of Work for the SPK, UMK, and LMK Vacuum Pump Station Sites

Excluding sod restoration, landscape plantings at the vacuum pump station sites will be installed by the Village in order to have control over specific site plantings. Site perimeter fencing included in the DBO Agreement scope of work will be deleted at the SPK, UMK, and LMK Vacuum Pump Station Sites. Elimination of the fencing is due to the nature of the sites ultimately selected for the station. This change will result in a net reduction to the Design build Price of $43,500.00.

SCHEDULE:

This Change Order No. 12 modifies the Project Completion Dates for the Design/Build Work by (i) extending the Substantial Completion Date and Final Completion Date of the Project for the entirety of the Wastewater Facilities, and (ii) establishes Substantial Completion Dates and Final Completion Dates for additional or modified work or portions of the Wastewater Facilities as follows:

1. **Substantial Completion Date.** The parties acknowledge and agree that Substantial Completion Date for the Wastewater Facilities or the Design/Build Work occurred on November 20, 2015 (except for the additional or modified work described in section 3 herein below). The "Substantial Completion Date" in Section 1.1 (Definitions) of the DBO Agreement is hereby extended from October 31, 2015 to November 20, 2105, and replaced with the definition of "Substantial Completion Date" as follows:

   "Substantial Completion Date" means the date on which Substantial Completion of the Project or the entirety of the Wastewater Facilities occurs or is deemed to have occurred under Section 6.16, but shall be no later than November 20, 2015.

2. **Final Completion Date.** The "Final Completion Date" in Section 1.1 (Definitions) of the DBO Agreement for the Wastewater Facilities or the Design/Build Work is hereby extended from December 1, 2015 to March 31, 2016 (except for the additional or modified work described in section 3 herein below), and replaced with the definition of "Final Completion Date" as follows:

   "Final Completion Date" means the date on which Final Completion of the Wastewater Facilities occurs or is deemed to have occurred in accordance with Section 6.18. The
required date for Final Completion of the Design/Build Work for the Wastewater Facilities shall be set forth in the Project Schedule, but shall not be later than March 31, 2016.

3. **Required Substantial Completion Date and Final Completion Date for Additional or Modified Design/Build Work:** The DBO Agreement is hereby amended to establish and require Substantial Completion (as defined and set forth in Section 6.16 of the DBO Agreement) by the agreed upon Substantial Completion Dates for additional or modified work to the scope of the Design/Build Work as follows:

   (i) **Grinder Pump Work Pursuant to Change Order Nos. 5 and 10; Substantial Completion Date of April 15, 2016 and Final Completion Date of May 29, 2016.** Change Order No. 5 to the DBO Agreement dated May 22, 2014 added to the Design/Build Work the furnishing and installation of Grinder Pump Stations and Grinder Pump Service Lateral Connections for residential properties with up to four (4) Equivalent Dwelling Units. Change Order No. 10 to the DBO Agreement dated November 6, 2014 added to the Design/Build Work the furnishing and installation of residential duplex sized Grinder Pump Stations and Grinder Pump Service Lateral Connections for residential properties with greater than four (4) Equivalent Dwelling Units and served with a duplex-sized Grinder Pump Station (the grinder pump work set forth in CO No. 5 and CO No. 10 shall hereinafter be collectively referred to as the “Grinder Pump Work”). The Substantial Completion Date for the Grinder Pump Work shall be no later than April 15, 2016. The Final Completion Date for the Grinder Pump Work shall be no later than May 29, 2016.

   (ii) **Randall Adams Subdivision Work Pursuant to Change Order No. 11; Substantial Completion Date of April 15, 2016 and Final Completion Date of May 29, 2016.** Change Order No. 11 (Item No. 4) to the DBO Agreement dated June 1, 2015 added to the Design/Build Work the furnishing and installation of a low pressure force main along Overseas Highway and private ingress/egress road to provide wastewater service to three parcels located in Randall Adams Subdivision (hereinafter collectively referred to as the “Randall Adams Subdivision Work”). The Substantial Completion Date for the Randall Adams Subdivision Work shall be no later than April 15, 2016. The Final Completion Date for the Randall Adams Subdivision Work shall be no later than May 29, 2016.

   (iii) **Additional or Modified Work Pursuant to this Change Order No. 12; Substantial Completion Date of April 15, 2016 and Final Completion Date of May 29, 2016.** Items Nos. 3, 4, 7, 8 and 10 of this Change Order No. 12 add to or modify the Design/Build Work (hereinafter collectively referred to as the “Change Order No. 12 Work”). The Substantial Completion Date for the Change Order No. 12 Work shall be no later than April 15, 2016. The Final Completion Date for the Change Order No. 12 Work shall be no later than May 29, 2016.

4. **Waiver and Release of Claims.** In consideration of the Village’s extension of the Substantial Completion Date and the Final Completion Date, and the modifications agreed to in this Change Order No. 12, the Company hereby releases the Village and expressly waives any claims or demands of any kind which the Company has or may have against the Village for additional compensation, delay, damages, or time extensions in connection with the Project and DBO Agreement on or prior to February 25, 2016.
Unless otherwise specifically modified herein, the Scope of Work described in this Change Order No. 12 will be completed within the original Project Completion Dates and Tasks shall be included in the Project Schedule to complete this Scope of Work.

COST BREAKDOWN/CHANGE IN DESIGN/BUILD PRICE:

The cost breakdown associated with Changes in the Design/Build Work in connection with the Work in this Change Order No. 12 including the deletion of and credit to the Village for work scope changes which shall receive a credit or reduction in the Design/Build Price, is as follows:

<table>
<thead>
<tr>
<th>Item No.</th>
<th>AREA</th>
<th>COST/CHANGE TO DESIGN/BUILD PRICE</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Deductive Change in the Design/Build Price reflecting Owner Direct Purchase Items from AIRVAC/Bilfinger and Fortiline Waterworks from February 1, 2015 through August 20, 2015</td>
<td>Lump Sum Decrease in Design/Build Price in the amount of ($1,771,787.83)</td>
</tr>
<tr>
<td>2</td>
<td>Remobilization costs related to Construction Change Request No. 31, Interim Source Removal Activities to address a Regulated Site Condition in Lower Matecumbe Key</td>
<td>Lump Sum Increase in Design Build Price in the amount of $3,500.00</td>
</tr>
<tr>
<td>3</td>
<td>Construction Change Request No. 33 - Design and Construction Costs to abandon existing deficient vacuum connections and serve Coral Shores High School (CSHS) and Creekside Inn by LPFM</td>
<td>Lump Sum Increase in Design/Build Price in the amount of $213,097.36</td>
</tr>
<tr>
<td>4</td>
<td>Construction Change Request No. 34 - Design and Construction Improvements to the Existing Vacuum Sewer Main at Woods Ave. (NPK)</td>
<td>Lump Sum Increase in Design/Build Price in the amount of $57,682.00</td>
</tr>
<tr>
<td>5</td>
<td>Utility relocations at the SPK and UMK Vacuum Pump Station Sites</td>
<td>Lump Sum Increase in Design/Build Price in the amount of $20,383.11</td>
</tr>
<tr>
<td>6</td>
<td>Middle Plantation Key US-1 Vacuum and LPFM Bid/Build changes related to existing utility conflicts and Right of Way Permitting</td>
<td>Lump Sum Increase in Design/Build Price in the amount of $96,407.00</td>
</tr>
<tr>
<td>7</td>
<td>Furnish and Install Grinder Pump Service Lateral Connections, 1.25-inch dia. (Supplemental to Change Order No. 5, Work Item 4)</td>
<td>Lump Sum Increase in Design/Build Price in the amount of $400,000.00</td>
</tr>
<tr>
<td>8</td>
<td>Furnish and Install a 35 L.F. section of 6-inch dia. PVC Gravity Service Lateral to Connect Residential Grinder Pump (RGP) Low Pressure Service to an AIRVAC Vacuum Valve Pit.</td>
<td>Lump Sum Increase in Design/Build Price in the amount of $78,000.00</td>
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<tr>
<td>9</td>
<td>Resident requested changes to service point of connection</td>
<td>Lump Sum Increase in Design/Build Price in the amount of $11,660.00</td>
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<tr>
<td>10</td>
<td>Construct Alternate Wastewater Points of Connection for 127 Madeira and 81990 Overseas Highway</td>
<td>Lump Sum Increase in Design/Build Price in the amount of $4,400.00</td>
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<tr>
<td>11</td>
<td>Construct site earth retaining wall at the Lower Matecumbe Vacuum Pump Station</td>
<td>Lump Sum Increase in Design/Build Price in the amount of $147,886.04</td>
</tr>
<tr>
<td>12</td>
<td><strong>Delete Landscape Plantings and Fencing from the DBO Agreement Scope of Work for the SPK, UMK, and LMK Vacuum Pump Station Sites</strong></td>
<td><strong>Lump Sum Decrease in Design/Build Price in the amount of ($43,500.00)</strong></td>
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<tr>
<td><strong>TOTAL</strong></td>
<td></td>
<td><strong>Lump Sum Decrease in Design/Build Price of ($782,272.32)</strong></td>
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</table>

The Company shall incorporate the work in this Change Order No. 12 as part of the Design/Build Work into an updated Schedule of Values in sufficient detail to allow the Village to adequately assess the amount of work completed on a monthly basis. Payment will be made in accordance with Article IX of the Agreement.
Islamorada, Village of Islands  
Design, Build, Operate Agreement for  
Wastewater Collection and Transmission

Change Order No. 12

Exhibit “B”
<table>
<thead>
<tr>
<th>Description</th>
<th>Fortline</th>
<th>AIRVAC</th>
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<tr>
<td>Sum of Vendor Invoices Using RWI Unit Pricing (Material Delivered and Paid for Through 9/20/15)*</td>
<td>$837,698.44</td>
<td>$833,658.00</td>
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<td>Less Handling Fee</td>
<td>$</td>
<td></td>
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<tr>
<td>Total Taxable Value</td>
<td>$837,698.44</td>
<td>$833,658.00</td>
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<td>Total Deductible Change</td>
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2/19/2016 4:49 PM
Islamorada, Village of Islands
Design, Build, Operate Agreement for
Wastewater Collection and Transmission

Change Order No. 12

Exhibit "C"
CONSTRUCTION CHANGE REQUISITION
Request for Quotation

No. 33

<table>
<thead>
<tr>
<th>Project: Wastewater Collection and Transmission DBO</th>
<th>Job No.: ISL 2009-04K</th>
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<tr>
<td>Sub-Project: Coral Shores High School &amp; Creekside Apartments Valve Pit Replacements w/ Grinder Pumps</td>
<td>Date: June 11, 2015</td>
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<tr>
<td>Contractor: Reynolds Water Islamorada, LLC</td>
<td>Prepared by: Dan Burden</td>
</tr>
<tr>
<td>Telephone No.: (305) 414-8356</td>
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Description or Work:
The purpose of this change is to: (1) replace the two existing vacuum valve pits (VC-34-1 and VC-34-2), located in the right-of-way on Wrenn Drive that serve Coral Shores High School (CSHS), with a duplex grinder pump station and connecting the pump station with the existing 6-inch low pressure force main located on Old Highway near the intersection of Wrenn Drive, and (2) replace an existing vacuum valve pit (VC-45-1) located in the right-of-way of Old S.R. 4A that presently serves Creekside Apartments (South) in the North Plantation Key service area with a duplex grinder pump station and connecting the grinder pump service lateral with the existing 6-inch force main that terminates approximately 1,200 LF south along the Village right-of-way of Old S.R. 4A. See the attached as-built drawings for the existing locations of the vacuum pits at CSHS and Creekside Apartments and the force main locations.

The Contractor will be responsible for designing and constructing the grinder pump station and the required low pressure force main and appurtenances needed for connecting each property location with the existing 6-inch force main, providing the required electric power to each installed grinder pump station, obtaining all required permits, completing all required bypass pumping during construction, removing and/or abandoning the existing vacuum valve pits, terminating existing vacuum connections at each designated locations, and completing all in-kind restoration of existing landscaping and pavement. Design drawings for each service connection modification shall be provided to the ORT for review and comment prior to construction. Vacuum valves and controllers at each existing valve pit will be returned to the Owner (or Severn Trent Services).

Reason:
Replacement of the existing Roediger valve pits that serve the CSHS is required due to high flows which result in valve controller failures and consequently pit overflows and backups at this location. Removal of the CSHS from the vacuum main at this location is also required due to the undersized vacuum main at this location.

The Creekside Apartments is a 15-unit apartment complex w/ an outdoor laundry located on Old Highway in the North Plantation Key service area. The existing vacuum valve pit that serves Creekside Apartments (South) also provides service for the Maid to Order Restaurant. Replacement of the pit is required due to the high flows experienced with this service connection that result in pit overflows and backups in the system at this location.

Comments:
The Contractor is required to provide a cost estimate to design, permit and construct the above referenced work. Attachments include as-builds, water usage records and average ADFs for CSHS, and EDU information for Creekside Inn.

Recommended By: Owner's Representative

Accepted By: Village Contract Administrator

Received By: Company Representative

Fax No.: Telephone No.:
Islamorada, Village of Islands
Design, Build, Operate Agreement for
Wastewater Collection and Transmission

Change Order No. 12

Exhibit "D"
Description or Work:
The purpose of this change is to improve the performance of the existing 4-inch vacuum main which extends the length of Woods Avenue in the NPK – Phase 1 service area. The existing 4-inch vacuum main on Woods Avenue connects with the 4-inch vacuum on Azalea Street; this connection with Azalea Street will be terminated and capped between the inspection port (located at Sta 26+87.73) and the existing connection w/ Woods Avenue. The existing 4-inch vacuum main along Woods Avenue will be extended from the termination location along Azalea Street (or in close proximity) at an est. invert elevation of (-)1.2 ft. The 4-inch vacuum main from this location will be connected with approximately 225 LF of 6-inch vacuum main and tied into the existing 10-inch vacuum main which runs along S. Gardenia Street. The Contractor shall install two (2) 1.5-ft lifts along the proposed length of 6-inch vacuum main at equal distances of 100-ft on center. The 6-inch vacuum main connection at Gardenia shall be made over the top of the existing 10-inch vacuum main. The 10-inch vacuum main top of pipe elevation at the proposed connection location (approx. Sta 1+50) is estimated to equal 0.80 ft.

See the attached as-built drawings for the existing locations of the 4-inch and 10-inch vacuum mains along Woods Avenue, Azalea Street, and S. Gardenia Street.

The Contractor will be responsible for constructing the proposed vacuum main improvements, obtaining all required permits, completing all required bypass pumping during construction, terminating the existing vacuum connection at Azalea Street, and completing all in-kind restoration of existing landscaping and pavement. Design drawings for each service connection modification shall be provided to the ORT for review prior to construction.

Reason: Redesign of the existing 4-inch vacuum main along Woods Avenue in the manner described above is required due to the waterlogging that Severn Trent Operations is currently experiencing in this portion of the NPK collection system.

Comments: The Contractor is required to provide a cost estimate to design, permit and construct the above referenced work. Attachments include as-builts for the referenced vacuum main sections identified for Improvements.
Islamorada, Village of Islands
Design, Build, Operate Agreement for
Wastewater Collection and Transmission

Change Order No. 12

Exhibit "E"
Notes:
1. The 1.25-inch HDPE discharge line shall connect with the 6-inch gravity service line via a 1-1/4 inch or 2-inch stainless steel transition coupling.
2. A minimum of 35-foot length of 6-inch gravity sewer shall be used for connecting with the Village's vacuum valve pit located in the right-of-way.
3. Any additional single family residential or single building commercial connections with the vacuum valve pit with this connection type must be approved by the Village Engineer.
Figure 13-3b. Grinder Pump Station Connection with Vacuum Valve Pit (Multiple Connections)

Notes:
1. A 4-foot transitional manhole shall be used for connecting the 1.25-inch HDPE discharge line with a 6-inch gravity service line that connects with the designated vacuum valve pit located in the Village right-of-way.
2. A minimum of 35-foot length of 6-inch gravity sewer shall be used for connecting with the Village's vacuum valve pit in the right-of-way.
3. Any additional residential connections with the designated vacuum valve pit using this connection type must be approved by the Village Engineer.
Islamorada, Village of Islands
Design, Build, Operate Agreement for
Wastewater Collection and Transmission

Change Order No. 12

Exhibit “F”
## CHANGE IN DESIGN FEES TO VILLAGE

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<th>DATE</th>
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Total resident paid: $11,660.00

Total reimbolization cost: $11,660.00 as of 11/10/15