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TOWN OF MORRISON
BOARD OF TRUSTEES

RESOLUTION 2012-14

A RESOLUTION APPROVING THE THIRD AMENDMENT
TO THE INTERGOVERNMENTAL AGREEMENT
BETWEEN THE TOWN OF MORRISON AND THE
MOUNT CARBON METROPOLITAN DISTRICT DATED
OCTOBER 27, 2008

41.00

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WHEREAS, the Town of Morrison entered into an Intergovernmental Agreement with the Mount Carbon Metropolitan District on October 27, 2008 (the "Agreement") for the provision of water and wastewater service and construction of water and wastewater facilities, including a wastewater treatment plant; and

WHEREAS, the Agreement has been amended by a First Amendment dated April 21, 2009, and a Second Amendment dated April 18, 2012; and

WHEREAS, the Town of Morrison and the Mount Carbon Metropolitan District wish to amend the Agreement by this Third Amendment to set forth their agreement regarding the reuse of certain items in the construction of the wastewater treatment plant.

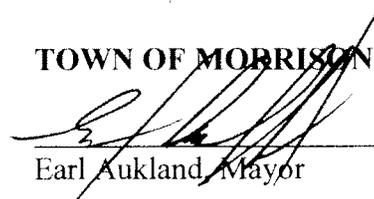
NOW THEREFORE BE IT RESOLVED BY THE BOARD OF TRUSTEES OF
THE TOWN OF MORRISON, COLORADO, THAT:

Section 1. The Third Amendment to Intergovernmental Agreement attached hereto as Attachment A, be and it hereby is approved.

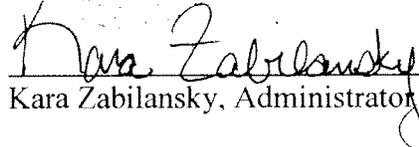
Section 2. Effective Date. This Resolution shall be effective upon its adoption by the Board of Trustees and execution by the Mayor.

INTRODUCED, READ, PASSED AND ADOPTED by the Board of Trustees of the Town of Morrison, Colorado, by a vote of 5 ayes and 0 nays, this 4th day of December, 2012.

TOWN OF MORRISON


Earl Aukland, Mayor

ATTEST:


Kara Zabilansky, Administrator / Town Clerk



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JEFFERSON COUNTY, Colorado

THIRD AMENDMENT TO INTERGOVERNMENTAL AGREEMENT

This THIRD AMENDMENT TO INTERGOVERNMENTAL AGREEMENT (the “Third Amendment”) is made and entered into as of the 4th day of December, 2012 between MOUNT CARBON METROPOLITAN DISTRICT, a quasi-municipal corporation (the “District”) and the TOWN OF MORRISON, a Colorado municipal corporation (the “Town”).

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RECITALS

- A. The District and the Town entered into an Intergovernmental Agreement as of October 27, 2008, a First Amendment to Intergovernmental Agreement dated as of April 21, 2009, and a Second Amendment to Intergovernmental Agreement dated as of April 18, 2012 (collectively, the “IGA”); and
- B. The District and the Town desire to further amend the IGA as provided herein.

COVENANTS

NOW, THEREFORE, for and in consideration of the mutual promises and covenants hereinafter set forth, the Parties agree as follows:

- 1. The District entered into a Design-Build Contract with Garney Construction for the new WWTP effective April 30, 2012 that was acceptable to the Town (the “Contract”) and the commencement of construction began on or before January 15, 2013, all as contemplated by

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the Second Amendment to IGA dated April 18, 2012. The Parties agree that the Contract and commencement of construction satisfy the timing required by the IGA.

2. The Town and the District agree that, notwithstanding any provision of the IGA to the contrary, the District and Garney Construction may incorporate all or some of the Reuse Items identified in the "Contract Interpretation Order" in Exhibit A hereof into the design and construction of the new WWTP.

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3. The Town and the District agree that the Contract shall be interpreted substantially as provided in Exhibit A hereof in order to implement the intent of this Third Amendment.

IN WITNESS WHEREOF, the Parties hereto have executed this Third Amendment to Intergovernmental Agreement this 4th day of December, 2012.



TOWN OF MORRISON

By [Signature]
Name: Earl Aukland
Title: Mayor

ATTEST:

[Signature]
Town Clerk

MOUNT CARBON METROPOLITAN DISTRICT

By [Signature]
Name: Thomas Clark
Title: President

ATTEST:

[Signature]
Secretary

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CONTRACT INTERPRETATION ORDER

THIS CONTRACT INTERPRETATION ORDER is rendered effective December 4, 2012 by the MCMD Contract Administrator pursuant to Clause 44b of the Morrison Water Reclamation Facility, Mount Carbon Metropolitan District Contract with Garney Construction effective April 30, 2012 ("Contract"). This Order is a clarification of the Contract and its attachments and it is not intended to increase or decrease the price or increase or decrease the time provided for performance of the Contract. The Contract is clarified as follows:

1. Notwithstanding any provision of the Contract to the contrary, the reuse of those items listed in Exhibit A attached hereto ("Reuse Items"), and only the Reuse Items listed in Exhibit A attached hereto, shall be permitted, subject to all of the following:

- a. That the Contractor has created a complete description, including photographs as applicable, of the Reuse Item that is the subject of the reuse and has provided those to all parties; and
- b. That for each such Reuse Item, the Contractor provides a certification by a Colorado Registered Professional Engineer ("Engineer") that: (1) the Reuse Item is suitable for reuse and the desired purpose proposed by the Contractor, (2) the Reuse Item has been inspected to the satisfaction of the Engineer to the extent required to provide this certification, and (3) the Reuse Item's reasonable useful life will meet the Project's planning period of 20 years under normal operating conditions for the Reuse Item's intended use. The certification may be limited by


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the Engineer to use and operations of the Reuse Item under normal and recommended operating procedures and circumstances. The form of the certification shall be substantially in the form provided in Exhibit B attached hereto.

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- c. This Contract Interpretation Order does not change the compensation or time for completion of the Project as provided in the Contract.
- d. Gamey-Stantec agrees that no item in Exhibit A shall be the basis for a change order.

ORDERED this 13th day of June, 20123.

MCMD CONTRACT ADMINISTRATOR

Resolute Strategies, Inc. Project Manager

By: 
C.H. Fellows, President


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**EXHIBIT A
TO CONTRACT INTERPRETATION ORDER
MORRISON WATER RECLAMATION FACILITY
APPROVED REUSE ITEMS**

Item #	Existing Item or Structure	Proposed Use	Notes
1	Digester/Aeration Basin	Digester	
2	Digester/Aeration Basin Handrail	Digester/Aeration Basin Handrail	Modifications needed for access to decant valves and digested sludge pumps; otherwise tie up existing
3	Final Clarifier	Overflow Storage Tank	
4	Final Clarifier Handrail/Fencing	Overflow Storage Tank Handrail/Fencing	Tie up existing fencing
5	Pipe Gallery	Pipe Gallery	Use in whole
6	Pipe Gallery Structural Supports	Pipe Gallery Structural Supports	Supports for Blowers and pumps and pipe supports both hanging and from floor
7	Pipe Gallery HVAC	Pipe Gallery HVAC	Inclusion of ductwork, fans and unit heaters
8	Pipe Gallery WAS/RAS Piping	Pipe Gallery WAS/RAS Piping	The drawings will represent that which will be reused/relocated to accommodate proposed process requirements
9	Pipe Gallery WAS/RAS Valves	Pipe Gallery WAS/RAS Valves	The drawings will represent that which will be reused/relocated to accommodate proposed process requirements
10	WAS/RAS Pump (Landia)	Decant/Overflow Pump (Landia)	Rework of wiring and drive. Rebuild existing Landia RAS/WAS pump and motor
11	Blower Air Piping	Blower Air Piping	Existing piping, penetrations and appurtenances reused as shown on drawings
12	Pipe Gallery Skylights	Access for equipment placement/removal	Skylights to be replaced with fixed covers
13	Pipe Gallery Stairs	Pipe Gallery Stairs	Repaint
14	Pipe Gallery Stair Enclosure	Pipe Gallery Stair Enclosure	Improvements to Siding, Roofing, Framing and structure to remain
15	Pipe Gallery Electrical Conduit & Junction Boxes	Pipe Gallery electrical conduit & Junction Boxes	No embedded conduit to be reused.
16	Pipe Gallery Lighting	Pipe Gallery Lighting	Fixtures to be reused as appropriate. Evaluate need for additional lighting due to removed skylight
17	Pipe Gallery Convenience Electrical	Pipe Gallery Convenience Electrical	Reuse of all convenience receptacles and other 120V appurtenance
18	All post digestion structures	Post digestion structures	Was not part of original scope; include holding tank, pumps and appurtenance
19	All post digestion piping	Post digestion piping	All below grade exterior piping shall remain. Connection to this piping inside the pipe gallery as shown on drawings will be made
20	All post digestion aeration	Post digestion aeration	Reconnection of 2" piping that provides air to the solids holding tank will be made. No improvements to aeration, not part of original scope
21	All post digestion electrical	Post digestion electrical	Reconnection of existing electrical for shared portable dewatering system

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EXHIBIT B

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ENGINEER'S CERTIFICATION

The undersigned has acted as an engineer for the Morrison Water Reclamation Project and hereby certifies that:

1. I am a licensed, professional engineer, duly licensed and in good standing under the laws of the State of Colorado.
2. In relation to the reuse item fully described in Exhibit A attached hereto ("Reuse Item"), I hereby certify that, in my professional opinion:
 - a. the Reuse Item is suitable for reuse and the desired purpose proposed by the Contractor,
 - b. the Reuse Item has been inspected to the satisfaction of the Engineer to the extent required to provide this certification, and
 - c. the Reuse Item's reasonable useful life will meet the Project's planning period of 20 years under normal operating conditions for the Reuse Item's intended use.

This certification concerning matters (c) and (d) above is limited to use and operation of the Reuse Item under normal and recommended operating procedures and circumstances.

The Mount Carbon Metropolitan District and the Town of Morrison may rely on this certification.

CERTIFIED THIS _____ DAY OF _____, 201__.

STANTEC CONSULTING

By _____
Registered Professional Engineer

[stamp]


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