

Waller Creek District

**ADDENDUM THREE
(BUDGET CONTRIBUTION SPLIT) -
WATERLOO PARK CONSTRUCTION PHASE PLAN**

Proposing Party: Waterloo Greenway

**waterloo
greenway**

10 June 2020

waterloo greenway

10 June 2020

Ms. Melba Whatley
Vice President
Waller Creek Local Government Corporation (LGC)

RE: Waller Creek District:
Addendum Three (Budget Contribution Split) – Waterloo Park Construction Phase Plan

Dear Melba:

Enclosed herewith you will find Addendum Three to the Waterloo Park Construction Phase Plan that shows updated budget contribution split to finish construction of Waterloo Park. The budget contribution adjustments outlined in this addendum adjust Waterloo Greenway Conservancy's portion as the organization responds to the financial impacts of the COVID-19 crisis on fundraising efforts.

Addendum Three does not increase the original Phase Plan costs and honors the professional service proposals previously approved by the LGC. In addition, Addendum Three to the Waterloo Construction Phase Plan includes the same scope and project area as outlined in the original Phase Plan. The materials in Addendum Three only show the updated exhibits, all other documentation from the originally approved phase plan and subsequent addenda remain valid.

The Joint Development Agreement, Section 3, identifies the documentation required for each proposed phase plan or addenda. The attached check-list identifies all of the submission requirements including those applicable to this addendum and where they can be found in this document.

If you have questions or concerns, please let me know and we will address them quickly.

Sincerely,

Peter Mullan
Chief Executive Officer
Waterloo Greenway
Proposing Party

Date



PHASE PLAN PROPOSAL CHECKLIST

Waller Creek District

ADDENDUM THREE

(BUDGET CONTRIBUTION SPLIT & MODIFIED SCHEDULE) – WATERLOO PARK CONSTRUCTION PHASE PLAN

PAGE #	JDA SECTION*	TOPIC	DESCRIPTION	EXHIBITS
	3.03 B.	Responding Party Review		
		Cover Letter		
		Front Cover		
		Table of Contents		
		Check List		
1	3.04 A.1	General	Exec Summary - general outline of the project	
N/A			Schedule with milestones & projected completion	
N/A			Implementation plan	
N/A	3.04 A.2 (i)	Identify Team	List all professionals and their discipline	
N/A	3.04 A.2 (ii)	Construction Delivery Method	Proposed Construction Delivery Method	
N/A	3.04 A.2 (iii)	Designate the Reviewer of Construction Schedule	Project Director or Managing Party	
N/A	3.04 A.2 (iv)	Design Material	Prelim site plans, architectural plans, elevations, other design materials	
N/A	3.04 A.3	Project Map	Map of District showing Limits of Phase Plan Area	
3,5-6	3.04 A.4	Project Budget	All Phase Plan costs including allowances and contingencies	Exhibit A (2 pages)
3		Including:	List of funding sources	
3			List where funds are to be held	
3			List constraints on use of funds	
N/A			Post construction budget - capital repairs, operating and maintenance budgets	
4	3.04 A.5	Cost Overrun Plan	Identify how any cost overruns will be funded	
N/A	3.04 A.6	Compliance with Foundational Articles	If the proposed project does not comply with the terms of the JDA, the proposed modification to the JDA is provided here	
N/A	3.04 A.7	Third Party Agreements	Outline any third-party agreements that will need to be obtained	
N/A	3.04 A.8	Procurement Process Requirements	If funded in part by the City, comply with City Code and other applicable law	
			Local Government Code Sections 252 and 271	
			Texas Transportation Code Chapter 432	
N/A	3.04 A.9	MWBE Participation	If funded in part by the City, outline plan	
N/A	3.04 A.10	Public Improvement Projects/Approvals and Permits	Identify responsibilities for obtaining approvals from Government Authorities for design and construction	
N/A	3.04 A.11	Operations & Maintenance	Plan for obtaining approvals/permits and for paying for operations and maintenance	

PHASE PLAN PROPOSAL CHECKLIST

PAGE #	JDA SECTION*	TOPIC	DESCRIPTION	EXHIBITS
N/A	3.04 A.12	ID and Mapping Easements	Identify and map all easements and other real property interests	
N/A	3.04 A.13	Requirements on Use of Funds	Identify any requirements that apply to the use of tax-exempt obligations, grants or other funds	
N/A	3.04 A.14	Insurance and Bonding	Provision of insurance and bonding in Article 9	
N/A	3.04 A.15	Use by City	Identify terms for use by the City	
N/A	3.04 A.16	Activities and Rates	Identify activities by groups	
N/A	3.04 A.17	Maintenance in ROW's	Identify of maintenance of District ROW's	
N/A	3.04 A.18	Utilities	Identify how utilities will be provided, cost of services, metering etc	
N/A	3.04 A.19	Operations and Maintenance	Identify operations and maintenance standards	
N/A	3.04 A.20	Revenue Source and Fees	Create a pro forma re fees, licensing to cover Operation Expenses	
N/A	3.04 A.21	Commercial Design Standards	Identify if Comm Design Stds apply or waived	
N/A	3.04 A.22	License Agreements	Identify if License Agreements apply	
N/A	3.04 A.23	Naming Rights	Identify any license agreements necessary for naming rights	
N/A	3.04 A.24	Change in Ownership	Identify if there is a proposed change in ownership of a Public District Site	
N/A	3.04 A.25	Capital Needs Timing	Identify the capital needs timing for City Planning purposes	
N/A	3.04 A.26	Payment to PARD or other City Departments	Identify how payments will be made to PARD or other City Depts for their operations	
N/A	3.04 A.27	Public Accessibility	Identify public accessibility and provisions thereof	
N/A	3.04 A.28	Timing of transfers	Identify timing of transfers of improvements and land	
N/A	3.04 A.29	Maintain natural space	Identify the ways projects will be designed to maintain natural space	
N/A	3.04 A.30	Maintain flexibility of City owned properties	Identify how the flexibility of City Owned properties will be maintained	
N/A	3.04 A.31	Issues related to alcohol use	Identify any desired exemptions of City Code or park rules	
N/A	3.04 A.32	Other Relevant Info		

*THIS CHECKLIST IS BASED ON THE APRIL 16, 2014 WALLER CREEK DISTRICT JOINT DESIGN, DEVELOPMENT, MANAGEMENT AND OPERATION AGREEMENT (JDA)

Waller Creek District

**ADDENDUM THREE (BUDGET CONTRIBUTION SPLIT) –
WATERLOO PARK CONSTRUCTION PHASE PLAN**

TABLE OF CONTENTS

PHASE PLAN ELEMENT	PAGE NUMBER
COVER LETTER	Attached at beginning of Phase Plan document
CHECK LIST	
EXECUTIVE SUMMARY AND SCOPE NARRATIVE	PAGE 1
EXHIBITS	
EXHIBIT A: PROJECT BUDGET	PAGE 5 & 6
SUPPORTING SUPPLEMENTAL DOCUMENTATION	N/A

ADDENDUM THREE (BUDGET CONTRIBUTION SPLIT) – WATERLOO PARK CONSTRUCTION PHASE PLAN

Project Identification:

Title: Addendum Three to the Waterloo Park Construction Phase Plan
(or “Addendum Three”)

Location: Between 12th-15th Street south to north, and Red River-Trinity Street east to west along
Waller Creek

Date: June 10, 2020

Unless otherwise specified herein, section reference shall refer to that certain Joint Design Development, Management and Operation Agreement by and among the City of Austin (“City”), Waterloo Greenway Conservancy (“WGC”) and Waller Creek Local Governmental Corporation (“LGC”), dated April 16, 2014 (the “JDA”).

Effective August 14, 2019, the non-profit corporation formerly known as Waterloo Greenway Conservancy (“WGC”) became known as Waterloo Greenway Conservancy and all references in this Addendum to Waterloo Greenway Conservancy from and after that date shall mean Waterloo Greenway Conservancy (“WGC”).

EXECUTIVE SUMMARY (3.04 A.1)

Waterloo Greenway includes a one-and-a-half mile urban, riparian ecosystem that meanders southward from Waterloo Park at 15th Street along the eastern edge of downtown Austin ending at Lady Bird Lake. Once complete, Waterloo Greenway will total 35 acres of connected urban green space and will feature four distinct beautifully designed park spaces, pedestrian and bicycle paths, a revitalized creek, and other urban amenities – a place where the environment, culture, health, adventure, and diversity converge. The revitalized Waller Creek will renew the natural environment, foster the creative arts, and nourish authentic and uplifting experiences that reflect Austin’s diversity and dynamic spirit.

Waterloo Park is an 11-acre green space that will host a wide range of landscape experiences for play, leisure, and celebration of the natural environment. The greater Waller Creek trail system emerges into the park at 12th Street from the south and provides a flow of recreational visitors coming from downtown, Lady Bird Lake, and beyond. An accessible path network weaves through the Waterloo Park’s dramatic topography, connecting a network of gardens, water features, gathering spaces, stands of mature trees, and a central “Clearing or Great Lawn” – a grand new civic space for Austin. The central clearing opens toward a Performance Venue (Moody Amphitheater), a permanent outdoor venue celebrating Austin as an international outdoor music destination. Open year round, the Amphitheater provides a new and dynamic music and arts experience in an urban park, providing diverse entertainment experiences that embody the values of the community.

Waterloo Park is in the heart of downtown within walking distance from the University of Texas, East Austin, and the State Capitol. This urban district is undergoing dramatic change with the Dell Medical School Campus, Brackenridge Hospital redevelopment, and the State Capitol Complex framing the site and creating a constituency that infuses the park with daily activity.

Addendum Three to the Waterloo Park Construction Phase Plan outlines updated budget contribution splits to the original Phase Plan, Addendum One and Addendum Two. Addendum Three does not increase the original Phase Plan costs and honors the professional service proposals approved by the LGC. In addition, Addendum Three to the Waterloo Park Construction Phase Plan includes the same scope and project area as outlined in the original Phase Plan. The materials in Addendum Three only show the updated exhibits, all other documentation from the originally approved phase plan and addenda remains valid.

The goal of Addendum Three is to continue the work outlined in the Waterloo Park Construction Phase Plan, while helping WGC respond to the financial impacts of the COVID-19 crisis on fundraising efforts.

MAIN POINTS OF CONTACT

Waterloo Greenway Conservancy:

CEO: Peter Mullan, pmullan@waterloogreenway.org (512-541-3520)

Director of Planning & Design: John Rigdon, jrigdon@waterloogreenway.org (512-541-3520)

Capital Projects Manager: Kim Barker, kbarker@waterloogreenway.org (512-541-3520)

Project Manager: Alan Bell, abell@waterloogreenway.org (512-541-3520)

Responding Party:

City of Austin, Watershed Protection Department

Kristin K. Pipkin, kristink.pipkin@austintexas.gov (512-974-3315)

Susan Kenzle, susan.kenzle@austintexas.gov (512-974-6239)

John Beachy, john.beachy@austintexas.gov (512-699-8630)

City of Austin, Parks and Recreation Department

Lisa Storer, lisa.storer@austintexas.gov (512-974-9479)

Construction Team Lead:

DPR Construction (DPR)

DPR Point of Contact: Bryan Kent, bryanke@dpr.com, (512-345-7699)

Landscape Architecture Team Lead:

Michael Van Valkenburgh Associates (MVVA)

MVVA President and CEO: Michael Van Valkenburgh, Michael@mvvainc.com (718-243-2044)

MVVA Principal: Gullivar Shepard, gshepard@mvvainc.com (718-243-2044)

MVVA Project Manager: Ryoma Tominaga, rtominaga@mvvainc.com (718.243.2044)

Architecture Team Lead:

Thomas Phifer and Partners (TPP)

TPP Founder: Thomas Phifer, tom@thomasphifer.com (212-337-0334)

TPP Director and Point of Contact: Andy Mazor, andrew@thomasphifer.com (212-337-0334)

PERFORMANCE PERIOD

The anticipated performance period remains unchanged from the previous Addendum Two.

PROJECT BUDGET (3.04 A.4)

Addendum Three to the Waterloo Park Construction Phase Plan (including Addendums One and Two) does not modify the existing total Phase Plan costs (grand total of \$72,984,740) and honors the professional service proposals approved by the LGC. The project budget contributions are updated as part of Addendum Three and are outlined below in more detail and in **Exhibit A, Project Budget**.

The Parks and Recreation Department (PARD) will contribute an amount not to exceed \$32,865,457, the Watershed Protection Department (WPD) will contribute an amount not to exceed \$10,873,722 and the Waterloo Greenway Conservancy (WGC) will contribute an amount not to exceed \$29,236,313 to Addendum Three of the Waterloo Park Construction Phase Plan. The represents a shift of \$3,000,000 in funding responsibility from WGC to PARD through this addendum. The Development Services Department (DSD) will contribute an amount not to exceed \$9,249. In total, the City will contribute \$43,748,427 towards construction and WGC will contribute \$29,236,313.

Addendum Three does not modify the Sector 9 Creek channel work in Addendum One or the Tunnel Inlet Bypass work in Addendum Two to the Waterloo Park Construction Phase Plan.

In accordance with Section 10.01 (Project Disbursement Fund Account) of the JDA, upon approval of regularly submitted invoices by the WGC, the City will disburse payment accordingly to the appropriate Project Disbursement Fund Account.

FUNDING SOURCES & REQUIREMENTS/CONSTRAINTS ON FUNDS (3.04 A.4 & 3.04 A.13)

The Waterloo Construction Phase Plan is funded jointly through the WGC and the City of Austin. City of Austin funds will be used to pay for the Parkland portions of the work as well as \$3,000,000 of applicable scope identified in the Performance Venue portion of the Phase Plan. WGC funds will be used for the balance of the Performance Venue portion. A detailed breakdown of City of Austin funding sources can be found in Addendum Three of Waterloo Construction Phase Plan Funding Letter.

COST OVERRUN PLAN (3.04 A.5)

In accordance with the JDA, the identification of the source of funds for the Cost Overrun Reserve is required. The Proposing Party must seek approval from the Responding Party to utilize Cost Overrun funding. The request to use Cost Overrun funds does not require LGC approval unless additional funding is needed. Addendum Three changes nothing about the Cost Overrun Plan for the Waterloo Construction Phase Plan, and the figures in the original Phase Plan and Previous Addenda remain unchanged.

WATERLOOP PARK / PERFORMANCE VENUE / INLET BYPASS CONSTRUCTION BUDGET			SECTOR 9 CONSTRUCTION BUDGET	
	Fees	Reimb	Fees	Reimb
1a. Construction Administration (TPP + MVVA)				
TPP Architecture Team	\$ 1,370,735.00	\$ 168,575.00		
MVVA Landscape Architecture Team	\$ 1,938,576.00	\$ 164,742.00	\$ 464,691.00	\$ 72,065.00
1b. Construction Administration - Addendum Two - Inlet Bypass				
MVVA Landscape Architecture Team	\$ 133,847.00	\$ 18,573.00		
1c. Other Services (TPP, GNA, HPM, Davey, Misc.)				
	\$ 282,639.80			
Construction Administration & Other Services Total				
	\$ 3,725,797.80	\$ 351,890.00	\$ 464,691.00	\$ 72,065.00
2a. Construction (DPR)				
Cost of Work	\$ 46,146,089.99		\$ 5,170,842.51	
Construction Contingency (2%)	\$ 372,847.02		\$ 87,459.83	
General Conditions	\$ 2,710,952.00		\$ 653,361.00	
CMAR Fee	\$ 2,156,758.00		\$ 264,843.00	
Site Requirements	\$ 2,190,457.00		\$ 264,859.00	
Construction Allowances	\$ 232,290.00		\$ 100,000.00	
General Requirements	"incl in COW		\$ 77,879.00	
2a. Construction Addendum Two - Inlet Bypass (DPR)				
Cost of Work	\$ 2,427,840.48			
Construction Contingency (2%)	\$ 100,000.00			
General Conditions	\$ 422,418.00			
CMAR Fee	\$ 123,171.00			
Site Requirements	\$ 118,020.00			
Construction Allowances	\$ 50,000.00			
Guaranteed Maximum Price (GMP) Total				
	\$ 57,050,843.49		\$ 6,619,244.34	
3. Commissioning				
Performance Venue Commissioning	\$ 43,400.00		\$ -	
4. Allowances, Contingencies + Cost Overrun				
Texas Department of Licensing and Regulation Allowance	\$ 1,500.00		\$ -	
Inspection and Fees Allowance	\$ 20,000.00		\$ -	
Signage Coordination Allowance	\$ 100,000.00		\$ -	
Structural Engineering Allowance	\$ 130,000.00		\$ -	
Materials Testing Allowance	\$ 300,000.00		\$ 150,000.00	
Additional Materials Testing (funded fr Cost Overrun Resv)	\$ 41,088.00		\$ -	
ROW Permit Allowance	\$ 450,000.00		\$ -	
Utilities Allowance	\$ 600,000.00		\$ 225,000.00	
EcoWeir Allowance (\$150K moved to Inlet Bypass Cost of	\$ -		\$ -	
DSD-Tree Relocation Allowance (\$9248.76 moved to MVVA	\$ -		\$ -	
Builder's Rick Deductible Allowance	\$ -		\$ 60,000.00	
Allowances Total				
	\$ 1,642,588.00		\$ 435,000.00	
Change Order Contingency (7%)				
	\$ 1,721,075.10		\$ 212,598.06	
Cost Overrun Reserve (2%)				
	\$ 519,031.96		\$ 126,515.60	
SUMMARY				
1. Construction Administration & Other Services	\$ 4,077,687.80		\$ 536,756.00	
2. Construction	\$ 57,050,843.49		\$ 6,619,244.34	
3. Commissioning	\$ 43,400.00		\$ -	
4. Allowances, Contingencies + Cost Overrun	\$ 3,882,695.06		\$ 774,113.66	
TOTAL				
	\$65,054,626.35		\$7,930,114.00	

EXHIBIT A: PROJECT BUDGET

Funding Entity	WATERLOO PARK / PERFORMANCE VENUE / INLET BYPASS CONSTRUCTION BUDGET Existing Split			WATERLOO PARK / PERFORMANCE VENUE / INLET BYPASS CONSTRUCTION BUDGET Addendum Three			SECTOR 9 CONSTRUCTION BUDGET Addendum One, Sector 9 - Existing Split			TOTAL PROPOSED UPDATE WATERLOO PARK & SECTOR 9
	Construction Administration, Construction & Commissioning	Allowances, Contingencies & Cost Overrun Reserve	TOTAL	Construction Administration, Construction & Commissioning	Allowances, Contingencies & Cost Overrun Reserve	TOTAL	Construction Administration & Construction	Allowances, Contingencies & Cost Overrun Reserve	TOTAL	
PARD	\$ 27,420,937	\$ 1,777,686	\$ 29,198,624	\$ 30,420,937	\$ 1,777,686	\$ 32,198,624	\$ 516,833	\$ 150,000	\$ 666,833	\$ 32,865,457
WPD	\$ 3,277,973	\$ 407,468	\$ 3,685,441	\$ 3,277,973	\$ 407,468	\$ 3,685,441	\$ 6,639,167	\$ 549,114	\$ 7,188,281	\$ 10,873,722
DSD	\$ 9,249	\$ -	\$ 9,249	\$ 9,249	\$ -	\$ 9,249	\$ -	\$ -	\$ -	\$ 9,249
WGC	\$ 30,463,772	\$ 1,697,541	\$ 32,161,313	\$ 27,463,772	\$ 1,697,541	\$ 29,161,313	\$ -	\$ 75,000	\$ 75,000	\$ 29,236,313
TOTAL:	\$ 61,171,931	\$ 3,882,695	\$ 65,054,626	\$ 61,171,931	\$ 3,882,695	\$ 65,054,626	\$ 7,156,000	\$ 774,114	\$ 7,930,114	\$ 72,984,740