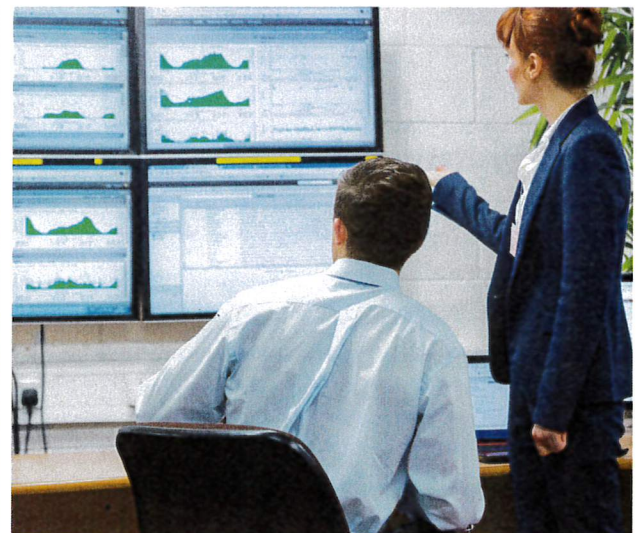
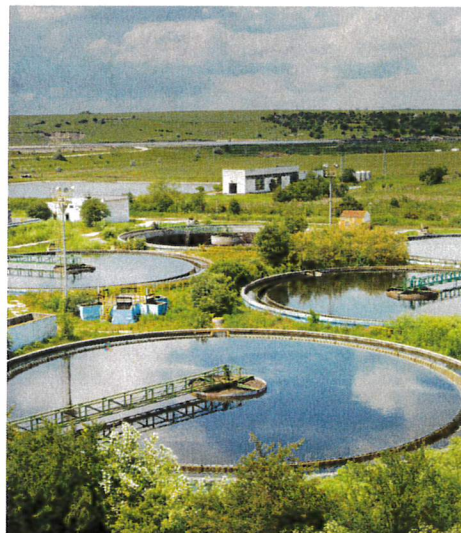
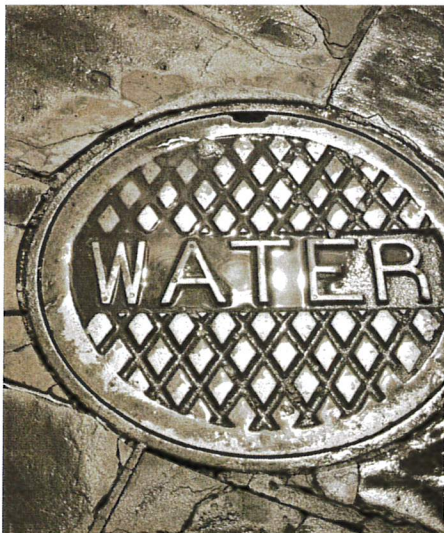


**UtiliWorks Consulting
Professional and Technical
Services – Project UT1813
Task Order 3**



Deliver to:
Municipal Services & Operations Department
Attn: Mike Lawless
720 W 3rd St.
Lawrence, KS 66044

Task Order Approval Client Name



| | | |
|--|---|-------------------------------------|
| Task Number | Approval Date | MSA |
| 3 | February 5, 2019 | Supplement No. 1 to MSA 6/4/2018 |
| Work Package Name | Work Package Description | WBS Reference |
| Vendor Contract Negotiations | AMI Project Contracting Support Services | 3.1 |
| Task Cost | Start Date | Expected Close Date |
| \$ 41,220 (including estimated \$6,000 for travel). | February 5, 2019 | April 30, 2019 |

Package Includes:

UtiliWorks Services Owner Requirements Service Fee Applied

Subcontract Material Purchase Special Conditions

| Resources Assigned | Interdependencies | |
|---|---|---|
| | <i>Before</i> | <i>After</i> |
| DP - Dale Pennington <input checked="" type="checkbox"/> KS - Kody Salem <input checked="" type="checkbox"/> KT - Kara Truschel <input checked="" type="checkbox"/> NN - Nicole Naassan <input checked="" type="checkbox"/> DR - Don Rankin <input checked="" type="checkbox"/> JM - Jon Mitchell <input checked="" type="checkbox"/> Other resources as needed <input checked="" type="checkbox"/> | Task Order 2 Procurement Management (ends January 2019) | Task Order 4 Deployment Program Management (Proof of Concept & Full Deployment) |

Task Scope Summary:

UtiliWorks will provide the following services associated with Task Order 3.

Task Name:

- Task 3.1

Each of the above tasks is described in more detail in the attached Statement of Work.

Schedule of Values:

The schedule of values represents the firm fixed fee cost for each task, to be billed hourly. Project Management services are included in the task values below.

| Task | Estimated Hours | Cost |
|---------------------------------------|-----------------|-----------------|
| Task 3.1 Vendor Contract Negotiations | 168 | \$35,220 |
| Estimated Travel Related Expenses | N/A | \$6,000 |
| TOTAL | | \$41,220 |

Travel and expenses will be billed at cost.

UtiliWorks hourly rates will be charged based on the billing rate table provided below.

| Title | Billing Rate |
|-------------------|--------------|
| Managing Director | \$ 295.00 |
| Principal | \$ 260.00 |
| Senior Manager | \$ 220.00 |
| Manager | \$ 220.00 |
| Senior Associate | \$ 220.00 |
| Associate | \$ 190.00 |
| Analyst | \$ 160.00 |
| Junior Analyst | \$ 115.00 |
| Administrative | \$ 115.00 |



Delivered by Dale Pennington
UtiliWorks Consulting, LLC

Date 01-15-2019

Approved by _____
City of Lawrence, MSO

Date _____

Task Order 3 - Vendor Contract Negotiations Statement of Work

Purpose

The purpose of the task is to assist the City of Lawrence (“City”) in reaching a City Commission-ready-to-approve contract with the selected AMI Vendor from Phase 2 (RFP Development and Evaluation).

Assumptions

- This Task Order applies to Contract Negotiations for one vendor contract
- City will assign a project manager to participate in regularly scheduled status calls with the UtiliWorks project manager to review open issues and remove barriers to progress.
- Work will be performed by UtiliWorks resources either on-site or off-site in the completion of task order deliverables.
- City will provide access to key resources that will be required.
- City agrees to provide the UtiliWorks project team with online, interactive access capability as well as workspace for consultants while on-site.
- Any required state, city, or local government taxes, fees, or business licenses costs will be invoiced to the client at actual cost incurred.

Task 3.1 - Vendor Contract Negotiations

UtiliWorks will provide guidance and support to City during contract negotiations with the selected AMI vendor. Our experts will review and provide editorial for the proposed vendor contract and SOW, determine whether the SOW complies with City requirements and negotiate terms that are as favorable as possible to City. UtiliWorks will work with City and the respective vendor to: identify and document City-specific systems acceptance criteria; identify and document expected deliverables to be produced; and, identify potential price concessions. UtiliWorks will actively lead or participate in discussions / negotiations with the selected vendor on behalf of City in order to obtain the best possible terms and pricing.

UtiliWorks will provide structured project management to ensure that all project components are executed in a timely, organized fashion and completed to the project definition and expectations. As communication is a critical success factor, the UtiliWorks Project Manager will work to make sure that all designated City team members are aware of project status and issues.

Project Management activities include: maintaining the overall project schedule; work with all project participants to monitor progress and adjust the work plan as needed to stay on schedule; facilitate regular project progress and other meetings; create project status reports as required with input from Client; and, track project budgets as appropriate. UtiliWorks will also track this task order to ensure UtiliWorks work stays within scope and initiate change requests for approval by City if required.

Deliverables

- Statement of Work comments/revisions (including to User and Systems Acceptance Criteria)
- Review of terms/conditions in draft Agreement with comments/revisions
- Participation or lead in pricing negotiation meetings
- Contracting meeting agendas / notes

Out of Scope

Any work requested by City that is not expressly and directly a part of the scope set forth above is considered “Out of Scope” and may require the execution of a Change Order or a new Statement of Work.