

04/26/12

RESOLUTION NO. 19678

6.3/2

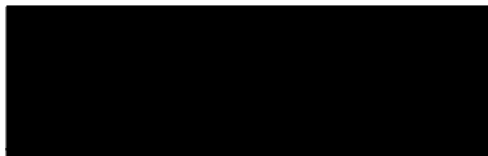
Background

It is necessary and in the best interest of The Illinois State Toll Highway Authority ("Tollway") to obtain Design Services for Design Corridor Management and Design Section Engineering Services on the Elgin O'Hare West Bypass Contract No. I-11-4014. CH2M Hill, Inc. has submitted a proposal to provide the services for an upper limit of compensation not to exceed \$66,840,422.00. The proposal is for professional services and the services were procured pursuant to 30 ILCS 500/30-15 of the Illinois Procurement Code.

Resolution

The Chief Engineer is authorized to negotiate an agreement with CH2M Hill, Inc. to provide Design Services, Contract No. I-11-4014, with an upper limit of compensation not to exceed \$66,840,422.00 subject to review and approval of the General Counsel. The Chair or the Executive Director is authorized to execute the Agreement and the Chief of Finance is authorized to issue warrants in payment thereof.

Approved by:



Chair

) -11-4014

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JESSE WHITE
SECRETARY OF STATE



CORPORATION FILE DETAIL REPORT

Entity Name	CH2M HILL, INC.	File Number	57418753
Status	ACTIVE		
Entity Type	CORPORATION	Type of Corp	FOREIGN BCA
Qualification Date (Foreign)	08/04/1993	State	FLORIDA
Agent Name	C T CORPORATION SYSTEM	Agent Change Date	03/01/2007
Agent Street Address	208 SO LASALLE ST, SUITE 814	President Name & Address	MICHAEL E MCKELVY 9191 S JAMICA ST ENGLEWOOD CO 80112
Agent City	CHICAGO	Secretary Name & Address	MARGARET B MCLEAN SAME
Agent Zip	60604	Duration Date	PERPETUAL
Annual Report Filing Date	07/13/2011	For Year	2011

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OCIS CICIOCP1

OFFSET CONTRACT INQUIRY

12:50 04/23/12

ACTION: S

VENDOR NUMBER=

OFFSET: 00 OF 00

VENDOR NAME:

CLAIMING AGENCY NUMBER: *

CLAIMING AGENCY NAME: *

CLAIMING AGENCY PHONE NUMBER: *

DISCLAIMER:

AS OF 04/23/12 AT 12:54 OUR INVOLUNTARY WITHHOLDING SYSTEM DOES NOT HAVE AN ACTIVE CLAIM AGAINST VENDOR NUMBER . PLEASE BE ADVISED THAT OUR SYSTEM ONLY CONTAINS CLAIMS FILED BY STATE AGENCIES PURSUANT TO 15 ILCS 405/10.05. A VENDOR MAY BE DELIQUENT IN A DEBT TO THE STATE OF ILLINOIS, BUT THE DEBT MAY NOT BE RECORDED ON OUR INVOLUNTARY WITHHOLDING SYSTEM.

*

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11-4013

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CORPORATION FILE DETAIL REPORT

Entity Name	AMERICAN SURVEYING & ENGINEERING, P.C.	File Number	53453368
Status	ACTIVE		
Entity Type	CORPORATION	Type of Corp	DOMESTIC BCA
Incorporation Date (Domestic)	05/09/1984	State	ILLINOIS
Agent Name	COVENTINE FIDIS	Agent Change Date	05/11/2010
Agent Street Address	105 W MADISON STE 1700	President Name & Address	COVENTINE FIDIS 1026 RAINWOODDR AURORA, IL 60506
Agent City	CHICAGO	Secretary Name & Address	SAME
Agent Zip	60602	Duration Date	PERPETUAL
Annual Report Filing Date	00/00/0000	For Year	2012
Assumed Name	ACTIVE - LEONARD DREAS AND ASSOCIATES		
Old Corp Name	03/12/2007 - ASC AMERICAN SURVEYING CONSULTANTS, P.C.		

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CH27 4.12

OCIS CICIOCP1

OFFSET CONTRACT INQUIRY

12:50 04/23/12

ACTION: S

VENDOR NUMBER= [REDACTED]

OFFSET: 00 OF 00

VENDOR NAME: *

CLAIMING AGENCY NUMBER: *

CLAIMING AGENCY NAME: *

CLAIMING AGENCY PHONE NUMBER: *

DISCLAIMER:

AS OF 04/23/12 AT 12:57 OUR INVOLUNTARY WITHHOLDING SYSTEM DOES NOT HAVE AN ACTIVE CLAIM AGAINST VENDOR NUMBER [REDACTED] PLEASE BE ADVISED THAT OUR SYSTEM ONLY CONTAINS CLAIMS FILED BY STATE AGENCIES PURSUANT TO 15 ILCS 405/10.05. A VENDOR MAY BE DELIQUENT IN A DEBT TO THE STATE OF ILLINOIS, BUT THE DEBT MAY NOT BE RECORDED ON OUR INVOLUNTARY WITHHOLDING SYSTEM.

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OCIS CICIOCP1

OFFSET CONTRACT INQUIRY

13:35 04/23/12

ACTION: S

VENDOR NUMBER= [REDACTED]

OFFSET: 00 OF 00

VENDOR NAME: *

CLAIMING AGENCY NUMBER: *

CLAIMING AGENCY NAME: *

CLAIMING AGENCY PHONE NUMBER: *

DISCLAIMER:

AS OF 04/23/12 AT 13:35 OUR INVOLUNTARY WITHHOLDING SYSTEM DOES NOT HAVE AN ACTIVE CLAIM AGAINST VENDOR NUMBER [REDACTED]. PLEASE BE ADVISED THAT OUR SYSTEM ONLY CONTAINS CLAIMS FILED BY STATE AGENCIES PURSUANT TO 15 ILCS 405/10.05. A VENDOR MAY BE DELIQUENT IN A DEBT TO THE STATE OF ILLINOIS, BUT THE DEBT MAY NOT BE RECORDED ON OUR INVOLUNTARY WITHHOLDING SYSTEM.

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1-11-4014

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CORPORATION FILE DETAIL REPORT

Entity Name	EJM ENGINEERING, INC.	File Number	54377304
Status	ACTIVE		
Entity Type	CORPORATION	Type of Corp	DOMESTIC BCA
Incorporation Date (Domestic)	09/12/1986	State	ILLINOIS
Agent Name	ARTHUR H EVANS	Agent Change Date	07/14/2004
Agent Street Address	130 S JEFFERSON ST STE 500	President Name & Address	JOAN BERRY 411 S WELLS ST STE 800 CHICAGO 60607
Agent City	CHICAGO	Secretary Name & Address	JOAN BERRY 411 S WELLS ST STE 800 CHICAGO 60607
Agent Zip	60661	Duration Date	PERPETUAL
Annual Report Filing Date	08/16/2011	For Year	2011
Old Corp Name	05/29/2003 - EJM ENGINEERING, P. C.		

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OCIS CICIOCP1

OFFSET CONTRACT INQUIRY

12:50 04/23/12

ACTION: S

VENDOR NUMBER=

OFFSET: 00 OF 00

VENDOR NAME: *

CLAIMING AGENCY NUMBER: *

CLAIMING AGENCY NAME: *

CLAIMING AGENCY PHONE NUMBER: *

DISCLAIMER:

AS OF 04/23/12 AT 12:55 OUR INVOLUNTARY WITHHOLDING SYSTEM DOES NOT HAVE AN ACTIVE CLAIM AGAINST VENDOR NUMBER [REDACTED] PLEASE BE ADVISED THAT OUR SYSTEM ONLY CONTAINS CLAIMS FILED BY STATE AGENCIES PURSUANT TO 15 ILCS 405/10.05. A VENDOR MAY BE DELIQUENT IN A DEBT TO THE STATE OF ILLINOIS, BUT THE DEBT MAY NOT BE RECORDED ON OUR INVOLUNTARY WITHHOLDING SYSTEM.

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CORPORATION FILE DETAIL REPORT

Entity Name	FLUIDCLARITY LTD.	File Number	63096822
Status	ACTIVE		
Entity Type	CORPORATION	Type of Corp	DOMESTIC BCA
Incorporation Date (Domestic)	09/18/2003	State	ILLINOIS
Agent Name	MARILYN P DUNN	Agent Change Date	09/18/2003
Agent Street Address	1003 N ELMWOOD	President Name & Address	MARION KESSY 812 WISCONSIN OAK PARK IL 60304
Agent City	OAK PARK	Secretary Name & Address	SAME
Agent Zip	60302	Duration Date	PERPETUAL
Annual Report Filing Date	09/01/2011	For Year	2011
Old Corp Name	02/13/2004 - WATER RESOURCES CONSULTING, LTD.		

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OFFSET CONTRACT INQUIRY

12:50 04/23/12

ACTION: S

VENDOR NUMBER=

OFFSET: 00 OF 00

VENDOR NAME: *

CLAIMING AGENCY NUMBER: *

CLAIMING AGENCY NAME: *

CLAIMING AGENCY PHONE NUMBER: *

DISCLAIMER:

AS OF 04/23/12 AT 12:56 OUR INVOLUNTARY WITHHOLDING SYSTEM DOES NOT HAVE AN ACTIVE CLAIM AGAINST VENDOR NUMBER [REDACTED] PLEASE BE ADVISED THAT OUR SYSTEM ONLY CONTAINS CLAIMS FILED BY STATE AGENCIES PURSUANT TO 15 ILCS 405/10.05. A VENDOR MAY BE DELIQUENT IN A DEBT TO THE STATE OF ILLINOIS, BUT THE DEBT MAY NOT BE RECORDED ON OUR INVOLUNTARY WITHHOLDING SYSTEM.

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CORPORATION FILE DETAIL REPORT

Entity Name	KNIGHT E/A, INC.	File Number	60279969
Status	ACTIVE		
Entity Type	CORPORATION	Type of Corp	DOMESTIC BCA
Incorporation Date (Domestic)	12/30/1998	State	ILLINOIS
Agent Name	MELISSA M MULHERN	Agent Change Date	12/10/2003
Agent Street Address	221 N LASALLE ST STE 300	President Name & Address	KEVIN E LENTZ 3919 NORTH RIDGE ARLINGTON HEIGHTS 6000
Agent City	CHICAGO	Secretary Name & Address	MELISSA M MULHERN 3742 N LEAVITT CHICAGO IL 60618
Agent Zip	60601	Duration Date	PERPETUAL
Annual Report Filing Date	11/21/2011	For Year	2011
Old Corp Name	11/26/2003 - KNIGHT INFRASTRUCTURE, INC.		

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CLAIMING AGENCY NAME: *

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CORPORATION FILE DETAIL REPORT

Entity Name	LIN ENGINEERING, LTD.	File Number	56269487
Status	ACTIVE		
Entity Type	CORPORATION	Type of Corp	DOMESTIC BCA
Incorporation Date (Domestic)	02/05/1991	State	ILLINOIS
Agent Name	PAUL BAU LIN	Agent Change Date	01/19/2012
Agent Street Address	576 OAKMONT LANE	President Name & Address	PAUL B LIN 33 MEANDER PIKE CHATHAM 62629
Agent City	WESTMONT	Secretary Name & Address	PAUL B LIN 33 MEANDER PIKE CHATHAM 62629
Agent Zip	60559	Duration Date	PERPETUAL
Annual Report Filing Date	01/19/2012	For Year	2012

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12:50 04/23/12

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VENDOR NAME: *

CLAIMING AGENCY NUMBER: *

CLAIMING AGENCY NAME: *

CLAIMING AGENCY PHONE NUMBER: *

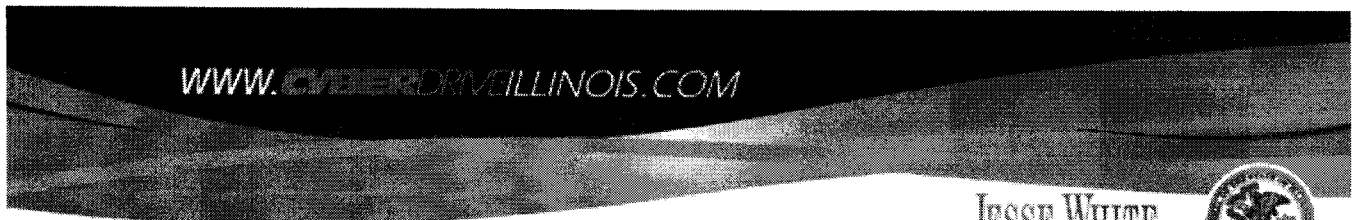
DISCLAIMER:

AS OF 04/23/12 AT 12:56 OUR INVOLUNTARY WITHHOLDING SYSTEM DOES NOT HAVE AN ACTIVE CLAIM AGAINST VENDOR NUMBER ██████████ ██████████ PLEASE BE ADVISED THAT OUR SYSTEM ONLY CONTAINS CLAIMS FILED BY STATE AGENCIES PURSUANT TO 15 ILCS 405/10.05. A VENDOR MAY BE DELIQUENT IN A DEBT TO THE STATE OF ILLINOIS, BUT THE DEBT MAY NOT BE RECORDED ON OUR INVOLUNTARY WITHHOLDING SYSTEM.

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CORPORATION FILE DETAIL REPORT

Entity Name	PRIMERA ENGINEERS, LTD.	File Number	54716982
Status	ACTIVE		
Entity Type	CORPORATION	Type of Corp	DOMESTIC BCA
Incorporation Date (Domestic)	06/29/1987	State	ILLINOIS
Agent Name	NATIONAL GROUP SERVICES CORP	Agent Change Date	08/16/2006
Agent Street Address	131 S DEARBORN, STE 2400	President Name & Address	MICHAEL F DESANTIAGO 100 S WACKER DR #700 CHICAGO 60606
Agent City	CHICAGO	Secretary Name & Address	MICHAEL F DESANTIAGO SAME
Agent Zip	60603	Duration Date	PERPETUAL
Annual Report Filing Date	06/09/2011	For Year	2011
Assumed Name	ACTIVE - PRIMERA CHICAGO		

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9/11/2012

OCIS CICIOCP1

OFFSET CONTRACT INQUIRY

10:29 05/17/12

ACTION: S

VENDOR NUMBER=



OFFSET: 00 OF 00

VENDOR NAME:

CLAIMING AGENCY NUMBER: *

CLAIMING AGENCY NAME: *

CLAIMING AGENCY PHONE NUMBER: *

DISCLAIMER:

AS OF 05/17/12 AT 10:29 OUR INVOLUNTARY WITHHOLDING SYSTEM DOES NOT HAVE AN ACTIVE CLAIM AGAINST VENDOR NUMBER [REDACTED]. PLEASE BE ADVISED THAT OUR SYSTEM ONLY CONTAINS CLAIMS FILED BY STATE AGENCIES PURSUANT TO 15 ILCS 405/10.05. A VENDOR MAY BE DELIQUENT IN A DEBT TO THE STATE OF ILLINOIS, BUT THE DEBT MAY NOT BE RECORDED ON OUR INVOLUNTARY WITHHOLDING SYSTEM.

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CORPORATION FILE DETAIL REPORT

Entity Name	RAIMONDE DRILLING CORP.	File Number	49956525
Status	ACTIVE		
Entity Type	CORPORATION	Type of Corp	DOMESTIC BCA
Incorporation Date (Domestic)	01/17/1972	State	ILLINOIS
Agent Name	ANNE THERESE LESLIE	Agent Change Date	04/25/2006
Agent Street Address	770 W FACTORY RD	President Name & Address	ANNE T LESLIE 5724 S LAWN DRIVE WESTERN SPRINGS 60558
Agent City	ADDISON	Secretary Name & Address	FRANCINE CAPUTO 870 CHERRY BLOSSOM WEST CHICAGO 60185
Agent Zip	60101	Duration Date	PERPETUAL
Annual Report Filing Date	12/05/2011	For Year	2012

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OFFSET CONTRACT INQUIRY

13:35 04/23/12

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OFFSET: 00 OF 00

VENDOR NAME:

CLAIMING AGENCY NUMBER: *

CLAIMING AGENCY NAME: *

CLAIMING AGENCY PHONE NUMBER: *

DISCLAIMER:

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1-12-4014

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CORPORATION FILE DETAIL REPORT

Entity Name	CHRISTOPHER B. BURKE ENGINEERING, LTD.	File Number	54407831
Status	ACTIVE		
Entity Type	CORPORATION	Type of Corp	DOMESTIC BCA
Incorporation Date (Domestic)	10/06/1986	State	ILLINOIS
Agent Name	CHRISTOPHER B BURKE	Agent Change Date	12/10/1993
Agent Street Address	9575 W HIGGINS RD 600	President Name & Address	CHRISTOPHER B BURKE 8S201 COLLEGE RD NAPERVILLE 60540
Agent City	ROSEMONT	Secretary Name & Address	SUSAN S BURKE SAME
Agent Zip	60018	Duration Date	PERPETUAL
Annual Report Filing Date	09/02/2011	For Year	2011

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OFFSET CONTRACT INQUIRY

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VENDOR NAME:

CLAIMING AGENCY NUMBER: *

CLAIMING AGENCY NAME: *

CLAIMING AGENCY PHONE NUMBER: *

DISCLAIMER:

AS OF 04/23/12 AT 12:57 OUR INVOLUNTARY WITHHOLDING SYSTEM DOES NOT HAVE AN ACTIVE CLAIM AGAINST VENDOR NUMBER [REDACTED] PLEASE BE ADVISED THAT OUR SYSTEM ONLY CONTAINS CLAIMS FILED BY STATE AGENCIES PURSUANT TO 15 ILCS 405/10.05. A VENDOR MAY BE DELIQUENT IN A DEBT TO THE STATE OF ILLINOIS, BUT THE DEBT MAY NOT BE RECORDED ON OUR INVOLUNTARY WITHHOLDING SYSTEM.

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CORPORATION FILE DETAIL REPORT

Entity Name	REGINA WEBSTER & ASSOCIATES, INC.	File Number	60508062
Status	ACTIVE		
Entity Type	CORPORATION	Type of Corp	DOMESTIC BCA
Incorporation Date (Domestic)	05/24/1999	State	ILLINOIS
Agent Name	REGINA G WEBSTER	Agent Change Date	04/20/2010
Agent Street Address	8619 W BRYN MAWR AVE STE 602	President Name & Address	REGINA WEBSTER 5456 FOSTER STSKOKIE 60077
Agent City	CHICAGO	Secretary Name & Address	REGINA WEBSTER SAME
Agent Zip	60631	Duration Date	PERPETUAL
Annual Report Filing Date	04/10/2012	For Year	2012

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OFFSET CONTRACT INQUIRY

12:50 04/23/12

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VENDOR NUMBER= [REDACTED]

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VENDOR NAME: *

CLAIMING AGENCY NUMBER: *

CLAIMING AGENCY NAME: *

CLAIMING AGENCY PHONE NUMBER: *

DISCLAIMER:

AS OF 04/23/12 AT 12:57 OUR INVOLUNTARY WITHHOLDING SYSTEM DOES NOT HAVE AN ACTIVE CLAIM AGAINST VENDOR NUMBER [REDACTED] [REDACTED] PLEASE BE ADVISED THAT OUR SYSTEM ONLY CONTAINS CLAIMS FILED BY STATE AGENCIES PURSUANT TO 15 ILCS 405/10.05. A VENDOR MAY BE DELIQUENT IN A DEBT TO THE STATE OF ILLINOIS, BUT THE DEBT MAY NOT BE RECORDED ON OUR INVOLUNTARY WITHHOLDING SYSTEM.

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1-11-4574

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CORPORATION FILE DETAIL REPORT

Entity Name	STV INCORPORATED	File Number	53492266
Status	ACTIVE		
Entity Type	CORPORATION	Type of Corp	FOREIGN BCA
Qualification Date (Foreign)	06/13/1984	State	NEW YORK
Agent Name	C T CORPORATION SYSTEM	Agent Change Date	06/13/1984
Agent Street Address	208 SO LASALLE ST, SUITE 814	President Name & Address	MILO E RIVERSO 225 PARK AVE SOUTH NEW YORK NY 10003
Agent City	CHICAGO	Secretary Name & Address	PETER W KNIPE 205 W WELSH DR DOUGLASSVILLE PA 19518
Agent Zip	60604	Duration Date	PERPETUAL
Annual Report Filing Date	05/27/2011	For Year	2011
Assumed Name	INACTIVE - STV GROUP		
Old Corp Name	08/17/1995 - SEELYE, STEVENSON, VALUE & KNECHT, INC.		

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OCIS CICIOCP1

OFFSET CONTRACT INQUIRY

13:35 04/23/12

ACTION: S

VENDOR NUMBER=



OFFSET: 00 OF 00

VENDOR NAME:

CLAIMING AGENCY NUMBER: *

CLAIMING AGENCY NAME: *

CLAIMING AGENCY PHONE NUMBER: *

DISCLAIMER:

AS OF 04/23/12 AT 13:36 OUR INVOLUNTARY WITHHOLDING SYSTEM DOES NOT HAVE AN ACTIVE CLAIM AGAINST VENDOR NUMBER [REDACTED] PLEASE BE ADVISED THAT OUR SYSTEM ONLY CONTAINS CLAIMS FILED BY STATE AGENCIES PURSUANT TO 15 ILCS 405/10.05. A VENDOR MAY BE DELIQUENT IN A DEBT TO THE STATE OF ILLINOIS, BUT THE DEBT MAY NOT BE RECORDED ON OUR INVOLUNTARY WITHHOLDING SYSTEM.

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CORPORATION FILE DETAIL REPORT

Entity Name	WANG ENGINEERING, INC.	File Number	52793467
Status	ACTIVE		
Entity Type	CORPORATION	Type of Corp	DOMESTIC BCA
Incorporation Date (Domestic)	07/13/1982	State	ILLINOIS
Agent Name	BFKPN CORPORATE SERVICES, INC	Agent Change Date	05/25/2007
Agent Street Address	200 W MADISON ST STE 3900	President Name & Address	PAUL Y WANG 1145 N MAIN STREET LOMBARD 60148
Agent City	CHICAGO	Secretary Name & Address	SAME
Agent Zip	60606	Duration Date	PERPETUAL
Annual Report Filing Date	06/14/2011	For Year	2011

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Contract: I-11-4014

PSB: 11-4

Consultant: CH2M Hill

PM: M. Nashif

Reviewer: R. Flaska

Review Date: 5/16/2012

Resolution:	19678
Agreements	Received.
Proposal	Ok.
Certifications/ (PRIME only)	Ok.
Delinquent Debt	Ok.
DBE Compliance:	Currently at 25.00%.
Certificate of Good Standing:	Ok.
Certificate of Insurance:	Ok.
State Board of Elections (Cert. of Registration)	Ok.
Waiver	Ok.

Exhibits A-H

Final review

CH2M Hill

Exhibit A,B,C-2,C-3,D,D cont.,E,F,G,H,H cont. – Ok.

Exhibit C-1 – Ok. Rates must match your certified payroll.

American Surveying & Engineering, P.C.

Exhibit A,B,C-2,C-3,D,D cont.,E,F,G,H,H cont. – Ok.

Exhibit C-1 – Ok. Rates must match your certified payroll.

Disclosures/Certs. – Not submitted

Agreement – Not submitted.

Christopher B. Burke Engineering, Ltd.

Exhibit A,B,C-2,C-3,D,D cont.,E,F,G,H,H cont. – Ok.

Exhibit C-1 – Ok. Rates must match your certified payroll.

Disclosures/Certs. – Submitted
Agreement – Not submitted

EJM Engineering, Inc.
Exhibit A,B,C-2,C-3,D,D cont.,E,F,G,H, H cont. – Ok.
Exhibit C-1 – Ok. Rates must match your certified payroll.
Disclosures/Certs. – Not submitted
Agreement – Not submitted

Fluid Clarity
Exhibit A,B,C-2,C-3,D,D cont.,E,F,G,H,H. cont. – Ok.
Exhibit C-1 – Ok. Rates must match your certified payroll.
Disclosures/Certs. – Not submitted
Agreement – Not submitted

Knight E/A
Exhibit A,B,C-2,C-3,D,D cont.,E,F,G,H,H cont. – Ok.
Exhibit C-1 – Ok. Rates must match your certified payroll.
Disclosures/Certs. – Not submitted
Agreement – Not submitted

Lin Engineering, Ltd.
Exhibit A,B,C-2,C-3,D,D cont.,E,F,G,H,H cont. – Ok.
Exhibit C-1 – Ok. Rates must match your certified payroll.
Disclosures/Certs. – Not submitted
Agreement – Not submitted

Primera Engineers, Ltd.
Exhibit A,B,C-2,C-3,D,D cont.,E,F,G,H,H cont. – Ok.
Exhibit C-1 – Ok. Rates must match your certified payroll.
Disclosures/Certs. – Not submitted
Agreement – Not submitted

Raimonde Drilling Corporation
Exhibit A,B,C-1,C-2,C-3,D,D cont.,E,F,G,H,H cont. – Ok.
Disclosures/Certs. – Not submitted
Agreement – Not submitted

Regina Webster & Assoc., Inc.
Exhibit A,B,C-2,C-3,D,D cont.,E,F,G,H,H cont. – Ok.
Exhibit C-1 – Ok. Rates must match your certified payroll.
Disclosures/Certs. – Not submitted
Agreement – Not submitted

STV, Inc.
Exhibit A,B,C-2,C-3,D,D cont.,E,F,G,H,H cont. – Ok.
Exhibit C-1 – Ok. Rates must match your certified payroll.
Disclosures/Certs. – Not submitted

Agreement – Not submitted

Wang Engineering, Inc.

Exhibit A,B,C-2,C-3,D,D cont.,E,F,G,H,H cont. – Ok.

Exhibit C-1 – Ok. Rates must match your certified payroll.

Disclosures/Certs. – Not submitted

Agreement – Not submitted

June 20, 2012

Mr. Terry A. Ruhl, Vice President
CH2M Hill, Inc.
8735 W. Higgins Rd. Suite 400
Chicago, Illinois 60631


**RE: Contract I-11-4014
Design Section Engineering Services
Elgin O'Hare Western Bypass Tollway, Design Corridor Manager
Original Agreement**

Dear Mr. Ruhl:

Enclosed is one fully executed Duplicate Original of the Agreement by and between CH2M Hill, Inc., and The Illinois Tollway.

This Agreement is transmitted to your attention for your records.

Sincerely,


Paul D. Kovacs, P.E.
Chief Engineer

PDK/cmh

Enclosure

cc: Manar Nashif – Tollway

File: 02-4014-16-01
LT_Tollway_PDK_CH2MHILL_Agreement_06202012

Move Illinois: The Illinois Tollway Driving the Future

June 13, 2012

Mr. Terry A. Ruhl, Vice President
CH2M Hill, Inc.
8735 W. Higgins Rd, Suite 400
Chicago, IL 60631

Re: Contract I-11-4014
Elgin O'Hare Western Bypass Tollway, Design Corridor Manager
Design Section Engineering Services

NOTICE TO PROCEED

Dear Mr. Ruhl:

We are pleased to notify you that the Tollway's Board of Directors has approved your proposal dated April 12, 2012, for Design Section Engineering Services for Contract I-11-4014. You are hereby authorized to commence with the work as of June 12, 2012, and as defined in Exhibit "F" Scope of Work contained in your proposal.

A current Certified Payroll and signed affidavit for all consultants associated with this contract must be in the possession of the Tollway at the time an invoice is presented for payment. It is recommended that your Certified Payroll be sent in advance of your first billing to Gloria Zimmer, Finance Department, in a sealed envelope clearly marked "Certified Payroll." We request these documents in advance so that upon receipt of your first invoice, any associated issues regarding payroll have an opportunity to be resolved.

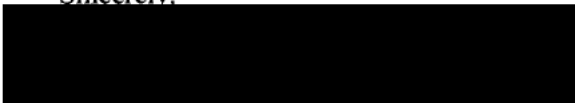
This contract is subject to the Procurement Reform Bill commonly known as SB 51 (P.A. 96-0795 and subsequently P.A. 96-0920). The bill requires the General Contractor awarded a Tollway contract to submit subcontractor agreements and certification/disclosure forms from subcontractors of **all** tiers whose contract value exceeds \$25,000. If you have not already submitted the required documentation, the subcontractor agreements and forms must be submitted within **20 days** from this Notice-to-Proceed date or after execution of the sub-contract, whichever is later. For submittal instructions, please refer to the Illinois Tollway website, www.illinoistollway.com, under Doing Business: Engineering & Construction – see "Joint Resources", click on Procurement Reform Bill.

In accordance with Design Section Engineer's Manual, Section 7.3.2 – Submittal of Quality Program, we are requesting submittal of your Consultant Quality Plan, via Proliance, within 14 days of receiving this Notice to Proceed, for approval by the Chief Engineer.

Move Illinois: The Illinois Tollway Driving the Future

Please contact Manar Nashif at 630-241-6800 extension 3841 for further information.

Sincerely,



Paul D. Kovacs, P.E.
Chief Engineer
PDK: cmh

cc: Greg Stukel
Manar Nashif
John Donato
Contract Services
Program Controls
Maria Limonciello
Gloria Zimmer
John Dainis
Pamala Wafford
Kellye Keyes

File: 02.4014.01.03 LT_Tollway_PDK_4014CH2MHill_NTP_06132012

IN WITNESS WHEREOF, the parties hereto have executed this Agreement for CONTRACT I-11-4014 the day and year first above written.

THE ILLINOIS STATE TOLL
HIGHWAY AUTHORITY

CH2M HILL, INC.

By [Redacted] 6/12/12
Chair/Executive Director - Signature Date
Paula Wolff/Kristi Lafleur

[Redacted] 4/13/12
President - Signature Date
Vice President

Terry A. Ruhl
Printed Name as Signed Above

APPROVED:
[Redacted] 6/12/12
Kellye K. Jackson, SPO
Signature Date

ATTEST:
[Redacted] Seal)
Secretary - Signature Date

Asst Secretary
Printed Name as Signed Above

APPROVED:
[Redacted] 6/6/12
Chief of Finance - Signature Date
Michael Colsch

APPROVED:
[Redacted] 5/31/12
General Counsel - Signature Date
David Goldberg



Approved as to Form and Constitutionality

[Redacted] 5-30-2012
Attorney General, State of Illinois - Robert Lane - Signature Date

DESIGN SECTION ENGINEER AGREEMENT

THIS AGREEMENT made and entered into this 26th day of **April, 2012**, by and between THE ILLINOIS STATE TOLL HIGHWAY AUTHORITY, an instrumentality and administrative agency of the State of Illinois, hereinafter sometimes referred to as "TOLLWAY", and **CH2M HILL, INC.**, a corporation authorized and existing within the laws of the State of Illinois, hereinafter referred to as "DESIGN SECTION ENGINEER".

W I T N E S S E I H:

WHEREAS, the DESIGN SECTION ENGINEER has submitted a proposal dated **April 10, 2012**, to provide design section engineering services for Contract No. **I-11-4014** for **Elgin O'Hare Western Bypass Tollway, Design Corridor Manager**; and

WHEREAS, DESIGN SECTION ENGINEER represents itself to be a professional engineering firm meeting the stated pre-qualification criteria for selection from **PSB 11-3, Item 2** staffed with professional licensed engineers, experienced and able to perform the engineering design services required for said contract, and it is in the best interest of the TOLLWAY to accept said proposal.

In consideration of the mutual covenants hereinafter contained, the parties hereto mutually covenant and agree as follows:

ARTICLE I

General Provisions

A. The DESIGN SECTION ENGINEER shall perform all design section engineering services for Contract No. **I-11-4014** for **Elgin O'Hare Western Bypass Tollway, Design Corridor Manager**, in accordance with the requirements and terms of this Agreement and the proposal from the DESIGN SECTION ENGINEER of **April 10, 2012**, attached hereto and made a part hereof as Exhibit "1". With respect to any inconsistency or conflict between the terms of this Agreement and the proposal (Exhibit "1"), the term or terms of this Agreement shall govern and prevail.

B. All services performed by DESIGN SECTION ENGINEER shall be performed according to professional standards and in accordance with the Design Section Engineer's Manual for The Illinois State Toll Highway Authority, March 2012 and as revised thereafter.

C. The DESIGN SECTION ENGINEER shall perform its services hereunder with the same degree of care, skill and diligence as is ordinarily possessed and exercised by a member of the same profession, currently practicing under similar circumstances.

ARTICLE II

Time of Performance

Upon receipt of Notice to Proceed authorized by the Chief Engineer of the TOLLWAY, the DESIGN SECTION ENGINEER shall perform the services herein during the period commencing on the latter of either **execution of the Agreement or June 1, 2012**, and ending **June 30, 2017**, in accordance with the schedule included in the attached proposal. At the end of the initial five-year term of this contract, the Chief Engineer of the TOLLWAY may, at his discretion and with consent of the DESIGN SECTION ENGINEER, renew this contract for two additional one year terms or one additional two year term, as agreed upon by the Parties. Services performed under said renewal shall be performed for compensation to be negotiated between the Parties at the time the renewal is agreed to.

Notwithstanding anything in this Agreement, the DESIGN SECTION ENGINEER, including the DESIGN SECTION ENGINEER's subcontractors, if any, shall not be responsible hereunder for any delay, default or nonperformance of this Agreement, if and to the extent that such delay, default or nonperformance is caused by an act of God, weather, accident, labor strike or shortage, fire, explosion, riot, war, rebellion, terrorist activity, sabotage, flood, epidemic, or any other cause beyond the reasonable control of such party.

ARTICLE III

Compensation

The DESIGN SECTION ENGINEER shall perform all engineering design services as required herein, and the TOLLWAY shall pay the DESIGN SECTION ENGINEER as compensation therefor, the DESIGN SECTION ENGINEER'S actual payroll cost times a multiplier of **2.8000** and certain direct expenses (as shown in Exhibit "1") with an upper limit of compensation of **Sixty-Six Million Eight Hundred Forty Thousand Four-Hundred Twenty-Two Dollars and No Cents (\$66,840,422.00)**. If, in the opinion of the DESIGN SECTION ENGINEER, additional fees or expenses in excess of the upper limit of compensation agreed herein are required, the DESIGN SECTION ENGINEER shall promptly notify the Chief Engineer of the TOLLWAY thereof and shall not incur or charge any such fees or expenses without prior written approval of the Chief Engineer. The DESIGN SECTION ENGINEER shall ensure that its subcontractors (if applicable) submit bills and invoices in a manner consistent with the terms of this Agreement and shall include language in its subcontractor agreements whereby the subcontractors expressly agree to be bound by the terms of this Agreement, including but not limited to the Inspector General Provision at Article XIX.

ARTICLE IV

Scope of the Service

The DESIGN SECTION ENGINEER represents that it has examined the project site, met with representatives of the TOLLWAY, and had an opportunity to ascertain the extent

and the scope of services required to complete this project and is knowledgeable of the services to be performed within the time set forth in the Project Schedule indicated in Exhibit "1" hereof. The DESIGN SECTION ENGINEER further understands and agrees that all the services required to properly complete the services will be at or below the total estimated fee (Upper Limit of Compensation) established for this contract, and that only upon receipt of correspondence modifying the established scope of services for this contract from the Chief Engineer, will any portion of the contingency provision of the said proposal be utilized. The DESIGN SECTION ENGINEER shall not be entitled to additional compensation due to errors in estimating the time, costs or expertise required to complete this design project.

ARTICLE V

Compliance with State and Other Laws

The DESIGN SECTION ENGINEER specifically agrees that in the performance of the services herein enumerated, the DESIGN SECTION ENGINEER, its associates, subcontractors, agents and employees will comply with all applicable Federal laws, State statutes, local ordinances, rules and regulations.

Governing Law; Exclusive Jurisdiction

This Agreement, and all the rights and duties of the parties arising from or relating in any way to the subject matter of this Agreement or the transaction(s) contemplated by it, shall be governed by, construed and enforced only in accordance with the laws of the United States and the State of Illinois (excluding any conflict of laws provisions that would refer to and apply the substantive laws of another jurisdiction). Any suit or proceeding relating to this Agreement, including arbitration proceedings, shall be brought only in DuPage County, Illinois. *CH2M Hill, Inc.* consents to the exclusive jurisdiction and venue of the courts located in DuPage County, State of Illinois.

ARTICLE VI

Responsibility for Injuries and Damages

The DESIGN SECTION ENGINEER shall be responsible for all injuries to persons and damages to property due to the activities of the DESIGN SECTION ENGINEER, its associates, agents or employees, in connection with an error, omission, intentional, willful, wanton or negligent act(s), and shall be responsible for all parts of its work, both temporary and permanent, relating to the performance of any services under this Agreement or in connection therewith. It is expressly understood that the DESIGN SECTION ENGINEER shall indemnify and save harmless the TOLLWAY, its Directors and employees from claims, suits, actions, damages, costs and fees arising from, growing out of an error, omission, intentional, willful, wanton or negligent act(s) of the DESIGN SECTION ENGINEER under this Agreement, to the maximum extent permitted by law, and such indemnity shall not be limited by reason of the enumeration of any insurance coverage hereinafter provided. Nothing herein contained shall be construed as prohibiting the TOLLWAY, its Directors or the employees from defending any actions and suits brought

against them or any of them or from employing their own counsel in defense of all such actions and suits. It is understood and agreed that the DESIGN SECTION ENGINEER is an independent contractor and as such is solely responsible for all of its activities hereunder.

ARTICLE VII

Insurance

The DESIGN SECTION ENGINEER agrees to procure and maintain during the entire term of this contract and any extensions thereto, at its own expense and without additional expense to the TOLLWAY, adequate insurance for claims for injuries to persons or damage to property which may arise from or in connection with the performance of the work by the DESIGN SECTION ENGINEER, his agents, representatives, employees or subcontractors. Work shall not commence until all insurance required by this section has been obtained and acceptable documentation provided to the TOLLWAY. Acceptable insurance companies shall be authorized or approved to transact business under the laws of the State of Illinois, shall be rated by A.M. Best and Company with a financial strength rating of "A-" or better and a financial size category of not less than "VII".

The DESIGN SECTION ENGINEER shall obtain for the term of the contract, and any extensions thereto, insurance in the following kinds and minimum limits:

- a. Worker's Compensation Insurance as required by state statute, and Employer's Liability insurance covering all the DESIGN SECTION ENGINEER's employees acting within the course and scope of their employment.
- b. Commercial General Liability Insurance written on Insurance Services Office (ISO) occurrence form CG 00 01 10/03 or equivalent, covering premises operations, independent contractors, blanket contractual liability, and personal injury with minimum limits of \$1,000,000.00 (One Millions Dollars) each occurrence and \$2,000,000.00 (Two Million Dollars) annual general aggregate.
If any aggregate limit is reduced below \$2,000,000.00 because of claims made or paid, the DESIGN SECTION ENGINEER shall obtain additional insurance to restore the full aggregate limit and furnish documentation to the TOLLWAY.
- c. Automobile Liability Insurance covering any auto, including owned, hired and non-owned autos, with a minimum limit of \$1,000,000.00 (One million Dollars) each occurrence, combined single limit.
- d. Excess / Umbrella Liability Insurance providing excess coverage over commercial general liability, automobile liability and employer's liability with a minimum limit of \$2,000,000.00 (Two Million Dollars) per occurrence and in aggregate.

- e. Engineering Professional Errors and Omissions Liability providing coverage for claims, damages, losses or expenses arising out of or resulting from the performance of Professional Services contemplated in this contract. Limits of liability shall be a minimum of \$2,000,000 (Two Million Dollars) per occurrence and in aggregate. The policy, including claims made forms, shall remain in effect for the duration of the contract and then have a three-year discovery period or longer as required by State Statute.

All deductible or self-insured retentions must be declared and are the sole responsibility of the DESIGN SECTION ENGINEER. The Illinois State Toll Highway Authority shall be named an "additional insured" for the commercial general liability and automobile liability coverage. These policies shall be primary for the additional insured and not contributing with any other insurance or similar protection available to the additional insured. Copies of the applicable "additional insured" endorsements will be provided to the TOLLWAY with the insurance documentation.

The DESIGN SECTION ENGINEER shall submit insurance documentation prior to the commencement of any contract work and will provide documentation of renewals of said policies as they occur. Any failure of the TOLLWAY to request proof of insurance will not waive the requirement of maintenance of protection as specified herein.

ARTICLE VIII

Ownership of Documents

All documents, including tracings, drawings, estimates, specifications, field notes, investigations, studies and all documents, memoranda and information relating to services to be furnished and performed pursuant to this Agreement are the property of the TOLLWAY. During the performance of the engineering services herein provided for, the DESIGN SECTION ENGINEER shall be responsible for any loss or damage to the documents herein enumerated while they are in its possession, and any such documents shall be restored at its expense. Full access to the work during the preparation of the plans shall be available to the TOLLWAY and such other agencies as may be approved by the TOLLWAY. It is agreed and understood by the parties that any plans, drawings, blueprints or other similar documents ("plans") provided under this Contract which are reused by the TOLLWAY, on other projects, shall be at the TOLLWAY's own risk. Any person or entity reusing any plans shall be solely responsible for such reuse. Should the DESIGN SECTION ENGINEER reuse any plans, it agrees to indemnify all persons or entities for any claims or actions resulting from its reuse to the extent that said claim or action results from such reuse. The TOLLWAY agrees to require any person (including the TOLLWAY itself) reusing the plans provided by the DESIGN SECTION ENGINEER to abide by the terms and conditions set forth in this paragraph.

ARTICLE IX

Financial Statement

The DESIGN SECTION ENGINEER shall, within ten (10) days after requested by the TOLLWAY, furnish the TOLLWAY with a current statement of the financial condition of the DESIGN SECTION ENGINEER and any other financial information requested by the TOLLWAY.

ARTICLE X

Successors and Assigns

The TOLLWAY and DESIGN SECTION ENGINEER each bind themselves, their successors and assigns to the other party of this Agreement and to the successors and assigns of such other party with respect to all covenants of this Agreement. Except as this Agreement provides, neither the TOLLWAY nor the DESIGN SECTION ENGINEER shall assign, sublet or transfer its interest in this Agreement without the written consent of the other.

ARTICLE XI

Subcontractors

The DESIGN SECTION ENGINEER shall not subcontract or assign services to be performed under this Agreement without prior written approval of the TOLLWAY, except that the DESIGN SECTION ENGINEER may without such prior approval, contract with others for photogrammetric maps, equipment and supplies, printed matter, and other reproductions and stenographic, clerical or any other non-technical services.

ARTICLE XII

Suspension

The TOLLWAY may, from time to time, suspend and halt the services of DESIGN SECTION ENGINEER pursuant to this Agreement at its sole discretion effective five (5) days after delivery of written notice thereof for any period of time or times not exceeding a total of twelve (12) months. In the event of such suspension not occasioned by violation of the Agreement by the DESIGN SECTION ENGINEER, the DESIGN SECTION ENGINEER shall be paid for authorized services performed prior to the effective date of the suspension, including any reimbursable expenses then due, in accord with this Agreement.

ARTICLE XIII

Termination

A. Termination Without Cause

1. The TOLLWAY reserves the right, at its sole discretion, to terminate this Agreement without cause at any time. In the event of such termination, the TOLLWAY will promptly deliver a written Notice of Termination Without Cause to the DESIGN SECTION ENGINEER. Upon termination and within ten (10) days of said termination, the DESIGN SECTION ENGINEER shall prepare a detailed Progress Report, in form satisfactory to the Chief Engineer of the TOLLWAY, including information as to all the services performed by the DESIGN SECTION ENGINEER and the status of the services as of the date of the termination, and provide all other information and documents developed under the terms of this Agreement as requested by the Chief Engineer of the TOLLWAY. The TOLLWAY will review the Progress Report and services and determine the percentage of the work required to be performed under this Agreement that has been completed by the DESIGN SECTION ENGINEER. In case of dispute between the TOLLWAY and the DESIGN SECTION ENGINEER, the decision of the Chief Engineer shall be final. At the request and direction of the Chief Engineer of the TOLLWAY, the DESIGN SECTION ENGINEER shall, additionally, within ten (10) days after the date of termination, furnish the TOLLWAY with two (2) sets of prints of plans, two (2) sets of Special Provisions and two (2) sets of calculations with respect to the services performed to date of termination in accordance with the requirements of the Design Section Engineers Manual, March 2012 and as revised thereafter.

In the event the Chief Engineer of the TOLLWAY requires additional services to be performed by the DESIGN SECTION ENGINEER to complete certain elements of the engineering services, the DESIGN SECTION ENGINEER shall prepare a final Progress Report on completion of the additional services. The TOLLWAY will review the final Progress Report and determine the percentage of completed services performed under the Agreement by the DESIGN SECTION ENGINEER.

2. The total compensation due to the DESIGN SECTION ENGINEER, in the event of termination without cause, shall be limited to the following, less all previous payments to the DESIGN SECTION ENGINEER and any credits or set-offs due to the TOLLWAY:

- a. Actual payroll cost for services properly performed prior to the effective date of termination, times a multiplier of **2.8000**;
- b. Actual reimbursable direct expenses incurred prior to the effective date of termination;
- c. Actual payroll cost times a multiplier of **2.8000** for any wind-up services after the effective date of termination as directed to be performed by the Chief Engineer of the TOLLWAY;

- d. Actual reimbursable direct expenses incurred for any wind-up services after the effective date of termination as directed to be performed by the Chief Engineer of the TOLLWAY;

B. Termination for Cause

1. In the event the DESIGN SECTION ENGINEER fails to meet any of its contractual obligations, as set forth in this Agreement including the proposal, then the TOLLWAY, at its option, may consider the Agreement as canceled effective upon the delivery of written Notice of Termination for Cause to the DESIGN SECTION ENGINEER, and the DESIGN SECTION ENGINEER shall have no further claims or rights against the TOLLWAY except as set forth herein. The TOLLWAY may, as additional remedies, and without prejudice to or waiver of any other right or remedy which it possesses hereunder or as a matter of law, complete the performance of the engineering services with its own forces, or secure services from any other available source and any difference in cost shall be charged back to the DESIGN SECTION ENGINEER, or at the option of the TOLLWAY the DESIGN SECTION ENGINEER shall promptly pay for or reimburse the TOLLWAY for any such difference in cost, or the TOLLWAY may deduct any such cost from any payments due or to become due the DESIGN SECTION ENGINEER, if any. In addition to any difference in cost for services incurred by the TOLLWAY, the DESIGN SECTION ENGINEER shall reimburse the TOLLWAY for any costs, fees, or expenses, including administrative, engineering and legal expenses incurred by the TOLLWAY due to the failure of the DESIGN SECTION ENGINEER to meet such obligations. The foregoing costs, fees and expenses, may, at the direction of the TOLLWAY, be deducted from any sums remaining due for services properly performed prior to the effective date of the cancellation and termination.

2. The conditions for termination for cause are as follows:

- a. If DESIGN SECTION ENGINEER becomes insolvent, commits any act of bankruptcy, makes a general assignment for the benefit of creditors, or becomes the subject of any proceeding commenced under any statute or law established for the relief of debtors;
- b. If a receiver, trustee or liquidator of any of the property or income of DESIGN SECTION ENGINEER shall be appointed;
- c. If DESIGN SECTION ENGINEER shall fail to perform the scope of services, or any part thereof, with the diligence necessary to maintain its progress and complete the scope of services as prescribed by the time schedule and shall fail to take such steps as directed by the TOLLWAY to remedy delays within five (5) days after written notice thereof from TOLLWAY;
- d. If DESIGN SECTION ENGINEER shall violate any of the terms, provisions, conditions, covenants, or Certifications contained in this Agreement and shall fail to take such steps as directed by the

TOLLWAY to remedy such default within five (5) days after written notice thereof from TOLLWAY.

3. Upon termination for cause, and within ten (10) days of such notice, the DESIGN SECTION ENGINEER shall prepare a detailed Progress Report in a form satisfactory to the Chief Engineer of the TOLLWAY, including information as to all services performed by the DESIGN SECTION ENGINEER and the status of the services as of the date of the termination, and provide all other information and documents developed under the terms of this Agreement as requested by the Chief Engineer of the TOLLWAY. The TOLLWAY will review the Progress Report and determine the percentage of services that have been performed under this Agreement by the DESIGN SECTION ENGINEER. In the case of dispute between the TOLLWAY and the DESIGN SECTION ENGINEER, the decision of the Chief Engineer shall be final. At the request and direction of the Chief Engineer of the TOLLWAY, the DESIGN SECTION ENGINEER shall additionally, within ten (10) days after the date of termination, furnish the TOLLWAY with two (2) sets of prints of plans, two (2) sets of Special Provisions and two (2) sets of calculations with respect to the services performed to the date of termination in accordance with the requirements of the Design Section Engineers Manual, March 2012 and as revised thereafter.

4. The total compensation due to the DESIGN SECTION ENGINEER in the event of Termination for Cause shall be the following, less all previous payments to the DESIGN SECTION ENGINEER, and any credits or set-offs due to the TOLLWAY:

- a. Actual payroll cost for services properly performed prior to the effective date of termination, times a multiplier of **2.8000**;
- b. Actual reimbursable direct expenses incurred prior to the effective date of termination;

C. Termination due to Lack of an Appropriation

This Agreement is subject to termination and cancellation in any year for which the General Assembly fails to make an appropriation (if such an appropriation is required) to make payments under the terms of the Agreement. Currently, the TOLLWAY is not required to obtain a yearly appropriation of its funds. However, the TOLLWAY cannot and does not make any representation or warranties concerning future appropriation requirements.

ARTICLE XIV

Solicitations

The DESIGN SECTION ENGINEER warrants that no person or selling agency has been employed or retained to solicit or secure this Agreement upon an agreement or understanding for a commission, percentage, brokerage or contingent fee. For breach or violation of this warranty, the TOLLWAY shall have the right to annul this Agreement without liability or in its discretion to deduct from the contract price or consideration the full amount of such commission, percentage, brokerage or contingent fee.

ARTICLE XV

Comptroller Requirements for Contracts

The DESIGN SECTION ENGINEER and all subcontractors under this Agreement agree to maintain the books and records relating to this Agreement for a period of five years from the later of the date of final payment under the Agreement or completion of the Agreement or subcontract. The DESIGN SECTION ENGINEER further agrees to cooperate fully with any audit and to make the books and records available to the Auditor General, Chief Procurement Officer, Internal Auditor, and the Purchasing Agency.

ARTICLE XVI

Notices

Notices to be given hereunder or documents to be delivered shall be deemed sufficient if delivered personally or mailed by certified mail to the DESIGN SECTION ENGINEER at **CH2M Hill, Inc., 8735 W. Higgins Road, Suite 400, Chicago, IL 60631**, or to the Chief Engineer at 2700 Ogden Avenue, Downers Grove, Illinois 60515. Either party may change the place to which notices hereunder may be addressed by written notice to the other party at any time or times.

ARTICLE XVII

Quality Assurance and Quality Control (QA/QC) Plan

The DESIGN SECTION ENGINEER'S QA/QC PLAN for this PROJECT must be presented by the DESIGN SECTION ENGINEER fourteen (14) days after receiving the signed contract. After acceptance by the TOLLWAY, the DESIGN SECTION ENGINEER must adhere to this QA/QC Plan and will be required to periodically confirm, in writing, that they have complied with the approved plan. The statement of compliance must be submitted to the TOLLWAY Project Manager with each milestone submittal (preliminary plans, draft reports, soil report, drainage study, etc.).

The QA/QC Plan must follow the GUIDELINES FOR the DESIGN SECTION ENGINEER'S QUALITY PROGRAM, which will be provided by the TOLLWAY.

ARTICLE XVIII

Miscellaneous

This Agreement, when executed by the DESIGN SECTION ENGINEER, shall be an offer by the DESIGN SECTION ENGINEER to the TOLLWAY and shall not be construed as an offer by the TOLLWAY to the DESIGN SECTION ENGINEER. All Agreements are subject to the statutes, rules, regulations and policies governing the TOLLWAY and are expressly subject to the approval of the TOLLWAY's Board of Directors, the Procurement Policy Board, the Department of Central Management Services and the Attorney General of the State of Illinois.

ARTICLE XIX

Inspector General

Each party to this Agreement hereby acknowledges that pursuant to Section 8.5 of the Toll Highway Act (605 ILCS 10/) the Inspector General of the Illinois State Toll Highway Authority has the authority to audit and to conduct investigations into certain matters including but not limited to allegations of fraud, waste and abuse and when necessary subpoena witnesses and compel the production of books and papers pertinent to an investigation. Each party shall cooperate in any such investigation and shall provide access to all information and documentation related to the services performed and will disclose and make available all personnel involved or connected with the services or having knowledge of the services.

ARTICLE XX

Engineer Selection Process

The TOLLWAY and the DESIGN SECTION ENGINEER hereby certify that they are in compliance with the provisions of the Architectural, Engineering and Land Surveying Qualifications Based Selection Act (30 ILCS 535) with respect to the procurement of the services covered in this Agreement.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement for CONTRACT I-11-4014 the day and year first above written.

THE ILLINOIS STATE TOLL
HIGHWAY AUTHORITY

CH2M HILL, INC.

By [Redacted] 6/12/12
Chair/Executive Director - Signature Date
Paula Wolff/Kristi Lafleur

[Redacted] 4/13/12
President - Signature Date
Vice President

Terry A. Ruhl
Printed Name as Signed Above

APPROVED:

[Redacted] 6/5/12
Kellye K. Jackson, SPO
Signature Date

ATTEST:

[Redacted] (Seal)
Secretary - Signature Date

Asst Secretary
Printed Name as Signed Above

APPROVED:

[Redacted] 6/6/12
Chief of Finance - Signature Date
Michael Colsch

APPROVED:

[Redacted] 5/31/12
General Counsel - Signature Date
David Goldberg



Approved as to Form and Constitutionality

[Redacted] 5-30-2012
Attorney General, State of Illinois - Robert Lane - Signature Date

DESIGN SECTION ENGINEER PROPOSAL

FOR CONTRACT NUMBER 1 - 11 - 4014

This proposal, dated April 10, 2012 , is submitted by CH2M HILL
(Firm Name)
of CHICAGO, IL for Design Section Engineer's Service.
(City & State)

LOCATION OF DESIGN SECTION

The location of the construction Contract 1 - 11 - 4014 for which we propose to provide Design Section Engineering Services is from Mile Post _____ to Mile Post _____ on the Elgin O'Hare West Bypass Tollway(s), in DuPage and Cook Counties, Illinois.

SCOPE OF DESIGN SECTION ENGINEERING SERVICES

The Engineering Services, more fully detailed in Exhibit F, attached hereto, will be executed in full compliance with the Illinois State Toll Highway Authority's *Design Section Engineer's Manual*, dated June 2006 (and as revised), and with the Illinois State Toll Highway Authority's (hereinafter referred to as "TOLLWAY") current practices. These services shall include preparation of contract plans, special provisions, construction schedule and review of bids; all field surveys, investigations, designs and analyses required to complete the work; checking of shop drawings and consultation during the construction period. Four copies of all design notes, quantity calculations and field books shall be submitted to the TOLLWAY with the final plans. These documents will be indexed and cross referenced in a manner which can be easily referenced by the Construction Manager.

RESPONSIBILITY

The DESIGN SECTION ENGINEER acknowledges the fact that neither interim nor final reviews by the TOLLWAY or its Consulting Engineer relieve the DESIGN SECTION ENGINEER of its responsibility for the accuracy and adequacy of the contract documents for this project.

FEE PROPOSAL

The DESIGN SECTION ENGINEER shall be compensated for Engineering Services on the following basis:

PAYROLL COSTS TIMES A MULTIPLIER, PLUS REIMBURSEMENT OF DIRECT EXPENSES, WITH AN UPPER LIMIT OF COMPENSATION.

The compensation elements and their limits are more fully detailed as follows:

PAYROLL COSTS AND MULTIPLIER - During the course of the project, compensation shall be equal to Actual Direct Salary Costs (less overtime premium) multiplied by a factor of 2.80 to compensate for **Payroll Burden and Fringe Costs, Overhead and Miscellaneous Indirect Costs, and Profit**. This factor shall be used for periodic invoicing during the project.

"Actual Direct Salary" shall be reimbursed only for actual payroll costs paid to individuals employed directly by the DESIGN SECTION ENGINEER, independent contractors and contract employees shall be treated as "reimbursable direct costs" and not "actual direct salary." Subcontractors shall be treated as "Services by Others."

Exhibit C-1 (Company Employee Classification List) shall establish the classifications, current hourly rates and classification average rates of the company's staff. Classifications must be included on Exhibit C-1 to be reimbursable.

Exhibit C-2 (Payroll Classification Escalation Table) shall identify the direct labor escalation for the duration of the project. Pay rate increases shall be limited to one per calendar year. Cumulative salary increases for the DESIGN SECTION ENGINEER may not exceed the direct labor escalation rate listed in Exhibit C-2 for any twelve month period.

Exhibit C-3 This exhibit determines the Total Direct Labor for the project.

The direct salary rate allowable for any individual at the outset of the project for invoicing purposes will be the rate listed on a "Certified Payroll Summary" to be submitted by the DESIGN SECTION ENGINEER at the start of the project. A revised "Certified Payroll Summary" must be submitted at the time of annual salary increases and when a newly hired employee is added to the TOLLWAY project. Individual salary increases of 7% or more in one twelve month period require a written request by the DESIGN SECTION ENGINEER and approval by the Chief Engineer of the TOLLWAY prior to using the increased rate on invoices. The DESIGN SECTION ENGINEER is required to submit a WORK FORCE AND RATE REVISIONS WORKSHEET (this is for informational purposes only) at the start of the project, at the time of annual increases, and each time the project related work force changes.

A "normal work week" can be negotiated up to 45 hours per week. Overtime (straight time) for salaried positions cannot be invoiced beyond the number of hours in the "normal work week" unless pre-approved, in writing, by the project manager. These positions will be determined during negotiations of the contract or as the salaried position is added to the project.

Promotions resulting in salary increases will only be permitted if the promotion occurs on this project to a pre-approved contract position. Employees promoted within the company will not be entitled to a rate increase on this project beyond the rate appropriate for the services being performed by the employee. Any increase will be at the date of the approved promotion.

Timesheets for each employee billed to the contract must be submitted with the invoice. The timesheets must be signed by both the employee and the employee's supervisor. The timesheets must include all hours paid to the employee, including non-billable time and time worked on other projects.

REIMBURSABLE DIRECT COSTS - The Reimbursable Direct Costs Worksheet determines the total dollar amount of Direct costs for the project. See Exhibit D. The DESIGN SECTION ENGINEER is responsible for managing the Direct Costs expended so the total Reimbursable Direct Cost amount is not exceeded. All Direct Costs presented for reimbursement must be included on the Allowable Direct Costs list made available in the Professional Service Bulletin (attached to Exhibit D). Direct Costs not identified on the Allowable Direct Costs list must be approved in writing by the Chief Engineer of the TOLLWAY prior to reimbursement. Premium portions of overtime and Reimbursable Direct Costs will be reimbursed upon presentation of appropriate documentation.

Reimbursement for the use of automotive vehicles will be as provided in the Allowable Direct Costs. See Exhibit D.

Reimbursement for automotive vehicles furnished by the DESIGN SECTION ENGINEER as requested by the TOLLWAY shall be at the fixed rate provided in the Allowable Direct Costs. See Exhibit D. Such rate of reimbursement will be considered full payment for all costs including, but not limited to: the furnishing, insuring, operating, and maintaining the automotive vehicles. The term "automotive vehicle" includes automobiles, pick-up trucks, station wagons, vans, and the like. The DESIGN SECTION ENGINEER shall maintain itemized vehicle usage records for all vehicles billed to the contract. Said records shall contain at a minimum the individual who used the vehicle, the date of usage, and the purpose or destination.

No surcharge for handling or processing will be charged or approved. No profit will be paid for Direct Costs.

SERVICES BY OTHERS (Exhibit H) - The fees for services provided by all subcontractors shall be summarized on Exhibit H. All subcontractors are required to submit Exhibits A-G. Exhibit H is required if second tier subcontractors are used.

The DESIGN SECTION ENGINEER understands that the contract is between the TOLLWAY and the DESIGN SECTION ENGINEER. The DESIGN SECTION ENGINEER is responsible for monitoring and managing the work and budget of all subcontractors.

The ADDITIONAL SERVICES PROVISION (if any) included in this proposal (see *Exhibit B*) will be for the sole purpose of funding increases in the Scope of Work, which have been identified as potential extra services prior to the start of work. The additional services funds will not be used to cover costs for items included in the original Scope of Design Engineering Services. The authorization for the use of the Additional Services Funds must be in writing from the Chief Engineer of the TOLLWAY.

MAXIMUM ALLOWABLE FEE - The upper limit of compensation to the DESIGN SECTION ENGINEER, for all costs, shall be \$ 66,840,422.00 (see *Exhibit B*), which limit may not be exceeded unless authorized by a Supplemental Contract and approved by the TOLLWAY's Board of Directors. This sum represents the maximum compensation limit for completion of all Engineering Services for all items of work included in the Scope of Design Section Engineering Services (Exhibit F). If potential additional services have been identified in the scope of work (Exhibit F), it is understood that these services may not be requested by the TOLLWAY. If these services are requested by the TOLLWAY to be performed by the DESIGN SECTION ENGINEER, Exhibits A-H must be submitted by the DESIGN SECTION ENGINEER for the TOLLWAY's approval prior to commencement of the work.

REVISIONS TO THE SCOPE OF WORK - If at any time during the execution of the work the DESIGN SECTION ENGINEER feels that he/she is being directed to perform services not included in the Scope Of Work, he/she will give immediate written notice to the Chief Engineer of the TOLLWAY requesting a change in the Scope Of Work. This notification shall include the following:

- A. Definition of the revision to the scope.
- B. Documentation of the facts leading to or requiring the revision to the Scope of Work.
- C. Scheduling impact.
- D. Construction cost impact.
- E. Design fee impact including:
 1. Labor
 2. Direct Cost
 3. Other

The Chief Engineer of the TOLLWAY shall review and respond to the notification in a timely manner.

The DESIGN SECTION ENGINEER shall not proceed with any of the items of work which he/she believes are not included in the Scope Of Work until he/she submits the above notification and receives the written Authorization To Proceed from the Chief Engineer of the TOLLWAY. If additional funds are required for the supplemental work, this Authorization to Proceed must receive the required TOLLWAY approvals authorizing the funds for the supplemental work.

PROGRESS REPORTS - The DESIGN SECTION ENGINEER will submit monthly progress and staffing reports including a narrative report and providing a brief discussion of the status of the design. These reports must be submitted with the invoice covering the same period, and must be received by the TOLLWAY within 20 calendar days following the reporting period.

PROJECT STATUS EVALUATION - It will be the DESIGN SECTION ENGINEER's responsibility, when the total monies due the DESIGN SECTION ENGINEER approach 50% of the Total Contract Fee, to review the work accomplished and the work remaining, as well as the project schedule. The DESIGN SECTION ENGINEER shall then furnish the Chief Engineer of the TOLLWAY with a written copy of his evaluation. If the project progress is determined to be unsatisfactory by the TOLLWAY, the DESIGN SECTION ENGINEER may be required to do the same review prior to the point in time that the costs incurred reach 70% and 90% of the Total Contract Amount.

KEY PERSONNEL - Exhibit E is a list of the Key Personnel who will be assigned to this project, should this proposal be accepted, together with a brief resume for each. It is understood that the TOLLWAY reserves the right to review the performance of assigned personnel at any time and the DESIGN SECTION ENGINEER agrees to replace or re-assign personnel who are deemed by the TOLLWAY to not be suited to the task to which they are assigned. The DESIGN SECTION ENGINEER further agrees to assign employees to this project in a manner which will minimize engineering design expenses to the TOLLWAY.

CURRENT WORK LOAD - Attached hereto is Exhibit G, a Statement of Active and Pending Transportation Related Projects.

TERMS AND CONDITIONS - This document hereby incorporates by reference the "Contract" attached hereto and made a part hereof. The DESIGN SECTION ENGINEER understands and agrees that it shall be bound by the terms and conditions contained in the attached Contract including but not limited to those items contained in the Article titled "Insurance". The DESIGN SECTION ENGINEER shall provide a copy of a Certificate of Insurance as Exhibit I. In the event there is a conflict between the terms of this proposal and the terms of the attached Contract, the terms contained in the Contract shall control. The DESIGN SECTION ENGINEER also agrees that it shall be required to procure and maintain additional insurance, if any is listed below, under the same terms and conditions specified in the Agreement. Specialized, project specific insurance, namely Railroad Protective Liability Insurance, may be considered for reimbursement as a direct cost.

Said additional insurance shall be in addition to any and all insurance required by the Contract.

INVOICES - INVOICES will be submitted monthly on forms provided to the DESIGN SECTION ENGINEER at the start of the project. The invoice cutoff date will coincide with the Monthly Progress Report. All payroll documentation and costs relating to this project will be available for audit by the TOLLWAY upon request.

INVOICES for services performed and expenses incurred through December 31st must be submitted to the TOLLWAY no later than February 28th of the subsequent year. The DESIGN SECTION ENGINEER expressly acknowledges that the TOLLWAY, at its discretion, reserves the right not to honor any delinquent INVOICE if the DESIGN SECTION ENGINEER fails to obtain prior written approval from the Chief Engineer for an alternative INVOICE submission date. DESIGN SECTION ENGINEER will request such approval or an INVOICE submittal extension no later than February 15th.

RECORD RETENTION AND AUDIT - The DESIGN SECTION ENGINEER shall maintain for a minimum of five years after the completion of the CONTRACT, adequate books, records, and supporting documents to verify the amounts, recipients, and uses of all disbursements of funds passing in conjunction with the CONTRACT. All such records shall be maintained in accordance with generally accepted accounting principles. The DESIGN SECTION ENGINEER shall, at its own expense, make such records available for inspection and audit (including copies and extracts or records) as required by the Auditor General and other State Auditors, the Illinois Department of Transportation, the Illinois State Toll Highway Authority's Inspector General or its agents at all reasonable times and without prior notice. The DESIGN SECTION ENGINEER agrees to cooperate fully with any audit conducted by the Auditor General and other State Auditors, the Illinois Department of Transportation and the Illinois State Toll Highway Authority's Inspector General or its agents, and to provide full access to all relevant materials.

Any adjustment shall be submitted on a final invoice for any underpayment or overpayment to the DESIGN SECTION ENGINEER or its sub-contractors. The DESIGN SECTION ENGINEER shall promptly reimburse the TOLLWAY for any overpayment, or the TOLLWAY may deduct any overpayment from any funds due the DESIGN SECTION ENGINEER whether those funds are due under this contract or other contracts to which the DESIGN SECTION ENGINEER is a party either directly or as a subcontractor. In the event the DESIGN SECTION ENGINEER fails or refuses to reimburse the TOLLWAY for an overpayment, the DESIGN SECTION ENGINEER shall be responsible for all costs, including attorney fees, incurred by the ILLINOIS TOLLWAY to collect such overpayment. Failure to maintain the books, records, and supporting documents required by this Section shall establish a presumption in favor of the TOLLWAY for recovery of any funds paid by the TOLLWAY under the contract for which adequate books, records and supporting documentation are not available to support their purported disbursement.

THIS PROPOSAL FOR DESIGN SECTION ENGINEERING SERVICES FOR

CONTRACT 1 - 11 - 4014

SUBMITTED BY:

FIRM NAME: CH2M HILL

ADDRESS: 8735 W. Higgins Rd. Suite 400

CITY, STATE: Chicago, IL

TELEPHONE: 773-693-3800

FACSIMILE: 773-693-3823

SIGNED BY: Terry Ruhl 

TITLE: Vice President

CERTIFICATION/DISCLOSURE FORMS



Vendor acknowledges and agrees that compliance with this section and each subsection for the term of the contract and any renewals is a material requirement and condition of this contract. By executing this contract Vendor certifies compliance with this section and each subsection and is under a continuing obligation to remain in compliance and report any non-compliance.

This section and each subsection applies to subcontractors used on this contract. Vendor shall include these Standard Certifications in any subcontract used in the performance of the contract using the Standard Subcontractor Certification form provided by the State.

If this contract extends over multiple fiscal years including the initial term and all renewals, Vendor and its subcontractors shall confirm compliance with this section in the manner and format determined by the State by the date specified by the State and in no event later than July 1 of each year that this contract remains in effect.

If the Parties determine that any certification in this section is not applicable to this contract it may be stricken without affecting the remaining subsections.

1. As part of each certification, Vendor acknowledges and agrees that should Vendor or its subcontractors provide false information, or fail to be or remain in compliance with the Standard Certification requirements, one or more of the following sanctions will apply:

- the contract may be void by operation of law,
- the State may void the contract, and
- the Vendor and its subcontractors may be subject to one or more of the following: suspension, debarment, denial of payment, civil fine, or criminal penalty.

Identifying a sanction or failing to identify a sanction in relation to any of the specific certifications does not waive imposition of other sanctions or preclude application of sanctions not specifically identified.

2. Vendor certifies it and its employees will comply with applicable provisions of the U.S. Civil Rights Act, Section 504 of the Federal Rehabilitation Act, the Americans with Disabilities Act (42 U.S.C. § 12101 et seq.) and applicable rules in performance under this contract.

3. Vendor certifies it is not in default on an educational loan (5 ILCS 385/3). This applies to individuals, sole proprietorships, partnerships and individuals as members of LLCs.

4. Vendor (if an individual, sole proprietor, partner or an individual as member of a LLC) certifies it has not received an (i) an early retirement incentive prior to 1993 under Section 14-108.3 or 16-133.3 of the Illinois Pension Code, 40 ILCS 5/14-108.3 and 40 ILCS 5/16-133.3, or (ii) an early retirement incentive on or after 2002 under Section 14-108.3 or 16-133.3 of the Illinois Pension Code, 40 ILCS 5/14-108.3 and 40 ILCS 5/16-133, (30 ILCS 105/15a).

5. Vendor certifies it is a properly formed and existing legal entity (30 ILCS 500/1.15.80, 20-43); and as applicable has obtained an assumed name certificate from the appropriate authority, or has registered to conduct business in Illinois and is in good standing with the Illinois Secretary of State.

6. To the extent there was a incumbent Vendor providing the services covered by this contract and the employees of that Vendor that provide those services are covered by a collective bargaining agreement, Vendor certifies (i) that it will offer to assume the collective bargaining obligations of the prior employer, including any existing collective bargaining agreement with the bargaining representative of any existing collective bargaining unit or units performing substantially similar work to the services covered by the contract subject to its bid or offer; and (ii) that it shall offer employment to all employees currently employed in any existing bargaining unit performing substantially similar work that will be performed under this contract (30 ILCS 500/25-80). This does not apply to heating, air conditioning, plumbing and electrical service contracts.

7. Vendor certifies it has not been convicted of bribing or attempting to bribe an officer or employee of the State of Illinois or any other State, nor has Vendor made an admission of guilt of such conduct that is a matter of record (30 ILCS 500/50-5).
8. If Vendor has been convicted of a felony, Vendor certifies at least five years have passed after the date of completion of the sentence for such felony, unless no person held responsible by a prosecutor's office for the facts upon which the conviction was based continues to have any involvement with the business (30 ILCS 500/50-10).
9. If Vendor, or any officer, director, partner, or other managerial agent of Vendor, has been convicted of a felony under the Sarbanes-Oxley Act of 2002, or a Class 3 or Class 2 felony under the Illinois Securities Law of 1953, Vendor certifies at least five years have passed since the date of the conviction. Vendor further certifies that it is not barred from being awarded a contract and acknowledges that the State shall declare the contract void if this certification is false (30 ILCS 500/50-10.5).
10. Vendor certifies it is not barred from having a contract with the State based on violating the prohibition on providing assistance to the state in identifying a need for a contract (except as part of a public request for information process) or by reviewing, drafting or preparing solicitation or similar documents for the State (30 ILCS 500/50-10.5e).
11. Vendor certifies that it and its affiliates are not delinquent in the payment of any debt to the State (or if delinquent has entered into a deferred payment plan to pay the debt), and Vendor and its affiliates acknowledge the State may declare the contract void if this certification is false (30 ILCS 500/50-11) or if Vendor or an affiliate later becomes delinquent and has not entered into a deferred payment plan to pay off the debt (30 ILCS 500/50-60).
12. Vendor certifies that it and all affiliates shall collect and remit Illinois Use Tax on all sales of tangible personal property into the State of Illinois in accordance with provisions of the Illinois Use Tax Act (30 ILCS 500/50-12) and acknowledges that failure to comply can result in the contract being declared void.
13. Vendor certifies that it has not been found by a court or the Pollution Control Board to have committed a willful or knowing violation of the Environmental Protection Act within the last five years, and is therefore not barred from being awarded a contract (30 ILCS 500/50-14).
14. Vendor certifies it has not paid any money or valuable thing to induce any person to refrain from bidding on a State contract, nor has Vendor accepted any money or other valuable thing, or acted upon the promise of same, for not bidding on a State contract (30 ILCS 500/50-25).
15. Vendor certifies it is not in violation of the "Revolving Door" section of the Illinois Procurement Code (30 ILCS 500/50-30).
16. Vendor certifies that it has not retained a person or entity to attempt to influence the outcome of a procurement decision for compensation contingent in whole or in part upon the decision or procurement (30 ILCS 500/50-38).
17. Vendor certifies it will report to the Illinois Attorney General and the Chief Procurement Officer any suspected collusion or other anti-competitive practice among any bidders, offerors, contractors, proposers or employees of the State (30 ILCS 500/50-40, 50-45, 50-50).
18. In accordance with the Steel Products Procurement Act, Vendor certifies steel products used or supplied in the performance of a contract for public works shall be manufactured or produced in the United States, unless the executive head of the procuring agency grants an exception (30 ILCS 565).
19. a) If Vendor employs 25 or more employees and this contract is worth more than \$5000, Vendor certifies it will provide a drug free workplace pursuant to the Drug Free Workplace Act.
b) If Vendor is an individual and this contract is worth more than \$5000, Vendor shall not engage in the unlawful manufacture, distribution, dispensation, possession or use of a controlled substance during the performance of the contract (30 ILCS 580).
20. Vendor certifies that neither Vendor nor any substantially owned affiliate is participating or shall participate in an international boycott in violation of the U.S. Export Administration Act of 1979 or the applicable regulations of the U.S. Department of Commerce. This applies to contracts that exceed \$10,000 (30 ILCS 582).
21. Vendor certifies it has not been convicted of the offense of bid rigging or bid rotating or any similar offense of any state or of the United States (720 ILCS 5/33 E-3, E-4).
22. Vendor certifies it complies with the Illinois Department of Human Rights Act and rules applicable to public contracts, including equal employment opportunity, refraining from unlawful discrimination, and having written sexual harassment policies (775 ILCS 5/2-105).

23. Vendor certifies it does not pay dues to or reimburse or subsidize payments by its employees for any dues or fees to any "discriminatory club" (775 ILCS 25/2).
24. Vendor certifies it complies with the State Prohibition of Goods from Forced Labor Act, and certifies that no foreign-made equipment, materials, or supplies furnished to the State under the contract have been or will be produced in whole or in part by forced labor, or indentured labor under penal sanction (30 ILCS 583).
25. Vendor certifies that no foreign-made equipment, materials, or supplies furnished to the State under the contract have been produced in whole or in part by the labor or any child under the age of 12 (30 ILCS 584).
26. Vendor certifies that it is not in violation of Section 50-14.5 of the Illinois Procurement Code (30 ILCS 500/50-14.5) that states: "Owners of residential buildings who have committed a willful or knowing violation of the Lead Poisoning Prevention Act (410 ILCS 45) are prohibited from doing business with the State until the violation is mitigated".
27. Vendor warrants and certifies that it and, to the best of its knowledge, its subcontractors have and will comply with Executive Order No. 1 (2007). The Order generally prohibits Vendors and subcontractors from hiring the then-serving Governor's family members to lobby procurement activities of the State, or any other unit of government in Illinois including local governments if that procurement may result in a contract valued at over \$25,000. This prohibition also applies to hiring for that same purpose any former State employee who had procurement authority at any time during the one-year period preceding the procurement lobbying activity.
28. Vendor certifies that information technology, including electronic information, software, systems and equipment, developed or provided under this contract will comply with the applicable requirements of the Illinois Information Technology Accessibility Act Standards as published at www.dhs.state.il.us/itaa. (30 ILCS 587)
29. Vendor certifies that it has read, understands, and is in compliance with the registration requirements of the Elections Code (10 ILCS 5/9-35) and the restrictions on making political contributions and related requirements of the Illinois Procurement Code (30 ILCS 500/20-160 and 50-37). Vendor will not make a political contribution that will violate these requirements. These requirements are effective for the duration of the term of office of the incumbent Governor or for a period of 2 years after the end of the contract term, whichever is longer.

In accordance with section 20-160 of the Illinois Procurement Code, Vendor certifies as applicable:

- Vendor is not required to register as a business entity with the State Board of Elections.
or
 Vendor has registered and has attached a copy of the official certificate of registration as issued by the State Board of Elections. As a registered business entity, Vendor acknowledges a continuing duty to update the registration as required by the Act.

VENDOR (show Company name and DBA)

CH2M HILL Companies LTD (parent company of CH2M HILL, Inc.)
 Signature [REDACTED]
 Printed Name David J Becker
 Title Contracts Manager Date 04/06/2012
 Address 9191 South Jamaica Street
Englewood, Colorado 80112

DEPARTMENT OF HUMAN RIGHTS (DHR) PUBLIC CONTRACT NUMBER

(775 ILCS 5/2-105) If you employed fifteen or more full-time employees at any time during the 365-day period immediately preceding the publication of this solicitation in the Illinois Procurement Bulletin (or issuance date if not published), you must have a current Public Contract Number or have proof of having submitted a completed application for one prior to the offer opening date. If we cannot confirm compliance, we will not be able to consider your bid or offer. Please complete the appropriate sections below.

Name of Company (and DBA) CH2M HILL Companies LTD (parent company of CH2M HILL, Inc.)

(check if applicable) The number is not required as the company has employed 14 or less full-time employees during the 365 day period immediately preceding the publication of this solicitation in the Illinois Procurement Bulletin (or issuance date if not published).

DHR Public Contracts Number _____

Or, if number has not yet been issued,

Date completed application for the number was submitted to DHR _____

NOTICE:

Numbers issued by the Department of Human Rights (or its predecessor agency, the Illinois Fair Employment Practices Commission) prior to July 1, 1998, are no longer valid. This affects numbers below 89999-00-0. Valid numbers begin with 90000-00-0. If your organization holds an expired number, you must re-register with DHR by completing the required form.

You can obtain an application form by:

1. **Telephone:** Call the DHR Public Contracts Unit at (312) 814-2431 between Monday and Friday, 8:30 AM - 5:00 PM, CST. [TDD (312) 263-1579].
2. **Internet:** Download the form from the Internet at "www.state.il.us/cms". In the Purchasing area of the CMS home page, click the "DOWNLOAD VENDOR FORMS" line.
3. **Mail:** Write to the Department of Human Rights, Public Contracts Unit, 100 West Randolph Street, Suite 10-100, and Chicago, IL 60601.

DISCLOSURES AND CONFLICTS OF INTEREST

Instructions: Vendor shall disclose financial interests, potential conflicts of interest and contract information identified in Sections 1, 2 and 3 below as a condition of receiving an award or contract (30 ILCS 500/50-13 and 50-35). Failure to fully disclose shall render the contract, bid, proposal, subcontract, or relationship voidable by the chief procurement officer if s/he deems it in the best interest of the State of Illinois and may be cause for barring from future contracts, bids, proposals, subcontracts, or relationships with the State.

- There are five sections to this form and each must be completed to meet full disclosure requirements.
- Note: The requested disclosures are a continuing obligation and must be promptly supplemented for accuracy throughout the process and throughout the term of the resultant contract if the bid/offer is awarded. As required by 30 ILCS 500/50-2, for multi-year contracts Vendors must submit these disclosures on an annual basis.

A publicly traded entity may submit its 10K disclosure in satisfaction of the disclosure requirements set forth in Section 1 below. HOWEVER, if a Vendor submits a 10K, they must still must complete Sections 2, 3, 4 and 5 and submit the disclosure form.

If the Vendor is a wholly owned subsidiary of a parent organization, separate disclosures must be made by the Vendor and the parent. For purposes of this form, a parent organization is any entity that owns 100% of the Vendor.

This disclosure information is submitted on behalf of (show official name of Vendor, and if applicable, D/B/A and parent):

Name of Vendor: CH2M HILL Companies, LTD. (parent company)

D/B/A (if used): _____

Name of any Parent Organization: N/A

Section 1: Section 50-35 Disclosure of Financial Interest in the Vendor. (All Vendors must complete this section)

Vendors must complete subsection (a), (b) or (c) below. Please read the following subsections and complete the information requested.

- a. If Vendor is a Publicly traded corporation subject to SEC reporting requirements
- i. Vendor shall submit their 10K disclosure (include proxy if referenced in 10k) in satisfaction of the financial and conflict of interest disclosure requirements set forth in subsections 50-35 (a) and (b) of the Procurement Code. The SEC 20f or 40f, supplemented with the names of those owning in excess of 5% and up to the ownership percentages disclosed in those submissions, may be accepted as being substantially equivalent to 10K.

Check here if submitting a 10k , 20f , or 40f .

No individual holds more than 1.5% of all shares.

OR

- b. If Vendor is a privately held corporation with more than 200 shareholders
- i. These Vendors may submit the information identified in 17 CFR 229.401 and list the names of any person or entity holding any ownership share in excess of 5% in satisfaction of the financial and conflict of interest disclosure requirements set forth in subsections 50-35 a and b of the Illinois Procurement Code.

OR

- c. If Vendor is an individual, sole proprietorship, partnership or any other not qualified to use subsections (A) or (B), complete (i) and (ii) below as appropriate.
- i. For each individual having any of the following financial interests in the Vendor (or its parent), please mark each that apply and show the applicable name and address. Use a separate form for each individual.
1. Do you have an ownership share of greater than 5% of the offering entity or parent entity?
 Yes No
 2. Do you have an ownership share of less than 5%, but which has a value greater than \$106,447.20?
 Yes No

3. Do you receive more than \$106,447.20 of the offering entity's or parent entity's distributive income? (Note: Distributive income is, for these purposes, any type of distribution of profits. An annual salary is not distributive income.)
 Yes No
4. Do you receive greater than 5% of the offering entity's or parent entity's total distributive income, but which is less than \$106,447.20?
 Yes No
5. If you responded yes to any of questions 1 - 4 above, please provide either the percentage or dollar amount of your ownership or distributive share of income: _____. For partnerships with more than 50 partners, the percentage share of ownership of each individual identified above may be shown in the following ranges (dollar value fields must also be completed when applicable):
 0.5% or less _____ >0.5 to 1.0% _____ >1.0 to 2.0% _____ >2.0 to 3.0% _____ > 3.0 to 4.0% _____ %
 >4.0 to 5.0% _____ and in additional 1% increments as appropriate _____ %
6. If you responded yes to any of the questions 1-4 above, please check the appropriate type of ownership/distributable income share:
 Sole Proprietorship Stock Partnership Other (explain) _____
 Name: _____
 Address: _____

ii. In relation to individuals identified above, indicate whether any of the following potential conflict of interest relationships apply. If "Yes," please describe each situation (label with appropriate letter) using the space at the end of this Section (attach additional pages as necessary). If no individual has been identified above, mark not applicable (N/A) here _____.

- (a) State employment, currently or in the previous 3 years, including contractual employment of services directly with the individuals identified in Section 1 in their individual capacity unrelated to the Vendor's contract. Yes No
- (b) State employment of spouse, father, mother, son, or daughter, including contractual employment for services in the previous 2 years. Yes No
- (c) Elective status; the holding of elective office of the State of Illinois, the government of the United States, any unit of local government authorized by the Constitution of the State of Illinois or the statutes of the State of Illinois currently or in the previous 3 years. Yes No
- (d) Relationship to anyone holding elective office currently or in the previous 2 years; spouse, father, mother, son, or daughter. Yes No
- (e) Appointive office; the holding of any appointive government office of the State of Illinois, the United States of America, or any unit of local government authorized by the Constitution of the State of Illinois or the statutes of the State of Illinois, which office entitles the holder to compensation in excess of expenses incurred in the discharge of that office currently or in the previous 3 years. Yes No
- (f) Relationship to anyone holding appointive office currently or in the previous 2 years; spouse, father, mother, son, or daughter. Yes No
- (g) Employment, currently or in the previous 3 years, as or by any registered lobbyist of the State government. Yes No
- (h) Relationship to anyone who is or was a registered lobbyist in the previous 2 years; spouse, father, mother, son, or daughter. Yes No
- (i) Compensated employment, currently or in the previous 3 years, by any registered election or reelection committee registered with the Secretary of State or any county clerk in the State of Illinois, or any political action committee registered with either the Secretary of State or the Federal Board of Elections. Yes No
- (j) Relationship to anyone; spouse, father, mother, son, or daughter; who is or was a compensated employee in the last 2 years of any registered election or reelection committee registered with the Secretary of State or any county clerk in the State of Illinois, or any political action committee registered with either the Secretary of State or the Federal Board of Elections. Yes No

Section 2: Section 50-13 Conflicts of Interest (All Vendors must complete this section)

(a) Prohibition. It is unlawful for any person holding an elective office in this State, holding a seat in the General Assembly, or appointed to or employed in any of the offices or agencies of State government and who receives compensation for such employment in excess of 60% of the salary of the Governor of the State of Illinois [\$106,447.20], or who is an officer or employee of the Capital Development Board or the Illinois Toll Highway Authority, or who is the spouse or minor child of any such person to have or acquire any contract, or any direct pecuniary interest in any contract therein, whether for stationery, printing, paper, or any services, materials, or supplies, that will be wholly or partially satisfied by the payment of funds appropriated by the General Assembly of the State of Illinois or in any contract of the Capital Development Board or the Illinois Toll Highway Authority.

(b) Interests. It is unlawful for any firm, partnership, association, or corporation, in which any person listed in subsection (a) is entitled to receive (i) more than 7 1/2% of the total distributable income or (ii) an amount in excess of the salary of the Governor (\$177,412.00), to have or acquire any such contract or direct pecuniary interest therein.

(c) Combined interests. It is unlawful for any firm, partnership, association, or corporation, in which any person listed in subsection (a) together with his or her spouse or minor children is entitled to receive (i) more than 15%, in the aggregate, of the total distributable income or (ii) an amount in excess of 2 times the salary of the Governor [\$354,824.00], to have or acquire any such contract or direct pecuniary interest therein.

Check One: No Conflicts Of Interest
 Potential Conflict of Interest (If checked, name each conflicted individual, the nature of the conflict, and the name of the State agency that is associated directly or indirectly with the conflicted individual.)

Section 3: Debarment/Legal Proceeding Disclosure (All Vendors must complete this section).

Each of the persons identified in Sections 1, 2 and 3 must each identify any of the following that occurred within the previous 10 years:

Debarment from contracting with any governmental entity	Yes <input type="checkbox"/>	No <input checked="" type="checkbox"/>
Professional licensure discipline	Yes <input type="checkbox"/>	No <input checked="" type="checkbox"/>
Bankruptcies	Yes <input type="checkbox"/>	No <input checked="" type="checkbox"/>
Adverse civil judgments and administrative findings	Yes <input type="checkbox"/>	No <input checked="" type="checkbox"/>
Criminal felony convictions	Yes <input type="checkbox"/>	No <input checked="" type="checkbox"/>

If any of the above is checked yes, please identify with descriptive information the nature of the debarment and legal proceeding. The State reserves the right to request more information, should the information need further clarification.

Section 4: Disclosure of Business Operations with Iran (All Vendors must complete this section).

In accordance with 30 ILCS 500/50-36, each bid, offer, or proposal submitted for a State contract, other than a small purchase defined in Section 20-20 [of the Illinois Procurement Code], shall include a disclosure of whether or not the bidder, offeror, or proposing entity, or any of its corporate parents or subsidiaries, within the 24 months before submission of the bid, offer, or proposal had business operations that involved contracts with or provision of supplies or services to the Government of Iran, companies in which the Government of Iran has any direct or indirect equity share, consortiums or projects commissioned by the Government of Iran and:

- (1) more than 10% of the company's revenues produced in or assets located in Iran involve oil-related activities or mineral-extraction activities; less than 75% of the company's revenues produced in or assets located in Iran involve contracts with or provision of oil-related or mineral - extraction products or services to the Government of Iran or a project or consortium created exclusively by that Government; and the company has failed to take substantial action;
or
- (2) the company has, on or after August 5, 1996, made an investment of \$20 million or more, or any combination of investments of at least \$10 million each that in the aggregate equals or exceeds \$20 million in any 12- month period that directly or significantly contributes to the enhancement of Iran's ability to develop petroleum resources of Iran.

A bid, offer, or proposal that does not include this disclosure shall not be considered responsive. We may consider this disclosure when evaluating the bid, offer, or proposal or awarding the contract.

You must check one of the following items and if item 2 is checked you must also make the necessary disclosure:

- There are no business operations that must be disclosed to comply with the above cited law.
- The following business operations are disclosed to comply with the above cited law:

Section 5: Current and Pending Contracts (All Vendors must complete this section).

Does the Vendor have any contracts, pending contracts, bids, proposals or other ongoing procurement relationships with units of State of Illinois government? Yes No

If yes, please identify each contract, pending contract, bid, proposal and other ongoing procurement relationship it has with units of State of Illinois government by showing agency name and other descriptive information such as bid number, project title, purchase order number or contract reference number.

Section 6: Representative Lobbyist/Other Agent (All Vendors must complete this section).

Is the Vendor represented by or employ a lobbyist or other agent who is not identified under Sections 1 and 2 and who has communicated, is communicating, or may communicate with any State officer or employee concerning the bid, offer or contract? Yes No

If yes, please identify each agent / lobbyist, including name and address.

Costs/Fees/Compensation/Reimbursements related to assistance to obtain contract (describe):

Vendor certifies that none of these costs will be billed to the State in the event of contract award. Vendor must file this information with the Secretary of State.

This Disclosure is signed and made under penalty of perjury.

This Disclosure information is submitted on behalf of: CH2M HILL Companies, LTD. (Vendor/Subcontractor Name)

Name of Authorized Representative: David J. Bechler
 Title of Authorized Representative: Contracts Manager
 Signature of Authorized Representative: [Redacted]
 Date: 04/06/2012

Bobbie Hughes
 NOTARY PUBLIC
 STATE OF WISCONSIN
 (seal)

Subscribed and sworn before me this 6th day of April, 2012

[Redacted]
 Notary Public

My Commission Expires: 5/31/2015

TAXPAYER IDENTIFICATION NUMBER

I certify that:

1. The number shown on this form is my correct taxpayer identification number (or I am waiting for a number to be issued to me), and
2. I am not subject to backup withholding because: (a) I am exempt from backup withholding, or (b) I have not been notified by the Internal Revenue Service (IRS) that I am subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified me that I am no longer subject to backup withholding, and
3. I am a U.S. person (including a U.S. resident alien).
 - If you are an individual, enter your name and SSN as it appears on your Social Security Card.
 - If you are a sole proprietor, enter the owner's name on the name line followed by the name of the business and the owner's SSN or EIN.
 - If you are a single-member LLC that is disregarded as an entity separate from its owner, enter the owner's name on the name line and the d/b/a on the business name line and enter the owner's SSN or EIN.
 - If the LLC is a corporation or partnership, enter the entity's business name and EIN and for corporations, attach IRS acceptance letter (CP261 or CP277).
 - For all other entities, enter the name of the entity as used to apply for the entity's EIN and the EIN.

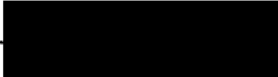
Name: _____

Business Name: CH2M HILL Companies, LTD (parent company)

Taxpayer Identification Number:

Social Security Number _____

or

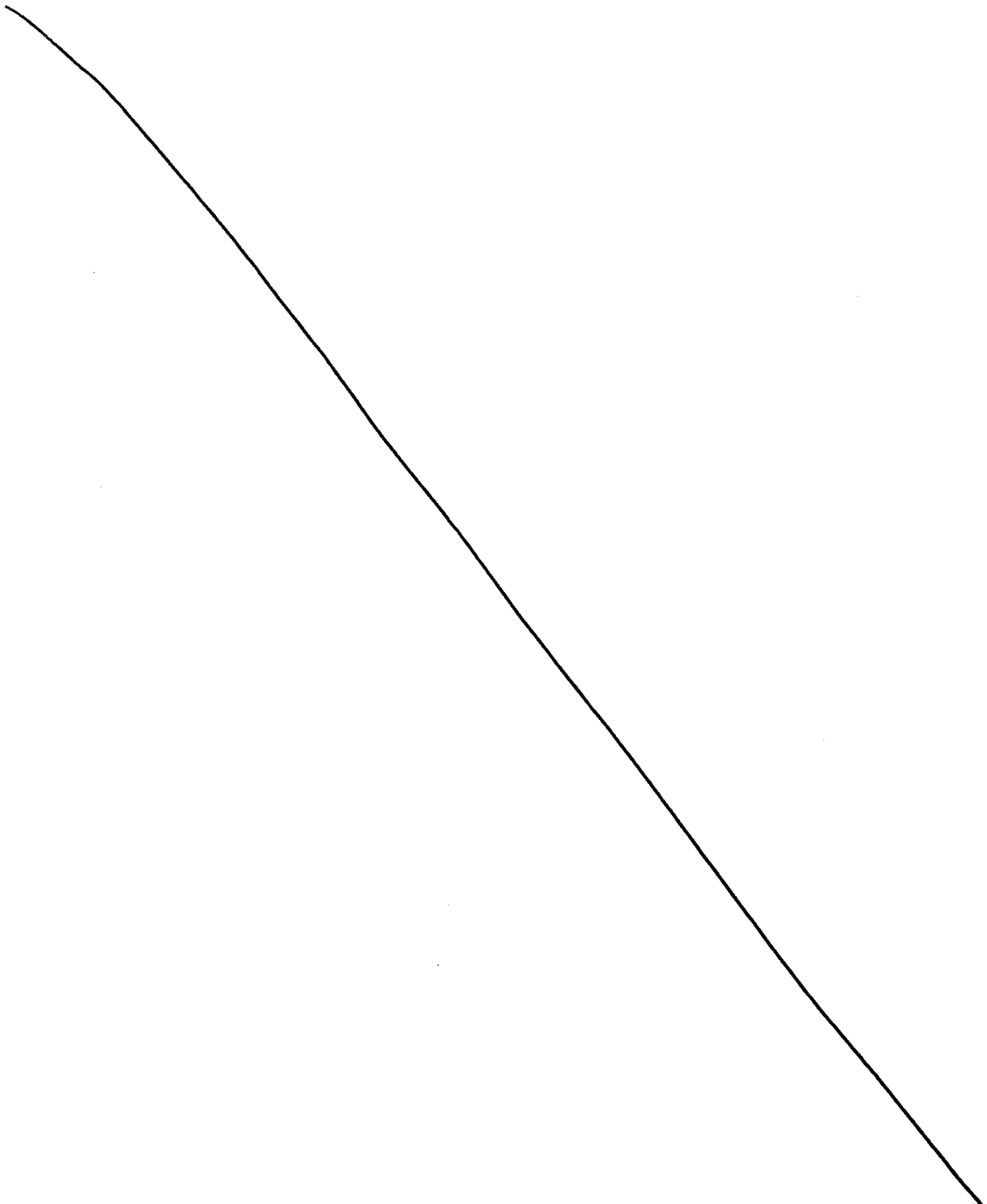
Employer Identification Number 

Legal Status (check one):

- | | |
|--|---|
| <input type="checkbox"/> Individual | <input type="checkbox"/> Governmental |
| <input type="checkbox"/> Sole Proprietor | <input type="checkbox"/> Nonresident alien |
| <input type="checkbox"/> Partnership | <input type="checkbox"/> Estate or trust |
| <input type="checkbox"/> Legal Services Corporation | <input type="checkbox"/> Pharmacy (Non-Corp.) |
| <input type="checkbox"/> Tax-exempt | <input type="checkbox"/> Pharmacy/Funeral Home/Cemetery (Corp.) |
| <input type="checkbox"/> Corporation providing or billing medical and/or health care services | <input type="checkbox"/> Limited Liability Company (select applicable tax classification) |
| <input checked="" type="checkbox"/> Corporation NOT providing or billing medical and/or health care services | <input type="checkbox"/> D = disregarded entity |
| | <input type="checkbox"/> C = corporation |
| | <input type="checkbox"/> P = partnership |

Signature 

Date: 04/06/2012



CERTIFICATION/DISCLOSURE FORMS



Vendor acknowledges and agrees that compliance with this section and each subsection for the term of the contract and any renewals is a material requirement and condition of this contract. By executing this contract Vendor certifies compliance with this section and each subsection and is under a continuing obligation to remain in compliance and report any non-compliance.

This section and each subsection applies to subcontractors used on this contract. Vendor shall include these Standard Certifications in any subcontract used in the performance of the contract using the Standard Subcontractor Certification form provided by the State.

If this contract extends over multiple fiscal years including the initial term and all renewals, Vendor and its subcontractors shall confirm compliance with this section in the manner and format determined by the State by the date specified by the State and in no event later than July 1 of each year that this contract remains in effect.

If the Parties determine that any certification in this section is not applicable to this contract it may be stricken without affecting the remaining subsections.

1. As part of each certification, Vendor acknowledges and agrees that should Vendor or its subcontractors provide false information, or fail to be or remain in compliance with the Standard Certification requirements, one or more of the following sanctions will apply:
 - the contract may be void by operation of law,
 - the State may void the contract, and
 - the Vendor and its subcontractors may be subject to one or more of the following: suspension, debarment, denial of payment, civil fine, or criminal penalty.

Identifying a sanction or failing to identify a sanction in relation to any of the specific certifications does not waive imposition of other sanctions or preclude application of sanctions not specifically identified.

2. Vendor certifies it and its employees will comply with applicable provisions of the U.S. Civil Rights Act, Section 504 of the Federal Rehabilitation Act, the Americans with Disabilities Act (42 U.S.C. § 12101 et seq.) and applicable rules in performance under this contract.
3. Vendor certifies it is not in default on an educational loan (5 ILCS 385/3). This applies to individuals, sole proprietorships, partnerships and individuals as members of LLCs.
4. Vendor (if an individual, sole proprietor, partner or an individual as member of a LLC) certifies it has not received an (i) an early retirement incentive prior to 1993 under Section 14-108.3 or 16-133.3 of the Illinois Pension Code, 40 ILCS 5/14-108.3 and 40 ILCS 5/16-133.3, or (ii) an early retirement incentive on or after 2002 under Section 14-108.3 or 16-133.3 of the Illinois Pension Code, 40 ILCS 5/14-108.3 and 40 ILCS 5/16-133, (30 ILCS 105/15a).
5. Vendor certifies it is a properly formed and existing legal entity (30 ILCS 500/1.15.80, 20-43); and as applicable has obtained an assumed name certificate from the appropriate authority, or has registered to conduct business in Illinois and is in good standing with the Illinois Secretary of State.
6. To the extent there was a incumbent Vendor providing the services covered by this contract and the employees of that Vendor that provide those services are covered by a collective bargaining agreement, Vendor certifies (i) that it will offer to assume the collective bargaining obligations of the prior employer, including any existing collective bargaining agreement with the bargaining representative of any existing collective bargaining unit or units performing substantially similar work to the services covered by the contract subject to its bid or offer; and (ii) that it shall offer employment to all employees currently employed in any existing bargaining unit performing substantially similar work that will be performed under this contract (30 ILCS 500/25-80). This does not apply to heating, air conditioning, plumbing and electrical service contracts.
7. Vendor certifies it has not been convicted of bribing or attempting to bribe an officer or employee of the State of Illinois or any other State, nor has Vendor made an admission of guilt of such conduct that is a matter of record (30 ILCS 500/50-5).
8. If Vendor has been convicted of a felony, Vendor certifies at least five years have passed after the date of completion of the sentence for such felony, unless no person held responsible by a prosecutor's office for the facts upon which the conviction was based continues to have any involvement with the business (30 ILCS 500/50-10).

9. If Vendor, or any officer, director, partner, or other managerial agent of Vendor, has been convicted of a felony under the Sarbanes-Oxley Act of 2002, or a Class 3 or Class 2 felony under the Illinois Securities Law of 1953, Vendor certifies at least five years have passed since the date of the conviction. Vendor further certifies that it is not barred from being awarded a contract and acknowledges that the State shall declare the contract void if this certification is false (30 ILCS 500/50-10.5).
10. Vendor certifies it is not barred from having a contract with the State based on violating the prohibition on providing assistance to the state in identifying a need for a contract (except as part of a public request for information process) or by reviewing, drafting or preparing solicitation or similar documents for the State (30 ILCS 500/50-10.5e).
11. Vendor certifies that it and its affiliates are not delinquent in the payment of any debt to the State (or if delinquent has entered into a deferred payment plan to pay the debt), and Vendor and its affiliates acknowledge the State may declare the contract void if this certification is false (30 ILCS 500/50-11) or if Vendor or an affiliate later becomes delinquent and has not entered into a deferred payment plan to pay off the debt (30 ILCS 500/50-60).
12. Vendor certifies that it and all affiliates shall collect and remit Illinois Use Tax on all sales of tangible personal property into the State of Illinois in accordance with provisions of the Illinois Use Tax Act (30 ILCS 500/50-12) and acknowledges that failure to comply can result in the contract being declared void.
13. Vendor certifies that it has not been found by a court or the Pollution Control Board to have committed a willful or knowing violation of the Environmental Protection Act within the last five years, and is therefore not barred from being awarded a contract (30 ILCS 500/50-14).
14. Vendor certifies it has not paid any money or valuable thing to induce any person to refrain from bidding on a State contract, nor has Vendor accepted any money or other valuable thing, or acted upon the promise of same, for not bidding on a State contract (30 ILCS 500/50-25).
15. Vendor certifies it is not in violation of the "Revolving Door" section of the Illinois Procurement Code (30 ILCS 500/50-30).
16. Vendor certifies that it has not retained a person or entity to attempt to influence the outcome of a procurement decision for compensation contingent in whole or in part upon the decision or procurement (30 ILCS 500/50-38).
17. Vendor certifies it will report to the Illinois Attorney General and the Chief Procurement Officer any suspected collusion or other anti-competitive practice among any bidders, offerors, contractors, proposers or employees of the State (30 ILCS 500/50-40, 50-45, 50-50).
18. In accordance with the Steel Products Procurement Act, Vendor certifies steel products used or supplied in the performance of a contract for public works shall be manufactured or produced in the United States, unless the executive head of the procuring agency grants an exception (30 ILCS 565).
19.
 - a) If Vendor employs 25 or more employees and this contract is worth more than \$5000, Vendor certifies it will provide a drug free workplace pursuant to the Drug Free Workplace Act.
 - b) If Vendor is an individual and this contract is worth more than \$5000, Vendor shall not engage in the unlawful manufacture, distribution, dispensation, possession or use of a controlled substance during the performance of the contract (30 ILCS 580).
20. Vendor certifies that neither Vendor nor any substantially owned affiliate is participating or shall participate in an international boycott in violation of the U.S. Export Administration Act of 1979 or the applicable regulations of the U.S. Department of Commerce. This applies to contracts that exceed \$10,000 (30 ILCS 582).
21. Vendor certifies it has not been convicted of the offense of bid rigging or bid rotating or any similar offense of any state or of the United States (720 ILCS 5/33 E-3, E-4).
22. Vendor certifies it complies with the Illinois Department of Human Rights Act and rules applicable to public contracts, including equal employment opportunity, refraining from unlawful discrimination, and having written sexual harassment policies (775 ILCS 5/2-105).
23. Vendor certifies it does not pay dues to or reimburse or subsidize payments by its employees for any dues or fees to any "discriminatory club" (775 ILCS 25/2).
24. Vendor certifies it complies with the State Prohibition of Goods from Forced Labor Act, and certifies that no foreign-made equipment, materials, or supplies furnished to the State under the contract have been or will be produced in whole or in part by forced labor, or indentured labor under penal sanction (30 ILCS 583).

25. Vendor certifies that no foreign-made equipment, materials, or supplies furnished to the State under the contract have been produced in whole or in part by the labor or any child under the age of 12 (30 ILCS 584).

26. Vendor certifies that it is not in violation of Section 50-14.5 of the Illinois Procurement Code (30 ILCS 500/50-14.5) that states: "Owners of residential buildings who have committed a willful or knowing violation of the Lead Poisoning Prevention Act (410 ILCS 45) are prohibited from doing business with the State until the violation is mitigated".

27. Vendor warrants and certifies that it and, to the best of its knowledge, its subcontractors have and will comply with Executive Order No. 1 (2007). The Order generally prohibits Vendors and subcontractors from hiring the then-serving Governor's family members to lobby procurement activities of the State, or any other unit of government in Illinois including local governments if that procurement may result in a contract valued at over \$25,000. This prohibition also applies to hiring for that same purpose any former State employee who had procurement authority at any time during the one-year period preceding the procurement lobbying activity.

28. Vendor certifies that information technology, including electronic information, software, systems and equipment, developed or provided under this contract will comply with the applicable requirements of the Illinois Information Technology Accessibility Act Standards as published at www.dhs.state.il.us/iitaa. (30 ILCS 587)

29. Vendor certifies that it has read, understands, and is in compliance with the registration requirements of the Elections Code (10 ILCS 5/9-35) and the restrictions on making political contributions and related requirements of the Illinois Procurement Code (30 ILCS 500/20-160 and 50-37). Vendor will not make a political contribution that will violate these requirements. These requirements are effective for the duration of the term of office of the incumbent Governor or for a period of 2 years after the end of the contract term, whichever is longer.

In accordance with section 20-160 of the Illinois Procurement Code, Vendor certifies as applicable:

Vendor is not required to register as a business entity with the State Board of Elections.

or

Vendor has registered **and has attached a copy** of the official certificate of registration as issued by the State Board of Elections. As a registered business entity, Vendor acknowledges a continuing duty to update the registration as required by the Act.

VENDOR (show Company name and DBA)

CH2M HILL, Inc.

Signature _____

Printed Name Lidia A. Pilecky, PE

Title Vice President

Date 11/30/2011

Address 8501 W. Higgins #300; Chicago, IL 60631

Certificate of Registration

STATE BOARD OF ELECTIONS

Registration No. 15340

CH2M HILL, INC
9191 S. JAMAICA ST
ENGLEWOOD CO 80112

Information for this business last updated on:
Wednesday, July 27, 2011

Certificate produced on Wednesday, July 27, 2011 at 5:09 PM



DEPARTMENT OF HUMAN RIGHTS (DHR) PUBLIC CONTRACT NUMBER

(775 ILCS 5/2-105) If you employed fifteen or more full-time employees at any time during the 365-day period immediately preceding the publication of this solicitation in the Illinois Procurement Bulletin (or issuance date if not published), you must have a current Public Contract Number or have proof of having submitted a completed application for one prior to the offer opening date. If we cannot confirm compliance, we will not be able to consider your bid or offer. Please complete the appropriate sections below.

Name of Company (and DBA): CH2M HILL, Inc.

_____ (check if applicable) The number is not required as the company has employed 14 or less full-time employees during the 365 day period immediately preceding the publication of this solicitation in the Illinois Procurement Bulletin (or issuance date if not published).

DHR Public Contracts Number 99049-00-0

Or, if number has not yet been issued,

Date completed application for the number was submitted to DHR Not Applicable

NOTICE:

Numbers issued by the Department of Human Rights (or its predecessor agency, the Illinois Fair Employment Practices Commission) prior to July 1, 1998, are no longer valid. This affects numbers below 89999-00-0. Valid numbers begin with 90000-00-0. If your organization holds an expired number, you must re-register with DHR by completing the required form.

You can obtain an application form by:

1. **Telephone:** Call the DHR Public Contracts Unit at (312) 814-2431 between Monday and Friday, 8:30 AM - 5:00 PM, CST. [TDD (312) 263-1579].
2. **Internet:** Download the form from the Internet at "www.state.il.us/cms". In the Purchasing area of the CMS home page, click the "DOWNLOAD VENDOR FORMS" line.
3. **Mail:** Write to the Department of Human Rights, Public Contracts Unit, 100 West Randolph Street, Suite 10-100, and Chicago, IL 60601.

DISCLOSURES AND CONFLICTS OF INTEREST

Instructions: Vendor shall disclose financial interests, potential conflicts of interest and contract information identified in Sections 1, 2 and 3 below as a condition of receiving an award or contract (30 ILCS 500/50-13 and 50-35). Failure to fully disclose shall render the contract, bid, proposal, subcontract, or relationship voidable by the chief procurement officer if s/he deems it in the best interest of the State of Illinois and may be cause for barring from future contracts, bids, proposals, subcontracts, or relationships with the State.

- There are five sections to this form and each must be completed to meet full disclosure requirements.
- Note: The requested disclosures are a continuing obligation and must be promptly supplemented for accuracy throughout the process and throughout the term of the resultant contract if the bid/offer is awarded. As required by 30 ILCS 500/50-2, for multi-year contracts Vendors must submit these disclosures on an annual basis.

A publicly traded entity may submit its 10K disclosure in satisfaction of the disclosure requirements set forth in Section 1 below. HOWEVER, if a Vendor submits a 10K, they must still must complete Sections 2, 3, 4 and 5 and submit the disclosure form.

If the Vendor is a wholly owned subsidiary of a parent organization, separate disclosures must be made by the Vendor and the parent. For purposes of this form, a parent organization is any entity that owns 100% of the Vendor.

This disclosure information is submitted on behalf of (show official name of Vendor, and if applicable, D/B/A and parent):

Name of Vendor: CH2M HILL, Inc.

D/B/A (if used): _____

Name of any Parent Organization: CH2M HILL Companies LTD.

Section 1: Section 50-35 Disclosure of Financial Interest in the Vendor. (All Vendors must complete this section)

Vendors must complete subsection (a), (b) or (c) below. Please read the following subsections and complete the information requested.

- a. If Vendor is a Publicly traded corporation subject to SEC reporting requirements
- i. Vendor shall submit their 10K disclosure (include proxy if referenced in 10k) in satisfaction of the financial and conflict of interest disclosure requirements set forth in subsections 50-35 (a) and (b) of the Procurement Code. The SEC 20f or 40f, supplemented with the names of those owning in excess of 5% and up to the ownership percentages disclosed in those submissions, may be accepted as being substantially equivalent to 10K.

Check here if submitting a 10k , 20f , or 40f .

(Note – 100% employee owned, not publically traded but subject to SEC reporting)

OR

- b. If Vendor is a privately held corporation with more than 400 shareholders
- i. These Vendors may submit the information identified in 17 CFR 229.401 and list the names of any person or entity holding any ownership share in excess of 5% in satisfaction of the financial and conflict of interest disclosure requirements set forth in subsections 50-35 a and b of the Illinois Procurement Code.

OR

- c. If Vendor is an individual, sole proprietorship, partnership or any other not qualified to use subsections (A) or (B), complete (i) and (ii) below as appropriate.
- i. For **each individual** having any of the following financial interests in the Vendor (or its parent), please mark each that apply and show the applicable name and address. Use a separate form for each individual.
1. Do you have an ownership share of greater than 5% of the offering entity or parent entity?
 Yes No
 2. Do you have an ownership share of less than 5%, but which has a value greater than \$106,447.20?
 Yes No

3. Do you receive more than \$106,447.20 of the offering entity's or parent entity's distributive income? (Note: Distributive income is, for these purposes, any type of distribution of profits. An annual salary is not distributive income.)
 Yes No
4. Do you receive greater than 5% of the offering entity's or parent entity's total distributive income, but which is less than \$106,447.20?
 Yes No
5. If you responded yes to any of questions 1 – 4 above, please provide either the percentage or dollar amount of your ownership or distributive share of income: _____. For partnerships with more than 50 partners, the percentage share of ownership of each individual identified above may be shown in the following ranges (dollar value fields must also be completed when applicable):
 0.5% or less _____ >0.5 to 1.0% _____ >1.0 to 2.0% _____ >2.0 to 3.0 % _____ > 3.0 to 4.0% _____ %
 >4.0 to 5.0% _____ and in additional 1% increments as appropriate _____ %
6. If you responded yes to any of the questions 1-4 above, please check the appropriate type of ownership/distributable income share:

Sole Proprietorship Stock Partnership Other (explain) _____

Name: _____

Address: _____

ii. In relation to individuals identified above, indicate whether any of the following potential conflict of interest relationships apply. If "Yes," please describe each situation (label with appropriate letter) using the space at the end of this Section (attach additional pages as necessary). If no individual has been identified above, mark not applicable (N/A) here _____.

- (a) State employment, currently or in the previous 3 years, including contractual employment of services directly with the individuals identified in Section 1 in their individual capacity unrelated to the Vendor's contract. Yes No
- (b) State employment of spouse, father, mother, son, or daughter, including contractual employment for services in the previous 2 years. Yes No
- (c) Elective status; the holding of elective office of the State of Illinois, the government of the United States, any unit of local government authorized by the Constitution of the State of Illinois or the statutes of the State of Illinois currently or in the previous 3 years. Yes No
- (d) Relationship to anyone holding elective office currently or in the previous 2 years; spouse, father, mother, son, or daughter. Yes No
- (e) Appointive office; the holding of any appointive government office of the State of Illinois, the United States of America, or any unit of local government authorized by the Constitution of the State of Illinois or the statutes of the State of Illinois, which office entitles the holder to compensation in excess of expenses incurred in the discharge of that office currently or in the previous 3 years. Yes No
- (f) Relationship to anyone holding appointive office currently or in the previous 2 years; spouse, father, mother, son, or daughter. Yes No
- (g) Employment, currently or in the previous 3 years, as or by any registered lobbyist of the State government. Yes No
- (h) Relationship to anyone who is or was a registered lobbyist in the previous 2 years; spouse, father, mother, son, or daughter. Yes No
- (i) Compensated employment, currently or in the previous 3 years, by any registered election or reelection committee registered with the Secretary of State or any county clerk in the State of Illinois, or any political action committee registered with either the Secretary of State or the Federal Board of Elections. Yes No
- (j) Relationship to anyone; spouse, father, mother, son, or daughter; who is or was a compensated employee in the last 2 years of any registered election or reelection committee registered with the Secretary of State or any county clerk in the State of Illinois, or any political action committee registered with either the Secretary of State or the Federal Board of Elections. Yes No

Section 2: Section 50-13 Conflicts of Interest (All Vendors must complete this section)

(a) Prohibition. It is unlawful for any person holding an elective office in this State, holding a seat in the General Assembly, or appointed to or employed in any of the offices or agencies of State government and who receives compensation for such employment in excess of 60% of the salary of the Governor of the State of Illinois [\$106,447.20], or who is an officer or employee of the Capital Development Board or the Illinois Toll Highway Authority, or who is the spouse or minor child of any such person to have or acquire any contract, or any direct pecuniary interest in any contract therein, whether for stationery, printing, paper, or any services, materials, or supplies, that will be wholly or partially satisfied by the payment of funds appropriated by the General Assembly of the State of Illinois or in any contract of the Capital Development Board or the Illinois Toll Highway Authority.

(b) Interests. It is unlawful for any firm, partnership, association, or corporation, in which any person listed in subsection (a) is entitled to receive (i) more than 7 1/2% of the total distributable income or (ii) an amount in excess of the salary of the Governor (\$177,412.00), to have or acquire any such contract or direct pecuniary interest therein.

(c) Combined interests. It is unlawful for any firm, partnership, association, or corporation, in which any person listed in subsection (a) together with his or her spouse or minor children is entitled to receive (i) more than 15%, in the aggregate, of the total distributable income or (ii) an amount in excess of 2 times the salary of the Governor [\$354,824.00], to have or acquire any such contract or direct pecuniary interest therein.

Check One: No Conflicts Of Interest
 Potential Conflict of Interest (If checked, name each conflicted individual, the nature of the conflict, and the name of the State agency that is associated directly or indirectly with the conflicted individual.)

Section 3: Debarment/Legal Proceeding Disclosure (All Vendors must complete this section).

Each of the persons identified in Sections 1, 2 and 3 must each identify any of the following that occurred within the previous 10 years:

Debarment from contracting with any governmental entity	Yes <input type="checkbox"/>	No <input checked="" type="checkbox"/>
Professional licensure discipline	Yes <input type="checkbox"/>	No <input checked="" type="checkbox"/>
Bankruptcies	Yes <input type="checkbox"/>	No <input checked="" type="checkbox"/>
Adverse civil judgments and administrative findings	Yes <input type="checkbox"/>	No <input checked="" type="checkbox"/>
Criminal felony convictions	Yes <input type="checkbox"/>	No <input checked="" type="checkbox"/>

If any of the above is checked yes, please identify with descriptive information the nature of the debarment and legal proceeding. The State reserves the right to request more information, should the information need further clarification.

Section 4: Disclosure of Business Operations with Iran (All Vendors must complete this section).

In accordance with 30 ILCS 500/50-36, each bid, offer, or proposal submitted for a State contract, other than a small purchase defined in Section 20-20 [of the Illinois Procurement Code], shall include a disclosure of whether or not the bidder, offeror, or proposing entity, or any of its corporate parents or subsidiaries, within the 24 months before submission of the bid, offer, or proposal had business operations that involved contracts with or provision of supplies or services to the Government of Iran, companies in which the Government of Iran has any direct or indirect equity share, consortiums or projects commissioned by the Government of Iran and:

- (1) more than 10% of the company's revenues produced in or assets located in Iran involve oil-related activities or mineral-extraction activities; less than 75% of the company's revenues produced in or assets located in Iran involve contracts with or provision of oil-related or mineral – extraction products or services to the Government of Iran or a project or consortium created exclusively by that Government; and the company has failed to take substantial action;
or
- (2) the company has, on or after August 5, 1996, made an investment of \$20 million or more, or any combination of investments of at least \$10 million each that in the aggregate equals or exceeds \$20 million in any 12- month period that directly or significantly contributes to the enhancement of Iran's ability to develop petroleum resources of Iran.

A bid, offer, or proposal that does not include this disclosure shall not be considered responsive. We may consider this disclosure when evaluating the bid, offer, or proposal or awarding the contract.

You must check one of the following items and if item 2 is checked you must also make the necessary disclosure:

- There are no business operations that must be disclosed to comply with the above cited law.
- The following business operations are disclosed to comply with the above cited law:

Section 5: Current and Pending Contracts (All Vendors must complete this section).

Does the Vendor have any contracts, pending contracts, bids, proposals or other ongoing procurement relationships with units of State of Illinois government? Yes No

If yes, please identify each contract, pending contract, bid, proposal and other ongoing procurement relationship it has with units of State of Illinois government by showing agency name and other descriptive information such as bid number, project title, purchase order number or contract reference number.

Illinois Department of Transportation (as Prime): 131/15; 141/08; 147/08; 147/12; 890/162; 148/40; 990/138; 154/58; 160/19
 Illinois Department of Transportation (as Subconsultant): 155/68; 157/45; 159/06

Section 6: Representative Lobbyist/Other Agent (All Vendors must complete this section).

Is the Vendor represented by or employ a lobbyist or other agent who is not identified under Sections 1 and 2 and who has communicated, is communicating, or may communicate with any State officer or employee concerning the bid, offer or contract? Yes No

If yes, please identify each agent / lobbyist, including name and address.

Costs/Fees/Compensation/Reimbursements related to assistance to obtain contract (describe):

Vendor certifies that none of these costs will be billed to the State in the event of contract award. Vendor must file this information with the Secretary of State.

This Disclosure is signed and made under penalty of perjury.

This Disclosure information is submitted on behalf of: CH2M HILL, Inc.
(Vendor/Subcontractor Name)

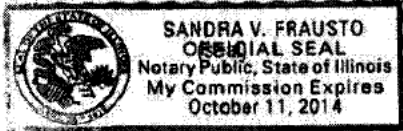
Name of Authorized Representative: Lidia A. Pilecky, PE

Title of Authorized Representative: Vice President

Signature of Authorized Representative: _____

Date: 12/2/11

Subscribed and sworn before me this 2 day of December, 2011



Notary Public
My Commission Expires: 10/11/14

TAXPAYER IDENTIFICATION NUMBER

I certify that:

1. The number shown on this form is my correct taxpayer identification number (or I am waiting for a number to be issued to me), and
2. I am not subject to backup withholding because: (a) I am exempt from backup withholding, or (b) I have not been notified by the Internal Revenue Service (IRS) that I am subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified me that I am no longer subject to backup withholding, and
3. I am a U.S. person (including a U.S. resident alien).
 - If you are an individual, enter your name and SSN as it appears on your Social Security Card.
 - If you are a sole proprietor, enter the owner's name on the name line followed by the name of the business and the owner's SSN or EIN.
 - If you are a single-member LLC that is disregarded as an entity separate from its owner, enter the owner's name on the name line and the d/b/a on the business name line and enter the owner's SSN or EIN.
 - If the LLC is a corporation or partnership, enter the entity's business name and EIN and for corporations, attach IRS acceptance letter (CP261 or CP277).
 - For all other entities, enter the name of the entity as used to apply for the entity's EIN and the EIN.

Name: _____

Business Name: CH2M HILL, INC.

Taxpayer Identification Number:
Social Security Number _____
or
Employer Identification Number _____

Legal Status (check one):

- | | |
|--|---|
| <input type="checkbox"/> Individual | <input type="checkbox"/> Governmental |
| <input type="checkbox"/> Sole Proprietor | <input type="checkbox"/> Nonresident alien |
| <input type="checkbox"/> Partnership | <input type="checkbox"/> Estate or trust |
| <input type="checkbox"/> Legal Services Corporation | <input type="checkbox"/> Pharmacy (Non-Corp.) |
| <input type="checkbox"/> Tax-exempt | <input type="checkbox"/> Pharmacy/Funeral Home/Cemetery (Corp.) |
| <input type="checkbox"/> Corporation providing or billing medical and/or health care services | <input type="checkbox"/> Limited Liability Company (select applicable tax classification) |
| <input checked="" type="checkbox"/> Corporation NOT providing or billing medical and/or health care services | <input type="checkbox"/> D = disregarded entity |
| | <input type="checkbox"/> C = corporation |
| | <input type="checkbox"/> P = partnership |

Signature: _____

Date: 11/30/11

**Subcontractor Information/Delinquent Debt Review
Prime Consultant/Contractor
Sub-Consultant/Contractor
FEIN**

Date: 4/6/2012 Project Number: I-11-4014

Project Name: DCM - Elgin O'Hare West Bypass Tollway

DELINQUENT DEBT REVIEW

Sub-Consultant/Contractor Disclosure

Will you be using any sub-consultants/contractors? Yes No

If yes, you must identify below, to the extent the information is known, the names and addresses of all Sub-Consultants/Contractors you will be using in the performance of this Contract, together with the anticipated amount of money that each Sub-Consultant/Contractor is expected to receive pursuant to this Contract. The State may request updated information at any time. For purposes of this section, Sub-Consultants/Contractors are those specifically hired to perform all, or part, of the work of this contract or to provide the supplies requested by the State.

Our firm agrees to provide the Chief of Procurement, also known as the State Procurement Officer (SPO), a copy of any subcontract as identified within twenty (20) days after execution of the contract if selected, or after execution of the subcontract, whichever is later.

Delinquent Payment. The Consultant/Contractor certifies that it, or any affiliate, is not barred from being awarded a contract under 30 ILCS 500. Section 50-11 prohibits a person from entering into a contract with a State agency if it knows or should know that it, or any affiliate, is delinquent in the payment of any debt to the State as defined by the Debt Collection Board. Section 50-12 prohibits a person from entering into a contract with the State agency if it, or any affiliate, has failed to collect and remit Illinois Use Tax on all sales of tangible personal property into the State of Illinois in accordance with the provisions of the Illinois Use Tax Act. The Consultant/Contractor further acknowledges that the contracting State agency may declare the contract void if this certification is false or if the Consultant/Contractor or any affiliate is determined to be delinquent in the payment of any debt to the State during the term of the contract.

Prime Consultant/Contractor: CH2M Hill, Inc.







Federal Employment Identification Number (FEIN) [REDACTED]

E-Mail: _____

PRIME CONTRACTOR

SUB-CONTRACTOR(S)

<u>Sub-Consultant(s)/Contractor(s)</u>	<u>Sub-Consultant(s)/Contractor(s) FEIN</u>	<u>Address</u>	<u>Amount to be Paid (to extent known)</u>
<u>American Survey & Engineering, P.C.</u>	[REDACTED]	<u>105 W. Madison, Suite 1700 Chicago, IL 60602</u>	<u>\$4,991,692.40</u>
<u>Christopher Burke Engineering, Ltd.</u>	[REDACTED]	<u>9575 W. Higgins Rd. Suite 600 Rosemont, IL 60018</u>	<u>\$172,964.00</u>
<u>EJM Engineering, Inc.</u>	[REDACTED]	<u>411 S. Wells Street, Suite 1000 Chicago, IL 60607</u>	<u>\$906,630.80</u>
<u>FluidClarity, Ltd.</u>	[REDACTED]	<u>1144 W. Lake St. Suite 303 Oak Park, IL 60301</u>	<u>\$308,405.80</u>
<u>Knight E/A, Inc.</u>	[REDACTED]	<u>221 N. LaSalle St. Suite 300 Chicago, IL 60601</u>	<u>\$7,077,080.40</u>

<u>Lin Engineering, Ltd.</u>		<u>576 Oakmont Lane Westmont, IL 60559</u>	<u>\$2,254,950.00</u>
<u>Primera Engineers, Ltd.</u>		<u>100 S. Wacker Dr. Suite 700 Chicago, IL 60606</u>	<u>\$3,186,636.00</u>
<u>Raimonde Drilling Corporation</u>		<u>770 W. Factory Rd. Addison, IL 60101</u>	<u>\$468,547.00</u>
<u>Regina Webster & Associates, Inc.</u>		<u>8619 W. Bryn Mawr Ave Suite 602 Chicago, IL 60631</u>	<u>\$3,074,316.20</u>
<u>STV Incorporated</u>		<u>200 W. Monroe St. Suite 1650 Chicago, IL 60606</u>	<u>\$388,747.52</u>
<u>Wang Engineering, Inc.</u>		<u>1145 N. Main St. Lombard, IL 60148</u>	<u>\$1,518,966.50</u>

SI 

Print

LIDIA A. PILECKI

Date

4/6/12

Prime Consultant/Contractor

**THE ILLINOIS STATE TOLL HIGHWAY AUTHORITY
RISK MANAGEMENT DIVISION**

TO: Robert Flaska
Construction Contract Supervisor

DATE: May 4, 2012

FROM: John S. Hauk
Insurance Risk Manager



SUBJECT: Insurance Documentation
CH2M Hill
Consultant Contract: I-11-4014

Risk Management has reviewed the insurance documentation that has been submitted for the above captioned contract. Based on the submissions, it appears the contractor has fulfilled the specifications of the contract as they pertain to insurance documentation.

The last of the documentation was submitted dated April 30, 2012.

Please advise if you have any questions.

attachments



CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)
04/30/2012

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

PRODUCER MARSH USA INC. 1225 17TH STREET, SUITE 2100 DENVER, CO 80202-5534		CONTACT NAME: PHONE (A/C, No, Ext): E-MAIL ADDRESS:		FAX (A/C, No):	
15114 -01234-ALL2-12/13 WDC BK		INSURER(S) AFFORDING COVERAGE			
INSURED CH2M HILL, INC. 9191 SOUTH JAMAICA STREET ENGLEWOOD, CO 80112		INSURER A: Greenwich Insurance Company		NAIC # 22322	
		INSURER B: National Union Fire Ins Co Pittsburgh PA		19445100	
		INSURER C: XL Specialty Insurance Co.		37885	
		INSURER D:			
		INSURER E:			
		INSURER F:			

COVERAGES **CERTIFICATE NUMBER:** SEA-002320893-01 **REVISION NUMBER:** 2

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDL INSR	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
A	GENERAL LIABILITY <input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR <input checked="" type="checkbox"/> \$500,000 SIR GEN'L AGGREGATE LIMIT APPLIES PER: <input type="checkbox"/> POLICY <input type="checkbox"/> PROJ <input type="checkbox"/> LOC	X		RGE500025501	05/01/2012	05/01/2013	EACH OCCURRENCE \$ 1,500,000 DAMAGE TO RENTED PREMISES (Ea occurrence) \$ 1,500,000 MED EXP (Any one person) \$ PERSONAL & ADV INJURY \$ 1,500,000 GENERAL AGGREGATE \$ 5,000,000 PRODUCTS - COMP/OP AGG \$ 5,000,000
A	AUTOMOBILE LIABILITY <input checked="" type="checkbox"/> ANY AUTO <input type="checkbox"/> ALL OWNED AUTOS <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> HIRED AUTOS <input type="checkbox"/> NON-OWNED AUTOS	X		RAD500025401 (AOS) RAD500025601 (MA)	05/01/2012	05/01/2013	COMBINED SINGLE LIMIT (Ea accident) \$ 2,000,000 BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE (Per accident) \$
B	<input checked="" type="checkbox"/> UMBRELLA LIAB <input checked="" type="checkbox"/> OCCUR <input type="checkbox"/> EXCESS LIAB <input type="checkbox"/> CLAIMS-MADE DED RETENTION \$			BE23465111	05/01/2012	05/01/2013	EACH OCCURRENCE \$ 2,000,000 AGGREGATE \$ 2,000,000
C	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below	Y/N	N/A	RWD500025201 (AOS) RWR500025301 (WI)	05/01/2012	05/01/2013	<input checked="" type="checkbox"/> WC STATUTORY LIMITS <input type="checkbox"/> OTHER E.L. EACH ACCIDENT \$ 1,000,000 E.L. DISEASE - EA EMPLOYEE \$ 1,000,000 E.L. DISEASE - POLICY LIMIT \$ 1,000,000

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (Attach ACORD 101, Additional Remarks Schedule, if more space is required)

RE: DCM - ELGIN O'HARD WEST BYPASS TOLLWAY; PM: LIDIA PILECKY.

THE CERTIFICATE HOLDER IS INCLUDED AS AN ADDITIONAL INSURED ON THE GENERAL LIABILITY AND AUTOMOBILE LIABILITY POLICIES AS REQUIRED BY WRITTEN CONTRACT OR AGREEMENT. COVERAGE PROVIDED BY THE ABOVE GENERAL LIABILITY AND AUTO POLICIES SHALL BE PRIMARY AND NON-CONTRIBUTORY AND IS LIMITED TO THE LIABILITY RESULTING FROM THE NAMED INSURED'S OWNERSHIP AND/OR OPERATIONS.

CERTIFICATE HOLDER

ILLINOIS STATE TOLL HIGHWAY AUTHORITY
 ATTN: MANAR NASHIF
 2700 OGDEN AVENUE DOWNERS
 GROVE, IL 60515

CANCELLATION

SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.

AUTHORIZED REPRESENTATIVE
 of Marsh USA Inc.

Sharon A. Hammer

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CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)
04/30/2012

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

PRODUCER MARSH USA, INC. 1225 17TH STREET, SUITE 2100 DENVER, CO 80202-5534	CONTACT NAME: PHONE (A/C, No, Ext): FAX (A/C, No): E-MAIL ADDRESS:														
15114 -00006-PLDED-12/13 WDC BK	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="text-align: center;">INSURER(S) AFFORDING COVERAGE</th> <th style="text-align: center;">NAIC #</th> </tr> <tr> <td>INSURER A : Zurich American Insurance Co</td> <td>16535</td> </tr> <tr> <td>INSURER B :</td> <td></td> </tr> <tr> <td>INSURER C :</td> <td></td> </tr> <tr> <td>INSURER D :</td> <td></td> </tr> <tr> <td>INSURER E :</td> <td></td> </tr> <tr> <td>INSURER F :</td> <td></td> </tr> </table>	INSURER(S) AFFORDING COVERAGE	NAIC #	INSURER A : Zurich American Insurance Co	16535	INSURER B :		INSURER C :		INSURER D :		INSURER E :		INSURER F :	
INSURER(S) AFFORDING COVERAGE	NAIC #														
INSURER A : Zurich American Insurance Co	16535														
INSURER B :															
INSURER C :															
INSURER D :															
INSURER E :															
INSURER F :															
INSURED CH2M HILL, INC. 9191 SOUTH JAMAICA STREET ENGLEWOOD, CO 80112															

COVERAGES CERTIFICATE NUMBER: SEA-002320896-01 **REVISION NUMBER:** 4

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDL INSR	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
	GENERAL LIABILITY <input type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS-MADE <input type="checkbox"/> OCCUR GEN'L AGGREGATE LIMIT APPLIES PER: <input type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC						EACH OCCURRENCE \$ DAMAGE TO RENTED PREMISES (Ea occurrence) \$ MED EXP (Any one person) \$ PERSONAL & ADV INJURY \$ GENERAL AGGREGATE \$ PRODUCTS - COMP/OP AGG \$
	AUTOMOBILE LIABILITY <input type="checkbox"/> ANY AUTO <input type="checkbox"/> ALL OWNED AUTOS <input type="checkbox"/> HIRED AUTOS <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> NON-OWNED AUTOS						COMBINED SINGLE LIMIT (Ea accident) \$ BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE (Per accident) \$
	UMBRELLA LIAB <input type="checkbox"/> OCCUR EXCESS LIAB <input type="checkbox"/> CLAIMS-MADE DED RETENTION \$						EACH OCCURRENCE \$ AGGREGATE \$
	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below						WC STATUTORY LIMITS OTH-ER E.L. EACH ACCIDENT \$ E.L. DISEASE - EA EMPLOYEE \$ E.L. DISEASE - POLICY LIMIT \$
A	PROFESSIONAL LIABILITY*			EOC3829621-10	05/01/2012	05/01/2013	Each Claim & Total For \$2,000,000 All Claims. Retention: \$750,000

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (Attach ACORD 101, Additional Remarks Schedule, if more space is required)
 RE: DCM - ELGIN O'HARD WEST BYPASS TOLLWAY; PM: LIDIA PILECKY.
 *FOR PROFESSIONAL LIABILITY COVERAGE, THE AGGREGATE LIMIT IS THE TOTAL INSURANCE AVAILABLE FOR CLAIMS PRESENTED WITHIN THE POLICY PERIOD FOR ALL OPERATIONS OF THE INSURED. THE LIMIT WILL BE REDUCED BY PAYMENTS OF INDEMNITY AND EXPENSE.

CERTIFICATE HOLDER ILLINOIS STATE TOLL HIGHWAY AUTHORITY ATTN: MANAR NASHIF 2700 OGDEN AVENUE DOWNERS GROVE, IL 60515	CANCELLATION SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS. AUTHORIZED REPRESENTATIVE of Marsh USA Inc. Sharon A. Hammer
--	--

ENDORSEMENT #

This endorsement, effective 12:01 a.m., May 01, 2012 forms a part of
Policy No. RAD500025401 issued to CH2M HILL COMPANIES, LTD.
by Greenwich Insurance Company

THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY

ADDITIONAL INSURED – WHERE REQUIRED UNDER CONTRACT OR AGREEMENT

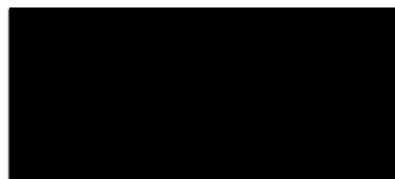
This endorsement modifies insurance provided under the following:

BUSINESS AUTO COVERAGE FORM

Section II A. 1. WHO IS AN INSURED is amended to include:

Any entity, person, or organization you are required or have agreed in a written contract, permit, access agreement and any other written agreement to provide insurance.

However, the insurance provided shall not exceed the scope of coverage and/or limits of this policy. Notwithstanding the foregoing sentence, in no event shall the insurance provided exceed the scope of coverage and/or limits required by said contract or agreement.



(Authorized Representative)

MANUS

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May not be copied without permission.

ENDORSEMENT #

This endorsement, effective 12:01 a.m., May 1, 2012 forms a part of
Policy No. RGE500025501 issued to CH2M HILL COMPANIES, LTD.
by Greenwich Insurance Company

THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY

AUTOMATIC ADDITIONAL INSURED'S PRIMARY COVERAGE

This endorsement modifies Insurance provided under the following:

COMMERCIAL GENERAL LIABILITY COVERAGE PART
PRODUCTS/COMPLETED OPERATIONS COVERAGE PART
LIQUOR LIABILITY COVERAGE PART

The following provision is added to Section II, Who is an Insured: I.

A. Any entity, person, or organization you are required or have agreed in a written insured contract, permit, access agreement and any other written agreement to name as an insured is an insured (hereinafter called additional insured) but only with respect to liability arising out of your premises, your work for the additional insured, or acts or omissions of the additional insured in connection with the general supervision of your work to the extent set forth below:

(1) The limits of , insurance with respect to each person, organization or entity shall not exceed the limits of liability of the named insured.

(2) All insuring agreements, exclusions and conditions of this policy apply;

(3) In no event shall the coverage or limits of insurance in this coverage form be increased by such contract.

B. Except when required otherwise by insured contract, this insurance does not apply to:

(1) (a) All work on the project (other than service, maintenance or repairs) to be performed by or on behalf of the additional insured(s) at the site of the covered operations has been completed; or (b) That portion of your work out of which the injury or damage arises has been put to its intended use by any person or organization other than another contractor or subcontractor engaged in performing operations for a principal as a part of the same project.

(2) Bodily Injury or Property Damage arising out of any act or omission of the additional insured(s) or any of their employees, other than the general supervision of work performed for the additional insured(s) by you.

C. Any coverage provided hereunder shall be excess over any other valid and collectible insurance available to the additional insured(s) whether primary, excess, contingent or on any other basis unless a contract specifically required that this insurance be primary, or you request that it apply on a primary basis. When this insurance applies on a primary basis for the additional insureds described above, it shall apply only with respect to liability arising out of your work for that additional insured by or for you. Other insurance afforded to those additional insureds will apply as excess and not contribute as primary to the insurance afforded by this endorsement.

All other terms and conditions remain the same.



(Authorized Representative)

Project Number: i-11-4014

Consultant: CH2M HILL, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2012												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM						3390	3390	3390	3390	3390	3390	3390	3390	23730
Task B - Master/ Concept Design						1348	1348	1348	1348	1348	1348	1348	1348	9436
Task C - PS&E						2574	2574	2574	2574	2574	2574	2574	2574	18018
Task D - Task Orders						587	587	587	587	587	587	587	587	4109
TOTALS						7899	7899	7899	7899	7899	7899	7899	7899	55293

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: CH2M HILL, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2013												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM	2212	2212	2212	2212	2212	2212	2212	2212	2212	2212	2212	2212	2212	26544
Task B - Master/Concept Design	693	693	693	693	693	693	693	693	693	693	693	693	693	8316
Task C - PS&E	2397	2397	2397	2397	2803	2803	2803	2803	2803	2803	2803	2803	2803	32012
Task D - Task Orders	574	574	574	574	574	574	574	574	574	574	574	574	574	6888
TOTALS	5876	5876	5876	5876	6282	6282	6282	6282	6282	6282	6282	6282	6282	73760

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: CH2M HILL, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2014												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM	2266	2266	2266	2266	2266	2266	2266	2266	2266	2266	2266	2266	2266	27192
Task B - Master/Concept Design	307	307	307	307	307	307	307	307	307	307	307	307	307	3684
Task C - PS&E	2132	2132	2132	2132	2132	2132	2130	2130	2130	2130	2120	2257	2257	25689
Task D - Task Orders	396	396	396	396	396	396	396	396	396	396	396	396	396	4752
TOTALS	5101	5101	5101	5101	5101	5101	5099	5099	5099	5099	5089	5226	5226	61317

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: CH2M HILL, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2015												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM	2266	2266	2266	2266	2266	2266	2266	2266	2266	2266	2266	2266	2266	27192
Task B - Master/ Concept Design	242	242	242	242	242	242	242	242	242	242	242	242	242	2904
Task C - PS&E	1491	1491	1491	1491	1491	1486	146	146	146	146	146	146	146	8941
Task D - Task Orders	146	146	146	146	146	146	146	146	146	146	146	146	146	1752
TOTALS	4145	4145	4145	4145	4145	4140	2654	2654	2654	2654	2654	2654	2654	40789

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: CH2M HILL, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2016												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM	1671	1671	1671	1671	1671	1671	1671	1671	1671	1671	1671	1671	1671	20052
Task B - Master/Concept Design	177	177	177	177	177	177	177	177	177	177	177	177	177	2124
Task C - PS&E	136	136	136	136	136	136	136	136	136	136	136	136	136	1628
Task D - Task Orders														
TOTALS	1984	1984	1984	1984	1984	1984	1984	1984	1984	1984	1984	1984	1984	23804

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: CH2M HILL, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2017												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM	2403	2403	2403	2403	2400									12012
Task B - Master/ Concept Design	168	168	168	168	153									825
Task C - PS&E														
Task D - Task Orders														
TOTALS	2571	2571	2571	2571	2553									12837

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

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Project No. I-11-4014

Consultant: CH2M HILL, Inc.

EXHIBIT B - FEE CALCULATIONS

A. DIRECT SALARY (without overtime)

Total Work Hours: 267,800.00
(From Exhibit C-3)

Total Dollars: \$ 13,850,760.00
(From Exhibit C-3)

Multiplier to be used on this project:
Allowable Multiplier = (2.8 DSE) (2.5 or 2.8 CM) (2.5 PMO)

2.80

DIRECT REGULAR SALARY TIMES MULTIPLIER

\$ 38,782,128.00

B. REIMBURSABLE DIRECT COSTS NOT ELIGIBLE FOR PROFIT
(For Prime Consultant listed above.)

TOTAL DIRECT COSTS \$ 3,709,357.38

C. SERVICES BY OTHERS

Total Allowable Fee DBE/MBE/WBE Subconsultant (from Exhibit H) \$ 16,710,144.70
(Do not including estimated additional services)

Total Allowable Fee Non-DBE/MBE/WBE Subconsultant (from Exhibit H (cont)) \$ 7,638,791.92
(Do not including estimated additional services)

TOTAL SERVICES BY OTHERS \$ 24,348,936.62

D. ADDITIONAL SERVICES (prime and subconsultants)
(Requires prior authorization before use)

E. MAXIMUM ALLOWABLE FEE (Upper Limit of Compensation)

\$ 66,840,422.00

Date: 4/10/2012

EXHIBIT C-1: COMPANY EMPLOYEE CLASSIFICATION LIST

Classification	Name (SEE NOTE 1 BELOW)	Current Hourly Rate	Classification Average Rate (SEE NOTE 2 BELOW)	Eligible For Prem. O/T?
Senior Manager	AJ Catalanotte	70.00	70.00	
	Aaron Chanowitz	70.00		
	Emad Farouz	70.00		
	Michael Foley	70.00		
	Ted Glawtschew	70.00		
	Sirpa Hall	70.00		
	Clayton Harris III	70.00		
	Brad Heimlich	70.00		
	George Hicks	70.00		
	Terry Krause	70.00		
	Mark Maday	70.00		
	Larry Martin	70.00		
	Derek Morse	70.00		
	Pixie Newman	70.00		
	Kevin Nichols	70.00		
	John O'Reilly	70.00		
	Mike Paddock	70.00		
	Lidia Pilecky	70.00		
	John Schmitz	70.00		
	Vipul Srivastava	70.00		
	Taylor-Woodyard Patricia	70.00		
	Bill VanWagenen	70.00		
	Michael Vonic	70.00		
	Mark Walbrun	70.00		
	Joel Wipf	70.00		
	Richard Zator	70.00		

* Exhibit C-1 is a comprehensive list of classifications of company employees.

- (1) List all Employees located in your company's Illinois office(s) by classification. Out of state employees to be used on this project should be included.
- (2) Divide the sum of the "CURRENT HOURLY RATES" for all employees in a classification by the number of employees in that classification.
- (3) Use as many sheets as necessary to show classifications.

Date: 4/10/2012

EXHIBIT C-1: COMPANY EMPLOYEE CLASSIFICATION LIST

Classification	Name (SEE NOTE 1 BELOW)	Current Hourly Rate	Classification Average Rate (SEE NOTE 2 BELOW)	Eligible For Prem. O/T?	
Senior Technician	David Bechler	53.43	47.84		
	Eric Bermudez	57.58			
	Deb Debonis	44.00			
	Joe Everette	46.70			
	Diane (Dee) Karaskevicius	47.37			
	Anthony Lewandowski	57.01			
	Lori Maday	36.38			
	Antonio Santiago	45.52			
	Garry Spivey	45.79			
	Andrew Wall	44.57			
Technician	Jon Archer	40.47	32.23		
	Nathan Buckingham	26.67			
	Christine (Chrissy) Ehlers	29.05			
	Lara Gamburg	35.45			
	Rebecca (Becky) Holzwarth	26.96			
	Glen McGinn	32.70			
	James (Jim) McNamara	46.77			
	Joseph (Joe) Pieroni	32.76			
	James Prialux	35.93			
	Marcus Simmons	18.00			
	Sara Stearns	25.75			
	Anthony Younker	36.24			
Senior Engineer	Carlos Alvarado	70.00	64.79		
	Daniel Baah	68.08			
	Jeff Bauer	59.44			
	Rich Coakley	69.10			
	Kostas Dovantzis	65.24			
	Christopher Dumas	66.01			
	Matt Gavin	53.87			
	Kent Heppe	69.22			

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(2) Divide the sum of the "CURRENT HOURLY RATES" for all employees in a classification by the number of employees in that classification.

(3) Use as many sheets as necessary to show classifications.

Date Revised 04/01/12

Date: 4/10/2012

EXHIBIT C-1: COMPANY EMPLOYEE CLASSIFICATION LIST

Classification	Name (SEE NOTE 1 BELOW)	Current Hourly Rate	Classification Average Rate (SEE NOTE 2 BELOW)	Eligible For Prem. O/T?
Senior Engineer (Continued)	Rick Hults	64.07		
	Paul Johnson	67.24		
	Keith Mockenhaupt	57.76		
	Richard Parr	58.07		
	Anthony Peterson	62.33		
	Gerald Phillips	70.00		
	Marty Reif	70.00		
	James (Jim) Saag	65.64		
	Max Schmiede	66.93		
	Cheng Soong	70.00		
	Marcin Taraszkiewicz	66.25		
	Edward Underwood	65.73		
	Tracy Victorine-Lewis	58.90		
	Jennifer Wilkie	63.47		
	Jessica Wollmuth	62.78		
	Engineer	Patrick Allen	54.91	49.70
Brian Connor		46.92		
Kristin Duda		39.48		
Bryan Gannis		48.49		
Marie Glynn		55.25		
Celso Hermogenes		55.56		
Mara Hollinbeck		47.83		
Walter Hubbell		55.00		

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- (3) Use as many sheets as necessary to show classifications.

Date: 4/10/2012

EXHIBIT C-1: COMPANY EMPLOYEE CLASSIFICATION LIST

Classification	Name (SEE NOTE 1 BELOW)	Current Hourly Rate	Classification Average Rate (SEE NOTE 2 BELOW)	Eligible For Prem. O/T?
Engineer (Continued)	Johnny Jackson	53.10		
	Kimberly (Kim) Silverman	50.41		
	Steven Lynch	48.58		
	Amarpal Matharu	42.40		
	Jason Moller	42.58		
	Vincent Nganga	51.30		
	Srikanth Panguluri	48.80		
	Robert (Greg) Parrent	57.33		
	Karl Schmid	55.19		
	Manisha Shah	40.87		
	Athreya Sreenivasan	52.36		
	William (Randy) Thomas	53.85		
	Shawn Thompson	50.54		
	Mason Throneburg	43.22		
Charles (Jake) Weaver	47.05			
Ben Womack	51.87			
Junior Engineer	Kia Alexander	28.15	32.00	
	Daniel (Dani) Avni	41.53		
	Paul Baxter	44.38		
	Scott Bucek	26.69		
	Burt Fritz	25.17		
	Evan Cobb	33.47		
	Brett Cowgill	26.61		
	Christopher DeRosia	37.50		

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- (2) Divide the sum of the "CURRENT HOURLY RATES" for all employees in a classification by the number of employees in that classification.
- (3) Use as many sheets as necessary to show classifications.

Date: 4/10/2012

EXHIBIT C-1: COMPANY EMPLOYEE CLASSIFICATION LIST

Classification	Name (SEE NOTE 1 BELOW)	Current Hourly Rate	Classification Average Rate (SEE NOTE 2 BELOW)	Eligible For Prem. O/T?
Junior Engineer (Continued)	Caleb Fader	28.15		
	Michael Fox	43.82		
	Phil Gaebler	34.19		
	Serge Grebenshikov	26.67		
	Arjun Jani	20.31		
	Katherine Leska	26.82		
	Brian Manning	28.72		
	Monica Mejia	28.33		
	Collin Moore	32.37		
	Aimee Morace	41.36		
	Thomas (Tommy) Myszka	25.97		
	Mary Ellen Neuman	29.56		
	Crispin Ng'oma	38.85		
	Benjamin Ostermann	26.33		
	Catherine Schripsema	37.45		
	Tracy Shandor	30.90		
	Elizabeth Slivken	34.43		
Doug (Douglas) Stachler	40.09			
Adrianna Stanley	28.90			
Wei Xu	31.63			
Juguang Zhao	29.72			
Senior Planner	William (Bill) Berlett	59.72	56.77	
	Susanne Borchert	54.92		
	Elizabeth (Libby) Braband	54.10		
	Daniel (Dan) Dupies	59.85		
	Karin Fashingbauer	51.22		
	Jeffrey (Jeff) Frantz	64.18		
	David Klatt	52.39		
Robert Miller	61.02			

* Exhibit C-1 is a comprehensive list of classifications of company employees.

- (1) List all Employees located in your company's Illinois office(s) by classification. Out of state employees to be used on this project should be included.
- (2) Divide the sum of the "CURRENT HOURLY RATES" for all employees in a classification by the number of employees in that classification.
- (3) Use as many sheets as necessary to show classifications.

Date: 4/10/2012

EXHIBIT C-1: COMPANY EMPLOYEE CLASSIFICATION LIST

Classification	Name (SEE NOTE 1 BELOW)	Current Hourly Rate	Classification Average Rate (SEE NOTE 2 BELOW)	Eligible For Prem. O/T?
Senior Planner (Continued)	Damon Sinars	51.34		
	Charlie Webb	58.97		
Planner	Phillip Blonn	41.69	47.83	
	Renee Clore	39.48		
	Brenda Cobb	46.70		
	Jeff Eichenauer	48.62		
	Jill Kramer	47.32		
	Christine Norrick	51.50		
	Brian Stenson	42.49		
	Aleksandra Tadic	42.71		
	Edward Walczak	70.00		
	Junior Planner	Justin Beasley	25.80	30.95
Deborah Flaws		28.09		
Alex Frank		23.42		
Aimee King		37.06		
James Mallison		34.98		
Sarah Marrs		24.00		
Lauren Martin		28.77		
Emily Martin		37.41		
Carla Mykytiuk		36.96		
Jade Paul		33.78		
Jon Rees		27.11		
David Rodebaugh		34.40		
Ryan Scherner		34.67		
Harold Schulz		25.38		
Erik Spande		39.17		
Garrett Vandendries	24.27			

* Exhibit C-1 is a comprehensive list of classifications of company employees.

- (1) List all Employees located in your company's Illinois office(s) by classification. Out of state employees to be used on this project should be included.
- (2) Divide the sum of the "CURRENT HOURLY RATES" for all employees in a classification by the number of employees in that classification.
- (3) Use as many sheets as necessary to show classifications.

EXHIBIT C-1: COMPANY EMPLOYEE CLASSIFICATION LIST

Classification	Name (SEE NOTE 1 BELOW)	Current Hourly Rate	Classification Average Rate (SEE NOTE 2 BELOW)	Eligible For Prem. O/T?	
Office	Renie Aitken	19.11	27.31		
	Pamela Anderson	30.03			
	Sarah Archer	25.48			
	Daniel Booton	36.74			
	Carlos Castro	19.19			
	Michelle Faulkner	26.42			
	Sandra Frausto	21.21			
	Kathleen Grimshaw	31.31			
	Helen McMahon	29.06			
	Gail Schmitt	26.41			
	Tyrone Scruggs	35.47			

* Exhibit C-1 is a comprehensive list of classifications of company employees.

- (1) List all Employees located in your company's Illinois office(s) by classification. Out of state employees to be used on this project should be included.
- (2) Divide the sum of the "CURRENT HOURLY RATES" for all employees in a classification by the number of employees in that classification.
- (3) Use as many sheets as necessary to show classifications.

I-11-4014

4/10/2012

Consultant: CH2M HILL, Inc.

EXHIBIT C-2: PAYROLL CLASSIFICATION ESCALATION TABLE

CONTRACT TERM: 60 NO. OF MONTHS

SCHEDULED START DATE: 6/1/2012

RAISE DATE: 4/1/2013

PERCENT OF RAISE: 3%

ESCALATION PER YEAR

6/1/2012	-	3/31/2013	4/1/2013	-	3/31/2014	4/1/2014	-	3/31/2015	4/1/2015	-	3/31/2016	4/1/2016	-	3/31/2017	4/1/2017	-	5/31/2017
Date		Date	Date		Date	Date		Date	Date		Date	Date		Date	Date		Date
10.0		60.0	12.0		60.0	12.0		60.0	12.0		60.0	12.0		60.0	2.0		60.0
16.67%		20.60%	21.22%		21.85%	22.51%		3.86%									
Factor First Period		Escalation Factor Second Period	Escalation Factor Third Period		Escalation Factor Fourth Period	Escalation Factor Fifth Period		Escalation Factor Fifth Period									

The escalation factor for this project is: 106.71%

Project No.: I-11-4014

Consultant: CH2M HILL, Inc.

Date: 4/10/2012

Total Escalation Factor from C-2: 106.71%

EXHIBIT C-3: DIRECT LABOR CALCULATION

Classification (From Exhibit C-1)	(1) Current Average Hourly Rate (From Exhibit C-1) (SEE NOTE 1 BELOW)	(2) Escalated Average Hourly Rate (SEE NOTE 2 BELOW)	(3) Estimated Work Hours (Including Overtime)	Direct Labor Extension (Col. 2 x Col. 3)
Senior Manager	\$70.00	\$70.00	44,920.00	\$ 3,144,400.00
Senior Engineer	\$65.56	\$69.96	23,000.00	\$ 1,609,080.00
Engineer	\$50.09	\$53.45	82,000.00	\$ 4,382,900.00
Junior Engineer	\$32.47	\$34.65	44,000.00	\$ 1,524,600.00
Senior Planner	\$56.77	\$60.58	11,360.00	\$ 688,189.00
Planner	\$44.50	\$47.49	15,400.00	\$ 731,346.00
Junior Planner	\$30.95	\$33.03	11,080.00	\$ 365,972.00
Senior Technician	\$47.84	\$51.05	11,500.00	\$ 587,075.00
Technician	\$33.52	\$35.77	15,400.00	\$ 550,858.00
Office	\$27.31	\$29.14	9,140.00	\$ 266,340.00

Total Estimated Work Hours: 267,800.00
Must Match Exhibit A

Total Direct Labor: \$ 13,850,760.00

Average Hourly Rate: \$ 51.72

- (1) Average Hourly Rate per classification from C1. Hard enter this number. **DO NOT** insert a formula.
 * Average Hourly Rates cannot exceed applicable salary caps.
- (2) Current Average Hourly Rate x Escalation Factor. No escalation factor is allowed for employees at or above the salary cap rate

Date Revised 04/01/12

EXHIBIT D

REIMBURSABLE DIRECT COSTS - WORKSHEET ESTIMATES

A. VEHICLE REIMBURSEMENT

Daily Rate	\$	<u>45.00</u>	X	<u>750</u>	\$	<u>33,750.00</u>
		Includes Tolls		No. of Days		

Mileage	\$	<u>0.510</u>	X	<u>60,000</u>	\$	<u>30,600.00</u>
		Mileage Rate		No. of Miles		

(Use mileage rate found at:

<http://www2.illinois.gov/cms/Employees/travel/Pages/TravelReimbursement.aspx>

TOTAL VEHICLE REIMBURSEMENT	\$	<u>64,350.00</u>
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B. ALLOWABLE DIRECT COSTS - Enter the total budget of items from the attached Allowable Direct Costs list here:

http://www.illinoistollway.com/documents/10157/36206/LG_TOLLWAY_XX_ALLOWABLEDIRECTCOSTS_08012008.PDF

\$	<u>571,831.38</u>
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C. ITEMIZED DIRECT COSTS - For any expense not included in the Allowable Direct Costs list, written permission must be received from the Chief Engineer prior to its inclusion. List those below:

DIRECT COST CATEGORY

- Parking
- Report assembly, binding, covers
- Document Scanning
- CDs/DVDS (includes repro)
- Presentation Boards
- Railroad Insurance
- Aerial Videography
- Equipment Rental
- Historic Data
- Train Fare
- Taxi Fare
- Legal Services and Legal Fees
- Temporary Help/Contract Labor
- Transit
- Project-specific disposibles
- Security
- A-V production
- Mobile App Development/Support
- Permitting Fees (various agencies)
- Permit Application Fees

- Railroad Agreement Fees & reimbursements
- Utility Agreement Fees, Design Fees & Consultant Services
- Court Reporter
- Translation Services
- Lab Services (PSI testing)
- Utility Clearance Services (for PSI)

- Health and Safety equipment (PID, Multi-Rae)
- Sampling Equipment (pumps, water quality, GPS camera

- Personal Protective disposable equipment/clothes PPE, gloves, expendables

- 55-gallon Drums for investigative derived waste

TOTAL ITEMIZED DIRECT COSTS

\$	<u>3,073,176.00</u>
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Project No. I-11-4014

Consultant: CH2M HILL, Inc.

EXHIBIT D (Continued)

REIMBURSABLE DIRECT COSTS - WORKSHEET ESTIMATES

D. PREMIUM OVERTIME

Classification	Estimate of Overtime Hours	Escalated Hourly Rate (Premium Portion Only) (SEE NOTE 1 BELOW)	Premium Overtime Dollars (Hours x Rate)

TOTAL PREMIUM OVERTIME \$ _____

(1) Premium portion is equal to 1/2 of the escalated average hourly rate for the classification. This number is to be hard entered. DO NOT enter a formula

ALLOWABLE DIRECT COSTS

08.01.2008

The following costs are allowable when requested by the Department and included in the contract. The costs are allowable when it is customary for the firm to bill for the cost and it can be itemized in the firm's billing and accounting systems.

Per Diem	State Rate (Maximum)
Lodging	State Rate (Maximum)
Air Fare	Coach Rate with 2 weeks advance purchase
Vehicles	
Mileage	State Rate* (Maximum)
Daily Rate (owned or leased the same)	\$45/day (Maximum)
Overtime	Including Tolls
Tolls	Premium portion
Film and Film Processing**	Actual Cost
Overnight Delivery/Postage Courier Service	Actual Cost
Copies of Deliverables and Mylars	Actual Cost
Specific Insurance – required for project	Actual Cost
CADD	Actual Costs (Maximum of \$15.00/Hr)
Monuments – Permanent	Actual Cost
Payment for Newspaper Ads	Actual Cost
Web Site	Actual Cost
Facility Rental for Public Meetings & Exhibits/Rendering & AV Equipment/Transcriptions	Actual Cost
Recording Fees	Actual Cost
Courthouse Fees	Actual Cost
Testing of Soil Samples	Actual Cost
Lab Services (excluding Phase III normal construction inspection such as beam breaks, cylinder breaks, pavement cores)	Actual Cost
Equipment rental specific for project (snooper for bridge inspection, noise meter, etc.)	Actual Cost
Specialized equipment – on an as needed basis with prior approval	Actual Cost
Traffic Systems	Actual Cost
Mobile Phone (for traffic system implementation)	
Telephone Usage (for traffic system monitoring)	
Storm sewer cleaning and televising	Actual Cost
Traffic control and protection	Actual Cost
Aerial photography and mapping	Actual Cost
Utility exploratory trenching	Actual Cost

ALLOWABLE DIRECT COSTS

- *website for State Reimbursement Rates
<http://www2.illinois.gov/cms/Employees/travel/Pages/TravelReimbursement.aspx>
- **Use of digital cameras verses film cameras is encouraged when firms own digital cameras and the discussion of their use will be part of the negotiations. Film & copies will be reimbursed at actual costs.
- On all agreements authorization after January 1, 2005, GPS Equipment is considered tools of the trade.

ALLOWABLE DIRECT COSTS

Construction Inspection

Construction Inspection Communications:

Cell Phones (maximum of 3 without additional approval. Personal phones that do not remain on the job site are not allowable) \$70/month/phone (Maximum)

Radio Communication Actual Cost
2-way Radio Actual Cost

Vehicles (Only for Vehicles assigned to project) \$45/day (Maximum)
DAILY RATE ONLY Including Tolls

The number of days will be calculated as follows:

For extended stay**- Number of days on job site plus one

Day to travel to and from job site

Weekly (hotel) – Number of days on job site plus one day to

Travel to and from job site per week.

Shift Differential

Actual Cost based on
firm policy

**Extended Stay Status applies to individuals on the project over 20 Consecutive working days. The decision whether individuals will stay over the weekend will be made after the Contractor's schedule is available and shall be made jointly by the Consultant Liaison and the IDOT Resident.

NOTES:

For CSE contracts, beam and cylinder breaks are not reimbursable. Overtime to employees traveling to and from the site will be allowed depending on the firm's policy and limited to the Tollway's CSE Manual allowance.

Project No. I-11-4014

Consultant: CH2M HILL, Inc.

EXHIBIT E - KEY PROJECT PERSONNEL

Project Principal: Brad Heimlich

Classification: Senior Manager

Project Manager: Lidia Pilecky

Classification: Senior Manager

Project Engineer: Aaron Chanowitz

Classification: Senior Manager

Resident Engineer: _____

Classification: _____

Documentation Engineer: _____

Classification: _____

Project Civil Engineer: Kevin Nichols

Classification: Senior Manager

Project Structural Engineer: Keith Mockenhaupt

Classification: Senior Engineer

Project Drainage Engineer: _____

Classification: _____

Senior Engineer: _____

Classification: _____

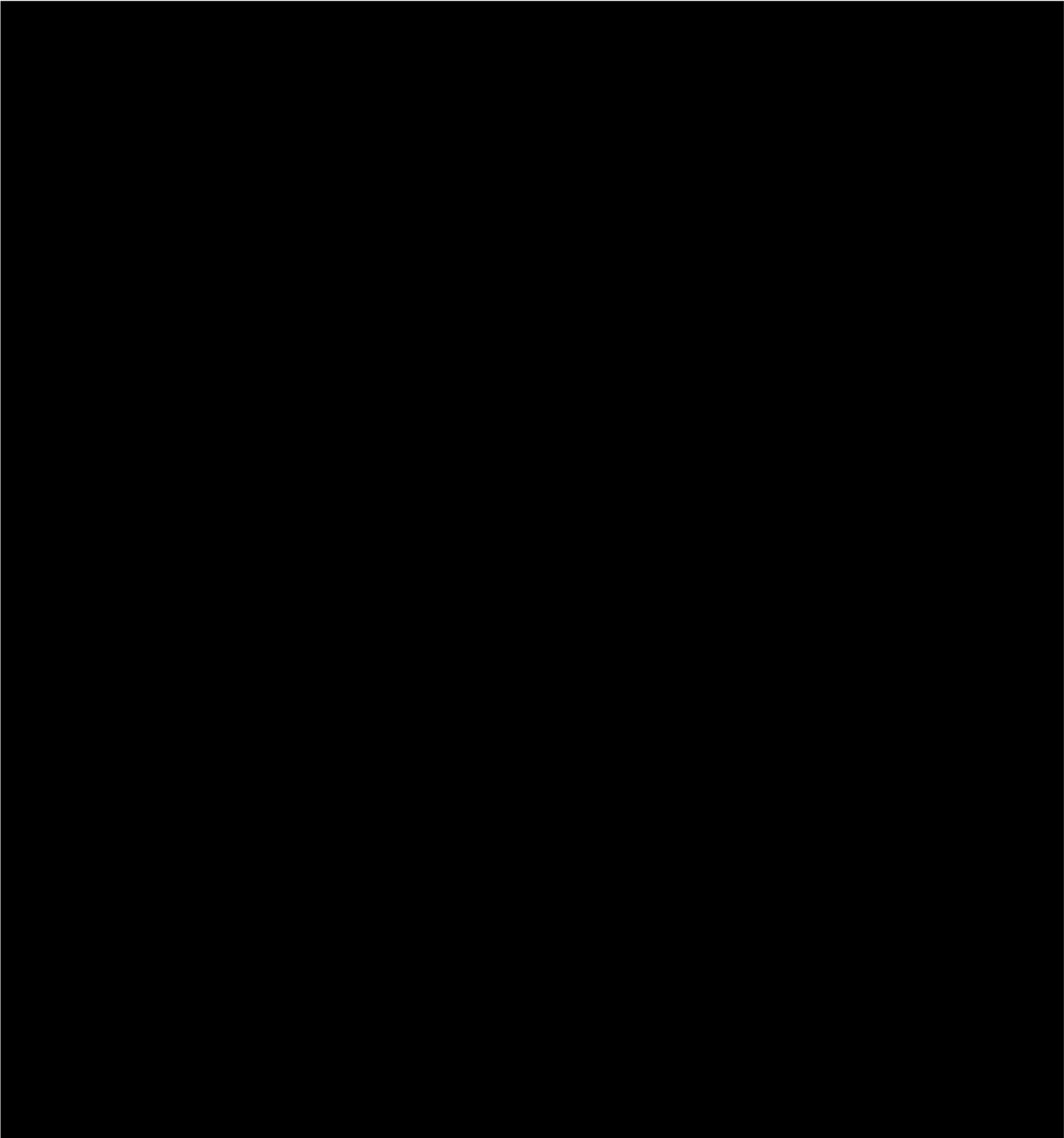
Others: Larry Martin

Senior Manager

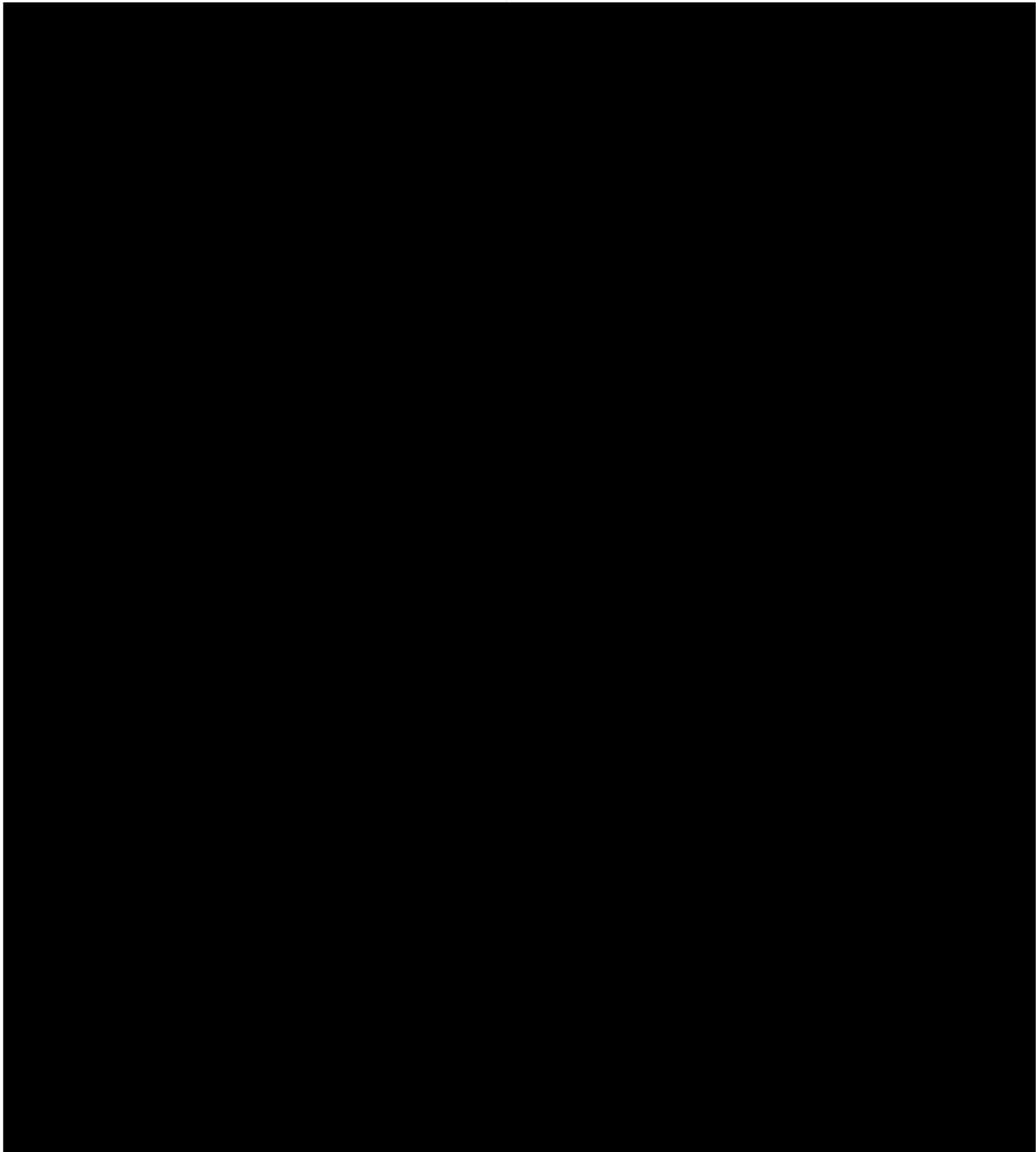
List all key personnel titles that are applicable to this project.

Attach resumes of all key personnel

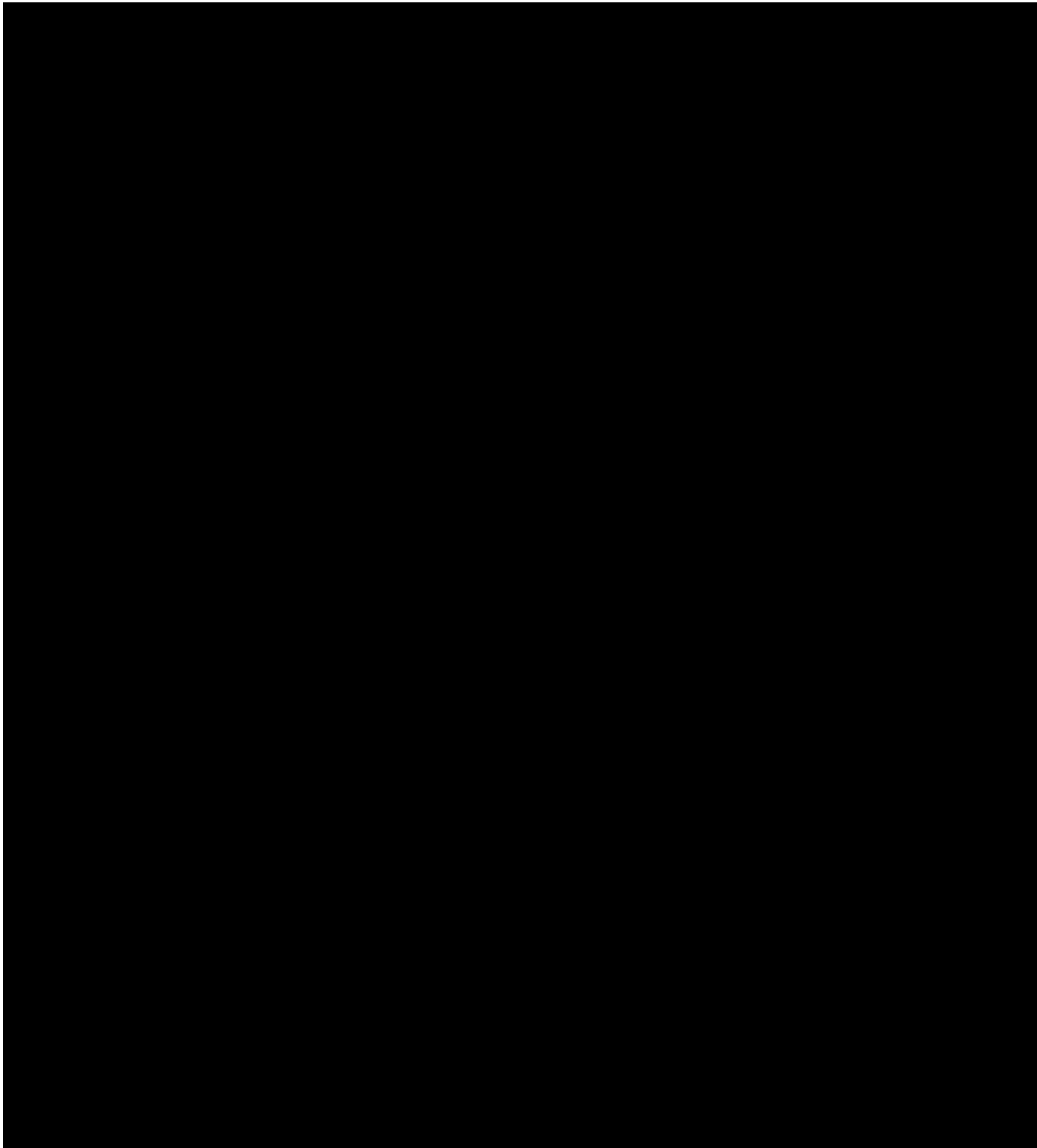
Brad W. Heimlich, P.E.
Transportation Engineer



Brad W. Heimlich, P.E.

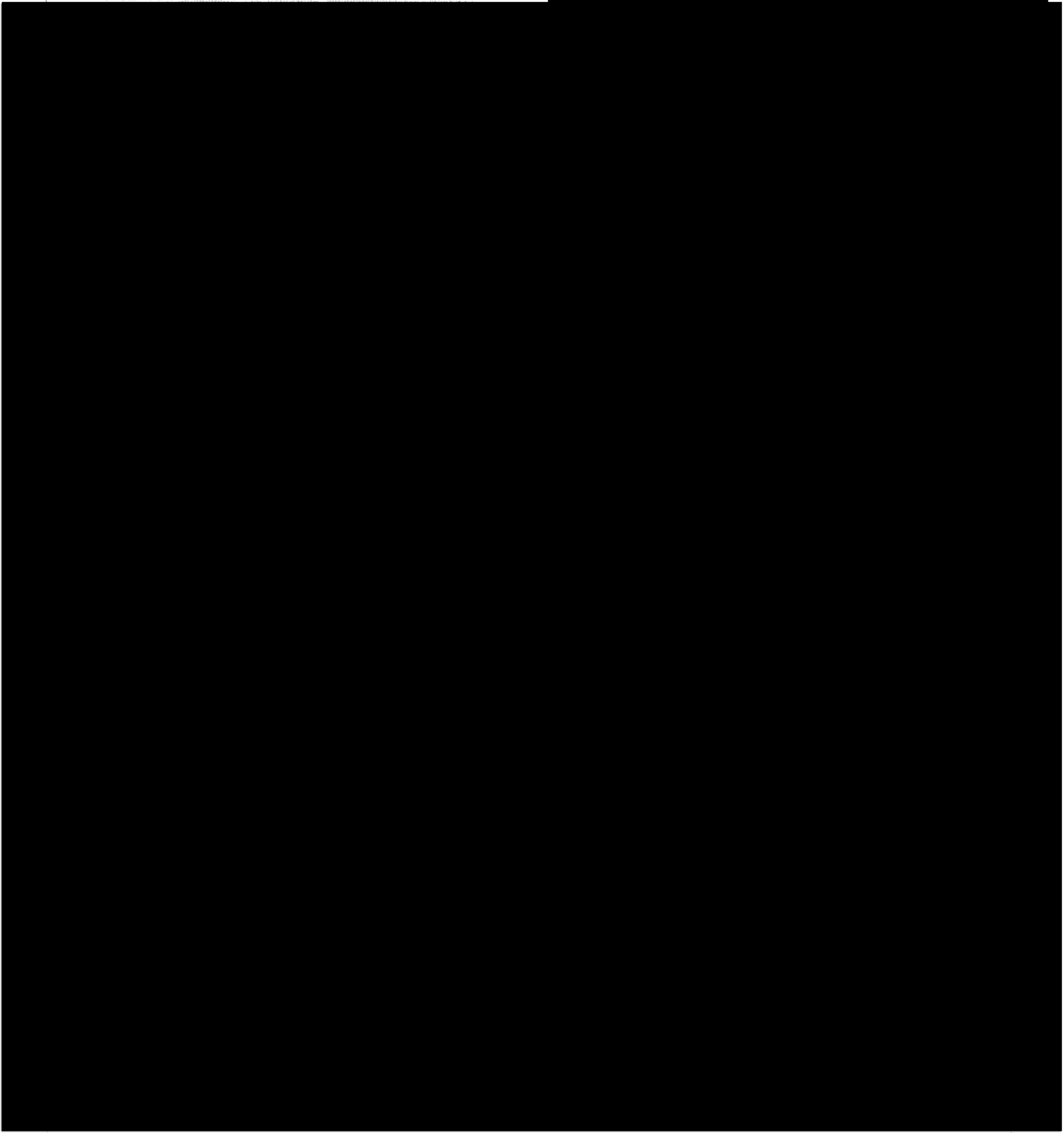


Brad W. Heimlich, P.E.



Lidia Pilecky, PE

Project Manager



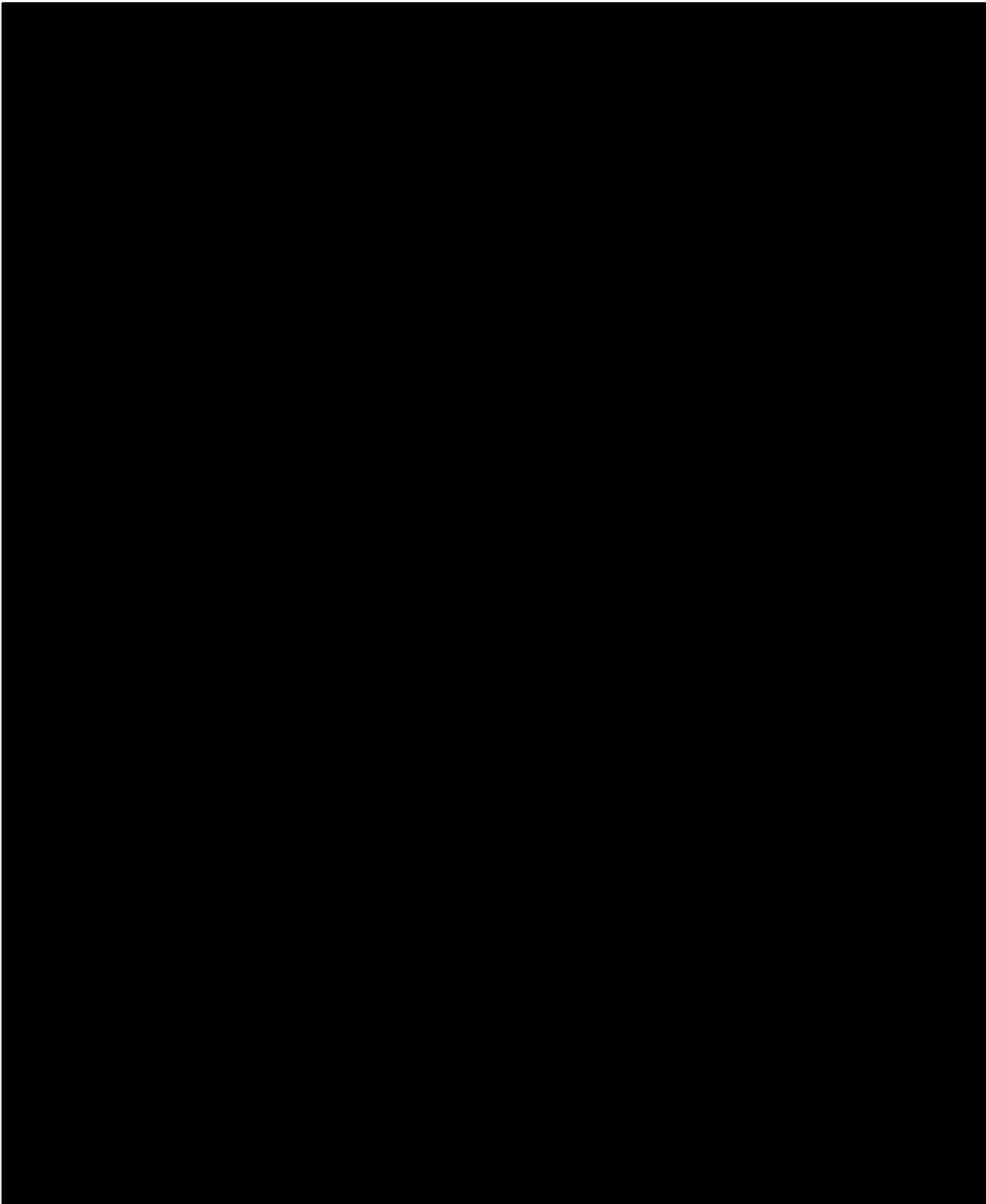
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Aaron Chanowitz, PE

Project Engineer

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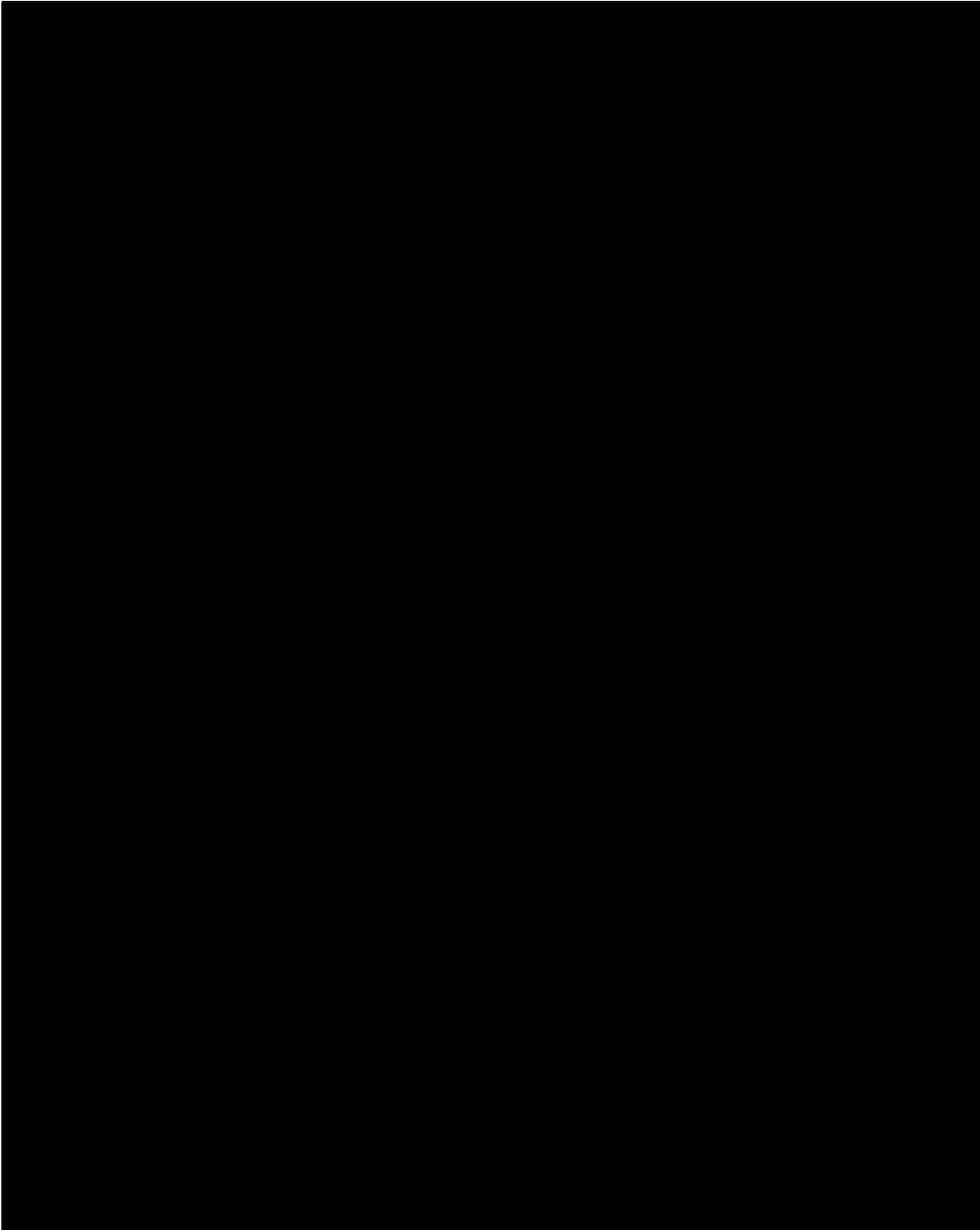


TEC102

Kevin Nichols, PE

Roadway Design

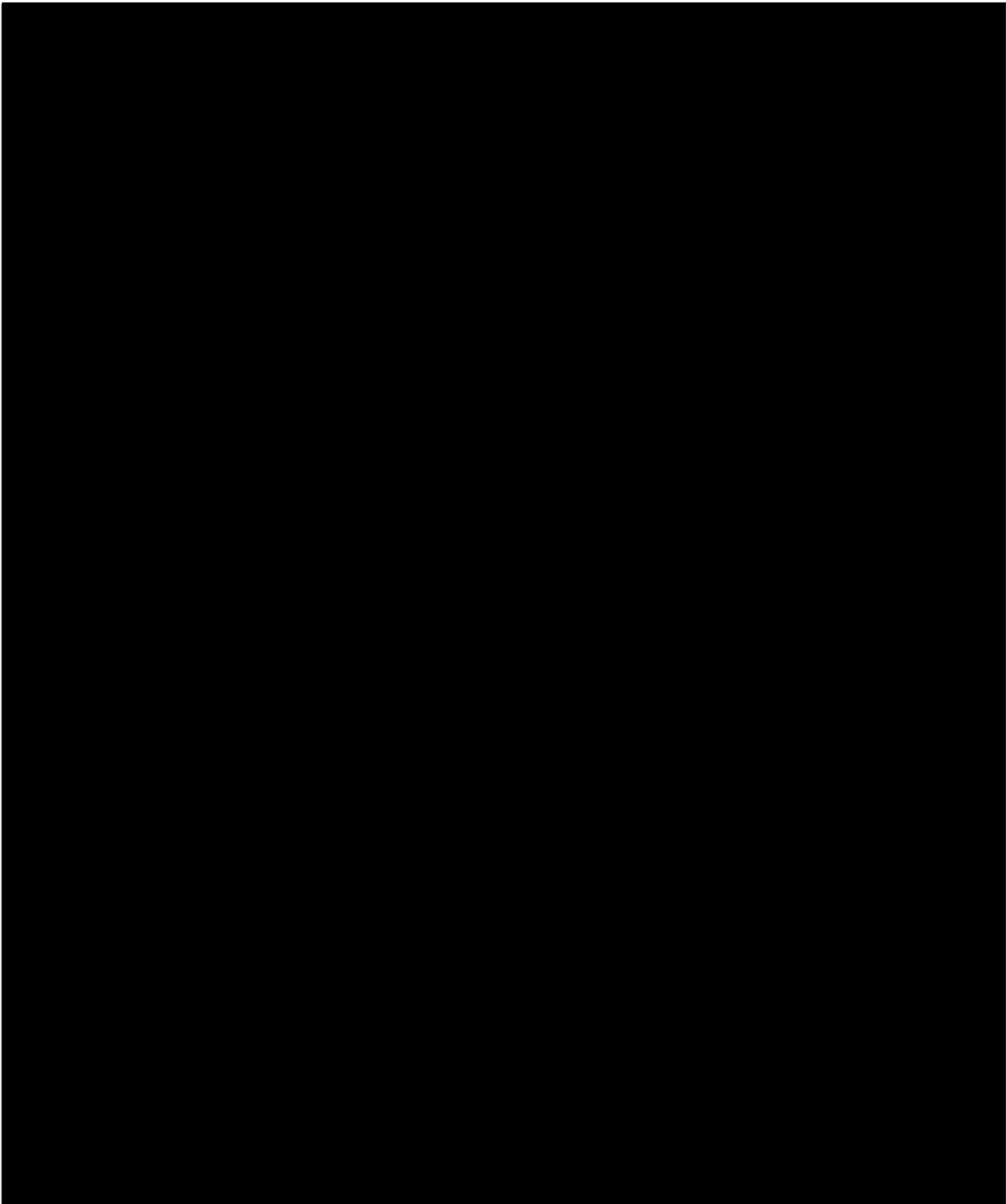
T&C



TBC

Keith Mockenhaupt, SE

Structural Design



TBG10211

Larry D. Martin

Environmental Documentation and
Public Involvement

Exhibit F

Scope of Work

**Design Corridor Manager
Elgin O'Hare West Bypass Tollway**

Contract No. I-11-4014

Illinois State Toll Highway Authority

I. PROJECT DESCRIPTION

This project is to provide design corridor management (DCM) and design section engineering (DSE) for the design contracts associated with the Elgin O'Hare West Bypass (EOWB) project in DuPage and Cook Counties, Illinois. The duration is seven years with an initial five year term and two one year renewals. The design corridor will consist of separate design sections which will be further divided into separate construction packages. The design sections may prepare contract documents one or more construction packages.

The project also includes Design Section Engineer (DSE) services for preparing contract plans and specifications and project related permits for:

1. Preparation of concept design (30%) and specifications and project related permits for the entire EOWB project.
2. Preparation of contract plans, specifications and project related permits for the Elgin O'Hare Expressway construction from Meacham Road/Medinah Road to Arlington Heights Road. The design section will consist of multiple construction packages and may require coordination with other DSE contracts.
3. Advance Work Engineering and Technical Studies. (The Consultant shall not commence with work until after receipt of approval by the Tollway).

The EOWB project consists of upgrading and extending the Elgin O'Hare Expressway between IL 19/Gary Avenue and the O'Hare West Bypass for about 10 miles. Between IL 19/Gary Avenue and I-290, the expressway will be widened and upgraded along the existing alignment. East of I-290, extending to the West Bypass and the proposed O'Hare West Terminal, Thorndale Road will be upgraded to a new full-access controlled expressway. The median will accommodate potential dedicated transit service. To accommodate local traffic circulation, frontage roads are proposed extensively throughout the corridor. Service interchanges will provide access at IL 19, Springinsguth Road, Wright Boulevard, Roselle Road, Meacham Road, Rohlwing Road, Park Boulevard, Arlington Heights Road/Prospect Avenue, Wood Dale Road, and IL 83. Access to other intersecting roadways will be provided by a frontage road system. A full-access system interchange will be provided at I-290.

The EOWB project also consists of constructing the O'Hare West Bypass, a expressway section that will extend from I-90 at the current location of the Des Plaines Oasis to I-294, about 6.2 miles along the western edge of O'Hare Airport. The expressway will generally extend southeast along the north edge of Green Street, then cross the Union Pacific Railroad and proceed south, paralleling the east side of the railroad, to a new system connection with I-294 near Grand Avenue. A new bridge that reconnects Taft Road across the Bensenville Yard, linking Franklin Avenue and IL 19 will be constructed, and a full-access system interchange will be provided at I-294. Part of I-294, extending roughly from Grand Avenue south to North Avenue, will be improved to accommodate system ramp connections and lane balance requirements. The proposed median will accommodate potential dedicated transit service north of Thorndale Avenue. System interchanges are proposed at I-90, the Elgin O'Hare Expressway, and I-294. Service interchanges are proposed at IL 72, Devon/Pratt, the proposed O'Hare West Terminal, IL 19, and Green Street/Franklin Street.

II. ITEMS OF WORK TO BE INCLUDED IN CONTRACT I-11-4014

The Design Corridor Manager (DCM) for Contract I-11-4014 shall provide design corridor management and DSE for the above described project, together with the identification of potential utility conflicts as per the requirements of the Tollway's Design Section Engineer's Manual, dated March 2012, as amended by the Tollway, and herein specified. The design criteria and policies, Standard Specifications, materials and construction requirements of the Illinois State Toll Highway Authority shall apply to all portions of the improvement under Tollway jurisdiction. The design criteria and policies, materials and construction requirements of the Illinois Department of Transportation or applicable local agency shall apply outside the Tollway jurisdiction area.

The project program is a 15 year \$3.4 billion project.

In accordance with the Tollway's Design Section Engineer's Manual, dated March 2012, as amended by the Tollway, and as otherwise noted below, the design corridor management services for the above project shall include but not be limited to, the following:

A. DESIGN CORRIDOR MANAGEMENT (DCM)

The DCM services for the project will include the following:

1. The DCM will provide project design management services for the contract. The DCM will provide a project lead that will be the single point of contact for the project and will be responsible for overall management of the project and coordination and management of the various project contracts prepared by others. The DCM shall regularly coordinate and meet with the project consultants (DSEs, Design Upon Request (DUR) consultants, Survey Upon Request (SUR) consultants, Land Acquisition consultants, Geotechnical Services Upon Request consultants, Utility Coordination and SUE consultants, other project consultants) and Tollway Departments (including but not limited to Maintenance and Operations, Tollway Engineering, Toll Services, ITS, Land Acquisition, Communications and Planning).
2. The DCM will assist the Tollway in identifying services required to be performed by other contracts and preparation of associated scopes of work and project schedule documents for such contracts. The DCM will assist in reviewing and coordinating project consultants project reporting. The DCM shall coordinate between various contracts prepared by others to ensure that tasks are completed within established schedules in order to meet project need.
3. The DCM will provide recommendations for contract packaging based upon project priorities and criteria. The DCM will prepare associated exhibits and reports.
4. Coordination and project management of design contracts. The DCM will be the single point of contact between the Tollway and project consultants and will be responsible for delivery of project contracts through the design phase in accordance with established Tollway schedules and budget. The DCM scope of work includes coordinating corridor design issues and establishing project design

- criteria, maintaining a corridor decision log, ensuring plan consistency (pay items, special provisions, plan format, etc.), preparing plan transmittal memos and letters and distributing plans to the Design Review Team for review, coordinating and tracking plan submittals and coordinating plan reviews with Design Review Team; gathering, tracking and disseminating review comments; ensuring review comments are uploaded to the web based system for reviewer and DSE review; chairing, facilitating and preparing meeting minutes for design review meetings; ensuring that review comments are incorporated in bid documents; resolving design comment issues; coordinating preparation and processing of project design deviations; coordinating submittal of DSE Barrier Warrant Analyses; ensuring that project commitments are incorporated in bid documents; preparation of Staff Summary Sheets; preparation of contract liquidated damage calculations, submittal of DSE cost estimates to Tollway Cost Estimating Group; review of DSE cost estimates; preparation of corridor special provisions; facilitating final plan check meetings; assign corridor designs to individual DSEs for application across corridor; identification of special details and conditions; corridor plan review (maintenance of traffic, drainage, etc.).
5. The DCM will be required to monitor project consultant progress and work to ensure budget and schedule compliance. The DCM shall schedule progress meetings to discuss work progress and project status with respect to project schedule and budget. The DCM will maintain a corridor design and construction schedule. The DCM will maintain a corridor construction cost estimate.
 6. Coordination and project management of contracts associated with land acquisition. The DCM scope of work includes preparation of a corridor land acquisition schedule, coordinating DSE and DUR preparation and submittal of plat of acquisition documents with the Tollway's Land Acquisition Department and coordinating status of land acquisition with the Tollway. The DCM will coordinate right of way requirements, including temporary and permanent easements, with DSEs/DURs such that project schedules are maintained. The DCM will be the single point of contact between the DSEs and Design Upon Request (DUR) and consultants providing Land Acquisition services for the project. The DCM will be the single point of contact with the Tollway Land Acquisition Department and will chair and facilitate regular coordination meetings with the Tollway Land Acquisition Department.
 7. Coordination and project management of contracts associated with survey. The DCM scope of work includes preparation of a corridor survey schedule and coordinating survey deliverables and schedules with the project consultants and Tollway..
 8. Coordination and project management of contracts associated with geotechnical studies. The DCM scope of work includes preparation of a corridor geotechnical schedule and coordinating geotechnical deliverables and schedules with the DSEs and Tollway.
 9. Coordination and project management of contracts associated with environmental studies and permits. Through coordination with the applicable agencies, the DCM will determine permitting requirements and time required to obtain such permits. The DCM will coordinate with DSEs and the Tollway to ensure that permits are acquired in accordance with the project schedules.
 10. Coordination and project management of contracts associated with utility investigations. The DCM will serve as the single point of contact for the utilities.

The DCM will ensure that DSE/DUR utility coordination and impact identification is identified such that project schedules and maintained. The DCM will coordinate with the Tollway Utility Department to ensure that project required agreements and permits are processed. The DCM will also compile utility coordination conflict logs from DSEs so that status of coordination can be monitored. The DCM will be the single point of contact with the Tollway Utility Department and will chair and facilitate regular coordination meetings with the Utility Department and Utility Companies.

11. Coordination of Intergovernmental Agreements and/ or permits with IDOT, Local Agencies, airports and Railroads. The DCM shall be the main single point of contact with the affected agencies and will track and ensure that all project related agreements and permits are secured for each construction contract. The DCM shall regularly meet with the affected agencies and coordinate project issues with the Tollway, DSEs and other affected parties. The DCM will provide information required for Intergovernmental Agreements. The DCM will draft required Railroad Agreements for use and review by the Tollway.
12. Program cost estimating and scheduling. The DCM scope of work includes preparing design schedules and monitoring DSE construction cost estimates and schedules such that total program cost and schedule can be monitored and reported as necessary; monitoring program scope of work; preparation of corridor design and construction schedules..The DCM is responsible for the corridor budget and schedule and will be required to track overall budget and schedule and report such on a regular basis. The DCM will also review DSE construction cost estimates and schedules and resolve conflicts between DSE costs and construction schedules to ensure compatibility during construction.
13. Coordination with IDOT, Airport, Transit and other Local Agency contracts. The DCM will review overall construction programs of other agencies to identify potential conflicts with EOWB project work and coordinate such conflicts with affected agencies.
14. Coordination with project stakeholders including; airports, communities, business organizations, general public and other interested parties. The DCM scope of work includes coordination of public outreach meetings and regular agency coordination meetings, preparation of corridor exhibits and chairing meetings with interested parties as requested; preparation of project information that can be distributed to interested parties; participation in public meetings including providing project presentations; coordination with Tollway Communications Department and providing corridor information and exhibits; providing project presentations. The DCM will prepare exhibits and meet with Local Agencies and IDOT to discuss project impacts to Local and IDOT facilities (including cross road traffic and drainage impacts). The DCM will track and maintain a log of permits, agreements, etc. required from IDOT and Local Agencies, railroads and utilities.
15. Performing DSE/DUR submittal reviews including constructability reviews, maintenance of traffic reviews, drainage and erosion control review and traffic phasing for interim conditions and for conditions during construction. The DCM will review the project as a corridor. The DCM will review submittals to ensure corridor consistency and to ensure that Phase I EIS commitments are satisfied.
16. Coordination with Tollway Traffic Engineering Consultant during design phase. Also, preparation of Traffic Analyses as required to evaluate traffic impacts

- resulting from design alternatives under consideration as well as interim traffic conditions as operable sections of the project are opened to traffic.
17. Coordination with Tollway User Departments, including but not limited to, Toll Services, Maintenance and Traffic Operations. The DCM shall arrange and chair coordination meetings with the Tollway User Departments and shall provide DSEs with relevant information to ensure that bid documents address applicable requirements. Coordination and development of a corridor ITS plan will also be required.
 18. Bid Phase Coordination and coordination with Tollway Contract Services during Contract advertisement and bid phase and review of DSE Contract Bid Evaluations. The DCM will be responsible for ensuring that DSE submittals are provided to Tollway Contract Services consistent with project schedules to allow for Contract Advertisement in accordance with bid letting schedules. The DCM will prepare documents necessary for Contract Advertisement including the Advertisement for Sealed Bids (A-1) page, Advertisement Authorization Document and associated memos. The DCM will coordinate with Tollway Contract Services with respect to submittal and processing of Contract Addenda including preparation of approval memoranda. The DCM will review DSE addenda submittals and coordinate contents and schedule with DSEs. The DCM will coordinate with DSEs during the bid phase and coordinate responses to bid inquiries with DSEs. The DCM will chair and attend pre-bid meetings.
 19. Coordination with Construction Managers including coordinating DSE submittals of construction revisions and providing applicable corridor design information to CMs.
 20. Documenting lessons learned and providing applicable documentation and direction to DSEs.
 21. Public Coordination services including, but not limited to, those associated with the project Local Advisory Committee.
 22. Diversity and Sustainability Initiatives.
 23. Administrative support including, but not limited to, preparation of project correspondence, scheduling meetings, preparation of meeting agendas and meeting minutes, Proliance Web Based Management administration and communication.
 24. The DCM will be required to utilize the Tollway's Web Based Project Management System for all official project communications.

In accordance with the Tollway's Design Section Engineer's Manual, dated March 2012, as amended by the Tollway, and as otherwise noted below, the DSE design services shall include, but not be limited to, the following:

B. MASTER PLAN AND CONCEPT DESIGN REQUIREMENTS

1. Conceptual Design (30%) for the entire EOWB project and subsequent dissemination and coordination with the individual DSEs for the project. During this phase of design, the DSE prepares concept design studies of proposed design options consisting of engineering drawings, a project description, and any calculations required to summarize the character of the

project in accordance with the contract scope of work and the DSE manual. Identified deviations to the contract scope of work and the budget estimate are clarified and presented for review. When a design deviation is sought, the DSE will start a Request For Design Deviation to Criteria (F4000.05). If agreed upon the form will be completely filled out and signed by all parties listed for signature. The DCM shall also coordinate with utilities for the entire EOWB project through concept design and complete Notification of Interference forms for all anticipated utility interferences. The DCM shall coordinate traffic staging and maintenance of traffic for the corridor with the individual DSEs for the project. The coordination shall include ensuring that regional impacts are minimized and to ensure that traffic is maintained during construction. Contract completion dates shall be coordinated between design contracts. The Conceptual Design shall include preparing corridor drainage design concepts, maintenance of traffic concepts, etc. that will serve as the basis for future DSE designs.

2. The DCM shall confirm the project scope of work with the Tollway and project stakeholders to allow for DSEs to proceed with preliminary and final design engineering.
3. The DCM will review project limits to determine areas to be analyzed as part of Barrier Warrant Analysis submittal by DSEs. The DCM will meet with the Tollway to confirm expected level of analysis.
4. The DCM will provide available survey information to the DSEs. The DCM will establish a centerline and benchmarks for subsequent use by DSEs.
5. The DCM will prepare corridor concept designs for use by DSEs including, but not limited to, proposed typical sections, maintenance of traffic typical sections, corridor ITS concept plans, corridor signing, erosion control concepts (including BMPs), corridor maintenance of traffic plans, etc.
6. The DCM will also be responsible for establishing preliminary right of way requirements and associated cost analyses for the entire EOWB project. The DCM will also be required to prepare plat of acquisition documents for projects scheduled for 2013 and 2014 construction.
7. The DCM will establish the project scope, budget and schedule and reconcile with the Tollway and other project stakeholders to allow for advancement of DSE preliminary and final design.
8. Operating budget impact analysis. The DCM will ensure that operating and maintenance costs are evaluated as part of the scope of work development.
9. Project concept report including geometrics, materials, maintenance of traffic, drainage, number of construction contracts, design criteria, cost benefit analysis, alternatives analysis and all other appurtenant and miscellaneous items.
10. Environmental Inventory to identify potential issues related to biological, cultural, noise, air, hazardous/special waste, pedestrian/bike accommodations, land use, zoning, etc. The DCM will prepare project required permit submittals for the project which include, but are not limited to, permits from Federal Aviation Administration, U.S. Army Corps of Engineers, Illinois Environmental Protection Agency, Illinois Department of Natural Resources, U.S. Fish and Wildlife, Metropolitan Water Reclamation District, IDOT, Local Agencies, Local Soil and Water Conservation Districts, Local Forest Preserve Districts, Railroads, etc. The DCM will develop the permit

application and all required submittals, including but not limited to resource impact identification, environmental resource technical reports, contract plans, drainage calculations, erosion and sediment control plans, utility relocation requirements, etc. The DCM will meet with the various agencies to determine requirements. The DCM will ensure that permits are acquired and consistent with construction schedules and DSE submittals.

11. Project Location Drainage study.
12. Local coordination to identify potential agreements and municipal/county design issues including coordination with Railroads to determine agreement requirements and coordination cost estimates including those for flagging during construction.
13. The DCM will perform utility coordination including submittal and processing of Notice of Interference Forms.
14. Right of Way requirements, permitting requirements, potential utility conflicts and required railroad and intergovernmental agreements shall be identified.
15. The DCM will prepare Type, Size and Location Drawings for bridges associated with the design section between Meacham Road/Medinah Road and Arlington Heights Road.

C. PRELIMINARY AND FINAL DESIGN ENGINEERING

The scope of work includes providing DSE Services for preliminary and final design engineering and preparation of project related permits for the Elgin O'Hare Expressway from Meacham Road/Medinah Road to Arlington Heights Road in accordance with the Tollway's Design Section Engineer's Manual, dated March 2012, as amended by the Tollway, and as otherwise noted below, to include, but not be limited to, the following:

1. ROADWAY REQUIREMENTS

- a. Utilize existing aerial mapping, including contours for developing exhibits, right-of-way analysis, etc.
- b. Identify utility impacts on construction, right-of-way, costs, and project schedule.
- c. Conduct supplementary survey and right-of-way studies as required.
- d. Develop maintenance of traffic and construction staging options for each alternative and corresponding progress schedules.

2. DESIGN AND PLAN PREPARATION – DETAILED REQUIREMENTS

During this phase, the DSE shall perform designs and prepare contract plans and documents for implementation of assigned design contracts to include, but not be limited to, the following:

- a. Bridge construction.
- b. New drainage structures and modification of existing drainage system including detention facilities as defined in the Concept Design and the Location Drainage Study for the project.
- c. Provide erosion control for all construction zones.

- d. Provide design of appropriate landscape and soil erosion/sedimentation control measures as necessary in accordance with the Tollway's Environmental Studies manual and as defined in the Concept Design.
- e. Provide pavement markings, delineators and signage for the contract limits as defined in the Concept Design.
- f. Provide barrier warrant analysis for all necessary locations and installation of guardrail, anchors and terminals to conform to the current AASHTO Guidelines and Illinois Tollway criteria.
- g. Provide roadway lighting in accordance with the Concept Design.
- h. Provide maintenance of traffic plans including those for impacts to local facilities.
- i. Provide retaining walls as defined in the Concept Design.
- j. Perform detailed design for all overhead, cantilever, and ground mounted sign structures within the contract limits and as defined in the Concept Design.
- k. Coordination with the Illinois Tollway with regard to environmental issues including, but not limited to ACOE, IEPA, NPDES, IDNR-OWR. The following tasks have been or will be completed and will be contained in the Project Master Plan/Environmental Impact Statement: Biological Resource Review, Wetland Delineation, Cultural Resource investigation, Stream/Water Quality Investigation, Tree Survey, Special Waste Assessment, and Noise Analysis. The permit applications shall be prepared by the consultant for submittal by the Tollway. The Illinois Tollway will submit one comprehensive joint permit application for the project.
- l. Protection and / or relocation of utilities.
- m. All other appurtenant and miscellaneous items.

3. STRUCTURAL RECONSTRUCTION AND MODIFICATION

Perform detailed inspections and preparation of bridge condition reports of structures, including life cycle cost analyses for the Structures listed in Table A with recommendations to be reviewed and approved by the Tollway.

4. ENVIRONMENTAL STUDIES AND REPORTS

- a. Determine and evaluate potential environmental impacts.
- b. Completion of a two- part Environmental Studies Inventory Sheet (ESIS). Part I shall be submitted no more than four weeks following notice to proceed. Part II shall be submitted with preliminary plans.
- c. Evaluate and develop erosion control plans/measures if necessary.

5. MAINTENANCE OF TRAFFIC

Protection and maintenance of Tollway and crossroad traffic, and maintenance of toll operations during construction. The existing number of traffic lanes shall be maintained on the mainline in each direction on the during peak hours.

6. UTILITIES

- a. The DSE will be required to provide a copy of the agency utility contact log on a monthly basis.
- b. Verify location of existing communications cables and utilities with respect to the proposed improvements.
- c. All utilities coordination shall be performed in accordance with the DSE Manual, specifically with requirements of Subsection 4.5.17 and Section 6.

D. ADVANCE WORK ENGINEERING AND TECHNICAL STUDIES

The scope of work includes providing DSE Services for project required engineering and studies as directed and authorized by the Tollway in accordance with the Tollway's Design Section Engineer's Manual, dated March 2012, as amended by the Tollway. Such work may include advance work engineering, pre-concept studies (Toll facility location studies, major bridge type studies, major utility interference studies, ITS location and element studies, corridor maintenance of traffic concepts and interim phasing studies), survey upon request services, geotechnical upon request services (soils investigation and pavement cores), FHWA Major Projects Documentation, supplemental noise studies and Preliminary Site Investigations (PSI).

III. DESIGN SECTION ENGINEER'S (DSE's) SERVICES

A. EXECUTION OF ENGINEERING SERVICES

1. The DSE shall furnish services in accordance with the articles contained in the Illinois Tollway DSE Manual and all applicable Tollway Criteria, Manuals and Bulletins.

B. FIELD SURVEY

1. The DSE shall perform all survey work necessary for the design of the project in accordance with the appropriate sections of the DSE's Manual, or as required for compliance with governing design criteria to provide a complete and acceptable design.
2. Maximum use should be made of available record drawings; however, it is the Design Section Engineer's responsibility to verify all topography in the field.
3. Obtain adequate survey information for determining barrier warrant analysis, etc. including approach shoulder drainage and appurtenances.

4. Utilize available record drawings and verify features in the field. Utilize stationing on drawings only as a reference for the location of the structures. It is not the intent for the DSE to re-establish stationing in the field.
5. All coordination with Agencies, including but not limited to the Corps of Engineers, the Illinois Department of Natural Resources, the Illinois Environmental Protection Agency, the Office of Water Resources, and the Illinois Department of Transportation shall be conducted through Illinois Tollway. The DSE will be expected to assemble information and documents necessary for Illinois Tollway to perform such coordination.
6. All coordination with railroads, shall be conducted through the DSE, and per the DSE's Manual.

IV. REQUIRED SUBMITTALS TO THE AUTHORITY

Submittal requirements shall be in accordance with the DSE's Manual with special attention to, but not limited to, the following:

A. MASTER PLAN SUBMITTAL REQUIREMENTS

B. CONCEPT SUBMITTAL REQUIREMENTS:

1. Concept construction cost estimate.
2. Impacts to construction schedule and staging.
3. Barrier warrants samples per DSE Manual.
4. Provide written results on findings from Section III of Scope with written recommendations.
5. Maintenance of traffic concepts shall include preliminary stage layouts and duration estimates.
6. Bridge Condition Reports.
7. Pavement markings, delineators and signing for the contract limits.

C. OTHER SERVICES AND SUBMITTALS REQUIRED:

1. Preparation of preliminary, pre-final and final contract documents, special provisions, design and quantity calculations and construction schedule to be reviewed by the Tollway.
2. The DSE shall coordinate and incorporate all requirements of other design contracts impacting this project, if any. The DSE shall meet with other DSEs as often as required to insure the final contract documents of all contracts relating to the limits are coordinated.
3. Maintenance of traffic and construction staging.
4. Final construction cost estimates will be developed by the DSE.
5. All other submittals as required in the DSE Manual.
6. The DSE shall utilize new tollway stationing. Stationing of existing appurtenances shall be approximated from existing stationing and digital ortho imagery information.

7. Analysis and recommendations shall be made for bridge repairs or reconstruction. Bridge Condition Reports shall contain life cycle cost analyses. The life cycle cost analysis (LCCA) shall be performed in accordance with procedures outlined in Publication No. FHWA-SA-98-079. The analysis shall use the following: Nominal discount rate of 6 %; inflation rate of 5 %; life of new bridge deck equal to 50 years; a new bridge deck will be overlaid after 25 years of service, life of new bridge substructure shall be 100 years; and utilize typical unit prices developed by the Tollway.
8. Coordinate with the Tollway Project Manager on sending individual letters to municipal, township, county and railroad officials with jurisdictional boundaries adjacent to the study area. Allow interested officials to review concepts under Tollway consideration and comment on community issues of concern or support.
9. Coordinate with the Tollway Project Manager, and the Tollway's Planning Division on meeting with individual property owners, neighborhood groups and their local officials as required to address their questions or concerns regarding indirect project impacts.
10. Submit DSE Quality Management Plan within 14 days of Notice to Proceed.

V. ITEMS TO BE FURNISHED TO THE DESIGN SECTION ENGINEER

In addition to the items to be provided as described in the DSE's Manual, the following will be supplied:

1. It shall be the responsibility of the DSE to select the applicable reduced record drawings from the Tollway's website at www.illinoisvirtualltollway.com or from IDOT or Local Agency.
2. The Tollway's biennial structural inspection report of the bridges within the project limits.
3. Digital Ortho-Imagery, contours, horizontal and vertical survey control and center line of the project limits.
4. Copies of Illinois Tollway Standard Specifications, Standard Drawings, and Design Manual can be obtained from the Tollway's website at www.illinoistollway.com.
5. Copy of Illinois Tollway Railroad agreements (as required)
6. Copy of Bridge Condition Reports (as required)
7. Maintenance Section Reports

PROJECT SCHEDULE
DSE Services
Contract No. I-11-4014
Elgin- O'Hare West Bypass Tollway

SCHEDULE

1.	Scoping Meeting	estimated week of 12/19/11
2.	Design Scope Submittal	12/31/11
3.	Design Scope Approval	4/26/12
4.	Notice to Proceed	7/26/12
5.	Project Kick-Off Meeting	8/1/12
6.	Concept Submittal	September 2013
7.	Preliminary Submittal	October 2013
8.	Pre-final Submittal	January 2013
9.	Final Submittal	February 2013
10.	Advertise	March 2013
11.	Bid Opening	April 2013
12.	Board Award	May 2013
13.	Construction Start Date	Summer 2013

Dates for Items 7 through 13 are for earliest construction contracts (to begin in 2013). Other construction contract (for construction to begin after 2013) design schedules are to be determined.

Attachment A

Web-based Project Management System

The Illinois Tollway has a Web-based Project Management System (System) that will be used by project participants on Tollway CRP projects. The System provides a number of benefits to the project participants, including:

- 1) Simplification of communications/online collaboration.
- 2) Automated tracking of time-sensitive items.
- 3) Automated reporting.
- 4) Common document management and storage as electronic documents will reside in a central repository.
- 5) Audit trail of information so project participants will be able to determine who did what and when.
- 6) Real-time access and exchange of information.
- 7) Easy, secure, 24/7 access to project information over the Internet via a computer and an Internet browser.

The successful consultant must establish broadband Internet connectivity in order to effectively utilize the System (T1 is recommended) and must comply with all work instructions and procedures relating to its use. The consultant must furnish all hardware and software required to effectively utilize the System, including personal computers, peripheral software, virus protection software, System plug-ins, ActiveX installation, firewall configuration and high-speed document scanners. The consultant will be solely responsible for coordination between its subconsultants & suppliers, and the System. All document transmittals and written communication from the consultant to the Illinois Tollway must be made electronically via the System. In certain cases where "wet signatures" and/or stamps are required by the Tollway, document transmittals must be made simultaneously via the System for record and by traditional means for paper documents, unless the consultant is directed otherwise in writing by the Tollway. Once stamped/signed documents have been obtained, they must be scanned and uploaded to the System for record.

All consultant, subconsultant and supplier employees who will use the web-based system must complete the training provided by the Tollway prior to receiving access to the system. A valid e-mail address must be provided prior to training session. The consultant agrees to comply with all terms and conditions associated with use of the web-based project management system.

- 1.0 Consultant shall utilize ISTHA web based project management system to track and manage projects. System shall be an official record of all project communication. Consultant shall post copies of all project related documents on the System.
- 2.0 Within 14 calendar days of Notice to Proceed, Consultant shall designate a website manager (coordinator) who is to be the point of contact with ISTHA website implementation and support staff.

- 3.0** Consultant is required but not limited to submit the following using the System:
- 3.1 Submittal schedule, submittals shall be processed using the System to provide a record of activity.
 - 3.2 Progress reports.
 - 3.3 Inspection reports.
 - 3.4 Requests for information, project clarifications, general communication and project related issues.
 - 3.5 Meeting agendas, no later than 3 days before meeting.
 - 3.6 Minutes of meetings, no later than 3 days after each progress meeting date, distribute copies of minutes via the System to each party present and to other parties who should have been present. Include a brief summary in narrative form of progress since the previous meeting and report.
- 4.0** Document submission requirements. Project documents transmitted via the System must comply with the following electronic formats:
- 4.1 Documents that are marked up or unavailable in electronic format (drawings, sketches, correspondence, etc. generated by hand drafting methods) shall be scanned to PDF (.pdf) , black and white with maximum resolution of 200dpi using CCITT Group 4 (2d Fax) compression.
 - 4.2 Documents that have been generated using Adobe Acrobat PDF printer drivers (not scanned) shall be submitted to the System.
 - 4.3 Electronic photographs shall be submitted in JPEG (.JPG) file format, sized at a minimum resolution of 1024x768 pixels.
 - 4.4 Grayscale or color photo images that are scanned shall be saved in JPEG (.JPG) file format with medium to low quality compression at a maximum resolution of 200 dpi.
 - 4.5 Product data that is available for download from the Manufacturer's website, that has been generated using Adobe Acrobat .PDF printer drivers (not scanned) may also be submitted via the System.

System Requirements	
Operating System	Windows XP
Internet Browser	Internet Explorer version 6.0 or greater
Processor Speed	2.0 GHz or greater
System Memory (RAM)	512 Megabytes or greater
Hard Drive Space	1500 Megabytes (1.5Gb)
Display Resolution	1024x768 or greater
Connection Type	Broadband Internet Connection (T1) – If a T1 is not an available option, each System participant must have a dedicated (not shared) DSL or equivalent Internet connection.
Other hardware	CD-ROM or DVD drive
Recommended Professional Document Scanners⁶	
Medium Format Scanner ¹	Canon DR-5020 Document Scanner or equivalent
Medium Format Scanner ¹	Canon DR-5080C Document Scanner or equivalent
Medium Format Scanner ¹	Fujitsu M 4097D IPC Document Scanner or equivalent
Medium Format Scanner ¹	Fujitsu M 4097D VRS Document Scanner or equivalent
Medium Format Scanner ¹	Epson GT-30000 Document Scanner or equivalent
Large Format Scanner ¹	Océ TDS610 36" Monochrome Scanner or equivalent
Large Format Scanner ¹	Océ TDS810 36" Monochrome Scanner or equivalent
Large Format Scanner ¹	Vidar Select P36 Color Scanner or equivalent
Large Format Scanner ¹	Vidar Select MP36 MonochromeScanner or equivalent
Required Additional Software	
Portable Document Format(.PDF) file reader	Adobe Acrobat Reader ²
Portable Document Format(.PDF) file generator	Adobe Acrobat ³
ZIP File compression utility	WinZip ⁴ or equal

¹ Large and medium format scanning may also be outsourced to a digital reproduction house in your locale.

² Adobe Acrobat Reader is free software available for download at <http://www.adobe.com/>

³ Adobe Acrobat is not a free software and must be purchased. At least one copy of the software must be purchased by the Consultant and must reside on a PC accessible to all users within the Consultant's office. The purchase and installation of multiple copies is recommended.

⁴ A fully functional evaluation version of WinZip is available for download at <http://www.winzip.com/>, alternative free file compression utility is 7-zip available at <http://www.7-zip.org/>

Note: The scanner models specified meet the requirements of website usage and are provided for information purposes only. Scanner models may change or be discontinued by the manufacturer.

TABLE A
Proposed Bridge Improvements

Bridge No	Facility Carried	Feature Crossed	Section	Exist Structure No.	Level	No. Spans	Superstructure Type	Proposed Improvements
B2	Gary Ave. Off Ramp B1	EO Expy	West	016-2588	2	3	Steel, Continuous Beams	Widen in-kind adding a lane to outside
B3	Gary Ave. On Ramp B2	EO Expy/Ramp A2	West	016-2590	2	3	Steel, Continuous Beams	Widen in-kind adding a lane to inside
B4	Ramp B1	Springinguth Rd.	West	016-2576	2	1	Steel Beams	Widen in-kind adding a lane to the outside
B5	EB EO Expy/Ramp B2	Springinguth Rd.	West	016-2587	2	1	Steel Beams	Widen in-kind adding a lane to the inside and outside
B7	EB EO Expy	Living Park Rd.	West	016-2591	2	2	Steel Beams	Reconstruct superstructure at higher elevation, widening one lane to inside
B8	WB EO Expy	Living Park Rd.	West	016-2582	2	2	Steel Beams	Widen in-kind adding a lane to the inside and outside
B9	EB EO Expy	Rodenburg Rd.	West	016-2570	2	1	Steel Beams	Widen in-kind adding a lane to the inside and outside
B10	WB EO Expy	Rodenburg Rd.	West	016-2571	2	1	Steel Beams	Widen in-kind adding a lane to the inside and outside
B11	EB EO Expy	Wright Blvd.	West	016-2568	2	1	Steel Beams	Widen in-kind adding a lane to inside
B12	WB EO Expy	Wright Blvd.	West	016-2569	2	1	Steel Beams	Widen in-kind adding a lane to inside
B13	EB EO Expy	Mitchell Blvd.	West	016-2558	2	1	Steel Beams	Widen in-kind adding a lane to inside
B14	WB EO Expy	Mitchell Blvd.	West	016-2557	2	1	Steel Beams	Widen in-kind adding a lane to inside
B15	EB EO Expy	RR Spur	West	016-2560	2	3	PPC Beams	Widen one lane to inside with superstructure replacement
B16	WB EO Expy	RR Spur	West	016-2559	2	3	PPC Beams	Widen in-kind adding a lane to inside
B17	Roselle Road	EO Expy	West	016-2561	2	2	Steel, Continuous Beams	Superstructure replacement and relocation of north abutment
B19	EB EO Expy	Medinah/Meacham Rd.	Central - A	022-0179	2	2	Steel, Continuous Beams	Widen in-kind adding a lane to the inside and outside
B20	WB EO Expy	Medinah/Meacham Rd.	Central - A	022-0222	2	2	Steel, Continuous Beams	Widen in-kind adding a lane to the inside and outside
B21	Ramp G1	Ramp G7, EO Expy and I290	Central - A	N/A	3	Multi	Steel, Continuous Beams	Flyover to carry EB I-290 to EB EO Expy. Stub abutment behind MSE walls at one end, sloped at other
B22	Rohwing Rd	EO Expy and Ramp K7	Central - A	N/A	2	3	Steel, Continuous Beams	Stub abutments behind MSE walls
B23	Ramp K2	Ramp K7	Central - A	N/A	2	1	Steel or PPC Beams	Stub abutments behind MSE walls
B24	Ramp G5	Rohwing Road and Ramp K1	Central - A	N/A	2	1	Tunnel/culvert type structure	Provide tube/tunnel-like structure to carry Rohwing Rd and Ramp K1 over Ramp G5
B26	WB EO Expy/Ramp K5	I290	Central - A	N/A	2	2	Steel, Continuous Beams	Stub abutments with sloped wall
B27	Ramp G5	I290, Ramp K7 and EO Expy	Central - A	N/A	3	Multi	Steel, Continuous Beams	Flyover to carry WB I-290 to WB EO Expy. Stub abutments behind MSE walls
B29	EB EO Expy/Ramp K2	I290	Central - A	N/A	2	2	Steel, Continuous Beams	Stub abutments with sloped wall
B31	Ramp K7	I290	Central - A	N/A	2	2	Steel, Continuous Beams	Stub abutments with sloped wall
B33	Rohwing Road	Area of poor soil quality	Central - A	N/A	1	Multi	Slab Bridge	Slab bridge on pile supported bents
B34	Ramp G1	Ramp G7	Central - A	N/A	2	1	Steel or PPC Beams	Stub abutments with sloped wall
B35	Ramp G6	Ramp K3 & K7	Central - A	N/A	2	1	Steel Beams	Stub abutments behind MSE walls
B36	Ramps K6 & G7	I290	Central - A	N/A	2	2	Steel, Continuous Beams	Stub abutments with sloped wall
B40	Devon Ave	I290	Central - A	022-0110	2	2	Steel, Continuous Beams	Replace existing structure using stub abutments with sloped wall
B42	Ramps G7 & G8	Ramp K5	Central - A	N/A	2	1	Steel Beams	Stub abutments behind MSE walls
B43	EB EO Expy	Park Boulevard	Central - A	N/A	2	1	Steel or PPC Beams	Stub abutments behind MSE walls
B44	WB EO Expy	Park Boulevard	Central - A	N/A	2	1	Steel or PPC Beams	Stub abutments behind MSE walls
B45	EB EO Expy	Arlington Hgts. Rd	Central - A	N/A	2	1	Steel or PPC Beams	Stub abutments behind MSE walls
B46	WB EO Expy	Arlington Hgts. Rd	Central - A	N/A	2	1	Steel or PPC Beams	Stub abutments behind MSE walls
B47	EB EO Expy	Prospect Ave.	Central - A	N/A	2	1	Steel Beams	Stub abutments behind MSE walls
B48	WB EO Expy	Prospect Ave.	Central - A	N/A	2	1	Steel Beams	Stub abutments behind MSE walls
B49	EB EO Expy	Salt Creek	Central - A	N/A	2	2	Steel, Continuous Beams	Stub abutments with sloped wall
B50	WB EO Expy	Salt Creek	Central - A	N/A	2	2	Steel, Continuous Beams	Stub abutments with sloped wall
B53	EB EO Expy	Mittel Blvd.	Central - B	N/A	2	3	Steel, Continuous Beams	Stub abutments with sloped wall
B54	WB EO Expy	Mittel Blvd.	Central - B	N/A	2	3	Steel, Continuous Beams	Stub abutments with sloped wall
B55	Wooddale Road	EO Expy	Central - B	N/A	2	2	Steel, Continuous Beams	Stub abutments with sloped wall
B57	EB EO Expy	Lively Blvd.	Central - B	N/A	2	1	Steel Beams	Stub abutments behind MSE walls
B58	WB EO Expy	Lively Blvd.	Central - B	N/A	2	1	Steel Beams	Stub abutments behind MSE walls
B59	EB EO Expy	Broadway/Busse (IL83)	Central - B	N/A	2	3	Steel, Continuous Beams	Stub abutments behind MSE walls
B60	WB EO Expy	Broadway/Busse (IL83)	Central - B	N/A	2	3	Steel, Continuous Beams	Stub abutments behind MSE walls
B61	EB EO Expy	RR Spur	Central - B	N/A	2	1	Steel or PPC Beams	Stub abutments behind MSE walls
B62	WB EO Expy	RR Spur	Central - B	N/A	2	1	Steel or PPC Beams	Stub abutments behind MSE walls
B63	Ramp Q1	Ramps O4, O8 & P1	Central - B	N/A	2	2	Steel, Continuous Beams	Stub abutments behind MSE walls
B64	Ramp P5	Ramps O8 & P1	Central - B	N/A	2	1	Steel	Stub abutments behind MSE walls
B65	Ramps P2 & P8	EB Fringe Rd OQ, York Rd and RR Tracks	Central - B	N/A	3	Multi	Steel, Continuous Beams	Flyover with stub abutments behind MSE walls
B66	EO Expy A, Ramps Q7 & Q9	EB Fringe Rd OQ, York Rd, RR Tracks, Ramps Q6 & P5 and West Bypass	Central - B	N/A	2	Multi	Steel, Continuous Beams	Flyover with stub abutments behind MSE walls
B67	Ramp P1	York Rd and RR Tracks	Central - B	N/A	2	Multi	Steel, Continuous Beams	Stub abutments with MSE walls one end, sloped wall the other
B69	Ramp P5	Ramps P1 & Q3, West Bypass, RR Tracks and York Road	Central - B	N/A	2	Multi	Steel, Continuous Beams	Stub abutments with MSE walls one end, sloped wall the other
B70	Ramps Q1, Q5 and Q6	Ramps P1 & P8, West Bypass, RR Tracks and York Road	Central - B	N/A	2	Multi	Steel, Continuous Beams	Stub abutments with sloped wall
B75	EB EO Expy	Supreme Drive	Central - B	N/A	2	1	Steel or PPC Beams	Stub abutments behind MSE walls
B76	WB EO Expy	Supreme Drive	Central - B	N/A	2	1	Steel or PPC Beams	Stub abutments behind MSE walls
B77	County Line Rd NB	Ramp R1	South	N/A	2	1	Steel or PPC Beams	Stub abutments behind MSE walls
B78	SB I294	Grand Ave.	South	016-9789	2	1	Steel	Replace existing structure with new, stub abutments behind MSE walls

Bridge No	Facility Carried	Feature Crossed	Section	Exist Structure No.	Level	No. Spans	Superstructure Type	Proposed Improvements
B79	NB 1294	Grand Ave.	South	016-9788	2	1	Steel	Replace existing structure with new; stub abutments behind MSE walls
B80	Ramp S1	RR Tracks	South	N/A	2	Multi	Steel, Continuous Beams	Stub abutments with MSE walls one end, slopewall the other
B81	Ramp S2	RR Tracks & 1294	South	N/A	3	Multi	Steel, Continuous Beams	Flyover with stub abutments behind MSE walls
B82	Ramp T1	Viaduct	South	N/A	2	Multi	Steel or PPC Beams	Stub abutments with MSE walls one end, slopewall the other
B83	Ramp T2	Viaduct	South	N/A	2	Multi	Steel or PPC Beams	Stub abutments with MSE walls one end, slopewall the other
B84	W Lake St (US 20)	W North Avenue (IL 64)	South	016-9590	2	2	Steel, Continuous Beams	Widen in-kind adding a lane to the outside in each direction
B85	NB West Bypass	UP RR / Franklin Ave.	South	N/A	3	Multi	Steel, Continuous Beams	Stub abutments behind MSE walls
B86	SB West Bypass	UP RR / Franklin Ave.	South	N/A	3	Multi	Steel, Continuous Beams	Stub abutments behind MSE walls
B87	Taft Ave.	Misc. RR's	South	N/A	2	2	Steel, Continuous Beams	Stub abutments behind MSE walls
B87a	Taft Ave.	Misc. RR's	South	N/A	2	1	Steel Beams	Stub abutments behind MSE walls
B88	SB West Bypass	Ramp T3	South	N/A	2	1	Steel or PPC Beams	Stub abutments behind MSE walls
B89	NB West Bypass	Ramp T3	South	N/A	2	1	Steel or PPC Beams	Stub abutments behind MSE walls
B90	CP Yard Access Rd.	West Bypass	South	N/A	2	1	Steel Beams	Stub abutments behind MSE walls
B91	RR Tracks	West Bypass	South	N/A	2	2	Steel, thru-girder	Stub abutments behind MSE walls
B92	RR Tracks	West Bypass	South	N/A	2	2	Steel, thru-girder	Stub abutments behind MSE walls
B93	RR Tracks	West Bypass	South	N/A	2	2	Steel, thru-girder	Stub abutments behind MSE walls
B94	RR Tracks	West Bypass	South	N/A	2	2	Steel, thru-girder	Stub abutments behind MSE walls
B95	NB West Bypass	Irving Park Rd. (IL 19)	South	N/A	2	1	Steel Beams	Stub abutments behind MSE walls
B96	SB West Bypass	Irving Park Rd. (IL 19)	South	N/A	2	1	Steel Beams	Stub abutments behind MSE walls
B97	NB West Bypass	CP & UP RR's and Ramp V1	North	N/A	2	3	Steel, Continuous Beams	Stub abutments behind MSE walls
B98	SB West Bypass	CP & UP RR's and Ramp V1	North	N/A	2	3	Steel, Continuous Beams	Stub abutments behind MSE walls
B99	NB West Bypass	RR Spur	North	N/A	2	1	Steel or PPC Beams	Stub abutments behind MSE walls
B100	SB West Bypass	RR Spur	North	N/A	2	1	Steel or PPC Beams	Stub abutments behind MSE walls
B101	Ramp V3	RR Spur	North	N/A	2	1	Steel or PPC Beams	Stub abutments behind MSE walls
B102	Touhy Ave. (IL 72)	West Bypass	North	N/A	2	1	Steel or PPC Beams	Stub abutments with slopewall
B105	Touhy Ave. (IL 72)	UP / CP RR	North	N/A	2	1	Steel Beams	Stub abutments behind MSE walls
B109	Ramps X3 & X4	Busse Rd.	North	N/A	2	2	Steel, Continuous Beams	Stub abutments with slopewall
B110	WB 190	Busse Rd.	North	016-9867	2	4	PPC Beams	Widen in-kind adding a lane to outside
B111	EB 190	Busse Rd.	North	016-9973	2	4	PPC Beams	Widen in-kind adding a lane to outside
B112	WB 190	Oakton Ave. (IL 83)	North	016-9867	2	3	Steel, Continuous Beams	Widen in-kind adding a lane to outside
B113	EB 190	Oakton Ave. (IL 83)	North	016-9974	2	3	Steel, Continuous Beams	Widen in-kind adding a lane to outside
B114	NB Elmhurst Rd	190	North	016-0678	2	2	Steel, Continuous Beams	Replace existing structure with new; stub abutments with slopewall
B115	SB Elmhurst Rd	190	North	016-0678	2	2	Steel, Continuous Beams	Replace existing structure with new; stub abutments with slopewall
B116	Elmhurst Rd	Higgins Creek	North	016-0677	2	1	PPC Beams or box culvert	Replace existing structure with new
B117	West Bypass & Ramp X1 & X2	MWRD Detention Ponds & Higgins Creek	North	N/A	2	Multi	Steel, Continuous Beams	Stub abutments with slopewall
B118	WB 190 & Ramp X4	Higgins Creek	North	016-9869	2	2	PPC Beams	Reconstruct superstructure, widening to outside for Ramp X4
B119	EB 190 & Ramp X1	Higgins Creek	North	016-9975	2	2	PPC Beams	Reconstruct superstructure, widening to outside for Ramp X1
B120	WB 190 & Ramp X3	Mt. Prospect Rd.	North	016-9870	2	3	PPC Beams	Widen in-kind for Ramp X3
B121	EB 190 & Ramp X1	Mt. Prospect Rd.	North	016-9976	2	3	PPC Beams	Widen in-kind for Ramp X1
B122	WB 190 & Ramp X3	UP/CP RR	North	016-9971	2	3	PPC Beams	Widen in-kind for Ramp X3
B123	EB 190 & Ramp X1	UP/CP RR	North	016-9977	2	3	PPC Beams	Widen in-kind for Ramp X1
B124	WB 190	RR Spur	North	016-9978	2	3	PPC Beams	Widen in-kind adding a lane to outside
B125	EB 190	RR Spur	North	016-9978	2	3	PPC Beams	Widen in-kind adding a lane to outside
B126	WB 190	Wolf Rd.	North	016-9873	2	3	PPC Beams	Widen in-kind adding a lane to outside
B127	EB 190	Wolf Rd.	North	016-9979	2	3	PPC Beams	Widen in-kind adding a lane to outside
B128	WB 190	Touhy Ave. (IL 72)	North	016-9974	2	3	Steel, Continuous Beams	Widen in-kind adding a lane to outside
B129	EB 190	Touhy Ave. (IL 72)	North	016-9980	2	3	Steel, Continuous Beams	Widen in-kind adding a lane to outside

EXHIBIT G

CURRENT OBLIGATIONS FOR PROJECT

CH2M HILL

Route & Job No.	Work Scope & Description of Project	Fee (Including all Supplementals and Extra Work Orders)	Fee Remaining To Be Earned	Estimated Date of Completion
PTB 131/15 IL 3 Connector	Phase I Study	\$586K	\$300K	May 2014
PTB 141/08 Elgin O'Hare- West Bypass	Phase I Study / EIS	\$54.4Mil	\$19.6Mil	Dec. 2013
PTB 890/162 Various	Various Phase I or Phase II Studies	\$3Mil	\$300K	Dec. 2012
PTB 990/138 US 30	Phase I Study	\$960K	\$110K	June 2012
PTB 154/58 IL 13	Phase II PS&E	\$1.8Mil	\$532K	Dec. 2012
PTB 156/03 Various	IDOT District 1 Various Project Management	\$1.6Mil	\$850K	Sept. 2014
PTB 155/68	Update IDOT Construction Manual	\$63k	\$62K	Dec. 2013
PTB 157/45 US 55	Phase I Study	\$712K	\$542K	Dec. 2013
PTB 156/42 US 50	Phase I Study	\$712K	\$542K	Dec. 2013
PTB 159/06 US 30	Phase I Study	\$400K	\$400K	May 2014
Kane County Impact Fee Update	Kane County Impact Fee Program Study Update	\$180K	\$70K	June 2012
PTB 148/40 Various	Illinois Highway Safety Services	\$6Mil	\$2.7Mil	Aug. 2018
PTB 160/019 Various	IDOT District 8 Phase I and Phase II Studies	\$1Mil	\$1Mil	Dec. 2014
O'Hare Master Civil	O'Hare Modernization Program Master Civil	\$23.1Mil	\$1.4Mil	Dec. 2012
DuPage Airport Runway Ext.	DuPage Airport Runway Extension	\$593K	\$135K	Oct. 2012
DuPage Airport On-Call Svcs	DuPage Airport On-Call Services	\$357K	\$139K	May 2016
DuPage Airport Amtrak	DuPage Airport Runway 10-28 Overlay Amtrak Chicago Terminal Master Plan	\$335K \$240K	\$98K \$134K	Aug. 2012 Dec. 2012

EXHIBIT H - SERVICES BY OTHERS

Exhibits A-G must be submitted for each subconsultant listed below. If a subconsultant requires "Services by Others", they must include Exhibit H and attach Exhibits A-G for second tier subconsultants.

DBE/MBE/WBE SUBCONSULTANTS

<p>1 <u>American Surveying & Engineering, PC</u></p> <p>Direct Labor \$ 4,366,174.40</p> <p>Direct Costs \$ 625,518.00</p> <p>Services by Others \$ -</p> <p>Additional Services ** \$ -</p> <p>Total this Subconsultant (ULC) \$ 4,991,692.40</p>	<p>6 <u>Regina Webster & Associates, Inc.</u></p> <p>Direct Labor \$ 3,041,441.20</p> <p>Direct Costs \$ 32,875.00</p> <p>Services by Others \$ -</p> <p>Additional Services ** \$ -</p> <p>Total this Subconsultant (ULC) \$ 3,074,316.20</p>
<p>2 <u>EJM Engineering, Inc.</u></p> <p>Direct Labor \$ 901,420.80</p> <p>Direct Costs \$ 5,210.00</p> <p>Services by Others \$ -</p> <p>Additional Services ** \$ -</p> <p>Total this Subconsultant (ULC) \$ 906,630.80</p>	<p>7 <u>Raimonde Drilling Corporation</u></p> <p>Direct Labor _____</p> <p>Direct Costs \$ 468,547.00</p> <p>Services by Others \$ -</p> <p>Additional Services ** \$ -</p> <p>Total this Subconsultant (ULC) \$ 468,547.00</p>
<p>3 <u>FluidClarity, Ltd.</u></p> <p>Direct Labor \$ 298,956.00</p> <p>Direct Costs \$ 9,449.80</p> <p>Services by Others \$ -</p> <p>Additional Services ** \$ -</p> <p>Total this Subconsultant (ULC) \$ 308,405.80</p>	<p>8 <u>Wang Engineering, Inc.</u></p> <p>Direct Labor \$ 752,626.00</p> <p>Direct Costs \$ 766,340.50</p> <p>Services by Others \$ -</p> <p>Additional Services ** \$ -</p> <p>Total this Subconsultant (ULC) \$ 1,518,966.50</p>
<p>4 <u>Lin Engineering, Ltd.</u></p> <p>Direct Labor \$ 2,154,924.80</p> <p>Direct Costs \$ 100,025.20</p> <p>Services by Others \$ -</p> <p>Additional Services ** \$ -</p> <p>Total this Subconsultant (ULC) \$ 2,254,950.00</p>	<p>9 _____</p> <p>Direct Labor _____</p> <p>Direct Costs _____</p> <p>Services by Others \$ -</p> <p>Additional Services ** \$ -</p> <p>Total this Subconsultant (ULC) \$ -</p>
<p>5 <u>Primera Engineers, Ltd.</u></p> <p>Direct Labor \$ 3,149,076.00</p> <p>Direct Costs \$ 37,560.00</p> <p>Services by Others \$ -</p> <p>Additional Services ** \$ -</p> <p>Total this Subconsultant (ULC) \$ 3,186,636.00</p>	<p>10 _____</p> <p>Direct Labor \$ -</p> <p>Direct Costs \$ -</p> <p>Services by Others \$ -</p> <p>Additional Services ** \$ -</p> <p>Total this Subconsultant (ULC) \$ -</p>

** Additional services funds require prior authorization before use

TOTAL DBE/MBE/WBE Subconsultants: \$ 16,710,144.70

TOTAL Additional Services DBE/MBE/WBE Subconsultants: \$ -

TOTAL Allowable Fee DBE/MBE/WBE Subconsultants: \$ 16,710,144.70

DBE/MBE/WBE Percentage of Total Fee (includes Additional Services): 25.00%

DBE/MBE/WBE Percentage of Total Fee (does not include Additional Services): 25.00%

Date Revised 04/01/12

EXHIBIT H - SERVICES BY OTHERS (continued)

Exhibits A-G must be submitted for each subconsultant listed below. If a subconsultant requires "Services by Others", they must include Exhibit H and attach Exhibits A-G for second tier subconsultants.

OTHER SUBCONSULTANTS (NOT DBE/MBE/WBE)

<p>1 <u>Christopher B. Burke Engineering, Ltd.</u></p> <p>Direct Labor \$ 164,444.00</p> <p>Direct Costs \$ 8,520.00</p> <p>Services by Others \$ -</p> <p>Additional Services ** \$ -</p> <p>Total this Subconsultant (ULC) \$ 172,964.00</p>	<p>6 _____</p> <p>Direct Labor \$ -</p> <p>Direct Costs \$ -</p> <p>Services by Others \$ -</p> <p>Additional Services ** \$ -</p> <p>Total this Subconsultant (ULC) \$ -</p>
<p>2 <u>Knight E/A, Inc.</u></p> <p>Direct Labor \$ 6,989,312.40</p> <p>Direct Costs \$ 87,768.00</p> <p>Services by Others \$ -</p> <p>Additional Services ** \$ -</p> <p>Total this Subconsultant (ULC) \$ 7,077,080.40</p>	<p>7 _____</p> <p>Direct Labor \$ -</p> <p>Direct Costs \$ -</p> <p>Services by Others \$ -</p> <p>Additional Services ** \$ -</p> <p>Total this Subconsultant (ULC) \$ -</p>
<p>3 <u>STV, Inc.</u></p> <p>Direct Labor \$ 365,545.60</p> <p>Direct Costs \$ 23,201.92</p> <p>Services by Others \$ -</p> <p>Additional Services ** \$ -</p> <p>Total this Subconsultant (ULC) \$ 388,747.52</p>	<p>8 _____</p> <p>Direct Labor \$ -</p> <p>Direct Costs \$ -</p> <p>Services by Others \$ -</p> <p>Additional Services ** \$ -</p> <p>Total this Subconsultant (ULC) \$ -</p>
<p>4 _____</p> <p>Direct Labor \$ -</p> <p>Direct Costs \$ -</p> <p>Services by Others \$ -</p> <p>Additional Services ** \$ -</p> <p>Total this Subconsultant (ULC) \$ -</p>	<p>9 _____</p> <p>Direct Labor \$ -</p> <p>Direct Costs \$ -</p> <p>Services by Others \$ -</p> <p>Additional Services ** \$ -</p> <p>Total this Subconsultant (ULC) \$ -</p>
<p>5 _____</p> <p>Direct Labor \$ -</p> <p>Direct Costs \$ -</p> <p>Services by Others \$ -</p> <p>Additional Services ** \$ -</p> <p>Total this Subconsultant (ULC) \$ -</p>	<p>10 _____</p> <p>Direct Labor \$ -</p> <p>Direct Costs \$ -</p> <p>Services by Others \$ -</p> <p>Additional Services ** \$ -</p> <p>Total this Subconsultant (ULC) \$ -</p>

** Additional services funds require prior authorization before use

TOTAL Non-DBE/MBE/WBE Subconsultants: \$ 7,638,791.92

TOTAL Additional Services Non-DBE/MBE/WBE Subconsultants: \$ -

TOTAL Allowable Fee Non-DBE/MBE/WBE Subconsultants: \$ 7,638,791.92

Project Number: I-11-4014

Consultant: American Surveying & Engineering, PC

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2012												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM						220	220	218	218	218	218	218	218	1530
Task B - C. Design						690	690	690	690	690	690	690	690	4830
Task C - PS&E														
Task D - Task Orders						275	255	255	255	255	255	255	255	1805
TOTALS						1185	1165	1163	1163	1163	1163	1163	1163	8165

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: American Surveying & Engineering, PC

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2013												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM	218	218	218	218	218	218	218	218	218	218	218	218	218	2616
Task B - C. Design	690	690	690	690	690	690	690	690	690	690	690	690	690	8280
Task C - PS&E														
Task D - Task Orders	255	255	255	255	255	255	255	255	255	255	255	255	255	3060
TOTALS	1163	1163	1163	1163	1163	1163	1163	1163	1163	1163	1163	1163	1163	13956

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: American Surveying & Engineering, PC

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2014												TOTAL HOURS
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	
Task A - DCM	218	218	218	218	218	208	208	208	208	208	206	200	2536
Task B - C. Design	690	690	690	690	690	30	30	30	30	30	30	30	3660
Task C - PS&E													
Task D - Task Orders	255	255	255	255	255								1275
TOTALS	1163	1163	1163	1163	1163	238	238	238	238	238	236	230	7471

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: American Surveying & Engineering, PC

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2015												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM	200	200	200	200	200	200	200	200	200	200	200	200	200	2400
Task B - C. Design	30	30	26											86
Task C - PS&E														
Task D - Task Orders														
TOTALS	230	230	226	200	200	200	200	200	200	200	200	200	200	2486

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: American Surveying & Engineering, PC

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2016												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM	200	200	200	200	200	200	200	200	200	200	200	200	200	2400
Task B - C. Design														
Task C - PS&E														
Task D - Task Orders														
TOTALS	200	200	200	200	200	200	200	200	200	200	200	200	200	2400

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: American Surveying & Engineering, PC

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2017												TOTAL HOURS					
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec						
Task A - DCM	200	200	200	200	200													1000
Task B - C. Design																		
Task C - PS&E																		
Task D - Task Orders																		
TOTALS	200	200	200	200	200													1000

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

EXHIBIT B - FEE CALCULATIONS

A. DIRECT SALARY (without overtime)

Total Work Hours: 35,478.00
(From Exhibit C-3)

Total Dollars: \$ 1,559,348.00
(From Exhibit C-3)

Multiplier to be used on this project:
Allowable Multiplier = (2.8 DSE) (2.5 or 2.8 CM) (2.5 PMO)

2.80

DIRECT REGULAR SALARY TIMES MULTIPLIER

\$ 4,366,174.40

**B. REIMBURSABLE DIRECT COSTS NOT ELIGIBLE FOR PROFIT
(For Prime Consultant listed above.)**

TOTAL DIRECT COSTS \$ 625,518.00

C. SERVICES BY OTHERS

Total Allowable Fee DBE/MBE/WBE Subconsultant (from Exhibit H) \$ _____
(Do not including estimated additional services)

Total Allowable Fee Non-DBE/MBE/WBE Subconsultant (from Exhibit H (cont)) \$ _____
(Do not including estimated additional services)

TOTAL SERVICES BY OTHERS \$ _____

**D. ADDITIONAL SERVICES (prime and subconsultants)
(Requires prior authorization before use)**

E. MAXIMUM ALLOWABLE FEE (Upper Limit of Compensation)

\$ 4,991,692.40

Date: 4/10/2012

EXHIBIT C-1: COMPANY EMPLOYEE CLASSIFICATION LIST

Classification	Name (SEE NOTE 1 BELOW)	Current Hourly Rate	Classification Average Rate (SEE NOTE 2 BELOW)	Eligible For Prem. O/T?
Principal	Coventine Fidis	70.00	70.00	No
Project Manager	Coventino Fidis	70.00	63.95	No
Project Manager	Mark Wood	62.05		No
Project Manager	Steven Rienks	63.75		No
Project Manager	Wayne Mory	60.00		No
Project Surveyor/Engineer III	John Dybas	50.90	49.57	No
Project Surveyor/Engineer III	Paul Stanton	50.51		No
Project Surveyor/Engineer III	Shanlong Kuang	50.51		No
Project Surveyor/Engineer III	Eric Sladek	46.35		No
Project Surveyor/Engineer II	Thomas Sanderson	44.90	40.45	No
Project Surveyor/Engineer II	Jana Bryant	36.00		No
CADD Technician	Craig Hills	30.33	30.05	Yes
CADD Technician	Lance Klemm	30.47		Yes
CADD Technician	Robert Traver	29.36		Yes
Engineer/Survey Technician III	Thomas Hoyle	31.52	33.25	Yes
Engineer/Survey Technician III	Daryl Edwards	35.23		Yes
Engineer/Survey Technician III	William Baran	33.00		Yes
Engineer/Survey Technician II	Gustavo A. Aguilar	22.00	22.85	Yes
Engineer/Survey Technician II	Martin Podrebarac	27.32		No
Engineer/Survey Technician II	Gary Brandt	25.88		No
Engineer/Survey Technician II	Michael Wallace	23.54		Yes
Engineer/Survey Technician II	Lucas McDonald	21.22		Yes
Engineer/Survey Technician II	Todd Rhodes	27.81		Yes
Engineer/Survey Technician II	Jeffrey Mummert	22.66		Yes
Engineer/Survey Technician II	Thomas Brady	27.45		Yes
Engineer/Survey Technician II	Bradly Duffy	18.54		Yes
Engineer/Survey Technician II	Lawrence DeManche	21.00		Yes
Engineer/Survey Technician II	Kristopher McAllister	22.50		Yes
Engineer/Survey Technician II	Collin Graves	18.54		Yes
Engineer/Survey Technician II	Shawn Patten	18.54		Yes

* Exhibit C-1 is a comprehensive list of classifications of company employees.

- (1) List all Employees located in your company's Illinois office(s) by classification. Out of state employees to be used on this project should be included.
- (2) Divide the sum of the "CURRENT HOURLY RATES" for all employees in a classification by the number of employees in that classification.
- (3) Use as many sheets as necessary to show classifications.

Date Revised 04/01/12

Date: 4/10/2012

EXHIBIT C-1: COMPANY EMPLOYEE CLASSIFICATION LIST

Classification	Name (SEE NOTE 1 BELOW)	Current Hourly Rate	Classification Average Rate (SEE NOTE 2 BELOW)	Eligible For Prem. O/T?
Engineer/Survey Technician I	Michael Werle	11.81	17.00	Yes
Engineer/Survey Technician I	William McDaniel	19.10		Yes
Engineer/Survey Technician I	David Ciskowski	19.10		Yes
Engineer/Survey Technician I	Ismael Lopez	20.00		Yes
Engineer/Survey Technician I	Richard Quill	20.00		Yes
Engineer/Survey Technician I	Erwin Hernandez	18.00		Yes
Engineer/Survey Technician I	Thomas Bartosik	18.50		Yes
Engineer/Survey Technician I	Marcin Czachor	14.50		Yes
Engineer/Survey Technician I	Kevin Hamilton	15.00		Yes
Engineer/Survey Technician I	Marc Personette	15.00		Yes
Engineer/Survey Technician I	Ryan Haran	15.00		Yes
Engineer/Survey Technician I	Joseph Maldonado	17.00		Yes
Engineer/Survey Technician I	Daniel Greaney	18.00		Yes
Right-of-Way Specialist IV	Tom Balser	43.25	43.25	No
Right-of-Way Specialist III	Rodney (Brent) Fetterolf	31.52	33.79	Yes
Right-of-Way Specialist III	Robert Dempsey, Jr.	36.05		Yes
Subsurface Utility Engineer III	Thomas Brady	27.45	30.05	Yes
Subsurface Utility Engineer III	Thomas Hoyle	31.52		Yes
Subsurface Utility Engineer III	Daryl Edwards	35.23		Yes
Subsurface Utility Engineer III	Chris Mason	26.00		Yes
Subsurface Utility Engineer II	Michael Wallace	23.54	23.54	Yes
Subsurface Utility Engineer I	Bradly Duffy	18.54	17.34	Yes
Subsurface Utility Engineer I	Ismael Lopez	20.00		Yes
Subsurface Utility Engineer I	Richard Quill	20.00		Yes
Subsurface Utility Engineer I	Erwin Hernandez	18.00		Yes
Subsurface Utility Engineer I	Marcin Czachor	14.50		Yes
Subsurface Utility Engineer I	Kevin Hamilton	15.00		Yes
Subsurface Utility Engineer I	Ryan Haran	15.00		Yes
Subsurface Utility Engineer I	Joseph Maldonado	17.00		Yes
Subsurface Utility Engineer I	Daniel Greaney	18.00		Yes

* Exhibit C-1 is a comprehensive list of classifications of company employees.

- (1) List all Employees located in your company's Illinois office(s) by classification. Out of state employees to be used on this project should be included.
- (2) Divide the sum of the "CURRENT HOURLY RATES" for all employees in a classification by the number of employees in that classification.
- (3) Use as many sheets as necessary to show classifications.

Date Revised 04/01/12

I-11-4014

4/10/2012

Consultant: American Surveying & Engineering, PC

EXHIBIT C-2: PAYROLL CLASSIFICATION ESCALATION TABLE

CONTRACT TERM: 60 NO. OF MONTHS
 SCHEDULED START DATE: 6/1/2012
 RAISE DATE: 6/1/2013
 PERCENT OF RAISE: 3%

ESCALATION PER YEAR

Date	Date	Date	Date	Date	Date
6/1/2012	5/31/2013	6/1/2013	5/31/2014	6/1/2014	5/31/2015
12.0	12.0	12.0	12.0	12.0	12.0
60.0	60.0	60.0	60.0	60.0	60.0
20.00%	20.60%	21.22%	21.85%	22.51%	60.0
Factor First Period	Escalation Factor Second Period	Escalation Factor Third Period	Escalation Factor Fourth Period	Escalation Factor Fifth Period	Escalation Factor Sixth Period

The escalation factor for this project is: 106.18%

Project No.: I-11-4014

Consultant: American Surveying & Engineering, PC

Date: 4/10/2012

Total Escalation Factor from C-2: 106.18%

EXHIBIT C-3: DIRECT LABOR CALCULATION

Classification (From Exhibit C-1)	(1) Current Average Hourly Rate (From Exhibit C-1) (SEE NOTE 1 BELOW)	(2) Escalated Average Hourly Rate (SEE NOTE 2 BELOW)	(3) Estimated Work Hours (Including Overtime)	Direct Labor Extension (Col. 2 x Col. 3)
Principal	\$70.00	\$70.00		
Project Manager	\$63.95	\$68.75	3,692.00	\$ 253,835.00
Project Surveyor/Engineer III	\$49.57	\$53.29	8,520.00	\$ 454,054.00
Project Surveyor/Engineer II	\$40.45	\$43.49	9,280.00	\$ 403,567.00
Right-of-Way Specialist III	\$33.79	\$36.33	3,500.00	\$ 127,147.00
CADD Technician	\$30.05	\$32.31	2,600.00	\$ 83,998.00
Engineer/Survey Technician III	\$33.25	\$35.75	3,968.00	\$ 141,844.00
Engineer/Survey Technician II	\$22.85	\$24.57	3,768.00	\$ 92,565.00
Engineer/Survey Technician I	\$17.00	\$18.28		
Subsurface Utility Engineer III	\$30.05	\$32.31		
Subsurface Utility Engineer II	\$23.54	\$25.31		
Subsurface Utility Engineer I	\$17.34	\$18.64		
Administrative/Clerical III	\$14.50	\$15.59	150.00	\$ 2,338.00

Total Estimated Work Hours: 35,478.00
Must Match Exhibit A

Total Direct Labor: \$ 1,559,348.00

Average Hourly Rate: \$ 43.95

- (1) Average Hourly Rate per classification from C1. Hard enter this number. DO NOT insert a formula.
 * Average Hourly Rates cannot exceed applicable salary caps.
- (2) Current Average Hourly Rate x Escalation Factor. No escalation factor is allowed for employees at or above the salary cap rate

Project No. I-11-4014

Consultant: American Surveying & Engineering, PC

EXHIBIT D

REIMBURSABLE DIRECT COSTS - WORKSHEET ESTIMATES

A. VEHICLE REIMBURSEMENT

Daily Rate	\$ 45.00	X	_____	\$	_____
	Includes Tolls		No. of Days		-

Mileage	\$ 0.555	X	_____	\$	_____
	Mileage Rate		No. of Miles		-

(Use mileage rate found at:

<http://www2.illinois.gov/cms/Employees/travel/Pages/TravelReimbursement.aspx>

TOTAL VEHICLE REIMBURSEMENT	\$	_____	-
------------------------------------	-----------	--------------	----------

B. ALLOWABLE DIRECT COSTS - Enter the total budget of items from the attached Allowable Direct Costs list here:

http://www.illinoistollway.com/documents/10157/36206/LG_TO_LLWAY_XX_ALLOWABLEDIRECTCOSTS_08012008.PDF

C. ITEMIZED DIRECT COSTS - For any expense not included in the Allowable Direct Costs list, written permission must be received from the Chief Engineer prior to its inclusion. List those below:

DIRECT COST CATEGORY

- Traffic Control (80 days) @\$900/day _____
- Appraisals (Private Entity) 5 @ \$6,000 ea _____
- Appraisal (Public Entity) 10 @ \$3,000 ea _____
- Appraisals Review (Private Entity) 5 @ \$3,000 ea _____
- Appraisal Review (Public Entity) 10 @ \$1,500 ea _____
- Negotiations (Private Entity) 10 @ \$3,000 ea _____
- Negotiations (Public Entity) 5 @ \$4,500 ea _____
- Relocations (Residential) 2 @ \$15,500 ea _____
- Relocations (Commercial) 3 @ \$27,500 ea _____
- Copy Costs 850 @ \$10.45 ea _____
- Filing Fees 25 @ \$100 ea _____
- Legal Fees-Condemnations (5 @ \$10k ea) _____
- Title commitments 550 @ \$400 ea _____

Date Revised 04/01/12

TOTAL ITEMIZED DIRECT COSTS

\$ 609,383.00

Project No. I-11-4014

Consultant: American Surveying & Engineering, PC

EXHIBIT D (Continued)

REIMBURSABLE DIRECT COSTS - WORKSHEET ESTIMATES

D. PREMIUM OVERTIME

Classification	Estimate of Overtime Hours	Escalated Hourly Rate (Premium Portion Only) (SEE NOTE 1 BELOW)	Premium Overtime Dollars (Hours x Rate)
CADD Technician	260.00	\$16.16	\$ 4,202.00
Engineer/Survey Technician III	400.00	\$17.88	\$ 7,152.00
Engineer/Survey Technician II	389.00	\$12.29	\$ 4,781.00

TOTAL PREMIUM OVERTIME \$ 16,135.00

(1) Premium portion is equal to 1/2 of the escalated average hourly rate for the classification. This number is to be hard entered. DO NOT enter a formula

Date Revised 04/01/12

ALLOWABLE DIRECT COSTS

08.01.2008

The following costs are allowable when requested by the Department and included in the contract. The costs are allowable when it is customary for the firm to bill for the cost and it can be itemized in the firm's billing and accounting systems.

Per Diem	State Rate (Maximum)
Lodging	State Rate (Maximum)
Air Fare	Coach Rate with 2 weeks advance purchase
Vehicles	
Mileage	State Rate* (Maximum)
Daily Rate (owned or leased the same)	\$45/day (Maximum) Including Tolls
Overtime	Premium portion
Tolls	Actual Cost
Film and Film Processing**	Actual Cost
Overnight Delivery/Postage Courier Service	Actual Cost
Copies of Deliverables and Mylars	Actual Cost
Specific Insurance – required for project	Actual Cost
CADD	Actual Costs (Maximum of \$15.00/Hr)
Monuments – Permanent	Actual Cost
Payment for Newspaper Ads	Actual Cost
Web Site	Actual Cost
Facility Rental for Public Meetings & Exhibits/Rendering & AV Equipment/Transcriptions	Actual Cost
Recording Fees	Actual Cost
Courthouse Fees	Actual Cost
Testing of Soil Samples	Actual Cost
Lab Services (excluding Phase III normal construction inspection such as beam breaks, cylinder breaks, pavement cores)	Actual Cost
Equipment rental specific for project (snooper for bridge inspection, noise meter, etc.)	Actual Cost
Specialized equipment – on an as needed basis with prior approval	Actual Cost
Traffic Systems	Actual Cost
Mobile Phone (for traffic system implementation)	
Telephone Usage (for traffic system monitoring)	
Storm sewer cleaning and televising	Actual Cost
Traffic control and protection	Actual Cost
Aerial photography and mapping	Actual Cost
Utility exploratory trenching	Actual Cost

ALLOWABLE DIRECT COSTS

- *website for State Reimbursement Rates
<http://www2.illinois.gov/cms/Employees/travel/Pages/TravelReimbursement.aspx>
- **Use of digital cameras verses film cameras is encouraged when firms own digital cameras and the discussion of their use will be part of the negotiations. Film & copies will be reimbursed at actual costs.
- On all agreements authorization after January 1, 2005, GPS Equipment is considered tools of the trade.

ALLOWABLE DIRECT COSTS

Construction Inspection

Construction Inspection Communications:

Cell Phones (maximum of 3 without additional approval. Personal phones that do not remain on the job site are not allowable) \$70/month/phone (Maximum)

Radio Communication Actual Cost
2-way Radio Actual Cost

Vehicles (Only for Vehicles assigned to project) \$45/day (Maximum)
DAILY RATE ONLY Including Tolls

The number of days will be calculated as follows:

For extended stay** - Number of days on job site plus one

Day to travel to and from job site

Weekly (hotel) – Number of days on job site plus one day to

Travel to and from job site per week.

Shift Differential

Actual Cost based on
firm policy

**Extended Stay Status applies to individuals on the project over 20 Consecutive working days. The decision whether individuals will stay over the weekend will be made after the Contractor's schedule is available and shall be made jointly by the Consultant Liaison and the IDOT Resident.

NOTES:

For CSE contracts, beam and cylinder breaks are not reimbursable. Overtime to employees traveling to and from the site will be allowed depending on the firm's policy and limited to the Tollway's CSE Manual allowance.

Project No. I-11-4014

Consultant: American Surveying & Engineering, PC

EXHIBIT E - KEY PROJECT PERSONNEL

Project Principal: Coventine Fidis

Classification: Project Principal

Project Manager Land Ac: Mark Wood

Classification: Project Manager

Project Manager: _____

Classification: _____

Project Surveyor: John Dybas

Classification: Project Surveyor III

Project Engineer: _____

Classification: _____

Project Civil Engineer: _____

Classification: _____

Project Structural Engineer: _____

Classification: _____

Project Drainage Engineer: _____

Classification: _____

Senior Engineer: _____

Classification: _____

Others: _____

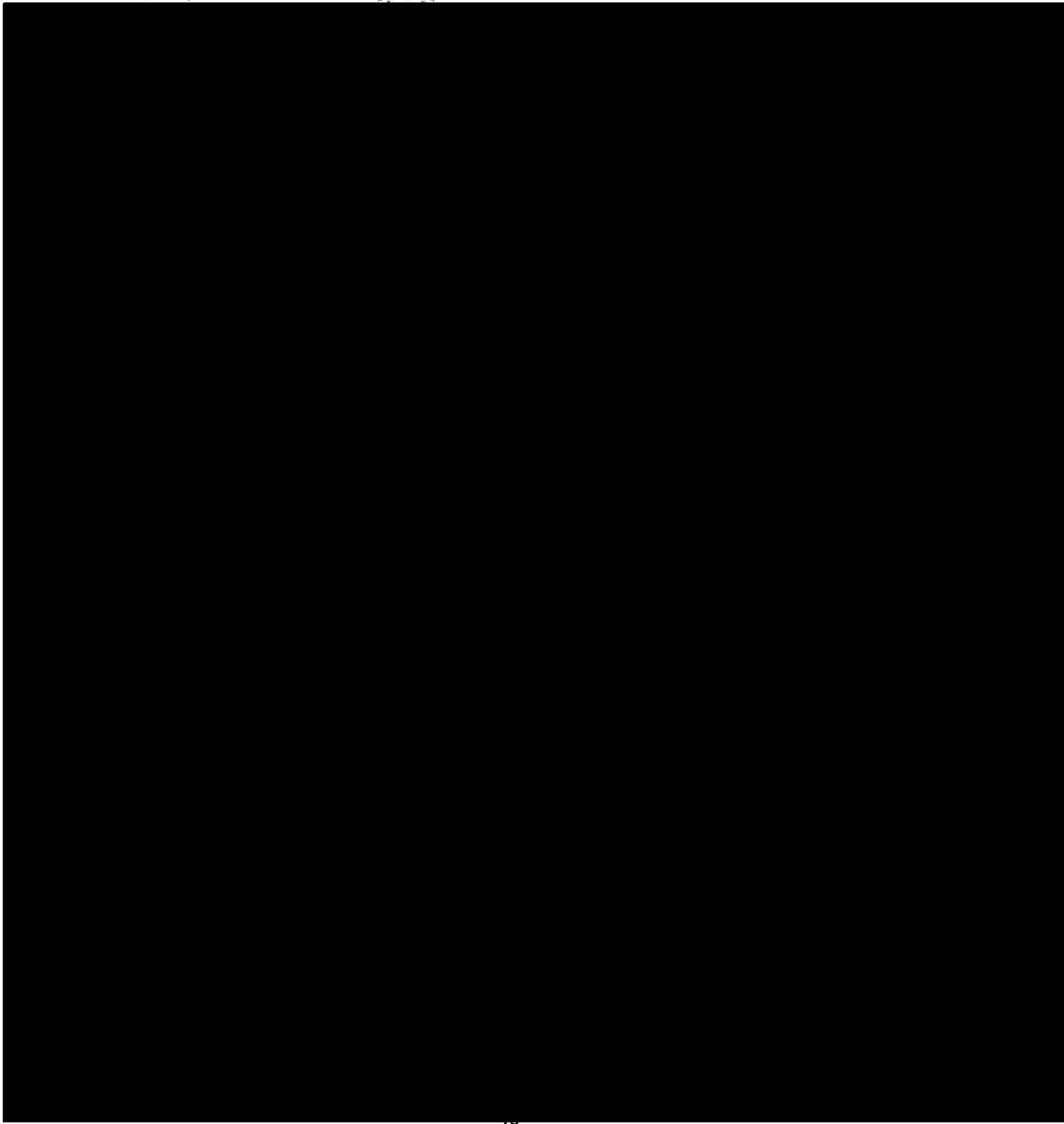
List all key personnel titles that are applicable to this project.

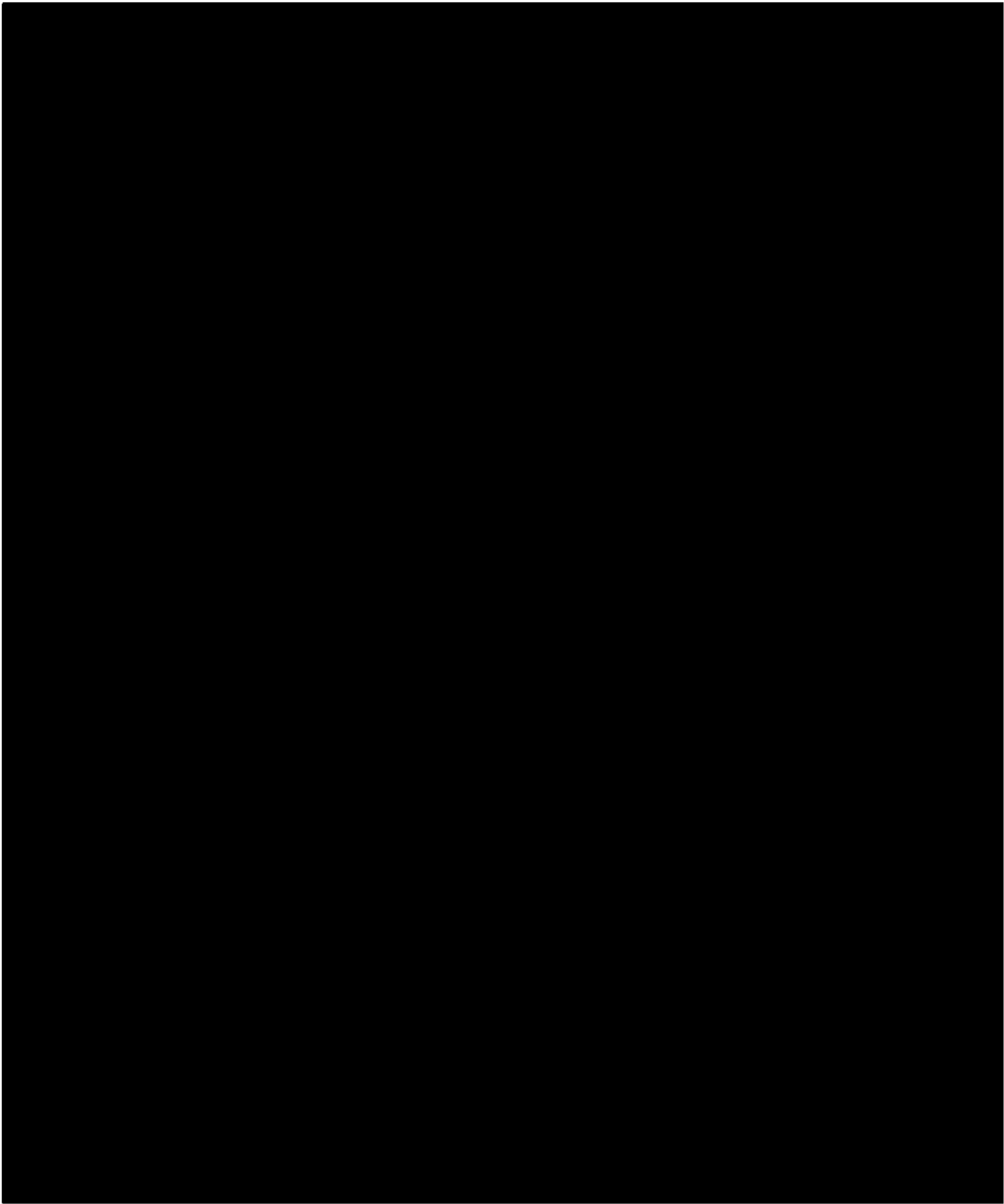
Attach resumes of all key personnel

Coventine Fidis,
P.L.S.
Principal in Charge
AMERICAN SURVEYING &
ENGINEERING, P.C.



AMERICAN
SURVEYING & ENGINEERING, P.C.

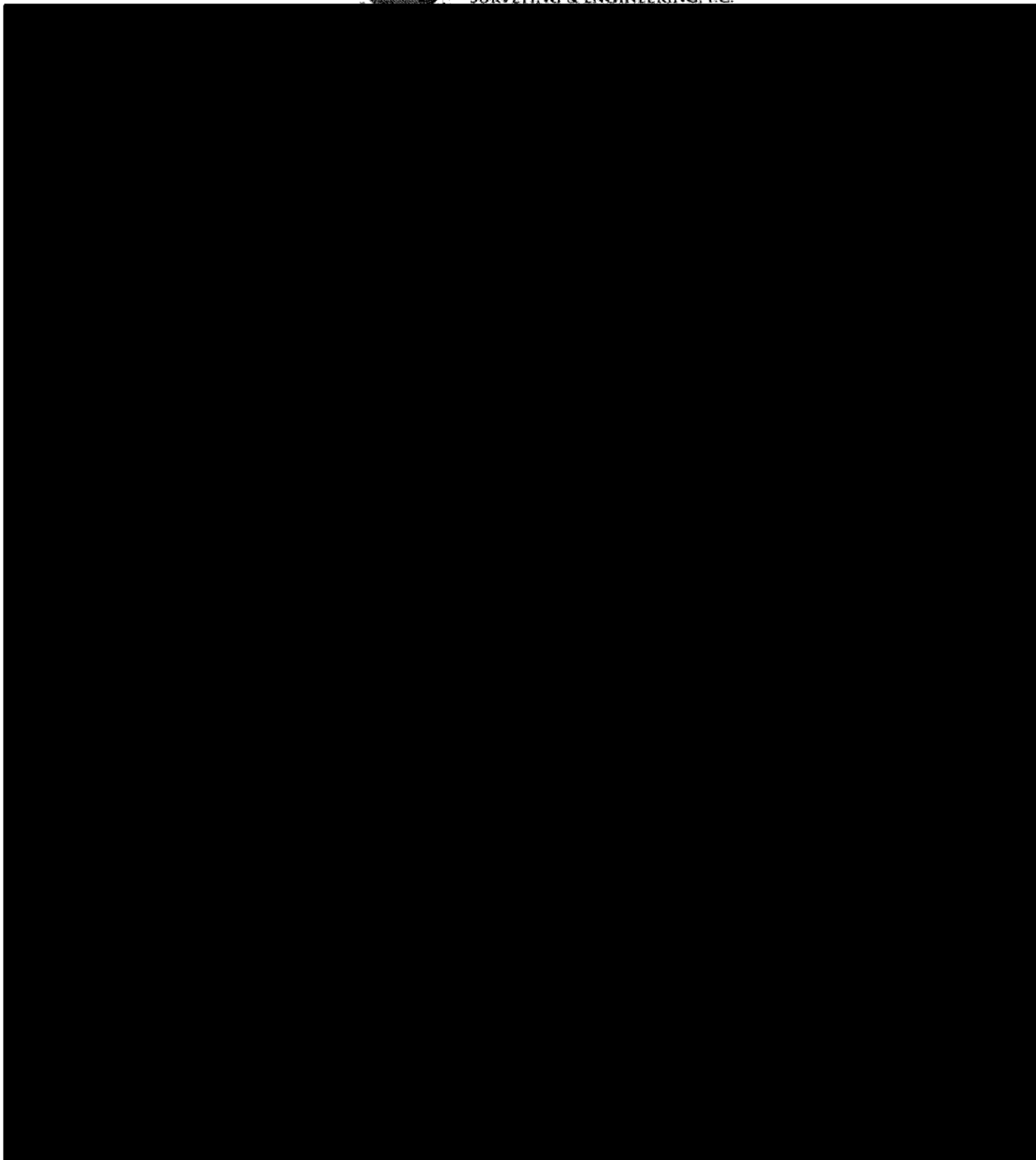




John A. Dybas, P.S.
Chief of Surveys
AMERICAN SURVEYING AND
ENGINEERING, P.C.



AMERICAN
SURVEYING & ENGINEERING, P.C.



John A. Dybas, P.S.
Chief of Surveys
AMERICAN SURVEYING AND
ENGINEERING, P.C.

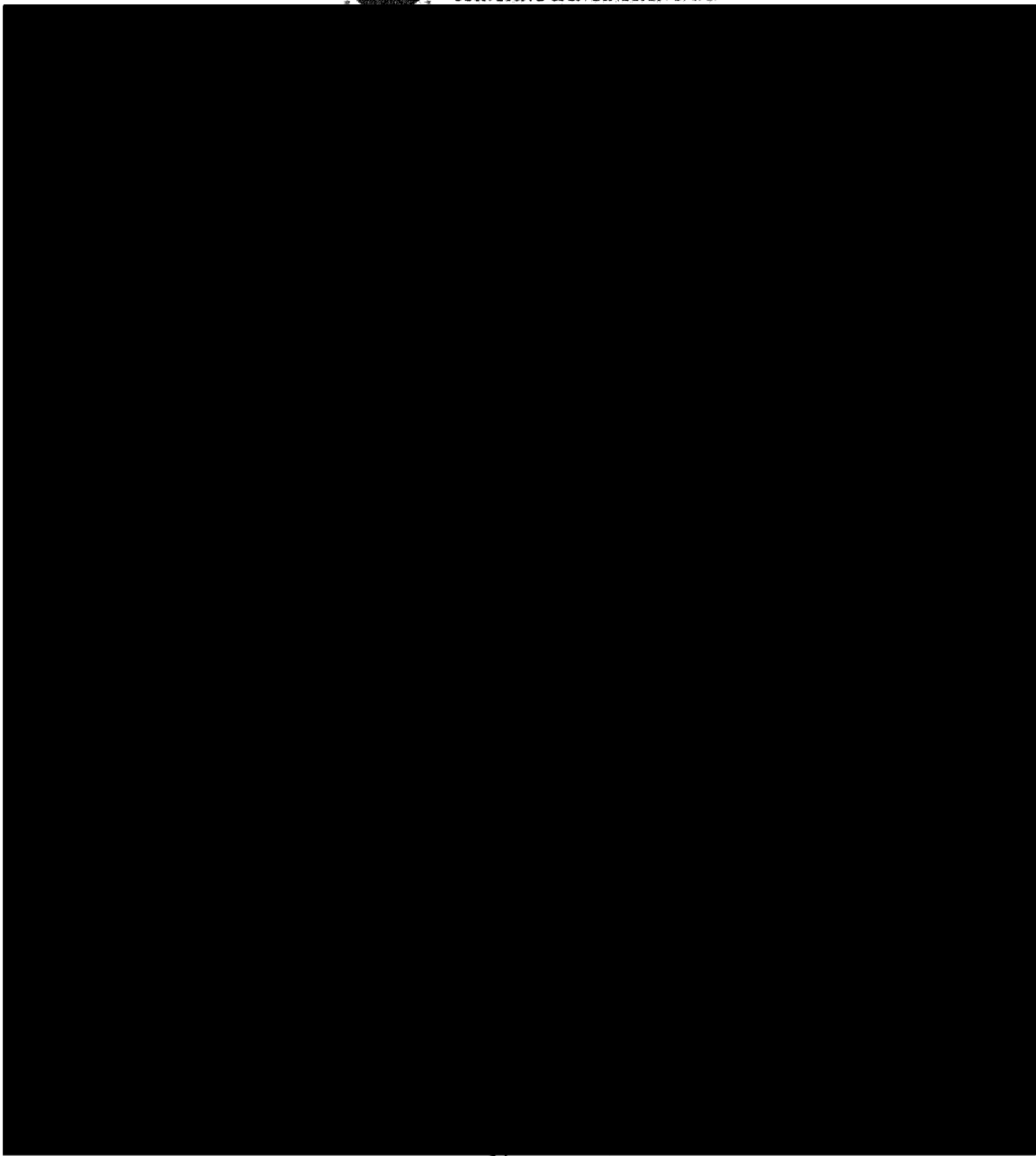


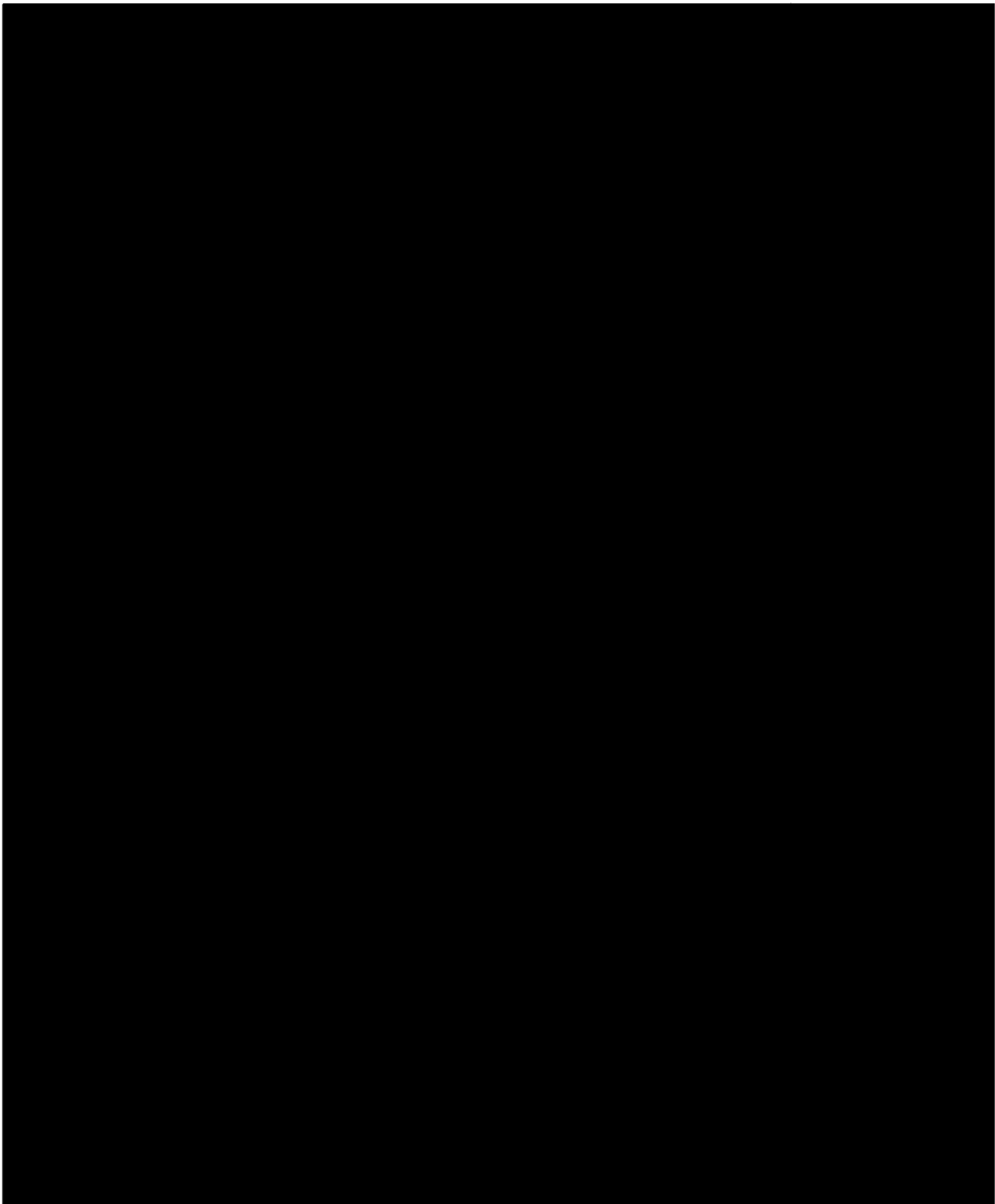
AMERICAN
SURVEYING & ENGINEERING, P.C.

Mark M. Wood, P.L.S.
Project Manager
AMERICAN SURVEYING &
ENGINEERING, P.C.



AMERICAN
SURVEYING & ENGINEERING, P.C.



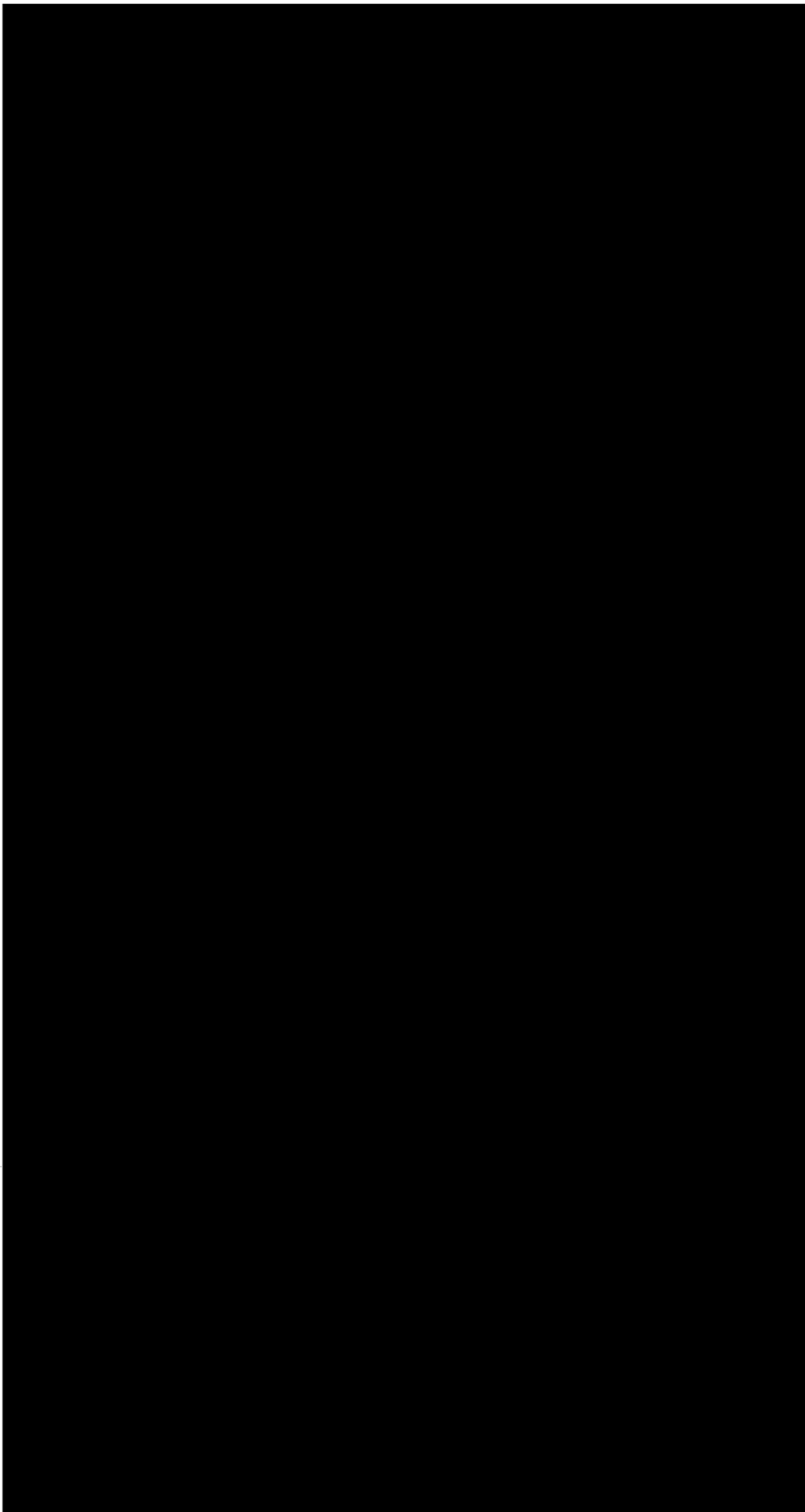




AMERICAN
SURVEYING & ENGINEERING, P.C.

Steven M. Rienks,
P.E., PMP
Director of Engineering
AMERICAN SURVEYING AND
ENGINEERING, P.C.

Steven M. Rienks,
P.E., PMP
Director of Engineering
AMERICAN SURVEYING AND
ENGINEERING, P.C.





AMERICAN
SURVEYING & ENGINEERING, P.C.

Thomas Sanderson, PE
Project Engineer



AMERICAN
SURVEYING & ENGINEERING, P.C.

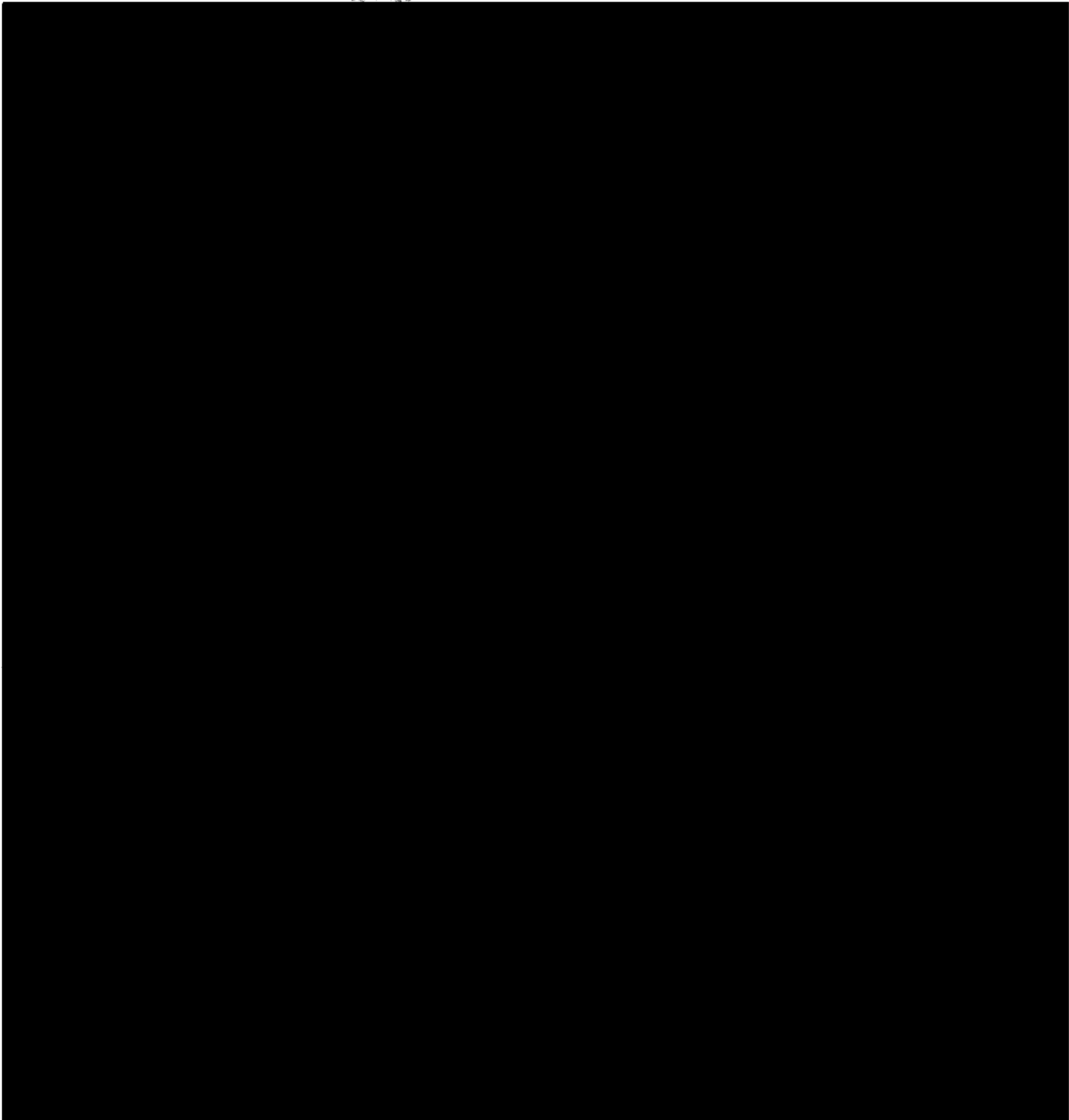


Exhibit F

Scope of Work

**Design Corridor Manager
Elgin O'Hare West Bypass Tollway**

Contract No. I-11-4014

Illinois State Toll Highway Authority

**THE FOLLOWING TASKS WILL BE PERFORMED BY AMERICAN SURVEY & ENGINEERING (ASE)
AS PART OF THIS CONTRACT:**

**SECTION A - Design Corridor Management (DCM) - TASK A.05.
LAND ACQUISITION DEPARTMENT SUPPORT**

1. COORDINATION AND PROJECT MANAGEMENT OF CONTRACTS ASSOCIATED WITH LAND ACQUISITION.
 - 1.1. Order Title Commitments for all identified parcels to be acquired for the project, estimated for budgeting purposes as 550 parcels.
 - 1.2. Coordinate preparation of plat of acquisition documents with the Tollway's Land Acquisition Department.
 - 1.3. Provide land acquisition analysis for corridor. Perform additional field survey to mitigate GIS interpretation of parcels with actual, on-the-ground surveys. Perform boundary analysis on parcels.
 - 1.4. In coordination with DSEs, verify and finalize all ROW requirements and identify individual parcels required for the EOWB improvements, including ROW acquisition schedule requirements. Perform needed economic justifications of the ROW requirements.
 - 1.5. Prepare weekly status reports and monitor the ROW document finalization effort.
 - 1.6. Administer reviews of ROW documents prepared by other consultants, including: tracking and compiling review comments; facilitating resolution of review issues; and ensuring that review comments are incorporated into final ROW documents through the use of the Tollway Proliance System.
 - 1.7. Throughout the EOWB project, the DCM will work to identify additional land acquisition needs and prepare supplemental Value Engineering analyses and if necessary obtain additional ALTA title commitments. For budgeting purposes, up to 50 additional parcels are assumed.
 - 1.8. In coordination with DCM, serve as single point of contact for land acquisition DSE/DUR contracts and as the Tollway Land Acquisition Manager pertaining to the Land Acquisition – Project Management phase per the requirements outlined in Tollway design management procedures P-4000. This includes coordinating status of land acquisition activities being performed separately by the Illinois Department of Transportation for select EOWB parcels. For budgeting purposes, it is assumed that the DCM will be responsible for the management of all 550+/- individual parcel plats being prepared by the DSE consultants (approximately 450 parcels of privately held and municipally held properties identified to date plus 50 tracts of publicly-held land plus 50 parcels which may be identified through future concept design development.)
 - 1.9. Utilize the Tollway's GIS based Right-Of-Way Tracking Tool for the purpose of initiating the acquisition of each parcel. This will include parcels to be secured by the Tollway and by the Illinois Department of Transportation (IDOT) per the IDOT/Tollway agreement. Effort includes data input and quality assurance review and technical support as needed to ensure that weekly database updates are maintained through the duration of the DCM contract.

ASE Manhours: 9050 (revised)

**SECTION A - Design Corridor Management (DCM) - TASK A.06.
LAND ACQUISITION DEPARTMENT SUPPORT (ASSUME 15 PARCELS)**

1. PREPARATION OF PLAT OF ACQUISITION DOCUMENTS AND LEGAL DESCRIPTIONS
 - 1.1. LAND ACQUISITION SURVEYS
 - 1.1.1. Review title and boundary information.
 - 1.1.2. Locate PLSS section corners.
 - 1.1.3. Research for previously completed monument records and plats showing corner information. Compile and index.
 - 1.1.4. Search and traverse to relocate and verify existing monumentation. Set & swing tie monuments.

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EXHIBIT "F"

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- 1.1.5. Reduce field notes and calculate locations of section corners to verify existing corner locations.
- 1.1.6. If corner is existing, meeting Tollway standards – verify monument record, provide signed and sealed letter affirming this fact.
- 1.1.7. If corner or references have been destroyed or currently does not meet IDOT standards – re-set and prepare new Monument Record Plat and record.
- 1.1.8. Corners to be monumented and recorded in accordance with 765 ILCS 220.1-11.
- 1.1.9. Obtain location of field monuments and ties to occupation, as required.
- 1.1.10. Download, edit and reduce data. Office calculations of boundaries. Use property owner deed boundary information to prepare calculations. Office calculations to determine location of property owner deed boundaries and existing ROW.
- 1.1.11. Prepare staking plan and stake ROW.
- 1.2. LAND ACQUISITION PLATS AND DOCUMENTS
(Draft planimetrics in Geopak/MicroStation drawing format, using Tollway CADD Standards)
 - 1.2.1. Review Title and Right-of-Way survey documents, as necessary.
 - 1.2.2. Prepare Plats of Acquisition (POA) as required, meeting Tollway CADD Standards.
 - 1.2.3. Prepare Legal Descriptions as required.
 - 1.2.4. Update Tollway GIS (ESRI files) with required features.
2. PLAT OF ACQUISITION AND LEGAL DESCRIPTION REVIEW BY AN INDEPENDENT REVIEWER
 - 2.1. Review plats of acquisition.
 - 2.2. Review legal descriptions.
 - 2.3. Coordinate reviews and project meetings.
 - 2.4. Take corrective actions on issues found in review.
3. APPRAISALS
 - 3.1. Advise owner in writing of the Tollway's interest in the subject property. Accept any information property owner submits as to the valuation of the subject property.
 - 3.2. Assign Illinois Certified General Appraiser.
 - 3.3. Appraiser site visit to subject property.
 - 3.4. Review recent comparable real estate sales in the area to establish the fair market value.
 - 3.5. Create appraisal report.
4. APPRAISAL REVIEWS
 - 4.1. Assign appraisal reviewer.
 - 4.2. Perform appraisal review.
 - 4.3. Approve appraisal or follow recommendations of appraisal review.
5. NEGOTIATIONS
 - 5.1. Draft a formal written offer to the owner, identifying the needed property.
 - 5.2. If possible, meet personally with the owner to explain the offer and receive any relevant information from the owner.
 - 5.3. Negotiate with owner during 60-day period following the offer.
 - 5.4. Forward non-negotiated properties to condemnation.
6. RELOCATIONS
 - 6.1. Coordinate relocation assistance to those displaced who apply for and qualify for benefits.
 - 6.2. Provide benefits that may include counseling in locating a replacement dwelling or business building, payment of moving expenses and costs, mortgage or rent assistance, and other financial assistance to offset the actual costs of relocating to a functionally equivalent space.
 - 6.3. Review inspections of replacement property.
7. CONDEMNATION
 - 7.1. File condemnation suit.
 - 7.2. Coordinate with legal staff.

SECTION A - Design Corridor Management (DCM) - TASK A.07.
FIELD SURVEY - Survey Upon Request (SUR) PROJECT MANAGEMENT

1. FIELD SURVEY SUR PROJECT MANAGEMENT
 - 1.1. Provide project management services and serve as single point of contact for SUR contracts pertaining to field surveying services per requirements outlined in Tollway design management procedures P-4000.
 - 1.2. Provide guidance to SUR's during initiation and development of surveying services to ensure consistency with corridor-wide design requirements. This includes maintenance of a corridor decision log and request for information log.
 - 1.3. Oversee and monitor SUR progress to ensure budget and schedule compliance. This includes review of SUR progress reports, manhour reports, and reviewing/recommending SUR invoices for processing. It is assumed that review of SUR invoices for accounting accuracy and compliance with Tollway requirements will be performed by others (Tollway). This includes participating in regular status review meetings with the SUR and PMO.
 - 1.4. Coordinate distribution of survey submittals to Tollway Design Review Team. This includes: tracking and compiling review comments; facilitating resolution of review issues; and ensuring review comments are incorporated into final documents.
 - 1.5. For budgeting purposes, it is assumed that ASE will be responsible for the management of up to 2 SUR contracts.
 - 1.6. Develop and maintain a comprehensive database of field surveys for the EOWB project. This database will serve as a compilation of data and documentation pertaining to all field survey data, included data compiled to date through the concept design development, as well as remaining field surveys to be compiled through final design. Effort includes initial database development as well as monthly database updated through the duration of the DCM contract.
 - 1.7. Coordinate field survey requirements and information with individual DSE's through the design development process. This includes providing available survey data to DSE's, as well as performing technical reviews of supplemental field surveys compiled by individual DSE's.
 - 1.8. Verify/Establish Corridor-wide Horizontal and Vertical Control network for the life of the Project. Use existing control stations and densify as necessary.
2. REVIEW WORK FROM DSE SURVEYORS
 - 2.1. Check the survey documents against Tollway checklists.
 - 2.2. Check the survey deliverables and work product.

ASE Manhours: 2080 (revised)

SECTION B - DESIGN SECTION ENGINEER'S (DSE's) SERVICES - TASK B1.02
PROJECT AREAS A1, A2, A3, B1.

- 1 ADMINISTRATION
 - 1.1 Communication with Client and/or Client's Agent. In-house meetings. Progress reports, scheduling, invoicing, etc.
 - 1.2 Technical direction of staff.
 - 1.3 Project management, coordination.
- 2 DATA COMPILATION & REVIEW
 - 2.1 Records research, as required, for Right-of-Way Plats and previous survey data.

2.2 Compile and index information, Survey Plats and previous survey data.

2.3 Prepare compiled data for use by field personnel.

3 REVIEW/VERIFY HORIZONTAL & VERTICAL CONTROL (PROJECT-WIDE)

3.1 Search and reconnaissance for record control points. Recover and verify previous control points as required. Set secondary control to suitable density for terrestrial based 3-D LiDAR Scanning and conventional surveys.

3.2 Traverse/GPS/Digital Differential Level through found monuments to establish primary control and secondary control points.

3.3 Office calculations, adjustment, tabulations of coordinates, and working drawings. Prepare control report.

3.4 Verify/Establish Corridor-wide Horizontal and Vertical Control network for the life of the Project. Use existing control stations and densify as necessary.

4 3-D TERRESTRIAL LiDAR SCANNING OF PAVED AREAS

4.1 Densify project control by digital differential leveling, GPS, and conventional survey methods.

4.2 Measure existing paved surfaces within project limits using 3-D Terrestrial LiDAR Scanning.

4.3 Office calculations, adjustment, tabulations of coordinates, and working drawings.

4.4 CADD Drafting to Tollway standards and specifications.

5 LOCATE SANITARY SEWER STRUCTURES AND FACILITIES

5.1 Locate visible aboveground evidence of sanitary sewer structures and facilities - manholes, lift stations or other surface indications of subsurface sewer facilities.. Note: Manholes or other confined spaces (as defined by OSHA) will not be entered, pumped or cleaned. American Surveying & Engineering shall not be responsible for underground topographic information not physically locatable or any information provided by utility provider which is incorrect.)

5.2 Measure sanitary sewer features including:

5.2.1 Inverts and pipe sizes in manholes and other underground facilities Pipe size/type details will be verified, but will be a check on plan information only. If necessary, detail sheets will be drawn in the field and will be delivered to the client. No CADD details will be drawn and ASE will not connect underground facilities using CADD.

5.3 Office calculations, adjustment, tabulations of coordinates, and working drawings.

5.4 CADD Drafting to Tollway standards and specifications.

6 REVIEW/VERIFY EXISTING PROJECT MAPPING AND OTHER DATA FOR CHANGED CONDITIONS OR INACCURACIES

6.1 Verify the following visible, marked or available from record topographic features: Point(s) of access to property(ies), sewers, culverts and discharge pipes (including size and invert elevation), catch basins, inlets, fire hydrants, manholes, hand holes, traffic signals, wells, guardrails, retaining walls, large and/or overhead signs, railroad tracks, fences, pavement, curbs and other manmade improvements.

6.1.1 Verify Buildings. Dimension buildings with exterior dimensions at ground level.

6.1.2 Verify roadways, driveways, paved paths and parking lots.

6.1.3 Verify fences and other evidence of occupation.

6.2 Verify conventional elevation surveys at intervals and at locations necessary to create DTM. . (Note: elevations may be measured on random stationing and locations as required to create a Digital Terrain Model "DTM".)

6.2.1 Verified site elevations shall be obtained in order to provide client with a DTM. Verify elevation data at Right-of Way, edge of sidewalks, centerline of driveways, edge of pavement, centerline of pavement, edge of curb, flow-line of curb and back of curb, and ground elevations at break points.

6.2.2 Elevations on paved surfaces will be obtained to 0.01 of a foot.

6.2.3 Elevations on other surfaces will be obtained to 0.10 of a foot.

6.3 Verify type (coniferous or deciduous only will be determined), size and location of trees.

6.4 Verify utilities & drainage structures - manholes, culverts, catch basins, valve vaults or other surface indications of subsurface utilities or drainage.

6.4.1 Verify visible aboveground evidence of underground utility structures. Note: Manholes or other confined spaces (as defined by OSHA) will not be entered, pumped or cleaned. American Surveying & Engineering shall not be responsible for underground topographic information not physically locatable or any information provided by utility provider, which is incorrect.)

6.4.2 Verify utility features including:

6.4.2.1 Inverts and pipe sizes in manholes and other underground facilities. Overhead utility surveys will be performed. Pipe size/type details will be verified, but will be a check on plan information only. If necessary, detail sheets will be drawn in the field and will be delivered to the client. No CADD details will be drawn.

6.5 Perform field surveys in areas of changed conditions.

6.6 Office calculations for data, downloading, and editing.

6.7 CADD drafting and Digital Terrain Model (DTM).

7 QA/QC

7.1 Review contract documents and survey requirements to verify ASE project QA/QC requirements. Create QA/QC plan.

7.2 Periodic project review to assure compliance with policy and contract documents. Final review and report of QA/QC compliance.

SECTION D - DSE SERVICES LAND ACQUISITION – Task D1.02 Assume (45 Parcels)

8. PREPARATION OF PLAT OF ACQUISITION DOCUMENTS AND LEGAL DESCRIPTIONS

8.1. LAND ACQUISITION SURVEYS

8.1.1. Review title and boundary information.

8.1.2. Locate PLSS section corners.

8.1.3. Research for previously completed monument records and plats showing corner information. Compile and index.

8.1.4. Search and traverse to relocate and verify existing monumentation. Set & swing tie monuments.

8.1.5. Reduce field notes and calculate locations of section corners to verify existing corner locations.

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9. PLAT OF ACQUISITION AND LEGAL DESCRIPTION REVIEW BY AN INDEPENDENT REVIEWER

- 9.1. Review plats of acquisition.
- 9.2. Review legal descriptions.
- 9.3. Coordinate reviews and project meetings.
- 9.4. Take corrective actions on issues found in review.

ASE Manhours: 3620 (to be confirmed)

SECTION D DCM - TASK D1.03.

SURVEY UPON REQUEST (SUR) SERVICES

American Surveying & Engineering will assist the DCM and self-perform the following tasks. This task is intended for use in schedule critical situations and includes miscellaneous pick up topography services needed for a quick turn-around.

- 1. SURVEY UPON REQUEST SERVICES – Field Surveys
 - 1.1. Administration, project management, meet with DCM and Tollway, etc.
 - 1.2. Field data accumulation surveys for critical path items in support of DSE efforts. Includes office calculations and CADD services where required; up to 2520 hours are assumed for this task
 - 1.3. QA/QC for the survey services.

ASE WILL DELIVER TO CLIENT THE FOLLOWING ITEMS AS PART OF THIS WORK:

- A. Copies of field notes with reductions made.
- B. Hard and electronic (on CD) copies of drawings (in Geopak/MicroStation V8i/ESRI) as noted in above scope of work.
- C. Hard and soft copies of reports.

DIRECT COST ITEMS:

- A. Traffic Control (\$900 per day, 80 estimated, total \$72,000).

- B. Copy costs (\$10/ea, 1,000 estimated, total \$10,000)
- C. Appraisals – Private (\$6,000/ea, 5 estimated, total \$30,000)
- D. Appraisals – Public (\$3,000/ea, 10 estimated, total \$30,000)
- E. Appraisal Reviews – Private (\$3,000/ea, 5 estimated, total \$15,000)
- F. Appraisal Reviews – Public (\$1,500/ea, 10 estimated, total \$15,000)
- G. Negotiations – Private (\$3,000/ea, 10 estimated, total \$30,000)
- H. Negotiations – Public (\$4,500/ea, 5 estimated, total \$22,500)
- I. Relocations – Residential (\$15,500/ea, 2 estimated, total \$31,000)
- J. Relocations – Commercial (\$27,500/ea, 3 estimated, total \$82,500)
- K. Legal fees – Condemnations (\$10,000/ea, 5 estimated, total \$50,000)
- L. Filing Fees – (\$100/ea, 25 estimated, total \$2,500)
- M. Title Commitments – (\$400/ea, estimated 550, total \$220,000)

ITEMS TO BE SUPPLIED BY OTHERS

- A. Record plans, including any previous survey information (if available).
- B. Any and all pertinent site information including, but not limited to previous horizontal and vertical survey control survey information, existing aerial photography, Right-of-Way plans, centerline alignment, construction plans and plats of highway will be furnished to ASE, at no cost to ASE, prior to commencement of field operations.
- C. Permission and access to closed or locked areas requiring access to complete the survey.
- D. Letter of Introduction and written authorization for access to subject property for ASE's services on subject site.

EXHIBIT G

**CURRENT OBLIGATIONS FOR PROJECTS
AMERICAN SURVEYING & ENGINEERING, P.C.**

I-11-4014

Route & Job No.	Work Scope & Description of Project	Fee (including all Supplements and Extra Work Orders)	Fee Remaining to be Earned	Estimated Date of Completion
R-92-009-02	Phase II Services: IL Route 75 (FA 505)From US 20 to IL 70 S.	\$1,467,675	\$1,221,694	tbd
D-91-104-07	R1D1 SUE	\$4,000,000	\$38,839	2011
R-92-007-09	PTB 149/013	\$700,000	\$384,977	2012
R-90-004-09	PTB 150/009	\$825,649	\$1,434	12/31/2011
R-98-025-08	PTB 152/030	Various	Various	2012
P-92-058-10	PTB 155/031	\$358,539	\$103,973	2013
D-91-006-01	PTB 157/023	\$500,000	\$140,508	2013
P-92-099-11	PTB 161-020	Various	Various	2013
CMS 07-27073	Utility Locating CMS Fiber			
n/a	Contract Utility Response to Chicago One-Call Utility Locate System	\$633,032	Various	12/31/2012
PSB 08-1/15	ISTHA SUE Various Various	\$2,000,000	Unfunded	-
	US Army Corps, Chicago Dist. IDIQ Survey on demand	\$2,500,000	\$500,000	12/31/2012
	US Army Corps, Detroit Dist. IDIQ Survey on demand	\$1,000,000	\$600,000	

EXHIBIT H - SERVICES BY OTHERS

Exhibits A-G must be submitted for each subconsultant listed below. If a subconsultant requires "Services by Others", they must include Exhibit H and attach Exhibits A-G for second tier subconsultants.

DBE/MBE/WBE SUBCONSULTANTS

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Additional Services **	\$ _____	-														
Total this Subconsultant (ULC)	\$ _____	-														

10	<table border="0" style="width: 100%;"> <tr> <td style="width: 70%;">Direct Labor</td> <td style="width: 10%; text-align: center;">\$ _____</td> <td style="width: 20%; text-align: center;">-</td> </tr> <tr> <td>Direct Costs</td> <td style="text-align: center;">\$ _____</td> <td style="text-align: center;">-</td> </tr> <tr> <td>Services by Others</td> <td style="text-align: center;">\$ _____</td> <td style="text-align: center;">-</td> </tr> <tr> <td>Additional Services **</td> <td style="text-align: center;">\$ _____</td> <td style="text-align: center;">-</td> </tr> <tr> <td>Total this Subconsultant (ULC)</td> <td style="text-align: center;">\$ _____</td> <td style="text-align: center;">-</td> </tr> </table>	Direct Labor	\$ _____	-	Direct Costs	\$ _____	-	Services by Others	\$ _____	-	Additional Services **	\$ _____	-	Total this Subconsultant (ULC)	\$ _____	-
Direct Labor	\$ _____	-														
Direct Costs	\$ _____	-														
Services by Others	\$ _____	-														
Additional Services **	\$ _____	-														
Total this Subconsultant (ULC)	\$ _____	-														

** Additional services funds require prior authorization before use

TOTAL DBE/MBE/WBE Subconsultants: \$ _____ -

TOTAL Additional Services DBE/MBE/WBE Subconsultants: \$ _____ -

TOTAL Allowable Fee DBE/MBE/WBE Subconsultants: \$ _____ -

DBE/MBE/WBE Percentage of Total Fee (includes Additional Services): _____ 0.00%

DBE/MBE/WBE Percentage of Total Fee (does not include Additional Services): _____

Date Revised 04/01/12

EXHIBIT H - SERVICES BY OTHERS (continued)

Exhibits A-G must be submitted for each subconsultant listed below. If a subconsultant requires "Services by Others", they must include Exhibit H and attach Exhibits A-G for second tier subconsultants.

OTHER SUBCONSULTANTS (NOT DBE/MBE/WBE)

1	<hr/>		
	Direct Labor		
	Direct Costs		
	Services by Others		
	Additional Services **		
	Total this Subconsultant (ULC)	\$	-

6	<hr/>		
	Direct Labor	\$	-
	Direct Costs	\$	-
	Services by Others	\$	-
	Additional Services **	\$	-
	Total this Subconsultant (ULC)	\$	-

2	<hr/>		
	Direct Labor	-	
	Direct Costs		
	Services by Others	\$	-
	Additional Services **		
	Total this Subconsultant (ULC)	\$	-

7	<hr/>		
	Direct Labor	\$	-
	Direct Costs	\$	-
	Services by Others	\$	-
	Additional Services **	\$	-
	Total this Subconsultant (ULC)	\$	-

3	<hr/>		
	Direct Labor	\$	-
	Direct Costs	\$	-
	Services by Others	\$	-
	Additional Services **	\$	-
	Total this Subconsultant (ULC)	\$	-

8	<hr/>		
	Direct Labor	\$	-
	Direct Costs	\$	-
	Services by Others	\$	-
	Additional Services **	\$	-
	Total this Subconsultant (ULC)	\$	-

4	<hr/>		
	Direct Labor	\$	-
	Direct Costs	\$	-
	Services by Others	\$	-
	Additional Services **	\$	-
	Total this Subconsultant (ULC)	\$	-

9	<hr/>		
	Direct Labor	\$	-
	Direct Costs	\$	-
	Services by Others	\$	-
	Additional Services **	\$	-
	Total this Subconsultant (ULC)	\$	-

5	<hr/>		
	Direct Labor	\$	-
	Direct Costs	\$	-
	Services by Others	\$	-
	Additional Services **	\$	-
	Total this Subconsultant (ULC)	\$	-

10	<hr/>		
	Direct Labor	\$	-
	Direct Costs	\$	-
	Services by Others	\$	-
	Additional Services **	\$	-
	Total this Subconsultant (ULC)	\$	-

** Additional services funds require prior authorization before use

TOTAL Non-DBE/MBE/WBE Subconsultants: \$ _____

TOTAL Additional Services Non-DBE/MBE/WBE Subconsultants: \$ _____

TOTAL Allowable Fee Non-DBE/MBE/WBE Subconsultants: \$ _____

RETURN WITH SUBCONTRACT

SUBCONTRACTOR/CONSULTANT REQUIRED DISCLOSURES



Pursuant to Procurement Code 30 ILCS 500/20-120, any contract granted under this Code shall state whether the services of a subcontractor (consultant) will or may be used. To the extent that the information is known, the contract shall include the names and addresses of all subcontractors (consultants) and the expected amount of money each will receive under the contract. Firms shall provide copies of all subcontract agreements with a contract value greater than \$25,000 as soon as possible upon notice of a Tollway award, but not later than 20 days from the date the Tollway executes the contract (generally the Notice-to-Proceed date) or after execution of the subcontract, whichever is later.

Subcontractors (consultants) of all tiers with a proposed contract value greater than \$25,000 must also complete and submit the Subcontractor/Consultant Certification/Disclosure forms to the Firm awarded the Tollway contract, if they intend to participate in the contract. Firms awarded the Tollway contract must submit these forms within the preceding timeframes.

Subcontract agreements and Certification/Disclosure Forms must be submitted in Adobe Acrobat® .pdf file format on a Compact Disk (CD) to the State Purchasing Officer (SPO) through the General Manager of Engineering at 2700 Ogden Ave., Downers Grove, IL 60515. Publicly traded companies may submit a 10K disclosure (or equivalent if applicable) in satisfaction of the Certification/Disclosure Forms but must still submit eligible subcontractor (consultant) agreements.

All Disclosures shall be signed and made under penalty of perjury by an authorized officer or employee on behalf of the bidder or offeror and all Financial Disclosures and Potential Conflicts of Interest will be filed with the Procurement Policy Board (PPB).

All Firms required to submit Disclosures who have entered into multi-year contracts or sub-contracts shall certify by July 1st of each fiscal year covered by the contract, after the initial fiscal year, to the State Purchasing Officer (SPO) through the General Manager of Engineering at 2700 Ogden Ave., Downers Grove, IL 60515 by submitting either revised forms (in Adobe Acrobat® .pdf file format) or an affidavit that there is no change that it continues to satisfy the requirements of Article 50 of the Procurement Code pertaining to eligibility for a contract award.

RETURN WITH SUBCONTRACT

Tollway Contract Number: I-11-4014
Subcontractor (Consultant) Firm Name: Christopher B. Burke Engineering, Ltd.
Prime Contractor (Consultant) Firm Name: CH2MHill, Inc.

STATE ETHICAL STANDARDS GOVERNING SUBCONTRACTS

Article 50 of the Illinois Procurement Code establishes the duty of all State Chief Procurement Officers, State Purchasing Officers, and their designees to maximize the value of the expenditure of public moneys in procuring goods, services, and contracts for the State of Illinois and to act in a manner that maintains the integrity and public trust of State government. In discharging this duty, they are charged by law to use all available information, reasonable efforts, and reasonable actions to protect, safeguard, and maintain the procurement process of the State of Illinois.

The certifications hereinafter made by the subcontractor are each a material representation of fact upon which reliance is placed should the Illinois Tollway approve the subcontractor. The Chief Procurement Officer may terminate or void the sub-contract approval if it is later determined that the bidder or subcontractor rendered a false or erroneous certification.

Section 50-2 of the Illinois Procurement Code provides that every person that has entered into a multi-year contract and every subcontractor with a multi-year sub-contract shall certify, by July 1st of each fiscal year covered by the contract after the initial fiscal year, to the responsible Chief Procurement Officer whether it continues to satisfy the requirements of Article 50 pertaining to the eligibility for a contract award. If a contractor or subconsultant is not able to truthfully certify that it continues to meet all requirements, it shall provide with its certification a detailed explanation of the circumstances leading to the change in certification status. A contractor or subconsultant that makes a false statement material to any given certification required under Article 50 is, in addition to any other penalties or consequences prescribed by law, subject to liability under the Whistleblower Reward and Protection Act for submission of a false claim.

A. Bribery

1. The Illinois Procurement Code provides:

Section 50-5. Bribery.

(a) Prohibition. No person or business shall be awarded a contract or subcontract under this Code who:

(1) has been convicted under the laws of Illinois or any other state of bribery or attempting to bribe an officer or employee of the State of Illinois or any other state in that officer's or employee's official capacity; or

(2) has made an admission of guilt of that conduct that is a matter of record but has not been prosecuted for that conduct.

(b) Businesses. No business shall be barred from contracting with any unit of State or local government, or subcontracting under such a contract, as a result of a conviction under this Section of any employee or agent of the business if the employee or agent is no longer employed by the business and:

(1) the business has been finally adjudicated not guilty; or

(2) the business demonstrates to the governmental entity with which it seeks to contract, or which is signatory to the contract to which the sub-contract relates, and that entity finds that the commission of the offense was not authorized, requested, commanded, or performed by a director, officer, or high managerial agent on behalf of the business as provided in paragraph (2) of subsection (a) of Section 5-4 of the Criminal Code of 1961.

RETURN WITH SUBCONTRACT

(c) Conduct on behalf of business. For purposes of this Section, when an official, agent, or employee of a business committed the bribery or attempted bribery on behalf of the business and in accordance with the direction or authorization of a responsible official of the business, the business shall be chargeable with the conduct.

(d) Certification. Every bid submitted to and contract executed by the Illinois Tollway, and every sub-contract subject to Section 20-120 of the Procurement Code shall contain a certification by the contractor or the subconsultant, respectively, that the contractor or subconsultant is not barred from being awarded a contract or sub-contract under this Section and acknowledges that the Chief Procurement Officer may declare the related contract void if any certifications required by this Section are false. A contractor who makes a false statement, material to the certification, commits a Class 3 felony.

2. The contractor or subconsultant certifies that it is not barred from being awarded a contract under Section 50.5.

B. Felons

1. The Illinois Procurement Code provides:

Section 50-10. Felons. Unless otherwise provided, no person or business convicted of a felony shall do business with the State of Illinois or any State agency, or enter into a sub-contract, from the date of conviction until 5 years after the date of completion of the sentence for that felony, unless no person held responsible by a prosecutorial office for the facts upon which the conviction was based continues to have any involvement with the business.

2. Certification. Every bid submitted to and contract executed by the State and every sub-contract subject to Section 20-120 of the Procurement Code shall contain a certification by the bidder or contractor or subconsultant, respectively, that the bidder, contractor, or subconsultant is not barred from being awarded a contract or sub-contract under this Section and acknowledges that the Chief Procurement Officer may declare the related contract void if any of the certifications required by this Section are false.

C. Debt Delinquency

1. The Illinois Procurement Code provides:

Section 50-11 and 50-12. Debt Delinquency. The contractor, bidder or subconsultant, respectively, certifies that it, or any affiliate, is not barred from being awarded a contract or sub-contract under the Procurement Code. Section 50-11 prohibits a person from entering into a contract with a State agency, or entering into a sub-contract, if it knows or should know that it, or any affiliate, is delinquent in the payment of any debt to the State as defined by the Debt Collection Board. Section 50-12 prohibits a person from entering into a contract with a State agency, or entering into a sub-contract, if it, or any affiliate, has failed to collect and remit Illinois Use Tax on all sales of tangible personal property into the State of Illinois in accordance with the provisions of the Illinois Use Tax Act. The bidder, contractor or subconsultant, respectively, further acknowledges that the Chief Procurement Officer may declare the related contract void if this certification is false or if the bidder, contractor, or subconsultant, or any affiliate, is determined to be delinquent in the payment of any debt to the State during the term of the contract.

RETURN WITH SUBCONTRACT

D. Prohibited Bidders, Contractors and Subconsultants

1. The Illinois Procurement Code provides:

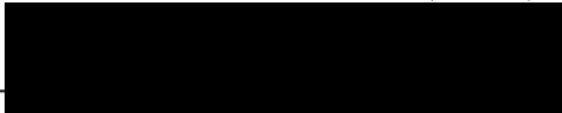
Section 50-10.5 and 50-60(c). Prohibited bidders, contractors and subconsultants.

The bidder, contractor or subconsultant, respectively, certifies in accordance with 30 ILCS 500/50-10.5 that no officer, director, partner or other managerial agent of the contracting business has been convicted of a felony under the Sarbanes-Oxley Act of 2002 or a Class 3 or Class 2 felony under the Illinois Securities Law of 1953 or if in violation of Subsection (c) for a period of five years from the date of conviction. Every bid submitted to and contract executed by the State and every sub-contract subject to Section 20-120 of the Procurement Code shall contain a certification by the bidder, contractor, or subconsultant, respectively, that the bidder, contractor, or subconsultant is not barred from being awarded a contract or subcontract under this Section and acknowledges that the chief procurement officer shall declare the related contract void if any of the certifications completed pursuant to this Section are false.

E. Section 42 of the Environmental Protection Act

The bidder, contractor or subconsultant, respectively, certifies in accordance with 30 ILCS 500/50-12 that the bidder, contractor, or subconsultant, is not barred from being awarded a contract or entering into a sub-contract under this Section which prohibits the bidding on or entering into contracts with the State of Illinois or a State agency, or entering into any sub-contract, that is subject to the Procurement Code by a person or business found by a court or the Pollution Control Board to have committed a willful or knowing violation of Section 42 of the Environmental Protection Act for a period of five years from the date of the order. The bidder, contractor or subconsultant, respectively, acknowledges that the Chief Procurement Officer may declare the contract void if this certification is false.

**The undersigned, on behalf of the sub-contracting company, has read and
Understands the above certifications and makes the certifications as required by law.**

Christopher B. Burke Engineering, Ltd.	
Name of Subcontracting Company	
	April 3, 2012
Authorized Officer	Date

RETURN WITH SUBCONTRACT

Tollway Contract Number: I-11-4014
Subcontractor (Consultant) Firm Name: Christopher B. Burke Engineering, Ltd.
Prime Contractor (Consultant) Firm Name: CH2MHill, Inc.

FINANCIAL SUBCONTRACTOR (CONSULTANT) DISCLOSURES

Instructions. The Illinois Procurement Code requires that vendors desiring to enter into certain contracts with the State of Illinois must disclose the financial and potential conflict of interest information that is specified below (30 ILCS 500/50-13 and 50-35 a,b,h).

Vendor shall disclose the financial interest, potential conflict of interest and contract information identified in Sections 1, 2, 3 and 4 below as a condition of receiving an award or contract. Please submit this information along with your bid or offer.

Section 1 applies to all contracts regardless of dollar amount. Sections 2, 3 and 4 apply to contracts with an annual value exceeding \$25,000 that must be procured using one of the authorized competitive methods of source selection.

If the Vendor is a wholly owned subsidiary of a parent organization, separate disclosures (sections 2, 3, and 4 below) must be made by the Vendor and the parent. For purposes of this form, a parent organization is any entity that owns 100% of the Vendor.

When determining ownership or distributive income shares, use the most current information that you consider reliable, but in no event for a period before your last completed fiscal period.

A designee may submit this form on behalf of the vendor (or its parent). However, that person must have verified the information with each affected individual.

The disclosures herein after made by the subcontractor (consultant) are each material representation of fact upon which reliance is placed. The subcontractor (consultant) further certifies that the Illinois Tollway has received the disclosure forms for each sub-contract.

A. Financial Interest and Conflicts of Interest

Vendor has disclosed if required, on forms provided by the State Agency, and agrees it is under a continuing obligation to disclose to the State Agency, financial or other interests (public or private, direct or indirect) that may be a potential conflict of interest or which would prohibit Vendor from having or continuing the Contract. This includes, but is not limited to conflicts under the "Infrastructure Task Force Fee Prohibition" section of the State Finance Act (30 ILCS 105/8.40), Article 50 of the Illinois Procurement Code (30 ILCS 500/50), or those which may conflict in any manner with the Vendor's obligation under this Contract. Vendor shall not employ any person with a conflict to perform under this Contract. If any elected or appointed State Agency officer or employee, or the spouse or minor child of same has any ownership or financial interest in the Vendor or the Contract, Vendor certifies it has disclosed that information to the State Agency if required, on forms provided by the State Agency, and any waiver of the conflict has been issued in accordance with applicable law and rule. A waiver is required if:

RETURN WITH SUBCONTRACT

a) the person intending to contract with the State Agency, their spouse or child: (i) holds an elective office in Illinois; (ii) holds a seat in the Illinois General Assembly; (iii) is an officer or employee of the Capital Development Board or the Illinois Toll Highway Authority; or holds an appointed position or is employed in any of the offices or agencies of the State government and who receives compensation for such employment in excess of 60% of the salary of the Governor (currently \$106,447.20). (The conflict of interest threshold of 60% of the Governor's salary set forth in Section 50-13 does not apply to elective office holders, legislators, and officers or employees of the Capital Development Board or the Illinois Toll Highway Authority.);

b) the contract is with a firm, partnership, association or corporation in which a person referenced in a) above receives more than 7.5% of the total distributable income or an amount in excess of the salary of the Governor (currently \$177,412.00).

c) the contract is with a firm, partnership, association or corporation in which a person referenced in b) above, together with their spouse or minor child, receives more than 15% in the aggregate of the total distributable income or an amount in excess of 2 times the salary of the Governor (currently \$354,824.00) from the firm, partnership, association or corporation.

Vendor acknowledges that the State Agency may declare this Contract void without any additional compensation due to the Vendor if this certification is false or if the Act or Order is violated. VENDOR (show Company name and DBA)

VENDOR (show Company name and DBA)

Christopher B. Burke Engineering, Ltd.

Signature _____



Printed Name Christopher B. Burke

Title President Date April 3, 2012

Address 9575 W. Higgins Road, Suite 600

Rosemont, IL 60018

CONFLICT OF INTEREST DISCLOSURES

Instructions. Vendor shall disclose with the Offer financial interests, potential conflicts of interest and contract information identified in Sections 1, 2 and 3 below as a condition of receiving an award or contract (30 ILCS 500/50-13 and 50-35).

If the Vendor is a wholly owned subsidiary of a parent organization, separate disclosures must be made by the Vendor and the parent. For purposes of this form, a parent organization is any entity that owns 100% of the Vendor.

This disclosure information is submitted on behalf of (show official name of Vendor, and if applicable, D/B/A and parent):

Name of Vendor: Christopher B. Burke Engineering, Ltd.

D/B/A (if used): _____

Name of any Parent Organization: _____

RETURN WITH SUBCONTRACT

Section 1: Section 50-13 Conflicts of Interest

Subcontractors (consultants) whose contract value is greater than \$25,000 must complete this section. Even if you mark "No Conflict of Interests" you may still need to complete Section 2 and 3.

(a) Prohibition. It is unlawful for any person holding an elective office in this State, holding a seat in the General Assembly, or appointed to or employed in any of the offices or agencies of State government and who receives compensation for such employment in excess of 60% of the salary of the Governor of the State of Illinois [\$106,447.20], or who is an officer or employee of the Capital Development Board or the Illinois Toll Highway Authority, or who is the spouse or minor child of any such person to have or acquire any contract, or any direct pecuniary interest in any contract therein, whether for stationery, printing, paper, or any services, materials, or supplies, that will be wholly or partially satisfied by the payment of funds appropriated by the General Assembly of the State of Illinois or in any contract of the Capital Development Board or the Illinois Toll Highway Authority.

(b) Interests. It is unlawful for any firm, partnership, association, or corporation, in which any person listed in subsection

(a) is entitled to receive (i) more than 7 1/2% of the total distributable income or (ii) an amount in excess of the salary of the Governor (\$177,412.00), to have or acquire any such contract or direct pecuniary interest therein.

(c) Combined interests. It is unlawful for any firm, partnership, association, or corporation, in which any person listed in subsection (a) together with his or her spouse or minor children is entitled to receive (i) more than 15%, in the aggregate, of the total distributable income or (ii) an amount in excess of 2 times the salary of the Governor [\$354,824.00], to have or acquire any such contract or direct pecuniary interest therein.

Check One:

 X No Conflicts Of Interest

 Potential Conflict of Interest (If checked, name each conflicted individual, the nature of the conflict, and the name of the State agency that is associated directly or indirectly with the conflicted individual.)

RETURN WITH SUBCONTRACT

Section 2: Disclosure of Financial Interest in the Vendor.

This applies to all sub-contracts with an annual value exceeding \$25,000 that must be procured using one of the authorized competitive methods of source selection. Complete the appropriate subsections.

Subcontractors (consultants) must complete subsection (a), (b) or (c) below as applicable if the annual value exceeds \$25,000. Use (c) if you do not meet the requirements for (a) or (b). In addition, all Vendors must complete Section 3.

(a) Publicly traded corporations subject to SEC reporting requirements

(a-1) Subcontractors (consultants) shall submit their 10K disclosure (include proxy if referenced in 10k) in satisfaction of the financial and conflict of interest disclosure requirements set forth in subsections 50-35 a and b of the Procurement Code. The SEC 20f or 40f, supplemented with the names of those owning in excess of 5% and up to the ownership percentages disclosed in those submissions, may be accepted as being substantially equivalent to 10K.

Check here if submitting a 10k _____, 20f _____, or 40f _____.

(a-2) Subcontractors (consultants) shall identify each contract, pending contracts, bids, proposals and other ongoing procurement relationships it has with units of State of Illinois government by showing agency name and other descriptive information such as bid number, project title, purchase order number or contract reference number (Attach additional pages as necessary. Show "none" if appropriate).

(b) Privately held corporations with more than 200 shareholders

(b-1) These subcontractors (consultants) may submit the information identified in 17 CFR 229.401 and list the names of any person or entity holding any ownership share in excess of 5% in satisfaction of the financial and conflict of interest disclosure requirements set forth in subsections 50-35 a and b of the Procurement Code.

(b-2) Subcontractor (consultant) shall identify each contract, pending contracts, bids, proposals and other ongoing procurement relationships it has with units of State of Illinois government by showing agency name and other descriptive information such as bid number, project title, purchase order number or contract reference number (Attach additional pages as necessary. Show "none" if appropriate).

(c) General disclosure. Individuals, sole proprietorships, partnerships and any others not qualified to use subsection (a) or (b) above must complete (c-1), (c-2), and (c-3) as appropriate.

(c-1) For each individual having any of the following financial interests in the Vendor (or its parent), please mark each that apply and show the applicable name and address. Use separate forms for each individual.

RETURN WITH SUBCONTRACT

1. Do you have an ownership share of greater than 5% of the offering entity or parent entity?
 Yes No

2. Do you have an ownership share of less than 5%, but which has a value greater than \$106,447.20?
 Yes No

3. Do you receive more than \$106,447.20 of the offering entity's or parent entity's distributive income?
(Note: Distributive income is, for these purposes, any type of distribution of profits. An annual salary is not distributive income.)
 Yes No

4. Do you receive greater than 5% of the offering entity's or parent entity's total distributive income, but which is less than \$106,447.20?
 Yes No

5. If you responded yes to any of questions 1 - 4 above, please provide either the percentage or dollar amount of your ownership or distributive share of income: 72%. For partnerships with more than 50 partners, the percentage share of ownership of each individual identified above may be shown in the following ranges (dollar value fields must also be completed when applicable):

0.5% or less _____ >0.5 to 1.0% _____ >1.0 to 2.0% _____ >2.0 to 3.0% _____ >3.0 to 4.0% _____ %

>4.0 to 5.0% _____ and in additional 1% increments as appropriate _____ %

If you responded yes to any of the questions 1 - 4 above, Please check the appropriate type of ownership/distributable income share:

Sole Proprietorship Stock Partnership Other (explain) _____

Name: Christopher B. Burke

Address: 

(c-2) In relation to individuals identified in c-1 above, indicate whether any of the following potential conflict of interest relationships apply. If "Yes," please describe each situation (label with appropriate letter) using the space at end of this Section (attach additional pages as necessary). If no individual has been identified in c-1 above, mark not applicable (n/a) here ____.

- (a) State employment, currently or in the previous 3 years, including contractual employment of services directly with the individuals identified in Section 1 in their individual capacity unrelated to the Vendor's contract. Yes No
- (b) State employment of spouse, father, mother, son, or daughter, including contractual employment for services in the previous 2 years. Yes No
- (c) Elective status; the holding of elective office of the State of Illinois, the government of the United States, any unit of local government authorized by the Constitution of the State of Illinois or the statutes of the State of Illinois currently or in the previous 3 years. Yes No
- (d) Relationship to anyone holding elective office currently or in the previous 2 years; spouse, father, mother, son, or daughter. Yes No
- (e) Appointive office; the holding of any appointive government office of the State of Illinois, the United States of America, or any unit of local government authorized by the Constitution of the State of Illinois or the statutes of the State of Illinois, which office entitles the holder to compensation in excess of expenses incurred in the discharge of that office currently or in the previous 3 years. Yes No
- (f) Relationship to anyone holding appointive office currently or in the previous 2 years; spouse, father, mother, son, or daughter. Yes No
- (g) Employment, currently or in the previous 3 years, as or by any registered lobbyist of the State government. Yes No
- (h) Relationship to anyone who is or was a registered lobbyist in the previous 2 years; spouse, father, mother, son, or daughter. Yes No
- (i) Compensated employment, currently or in the previous 3 years, by any registered election or re-election committee registered with the Secretary of State or any county clerk in the State of Illinois, or any political action committee registered with either the Secretary of State or the Federal Board of Elections. Yes No
- (j) Relationship to anyone; spouse, father, mother, son, or daughter; who is or was a compensated employee in the last 2 years of any registered election or reelection committee registered with the Secretary of State or any county clerk in the State of Illinois, or any political action committee registered with either the Secretary of State or the Federal Board of Elections. Yes No

RETURN WITH SUBCONTRACT

1. Do you have an ownership share of greater than 5% of the offering entity or parent entity?
 Yes No
2. Do you have an ownership share of less than 5%, but which has a value greater than \$106,447.20?
 Yes No
3. Do you receive more than \$106,447.20 of the offering entity's or parent entity's distributive income?
(Note: Distributive income is, for these purposes, any type of distribution of profits. An annual salary is not distributive income.)
 Yes No
4. Do you receive greater than 5% of the offering entity's or parent entity's total distributive income, but which is less than \$106,447.20?
 Yes No

5. If you responded yes to any of questions 1 - 4 above, please provide either the percentage or dollar amount of your ownership or distributive share of income: 28%. For partnerships with more than 50 partners, the percentage share of ownership of each individual identified above may be shown in the following ranges (dollar value fields must also be completed when applicable):


0.5% or less _____ >0.5 to 1.0% _____ >1.0 to 2.0% _____ >2.0 to 3.0% _____ >3.0 to 4.0% _____ %

>4.0 to 5.0% _____ and in additional 1% increments as appropriate _____ %

If you responded yes to any of the questions 1 - 4 above, Please check the appropriate type of ownership/distributable income share:

Sole Proprietorship Stock Partnership Other (explain) _____

Name: Thomas T. Burke

Address: 

(c-2) In relation to individuals identified in c-1 above, indicate whether any of the following potential conflict of interest relationships apply. If "Yes," please describe each situation (label with appropriate letter) using the space at end of this Section (attach additional pages as necessary). If no individual has been identified in c-1 above, mark not applicable (n/a) here ____.

RETURN WITH SUB-CONTRACT

- (a) State employment, currently or in the previous 3 years, including contractual employment of services directly with the individuals identified in Section 1 in their individual capacity unrelated to the Vendor's contract. Yes No
- (b) State employment of spouse, father, mother, son, or daughter, including contractual employment for services in the previous 2 years. Yes No
- (c) Elective status; the holding of elective office of the State of Illinois, the government of the United States, any unit of local government authorized by the Constitution of the State of Illinois or the statutes of the State of Illinois currently or in the previous 3 years. Yes No
- (d) Relationship to anyone holding elective office currently or in the previous 2 years; spouse, father, mother, son, or daughter. Yes No
- (e) Appointive office; the holding of any appointive government office of the State of Illinois, the United States of America, or any unit of local government authorized by the Constitution of the State of Illinois or the statutes of the State of Illinois, which office entitles the holder to compensation in excess of expenses incurred in the discharge of that office currently or in the previous 3 years. Yes No
- (f) Relationship to anyone holding appointive office currently or in the previous 2 years; spouse, father, mother, son, or daughter. Yes No
- (g) Employment, currently or in the previous 3 years, as or by any registered lobbyist of the State government. Yes No
- (h) Relationship to anyone who is or was a registered lobbyist in the previous 2 years; spouse, father, mother, son, or daughter. Yes No
- (i) Compensated employment, currently or in the previous 3 years, by any registered election or re-election committee registered with the Secretary of State or any county clerk in the State of Illinois, or any political action committee registered with either the Secretary of State or the Federal Board of Elections. Yes No
- (j) Relationship to anyone; spouse, father, mother, son, or daughter; who is or was a compensated employee in the last 2 years of any registered election or reelection committee registered with the Secretary of State or any county clerk in the State of Illinois, or any political action committee registered with either the Secretary of State or the Federal Board of Elections. Yes No

RETURN WITH SUB-CONTRACT

Section 3: Current and Pending Contracts

Subcontractors (consultants) shall identify each contract, pending contracts, bids, proposals and other ongoing procurement relationships it has with units of State of Illinois government by showing agency name and other descriptive information such as bid number, project title, purchase order number or contract reference number. (Attach additional pages as necessary. Show "none" if appropriate.)

Agency	Contract Name	Purchase Order	Contract Reference #
Illinois Department of Transportation	Elgin O'Hare Expressway/West O'Hare Bypass Tier One EIS	PTB 141/02	P-91-443-06
Illinois Department of Transportation	I-80 (US Route 45 to US Route 30)	PTB 144/05	P-91-152-05
Illinois Department of Transportation	Various Safety Assessments	PTB 149/04	P-91-004-09
Illinois Department of Transportation	IL 47 from US 14 to Charles Road Phase I	PTB 149/08	P-91-007-09
Illinois Department of Transportation	Various Electrical Engineering Projects	PTB 151/11	C-91-309-09
Illinois Department of Transportation	US Route 45 (from IL 132 to IL 173) Phase I	PTB 155/11	P-91-388-10
Illinois Department of Transportation	Phase I Studies Various	PTB 157/11	P-91-003-11
Illinois Department of Transportation	I-290 West of US 12/20/45 to East IL 50	PTB 157/01	P-91-597-10
Illinois Department of Transportation	I-55 from I-355 to I-94	PTB 158/02	P-91-762-10
Illinois Department of Transportation	Two Structures on CH-9 over I-74	PTB 158/22	P-94-013-04
Illinois Department of Transportation	Various SCAT	PTB 158/38	D-60-032-11
Illinois Department of Transportation	Illiana Expressway Phase I	PTB 158/45	P-91-749-10
Illinois Department of Transportation	IL 47 North of US 34 to IL 71 Phase III	PTB 160/10	C-93-085-11


In addition to the above table, Christopher B. Burke Engineering, Ltd. (CBBEL) has been retained by various attorneys to provide expert witness services for several projects on behalf of the State.

This information is submitted on behalf of: Christopher B. Burke Engineering, Ltd.

(Name of Vendor)

Official authorized to sign on behalf of subcontractor (consultant):

Name (printed) Christopher B. Burke Title President

Signature  Date April 3, 2012

Certificate of Registration

STATE BOARD OF ELECTIONS

Registration No. 13254

Christopher B. Burke Engineering, Ltd.

9575 W. Higgins Road

Suite 600

Rosemont IL 60018

Information for this business last updated on:

Monday, March 12, 2012

Certificate produced on Monday, March 12, 2012 at 1:31 PM



EXHIBIT "1"
PAGE 148 OF 441

Project Number: I-11-4014

Consultant: Christopher B. Burke Engineering, Ltd

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2012												TOTAL HOURS					
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec						
Task A - DCM																		
Task B - C. Design						50	50	50	50	50	50	50	50	50	50	50	50	
Task C - PS&E																		
Task D - Task Orders																		
TOTALS						50	50	50	50	50	50	50	50	50	50	50	50	350

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: Christopher B. Burke Engineering, Ltd

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2013												TOTAL HOURS				
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec					
Task A - DCM																	
Task B - C. Design	50	50	50	50	50	50	50	50	50	50	50	50	50	50	50	50	
Task C - PS&E																	
Task D - Task Orders																	
TOTALS	50	50	50	50	50	50	50	50	50	50	50	50	50	50	50	50	600

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: Christopher B. Burke Engineering, Ltd

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2014												TOTAL HOURS			
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec				
Task A - DCM																
Task B - C. Design	50	50	50	50	50											
Task C - PS&E																
Task D - Task Orders																
TOTALS	50	50	50	50	50											250

Notes: 1.) Use as many pages as required to show the entire schedule for this project.
 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project No. I-11-4014

Consultant: Christopher B. Burke Engineering, Ltd

EXHIBIT B - FEE CALCULATIONS

A. DIRECT SALARY (without overtime)

Total Work Hours: <u>1,200.00</u> (From Exhibit C-3)	Total Dollars: \$ <u>58,730.00</u> (From Exhibit C-3)
Multiplier to be used on this project: Allowable Multiplier = (2.8 DSE) (2.5 or 2.8 CM) (2.5 PMO)	<u>2.80</u>
DIRECT REGULAR SALARY TIMES MULTIPLIER	\$ <u>164,444.00</u>

B. REIMBURSABLE DIRECT COSTS NOT ELIGIBLE FOR PROFIT
(For Prime Consultant listed above.)

TOTAL DIRECT COSTS \$ 8,520.00

C. SERVICES BY OTHERS

Total Allowable Fee DBE/MBE/WBE Subconsultant (from Exhibit H) \$ _____ (Do not including estimated additional services)	
Total Allowable Fee Non-DBE/MBE/WBE Subconsultant (from Exhibit H (cont)) \$ _____ (Do not including estimated additional services)	
TOTAL SERVICES BY OTHERS	\$ <u>-</u>

D. ADDITIONAL SERVICES (prime and subconsultants) _____
(Requires prior authorization before use)

E. MAXIMUM ALLOWABLE FEE (Upper Limit of Compensation) **\$ 172,964.00**

Date Revised 04/01/12

EXHIBIT C-1: COMPANY EMPLOYEE CLASSIFICATION LIST

Classification	Name (See note 1 below)		Current Hourly Rate	Classification Average Rate (see note 2 below)	Eligible For Prem. O/T?
Engineer VI	Burke	Thomas	70.00		
Engineer VI	Crosson	William	70.00		
Engineer VI	Dressel	Donald	70.00		
Engineer VI	Kerr	Michael	70.00		
Engineer VI	Matkovic	Michael	70.00		
Engineer VI	Souden	Jason	70.00		
Engineer VI	Vandervelde	David	70.00		
Engineer VI	Wang	Chinliang	70.00		
Engineer VI	Whitlock	Phyllis	70.00		
Engineer VI	Ziegler	George	70.00	70.00	
Engineer V	Emory	Mark	65.50		
Engineer V	Mobasseri	Majid	63.50		
Engineer V	Wright	David	63.00		
Engineer V	Worman	Martin	61.50		
Engineer V	Rozwadowski	Gary	60.00		
Engineer V	Sugg	Stephen	60.00		
Engineer V	Caruso	John	60.00		
Engineer V	Kielty	Patrick	59.15		
Engineer V	Robinson	Gerald	56.25		
Engineer V	Gil	Erik	56.25		
Engineer V	Olson	Darren	54.00		
Engineer V	Corrigan	Kurtis	52.98		
Engineer V	Lynch	Daniel	52.50		
Engineer V	Gasperec	Lisa	51.75		
Engineer V	Racich	Val	51.00		
Engineer V	Fell	Lee	48.50		
Engineer V	Julkowski	Jeffrey	48.50	56.73	
Engineer IV	Sulkowski	David	54.65		
Engineer IV	Bourke	Paul	51.80		
Engineer IV	Betke	Kevin	51.00		
Engineer IV	Jungwirth	Robert	49.00		
Engineer IV	Dailey	Ilene	48.75		
Engineer IV	Wroblewski	Vincent	48.00		
Engineer IV	Welch	Bryan	47.50		
Engineer IV	Luke	Bryan	47.00		
Engineer IV	Hartjes	Brad	46.50		
Engineer IV	Cothard	Michael	45.50		
Engineer IV	Oliphant	Donald	40.50		
Engineer IV	Sherry	Luke	40.00		
Engineer IV	Eidson	William	39.66		
Engineer IV	DeRicco	Anthony	39.50		
Engineer IV	Nurre	Stephanie	38.00	45.82	

4/10/2012

EXHIBIT C-1: COMPANY EMPLOYEE CLASSIFICATION LIST

Classification	Name (See note 1 below)		Current Hourly Rate	Classification Average Rate (see note 2 below)	Eligible For Prem. O/T?
Engineer III	O'Connell	Jonathan	42.50		
Engineer III	Amelio	James	42.00		
Engineer III	Santos	Phillip	41.60		
Engineer III	Taraska	Eric	41.45		
Engineer III	Wilson	Kevin	40.75		
Engineer III	Sanders	Greg	40.75		
Engineer III	Hansen	Ryan	39.47		
Engineer III	Parry	Travis	39.25		
Engineer III	Pufundt	Andrew	39.00		
Engineer III	Galey	Orion	39.00		
Engineer III	Nemes	Frank	38.74		
Engineer III	Huffman	Matthew	38.50		
Engineer III	Buckley	David	38.00		
Engineer III	Burke	Penelope	37.80		
Engineer III	Gowin	Jeana	37.50		
Engineer III	Antas	Miroslaw	37.00		
Engineer III	McCollom	Casey	36.05		
Engineer III	Ballado	Katrina	36.00		
Engineer III	Younus	Muhammad	35.85		
Engineer III	Vogel	David	35.30		
Engineer III	Griffith	James	35.00		
Engineer III	Forsyth	Kristen	35.00		
Engineer III	Schultz	William	34.50		
Engineer III	Elberts	Megan	34.00	38.13	
Engineer I/II	Barnett	Jeffrey	36.00		
Engineer I/II	Wais	Tracy	35.00		
Engineer I/II	Anderson	Emily	34.00		
Engineer I/II	Morel	Nicholas	34.00		
Engineer I/II	Lindeman	Ryan	33.25		
Engineer I/II	Bojovic	Martin	32.30		
Engineer I/II	Faust	Christopher	31.00		
Engineer I/II	Burke	Edmund	30.00		
Engineer I/II	Marino	Joseph	29.50		
Engineer I/II	Baldwin	Kevin	29.50		
Engineer I/II	Burke	Michael	29.00		
Engineer I/II	Knowles	Kelly	28.75		
Engineer I/II	Vordrer	Matthew	28.00		
Engineer I/II	Kleinwachter	David	27.50		
Engineer I/II	Dobson	David	25.60		
Engineer I/II	Wroblewski	Peter	25.25	30.54	

EXHIBIT C-1: COMPANY EMPLOYEE CLASSIFICATION LIST

Classification	Name (See note 1 below)		Current Hourly Rate	Classification Average Rate (see note 2 below)	Eligible For Prem. O/T?
Environmental Resource Specialist V	Anderson	Jedd	58.50	58.50	
Environmental Resource Specialist IV	McArdle	Thomas	52.25		
Environmental Resource Specialist IV	Knysz	Peter	47.00		
Environmental Resource Specialist IV	Kehoe	Thomas	41.25	46.83	
Environmental Resource Specialist III	Gangloff	Julie	42.00		
Environmental Resource Specialist III	Japsen	Eric	39.05		
Environmental Resource Specialist III	Sliwinski	Robert	37.25		
Environmental Resource Specialist III	Gilson	Elizabeth	32.25		
Environmental Resource Specialist III	Perry	Casey	33.00		
Environmental Resource Specialist III	Briggs	Megan	30.00	35.59	
Environmental Resource Technician	Kopija	Kenneth	31.75	31.75	Y
Landscape Architect	Gotham	Douglas	46.00	46.00	
Survey V	Murphy	John	68.50	68.50	
Survey IV	Rasmussen	Kenneth	54.50	54.50	
Survey III	Gillett	Brian	47.00	47.00	
Survey II	Wilk	Thomas	37.00		
Survey II	Keller	Robert	37.00		
Survey II	Schlenker	Karl	34.50		
Survey II	Wiggins	Martin	31.00		
Survey II	Reber	Damian	21.00	32.10	Y
Survey I	Rainey	Charles	28.75		
Survey I	Wolters	David	28.75		
Survey I	Torres	Alberto	24.50	27.33	Y
CAD Manager	Magnelli	Peter	51.00		
CAD Manager	Karavakis	Alexie	46.00	48.50	
Assistant CAD Manager	Schmieder	James	44.00		
Assistant CAD Manager	Goldenberg	Michael	42.50	43.25	
CAD Technician II	Toda	Elmo	44.15		
CAD Technician II	Najarro	Paul	44.00		
CAD Technician II	Razalan	Primo	41.00		
CAD Technician II	Toda	Eduardo	40.50		
CAD Technician II	Sidorczuk	Ella	38.00		
CAD Technician II	Bariso	Fidel	35.33	40.50	

4/10/2012

EXHIBIT C-1: COMPANY EMPLOYEE CLASSIFICATION LIST

Classification	Name (See note 1 below)		Current Hourly Rate	Classification Average Rate (see note 2 below)	Eligible For Prem. O/T?
CAD Technician I	Pacione	Fernando	30.00	30.00	Y
Engineering Technician V	Tripicchio	Frank	60.00	60.00	
Engineering Technician IV	Wrzeszcz	Mark	48.50	48.50	
Engineering Technician III	Vukovic	Boris	46.35		
Engineering Technician III	Olson	Ron	43.87		
Engineering Technician III	Koonce	Mark	43.00		
Engineering Technician III	Hennelly	Gerald	39.75		
Engineering Technician III	Shannon	Ross	32.90	41.17	
Engineering Technician I/II	Gasperec	Stephan	26.10	26.10	Y
Engineering Intern	Doherty	Gerard	14.00	14.00	Y
GIS Specialist III	Walters	David	38.00	38.00	
GIS Specialist I/II	Hayes	Matthew	21.50	21.50	Y
Administrative	Cahill	Julie	33.50		
Administrative	Bassett	Paula	31.35		
Administrative	Davis	Edith	30.00		
Administrative	Kay	Mary	29.50		
Administrative	Lennstrom	Sharon	28.00		
Administrative	Cothard	Heidi	27.00		
Administrative	Rocha	Kimberly	26.00		
Administrative	Shamoon	Kane	25.00		
Administrative	Fajardo	Mercedes	24.00	28.26	Y

* Exhibit C-1 is a comprehensive list of classifications of company employees

- (1) List all employees located in your company's Illinois office(s) by classification. Out of state employees to be used should be included.
- (2) Divided the sum of "CURRENT HOURLY RATES" for all employees in a classification by the number of employees in that classification
- (3) Usa as many sheets as necessary to shou classifications

Project No.: I-11-4014

Date: 4/10/2012

Consultant: Christopher B. Burke Engineering, Ltd

EXHIBIT C-2: PAYROLL CLASSIFICATION ESCALATION TABLE

CONTRACT TERM: 24 NO. OF MONTHS

SCHEDULED START DATE: 6/1/2012

RAISE DATE: 1/1/2013

PERCENT OF RAISE: 3%

ESCALATION PER YEAR

Date	Date	Date	Date	Date	Date
6/1/2012	12/31/2012	1/1/2013	12/31/2013	1/1/2014	12/31/2014
7.0	12.0	5.0	5.0	24.0	24.0
24.0	24.0	24.0	24.0	24.0	24.0
29.17%	51.50%	22.10%	22.10%	Escalation Factor Third Period	Escalation Factor Fourth Period
Factor First Period	Escalation Factor Second Period	Escalation Factor Third Period	Escalation Factor Fourth Period	Escalation Factor Fifth Period	

The escalation factor for this project is: 102.77%

EXHIBIT C-3: DIRECT LABOR CALCULATION

Classification (From Exhibit C-1)	(1) Current Average Hourly Rate (From Exhibit C-1) (SEE NOTE 1 BELOW)	(2) Escalated Average Hourly Rate (SEE NOTE 2 BELOW)	(3) Estimated Work Hours (Including Overtime)	Direct Labor Extension (Col. 2 x Col. 3)
Engineer VI	\$70.00	\$70.00	20.00	\$ 1,400.00
Engineer V	\$56.73	\$58.30	40.00	\$ 2,332.00
Engineer IV	\$45.82	\$47.09	220.00	\$ 10,360.00
Engineer III	\$38.13	\$39.19	100.00	\$ 3,919.00
Engineer I/II	\$30.54	\$31.39		
Environmental Res Specialist V	\$58.50	\$60.12	210.00	\$ 12,625.00
Environmental Res Specialist IV	\$46.83	\$48.13	490.00	\$ 23,584.00
Environmental Res Specialist III	\$35.59	\$36.58	40.00	\$ 1,463.00
Environmental Res Technician	\$31.75	\$32.63	20.00	\$ 653.00
Landscape Architect	\$46.00	\$47.27		
Survey V	\$68.50	\$70.00		
Survey IV	\$54.50	\$56.01		
Survey III	\$47.00	\$48.30		
Survey II	\$32.10	\$32.99		
Survey I	\$27.33	\$28.09		
CAD Manager	\$48.50	\$49.84		
Asst. CAD Manger	\$43.25	\$44.45		
CAD II	\$40.50	\$41.62	20.00	\$ 832.00
CAD I	\$30.00	\$30.83		
Engineering Tech V	\$60.00	\$61.66		
Engineering Tech IV	\$48.50	\$49.84		
Engineering Tech III	\$41.17	\$42.31		
Engineering Tech I/II	\$26.10	\$26.82		
Engineering Intern	\$14.00	\$14.39		
GIS Specialist III	\$38.00	\$39.05	40.00	\$ 1,562.00
GIS Specialist I/II	\$21.50	\$22.10		
Administrative	\$28.26	\$29.04		

Total Estimated Work Hours: 1,200.00
Must Match Exhibit A

Total Direct Labor: \$ 58,730.00

Average Hourly Rate: \$ 48.94

(1) Average Hourly Rate per classification from C1. Hard enter this number. DO NOT insert a formula.

* Average Hourly Rates cannot exceed applicable salary caps.

(2) Current Average Hourly Rate x Escalation Factor. No escalation factor is allowed for employees at or above the salary cap rate

EXHIBIT D

REIMBURSABLE DIRECT COSTS - WORKSHEET ESTIMATES

A. VEHICLE REIMBURSEMENT

Daily Rate	<u>\$ 45.00</u>	X	<u>0</u>	\$	<u>-</u>
	Includes Tolls		No. of Days		

Mileage	<u>\$ 0.555</u>	X	<u>2,000</u>	\$	<u>1,110.00</u>
	Mileage Rate		No. of Miles		

(Use mileage rate found at:

<http://www2.illinois.gov/cms/Employees/travel/Pages/TravelReimbursement.aspx>

TOTAL VEHICLE REIMBURSEMENT	\$	<u>1,110.00</u>
------------------------------------	----	-----------------

B. ALLOWABLE DIRECT COSTS - Enter the total budget of items from the attached Allowable Direct Costs list here:	\$	<u>5,210.00</u>
--	----	-----------------

http://www.illinoistollway.com/documents/10157/36206/LG_TO_LLWAY_XX_ALLOWABLEDIRECTCOSTS_08012008.PDF

C. ITEMIZED DIRECT COSTS - For any expense not included in the Allowable Direct Costs list, written permission must be received from the Chief Engineer prior to its inclusion. List those below:

DIRECT COST CATEGORY

Parking

Printing

Permitting

Date Revised 04/01/11 **TOTAL ITEMIZED DIRECT COSTS**

\$ 2,200.00

Project No. I-11-4014

Consultant: Christopher B. Burke Engineering, Ltd

EXHIBIT D (Continued)

REIMBURSABLE DIRECT COSTS - WORKSHEET ESTIMATES

D. PREMIUM OVERTIME

Classification	Estimate of Overtime Hours	Escalated Hourly Rate (Premium Portion Only) (SEE NOTE 1 BELOW)	Premium Overtime Dollars (Hours x Rate)

TOTAL PREMIUM OVERTIME \$

(1) Premium portion is equal to 1/2 of the escalated average hourly rate for the classification. This number is to be hard entered. DO NOT enter a formula

ALLOWABLE DIRECT COSTS

08.01.2008

The following costs are allowable when requested by the Department and included in the contract. The costs are allowable when it is customary for the firm to bill for the cost and it can be itemized in the firm's billing and accounting systems.

Per Diem	State Rate (Maximum)
Lodging	State Rate (Maximum)
Air Fare	Coach Rate with 2 weeks advance purchase
Vehicles	
Mileage	State Rate* (Maximum)
Daily Rate (owned or leased the same)	\$45/day (Maximum)
Overtime	Including Tolls
Tolls	Premium portion
Film and Film Processing**	Actual Cost
Overnight Delivery/Postage Courier Service	Actual Cost
Copies of Deliverables and Mylars	Actual Cost
Specific Insurance – required for project	Actual Cost
CADD	Actual Costs (Maximum of \$15.00/Hr)
Monuments – Permanent	Actual Cost
Payment for Newspaper Ads	Actual Cost
Web Site	Actual Cost
Facility Rental for Public Meetings & Exhibits/Rendering & AV Equipment/Transcriptions	Actual Cost
Recording Fees	Actual Cost
Courthouse Fees	Actual Cost
Testing of Soil Samples	Actual Cost
Lab Services (excluding Phase III normal construction inspection such as beam breaks, cylinder breaks, pavement cores)	Actual Cost
Equipment rental specific for project (snooper for bridge inspection, noise meter, etc.)	Actual Cost
Specialized equipment – on an as needed basis with prior approval	Actual Cost
Traffic Systems	Actual Cost
Mobile Phone (for traffic system implementation)	
Telephone Usage (for traffic system monitoring)	
Storm sewer cleaning and televising	Actual Cost
Traffic control and protection	Actual Cost
Aerial photography and mapping	Actual Cost
Utility exploratory trenching	Actual Cost

ALLOWABLE DIRECT COSTS

- *website for State Reimbursement Rates
<http://www2.illinois.gov/cms/Employees/travel/Pages/TravelReimbursement.aspx>
- **Use of digital cameras verses film cameras is encouraged when firms own digital cameras and the discussion of their use will be part of the negotiations. Film & copies will be reimbursed at actual costs.
- On all agreements authorization after January 1, 2005, GPS Equipment is considered tools of the trade.

ALLOWABLE DIRECT COSTS

Construction Inspection

Construction Inspection Communications:

Cell Phones (maximum of 3 without additional approval. Personal phones that do not remain on the job site are not allowable) \$70/month/phone (Maximum)

Radio Communication Actual Cost
2-way Radio Actual Cost

Vehicles (Only for Vehicles assigned to project) \$45/day (Maximum)
DAILY RATE ONLY Including Tolls

The number of days will be calculated as follows:

For extended stay**- Number of days on job site plus one

Day to travel to and from job site

Weekly (hotel) – Number of days on job site plus one day to

Travel to and from job site per week.

Shift Differential

Actual Cost based on
firm policy

**Extended Stay Status applies to individuals on the project over 20 Consecutive working days. The decision whether individuals will stay over the weekend will be made after the Contractor's schedule is available and shall be made jointly by the Consultant Liaison and the IDOT Resident.

NOTES:

For CSE contracts, beam and cylinder breaks are not reimbursable. Overtime to employees traveling to and from the site will be allowed depending on the firm's policy and limited to the Tollway's CSE Manual allowance.

Project No. I-11-4014

Consultant: Christopher B. Burke Engineering, Ltd

EXHIBIT E - KEY PROJECT PERSONNEL

Project Manager: Chiliang Wang, P.E.

Classification: Engineer VI

Project Manager: Jedd M. Anderson, CWS, CPESC

Classification: Environmental Resource Specialist V

Environmental: Peter Knysz, CWS, CPESC

Classification: Enviromental Resource Specialist IV

Drainage Engineer: Ilene Dailey, P.E., CFM

Classification: Engineer IV

Water Resources Engineer: Gerald Robinson, P.E., CFM

Classification: Engineer V

Water Resources Engineer: Michael D. Cothard, P.E., CFM

Classification: Engineer IV

Water Resources Engineer: Muhammad Younous, PhD, CFM

Classification: Engineer III

GIS Specialist David Walters

Classification: GIS Sprecialist III

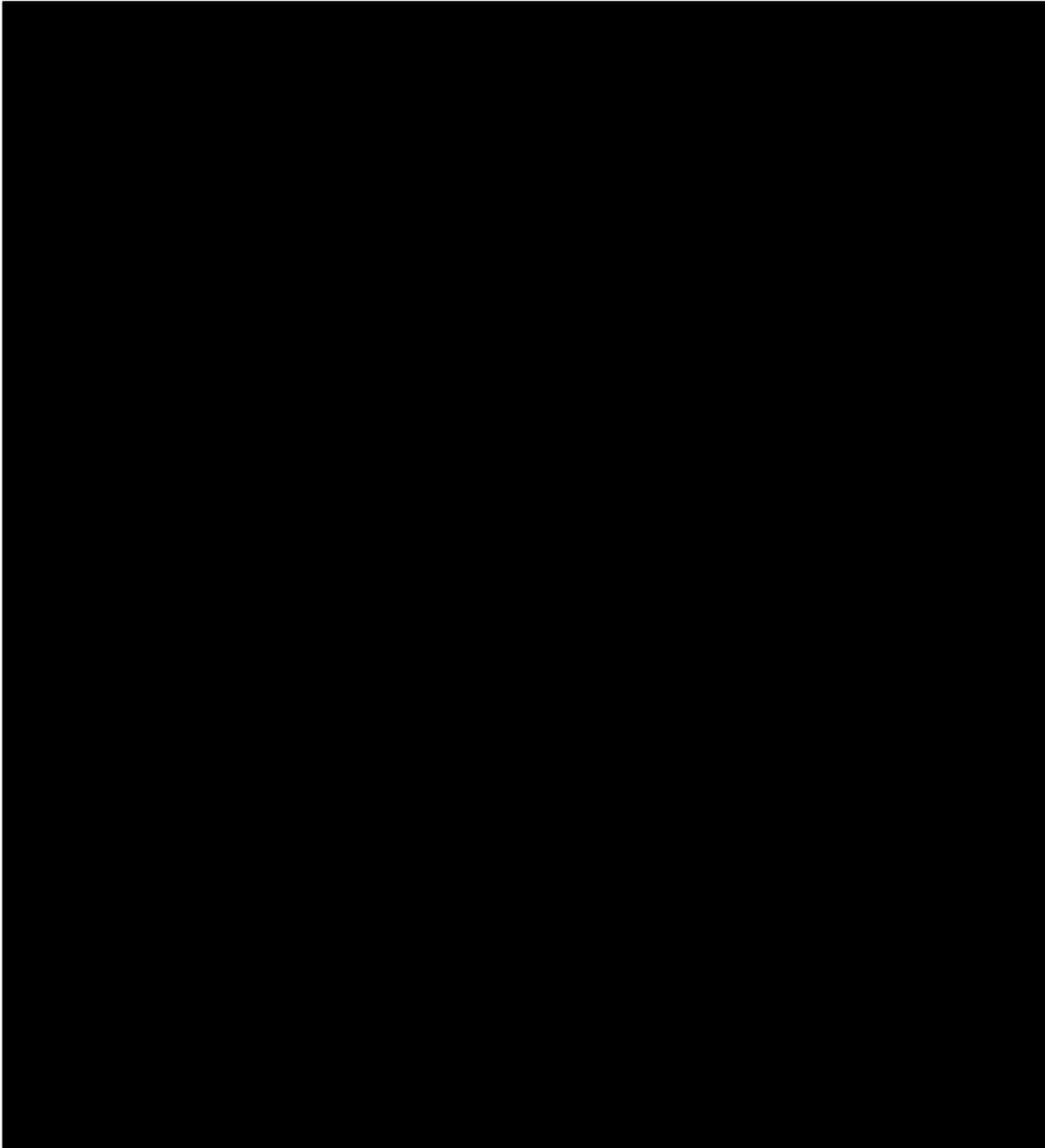
Classification: _____

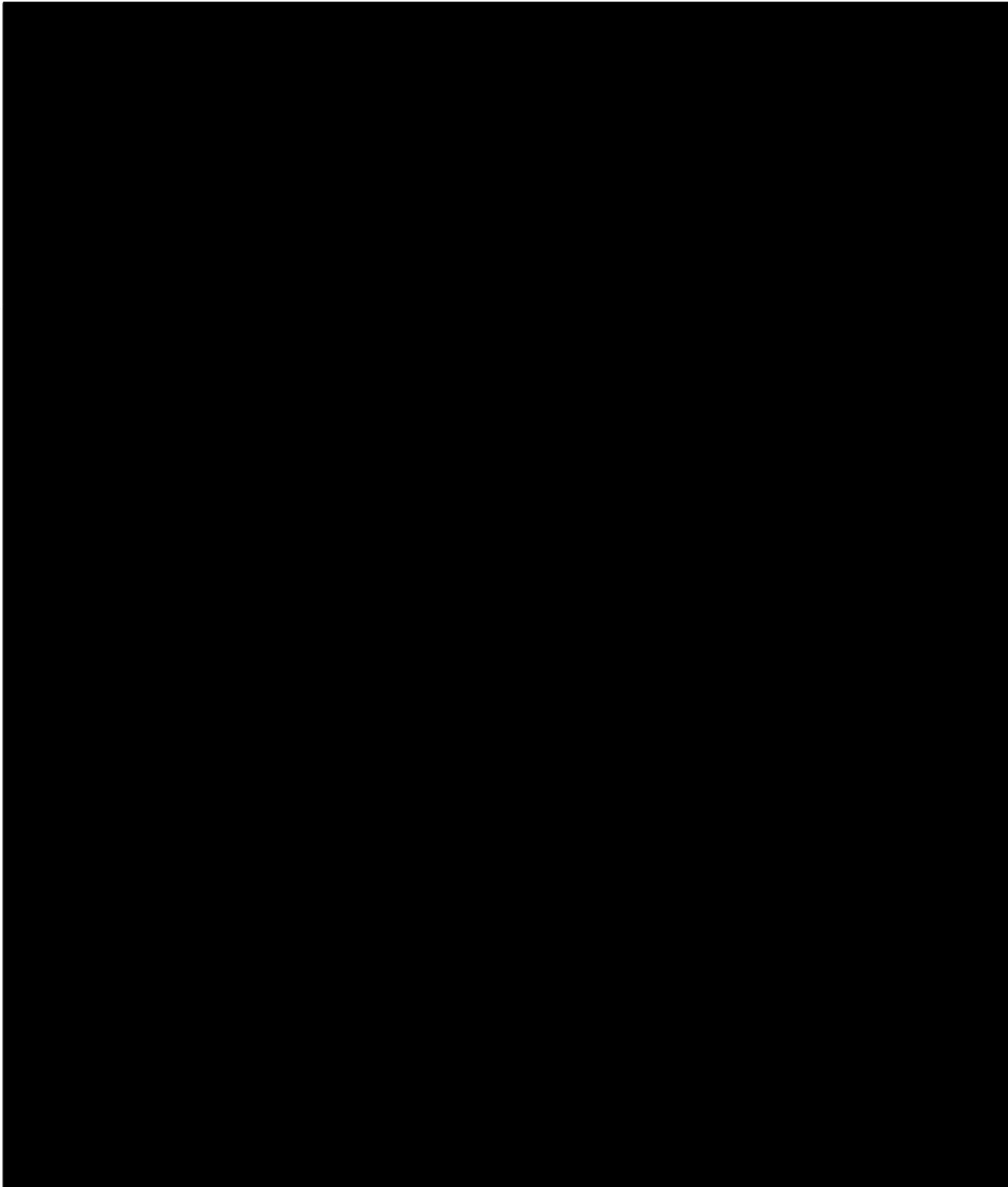
Others: _____

List all key personnel titles that are applicable to this project.

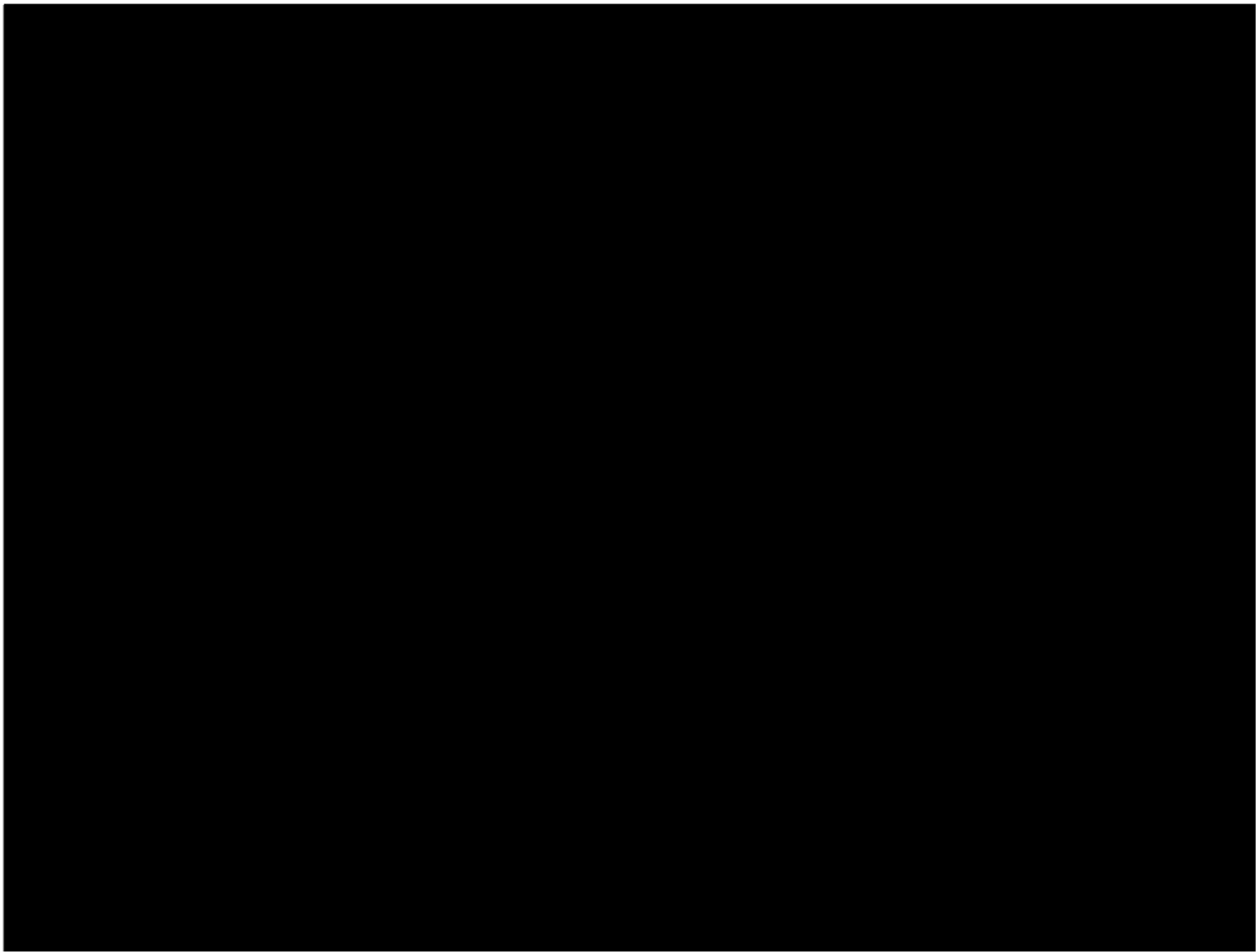
Attach resumes of all key personnel

Chinliang Wang, PE
Vice President, Head, Drainage Department

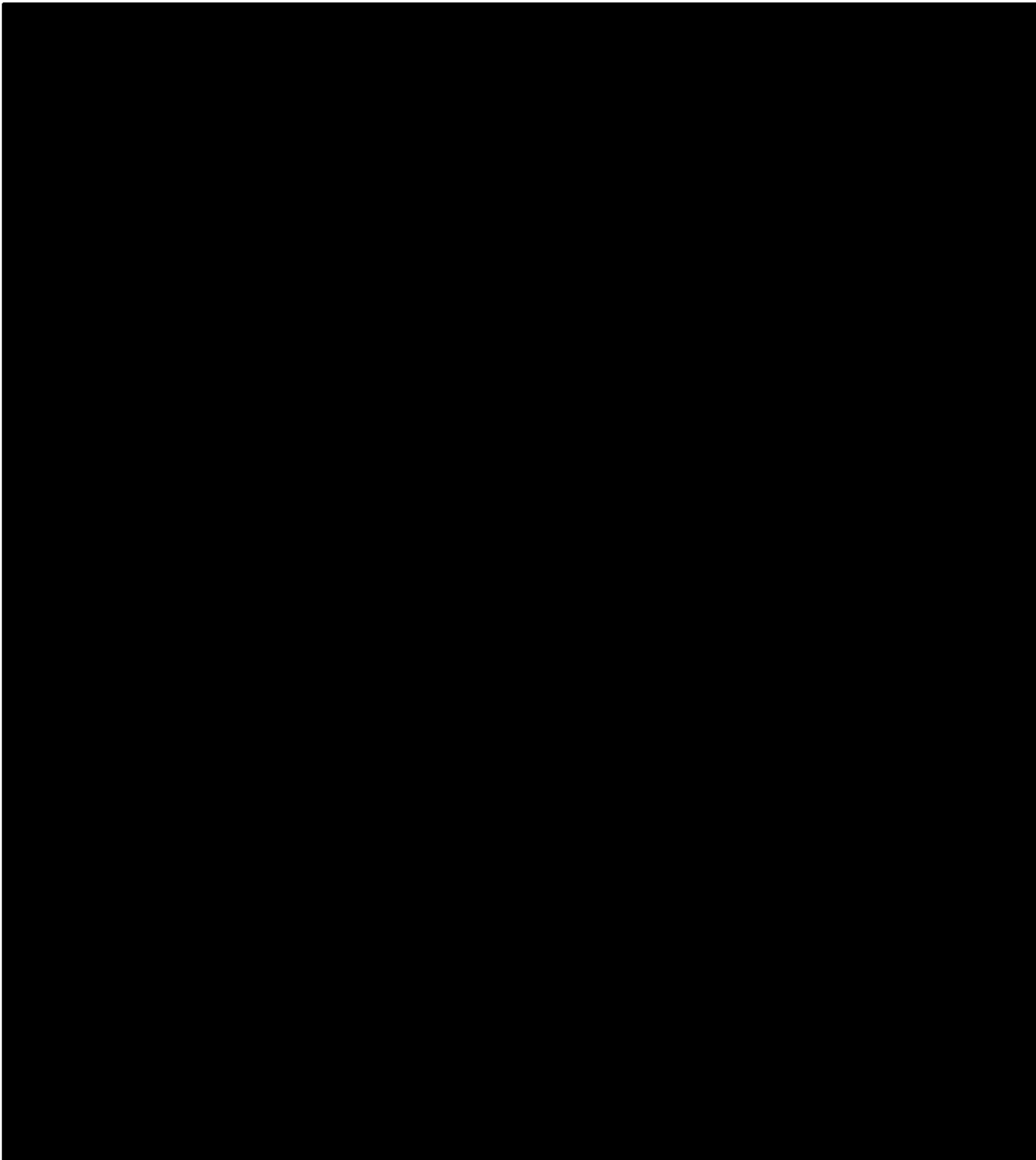


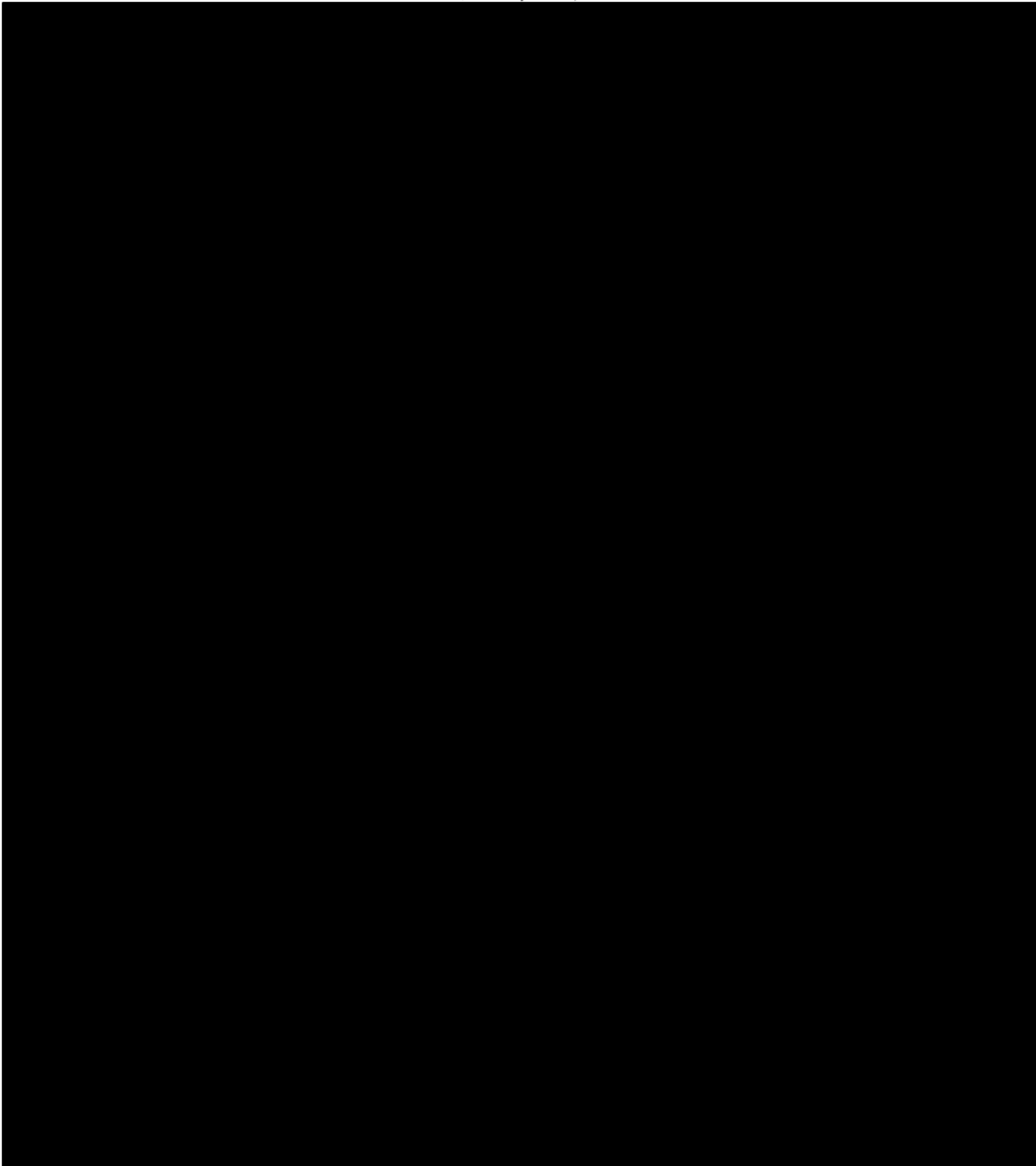


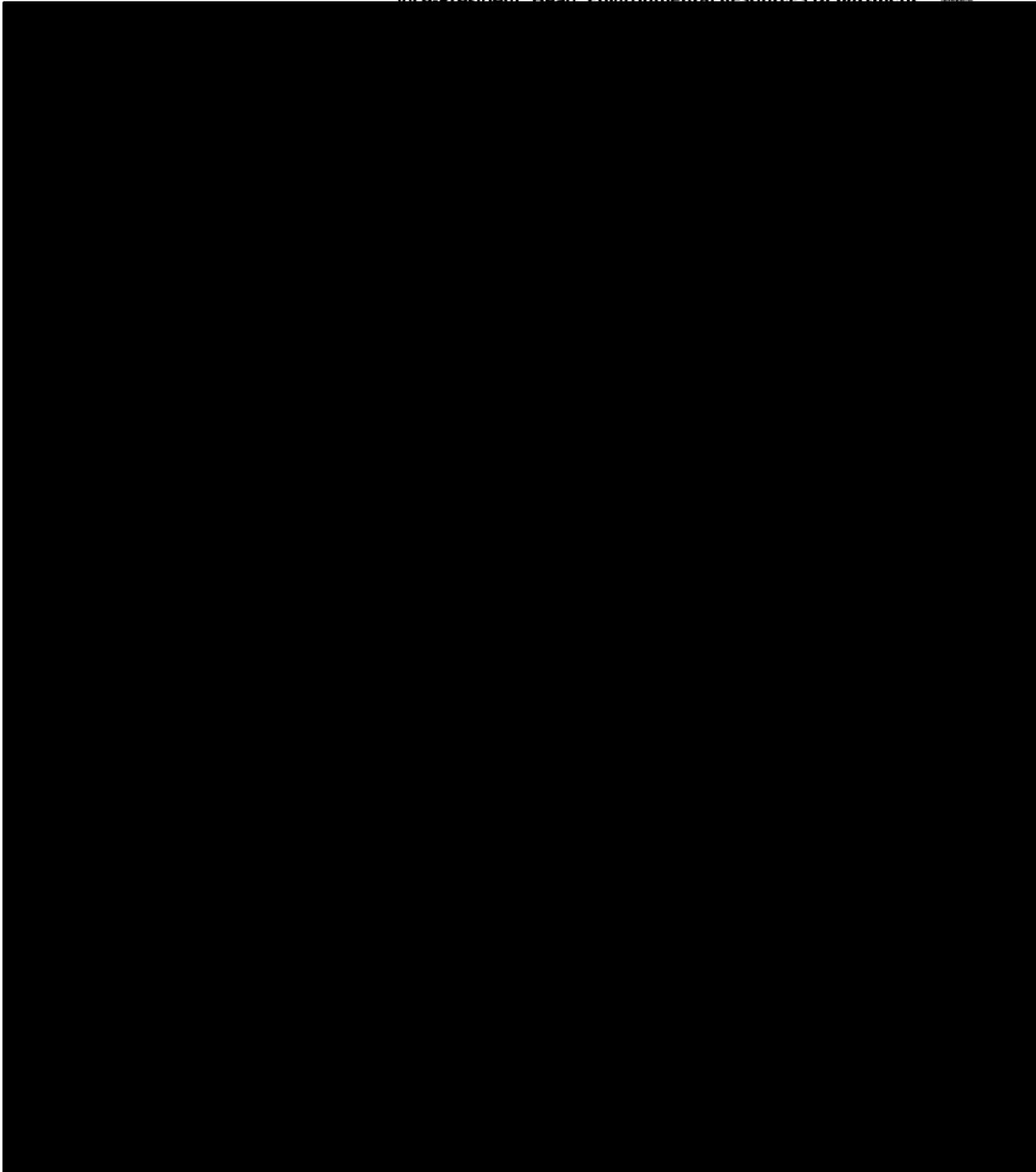
Chinliang Wang, PE
Vice President, Head, Drainage Department



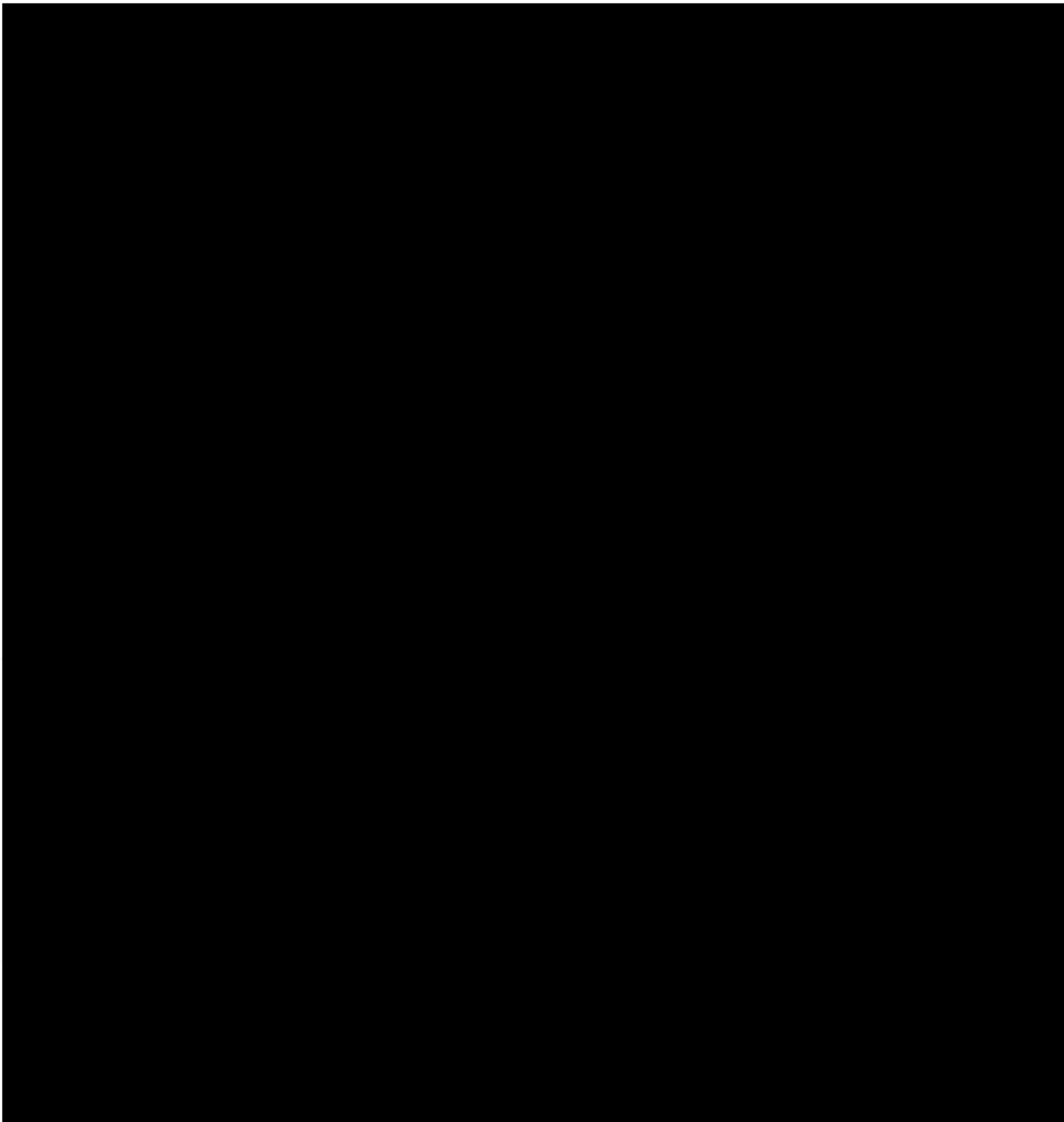
Jedd Anderson, CWS, CPESC
Vice-President, Head, Environmental Resources Department

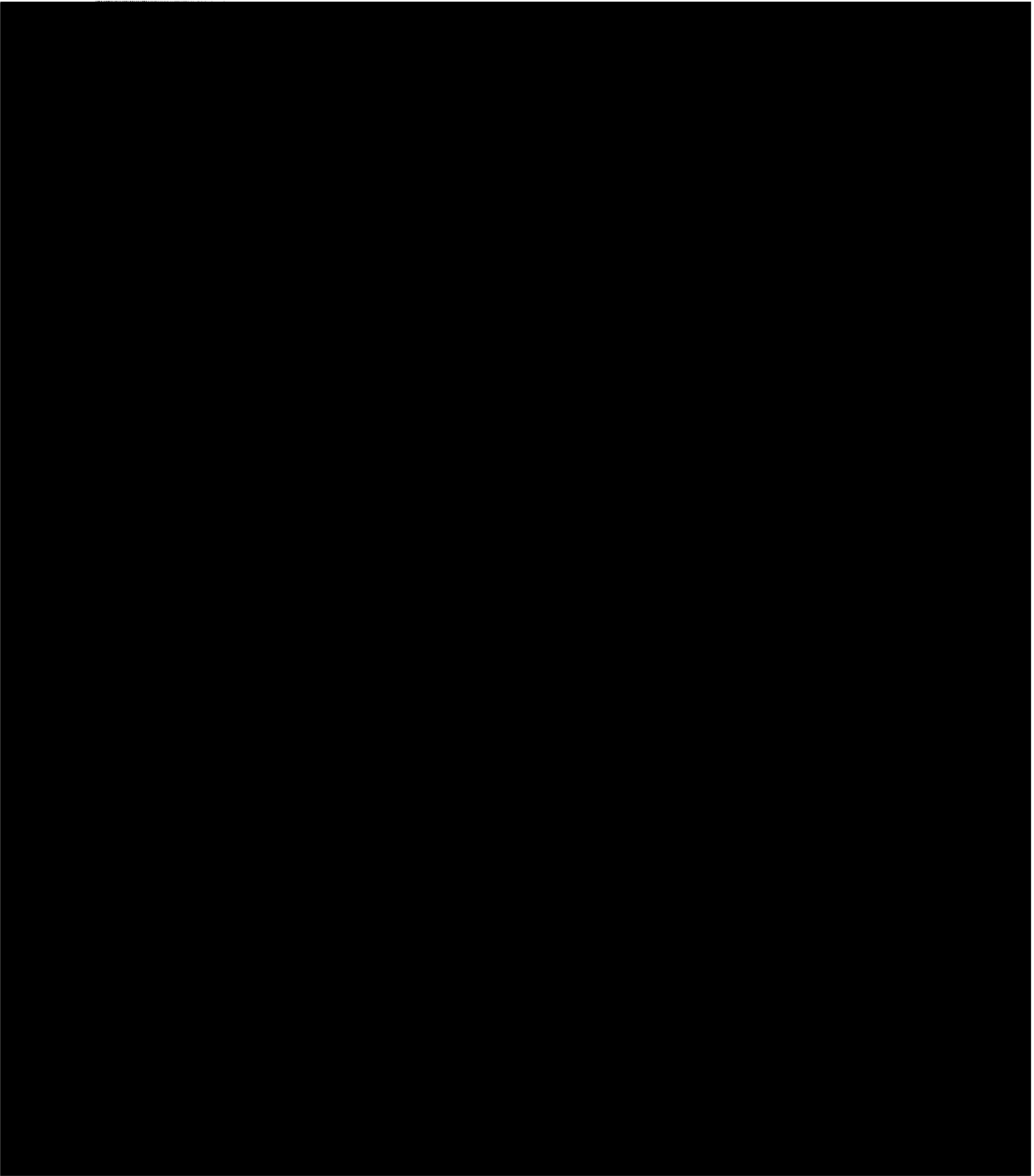


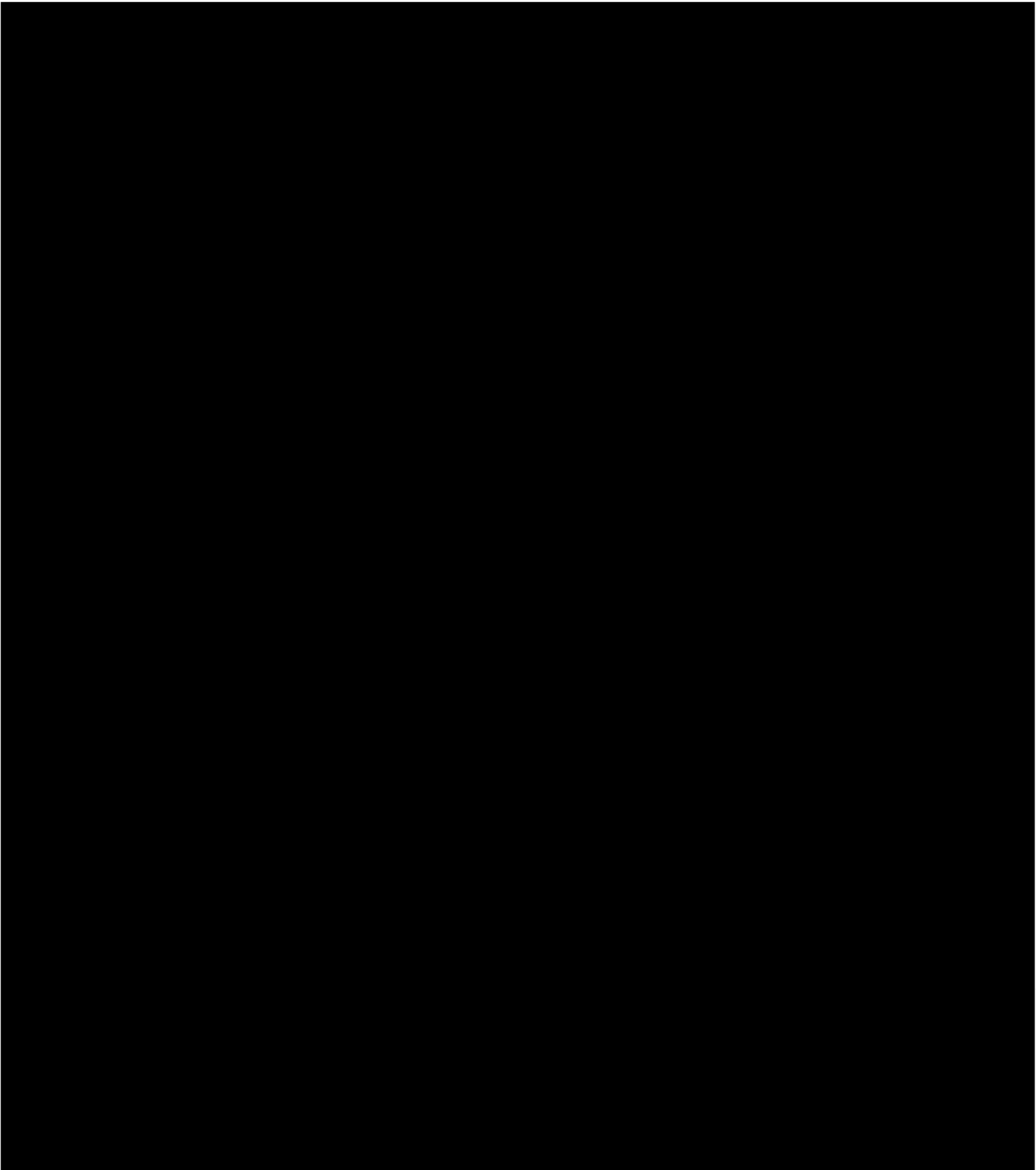


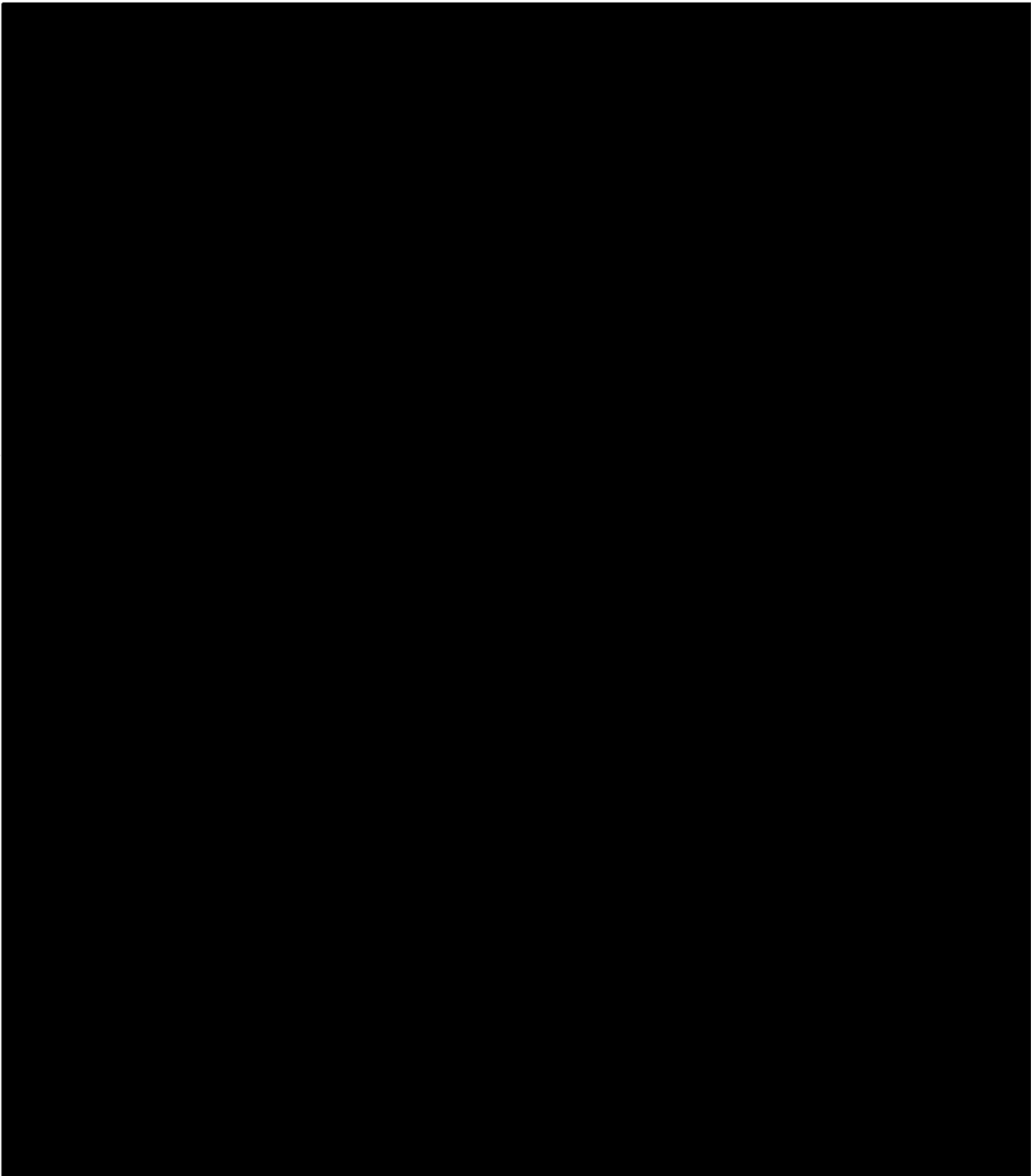


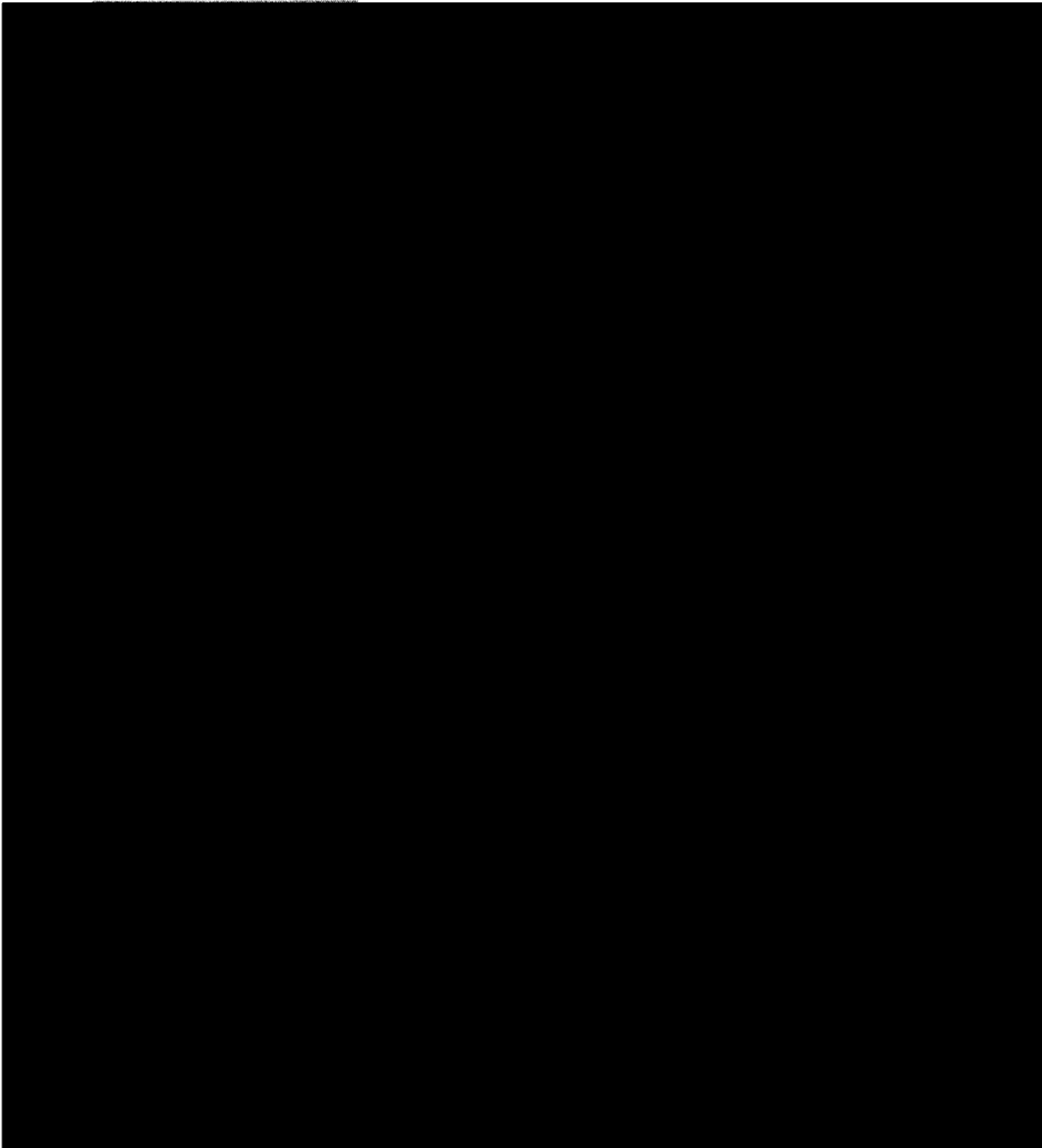
Jedd Anderson, CWS, CPESC
Vice-President, Head, Environmental Resources Department

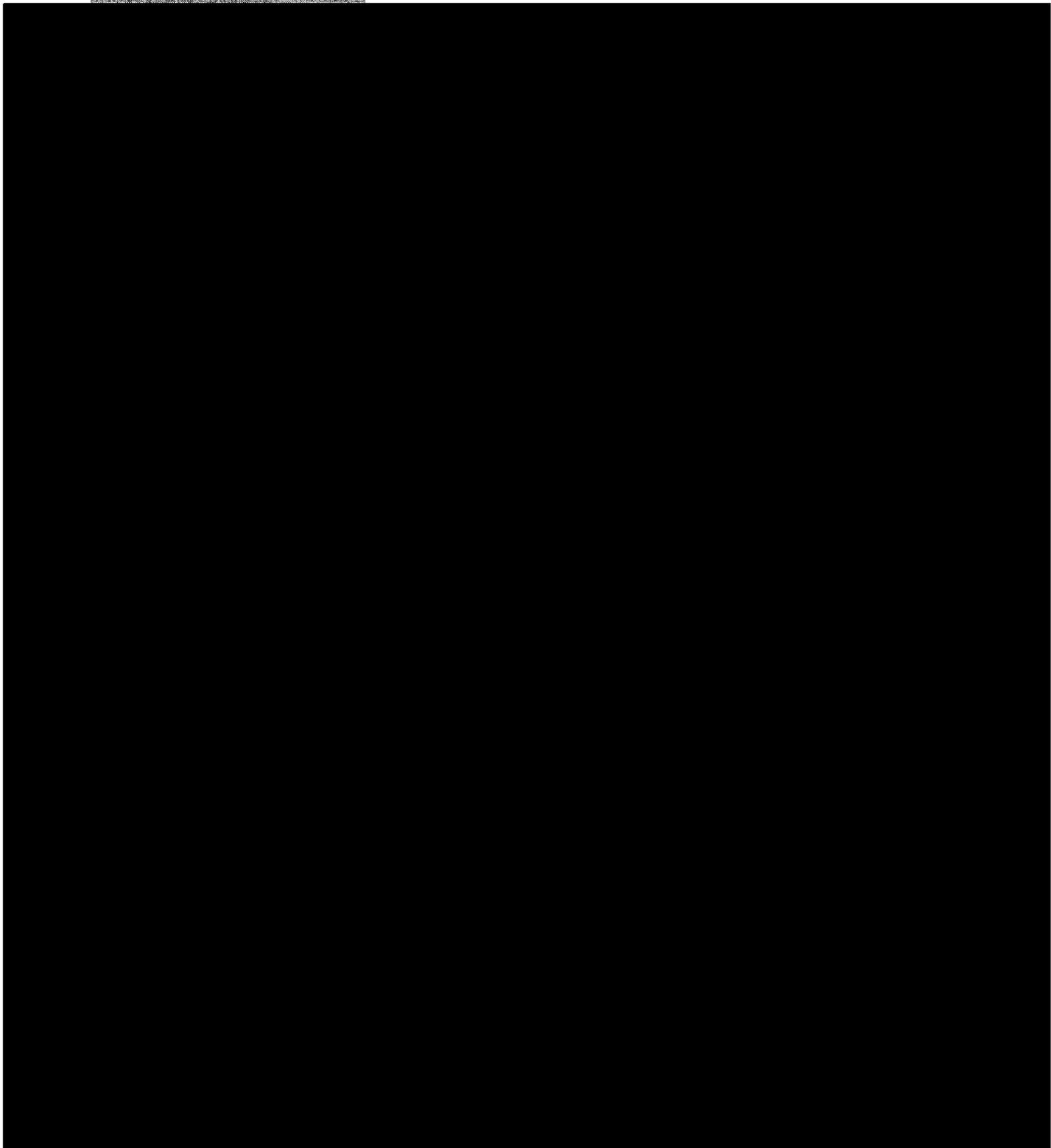


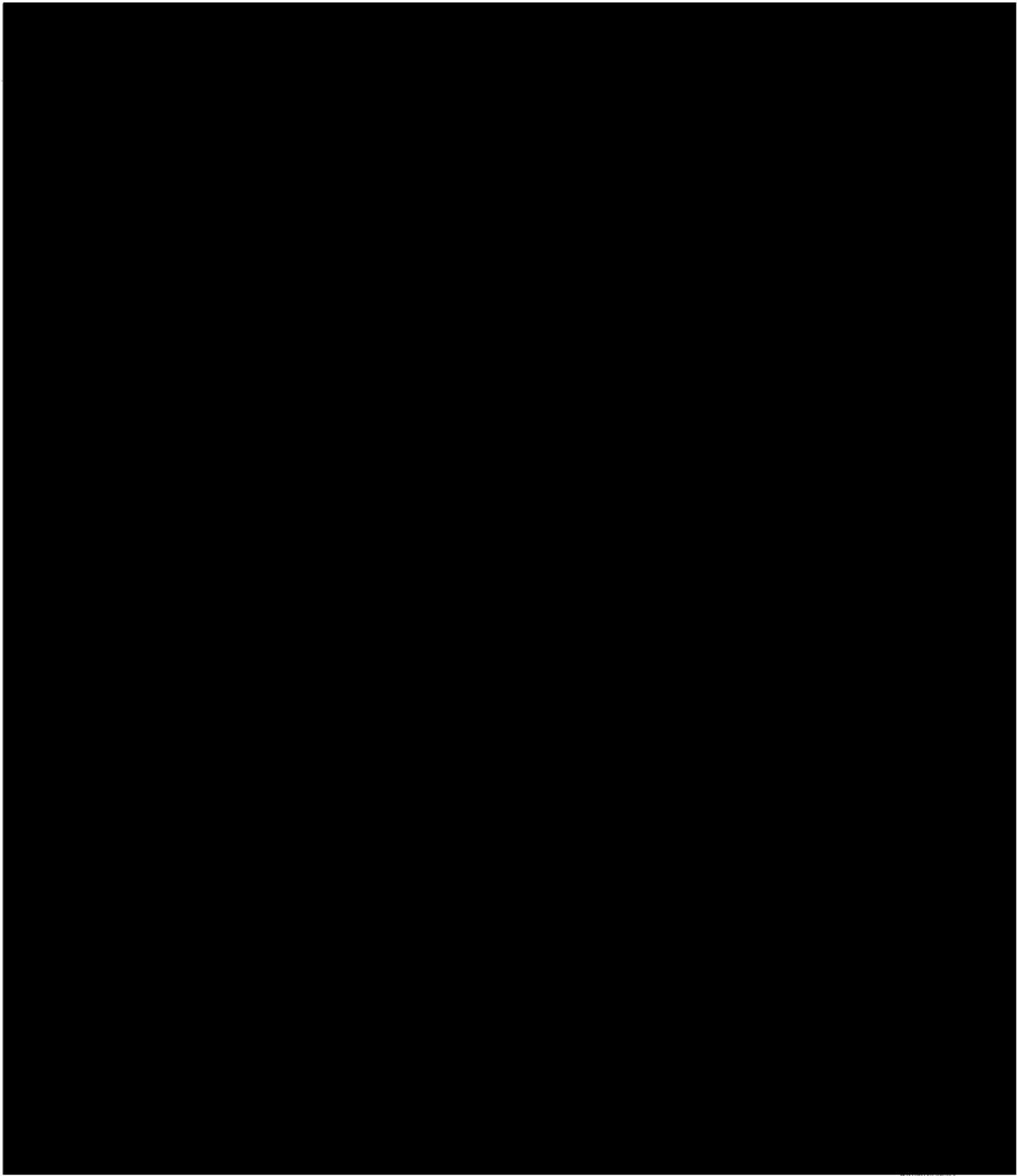


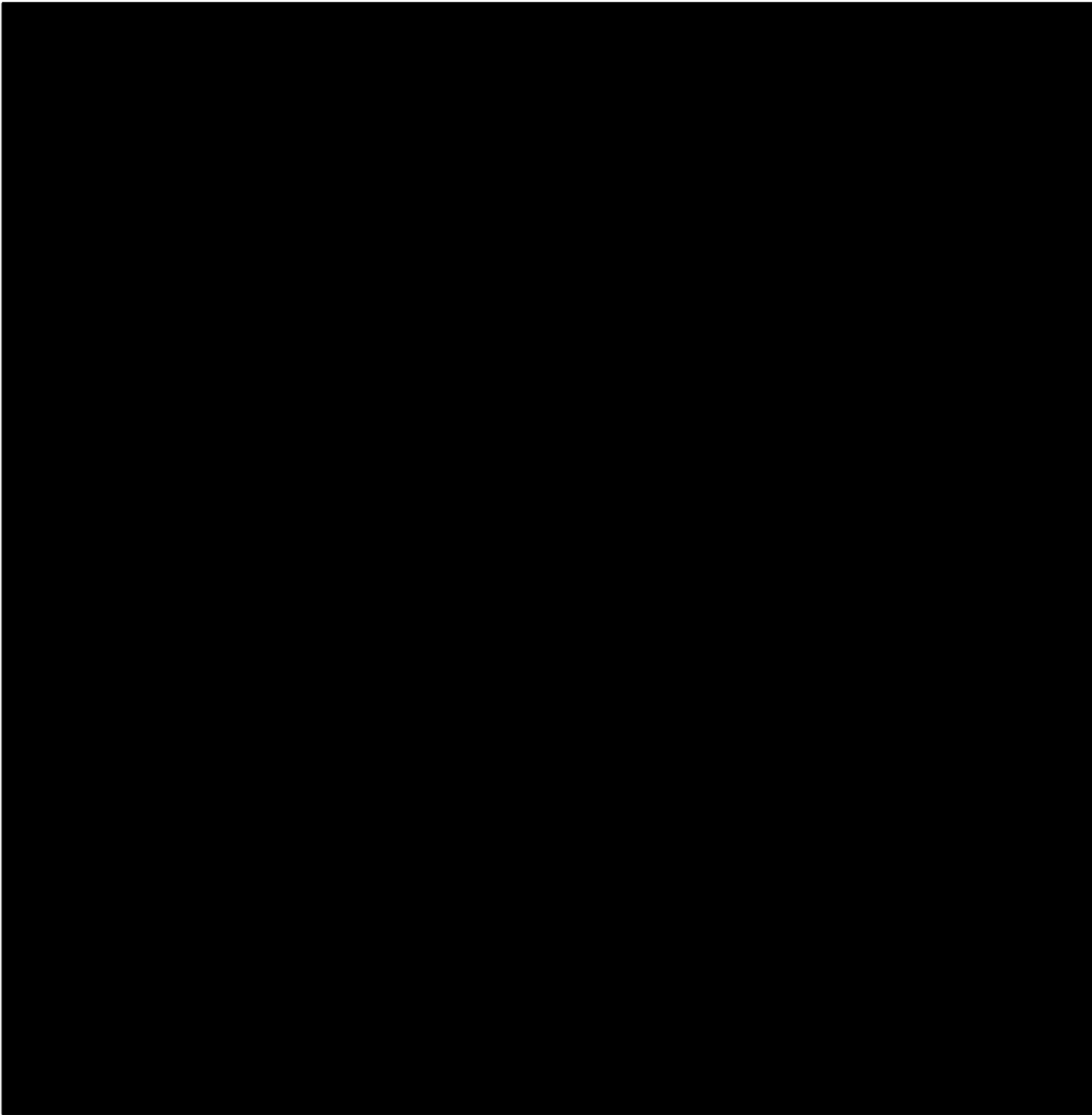


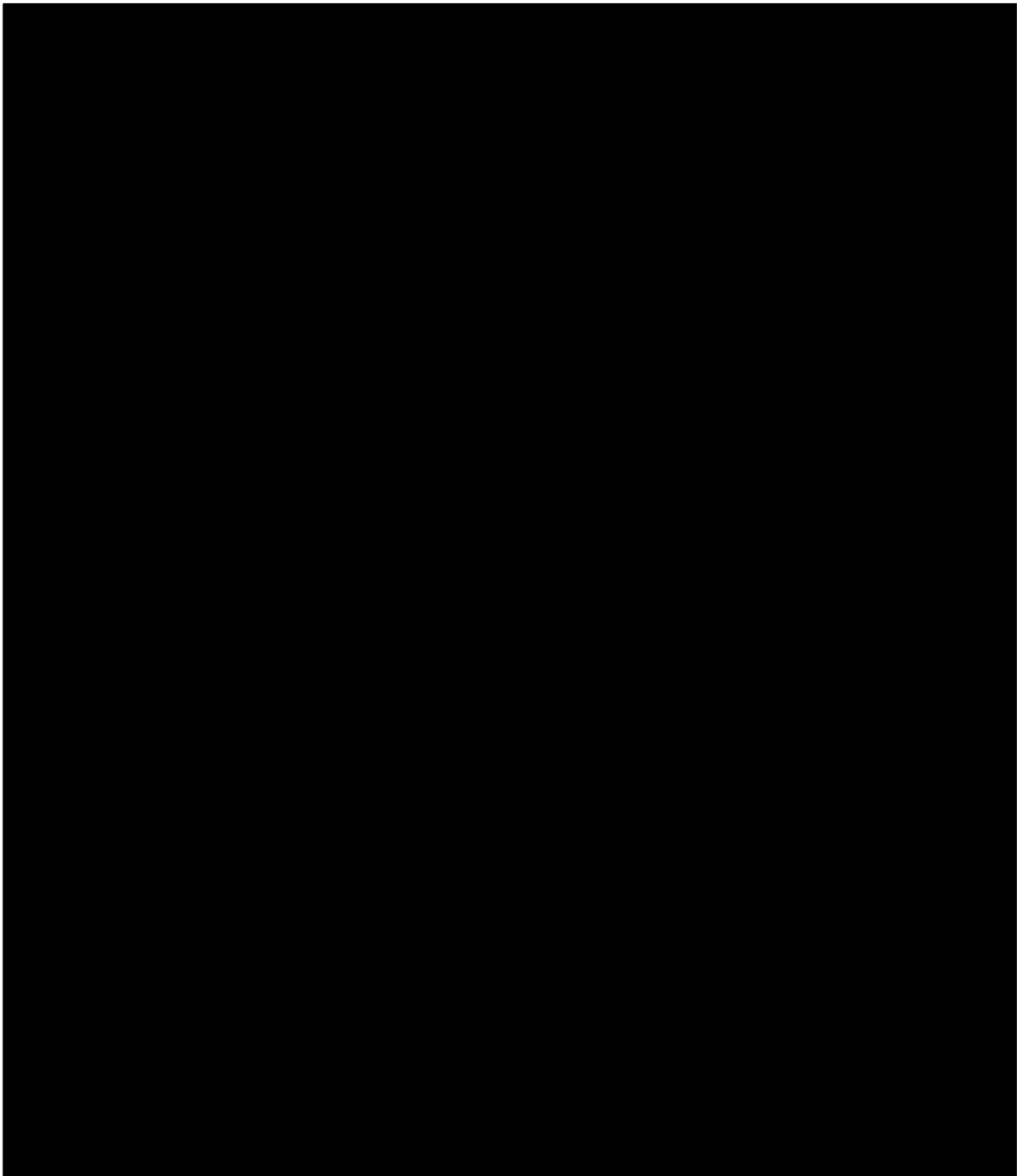


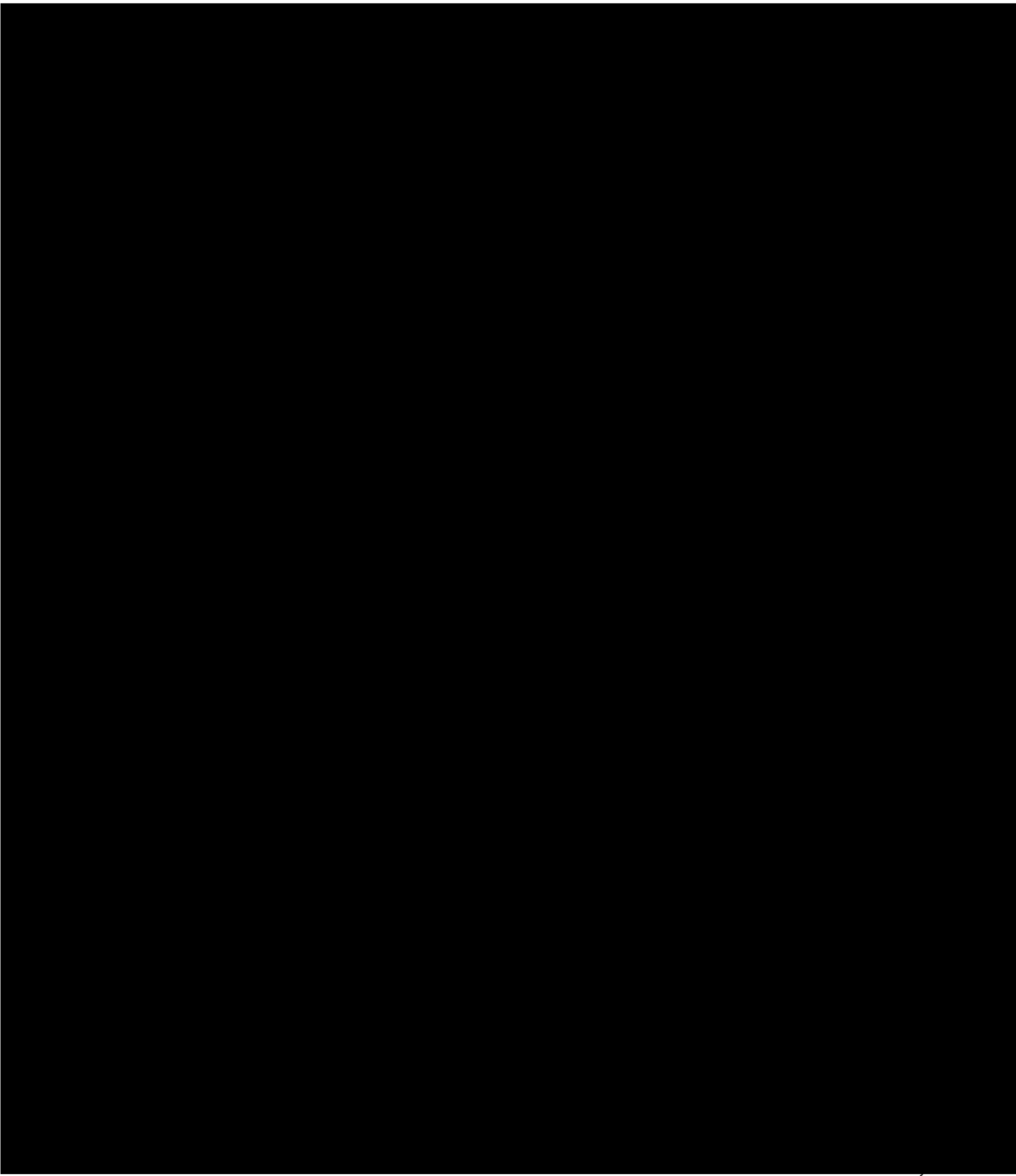


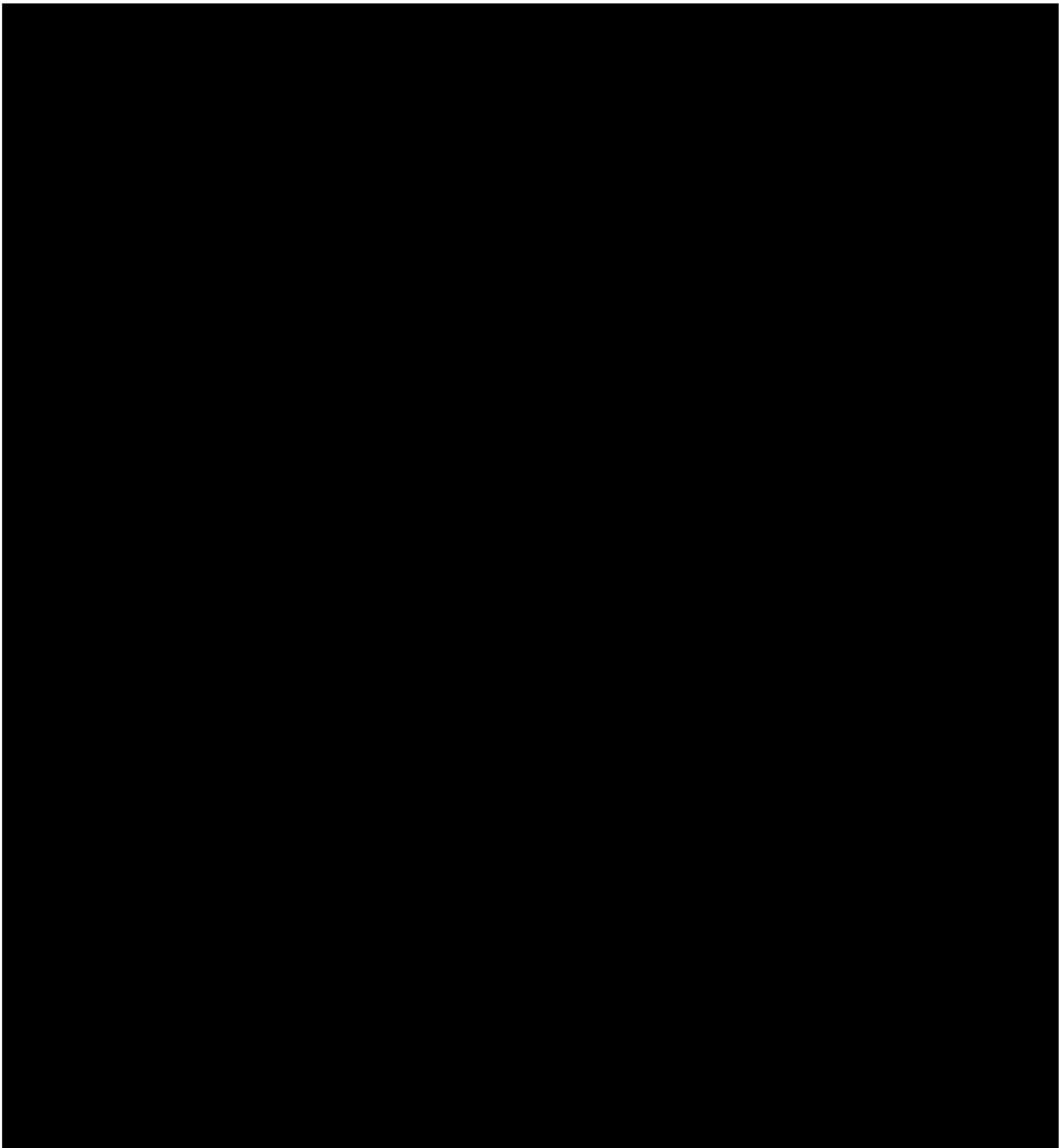


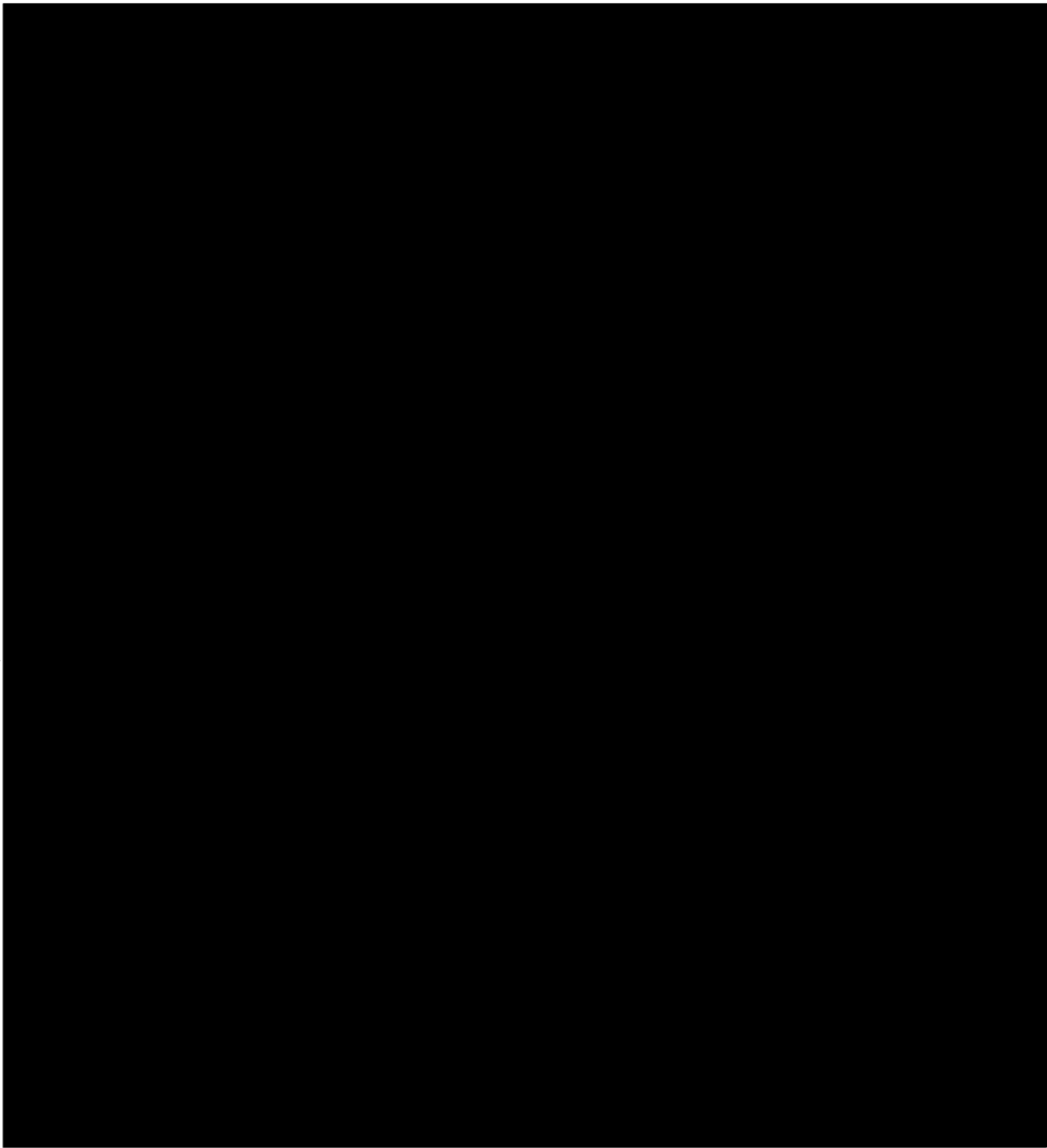


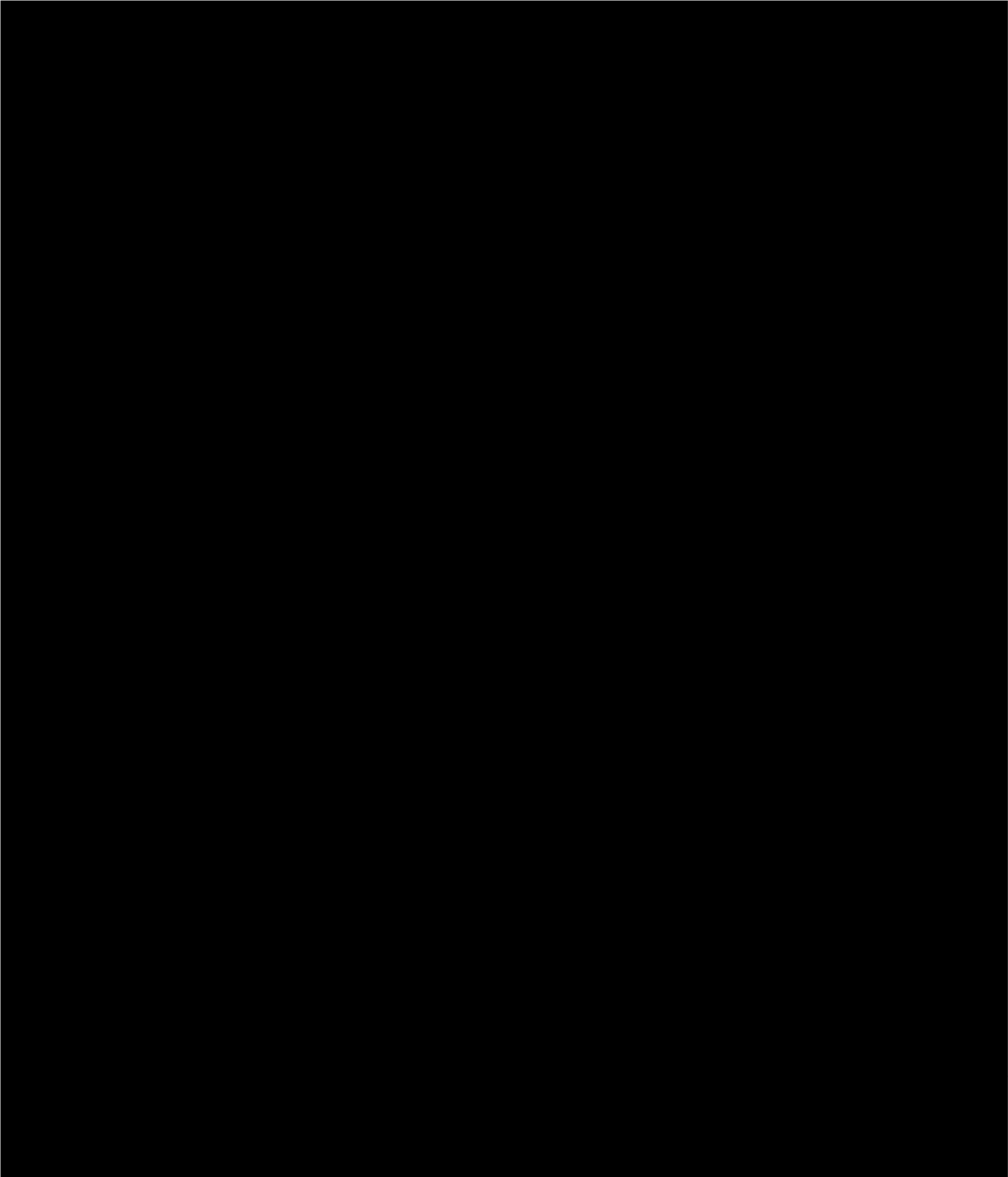


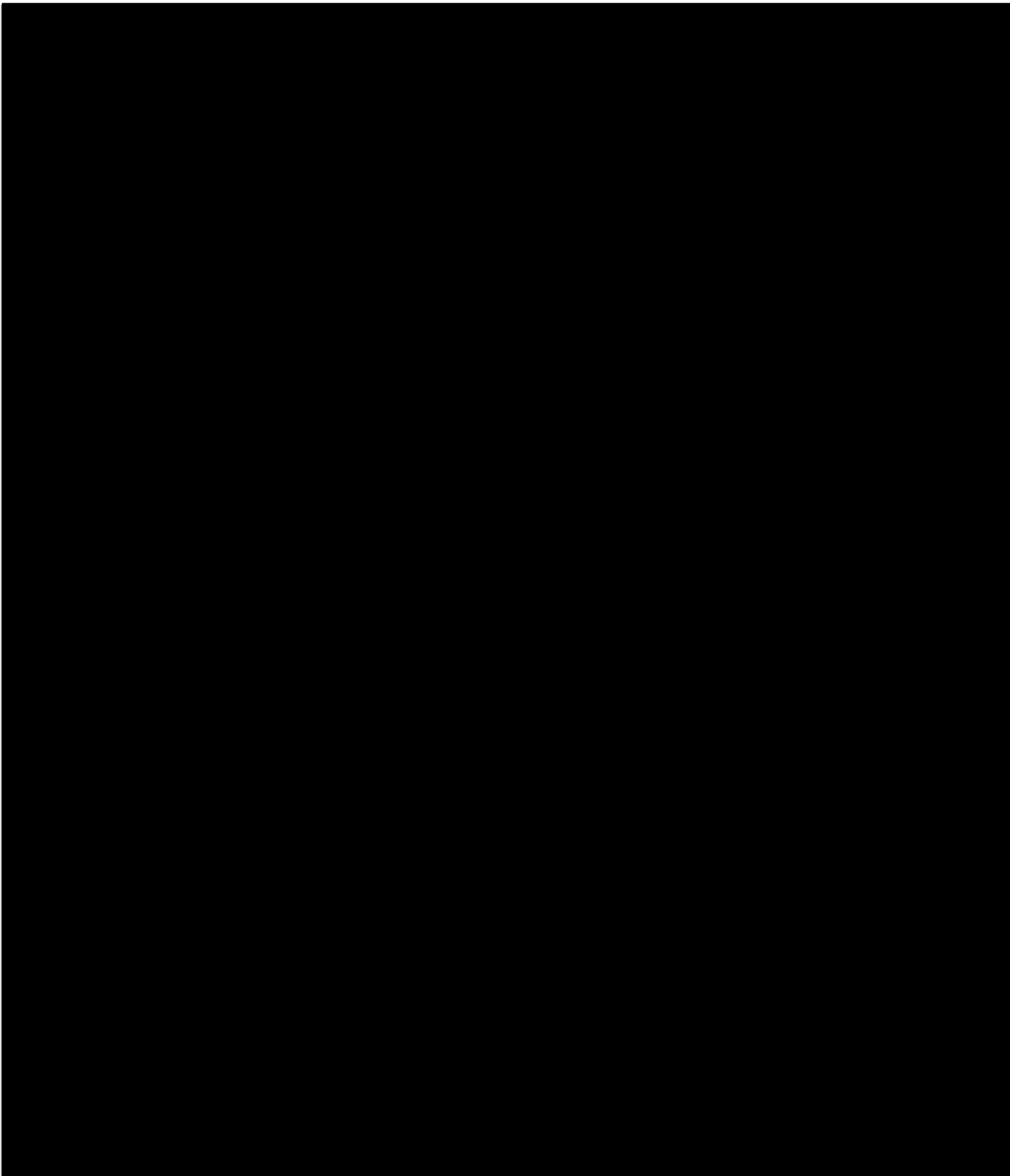


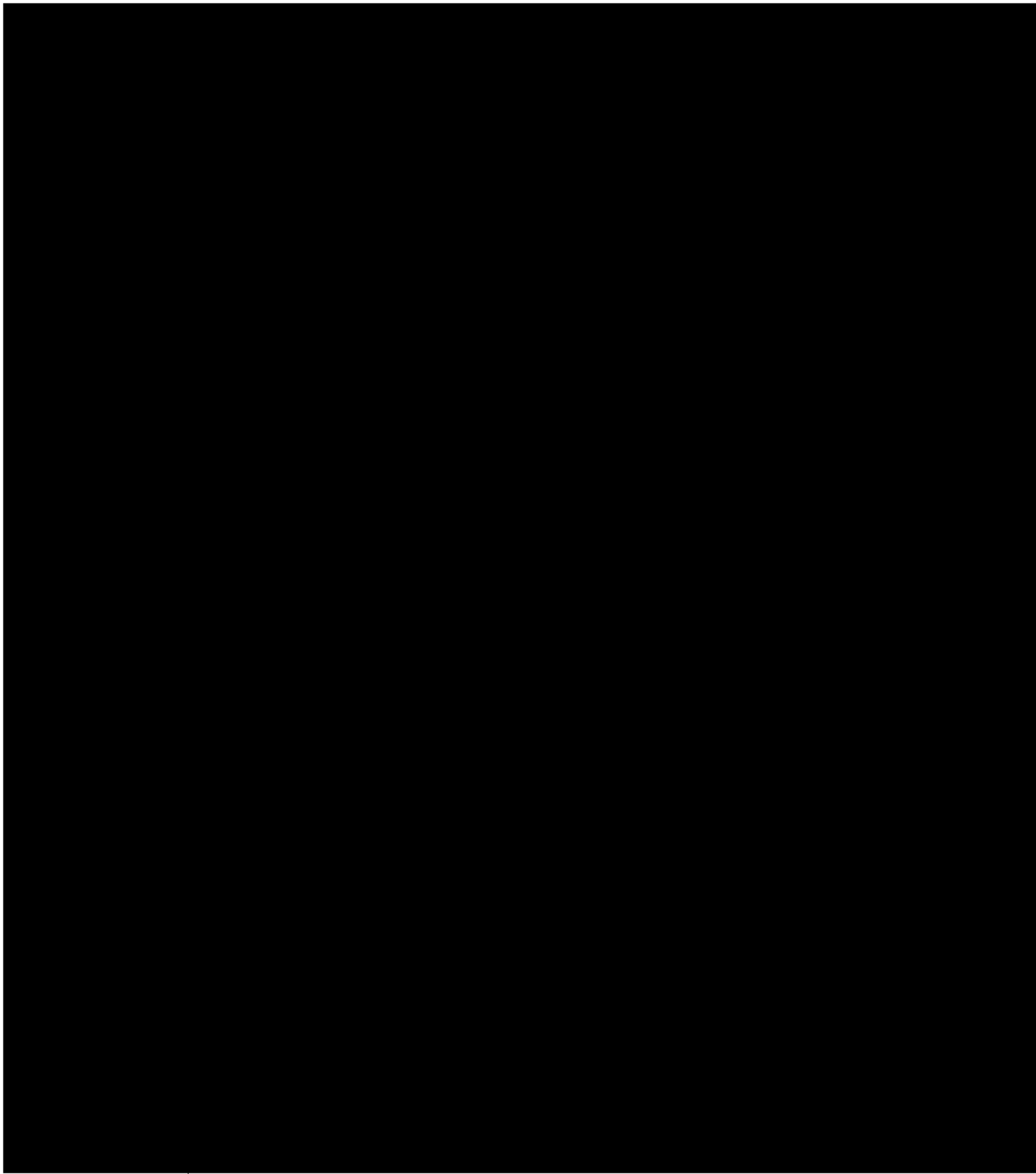


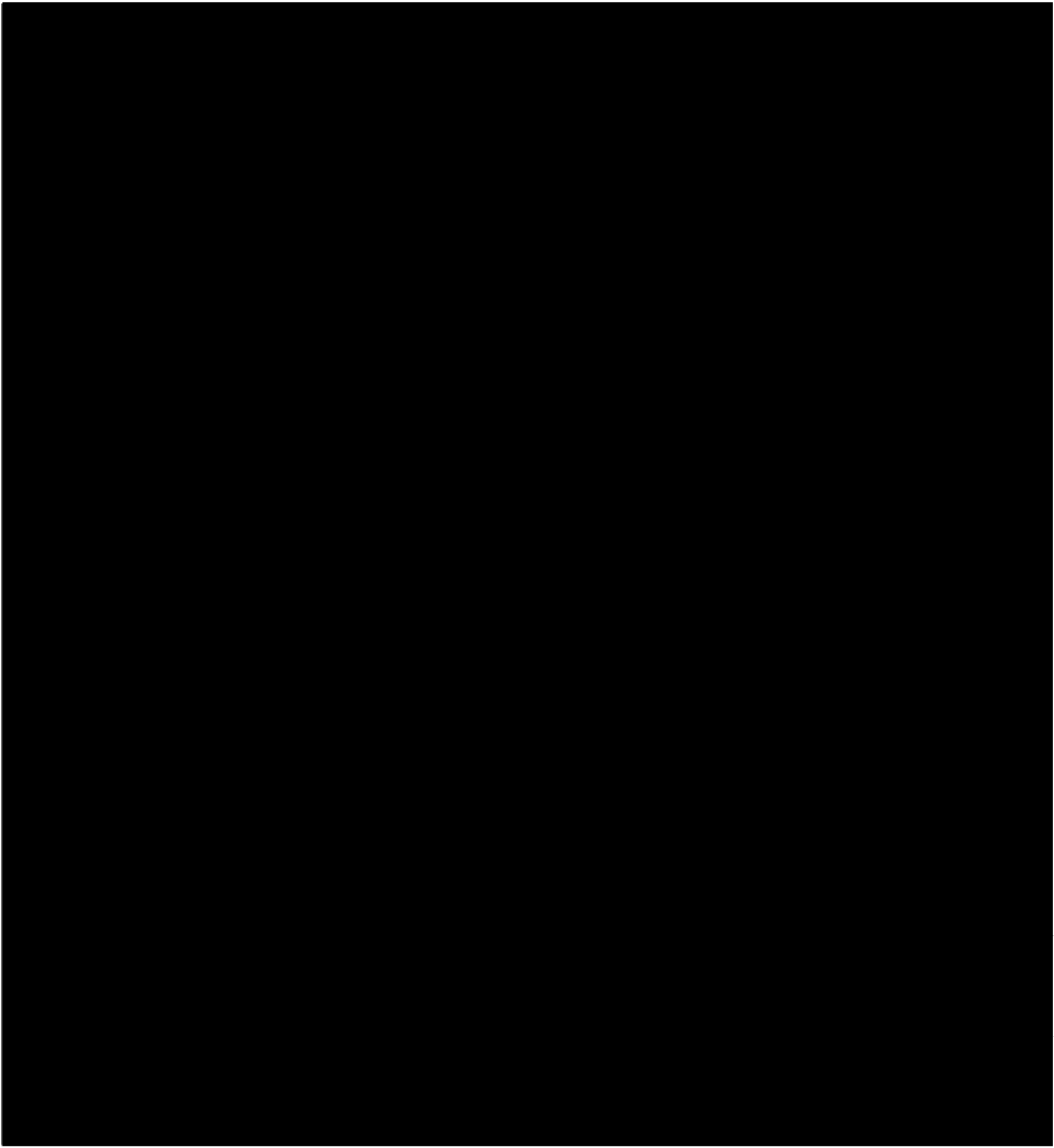


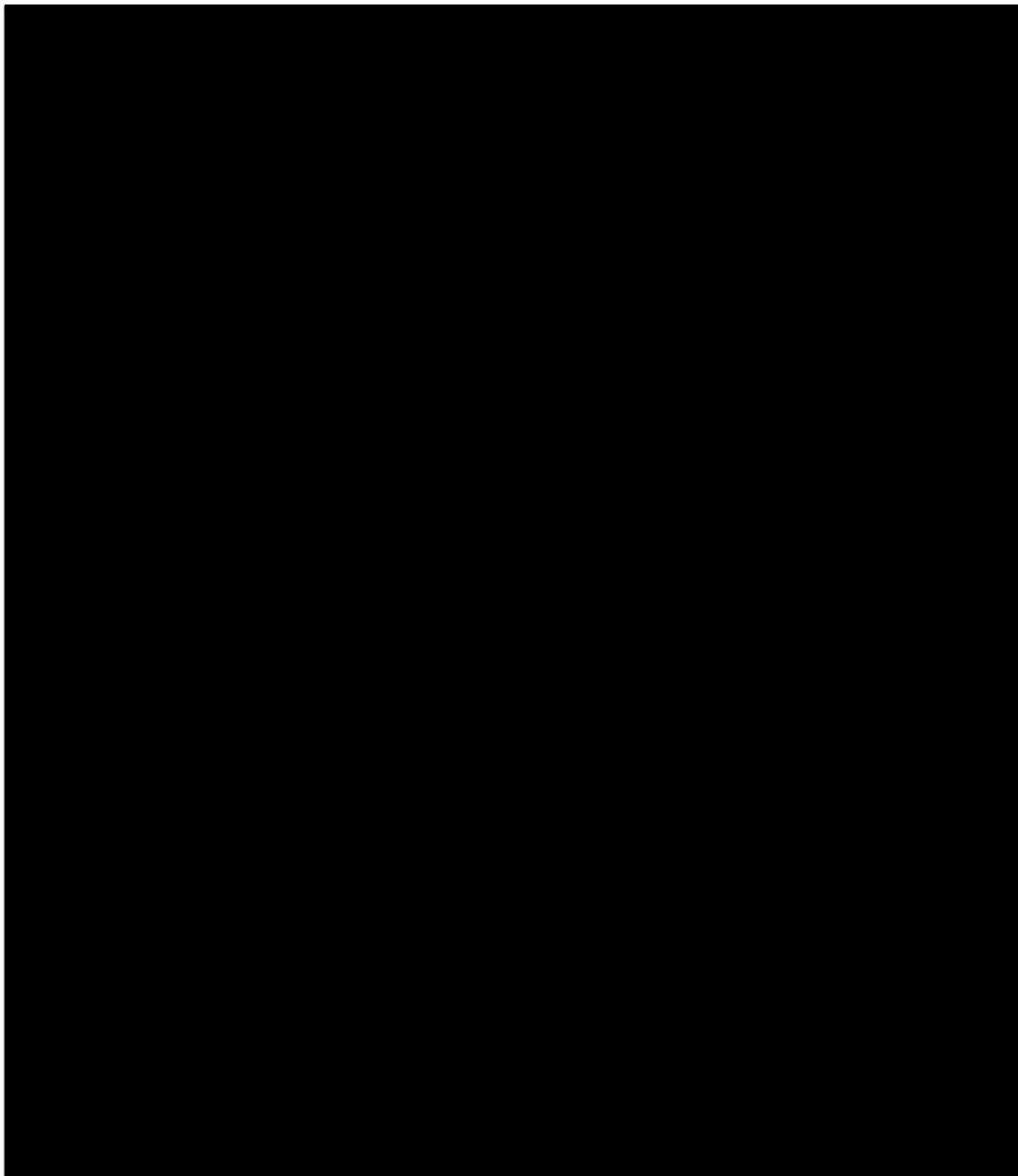


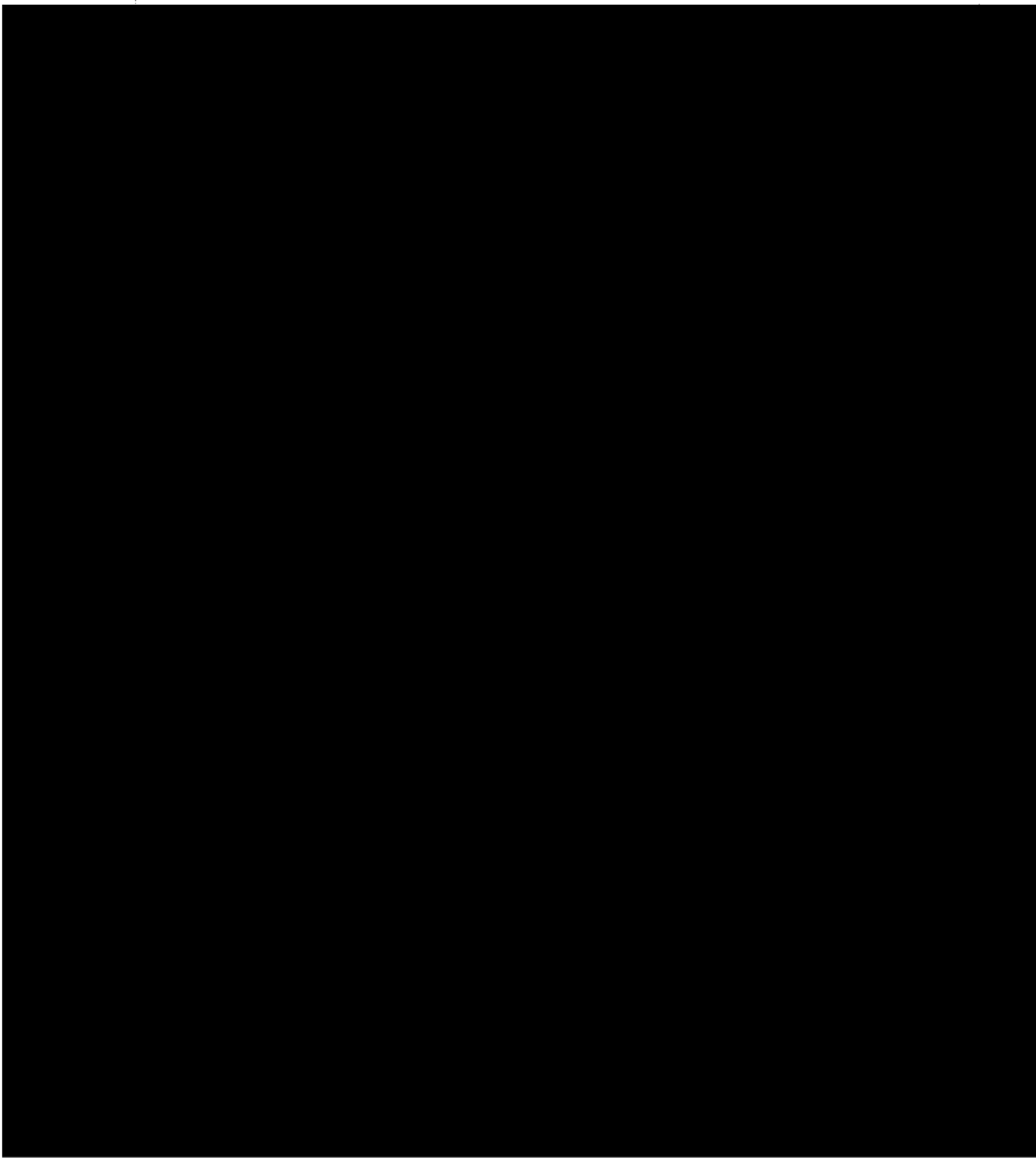


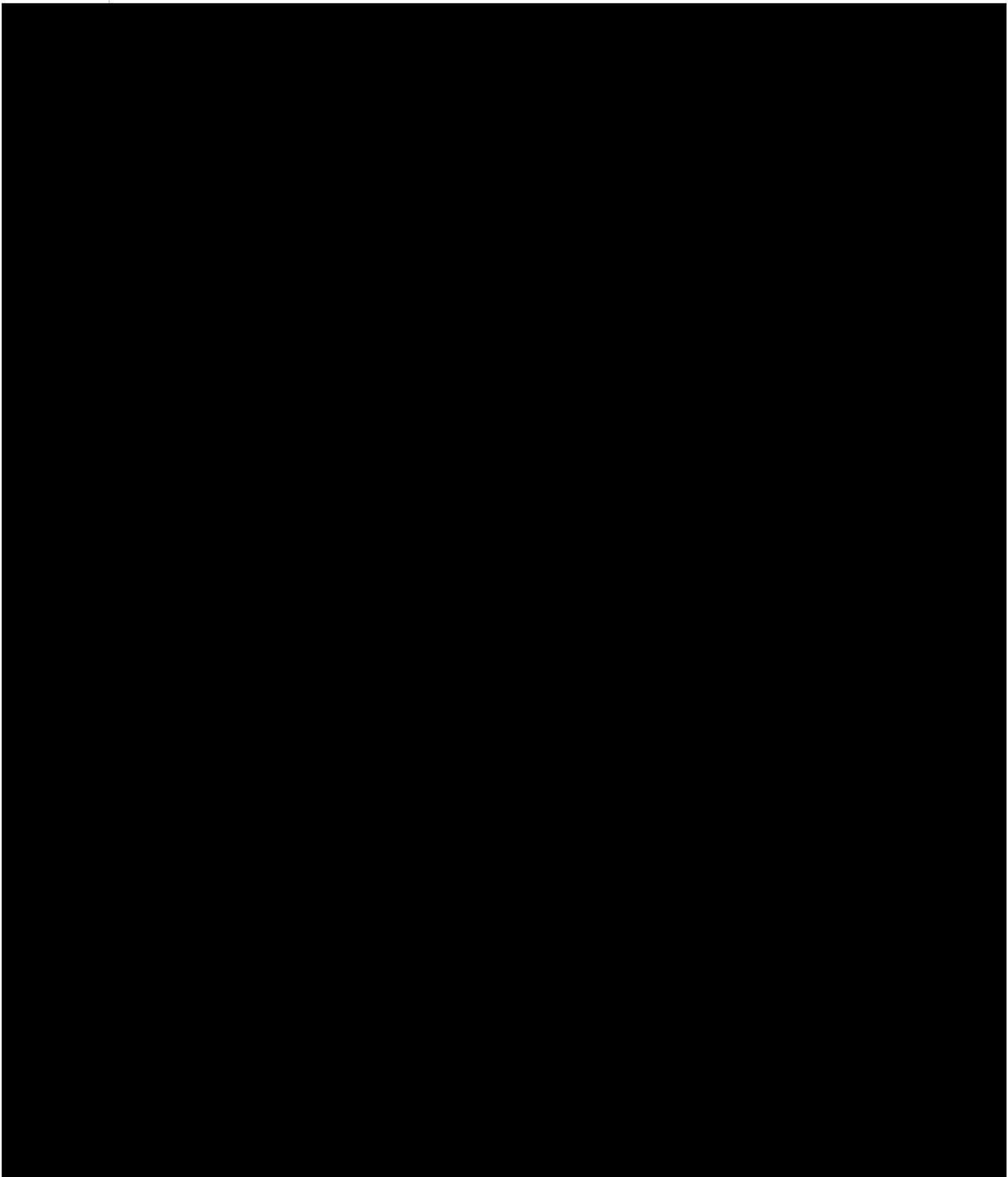


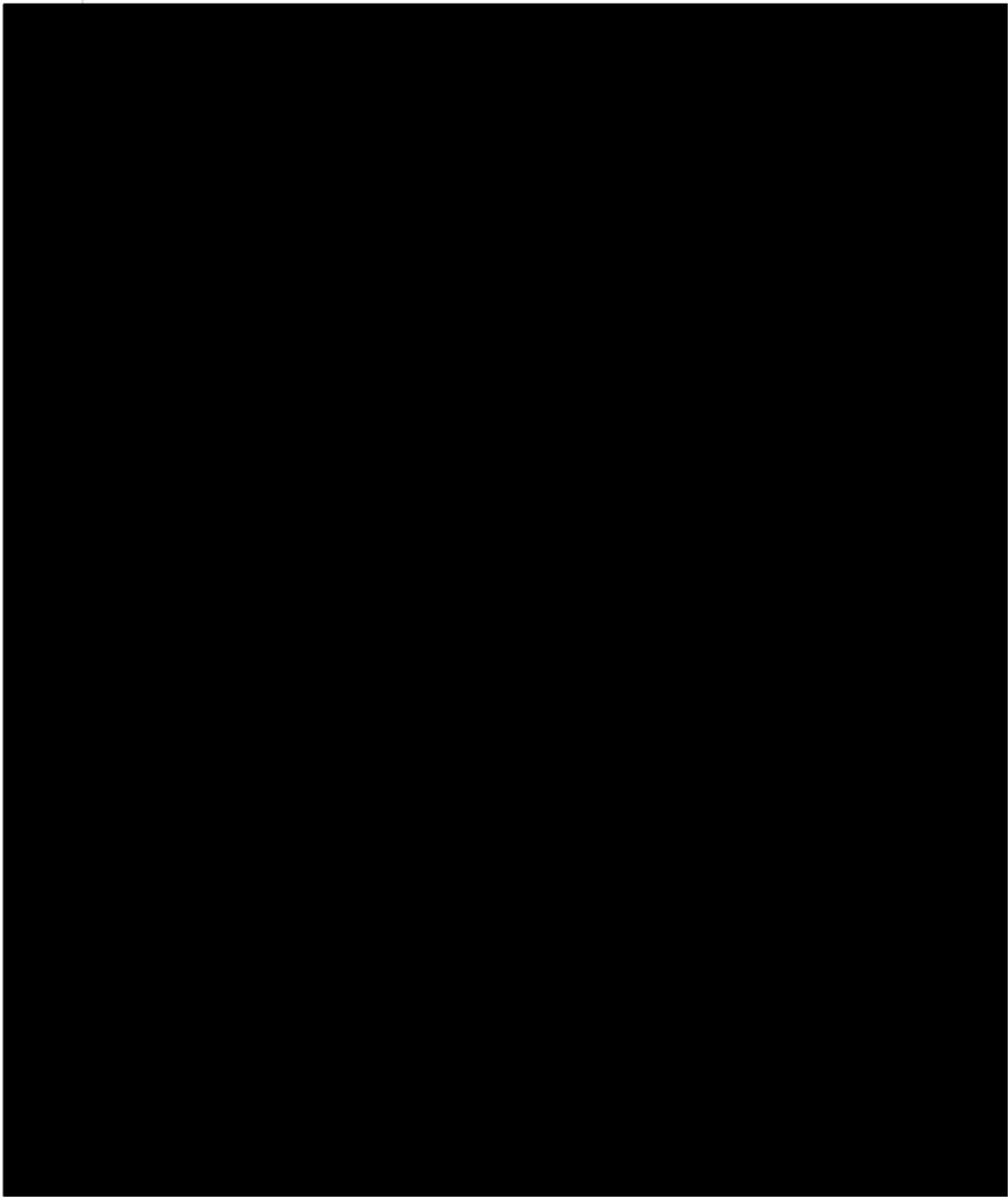


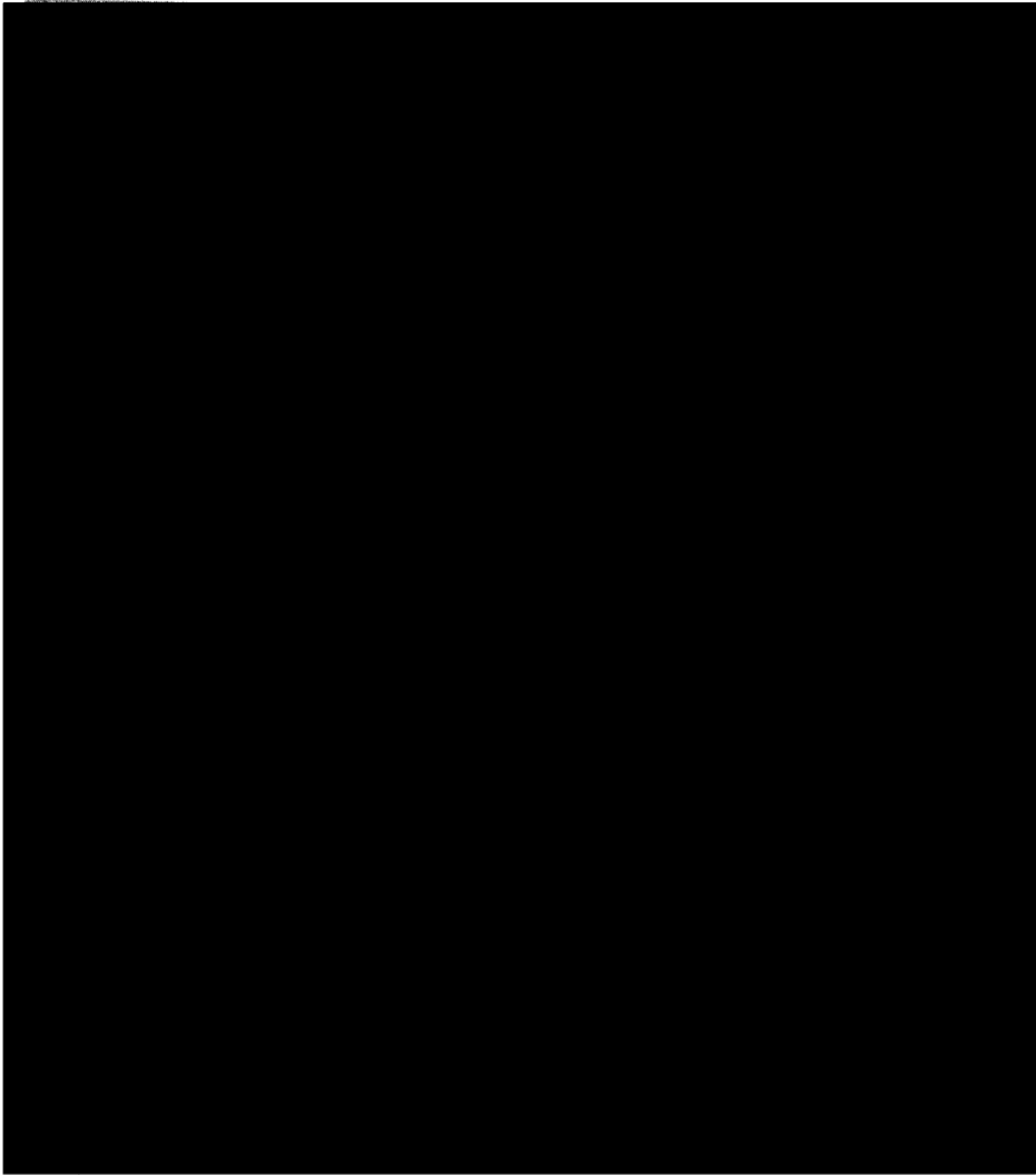


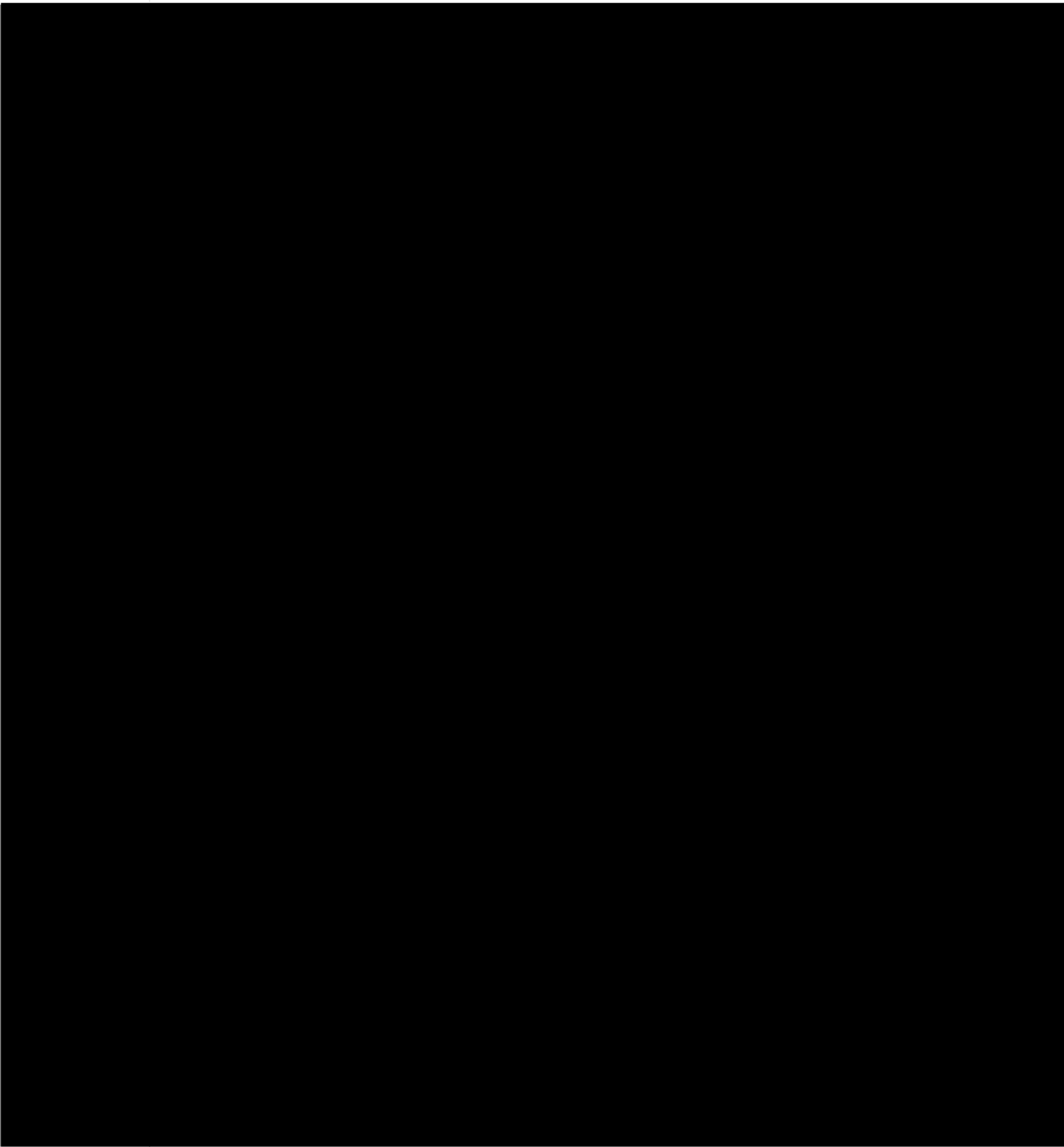












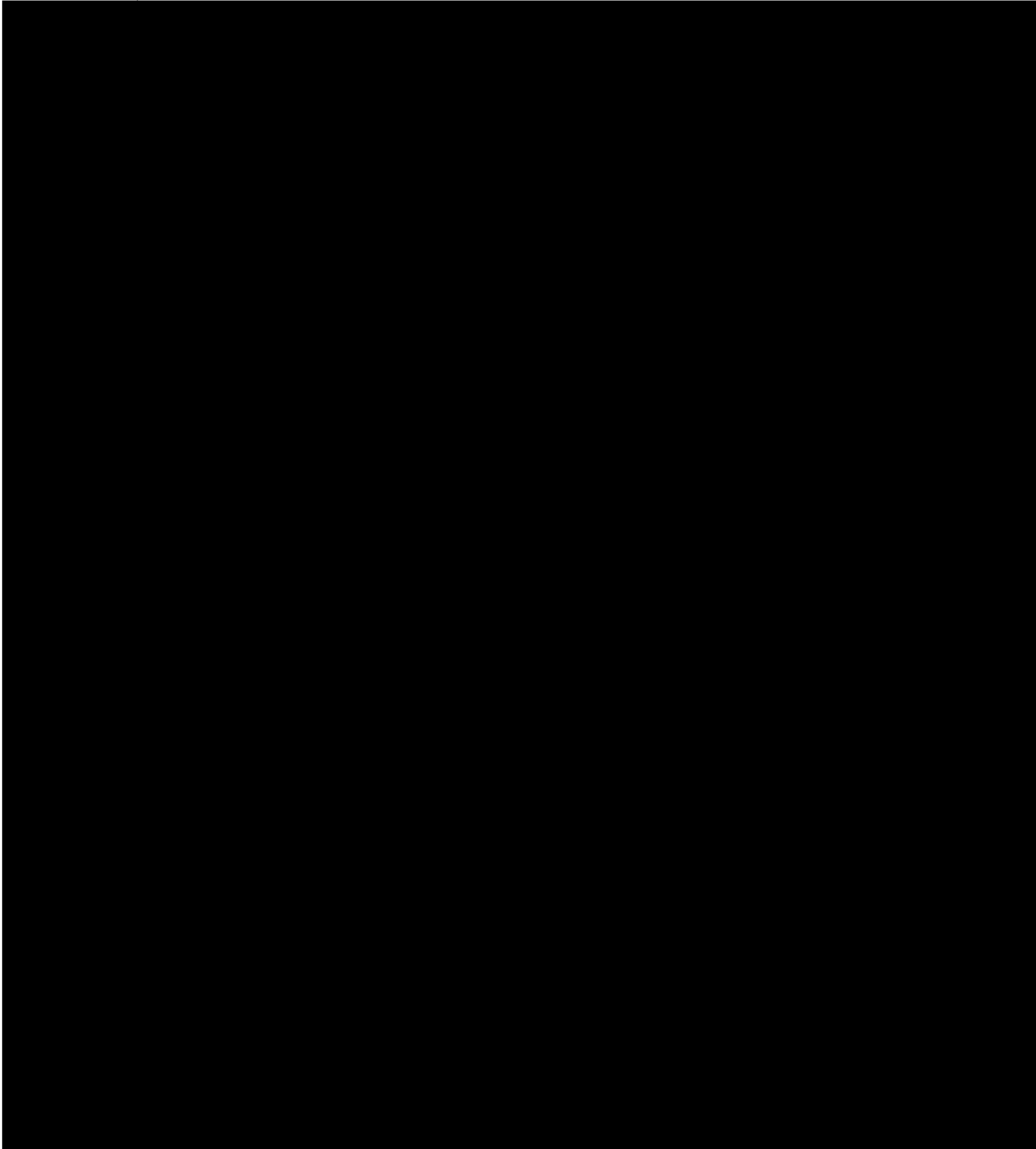


EXHIBIT F

Scope of Work

Christopher B. Burke Engineering, Ltd.

Design Corridor Manager - Elgin O'Hare West Bypass Tollway

Contract No. I-11-4014

Christopher B. Burke Engineering, Ltd. (CBBEL) will serve as a subcontractor to CH2M HILL in the conduct of the Design Corridor Manager contract for the Elgin O'Hare West Bypass Project. CBBEL will assist in the preparation of regulatory permit applications and coordination with cognizant regulatory agencies for applicable permits required by the project. It is anticipated that CBBEL's involvement in the regulatory related work described below will be completed with the first two years of the contract. The scope of CBBEL's work is defined in the following subtask

Task B1.04. Permitting and Agreements

404 Permit.

CBBEL will assist in all aspects of the development of the 404 permit application including early consultation with the US Army Corps of Engineers, US Fish and Wildlife Service and others as applicable. Among the aspects of work that CBBEL will be principally responsible for development draft material are the initial application outline, responses to 404 (b) (1), description of the affected resources, mitigation strategies for affected wetlands and waters, responses to 33 CFR Part 320 (4) (a) (2), affected properties owner list, and the development of conceptual level soil erosion and sediment control strategies. For each of the elements listed above complete drafts will be submitted to CH2M HILL as draft #1, and following review draft #2. CBBEL will participate in agency meetings related to the permit application preparation and negotiation of permit terms and agreements – up to 8 meetings are anticipated.

401 Permit.

CBBEL will assist in the preparation of the 401 permit application and will focus on the following elements including the anti-degradation assessment which is a characterization of affected waters and wetlands, identification of pollutant volumes and loadings, assessment of alternative to the proposed project, and description of any benefits to environment from the proposed activity. CBBEL will participate in agency meetings related to the permit application preparation and negotiation of permit terms and agreements – up to 4 meetings are anticipated.

Floodway Construction Permit.

CBBEL will prepare the first two Floodway Construction Permit applications to be submitted to IDNR on behalf of the project. CBBEL will prepare two full applications for streams to be identified, and will conduct the needed coordination with IDNR to successfully acquire the permits. It is anticipated that hydrologic modeling conducted on behalf of the drainage work done under the EO-WB IDOT contract may suffice for the above mentioned permit applications. The applicability of that work will be assessed and a determination made regarding any additional modeling work needed to support the application.

EXHIBIT G
Contract No RR-11-4014

CURRENT OBLIGATIONS FOR ISTHA PROJECTS
Christopher B. Burke Engineering, Ltd. (CBBEL)

ISTHA

Route & Job No.	Description of Project	Fee (Including all Supplemental Agreements and Extra Work Orders)	Fee Remaining To Be Earned	Estimated Date of Completion
As Prime				
RR-11-4032	Environmental Services Upon Request	\$5,000,000.00	5,000,000.00	May 2017
As Sub				
RR-10-5615	I-88 Roadway and Bridge	312,112.80	16,500.00	June, 2012
RR-09-5583	I-294 at LaGrange Road	58,306.40	Submitted Final Invoice	November , 2011
Joint Venture				
I-11-5633	I-90 US 20 To Elgin Plaza	3,106,606.00	\$2,606,606.00	July, 2013
IDOT				
P-91-443-06	Elgin O'Hare Expressway/ West O'Hare Bypass Tier1	5,942,769.00	691,742.44	June, 2013
P-91-152-05	I-80 (US Route 45 to US Route 30)	1,166,799	56,000	June, 2013
P-91-004-09	Various Safety Assessments	600,000	324,000	October, 2013
P-91-007-09	IL 47 from US 14 to Charles Road Phase I	398,646.40	307,909.82	June, 2013
D-91-309-09	Various Electrical Engineering Projects	350,000	102,039	December, 2012
P-91-388-10	US Route 45 (from IL 132 to IL 173) Phase I	1,468,330	699,500	August, 2015
P-91-003-11	Phase I Studies Various	1,200,000	708,902	February, 2014
P-91-597-10	I-290 West of US 12/20/45 to East IL 50	667,475	667,475	September, 2014
P-91-762-10	I-55 from I-355 to I-94	830,000	830,000	June, 2014
P-94-013-04	Two Structures on CH-9 over I-74	20,000	20,000	TBD
D-60-032-11	Various SCAT	300,000	253,000	December , 2013
P-91-749-10	Illiana Expressway Phase I	687,481	331,848	September, 2014
C-93-085-11	IL 47 North of US 34 to IL 71	1,997,059	1,394,535	April, 2014

EXHIBIT G
Contract No RR-11-4014

CURRENT OBLIGATIONS FOR ISTHA PROJECTS
Christopher B. Burke Engineering, Ltd. (CBBEL)

	Phase III			
D-60-031-12	Various SCAT District2 2-5	300,000	300,000	June, 2014
City of Chicago	Various Contacts	9,535,929	429,000	Various
All other Work Public & Private	Various Contracts	26,091,300	7,015,700	Various

EXHIBIT H - SERVICES BY OTHERS

Exhibits A-G must be submitted for each subconsultant listed below. If a subconsultant requires "Services by Others", they must include Exhibit H and attach Exhibits A-G for second tier subconsultants.

DBE/MBE/WBE SUBCONSULTANTS

1	<hr/>	
Direct Labor		
Direct Costs		
Services by Others		
Additional Services **		
Total this Subconsultant (ULC)	\$	-

6	<hr/>	
Direct Labor		\$ -
Direct Costs		\$ -
Services by Others		\$ -
Additional Services **		\$ -
Total this Subconsultant (ULC)	\$	-

2	<hr/>	
Direct Labor		
Direct Costs		
Services by Others	\$ -	
Additional Services **		
Total this Subconsultant (ULC)	\$	-

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Direct Labor		\$ -
Direct Costs		\$ -
Services by Others		\$ -
Additional Services **		\$ -
Total this Subconsultant (ULC)	\$	-

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Direct Labor	\$ -	
Direct Costs	\$ -	
Services by Others	\$ -	
Additional Services **	\$ -	
Total this Subconsultant (ULC)	\$	-

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Direct Labor	\$ -	
Direct Costs	\$ -	
Services by Others	\$ -	
Additional Services **	\$ -	
Total this Subconsultant (ULC)	\$	-

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Direct Labor	\$ -	
Direct Costs	\$ -	
Services by Others	\$ -	
Additional Services **	\$ -	
Total this Subconsultant (ULC)	\$	-

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Direct Labor	\$ -	
Direct Costs	\$ -	
Services by Others	\$ -	
Additional Services **	\$ -	
Total this Subconsultant (ULC)	\$	-

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Direct Costs	\$ -	
Services by Others	\$ -	
Additional Services **	\$ -	
Total this Subconsultant (ULC)	\$	-

10	<hr/>	
Direct Labor	\$ -	
Direct Costs	\$ -	
Services by Others	\$ -	
Additional Services **	\$ -	
Total this Subconsultant (ULC)	\$	-

** Additional services funds require prior authorization before use

TOTAL DBE/MBE/WBE Subconsultants: \$ -

TOTAL Additional Services DBE/MBE/WBE Subconsultants: \$ -

TOTAL Allowable Fee DBE/MBE/WBE Subconsultants: \$ -

DBE/MBE/WBE Percentage of Total Fee (includes Additional Services): 0.00%

DBE/MBE/WBE Percentage of Total Fee (does not include Additional Services):

EXHIBIT H - SERVICES BY OTHERS (continued)

Exhibits A-G must be submitted for each subconsultant listed below. If a subconsultant requires "Services by Others", they must include Exhibit H and attach Exhibits A-G for second tier subconsultants.

OTHER SUBCONSULTANTS (NOT DBE/MBE/WBE)

1	<table border="0" style="width: 100%;"> <tr> <td style="width: 30%;">Direct Labor</td> <td style="width: 20%; border-bottom: 1px solid black;"></td> <td style="width: 50%;"></td> </tr> <tr> <td>Direct Costs</td> <td style="border-bottom: 1px solid black;"></td> <td></td> </tr> <tr> <td>Services by Others</td> <td style="border-bottom: 1px solid black;"></td> <td></td> </tr> <tr> <td>Additional Services **</td> <td style="border-bottom: 1px solid black;"></td> <td></td> </tr> <tr> <td>Total this Subconsultant (ULC)</td> <td style="border-bottom: 1px solid black; text-align: right;">\$</td> <td style="text-align: right;">-</td> </tr> </table>	Direct Labor			Direct Costs			Services by Others			Additional Services **			Total this Subconsultant (ULC)	\$	-
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Direct Labor	\$	-														
Direct Costs	\$	-														
Services by Others	\$	-														
Additional Services **	\$	-														
Total this Subconsultant (ULC)	\$	-														

** Additional services funds require prior authorization before use

TOTAL Non-DBE/MBE/WBE Subconsultants: \$ -

TOTAL Additional Services Non-DBE/MBE/WBE Subconsultants: \$ -

TOTAL Allowable Fee Non-DBE/MBE/WBE Subconsultants: \$ -

Project Number: I-11-4014

Consultant: EJM Engineering, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2012												TOTAL HOURS				
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec					
Task A - DCM																	
Task B - C. Design						460	460	460	460	460	460	460	460	460	460	460	3220
Task C - PS&E										50	50	50	50	50	50	50	200
Task D - Task Orders																	
TOTALS						460	460	460	460	510	510	510	510	510	510	510	3420

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: EJM Engineering, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2013												TOTAL HOURS				
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec					
Task A - DCM																	
Task B - C. Design	460	460	460	460	440												2280
Task C - PS&E	50	50	50	50	50	50	50	50	50	50	50	50	50	50	50	50	600
Task D - Task Orders																	
TOTALS	510	510	510	510	490	50	50	50	50	50	50	50	50	50	50	50	2880

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: EJM Engineering, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2014												TOTAL HOURS				
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec					
Task A - DCM	50																
Task B - C. Design		50															
Task C - PS&E			50														
Task D - Task Orders				50													
TOTALS	50	50	50	50	50	50	50	50	50	50	50	50	50	50	50	50	600

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: EJM Engineering, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2015												TOTAL HOURS			
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec				
Task A - DCM																
Task B - C. Design																
Task C - PS&E	50	50	50	25	25	25	25	25	25	25	25	25	25	25	25	375
Task D - Task Orders																
TOTALS	50	50	50	25	25	25	25	25	25	25	25	25	25	25	25	375

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: EJM Engineering, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2016												TOTAL HOURS			
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec				
Task A - DCM																
Task B - C. Design																
Task C - PS&E	25	25	25	25	25	25	25	25	25	25	25	25	25	25	25	
Task D - Task Orders																
TOTALS	25	25	25	25	25	25	25	25	25	25	25	25	25	25	25	300

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: EJM Engineering, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2017												TOTAL HOURS			
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec				
Task A - DCM																
Task B - C. Design																
Task C - PS&E	25	25	25	25	25											
Task D - Task Orders																125
TOTALS	25	25	25	25	25											125

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

EXHIBIT B - FEE CALCULATIONS

A. DIRECT SALARY (without overtime)

Total Work Hours: 7,700.00
(From Exhibit C-3)

Total Dollars: \$ 321,936.00
(From Exhibit C-3)

Multiplier to be used on this project: _____

2.80

Allowable Multiplier = (2.8 DSE) (2.5 or 2.8 CM) (2.5 PMO)

DIRECT REGULAR SALARY TIMES MULTIPLIER

\$ 901,420.80

**B. REIMBURSABLE DIRECT COSTS NOT ELIGIBLE FOR PROFIT
(For Prime Consultant listed above.)**

TOTAL DIRECT COSTS \$ 5,210.00

C. SERVICES BY OTHERS

Total Allowable Fee DBE/MBE/WBE Subconsultant (from Exhibit H) \$ _____
(Do not including estimated additional services)

Total Allowable Fee Non-DBE/MBE/WBE Subconsultant (from Exhibit H (cont)) \$ _____
(Do not including estimated additional services)

TOTAL SERVICES BY OTHERS \$ _____

**D. ADDITIONAL SERVICES (prime and subconsultants)
(Requires prior authorization before use)**

E. MAXIMUM ALLOWABLE FEE (Upper Limit of Compensation)

\$ 906,630.80

Date: 4/10/2012

EXHIBIT C-1: COMPANY EMPLOYEE CLASSIFICATION LIST

Classification	Name (SEE NOTE 1 BELOW)	Current Hourly Rate	Classification Average Rate (SEE NOTE 2 BELOW)	Eligible For Prem. O/T?
Principal	Joan Berry	70.00	70.00	N
	Christopher Krueger, P.E.	70.00		
Project Manager	David Taggart	63.50	63.50	N
Senior Engineer	Christopher Dowse, P.E.	45.00	56.65	N
	Carl Gutowski, P.E.	48.00		
	Jon Hart	49.00		
	Robert Israel, P.E.	60.00		
	Thomas Kaeser, P.E.	55.00		
	James Marusich	50.00		
	Antonious Oshana, P.E.	70.00		
	Robert Peters, P.E., S.E.	70.00		
	Brian Scifers, P.E.	49.50		
	Richard Young, P.E.	70.00		
	Engineer II	Srijan Adhikari, E.I.	31.00	33.70
	James Littrell	33.00		
	Gaurav Rai	37.50		
	Robert Swanson, P.E.	36.25		
	Jaiz Waheed, E.I.	30.75		
Engineer I	Alex Bauer, E.I.	25.00	25.79	N
	Ryan Bumb, E.I.	26.75		
	Patrick Friederich, E.I.	25.75		
	Bryan Hills, E.I.	24.75		
	Clinton McClure, E.I.	25.00		
	Yousef Zaatar, E.I.	27.50		

* Exhibit C-1 is a comprehensive list of classifications of company employees.

- (1) List all Employees located in your company's Illinois office(s) by classification. Out of state employees to be used on this project should be included.
- (2) Divide the sum of the "CURRENT HOURLY RATES" for all employees in a classification by the number of employees in that classification.
- (3) Use as many sheets as necessary to show classifications.

Date: 4/10/2012

EXHIBIT C-1: COMPANY EMPLOYEE CLASSIFICATION LIST

Classification	Name (SEE NOTE 1 BELOW)	Current Hourly Rate	Classification Average Rate (SEE NOTE 2 BELOW)	Eligible For Prem. OT?
Senior Planner	William Gierhahn	52.00	54.50	N
	Sid Weseman	57.00		
Planner	Joseph Carney	34.00	34.00	N
Field Engineer	Mohammed Hamed, P.E.	33.00	39.85	N
	Seyed Ali Shamsaddin	45.80		
	Hatem Sultan, P.E.	40.75		
Construction Inspector	Naveed Hassan, E.I.	25.00	25.92	N
	Christopher Pieper, E.I.	25.25		
	Russell Ruplinger, E.I.	27.50		
Cad Operator	Paul Scott	26.00	26.00	N
Project Administrator	Deborah Mayer	28.75	23.17	N
	Kathryn Krueger	15.00		
	James Latsis	25.75		
Technician	Tejaswi Gangadharaiah	20.00	17.00	N
	Brigitte Grubbs	16.00		
	Mark O'Neil	15.00		
Administrative	Marissa Sproul	27.25	39.08	N
	George Haenisch	40.00		
	Joanne O'Hara	50.00		

* Exhibit C-1 is a comprehensive list of classifications of company employees.

- (1) List all Employees located in your company's Illinois office(s) by classification. Out of state employees to be used on this project should be included.
- (2) Divide the sum of the "CURRENT HOURLY RATES" for all employees in a classification by the number of employees in that classification.
- (3) Use as many sheets as necessary to show classifications.

Date Revised 04/01/12

Project No. I-11-4014

Consultant: EJM Engineering, Inc.

EXHIBIT D

REIMBURSABLE DIRECT COSTS - WORKSHEET ESTIMATES

A. VEHICLE REIMBURSEMENT

Daily Rate	<u>\$ 45.00</u>	X	<u>60</u>		<u>\$ 2,700.00</u>
	Includes Tolls		No. of Days		

Mileage	<u>\$ 0.555</u>	X	<u>918</u>		<u>\$ 509.49</u>
	Mileage Rate		No. of Miles		

(Use mileage rate found at:

<http://www2.illinois.gov/cms/Employees/travel/Pages/TravelReimbursement.aspx>

TOTAL VEHICLE REIMBURSEMENT					<u>\$ 3,209.49</u>
------------------------------------	--	--	--	--	--------------------

B. ALLOWABLE DIRECT COSTS - Enter the total budget of items from the attached Allowable Direct Costs list here:

\$ 2,000.51

http://www.illinoistollway.com/documents/10157/36206/LG_TOLLWAY_XX_ALLOWABLEDIRECTCOSTS_08012008.PDF

C. ITEMIZED DIRECT COSTS - For any expense not included in the Allowable Direct Costs list, written permission must be received from the Chief Engineer prior to its inclusion. List those below:

DIRECT COST CATEGORY

TOTAL ITEMIZED DIRECT COSTS

EXHIBIT D (Continued)

REIMBURSABLE DIRECT COSTS - WORKSHEET ESTIMATES

D. PREMIUM OVERTIME

Classification	Estimate of Overtime Hours	Escalated Hourly Rate (Premium Portion Only) (SEE NOTE 1 BELOW)	Premium Overtime Dollars (Hours x Rate)
Engineer 2			
Technician			

TOTAL PREMIUM OVERTIME \$ _____

(1) Premium portion is equal to 1/2 of the escalated average hourly rate for the classification. This number is to be hard entered. DO NOT enter a formula

ALLOWABLE DIRECT COSTS

08.01.2008

The following costs are allowable when requested by the Department and included in the contract. The costs are allowable when it is customary for the firm to bill for the cost and it can be itemized in the firm's billing and accounting systems.

Per Diem	State Rate (Maximum)
Lodging	State Rate (Maximum)
Air Fare	Coach Rate with 2 weeks advance purchase
Vehicles	
Mileage	State Rate* (Maximum)
Daily Rate (owned or leased the same)	\$45/day (Maximum)
Overtime	Including Tolls
Tolls	Premium portion
Film and Film Processing**	Actual Cost
Overnight Delivery/Postage Courier Service	Actual Cost
Copies of Deliverables and Mylars	Actual Cost
Specific Insurance – required for project	Actual Cost
CADD	Actual Costs (Maximum of \$15.00/Hr)
Monuments – Permanent	Actual Cost
Payment for Newspaper Ads	Actual Cost
Web Site	Actual Cost
Facility Rental for Public Meetings & Exhibits/Rendering & AV Equipment/Transcriptions	Actual Cost
Recording Fees	Actual Cost
Courthouse Fees	Actual Cost
Testing of Soil Samples	Actual Cost
Lab Services (excluding Phase III normal construction inspection such as beam breaks, cylinder breaks, pavement cores)	Actual Cost
Equipment rental specific for project (snooper for bridge inspection, noise meter, etc.)	Actual Cost
Specialized equipment – on an as needed basis with prior approval	Actual Cost
Traffic Systems	Actual Cost
Mobile Phone (for traffic system implementation)	
Telephone Usage (for traffic system monitoring)	
Storm sewer cleaning and televising	Actual Cost
Traffic control and protection	Actual Cost
Aerial photography and mapping	Actual Cost
Utility exploratory trenching	Actual Cost

ALLOWABLE DIRECT COSTS

- *website for State Reimbursement Rates
<http://www2.illinois.gov/cms/Employees/travel/Pages/TravelReimbursement.aspx>
- **Use of digital cameras verses film cameras is encouraged when firms own digital cameras and the discussion of their use will be part of the negotiations. Film & copies will be reimbursed at actual costs.
- On all agreements authorization after January 1, 2005, GPS Equipment is considered tools of the trade.

ALLOWABLE DIRECT COSTS

Construction Inspection

Construction Inspection Communications:

Cell Phones (maximum of 3 without additional approval. Personal phones that do not remain on the job site are not allowable) \$70/month/phone (Maximum)

Radio Communication Actual Cost
2-way Radio Actual Cost

Vehicles (Only for Vehicles assigned to project) \$45/day (Maximum)
DAILY RATE ONLY Including Tolls

The number of days will be calculated as follows:

For extended stay**- Number of days on job site plus one

Day to travel to and from job site

Weekly (hotel) – Number of days on job site plus one day to

Travel to and from job site per week.

Shift Differential

Actual Cost based on
firm policy

**Extended Stay Status applies to individuals on the project over 20 Consecutive working days. The decision whether individuals will stay over the weekend will be made after the Contractor's schedule is available and shall be made jointly by the Consultant Liaison and the IDOT Resident.

NOTES:

For CSE contracts, beam and cylinder breaks are not reimbursable. Overtime to employees traveling to and from the site will be allowed depending on the firm's policy and limited to the Tollway's CSE Manual allowance.

Project No. I-11-4014

Consultant: EJM Engineering, Inc.

EXHIBIT E - KEY PROJECT PERSONNEL

Project Principal: _____

Classification: _____

Project Manager: David Taggart, P.E.

Classification: Project Manager

Project Engineer: _____

Classification: _____

Resident Engineer: _____

Classification: _____

Documentation Engineer: _____

Classification: _____

Project Civil Engineer: _____

Classification: _____

Project Structural Engineer: _____

Classification: _____

Project Drainage Engineer: _____

Classification: _____

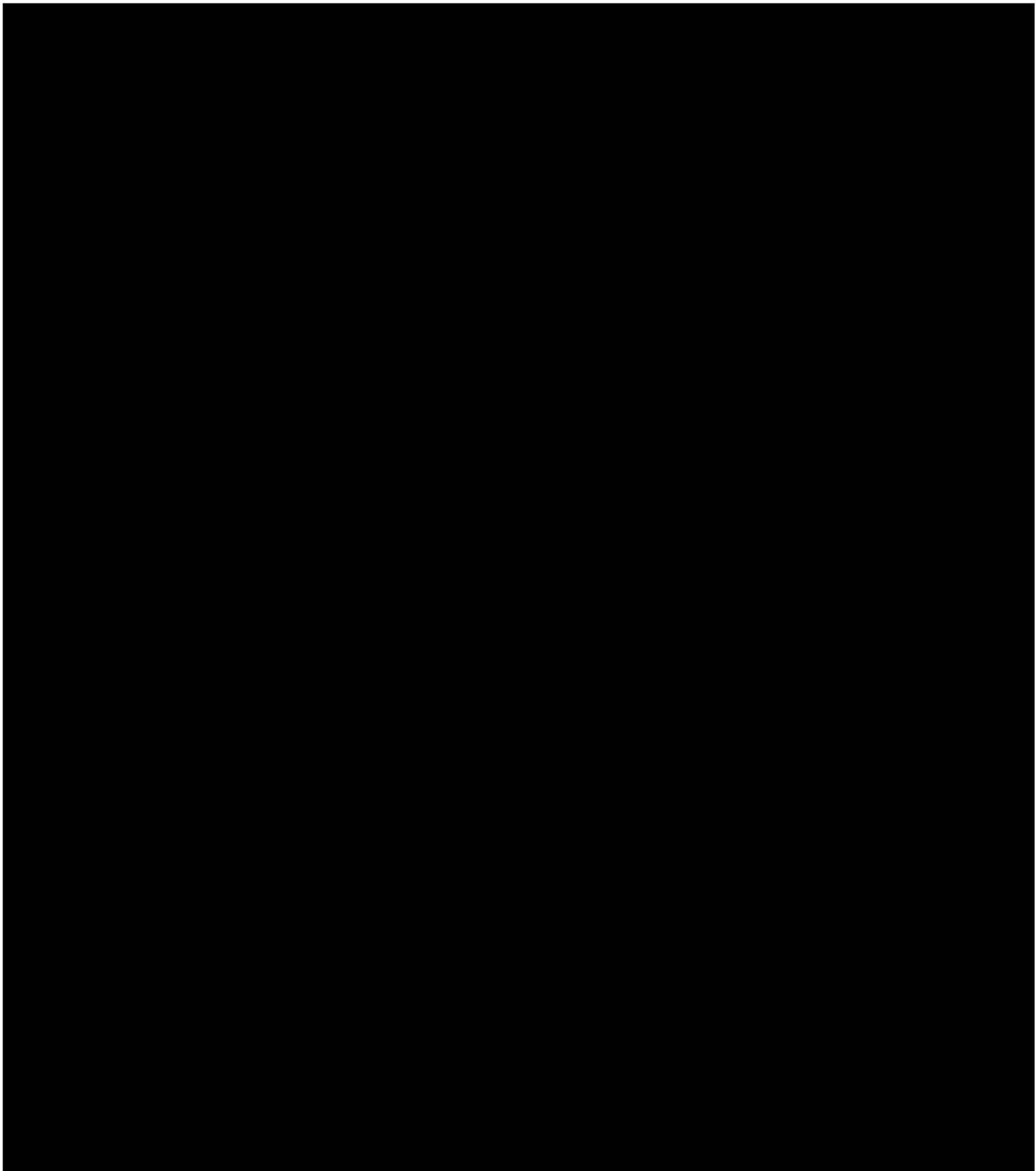
Senior Engineer: _____

Classification: _____

Others: _____

List all key personnel titles that are applicable to this project.

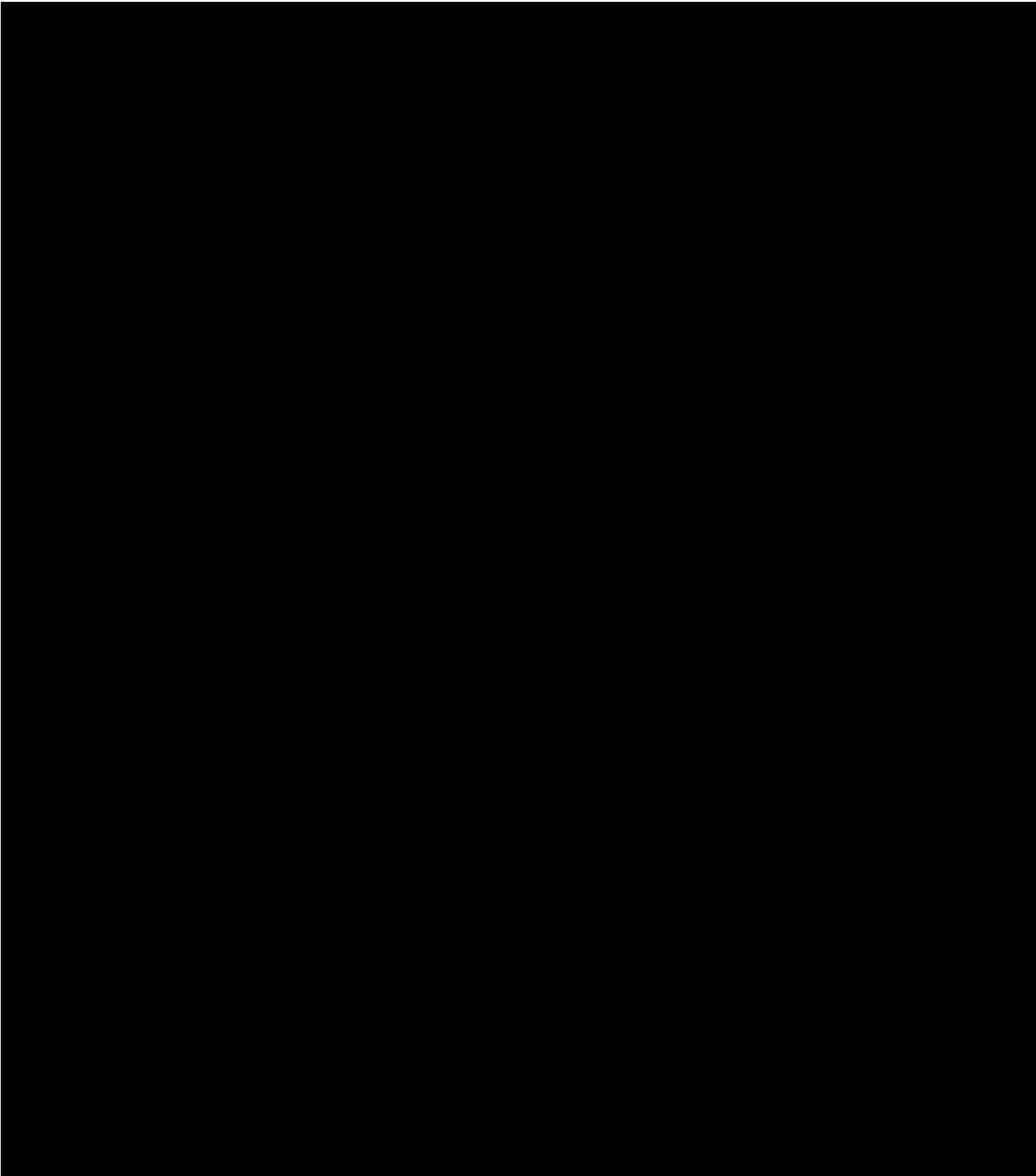
Attach resumes of all key personnel

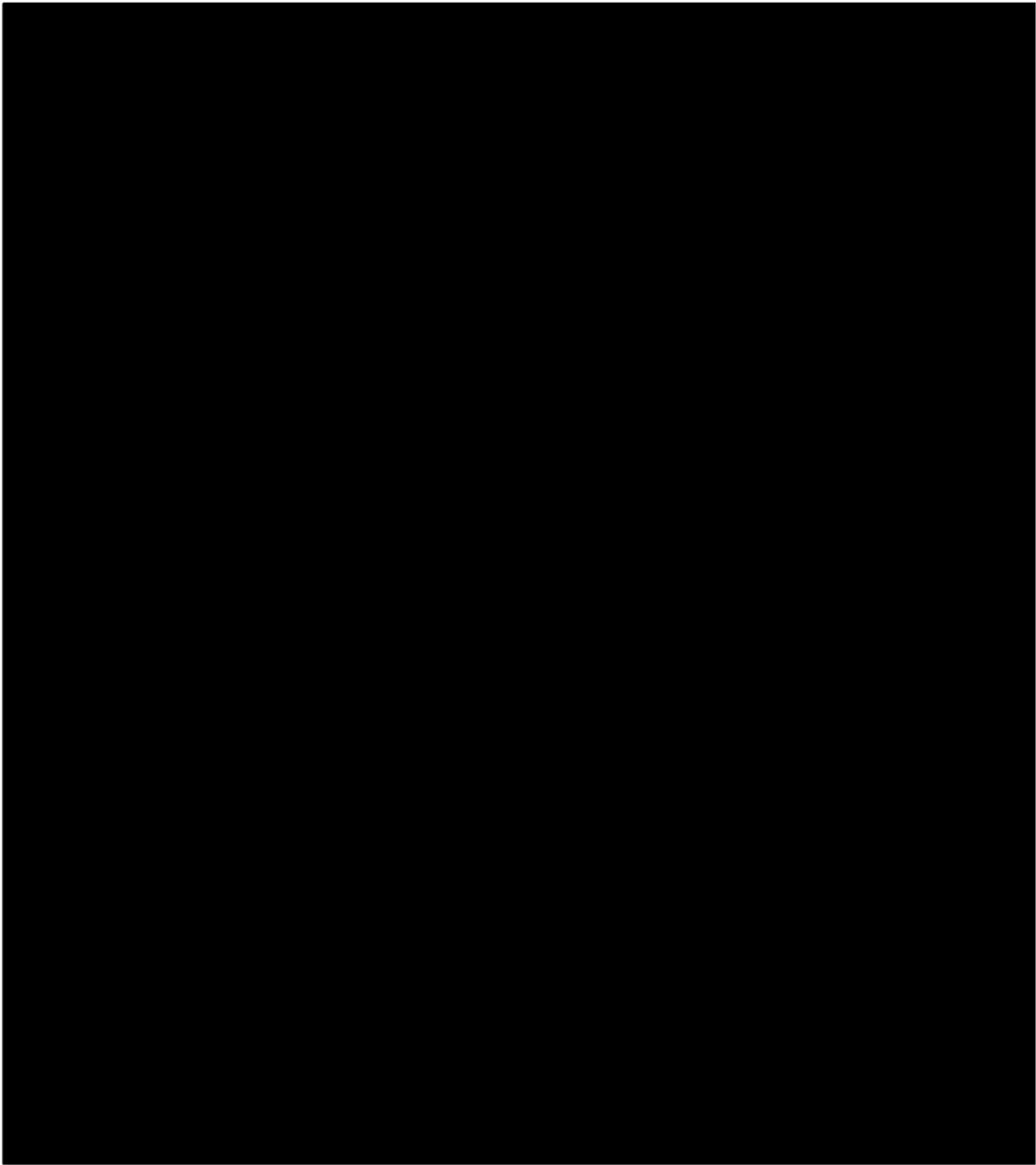




EJM ENGINEERING, INC.

David L. Taggart, PE
Manager of Design

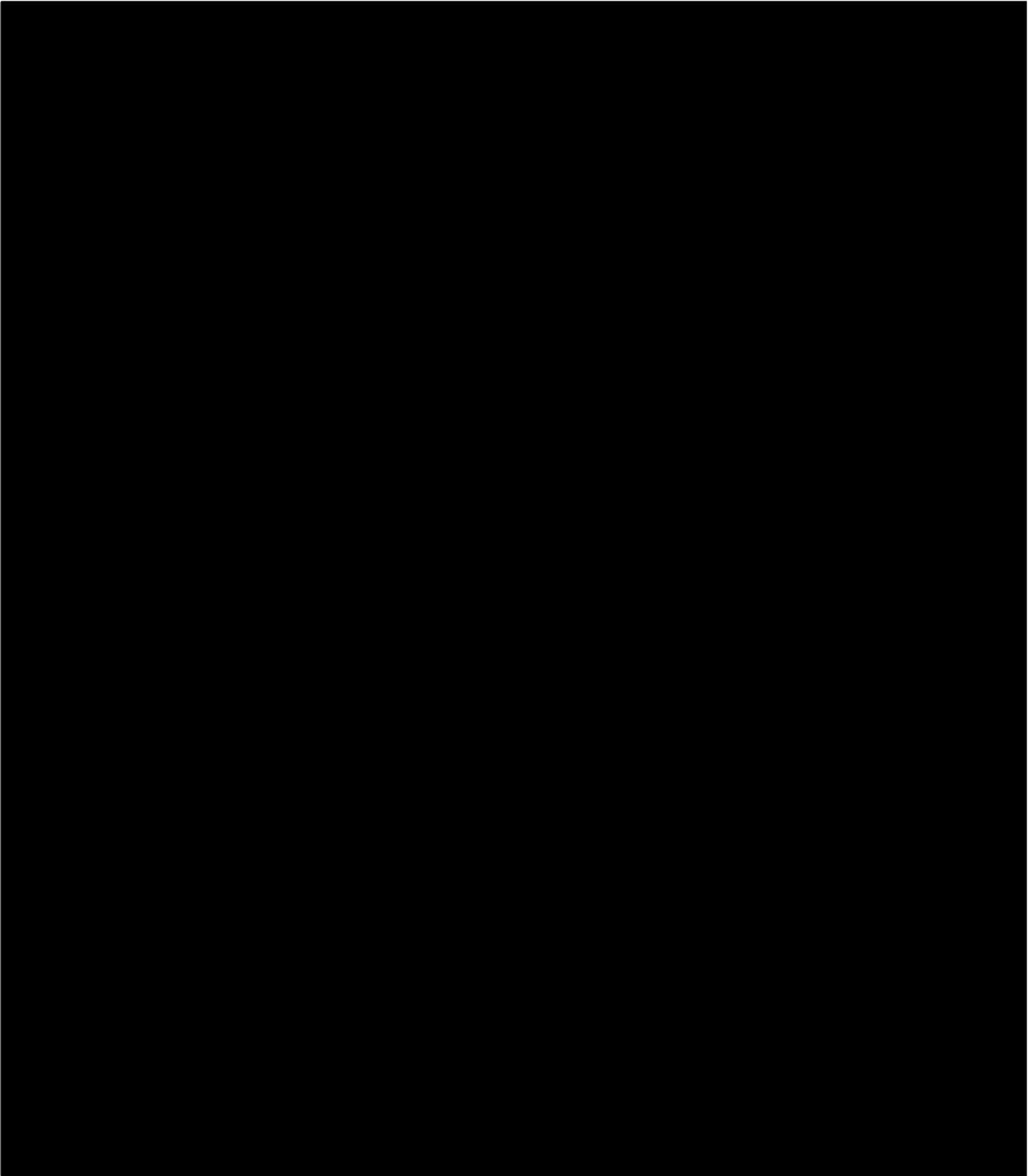






EJM ENGINEERING, INC.

David L. Taggart, PE
Manager of Design



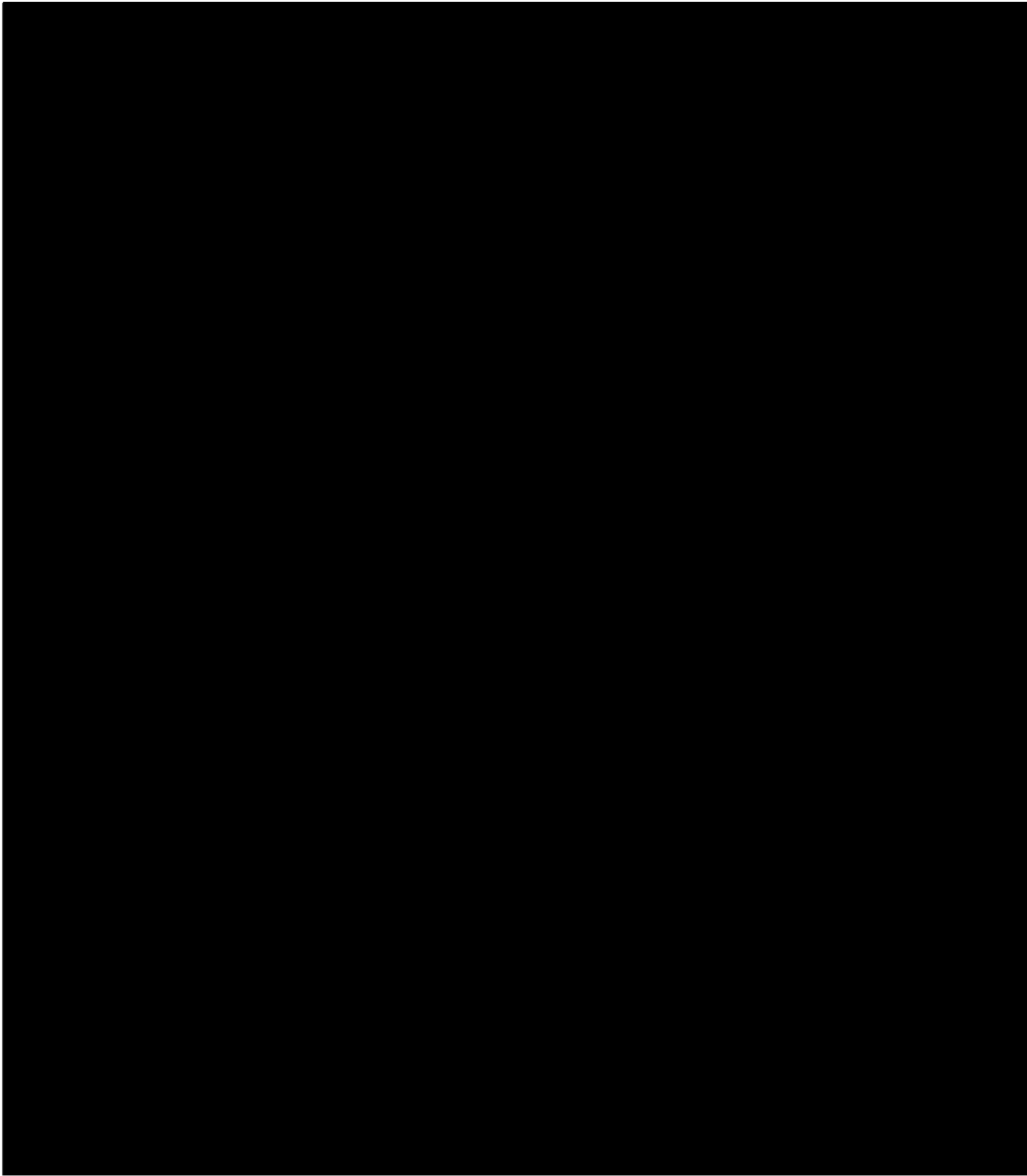


Exhibit F

Scope of Work

Design Corridor Manager
Elgin O'Hare West Bypass Tollway

Contract No. I-11-4014

Illinois State Toll Highway Authority

GENERAL SCOPE

Rev. 5/24/2010

EXHIBIT "1"

PAGE 221 OF 441

Design Corridor Management (DCM) and Design Section Engineering (DSE) services will be provided for the Elgin-O'Hare Western Bypass (EOWB) improvements.

Scope of Services - EJM Engineering, Inc.

EJM Engineering Inc. will assist the prime consultant in providing engineering support services for both the DCM and DSE contracts for the EOWB improvements.

1. MEETINGS AND COORDINATION

EJM will attend meetings and conduct coordination to complete the scope of services:

- A. Attend project kick-off meeting
- B. Attend project team meetings
- C. Attend project review meeting(s)
- D. Attend agency meeting(s)
- E. Attend utility coordination meeting(s)
- F. Conduct project coordination

2. DATA COLLECTION AND FIELD VISITS

EJM will review data and conduct field visits to complete the scope of services:

- A. Review of record "as-built" plans, utility plans, and design material
- B. Conduct field visits
- C. Conduct utility field visits (ComEd)

3. CONCEPTUAL LIGHTING

The work consists of development of a conceptual design (30%) for all roadway lighting work associated with the EOWB improvements in accordance with the Illinois Tollway's "Design Section Engineer's Manual" and "Guidelines for Roadway Illumination". Work locations include the Elgin-O'Hare Expressway from Gary Avenue to the West Bypass, the West Bypass from I-294 to I-90, I-294 from North Avenue to Wolf Road, I-90 from IL 83 to IL 72, I-290 from IL 19 to Biesterfield Road, and various frontage and local roads.

EJM will be responsible for the design of a conceptual lighting plan as follows:

- A. Calculations and analysis
 - Photometric and voltage drop calculations for mainline lighting
 - Photometric and voltage drop calculations for interchanges
 - Photometric and voltage drop calculations for plazas and maintenance facilities
 - Photometric and voltage drop calculations for local roadways
 - Photometric and voltage drop calculations for frontage roads
 - Photometric and voltage drop calculations for local road intersections
 - Photometric and voltage drop calculations for underpasses
 - Airspace analysis for light poles in vicinity of O'Hare International Airport
- B. Preparation of lighting exhibits – All lighting exhibits will be prepared at 1"=50' scale. Exhibits will show proposed pole, controller, and electric service locations.
- C. Development of concept report – Includes design narrative and alternatives analysis, potential construction contract breakdown, and discussion of maintenance and jurisdictional issues.
- D. Development of conceptual quantities and unit costs – Includes coordination of unit costs between Tollway, IDOT, and local municipalities.
- E. Development of conceptual cost estimate – Includes one (1) effort to break total cost into separate construction contracts.

4. BARRIER WARRANT ANALYSIS

Barrier Warrant Analysis for portions of the EOWB within the Prime Consultant's DSE contract limits will be prepared by EJM. This scope of services includes labor hours to perform barrier warrant analysis for 40 areas of concern. Each area of concern will analyze one hazard. A common run of guardrail may shield multiple areas of concern, for which each area of concern requires analysis. Work will include investigating existing and proposed hazards within the project limits for shielding requirements as required by the Traffic Barrier Guidelines, current edition. A Level One Analysis will be performed for ground mounted signs or light poles, and culvert and pipe ends 84-inches or less in vertical opening. Required safety treatments of these hazards will be identified. A Level Two Analysis will be performed for existing hazards when there are no feasible alternatives for eliminating, or reducing the hazard, as well as for alternatives to be analyzed in a Level Three Analysis. Level Three Analysis is a cost-effective analysis that will be performed using RSAP to determine which alternative presents the optimal benefit/cost ratio as compared to other alternatives. Feasible alternatives for Level Three Analysis shall be coordinated with and accepted by the Prime Consultant prior to commencing a Level Three Analysis.

5. QA/QC

EJM will be responsible for implementing the established Quality Management Plan to complete the scope of services.

6. PROJECT MANAGEMENT/PROJECT ADMINISTRATION

EJM will provide project management and administration services during the 60 month project duration to complete the scope of services.

General Items/Assumptions

1. All work will be in English units.
2. All photometric calculations will be performed using AGI 32 software.
3. Microstation sheet files with all references attached will be provided by the prime consultant for use in the development of the Concept Design Report.
4. The concept lighting design will be broken into two (2) separate segments submitted and reviewed individually. Two (2) submittals are included for each segment – a draft submittal and a final submittal. Upon completion of the review and comment disposition process, a final comprehensive report will be issued incorporating the two segments.
5. Photometric calculations for Tollway-owned roadways will be performed for plaza approaches and departures, complex gore areas, and mainline and underpass configurations not covered by standard spacing. Standard spacing will be used elsewhere.
6. Photometric calculations for IDOT and local roadways will be performed in accordance with the IDOT "District 1 General Guidelines for Lighting Design."
7. All electrical design will be in accordance with The National Electric Code (NEC), the National Electrical Safety Code (NESC) and any State or Local Electrical codes that apply to this area.
8. Submittal of FAA Form 7460 is not included in this scope of services.
9. Sign lighting is not included in this scope of services.
10. Photometric calculations on local roads will be performed using standard IDOT luminaires. Lighting on local roads will not be provided where lighting does not currently exist.

EXHIBIT G

CURRENT OBLIGATIONS FOR PROJECT

EJM Engineering, Inc.

Route & Job No.	Work Scope & Description of Project	Fee (Including all Supplementals and Extra Work Orders)	Fee Remaining To Be Earned	Estimated Date of Completion
IDOT Phase I Services PTB 151/ River Road & Robinson Road	Phase I engineering report for intersection improvements and addition of traffic signals at Des Plaines River Rd. at Robinson Rd. in Franklin Park, IL.	\$72,994.91	\$19,821	February 2012
IDOT I-57 at I-294 146/ D-91-066-08	Phase II engineering services for traffic signal design, lighting design and civil engineering support.	\$430,022	\$250,430	December 2012
IDOT Cumberland Rd. at I-90 PTB 154/ D-91-186-10	Phase II engineering services for temporary and permanent traffic signals and lighting; mentor/protégé for drainage	\$230,242	\$123,572	September 2012
IDOT IL 47, IL 71 to Caton Farm Rd. PTB 154/ P-93-039- 08/D-93-015-10	Phase I and Phase II design for traffic engineering, roadway lighting and drainage	\$40,551	\$40,551	TBD
IDOT IL 56 E of Winfield Rd. to Naperville Rd. PTB 154/ C-91-170-10	Phase III construction engineering services for roadway widening and reconstruction	\$251,982	\$176,604	December 2012
IDOT I-94 at Stony Island Feeder PTB 154/ D-91-184-10	Phase II engineering services for traffic engineering, traffic signal design and roadway lighting	\$133,750	\$133,750	September 2012
IDOT I-80 from Grundy Co. line to US 30 PTB 152/ P-91-185-09	Phase I and II engineering services for traffic engineering, traffic signal design and roadway lighting	\$338,000	\$155,574	TBD
CDOT Wacker Dr. Reconstruction	Phase II engineering services for utility relocation support, lighting design, maintenance of traffic design and general engineering support	\$553,382.00	\$180,198	December 2012

Route & Job No.	Work Scope & Description of Project	Fee (Including all Supplementa ls and Extra Work Orders)	Fee Remaining To Be Earned	Estimated Date of Completion
IDOT PTB 160, US 41 Wisconsin State Line to IL 73	Phase II engineering services for Lighting and traffic signals	\$119,110	\$84,411	December 2012
IDOT PTB 157, PHASE I/II Various-Variou, District 3	Phase I and Phase II traffic engineering services on a task order basis	\$200,000	\$180,000	December 2013
ISTHA PSB 10-1, General Engineering Services	Bridge inspection services for the General Engineering Consultant	\$284,000	\$200,806	December 2013
ISTHA PSB 10-1, Traffic Engineering Services	Traffic engineering services for the Traffic Engineering Consultant	\$567,322	\$511,322	December 2013

EXHIBIT H - SERVICES BY OTHERS

Exhibits A-G must be submitted for each subconsultant listed below. If a subconsultant requires "Services by Others", they must include Exhibit H and attach Exhibits A-G for second tier subconsultants.

DBE/MBE/WBE SUBCONSULTANTS

1

Direct Labor	_____	
Direct Costs	_____	
Services by Others	_____	
Additional Services **	_____	
Total this Subconsultant (ULC)	\$ _____	-

6

Direct Labor	\$ _____	-
Direct Costs	\$ _____	-
Services by Others	\$ _____	-
Additional Services **	\$ _____	-
Total this Subconsultant (ULC)	\$ _____	-

2

Direct Labor	_____	
Direct Costs	_____	
Services by Others	\$ _____	-
Additional Services **	_____	
Total this Subconsultant (ULC)	\$ _____	-

7

Direct Labor	\$ _____	-
Direct Costs	\$ _____	-
Services by Others	\$ _____	-
Additional Services **	\$ _____	-
Total this Subconsultant (ULC)	\$ _____	-

3

Direct Labor	\$ _____	-
Direct Costs	\$ _____	-
Services by Others	\$ _____	-
Additional Services **	\$ _____	-
Total this Subconsultant (ULC)	\$ _____	-

8

Direct Labor	\$ _____	-
Direct Costs	\$ _____	-
Services by Others	\$ _____	-
Additional Services **	\$ _____	-
Total this Subconsultant (ULC)	\$ _____	-

4

Direct Labor	\$ _____	-
Direct Costs	\$ _____	-
Services by Others	\$ _____	-
Additional Services **	\$ _____	-
Total this Subconsultant (ULC)	\$ _____	-

9

Direct Labor	\$ _____	-
Direct Costs	\$ _____	-
Services by Others	\$ _____	-
Additional Services **	\$ _____	-
Total this Subconsultant (ULC)	\$ _____	-

5

Direct Labor	\$ _____	-
Direct Costs	\$ _____	-
Services by Others	\$ _____	-
Additional Services **	\$ _____	-
Total this Subconsultant (ULC)	\$ _____	-

10

Direct Labor	\$ _____	-
Direct Costs	\$ _____	-
Services by Others	\$ _____	-
Additional Services **	\$ _____	-
Total this Subconsultant (ULC)	\$ _____	-

** Additional services funds require prior authorization before use

TOTAL DBE/MBE/WBE Subconsultants: \$ _____ -

TOTAL Additional Services DBE/MBE/WBE Subconsultants: \$ _____ -

TOTAL Allowable Fee DBE/MBE/WBE Subconsultants: \$ _____ -

DBE/MBE/WBE Percentage of Total Fee (includes Additional Services): 0.00%

DBE/MBE/WBE Percentage of Total Fee (does not include Additional Services): _____

EXHIBIT H - SERVICES BY OTHERS (continued)

Exhibits A-G must be submitted for each subconsultant listed below. If a subconsultant requires "Services by Others", they must include Exhibit H and attach Exhibits A-G for second tier subconsultants.

OTHER SUBCONSULTANTS (NOT DBE/MBE/WBE)

1	<table border="0" style="width: 100%;"> <tr> <td style="width: 30%;">Direct Labor</td> <td style="width: 20%; border-bottom: 1px solid black;"></td> <td style="width: 50%;"></td> </tr> <tr> <td>Direct Costs</td> <td style="border-bottom: 1px solid black;"></td> <td></td> </tr> <tr> <td>Services by Others</td> <td style="border-bottom: 1px solid black;"></td> <td></td> </tr> <tr> <td>Additional Services **</td> <td style="border-bottom: 1px solid black;"></td> <td></td> </tr> <tr> <td>Total this Subconsultant (ULC)</td> <td style="border-bottom: 1px solid black; text-align: right;">\$</td> <td style="text-align: right;">-</td> </tr> </table>	Direct Labor			Direct Costs			Services by Others			Additional Services **			Total this Subconsultant (ULC)	\$	-
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Additional Services **	\$ -															
Total this Subconsultant (ULC)	\$	-														

** Additional services funds require prior authorization before use

TOTAL Non-DBE/MBE/WBE Subconsultants: \$ -

TOTAL Additional Services Non-DBE/MBE/WBE Subconsultants: \$ -

TOTAL Allowable Fee Non-DBE/MBE/WBE Subconsultants: \$ -

Project Number: I-11-4014

Consultant: FluidClarity

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2012												TOTAL HOURS	
	Jun	Jul	Aug	Sept	Oct	Nov	Dec							
Task A - DCM	37	36	25	25	25	25	25							197
Task B - C. Design														
Task C - PS&E														
Task D - Task Orders														
TOTALS	37	35	25	25	25	25	25							197

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: FluidClarity

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2013												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM	25	25	25	25	25	25	25	25	25	25	25	25	25	300
Task B - C. Design														
Task C - PS&E														
Task D - Task Orders														
TOTALS	25	25	25	25	25	25	25	25	25	25	25	25	25	300

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: FluidClarity

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2014												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM	25	25	25	25	25	25	25	37	37	37	37	37	37	360
Task B - C. Design														
Task C - PS&E														
Task D - Task Orders														
TOTALS	25	25	25	25	25	25	25	37	37	37	37	37	37	360

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: FluidClarity

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2015												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM	37	37	37	37	37	37	37	37	37	37	37	37	37	444
Task B - C. Design														
Task C - PS&E														
Task D - Task Orders														
TOTALS	37	37	37	37	37	37	37	37	37	37	37	37	37	444

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: FluidClarity

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2016												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM	37	37	37	37	37	37	37	36	36	36	36	36	36	439
Task B - C. Design														
Task C - PS&E														
Task D - Task Orders														
TOTALS	37	37	37	37	37	37	37	36	36	36	36	36	36	439

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: FluidClarity

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2017												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM	36	36	36	36	36									180
Task B - C. Design														
Task C - PS&E														
Task D - Task Orders														
TOTALS	36	36	36	36	36									180

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project No. I-11-4014

Consultant: FluidClarity Ltd

EXHIBIT B - FEE CALCULATIONS

A. DIRECT SALARY (without overtime)

Total Work Hours: 1,920.00
(From Exhibit C-3)

Total Dollars: \$ 106,770.00
(From Exhibit C-3)

Multiplier to be used on this project: 2.80
Allowable Multiplier = (2.8 DSE) (2.5 or 2.8 CM) (2.5 PMO)

DIRECT REGULAR SALARY TIMES MULTIPLIER \$ 298,956.00

B. REIMBURSABLE DIRECT COSTS NOT ELIGIBLE FOR PROFIT
(For Prime Consultant listed above.)

TOTAL DIRECT COSTS \$ 9,449.80

C. SERVICES BY OTHERS

Total Allowable Fee DBE/MBE/WBE Subconsultant (from Exhibit H) \$ -
(Do not including estimated additional services)

Total Allowable Fee Non-DBE/MBE/WBE Subconsultant (from Exhibit H (cont)) \$ -
(Do not including estimated additional services)

TOTAL SERVICES BY OTHERS \$ -

D. ADDITIONAL SERVICES (prime and subconsultants) _____
(Requires prior authorization before use)

E. MAXIMUM ALLOWABLE FEE (Upper Limit of Compensation) \$ 308,405.80

i-11-4014

4/10/2012

Consultant: FluidClarity

EXHIBIT C-2: PAYROLL CLASSIFICATION ESCALATION TABLE

CONTRACT TERM: 60 NO. OF MONTHS

SCHEDULED START DATE: 6/1/2012

RAISE DATE: 1/1/2013

PERCENT OF RAISE: 3%

ESCALATION PER YEAR

Date	Date	Date	Date	Date	Date	Date	Date
6/1/2012	12/31/2012	1/1/2013	12/31/2013	1/1/2014	12/31/2014	1/1/2015	12/31/2015
7.0	12.0	12.0	12.0	12.0	12.0	12.0	12.0
60.0	60.0	60.0	60.0	60.0	60.0	60.0	60.0
11.67%	20.60%	21.22%	21.85%	22.51%	9.66%		
Factor First Period	Escalation Factor Second Period	Escalation Factor Third Period	Escalation Factor Fourth Period	Escalation Factor Fifth Period	Escalation Factor Fifth Period		

The escalation factor for this project is: 107.51%

Project No. I-11-4014

Consultant: FluidClarity Ltd

EXHIBIT D

REIMBURSABLE DIRECT COSTS - WORKSHEET ESTIMATES

A. VEHICLE REIMBURSEMENT

Daily Rate \$ 45.00 X 0 \$ -
Includes Tolls No. of Days

Mileage \$ 0.555 X 5,200 \$ 2,886.00
Mileage Rate No. of Miles

(Use mileage rate found at:

<http://www2.illinois.gov/cms/Employees/travel/Pages/TravelReimbursement.aspx>

TOTAL VEHICLE REIMBURSEMENT \$ 2,886.00

B. ALLOWABLE DIRECT COSTS - Enter the total budget of items from the attached Allowable Direct Costs list here:

http://www.illinoistollway.com/documents/10157/36206/LG_TO_LLWAY_XX_ALLOWABLEDIRECTCOSTS_08012008.PDF

\$ 6,563.80

C. ITEMIZED DIRECT COSTS - For any expense not included in the Allowable Direct Costs list, written permission must be received from the Chief Engineer prior to its inclusion. List those below:

DIRECT COST CATEGORY

Date Revised 04/01/12

TOTAL ITEMIZED DIRECT COSTS

\$ _____

ALLOWABLE DIRECT COSTS

08.01.2008

The following costs are allowable when requested by the Department and included in the contract. The costs are allowable when it is customary for the firm to bill for the cost and it can be itemized in the firm's billing and accounting systems.

Per Diem	State Rate (Maximum)
Lodging	State Rate (Maximum)
Air Fare	Coach Rate with 2 weeks advance purchase
Vehicles	
Mileage	State Rate* (Maximum)
Daily Rate (owned or leased the same)	\$45/day (Maximum)
Overtime	Including Tolls
Tolls	Premium portion
Film and Film Processing**	Actual Cost
Overnight Delivery/Postage Courier Service	Actual Cost
Copies of Deliverables and Mylars	Actual Cost
Specific Insurance – required for project	Actual Cost
CADD	Actual Costs (Maximum of \$15.00/Hr)
Monuments – Permanent	Actual Cost
Payment for Newspaper Ads	Actual Cost
Web Site	Actual Cost
Facility Rental for Public Meetings & Exhibits/Rendering & AV Equipment/Transcriptions	Actual Cost
Recording Fees	Actual Cost
Courthouse Fees	Actual Cost
Testing of Soil Samples	Actual Cost
Lab Services (excluding Phase III normal construction inspection such as beam breaks, cylinder breaks, pavement cores)	Actual Cost
Equipment rental specific for project (snooper for bridge inspection, noise meter, etc.)	Actual Cost
Specialized equipment – on an as needed basis with prior approval	Actual Cost
Traffic Systems	Actual Cost
Mobile Phone (for traffic system implementation)	
Telephone Usage (for traffic system monitoring)	
Storm sewer cleaning and televising	Actual Cost
Traffic control and protection	Actual Cost
Aerial photography and mapping	Actual Cost
Utility exploratory trenching	Actual Cost

ALLOWABLE DIRECT COSTS

- *website for State Reimbursement Rates
<http://www2.illinois.gov/cms/Employees/travel/Pages/TravelReimbursement.aspx>
- **Use of digital cameras verses film cameras is encouraged when firms own digital cameras and the discussion of their use will be part of the negotiations. Film & copies will be reimbursed at actual costs.
- On all agreements authorization after January 1, 2005, GPS Equipment is considered tools of the trade.

ALLOWABLE DIRECT COSTS

Construction Inspection

Construction Inspection Communications:

Cell Phones (maximum of 3 without additional approval. Personal phones that do not remain on the job site are not allowable)	\$70/month/phone (Maximum)
Radio Communication 2-way Radio	Actual Cost Actual Cost
Vehicles (Only for Vehicles assigned to project) DAILY RATE ONLY	\$45/day (Maximum) Including Tolls

The number of days will be calculated as follows:

For extended stay**- Number of days on job site plus one

Day to travel to and from job site

Weekly (hotel) – Number of days on job site plus one day to

Travel to and from job site per week.

Shift Differential

Actual Cost based on
firm policy

**Extended Stay Status applies to individuals on the project over 20 Consecutive working days. The decision whether individuals will stay over the weekend will be made after the Contractor's schedule is available and shall be made jointly by the Consultant Liaison and the IDOT Resident.

NOTES:

For CSE contracts, beam and cylinder breaks are not reimbursable. Overtime to employees traveling to and from the site will be allowed depending on the firm's policy and limited to the Tollway's CSE Manual allowance.

Project No. I-11-4014

Consultant: FluidClarity

EXHIBIT E - KEY PROJECT PERSONNEL

Project Principle/Manager Marion Kessy

Classification: Engineer VII

Project Engineer: Roger Lockwood

Classification: Engineer V

Project Engineer: _____

Classification: _____

Resident Engineer: _____

Classification: _____

Documentation Engineer: _____

Classification: _____

Project Civil Engineer: _____

Classification: _____

Project Structural Engineer: _____

Classification: _____

Project Drainage Engineer: _____

Classification: _____

Senior Engineer: _____

Classification: _____

Others: _____

List all key personnel titles that are applicable to this project.

Attach resumes of all key personnel

MARION KESSY, Ph.D., P.E., LEED AP
Principal Civil and Water Resources Engineer.

ROGER S. LOCKWOOD, P.E., CFM
Senior Civil and Water Resources

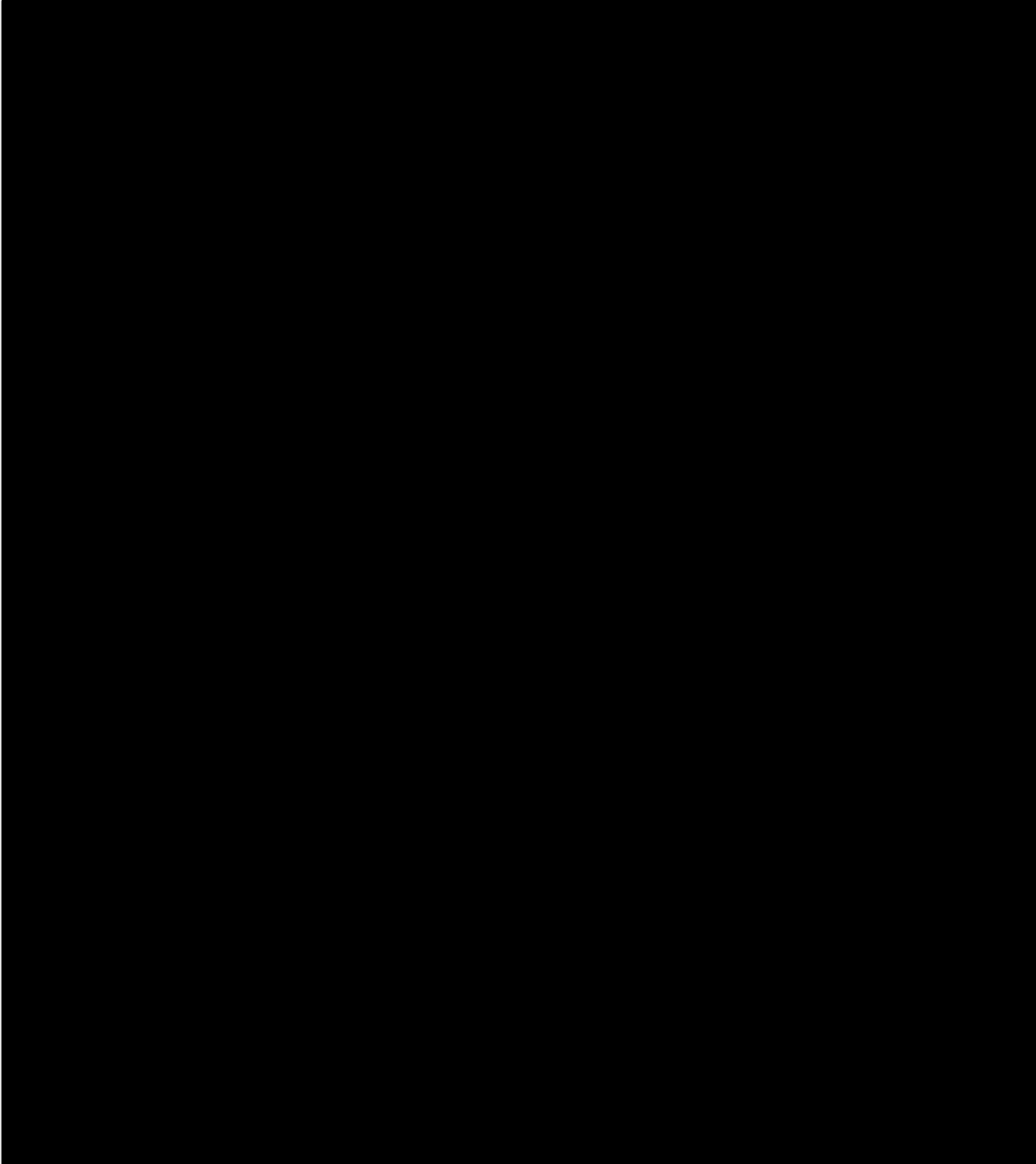


Exhibit F

Scope of Work

Design Corridor Manager – Elgin O’Hare West Bypass Tollway

Contract No. I-11-4014

Fluid Clarity will serve as a subcontractor to CH2M HILL in the conduct of the Design Corridor Manager contract for the Elgin O’Hare West Bypass Project. FluidClarity will assist in the technical review of DSE submittals for the EOWB project. Technical reviews by FluidClarity will be specific to drainage related aspects of the DSE submittals. The scope of Fluid Clarity’s work is defined in the following subtask

Task A1.16. Technical Reviews of DSE Submittals

Technical Reviews

FluidClarity will conduct technical reviews of DSE engineering submittals for the drainage related aspects of the plans. The design review of drainage assumes that the location drainage studies during Phase I of the IDOT contract have been approved. FluidClarity will be involved in drainage design reviews at 60% and 95% plan set submittals. At 60% design, FluidClarity will: check all drainage plan notes; check ditch, storm sewer, major stream crossings and culvert profiles; account for all pay items, review design cross sections for consistency with location drainage studies; review erosion and sedimentation control measures for completeness, and review the drainage cost estimate. At 95%, FluidClarity will review specifications, special provisions, quantities, and cost estimate for drainage facilities. FluidClarity will not be involved in the final plan set review.

Each review will be accompanied with detailed notes and comments in conformance with a standardized comment form. Design comments from FluidClarity will be compiled with comments from other disciplines. Fluid Clarity will participate in a review meeting with the final designers following each plan set review. These review meetings will be used to reconcile all design related issues including drainage and soil erosion control.

EXHIBIT G

CURRENT OBLIGATIONS FOR PROJECT

FLUIDCLARITY LTD

Route & Job No.	Work Scope & Description of Project	Fee (Including all Supplementals and Extra Work Orders)	Fee Remaining To Be Earned	Estimated Date of Completion
O'Hare Airport	NPDES sampling and reports	21,000	14,000	2017
47 th St at East Ave P91-013-12	Phase I Pump Station Report for Grade separation	92,000	92,000	2015
P-91-635-11	Program Management, District 1	600,000	570,000	2014
Central Ave P91-242-11	Phase I&II Pump Station Design	59,813	56,000	2015
95 th P-91-599-10	Intersection Improvements, Phase I Pump Station Design	109,296	101,000	2013
Various P-93-036-11	Various Phase I/II, Roadway and drainage improvements, various routes, District 3	30,000	30,000	2014
Statewide D-30-009-11	Statewide Structural and Hydraulic Engineering Services, Bureau of Bridges and Structures.	900,000	881,000	2015
MWRD	Hydrologic and Hydraulic Modeling	34,000	18,000	2012
EOWB PSB 11-3	Elgin OHare West Bypass, Plan reviews – Drainage and Soil Erosion	308,000	308,000	2017
FAI I-74 P-92-040-11	I-74 Phase I Drainage	96,778	86,778	2015
I-74 Corridor over Mississippi	Corridor-wide Coordination, Phase II Drainage Design, Permitting	636,989	22,000	2012

EXHIBIT H - SERVICES BY OTHERS

Exhibits A-G must be submitted for each subconsultant listed below. If a subconsultant requires "Services by Others", they must include Exhibit H and attach Exhibits A-G for second tier subconsultants.

DBE/MBE/WBE SUBCONSULTANTS

<p>1 _____</p> <p>Direct Labor _____</p> <p>Direct Costs _____</p> <p>Services by Others _____</p> <p>Additional Services ** _____</p> <p>Total this Subconsultant (ULC) \$ _____ -</p>	<p>6 _____</p> <p>Direct Labor \$ _____ -</p> <p>Direct Costs \$ _____ -</p> <p>Services by Others \$ _____ -</p> <p>Additional Services ** \$ _____ -</p> <p>Total this Subconsultant (ULC) \$ _____ -</p>
<p>2 _____</p> <p>Direct Labor _____</p> <p>Direct Costs _____</p> <p>Services by Others \$ _____ -</p> <p>Additional Services ** _____</p> <p>Total this Subconsultant (ULC) \$ _____ -</p>	<p>7 _____</p> <p>Direct Labor \$ _____ -</p> <p>Direct Costs \$ _____ -</p> <p>Services by Others \$ _____ -</p> <p>Additional Services ** \$ _____ -</p> <p>Total this Subconsultant (ULC) \$ _____ -</p>
<p>3 _____</p> <p>Direct Labor \$ _____ -</p> <p>Direct Costs \$ _____ -</p> <p>Services by Others \$ _____ -</p> <p>Additional Services ** \$ _____ -</p> <p>Total this Subconsultant (ULC) \$ _____ -</p>	<p>8 _____</p> <p>Direct Labor \$ _____ -</p> <p>Direct Costs \$ _____ -</p> <p>Services by Others \$ _____ -</p> <p>Additional Services ** \$ _____ -</p> <p>Total this Subconsultant (ULC) \$ _____ -</p>
<p>4 _____</p> <p>Direct Labor \$ _____ -</p> <p>Direct Costs \$ _____ -</p> <p>Services by Others \$ _____ -</p> <p>Additional Services ** \$ _____ -</p> <p>Total this Subconsultant (ULC) \$ _____ -</p>	<p>9 _____</p> <p>Direct Labor \$ _____ -</p> <p>Direct Costs \$ _____ -</p> <p>Services by Others \$ _____ -</p> <p>Additional Services ** \$ _____ -</p> <p>Total this Subconsultant (ULC) \$ _____ -</p>
<p>5 _____</p> <p>Direct Labor \$ _____ -</p> <p>Direct Costs \$ _____ -</p> <p>Services by Others \$ _____ -</p> <p>Additional Services ** \$ _____ -</p> <p>Total this Subconsultant (ULC) \$ _____ -</p>	<p>10 _____</p> <p>Direct Labor \$ _____ -</p> <p>Direct Costs \$ _____ -</p> <p>Services by Others \$ _____ -</p> <p>Additional Services ** \$ _____ -</p> <p>Total this Subconsultant (ULC) \$ _____ -</p>

** Additional services funds require prior authorization before use

TOTAL DBE/MBE/WBE Subconsultants: \$ _____ -

TOTAL Additional Services DBE/MBE/WBE Subconsultants: \$ _____ -

TOTAL Allowable Fee DBE/MBE/WBE Subconsultants: \$ _____ -

DBE/MBE/WBE Percentage of Total Fee (includes Additional Services): 0.00%

DBE/MBE/WBE Percentage of Total Fee (does not include Additional Services): _____

Date Revised 04/01/12

EXHIBIT H - SERVICES BY OTHERS (continued)

Exhibits A-G must be submitted for each subconsultant listed below. If a subconsultant requires "Services by Others", they must include Exhibit H and attach Exhibits A-G for second tier subconsultants.

OTHER SUBCONSULTANTS (NOT DBE/MBE/WBE)

1	_____	
	Direct Labor	_____
	Direct Costs	_____
	Services by Others	_____
	Additional Services **	_____
	Total this Subconsultant (ULC)	\$ _____ -

6	_____	
	Direct Labor	\$ _____ -
	Direct Costs	\$ _____ -
	Services by Others	\$ _____ -
	Additional Services **	\$ _____ -
	Total this Subconsultant (ULC)	\$ _____ -

2	_____	
	Direct Labor	_____
	Direct Costs	_____
	Services by Others	\$ _____ -
	Additional Services **	_____
	Total this Subconsultant (ULC)	\$ _____ -

7	_____	
	Direct Labor	\$ _____ -
	Direct Costs	\$ _____ -
	Services by Others	\$ _____ -
	Additional Services **	\$ _____ -
	Total this Subconsultant (ULC)	\$ _____ -

3	_____	
	Direct Labor	\$ _____ -
	Direct Costs	\$ _____ -
	Services by Others	\$ _____ -
	Additional Services **	\$ _____ -
	Total this Subconsultant (ULC)	\$ _____ -

8	_____	
	Direct Labor	\$ _____ -
	Direct Costs	\$ _____ -
	Services by Others	\$ _____ -
	Additional Services **	\$ _____ -
	Total this Subconsultant (ULC)	\$ _____ -

4	_____	
	Direct Labor	\$ _____ -
	Direct Costs	\$ _____ -
	Services by Others	\$ _____ -
	Additional Services **	\$ _____ -
	Total this Subconsultant (ULC)	\$ _____ -

9	_____	
	Direct Labor	\$ _____ -
	Direct Costs	\$ _____ -
	Services by Others	\$ _____ -
	Additional Services **	\$ _____ -
	Total this Subconsultant (ULC)	\$ _____ -

5	_____	
	Direct Labor	\$ _____ -
	Direct Costs	\$ _____ -
	Services by Others	\$ _____ -
	Additional Services **	\$ _____ -
	Total this Subconsultant (ULC)	\$ _____ -

10	_____	
	Direct Labor	\$ _____ -
	Direct Costs	\$ _____ -
	Services by Others	\$ _____ -
	Additional Services **	\$ _____ -
	Total this Subconsultant (ULC)	\$ _____ -

** Additional services funds require prior authorization before use

TOTAL Non-DBE/MBE/WBE Subconsultants: \$ _____ -

TOTAL Additional Services Non-DBE/MBE/WBE Subconsultants: \$ _____ -

TOTAL Allowable Fee Non-DBE/MBE/WBE Subconsultants: \$ _____ -

Project Number: I-11-4014

Consultant: Knight E/A, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2012												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM						135	135	135	135	135	135	135	131	941
Task B - C.Design						100	112	112	112	112	112	112	112	772
Task C - PS&E						1056	1100	1100	1100	1100	1100	1100	1100	7656
Task D - Task Orders						160	160	160	160	160	160	160	140	1100
TOTALS						1451	1507	1507	1507	1507	1507	1507	1483	10469

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: Knight E/A, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2013												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM	135	135	135	135	135	135	135	135	135	135	135	135	135	1620
Task B - C.Design	68	68	68	68	68	68	68	68	68	68	68	68	68	816
Task C - PS&E	1100	1100	1100	1100	1100	1100	1100	1100	1100	1100	1100	1100	1100	13200
Task D - Task Orders	160	160	160	160	160	160	160	160	160	160	160	160	160	1920
TOTALS	1463	1463	1463	1463	1463	1463	1463	1463	1463	1463	1463	1463	1463	17556

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: Knight E/A, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2014												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM	135	135	135	135	135	135	135	135	135	135	135	135	135	1620
Task B - C.Design														
Task C - PS&E	1100	1220	1220	1220	1220	1220	1220	1220	1220	1130	1060	1060	1060	14110
Task D - Task Orders	240	240	240	240	240	240	240	240	240	240	240	240	240	2880
TOTALS	1475	1595	1595	1595	1595	1595	1595	1595	1595	1505	1435	1435	1435	18610

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: Knight E/A, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2015												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM	135	135	135	135	135	135	135	135	135	135	135	135	135	1620
Task B - C.Design														
Task C - PS&E														
Task D - Task Orders														
TOTALS	135	135	135	135	135	135	135	135	135	135	135	135	135	1620

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: Knight E/A, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2016												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM	135	135	135	135	135	135	135	135	135	135	135	135	135	1620
Task B - C.Design														
Task C - PS&E														
Task D - Task Orders														
TOTALS	135	135	135	135	135	135	135	135	135	135	135	135	135	1620

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: Knight E/A, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2017												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM	135	135	135	135	135									675
Task B - C.Design														
Task C - PS&E														
Task D - Task Orders														
TOTALS	135	135	135	135	135									675

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project No. I-11-4014

Consultant: Knight E/A, Inc.

EXHIBIT B - FEE CALCULATIONS

A. DIRECT SALARY (without overtime)

Total Work Hours: 50,550.00
(From Exhibit C-3)

Total Dollars: \$ 2,496,183.00
(From Exhibit C-3)

Multiplier to be used on this project: 2.80
Allowable Multiplier = (2.8 DSE) (2.5 or 2.8 CM) (2.5 PMO)

DIRECT REGULAR SALARY TIMES MULTIPLIER \$ 6,989,312.40

B. REIMBURSABLE DIRECT COSTS NOT ELIGIBLE FOR PROFIT
(For Prime Consultant listed above.)

TOTAL DIRECT COSTS \$ 87,768.00

C. SERVICES BY OTHERS

Total Allowable Fee DBE/MBE/WBE Subconsultant (from Exhibit H) \$ -
(Do not including estimated additional services)

Total Allowable Fee Non-DBE/MBE/WBE Subconsultant (from Exhibit H (cont)) \$ -
(Do not including estimated additional services)

TOTAL SERVICES BY OTHERS \$ -

D. ADDITIONAL SERVICES (prime and subconsultants)
(Requires prior authorization before use)

E. MAXIMUM ALLOWABLE FEE (Upper Limit of Compensation) \$ 7,077,080.40

Date Revised 04/01/12

Date: 4/10/2012

EXHIBIT C-1: COMPANY EMPLOYEE CLASSIFICATION LIST

Classification	Name (SEE NOTE 1 BELOW)	Current Hourly Rate	Classification Average Rate (SEE NOTE 2 BELOW)	Eligible For Prem. O/T?
CEO	Wolfe, James	70.00	70.00	
President	Lentz, Kevin	70.00	70.00	
Sr. Vice President	Kavanaugh, Dan	70.00	70.00	
	Reed, Christine	70.00		
Vice President	Smith, Jr., Charles	96.15	76.92	
	Sommer, Chuck	74.52		
	Mulhern, Melissa	60.10		
Principal Engineer	Nastal, Robert	72.12	62.26	
	Murphy, William	62.50		
	Schrock, Dennis	62.50		
	Byom, Randy	60.10		
	Popovic, Marko	54.09		
Senior Engineer	Mueller, Martin	59.86	55.38	
	Breicha, Scott	58.17		
	Fredericksen, Kurt	59.13		
	Hildebranski, Bob	59.13		
	Jednoroz, Jaroslaw (Jerry)	57.45		
	Murillo, John	57.21		
	Popish, Dennis	52.88		
	O'Brien, Patrick	52.40		
	Spiekermann, Jeffrey	48.56		
	Paris, Linda	49.04		

* Exhibit C-1 is a comprehensive list of classifications of company employees.

- (1) List all Employees located in your company's Illinois office(s) by classification. Out of state employees to be used on this project should be included.
- (2) Divide the sum of the "CURRENT HOURLY RATES" for all employees in a classification by the number of employees in that classification.
- (3) Use as many sheets as necessary to show classifications.

Date Revised 04/01/12

EXHIBIT C-1: COMPANY EMPLOYEE CLASSIFICATION LIST

Classification	Name (SEE NOTE 1 BELOW)	Current Hourly Rate	Classification Average Rate (SEE NOTE 2 BELOW)	Eligible For Prem. O/T?
Senior Architect	Knapp, Roxanne	43.99	43.32	
	Ditter, Jon	42.64		
Project Engineer	Sayeeduddin, Mohammad	49.52	44.01	
	McGann, Christopher	49.04		
	Chesney, Ray	48.08		
	Hussey, Timothy	48.08		
	Ogren, Chad	44.62		
	Shortt, Terence	43.27		
	Dorsey, Glenn	43.03		
	Banks, David	42.16		
	Freeze, Mark	42.07		
	Reichel Jr., James	41.83		
	McKane, Ryan	41.83		
	Goodenough, Joel	40.87		
Tilson, Alisa	37.74			
Project Architect	Gregory, Steve	35.00	31.83	
	Mascote, Hugo	31.88		
	Earlsey, Brian	30.40		
	Puschak, Christopher	30.05		

* Exhibit C-1 is a comprehensive list of classifications of company employees.

- (1) List all Employees located in your company's Illinois office(s) by classification. Out of state employees to be used on this project should be included.
- (2) Divide the sum of the "CURRENT HOURLY RATES" for all employees in a classification by the number of employees in that classification.
- (3) Use as many sheets as necessary to show classifications.

Date Revised 04/01/12

Date: 4/10/2012

EXHIBIT C-1: COMPANY EMPLOYEE CLASSIFICATION LIST

Classification	Name (SEE NOTE 1 BELOW)	Current Hourly Rate	Classification Average Rate (SEE NOTE 2 BELOW)	Eligible For Prem. O/T?
Engineer III	Vondra, David	44.95	40.84	
	Andre, Brian	44.62		
	Mellen, Bruce	43.99		
	Sturm, Robert	42.55		
	Glynn, James	40.46		
	Erickson, Marsha	40.00		
	Schiller, Patricia	39.23		
	Butcher, Trisha	39.22		
	Koons, Ron	39.18		
	McNulty, Dennis	38.22		
	Ellis, Noreen	36.78		
Architect III	Patton, Jennifer	27.88	27.50	
	Paradiso, Ninette	27.64		
	Peters, Kathleen	26.97		
Engineer II	Wojtasik, Ron	41.43	33.80	
	Scheffler, Matthew	37.50		
	Lugo, Lionel	36.06		
	Mitchell, James	36.06		
	Leopold, David	35.58		
	Maestranzi, Matthew	33.89		
	Eannace, Martha	34.38		
	Cerniglia, Ryan	31.87		
	Blakesley, Jaime	31.25		
	Balog, Marius	29.91		
	Poulos, Michael	28.85		
	Schwarz, Heidi	28.85		

* Exhibit C-1 is a comprehensive list of classifications of company employees.

- (1) List all Employees located in your company's Illinois office(s) by classification. Out of state employees to be used on this project should be included.
- (2) Divide the sum of the "CURRENT HOURLY RATES" for all employees in a classification by the number of employees in that classification.
- (3) Use as many sheets as necessary to show classifications.

Date Revised 04/01/12

Date: 4/10/2012

EXHIBIT C-1: COMPANY EMPLOYEE CLASSIFICATION LIST

Classification	Name (SEE NOTE 1 BELOW)	Current Hourly Rate	Classification Average Rate (SEE NOTE 2 BELOW)	Eligible For Prem. O/T?
Engineer I	Kwasneski, Adam	32.69	25.56	
	Aspacio, Roque	29.91		
	Sliwa, Dustin	29.33		
	Paoletti, Corey	28.68		
	Bachtell, Craig	27.46		
	Barnes, Donald	26.44		
	Thornsen, Matthew	22.60		
	Maroszek, Kyle	22.12		Yes
	Wurl, Charles	22.12		Yes
	Mitchell, Robert	22.12		Yes
	Varchetto, Nicholas	22.12		Yes
	Jednoroz, Matthew	21.15		Yes
Architect I	Mikoz, Natalie	20.67	20.67	
Graphic Designer	Bergholm, Brian	22.36	20.32	
	Medema, Matthew	18.27		
Admin Assistant	Cheeseman, Kelly	24.04	22.67	
	Murillo, Ronald	30.00		
	Luna, Emma	24.04		Yes
	Weber, Lori	21.88		
	Alsbury, Samantha	18.27		
	Blauw, Arlene	17.79		Yes
Engineer/Planner/Architect Intern	tbd		10.50	Yes

* Exhibit C-1 is a comprehensive list of classifications of company employees.

- (1) List all Employees located in your company's Illinois office(s) by classification. Out of state employees to be used on this project should be included.
- (2) Divide the sum of the "CURRENT HOURLY RATES" for all employees in a classification by the number of employees in that classification.
- (3) Use as many sheets as necessary to show classifications.

Date Revised 04/01/12

I-11-4014

Consultant: Knight E/A, Inc.

4/10/2012

EXHIBIT C-2: PAYROLL CLASSIFICATION ESCALATION TABLE

CONTRACT TERM: 60 NO. OF MONTHS

SCHEDULED START DATE: 6/1/2012

RAISE DATE: 7/1/2012

PERCENT OF RAISE: 3%

ESCALATION PER YEAR

Date	Date	Date	Date	Date	Date	Date	Date
6/1/2012	6/31/2012	7/1/2012	6/31/2013	7/1/2013	6/31/2014	7/1/2014	6/31/2015
-	-	-	-	-	-	-	-
1.0	12.0	12.0	12.0	12.0	12.0	12.0	11.0
60.0	60.0	60.0	60.0	60.0	60.0	60.0	60.0
1.67%	20.60%	21.22%	21.85%	22.51%	21.25%		
Factor First Period	Escalation Factor Second Period	Escalation Factor Third Period	Escalation Factor Fourth Period	Escalation Factor Fifth Period	Escalation Factor Fifth Period		

The escalation factor for this project is: 109.10%

Date Revised 04/01/12

EXHIBIT D

REIMBURSABLE DIRECT COSTS - WORKSHEET ESTIMATES

A. VEHICLE REIMBURSEMENT

Daily Rate	<u>\$ 45.00</u>	X	<u>120</u>		<u>\$ 5,400.00</u>
	Includes Tolls		No. of Days		

Mileage	<u>\$ 0.555</u>	X	<u>15,500</u>		<u>\$ 8,602.50</u>
	Mileage Rate		No. of Miles		

(Use mileage rate found at:

<http://www2.illinois.gov/cms/Employees/travel/Pages/TravelReimbursement.aspx>

TOTAL VEHICLE REIMBURSEMENT					<u>\$ 14,002.50</u>
------------------------------------	--	--	--	--	---------------------

B. ALLOWABLE DIRECT COSTS - Enter the total budget of items from the attached Allowable Direct Costs list here:

\$ 64,990.50

http://www.illinoistollway.com/documents/10157/36206/LG_TO_LLWAY_XX_ALLOWABLEDIRECTCOSTS_08012008.PDF

C. ITEMIZED DIRECT COSTS - For any expense not included in the Allowable Direct Costs list, written permission must be received from the Chief Engineer prior to its inclusion. List those below:

DIRECT COST CATEGORY

Parking

Printing

Date Revised 04/01/12 **TOTAL ITEMIZED DIRECT COSTS**

\$ 1,800.00

EXHIBIT D (Continued)

REIMBURSABLE DIRECT COSTS - WORKSHEET ESTIMATES

D. PREMIUM OVERTIME

Classification	Estimate of Overtime Hours	Escalated Hourly Rate (Premium Portion Only) (SEE NOTE 1 BELOW)	Premium Overtime Dollars (Hours x Rate)
Engineer I	500.00	\$13.95	\$ 6,975.00

TOTAL PREMIUM OVERTIME \$ 6,975.00

(1) Premium portion is equal to 1/2 of the escalated average hourly rate for the classification. This number is to be hard entered. DO NOT enter a formula

ALLOWABLE DIRECT COSTS

08.01.2008

The following costs are allowable when requested by the Department and included in the contract. The costs are allowable when it is customary for the firm to bill for the cost and it can be itemized in the firm's billing and accounting systems.

Per Diem	State Rate (Maximum)
Lodging	State Rate (Maximum)
Air Fare	Coach Rate with 2 weeks advance purchase
Vehicles	
Mileage	State Rate* (Maximum)
Daily Rate (owned or leased the same)	\$45/day (Maximum) Including Tolls
Overtime	Premium portion
Tolls	Actual Cost
Film and Film Processing**	Actual Cost
Overnight Delivery/Postage Courier Service	Actual Cost
Copies of Deliverables and Mylars	Actual Cost
Specific Insurance – required for project	Actual Cost
CADD	Actual Costs (Maximum of \$15.00/Hr)
Monuments – Permanent	Actual Cost
Payment for Newspaper Ads	Actual Cost
Web Site	Actual Cost
Facility Rental for Public Meetings & Exhibits/Rendering & AV Equipment/Transcriptions	Actual Cost
Recording Fees	Actual Cost
Courthouse Fees	Actual Cost
Testing of Soil Samples	Actual Cost
Lab Services (excluding Phase III normal construction inspection such as beam breaks, cylinder breaks, pavement cores)	Actual Cost
Equipment rental specific for project (snooper for bridge inspection, noise meter, etc.)	Actual Cost
Specialized equipment – on an as needed basis with prior approval	Actual Cost
Traffic Systems	Actual Cost
Mobile Phone (for traffic system implementation)	
Telephone Usage (for traffic system monitoring)	
Storm sewer cleaning and televising	Actual Cost
Traffic control and protection	Actual Cost
Aerial photography and mapping	Actual Cost
Utility exploratory trenching	Actual Cost

ALLOWABLE DIRECT COSTS

- *website for State Reimbursement Rates
<http://www2.illinois.gov/cms/Employees/travel/Pages/TravelReimbursement.aspx>
- **Use of digital cameras verses film cameras is encouraged when firms own digital cameras and the discussion of their use will be part of the negotiations. Film & copies will be reimbursed at actual costs.
- On all agreements authorization after January 1, 2005, GPS Equipment is considered tools of the trade.

ALLOWABLE DIRECT COSTS

Construction Inspection

Construction Inspection Communications:

Cell Phones (maximum of 3 without additional approval. Personal phones that do not remain on the job site are not allowable) \$70/month/phone (Maximum)

Radio Communication Actual Cost
2-way Radio Actual Cost

Vehicles (Only for Vehicles assigned to project) \$45/day (Maximum)
DAILY RATE ONLY Including Tolls

The number of days will be calculated as follows:

For extended stay** - Number of days on job site plus one

Day to travel to and from job site

Weekly (hotel) - Number of days on job site plus one day to

Travel to and from job site per week.

Shift Differential

Actual Cost based on
firm policy

**Extended Stay Status applies to individuals on the project over 20 Consecutive working days. The decision whether individuals will stay over the weekend will be made after the Contractor's schedule is available and shall be made jointly by the Consultant Liaison and the IDOT Resident.

NOTES:

For CSE contracts, beam and cylinder breaks are not reimbursable. Overtime to employees traveling to and from the site will be allowed depending on the firm's policy and limited to the Tollway's CSE Manual allowance.

EXHIBIT E - KEY PROJECT PERSONNEL

Project Principal: Charles E. Sommer

Classification: Project Principal

Project Manager: Martin P. Mueller

Classification: Project Manager

Project Engineer: Scott Brejcha

Classification: Project Engineer

Resident Engineer: _____

Classification: _____

Documentation Engineer: _____

Classification: _____

Project Civil Engineer: _____

Classification: _____

Project Structural Engineer: _____

Classification: _____

Project Drainage Engineer: _____

Classification: _____

Senior Engineer: _____

Classification: _____

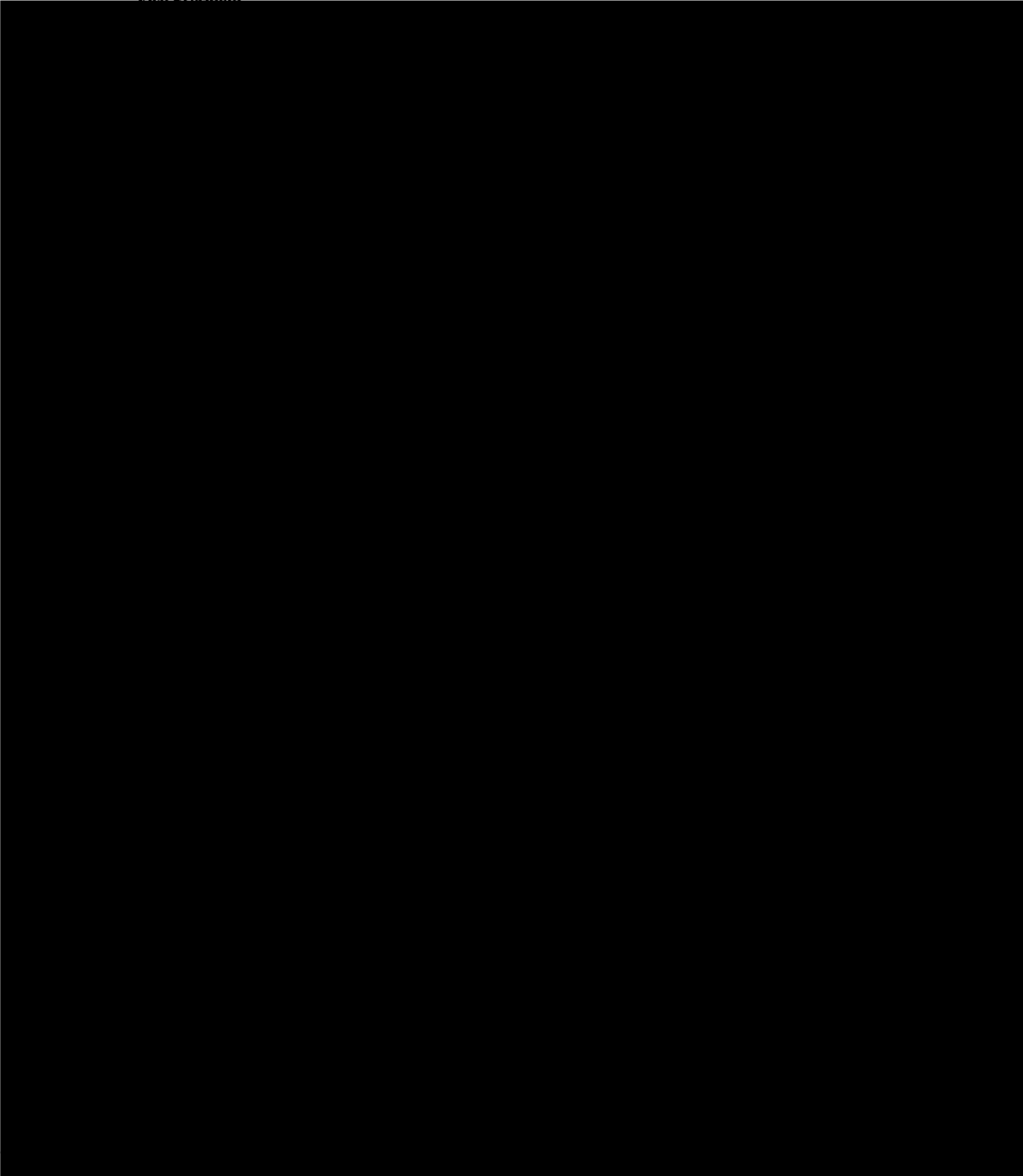
Others: _____

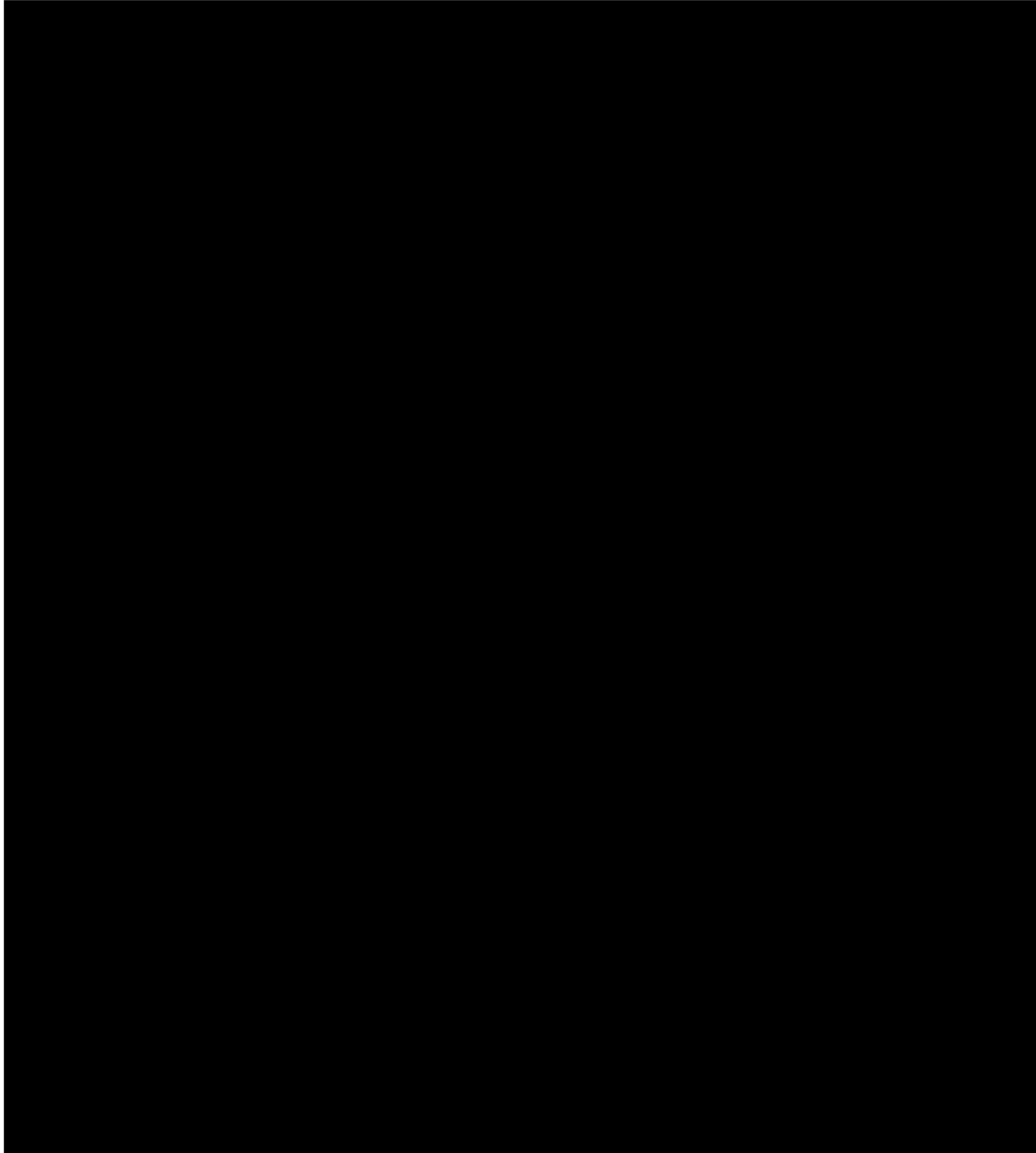
List all key personnel titles that are applicable to this project.

Attach resumes of all key personnel

CHARLES E. SOMMER, PE
Vice President

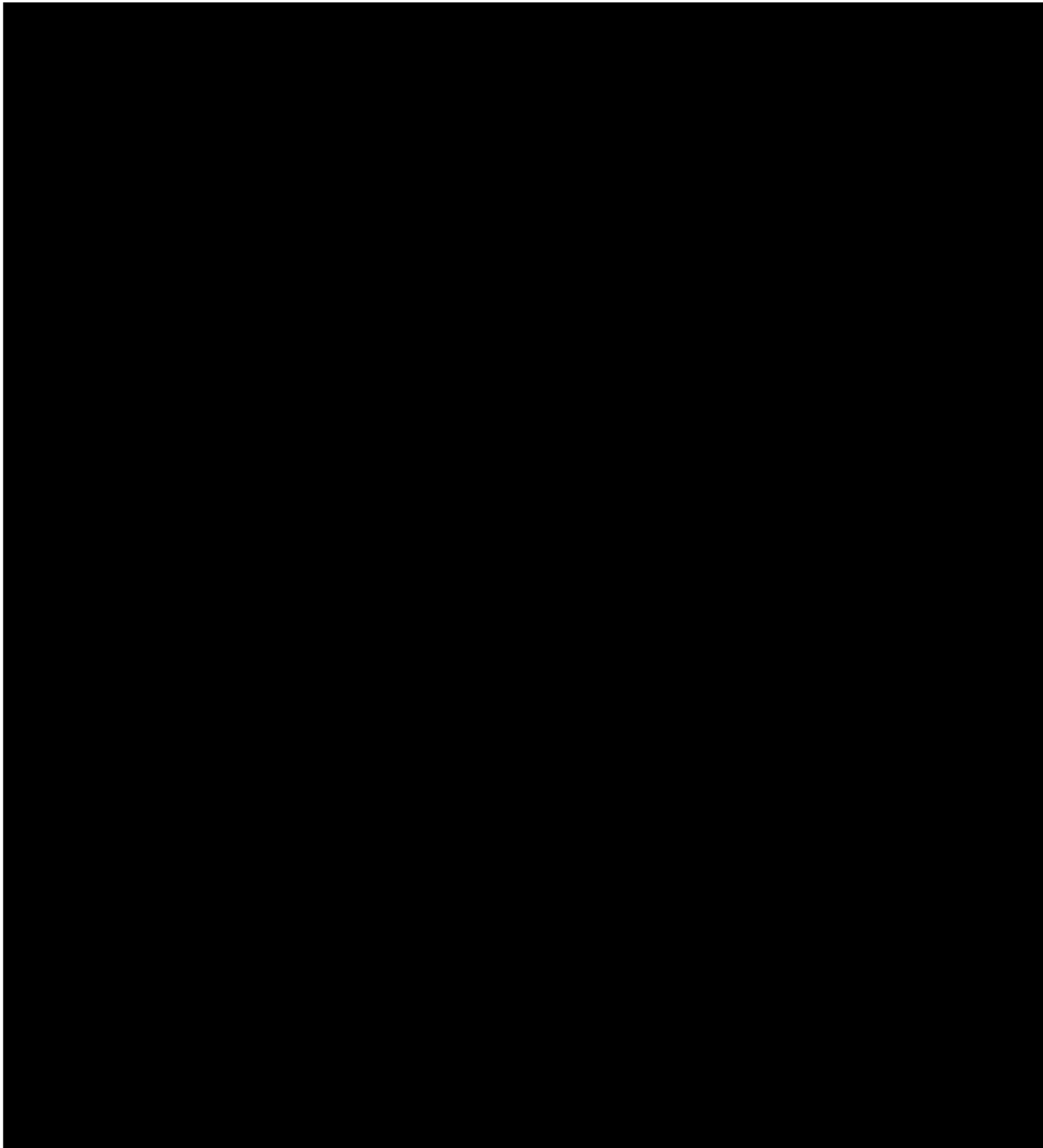
KNIGHT

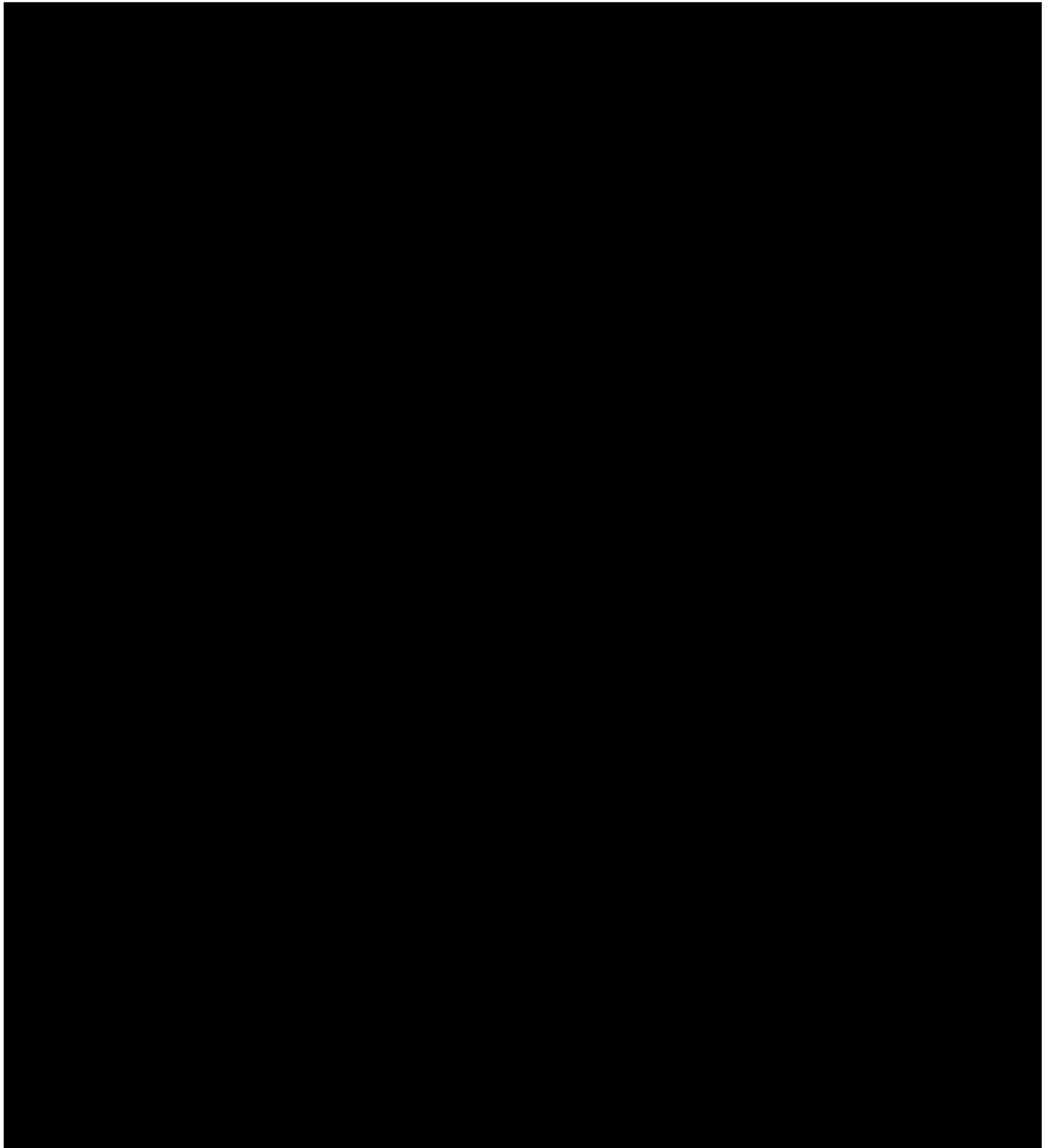




MARTIN P. MUELLER, PE
Senior Engineer

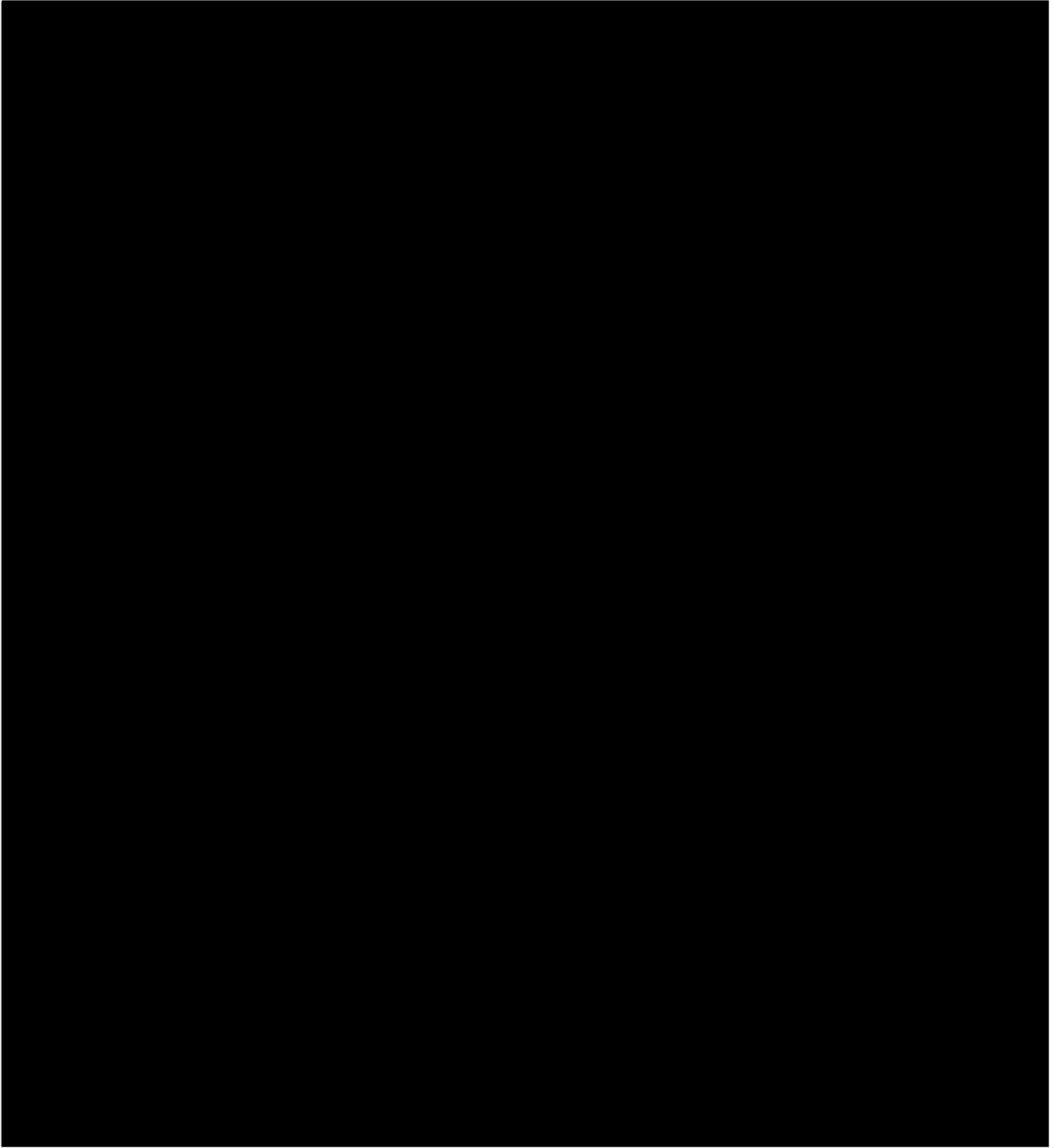
KNIGHT





SCOTT BREJCHA, PE
Senior Engineer

KNIGHT



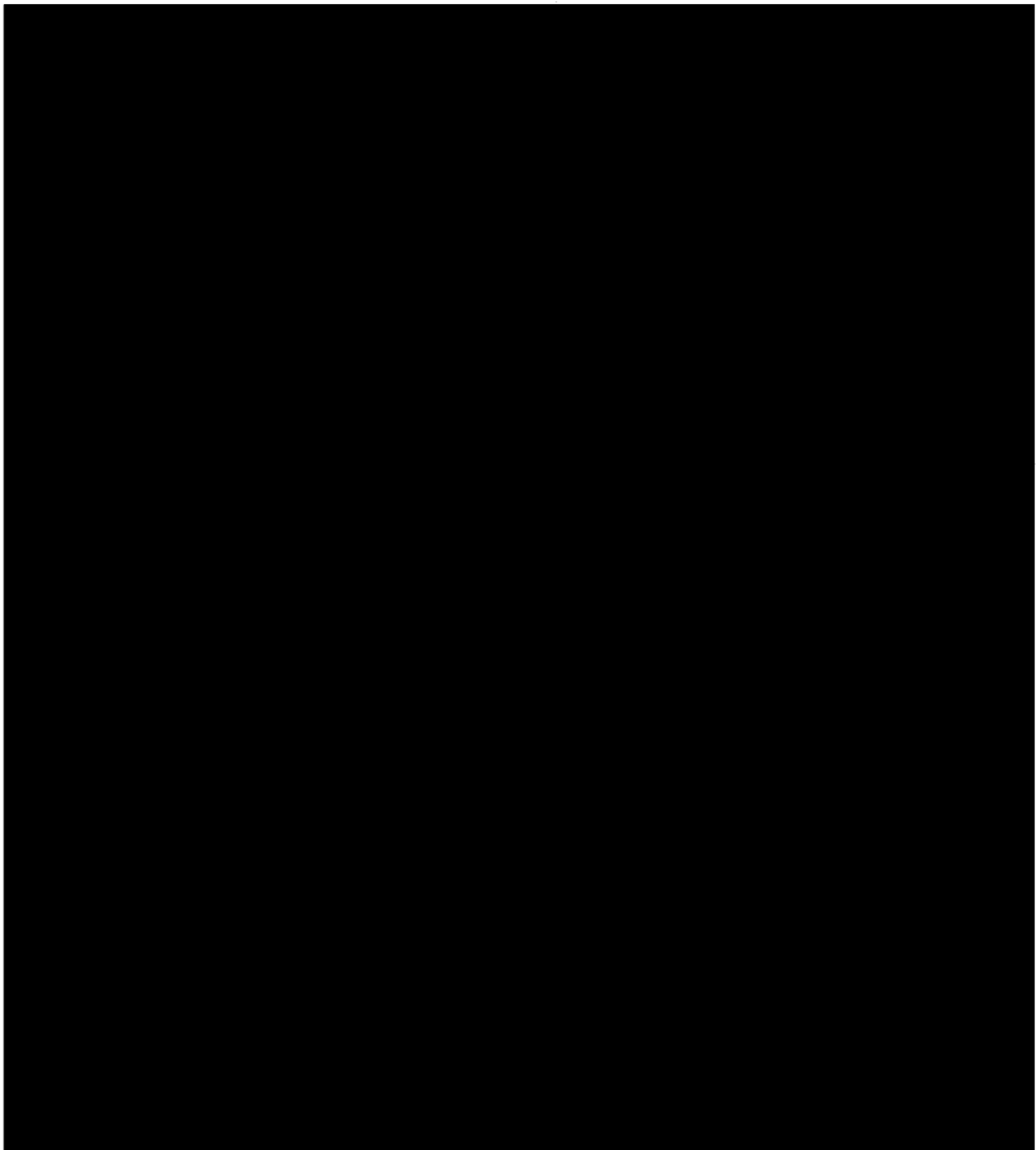


Exhibit F

Scope of Work

**Design and Construction Project Management
Elgin O'Hare Western Bypass**

Contract No. I-11-4014

Illinois State Toll Highway Authority

Task A:

- DSE Project Management Support: provide project management services for select DSE contracts
- Technical Reviews: provide technical reviews for select DSE PSE submittals
- Contract Packaging, Constructability Reviews, Construction Bid Phase Support, and Lessons Learned Documentation: provide support for identification of construction contract packaging; perform constructability reviews for select PSE submittals; provide support for construction bidding process; prepare construction lessons learned documentation
- Coordination: Provide support for various Tollway, agency and public coordination efforts

Task B:

- Preparation of maintenance facility concept design (for one new facility)
- Preparation of ITS concept design for entirety of EOWB project

Task C:

- Preparation of PSE plans (preliminary, pre-final, final) for several contract packages in the EO/I-290 Interchange vicinity

Task D:

- Assistance with preparation of PSE plans for miscellaneous advance contracts on an upon request basis

Attachment A**Web-based Project Management System**

The Illinois Tollway has a Web-based Project Management System (System) that will be used by project participants on Tollway CRP projects. The System provides a number of benefits to the project participants, including:

- 1) Simplification of communications.
- 2) Automated tracking of time-sensitive items.
- 3) Automated reporting.
- 4) Common Document management and storage as electronic documents will reside in a central repository.
- 5) Audit Trail of information so project participants will be able to determine who did what and when.
- 6) Real-time access and exchange of information.
- 7) Easy, secure, 24/7 access to project information over the Internet via a computer and an Internet browser.

The successful Consultant must establish broadband Internet connectivity in order to effectively utilize the System (T1 is recommended) and must comply with all work instructions and procedures relating to its use. The consultant must furnish all hardware and software required to effectively utilize the System, including personal computers, peripheral software, virus protection software, System plug-ins, ActiveX installation, firewall configuration and high-speed document scanners. The consultant will be solely responsible for coordination between its subconsultants and suppliers, and the System. All document transmittals and written communications from the Consultant to the Illinois Tollway must be made electronically to the System. In certain cases where "wet signatures" and/or stamps are required by the Tollway, document transmittals must be made simultaneously via the System for the record and by traditional means for paper documents, unless the consultant is directed otherwise in writing by the Tollway. Once stamped/signed documents have been obtained, they must be scanned and uploaded to the System for record.

All consultant, subconsultant and supplier employees who will use the web-based system must complete the training provided by the Tollway prior to having access to the system. A valid e-mail address must be provided prior to training session. The consultant agrees to comply with all terms and conditions associated with use of the web-based project management system.

- 1.0** Consultant shall utilize ISTHA web-based project management system to track and manage projects. System shall be an official record of all project communication. Consultant shall post copies of all project related documents on the System.
- 2.0** Within 14 calendar days of Notice to Proceed, Consultant shall designate a website manager (coordinator) who is to be the point of contact with ISTHA website implementation and support staff.

- 3.0** Consultant is required but not limited to submit the following using the System:
- 3.1. Submit schedule, submittals shall be processed using the System to provide a record of activity.
 - 3.2. Progress Reports
 - 3.3. Inspection Reports
 - 3.4. Requests for information, project clarifications, general communication and project related issues.
 - 3.5. Meeting agendas, no later than 3 days before meeting
 - 3.6. Minutes of meetings, no later than 3 days after each progress meeting date, distribute copies of minutes via the System to each party present and to other parties who should have been present. Include a brief summary in narrative form of progress since the previous meeting and report.
- 4.0** Document submission requirements. Project documents transmitted via the System must comply with the following electronic formats:
- 4.1. Documents that are marked up or unavailable in electronic format (drawings, sketches, correspondence, etc. generated by hand drafting methods) shall be scanned to PDF (.pdf), black and white with maximum resolution of 200pdi using CCITT Group 4 (2d Fax) compression.
 - 4.2. Documents that have been generated using Adobe Acrobat PDF printer drivers (not scanned) shall be submitted to the System.
 - 4.3. Electronic photographs shall be submitted in JPEG (.jpg)file format, sized at a minimum resolution of 1024x768 pixels.
 - 4.4. Grayscale or color photo images that are scanned shall be saved in JPEG (.jpg) file format with medium to low quality compression at a minimum resolution of 200 dpi.
 - 4.5. Product data that is available for download from the Manufacturer's website, that has been generated using Adobe Acrobat .PDF printer drivers (not scanned) may also be submitted via the System.

EXHIBIT G**CURRENT OBLIGATIONS FOR PROJECT****(Knight E/A, Inc.)**

Route & Job No.	Work Scope & Description of Project	Fee (Including all Supplementals and Extra Work Orders)	Fee Remaining To Be Earned	Estimated Date of Completion
I-11-4026	I-294/I-57 Design and Construction Project Management	\$16,848,331	\$16,848,331	6/2015
PTB 143-003	IL 60/83 from IL 176 to EJ&E Railroad	\$1,549,424	\$326,243	6/2013
PTB 147-042	I-64 Phase I/II Structures over Wabash River	\$794,928	\$75,432	2/2013
PTB 150-006	Phase I, Various Bridges, Various Counties Region One/ District One	\$1,028,307	\$75,938	10/2012
PTB 151-001	Phase III, I-55 at Arsenal Road	\$7,766,579	\$3,944,478	05/2013
PTB 153-005	Phase II, IL 59 lane additions and bridge replacement	\$5,521,415	\$656,807	11/2012
PTB 155-003	Phase III, I-57 over I-294	\$5,360,414	\$2,462,394	12/2012
PTB 157-004	Phase II, IL 7 (159th Street) from I-355 to Will-Cook Road	\$1,875,960	\$1,875,960	6/2014
PTB 160-027	HSR Chicago to St. Louis (work order)	\$3,000,000	\$264,446	12/2013
291-275-002	Install Emergency Generator at ISP	\$74,045	\$14,579	7/2012
546-108-003	Calumet Armory roof and interior/exterior	pending		
QBS# PSS999C11 036	Utilities Master Plan	pending		
QBS# SM042811	Civil Engineer Consultant Retainer	pending		
QBS# PSS6007030 9R	MEP Retainer Contract	pending		

EXHIBIT H - SERVICES BY OTHERS

Exhibits A-G must be submitted for each subconsultant listed below. If a subconsultant requires "Services by Others", they must include Exhibit H and attach Exhibits A-G for second tier subconsultants.

DBE/MBE/WBE SUBCONSULTANTS

1	<hr/>		
Direct Labor	\$	-	
Direct Costs	\$	-	
Services by Others	\$	-	
Additional Services **	\$	-	
Total this Subconsultant (ULC)		\$	-

6	<hr/>		
Direct Labor	\$	-	
Direct Costs	\$	-	
Services by Others	\$	-	
Additional Services **	\$	-	
Total this Subconsultant (ULC)		\$	-

2	<hr/>		
Direct Labor	\$	-	
Direct Costs	\$	-	
Services by Others	\$	-	
Additional Services **	\$	-	
Total this Subconsultant (ULC)		\$	-

7	<hr/>		
Direct Labor	\$	-	
Direct Costs	\$	-	
Services by Others	\$	-	
Additional Services **	\$	-	
Total this Subconsultant (ULC)		\$	-

3	<hr/>		
Direct Labor	\$	-	
Direct Costs	\$	-	
Services by Others	\$	-	
Additional Services **	\$	-	
Total this Subconsultant (ULC)		\$	-

8	<hr/>		
Direct Labor	\$	-	
Direct Costs	\$	-	
Services by Others	\$	-	
Additional Services **	\$	-	
Total this Subconsultant (ULC)		\$	-

4	<hr/>		
Direct Labor	\$	-	
Direct Costs	\$	-	
Services by Others	\$	-	
Additional Services **	\$	-	
Total this Subconsultant (ULC)		\$	-

9	<hr/>		
Direct Labor	\$	-	
Direct Costs	\$	-	
Services by Others	\$	-	
Additional Services **	\$	-	
Total this Subconsultant (ULC)		\$	-

5	<hr/>		
Direct Labor	\$	-	
Direct Costs	\$	-	
Services by Others	\$	-	
Additional Services **	\$	-	
Total this Subconsultant (ULC)		\$	-

10	<hr/>		
Direct Labor	\$	-	
Direct Costs	\$	-	
Services by Others	\$	-	
Additional Services **	\$	-	
Total this Subconsultant (ULC)		\$	-

** Additional services funds require prior authorization before use

TOTAL DBE/MBE/WBE Subconsultants: \$ -

TOTAL Additional Services DBE/MBE/WBE Subconsultants: \$ -

TOTAL Allowable Fee DBE/MBE/WBE Subconsultants: \$ -

DBE/MBE/WBE Percentage of Total Fee (includes Additional Services): 0.00%

DBE/MBE/WBE Percentage of Total Fee (does not include Additional Services): -

Date Revised 04/01/12

EXHIBIT H - SERVICES BY OTHERS (continued)

Exhibits A-G must be submitted for each subconsultant listed below. If a subconsultant requires "Services by Others", they must include Exhibit H and attach Exhibits A-G for second tier subconsultants.

OTHER SUBCONSULTANTS (NOT DBE/MBE/WBE)

1				
	Direct Labor	\$	-	
	Direct Costs	\$	-	
	Services by Others	\$	-	
	Additional Services **	\$	-	
	Total this Subconsultant (ULC)	\$	-	

6				
	Direct Labor	\$	-	
	Direct Costs	\$	-	
	Services by Others	\$	-	
	Additional Services **	\$	-	
	Total this Subconsultant (ULC)	\$	-	

2				
	Direct Labor	\$	-	
	Direct Costs	\$	-	
	Services by Others	\$	-	
	Additional Services **	\$	-	
	Total this Subconsultant (ULC)	\$	-	

7				
	Direct Labor	\$	-	
	Direct Costs	\$	-	
	Services by Others	\$	-	
	Additional Services **	\$	-	
	Total this Subconsultant (ULC)	\$	-	

3				
	Direct Labor	\$	-	
	Direct Costs	\$	-	
	Services by Others	\$	-	
	Additional Services **	\$	-	
	Total this Subconsultant (ULC)	\$	-	

8				
	Direct Labor	\$	-	
	Direct Costs	\$	-	
	Services by Others	\$	-	
	Additional Services **	\$	-	
	Total this Subconsultant (ULC)	\$	-	

4				
	Direct Labor	\$	-	
	Direct Costs	\$	-	
	Services by Others	\$	-	
	Additional Services **	\$	-	
	Total this Subconsultant (ULC)	\$	-	

9				
	Direct Labor	\$	-	
	Direct Costs	\$	-	
	Services by Others	\$	-	
	Additional Services **	\$	-	
	Total this Subconsultant (ULC)	\$	-	

5				
	Direct Labor	\$	-	
	Direct Costs	\$	-	
	Services by Others	\$	-	
	Additional Services **	\$	-	
	Total this Subconsultant (ULC)	\$	-	

10				
	Direct Labor	\$	-	
	Direct Costs	\$	-	
	Services by Others	\$	-	
	Additional Services **	\$	-	
	Total this Subconsultant (ULC)	\$	-	

** Additional services funds require prior authorization before use

TOTAL Non-DBE/MBE/WBE Subconsultants: \$ -

TOTAL Additional Services Non-DBE/MBE/WBE Subconsultants: \$ -

TOTAL Allowable Fee Non-DBE/MBE/WBE Subconsultants: \$ -

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: Lin Engineering, Ltd.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2012												TOTAL HOURS	
	Jan-12	Feb-12	Mar-12	Apr-12	May-12	Jun-12	Jul-12	Aug-12	Sep-12	Oct-12	Nov-12	Dec-12		
Task C						600	600	600	600	600	600	600	600	4200
Task D						100	100	100	100	100	100	100	100	700
TOTALS						700	700	700	700	700	700	700	700	4900
Grand Total													See Sheet 6	

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: Lin Engineering, Ltd.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2013												TOTAL HOURS	
	Jan-13	Feb-13	Mar-13	Apr-13	May-13	Jun-13	Jul-13	Aug-13	Sep-13	Oct-13	Nov-13	Dec-13		
Task C	600	500	500	500	500	500	500	500	500	500	500	500	500	6100
Task D	100	100	100	100	100	100	100	100	100	100	100	100	100	1200
TOTALS	700	600	600	600	600	600	600	600	600	600	600	600	600	7300
Grand Total													See Sheet 6	

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: Lin Engineering, Ltd.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2014												TOTAL HOURS	
	Jan-14	Feb-14	Mar-14	Apr-14	May-14	Jun-14	Jul-14	Aug-14	Sep-14	Oct-14	Nov-14	Dec-14		
Task C	300	300	300	300	300	300	300	300	200	200	200	200	200	3200
Task D	100	100	100	100	100	100	100	100	100	100	100	100	100	1200
TOTALS	400	400	400	400	400	400	400	400	400	300	300	300	300	4400
Grand Total													See Sheet 6	

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: Lin Engineering, Ltd.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2015												TOTAL HOURS	
	Jan-15	Feb-15	Mar-15	Apr-15	May-15	Jun-15	Jul-15	Aug-15	Sep-15	Oct-15	Nov-15	Dec-15		
Task C	200	200	200	200	127									927
Task D	100	100	100	100	70									470
TOTALS	300	300	300	300	197									1397
Grand Total												See Sheet 6		

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: Lin Engineering, Ltd.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2016												TOTAL HOURS	
	Jan-16	Feb-16	Mar-16	Apr-16	May-16	Jun-16	Jul-16	Aug-16	Sep-16	Oct-16	Nov-16	Dec-16		
Task C														
Task D														
TOTALS														0
Grand Total													See Sheet 6	

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: Lin Engineering, Ltd.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2017												TOTAL HOURS	
	Jan-17	Feb-17	Mar-17	Apr-17	May-17	Jun-17	Jul-17	Aug-17	Sep-17	Oct-17	Nov-17	Dec-17		
Task C														
Task D														
TOTALS														0
													Grand Total	17997

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project No. I-11-4014

Consultant: Lin Engineering, Ltd.

EXHIBIT B - FEE CALCULATIONS

A. DIRECT SALARY (without overtime)

Total Work Hours: 17,997.00
(From Exhibit C-3)

Total Dollars: \$ 769,616.00
(From Exhibit C-3)

Multiplier to be used on this project: _____ 2.80
Allowable Multiplier = (2.8 DSE) (2.5 or 2.8 CM) (2.5 PMO)

DIRECT REGULAR SALARY TIMES MULTIPLIER \$ 2,154,924.80

B. REIMBURSABLE DIRECT COSTS NOT ELIGIBLE FOR PROFIT
(For Prime Consultant listed above.)

TOTAL DIRECT COSTS \$ 100,025.20

C. SERVICES BY OTHERS

Total Allowable Fee DBE/MBE/WBE Subconsultant (from Exhibit H) \$ _____ -
(Do not including estimated additional services)

Total Allowable Fee Non-DBE/MBE/WBE Subconsultant (from Exhibit H (cont)) \$ _____ -
(Do not including estimated additional services)

TOTAL SERVICES BY OTHERS \$ _____ -

D. ADDITIONAL SERVICES (prime and subconsultants) _____
(Requires prior authorization before use)

E. MAXIMUM ALLOWABLE FEE (Upper Limit of Compensation) \$ 2,254,950.00

EXHIBIT C-1: COMPANY EMPLOYEE CLASSIFICATION LIST

Classification	Name (SEE NOTE 1 BELOW)	Current Hourly Rate	Classification Average Rate (SEE NOTE 2 BELOW)	Eligible For Prem. O/T?
Project Principal	Paul B. Lin	70.00	70.00	No
Project Manager	Fred M. Lin	55.00	54.30	No
	Michael Haley	53.60		
Senior Engineer	Suresh T. Desai	46.00	40.33	No
	Vaclav Busko	38.00		
	Russell Garrard	37.00		
PLS	George Woods	47.00	41.10	No
	Jeffrey Day	38.30		
	Duane Weiss	38.00		
Civil Engineer	Shiraz Tarique	40.00	28.64	No
	Sam Lahniers	31.30		
	Geoffrey Eifers	30.10		
	Scott Wilkinson	29.00		
	Tapan Patel	27.90		
	Chris Venatta	27.90		
	Aimee Smith	26.85		
	Robert Knapczyk	26.75		
	Zachary Bulva	26.50		
	Tristan Willis	25.00		
	Pete Sarich	23.75		
Technician	Bogdan Dobrenko	33.00	24.74	Yes
	Darla Morrissey	30.00		
	Aaron Peterson	25.00		
	Jeff Derango	24.80		
	Andy Fonck	24.00		
	Robert Swoboda	23.50		
	Daniel Holland	23.00		
	Christopher Lynch	22.60		
	Douglas Smedley	22.30		
	Wesley Ruyle	19.20		

* Exhibit C-1 is a comprehensive list of classifications of company employees.

- (1) List all Employees located in your company's Illinois office(s) by classification. Out of state employees to be used on this project should be included.
- (2) Divide the sum of the "CURRENT HOURLY RATES" for all employees in a classification by the number of employees in that classification.
- (3) Use as many sheets as necessary to show classifications.

Date Revised 04/01/12

Project No.: I-11-4014

Consultant: Lin Engineering, Ltd.

Date: 4/10/2012

EXHIBIT C-2: PAYROLL CLASSIFICATION ESCALATION TABLE

CONTRACT TERM: 36 NO. OF MONTHS

SCHEDULED START DATE: 6/1/2012

RAISE DATE: 1/1/2013

PERCENT OF RAISE: 3%

ESCALATION PER YEAR

Date	Date	Date	Date	Date	Date	Date
6/1/2012	12/31/2012	1/1/2013	12/31/2013	1/1/2014	12/31/2014	1/1/2015 - 5/31/2015
7.0	12.0	12.0	12.0	5.0	36.0	36.0
36.0	36.0	36.0	36.0	36.0	36.0	36.0
19.44%	34.33%	35.36%	15.18%			
Factor First Period	Escalation Factor Second Period	Escalation Factor Third Period	Escalation Factor Fourth Period	Escalation Factor Fifth Period		

The escalation factor for this project is: 104.32%

EXHIBIT D

REIMBURSABLE DIRECT COSTS - WORKSHEET ESTIMATES

A. VEHICLE REIMBURSEMENT

Daily Rate \$ 45.00 X 0 \$
Includes Tolls No. of Days

Mileage \$ 0.555 X 2,000 \$ 1,110.00
Mileage Rate No. of Miles

(Use mileage rate found at:

<http://www2.illinois.gov/cms/Employees/travel/Pages/TravelReimbursement.aspx>

TOTAL VEHICLE REIMBURSEMENT \$ 1,110.00

B. ALLOWABLE DIRECT COSTS - Enter the total budget of items from the attached Allowable Direct Costs list here: \$ 95,399.20

http://www.illinoistollway.com/documents/10157/36206/LG_TO_LLWAY_XX_ALLOWABLEDIRECTCOSTS_08012008.PDF

C. ITEMIZED DIRECT COSTS - For any expense not included in the Allowable Direct Costs list, written permission must be received from the Chief Engineer prior to its inclusion. List those below:

DIRECT COST CATEGORY

RR Fees & Expenses

Date Revised 04/01/12 **TOTAL ITEMIZED DIRECT COSTS**

\$ 3,000.00

ALLOWABLE DIRECT COSTS

08.01.2008

The following costs are allowable when requested by the Department and included in the contract. The costs are allowable when it is customary for the firm to bill for the cost and it can be itemized in the firm's billing and accounting systems.

Per Diem	State Rate (Maximum)
Lodging	State Rate (Maximum)
Air Fare	Coach Rate with 2 weeks advance purchase
Vehicles	
Mileage	State Rate* (Maximum)
Daily Rate (owned or leased the same)	\$45/day (Maximum)
Overtime	Including Tolls
Tolls	Premium portion
Film and Film Processing**	Actual Cost
Overnight Delivery/Postage Courier Service	Actual Cost
Copies of Deliverables and Mylars	Actual Cost
Specific Insurance – required for project	Actual Cost
CADD	Actual Costs (Maximum of \$15.00/Hr)
Monuments – Permanent	Actual Cost
Payment for Newspaper Ads	Actual Cost
Web Site	Actual Cost
Facility Rental for Public Meetings & Exhibits/Rendering & AV Equipment/Transcriptions	Actual Cost
Recording Fees	Actual Cost
Courthouse Fees	Actual Cost
Testing of Soil Samples	Actual Cost
Lab Services (excluding Phase III normal construction inspection such as beam breaks, cylinder breaks, pavement cores)	Actual Cost
Equipment rental specific for project (snooper for bridge inspection, noise meter, etc.)	Actual Cost
Specialized equipment – on an as needed basis with prior approval	Actual Cost
Traffic Systems	Actual Cost
Mobile Phone (for traffic system implementation)	
Telephone Usage (for traffic system monitoring)	
Storm sewer cleaning and televising	Actual Cost
Traffic control and protection	Actual Cost
Aerial photography and mapping	Actual Cost
Utility exploratory trenching	Actual Cost

ALLOWABLE DIRECT COSTS

- *website for State Reimbursement Rates
<http://www2.illinois.gov/cms/Employees/travel/Pages/TravelReimbursement.aspx>
- **Use of digital cameras verses film cameras is encouraged when firms own digital cameras and the discussion of their use will be part of the negotiations. Film & copies will be reimbursed at actual costs.
- On all agreements authorization after January 1, 2005, GPS Equipment is considered tools of the trade.

ALLOWABLE DIRECT COSTS

Construction Inspection

Construction Inspection Communications:

Cell Phones (maximum of 3 without additional approval. Personal phones that do not remain on the job site are not allowable)	\$70/month/phone (Maximum)
Radio Communication 2-way Radio	Actual Cost Actual Cost
Vehicles (Only for Vehicles assigned to project) DAILY RATE ONLY	\$45/day (Maximum) Including Tolls

The number of days will be calculated as follows:

For extended stay**- Number of days on job site plus one

Day to travel to and from job site

Weekly (hotel) – Number of days on job site plus one day to

Travel to and from job site per week.

Shift Differential

Actual Cost based on
firm policy

**Extended Stay Status applies to individuals on the project over 20 Consecutive working days. The decision whether individuals will stay over the weekend will be made after the Contractor's schedule is available and shall be made jointly by the Consultant Liaison and the IDOT Resident.

NOTES:

For CSE contracts, beam and cylinder breaks are not reimbursable. Overtime to employees traveling to and from the site will be allowed depending on the firm's policy and limited to the Tollway's CSE Manual allowance.

Project No. I-11-4014

Consultant: Lin Engineering, Ltd.

EXHIBIT E - KEY PROJECT PERSONNEL

Project Principal: Paul B. Lin, PE, SE

Classification: Project Principal

Project Manager: Michael T. Haley, PE, SE

Classification: Project Manager

Project Engineer: _____

Classification: _____

Resident Engineer: _____

Classification: _____

Documentation Engineer: _____

Classification: _____

Project Civil Engineer: _____

Classification: _____

Project Structural Engineer: _____

Classification: _____

Project Drainage Engineer: _____

Classification: _____

Senior Engineer: _____

Classification: _____

Others: George L. Woods, PLS

Classification: PLS

List all key personnel titles that are applicable to this project.

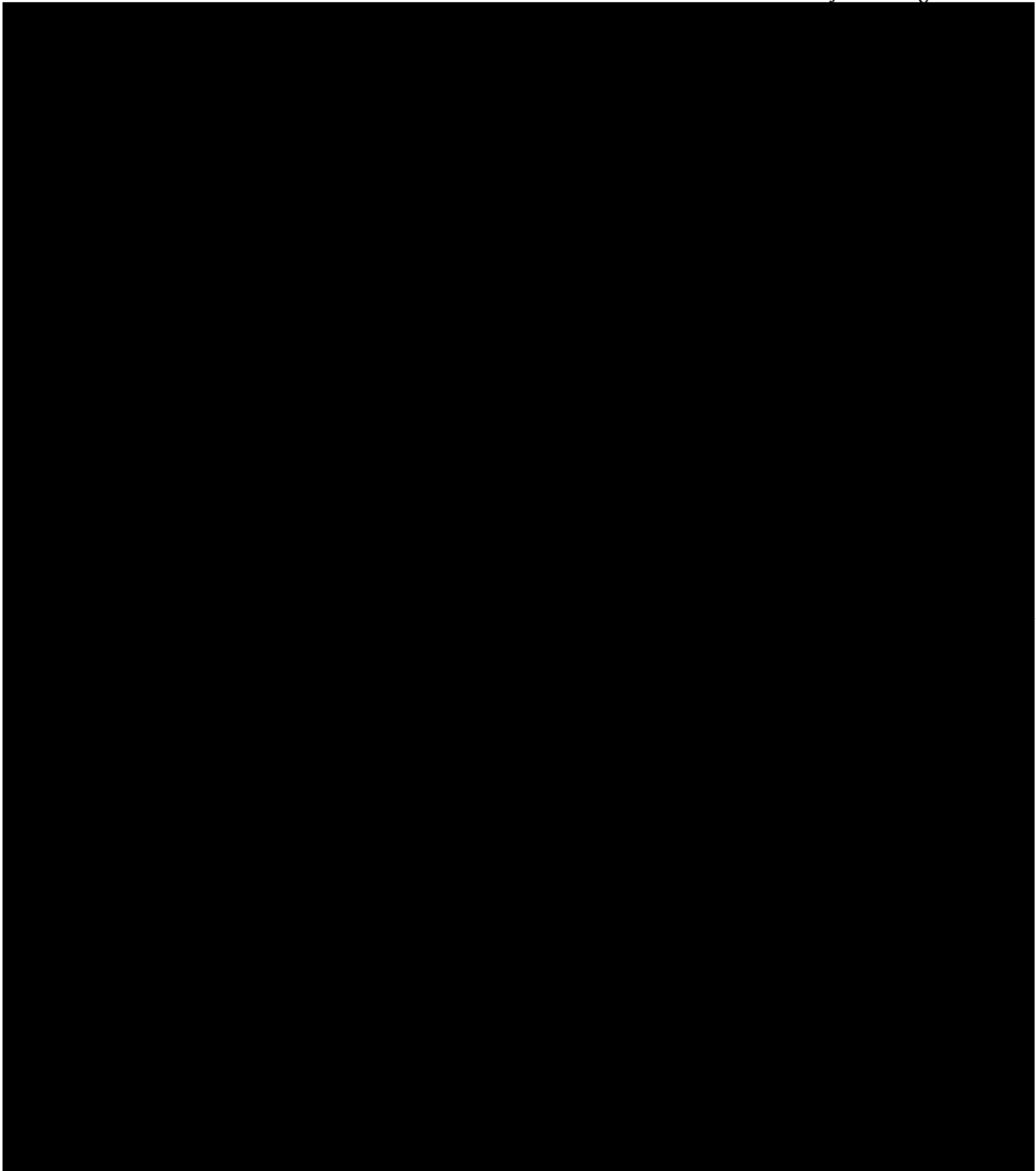
Attach resumes of all key personnel



LIN ENGINEERING, LTD.
Consulting Engineers

PAUL B. LIN, P. E., S.E.

Project Manager

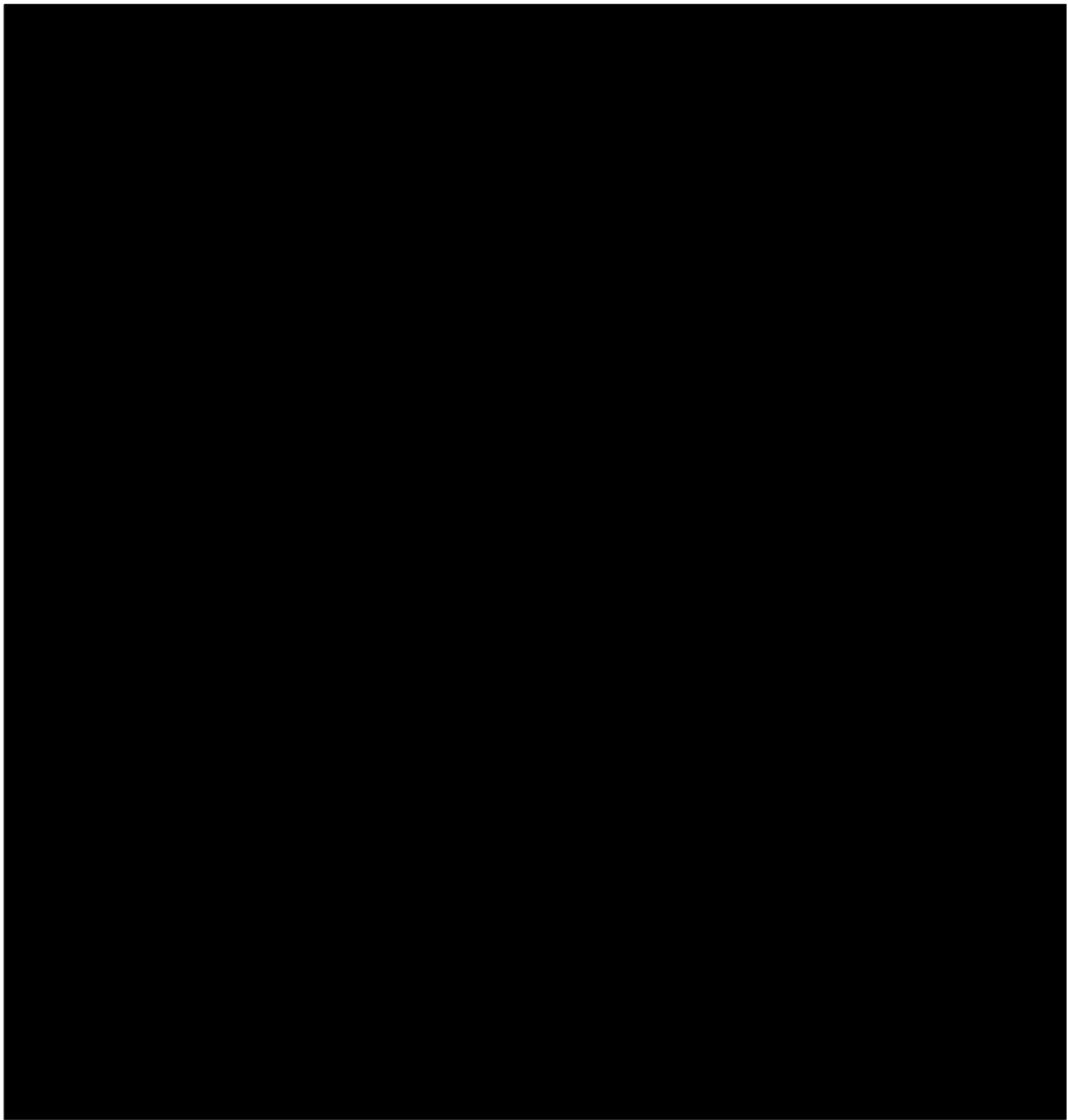




LIN ENGINEERING, LTD.
Consulting Engineers

PAUL B. LIN, P. E., S.E.

Project Manager

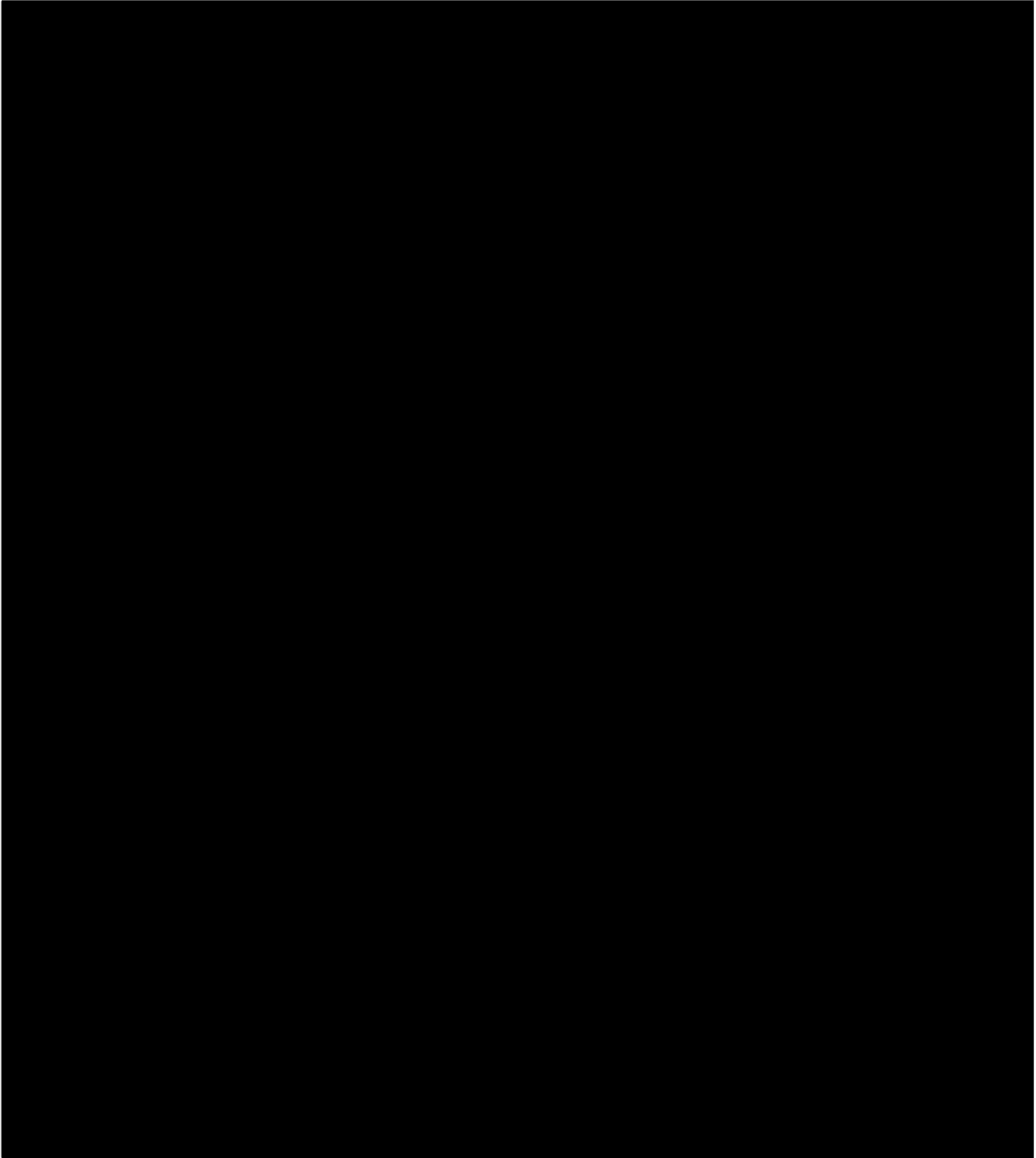




LIN ENGINEERING, LTD.
Consulting Engineers

MICHAEL T. HALEY, P. E., S.E.

Project Manager

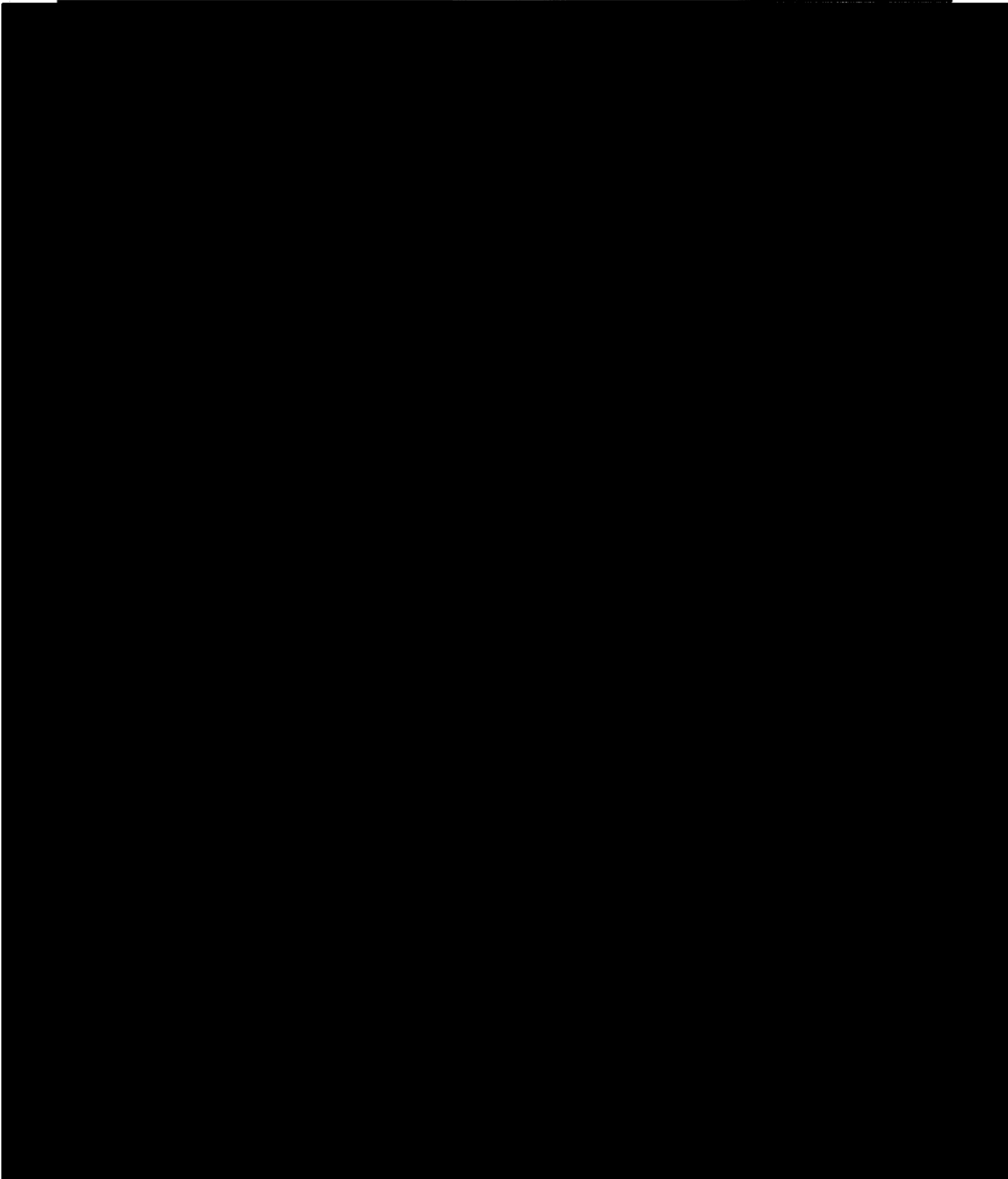




LIN ENGINEERING, LTD.
Consulting Engineers

MICHAEL T. HALEY, P. E., S.E.

Project Manager

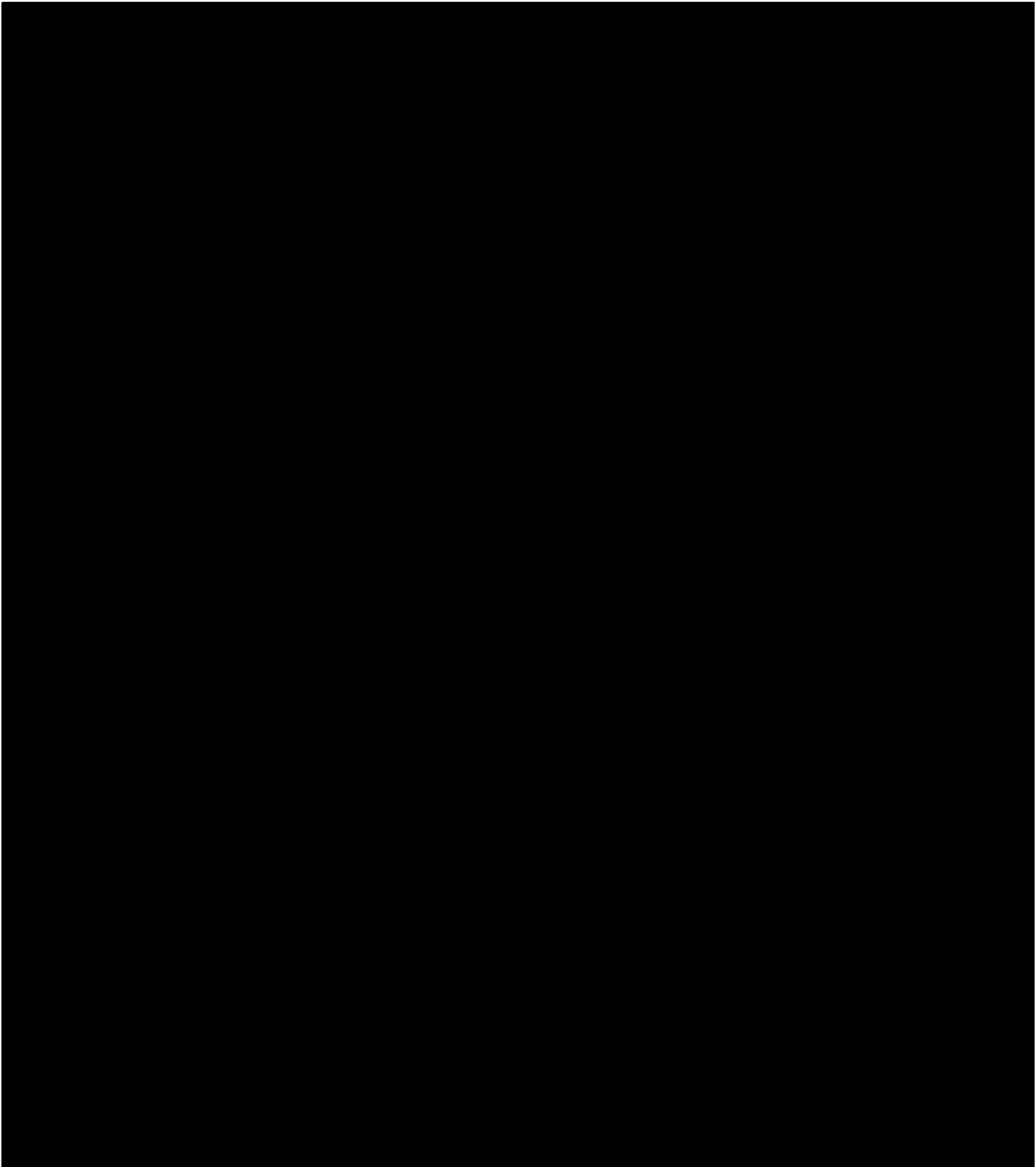




LIN ENGINEERING, LTD.
Consulting Engineers

GEORGE L. WOODS, P.L.S.

Professional Land Surveyor





LIN ENGINEERING, LTD.
Consulting Engineers

GEORGE L. WOODS, P.L.S.

Professional Land Surveyor

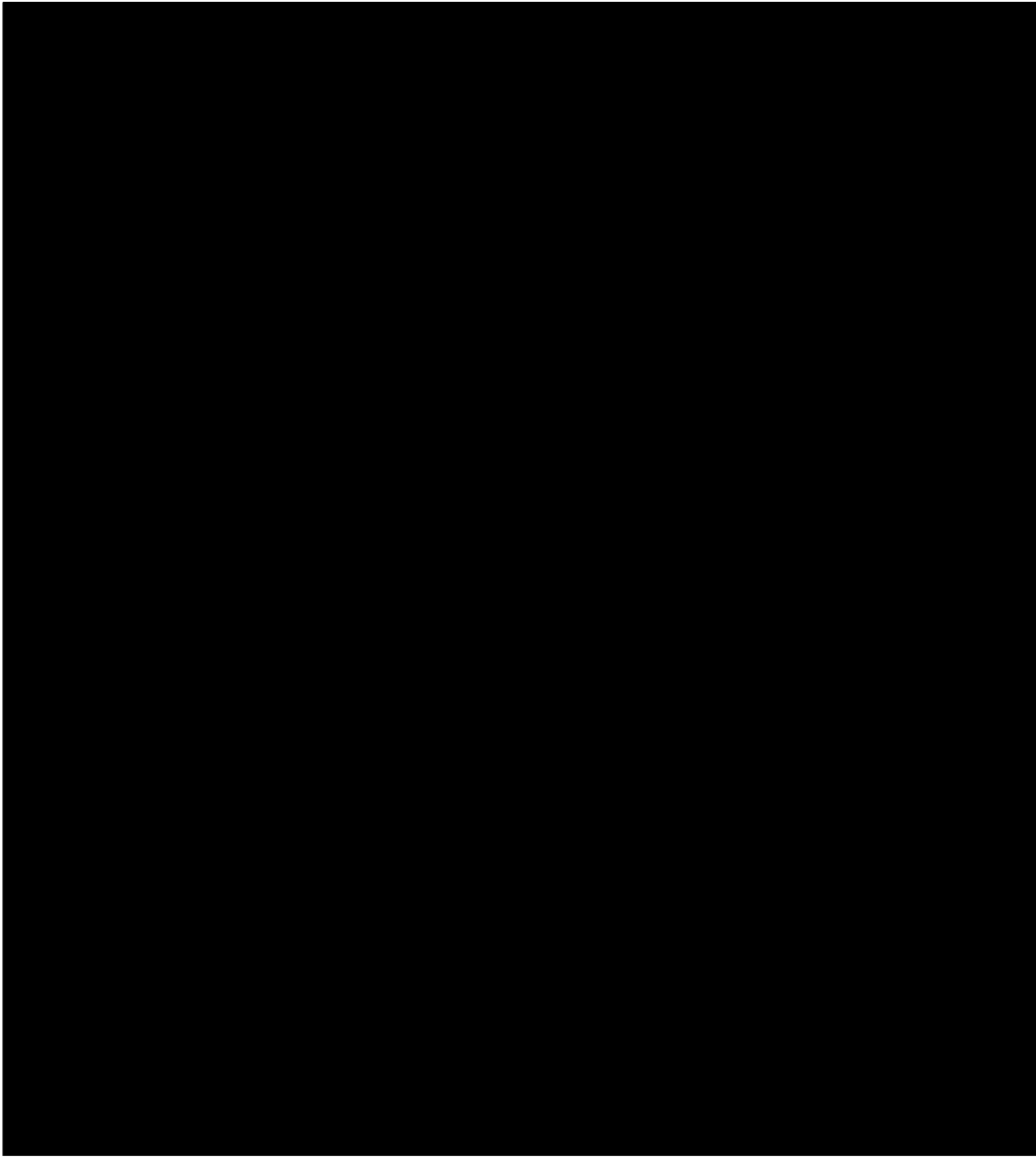


EXHIBIT F
Contract I-11-4014
SCOPE OF SERVICES

Project Location: Design Corridor Management services are required for the design contracts associated with the Elgin O'Hare Western Bypass Corridor. Lin Engineering, Ltd. shall utilize Microstation as its CADD software. Final documents may be submitted in both hard copy and electronic format. All plans shall conform to the ICAPP Manual.

Manhour Estimate

Task C 14,427 MH

Preparation of Phase II Plans, Specifications, and Estimates for the following structures:

- Structure No. 3: Rohlwing Road Bridge over Elgin-O'Hare Expressway Western Bypass (EOWB)
 - o Construction Start Date: 08/01/2013
- Structure No. 5: EB EOWB to NB I-290 Entrance Ramp Bridge over EOWB
 - o Construction Start Date: 08/01/2013
- Structure No. 8: WB EOWB to SB I-290 Entrance Ramp Bridge over I-290 or
 - o Construction Start Date: 03/01/2014
- Structure No. 15: EB EOWB over Arlington Heights Road Bridge (To Be Determined)
 - o Construction Start Date: 06/01/2015
- One (1) Bridge Structure (3-sided structure)
- Two (2) Box Culvert Structures: Contract 04 (1 Culvert) & Contract 07 (1 Culvert)
- Non-MSE Retaining Walls – Est. 11,500 Lin. Ft. of Proposed Retaining Walls
- Noise Walls – Est. 21,680 Lin. Ft. of Proposed Noise Walls

No work anticipated for MSE Retaining Walls

TSL Plans not included in above scope

Other work items as directed by Prime

Task D 3,570 MH

Pick-Up Surveys As Required

Total = 17,997 MH

Detailed Breakdown of Direct Costs

Per Diem	\$28/day x 10 days =	\$ 280.00
Lodging	\$65/night x 10 nights =	\$ 650.00
Mileage	\$0.555/mi. x 2,000 =	\$ 1,110.00
Overtime Premium	\$12.91/hr x 40 hrs. =	\$ 516.00
Misc. Copies		\$ 36.20
CADD	\$13/hr. x 6,841 hrs. =	\$88,933.00
Monument Fees	\$50/each x 2 each =	\$ 100.00
Boat Rental	\$100/week x 2 weeks =	\$ 200.00
Railroad Fees & Expenses		\$ 3,000.00
Recording Fees		\$ 100.00
Courthouse Copies		\$ 100.00
Traffic Control	\$1,000/day x 5 days	\$ 5,000.00

Total Direct Cost = \$100,025.20

EXHIBIT G

CURRENT OBLIGATIONS FOR PROJECT

Lin Engineering, Ltd.

Route & Job No.	Work Scope & Description of Project	Fee (Including all Supplementals and Extra Work Orders)	Fee Remaining To Be Earned	Estimated Date of Completion
Wacker Drive CDOT No. T7925880121	Phase II Engineering; Roadway Reconstruction	\$895K	\$102K	Sep 2012
US Route 51 Corridor IDOT No. D-97-035-06	Phase I Engineering; New Construction	\$1,002K	\$452K	Aug 2017
FAP Route 315 IDOT No. D-94-053-04	Phase I Engineering; Roadway Reconstruction	\$287K	\$212K	Feb 2015
IL Route 22 IDOT No. C-91-371-10	Phase III Engineering; Roadway Reconstruction	\$236K	\$149K	Dec 2012
FAI Route 55 IDOT No. P-91-190-07	Phase I Engineering; Roadway Reconstruction	\$379K	\$104K	Oct 2019
FAP Route 595 IDOT No. D-92-003-06	Phase II Engineering; Roadway Reconstruction	\$350K	\$300K	Jun 2015
I-90 Jane Addams ISTHA No. I-11-5631	Fox River Bridge Reconstruction	\$819K	\$690K	Dec 2012

EXHIBIT H - SERVICES BY OTHERS

Exhibits A-G must be submitted for each subconsultant listed below. If a subconsultant requires "Services by Others", they must include Exhibit H and attach Exhibits A-G for second tier subconsultants.

DBE/MBE/WBE SUBCONSULTANTS

1	<table border="0" style="width: 100%;"> <tr><td>Direct Labor</td><td style="text-align: right;">\$ -</td></tr> <tr><td>Direct Costs</td><td style="text-align: right;">\$ -</td></tr> <tr><td>Services by Others</td><td style="text-align: right;">\$ -</td></tr> <tr><td>Additional Services **</td><td style="text-align: right;">\$ -</td></tr> <tr><td>Total this Subconsultant (ULC)</td><td style="text-align: right;">\$ -</td></tr> </table>	Direct Labor	\$ -	Direct Costs	\$ -	Services by Others	\$ -	Additional Services **	\$ -	Total this Subconsultant (ULC)	\$ -	6	<table border="0" style="width: 100%;"> <tr><td>Direct Labor</td><td style="text-align: right;">\$ -</td></tr> <tr><td>Direct Costs</td><td style="text-align: right;">\$ -</td></tr> <tr><td>Services by Others</td><td style="text-align: right;">\$ -</td></tr> <tr><td>Additional Services **</td><td style="text-align: right;">\$ -</td></tr> <tr><td>Total this Subconsultant (ULC)</td><td style="text-align: right;">\$ -</td></tr> </table>	Direct Labor	\$ -	Direct Costs	\$ -	Services by Others	\$ -	Additional Services **	\$ -	Total this Subconsultant (ULC)	\$ -
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** Additional services funds require prior authorization before use

TOTAL DBE/MBE/WBE Subconsultants: \$ -

TOTAL Additional Services DBE/MBE/WBE Subconsultants: \$ -

TOTAL Allowable Fee DBE/MBE/WBE Subconsultants: \$ -

DBE/MBE/WBE Percentage of Total Fee (includes Additional Services): 0.00%

DBE/MBE/WBE Percentage of Total Fee (does not include Additional Services): _____

Date Revised 04/01/12

EXHIBIT H - SERVICES BY OTHERS (continued)

Exhibits A-G must be submitted for each subconsultant listed below. If a subconsultant requires "Services by Others", they must include Exhibit H and attach Exhibits A-G for second tier subconsultants.

OTHER SUBCONSULTANTS (NOT DBE/MBE/WBE)

1	_____		
	Direct Labor	\$	-
	Direct Costs	\$	-
	Services by Others	\$	-
	Additional Services **	\$	-
	Total this Subconsultant (ULC)	\$	-

6	_____		
	Direct Labor	\$	-
	Direct Costs	\$	-
	Services by Others	\$	-
	Additional Services **	\$	-
	Total this Subconsultant (ULC)	\$	-

2	_____		
	Direct Labor	\$	-
	Direct Costs	\$	-
	Services by Others	\$	-
	Additional Services **	\$	-
	Total this Subconsultant (ULC)	\$	-

7	_____		
	Direct Labor	\$	-
	Direct Costs	\$	-
	Services by Others	\$	-
	Additional Services **	\$	-
	Total this Subconsultant (ULC)	\$	-

3	_____		
	Direct Labor	\$	-
	Direct Costs	\$	-
	Services by Others	\$	-
	Additional Services **	\$	-
	Total this Subconsultant (ULC)	\$	-

8	_____		
	Direct Labor	\$	-
	Direct Costs	\$	-
	Services by Others	\$	-
	Additional Services **	\$	-
	Total this Subconsultant (ULC)	\$	-

4	_____		
	Direct Labor	\$	-
	Direct Costs	\$	-
	Services by Others	\$	-
	Additional Services **	\$	-
	Total this Subconsultant (ULC)	\$	-

9	_____		
	Direct Labor	\$	-
	Direct Costs	\$	-
	Services by Others	\$	-
	Additional Services **	\$	-
	Total this Subconsultant (ULC)	\$	-

5	_____		
	Direct Labor	\$	-
	Direct Costs	\$	-
	Services by Others	\$	-
	Additional Services **	\$	-
	Total this Subconsultant (ULC)	\$	-

10	_____		
	Direct Labor	\$	-
	Direct Costs	\$	-
	Services by Others	\$	-
	Additional Services **	\$	-
	Total this Subconsultant (ULC)	\$	-

** Additional services funds require prior authorization before use

TOTAL Non-DBE/MBE/WBE Subconsultants: \$ _____

TOTAL Additional Services Non-DBE/MBE/WBE Subconsultants: \$ _____

TOTAL Allowable Fee Non-DBE/MBE/WBE Subconsultants: \$ _____

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: Primera Engineers, Ltd

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR - 2012												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM						347	347	347	347	347	347	347	347	2429
Task B - C. Design						162	162	162	162	162	162	162	162	1134
Task C - PS&E														
Task D - Task Orders														
TOTALS						509	509	509	509	509	509	509	509	3563

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: Primera Engineers, Ltd

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR - 2013												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM	347	347	347	347	347	347	347	347	347	347	347	347	347	4164
Task B - C. Design	162	162	162	162	162	162	162	162	162	162	162	162	162	1944
Task C - PS&E														
Task D - Task Orders														
TOTALS	509	509	509	509	509	509	509	509	509	509	509	509	509	6108

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: Primera Engineers, Ltd

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR - 2014												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM	347	347	347	347	347	347	347	347	347	347	347	347	347	4164
Task B - C. Design	122	122	122	122	122	122	122	122	122	122	122	122	122	1464
Task C - PS&E														
Task D - Task Orders														
TOTALS	469	469	469	469	469	469	469	469	469	469	469	469	469	5628

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: Primera Engineers, Ltd

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR - 2015												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM	347	347	347	347	347	347	347	347	347	347	347	347	347	4164
Task B - C. Design	29	29	29	29	29	29	29	29	29	29	29	29	29	329
Task C - PS&E														
Task D - Task Orders														
TOTALS	376	376	376	376	376	376	376	376	376	376	376	376	376	4493

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: Primera Engineers, Ltd

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR - 2016												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM	347	347	347	347	347	347	347	347	347	347	347	347	347	4164
Task B - C. Design														
Task C - PS&E														
Task D - Task Orders														
TOTALS	347	347	347	347	347	347	347	347	347	347	347	347	347	4164

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: Primera Engineers, Ltd

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR - 2017												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM	347	347	347	347	327									1715
Task B - C. Design														
Task C - PS&E														
Task D - Task Orders														
TOTALS	347	347	347	347	327									1715

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project No. I-11-4014

Consultant: Primera Engineers, Ltd

EXHIBIT B - FEE CALCULATIONS

A. DIRECT SALARY (without overtime)

Total Work Hours: 25,671.00
(From Exhibit C-3)

Total Dollars: \$ 1,124,670.00
(From Exhibit C-3)

Multiplier to be used on this project: 2.80
Allowable Multiplier = (2.8 DSE) (2.5 or 2.8 CM) (2.5 PMO)

DIRECT REGULAR SALARY TIMES MULTIPLIER \$ 3,149,076.00

B. REIMBURSABLE DIRECT COSTS NOT ELIGIBLE FOR PROFIT
(For Prime Consultant listed above.)

TOTAL DIRECT COSTS \$ 37,560.00

C. SERVICES BY OTHERS

Total Allowable Fee DBE/MBE/WBE Subconsultant (from Exhibit H) \$ -
(Do not including estimated additional services)

Total Allowable Fee Non-DBE/MBE/WBE Subconsultant (from Exhibit H (cont)) \$ -
(Do not including estimated additional services)

TOTAL SERVICES BY OTHERS \$ -

D. ADDITIONAL SERVICES (prime and subconsultants) \$ -
(Requires prior authorization before use)

E. MAXIMUM ALLOWABLE FEE (Upper Limit of Compensation) \$ 3,186,636.00

EXHIBIT C-1: COMPANY EMPLOYEE CLASSIFICATION LIST

Classification	Name (See note 1 below)	Current Hourly Rate	Classification Average Rate (see note 2 below)	Eligible For Prem. O/T?
Administrative	Diane L. Laoang	\$ 34.45	\$ 22.28	N
Administrative	Allyson L. Case	\$ 31.30		N
Administrative	Angelica Henao	\$ 29.57		N
Administrative	Evelyn Harris-Kerr	\$ 27.71		Y
Administrative	Antoinette M. Cirone	\$ 27.03		Y
Administrative	Nicole M. Bianco	\$ 21.00		Y
Administrative	Neal D. Knapp	\$ 18.49		Y
Administrative	Maribel Medina	\$ 18.12		Y
Administrative	Michael S. Chin	\$ 18.00		Y
Administrative	Cassandra L. Wilander	\$ 17.98		N
Administrative	Robert P. Hernandez	\$ 16.00		Y
Administrative	Manuel Dominguez Jr.	\$ 15.00		Y
Administrative	Mark G. Creamer	\$ 15.00		Y
Architect 2	Fernando Hernandez	\$ 23.73	\$ 23.73	N
Architect 3	Jill M. Deichmann	\$ 32.16	\$ 32.16	N
Architect 4	Holly J.C. Genc	\$ 37.69	\$ 37.69	N
Designer 1	Anatoli Miasnikov	\$ 31.00	\$ 27.87	Y
Designer 1	Nikolay G. Volkov	\$ 28.00		N
Designer 1	Renata Pajerska	\$ 24.61		Y
Designer 2	Shafeeq Zahid	\$ 40.00	\$ 34.26	Y
Designer 2	Paul J. Sarcletti	\$ 40.00		N
Designer 2	Aaron K. Wells	\$ 37.81		N
Designer 2	Francis E. Fallico	\$ 35.00		N
Designer 2	William P. Brindl	\$ 34.32		Y
Designer 2	Ronald H. Weiske	\$ 33.00		N
Designer 2	Urbano J. Suarez Parra	\$ 32.93		N
Designer 2	Arturo Garay	\$ 30.91		Y
Designer 2	Lynda C. West	\$ 30.75		Y
Designer 2	Victoria E. Alvarez	\$ 27.90		N
Designer 3	Jill Molnar	\$ 40.00	\$ 36.22	N
Designer 3	Dennis F. Richards	\$ 39.43		N
Designer 3	Edward S. Jakobsze	\$ 39.22		N
Designer 3	Evan J. Schroeder	\$ 36.00		N
Designer 3	Robert A. Zink	\$ 35.00		N
Designer 3	Martin Leeson	\$ 27.64		N
Designer 4	Michael J. Cwanek	\$ 46.59	\$ 41.53	N
Designer 4	Daniel Thul	\$ 40.01		N
Designer 4	Diane Bowen	\$ 38.00		N

EXHIBIT C-1: COMPANY EMPLOYEE CLASSIFICATION LIST

Classification	Name (See note 1 below)	Current Hourly Rate	Classification Average Rate (see note 2 below)	Eligible For Prem. O/T?
Engineer 1	Manuel E. Hernandez Melendez	\$ 28.90	\$ 27.24	N
Engineer 1	Elmer Salame	\$ 27.88		N
Engineer 1	Jonathan R. Briars	\$ 27.04		N
Engineer 1	Saagar M. Patel	\$ 26.92		N
Engineer 1	Matthew H. Lew	\$ 26.92		N
Engineer 1	Gustavo Zarazua	\$ 25.75		N
Engineer 2	Rebecca S. Allen	\$ 39.52	\$ 33.50	N
Engineer 2	Daniel Sherer	\$ 35.34		N
Engineer 2	Bryan R. Knowles	\$ 33.69		N
Engineer 2	Scott A. Baron	\$ 33.48		N
Engineer 2	Anwar M. Sultan	\$ 33.42		N
Engineer 2	Brandon D. Taylor	\$ 31.93		N
Engineer 2	Monica P. Simoni	\$ 31.52		N
Engineer 2	Abdul Moiz Mohammed	\$ 31.37		N
Engineer 2	Amanda C. Beck	\$ 31.25		N
Engineer 3	Joseph J. Tomaso, Jr	\$ 47.67	\$ 42.04	N
Engineer 3	Lindsay M. Bose	\$ 45.89		N
Engineer 3	Daniel F. Starzec	\$ 45.10		N
Engineer 3	Josh R. Greenfield	\$ 44.96		N
Engineer 3	John C. Palasz	\$ 44.24		N
Engineer 3	Keith D. Enstrom	\$ 44.00		N
Engineer 3	Erin K. Lowery	\$ 43.91		N
Engineer 3	Phillip Soto	\$ 43.61		N
Engineer 3	Paulo C. Hernandez	\$ 43.51		N
Engineer 3	Deborah Steimel-Clair	\$ 42.51		N
Engineer 3	Curt M. Knudsen	\$ 41.59		N
Engineer 3	Jaime P. Milla	\$ 41.51		N
Engineer 3	Jason M. DeRosa	\$ 41.25		N
Engineer 3	Marc G. Jach	\$ 38.64		N
Engineer 3	Nicholas W. Smith	\$ 38.46		N
Engineer 3	Lindsey K. Fimek	\$ 38.31		N
Engineer 3	Mir M. Zakaria	\$ 38.00		N
Engineer 3	Andrew D. Walton	\$ 37.98		N
Engineer 3	Jun Wang	\$ 37.67		N
Engineer 4	Jixing He	\$ 68.99	\$ 52.92	N
Engineer 4	Z. John Zhang	\$ 61.09		N
Engineer 4	Cruz M. Bernal-Albano	\$ 59.86		N
Engineer 4	Oren Skidelsky	\$ 58.50		N
Engineer 4	Sven E. Flodstrom	\$ 52.76		N
Engineer 4	Edwin A. Zayas	\$ 50.00		N
Engineer 4	Mark M. Johnson	\$ 48.08		N
Engineer 4	John N. Antonoglu	\$ 47.48		N
Engineer 4	John P. Fehlberg	\$ 47.21		N
Engineer 4	Robert J. Deming	\$ 46.15		N
Engineer 4	Punya Praditpan	\$ 42.05		N

EXHIBIT C-1: COMPANY EMPLOYEE CLASSIFICATION LIST

Classification	Name (See note 1 below)	Current Hourly Rate	Classification Average Rate (see note 2 below)	Eligible For Prem. O/T?
Operations	Ron J. Darin	\$ 68.30	\$ 33.81	N
Operations	Omar Torres	\$ 38.73		N
Operations	Manuel F. Santana	\$ 31.00		N
Operations	Patricia Chrisopulos	\$ 30.51		N
Operations	Debra Z. Thompson	\$ 27.50		Y
Operations	Marcus J. Machacek	\$ 27.10		N
Operations	June M. Pisano	\$ 25.00		N
Operations	Sergio Murillo	\$ 22.31		Y
Principal	Michael F. DeSantiago	\$ 70.00	\$ 70.00	N
Principal	Pedro J. Cevallos-Candau	\$ 70.00		N
Project Coordinator	Roseann Marra	\$ 34.08	\$ 29.75	Y
Project Coordinator	Adam D. Stribling	\$ 33.18		N
Project Coordinator	Aaron Byczko	\$ 27.70		N
Project Coordinator	Cassandra Moya	\$ 24.04		Y
Project Manager	Michael E. Belczak	\$ 63.50	\$ 54.44	N
Project Manager	James E. Feeney	\$ 61.71		N
Project Manager	Craig M. Anderson	\$ 57.69		N
Project Manager	Rosa G. Lazebnik	\$ 56.65		N
Project Manager	Paul W. Bouchard	\$ 52.88		N
Project Manager	Rahul Chatterjea	\$ 46.43		N
Project Manager	William R. Taylor	\$ 42.24		N
Senior Project Manager	Ted W. Lachus	\$ 75.72	\$ 65.63	N
Senior Project Manager	Theodore P. Georgas	\$ 69.95		N
Senior Project Manager	David N. Tufte	\$ 68.43		N
Senior Project Manager	Kenneth R. Panucci	\$ 68.14		N
Senior Project Manager	Andrew J. Sebescak	\$ 66.51		N
Senior Project Manager	Erin M. Inman	\$ 61.94		N
Senior Project Manager	Affan A. Abdullah	\$ 58.65		N
Senior Project Manager	Lourdes M. Gonzalez	\$ 55.69		N
Senior Technician	Sotirios N. Dakalis	\$ 45.46	\$ 36.84	N
Senior Technician	Frank M. Moccio	\$ 42.90		N
Senior Technician	Ralph J. Fisher	\$ 36.60		N
Senior Technician	Bartholomew Lazarczyk	\$ 30.77		N
Senior Technician	Grace E. Wielich	\$ 28.49		Y
Technician 2	Mohammed Barkatullah	\$ 36.18	\$ 36.18	N

EXHIBIT C-1: COMPANY EMPLOYEE CLASSIFICATION LIST

Classification	Name (See note 1 below)	Current Hourly Rate	Classification Average Rate (see note 2 below)	Eligible For Prem. O/T?
Technician 1	Jennifer Nelson	\$ 31.00	\$ 21.33	Y
Technician 1	Claude R. Bebie	\$ 23.34		Y
Technician 1	Mariusz P. Klimek	\$ 19.31		Y
Technician 1	Marcin M. Dymala	\$ 18.91		Y
Technician 1	Jacob T. Lefeu	\$ 17.85		Y
Technician 1	Michael E. Lamplough	\$ 17.55		Y

* Exhibit C-1 is a comprehensive list of classifications of company employees.

(1) List all Employees located in your company's Illinois office(s) by classification. Out of state employees to be used on this project should be

(2) Divide the sum of the "CURRENT HOURLY RATES" for all employees in a classification by the number of employees in that classification.

J-11-4014

Consultant: Primera Engineers, Ltd

4/10/2012

EXHIBIT C-2: PAYROLL CLASSIFICATION ESCALATION TABLE

CONTRACT TERM: 60 NO. OF MONTHS

SCHEDULED START DATE: 6/1/2012

RAISE DATE: 4/1/2013

PERCENT OF RAISE: 3%

ESCALATION PER YEAR

Date	Date	Date	Date	Date	Date	Date	Date
6/1/2012	3/31/2013	4/1/2013	3/31/2014	4/1/2014	3/31/2015	4/1/2015	3/31/2016
10.0	12.0	12.0	12.0	12.0	12.0	12.0	12.0
60.0	60.0	60.0	60.0	60.0	60.0	60.0	60.0
16.67%	20.60%	21.22%	21.85%	22.51%	6.44%		
Factor First Period	Escalation Factor Second Period	Escalation Factor Third Period	Escalation Factor Fourth Period	Escalation Factor Fifth Period			

The escalation factor for this project is: 109.29%

EXHIBIT D

REIMBURSABLE DIRECT COSTS - WORKSHEET ESTIMATES

A. VEHICLE REIMBURSEMENT

Daily Rate	<u>\$ 45.00</u>	X	<u>100</u>		<u>\$ 4,500.00</u>
	Includes Tolls		No. of Days		

Mileage	<u>\$ 0.555</u>	X	<u>6,000</u>		<u>\$ 3,330.00</u>
	Mileage Rate		No. of Miles		

(Use mileage rate found at:

<http://www2.illinois.gov/cms/Employees/travel/Pages/TravelReimbursement.aspx>

TOTAL VEHICLE REIMBURSEMENT					<u>\$ 7,830.00</u>
------------------------------------	--	--	--	--	--------------------

B. ALLOWABLE DIRECT COSTS - Enter the total budget of items from the attached Allowable Direct Costs list here:

\$ 29,730.00

http://www.illinoistollway.com/documents/10157/36206/LG_TO_LLWAY_XX_ALLOWABLEDIRECTCOSTS_08012008.PDF

C. ITEMIZED DIRECT COSTS - For any expense not included in the Allowable Direct Costs list, written permission must be received from the Chief Engineer prior to its inclusion. List those below:

DIRECT COST CATEGORY

Project No. I-11-4014

Consultant: Primera Engineers, Ltd

EXHIBIT D (Continued)

REIMBURSABLE DIRECT COSTS - WORKSHEET ESTIMATES

D. PREMIUM OVERTIME

Classification	Estimate of Overtime Hours	Escalated Hourly Rate (Premium Portion Only) (SEE NOTE 1 BELOW)	Premium Overtime Dollars (Hours x Rate)

TOTAL PREMIUM OVERTIME \$ -

(1) Premium portion is equal to 1/2 of the escalated average hourly rate for the classification. This number is to be hard entered. DO NOT enter a formula

Date Revised 04/01/12

ALLOWABLE DIRECT COSTS

08.01.2008

The following costs are allowable when requested by the Department and included in the contract. The costs are allowable when it is customary for the firm to bill for the cost and it can be itemized in the firm's billing and accounting systems.

Per Diem	State Rate (Maximum)
Lodging	State Rate (Maximum)
Air Fare	Coach Rate with 2 weeks advance purchase
Vehicles	
Mileage	State Rate* (Maximum)
Daily Rate (owned or leased the same)	\$45/day (Maximum)
Overtime	Including Tolls
Tolls	Premium portion
Film and Film Processing**	Actual Cost
Overnight Delivery/Postage Courier Service	Actual Cost
Copies of Deliverables and Mylars	Actual Cost
Specific Insurance – required for project	Actual Cost
CADD	Actual Costs (Maximum of \$15.00/Hr)
Monuments – Permanent	Actual Cost
Payment for Newspaper Ads	Actual Cost
Web Site	Actual Cost
Facility Rental for Public Meetings & Exhibits/Rendering & AV Equipment/Transcriptions	Actual Cost
Recording Fees	Actual Cost
Courthouse Fees	Actual Cost
Testing of Soil Samples	Actual Cost
Lab Services (excluding Phase III normal construction inspection such as beam breaks, cylinder breaks, pavement cores)	Actual Cost
Equipment rental specific for project (snooper for bridge inspection, noise meter, etc.)	Actual Cost
Specialized equipment – on an as needed basis with prior approval	Actual Cost
Traffic Systems	Actual Cost
Mobile Phone (for traffic system implementation)	
Telephone Usage (for traffic system monitoring)	
Storm sewer cleaning and televising	Actual Cost
Traffic control and protection	Actual Cost
Aerial photography and mapping	Actual Cost
Utility exploratory trenching	Actual Cost

ALLOWABLE DIRECT COSTS

- *website for State Reimbursement Rates
<http://www2.illinois.gov/cms/Employees/travel/Pages/TravelReimbursement.aspx>
- **Use of digital cameras verses film cameras is encouraged when firms own digital cameras and the discussion of their use will be part of the negotiations. Film & copies will be reimbursed at actual costs.
- On all agreements authorization after January 1, 2005, GPS Equipment is considered tools of the trade.

ALLOWABLE DIRECT COSTS

Construction Inspection

Construction Inspection Communications:

Cell Phones (maximum of 3 without additional approval. Personal phones that do not remain on the job site are not allowable) \$70/month/phone (Maximum)

Radio Communication Actual Cost
2-way Radio Actual Cost

Vehicles (Only for Vehicles assigned to project) \$45/day (Maximum)
DAILY RATE ONLY Including Tolls

The number of days will be calculated as follows:

For extended stay**- Number of days on job site plus one
Day to travel to and from job site

Weekly (hotel) – Number of days on job site plus one day to
Travel to and from job site per week.

Shift Differential

Actual Cost based on
firm policy

**Extended Stay Status applies to individuals on the project over 20 Consecutive working days. The decision whether individuals will stay over the weekend will be made after the Contractor's schedule is available and shall be made jointly by the Consultant Liaison and the IDOT Resident.

NOTES:

For CSE contracts, beam and cylinder breaks are not reimbursable. Overtime to employees traveling to and from the site will be allowed depending on the firm's policy and limited to the Tollway's CSE Manual allowance.

Project No. I-11-4014

Consultant: Primera Engineers, Ltd

EXHIBIT E - KEY PROJECT PERSONNEL

Project Principal: Pedro J. Cevallos-Candau

Classification: Principal

Project Manager: Ted W. Lachus

Classification: Senior Project Manager

Project Engineer: _____

Classification: _____

Resident Engineer: _____

Classification: _____

Documentation Engineer: _____

Classification: _____

Project Civil Engineer: _____

Classification: _____

Project Structural Engineer: Theodore P. Georgas

Classification: Senior Project Manager

Project Drainage Engineer: Nicholas W. Smith

Classification: Engineer 3

Senior Engineer: _____

Classification: _____

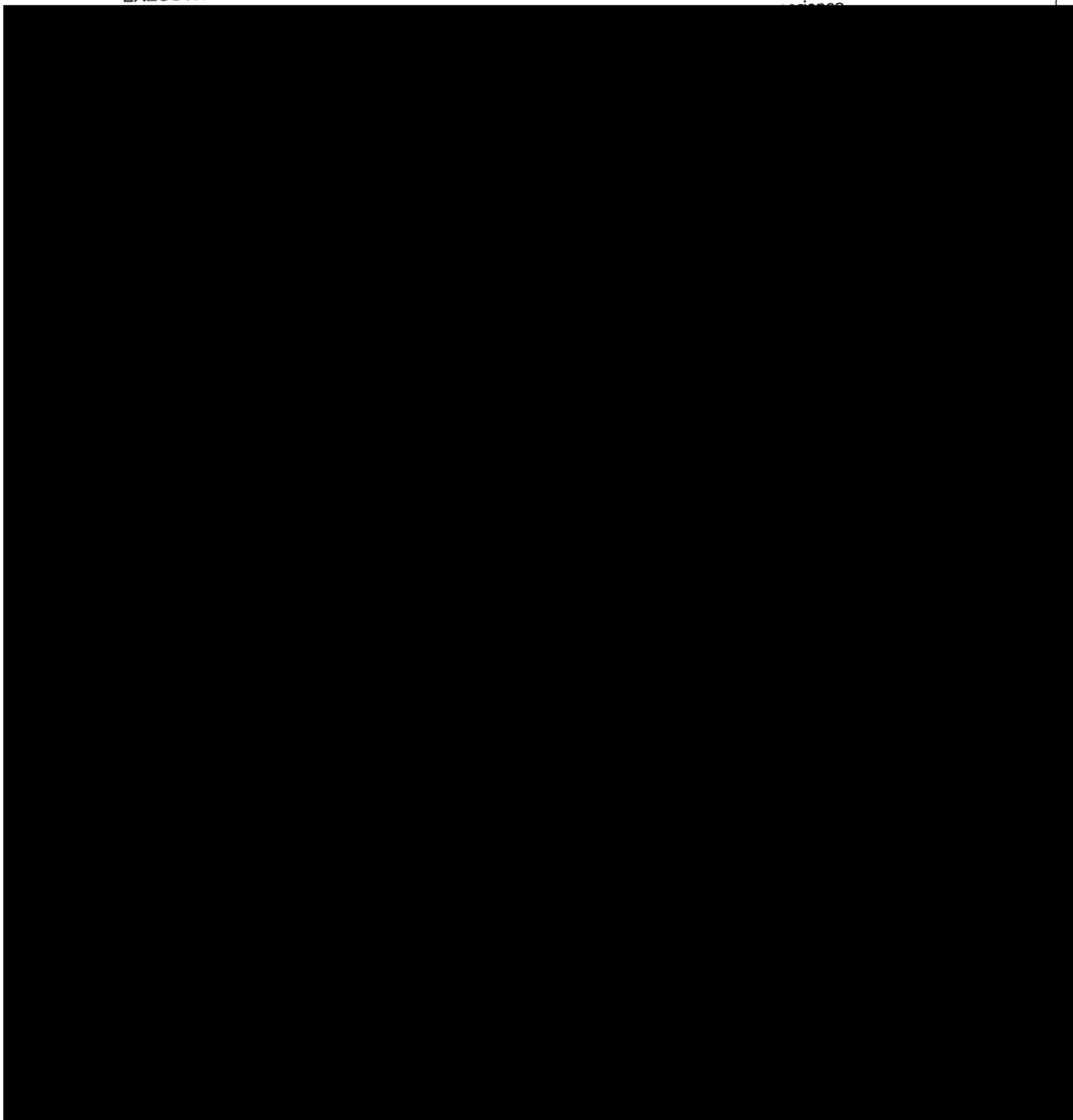
Others: _____

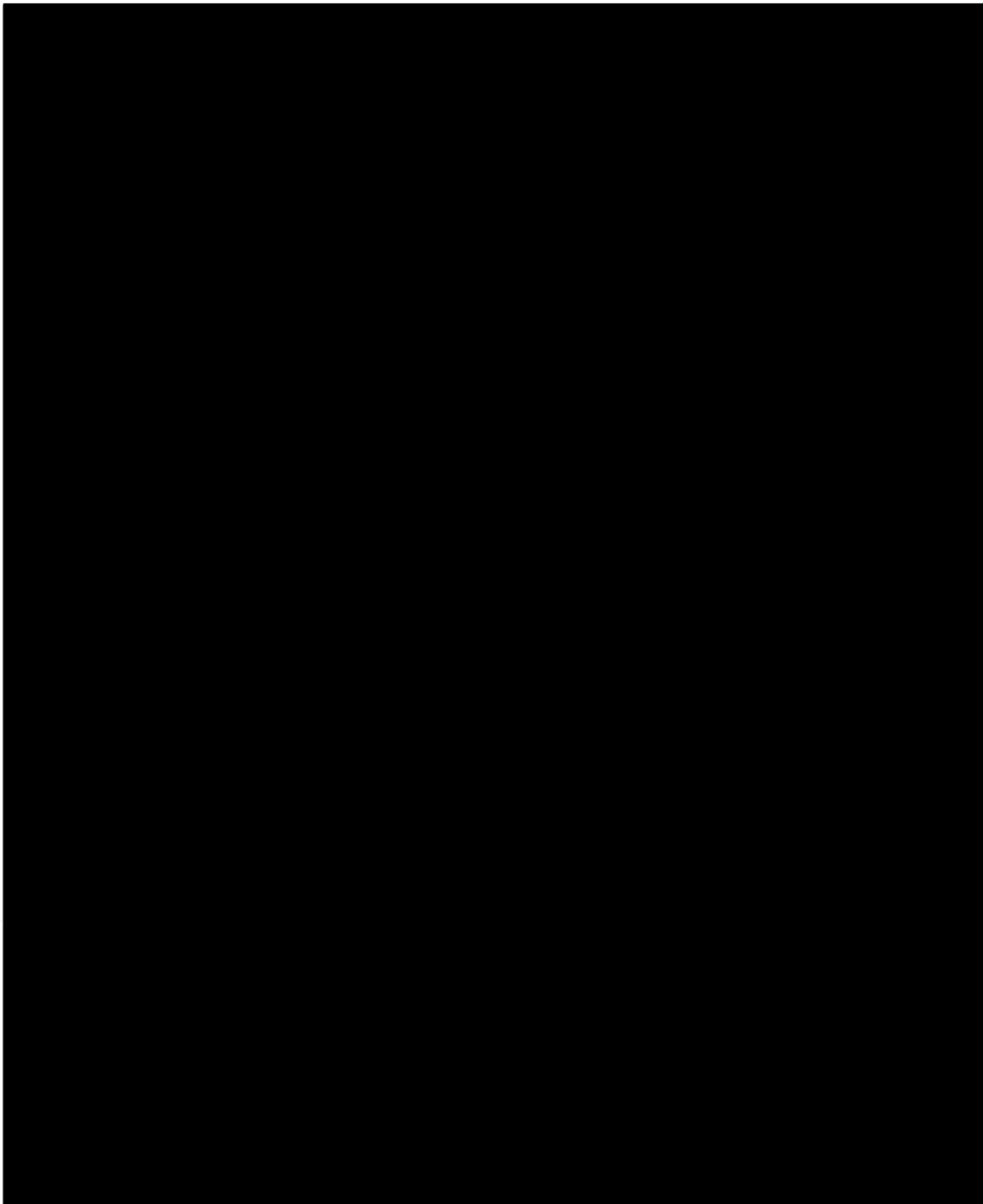
List all key personnel titles that are applicable to this project.

Attach resumes of all key personnel



PEDRO J. CEVALLOS-CANAU, PhD, PE
EXECUTIVE VICE PRESIDENT





 **Primera**

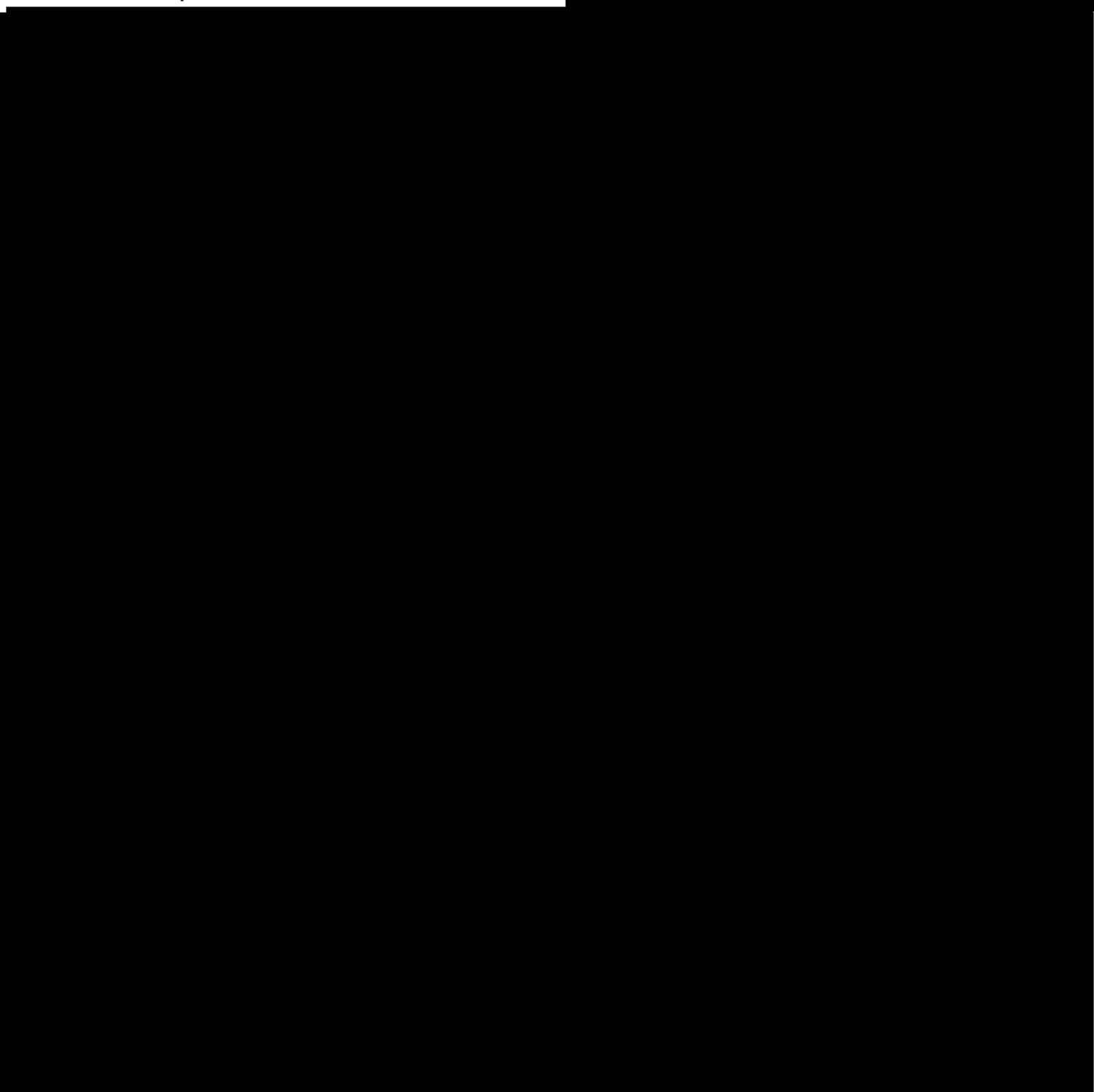
EXHIBIT "1"

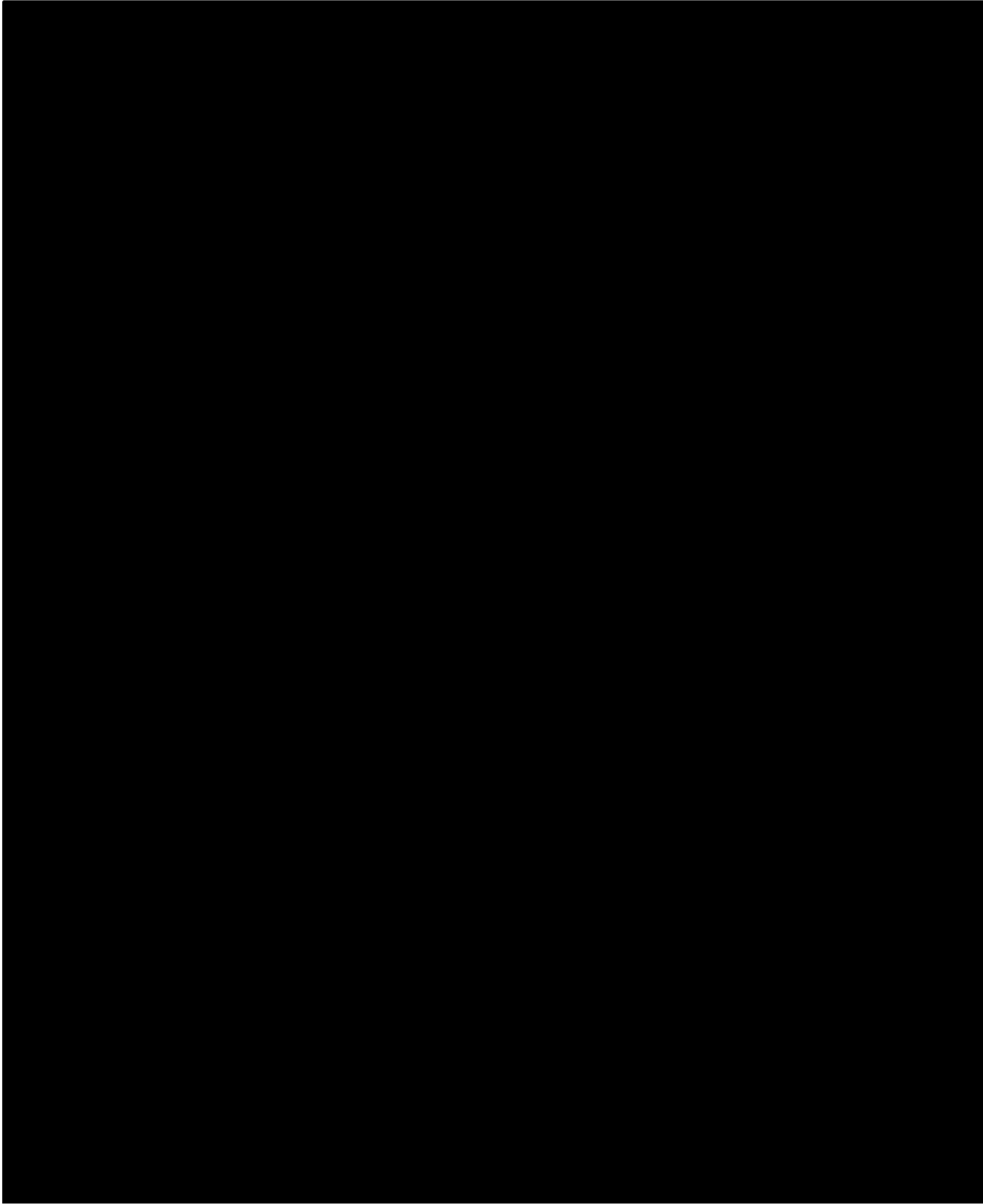
PAGE 328 OF 441



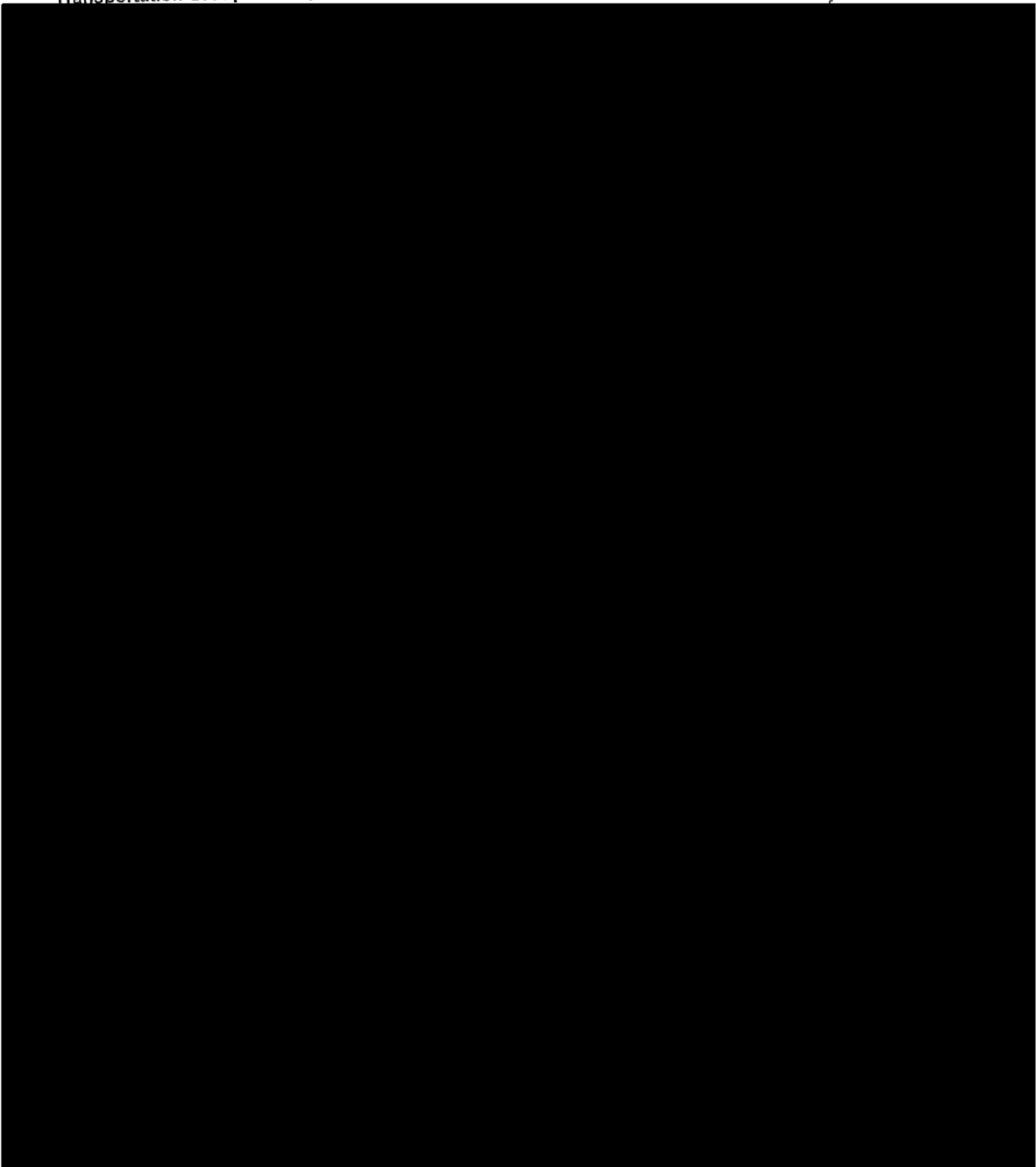


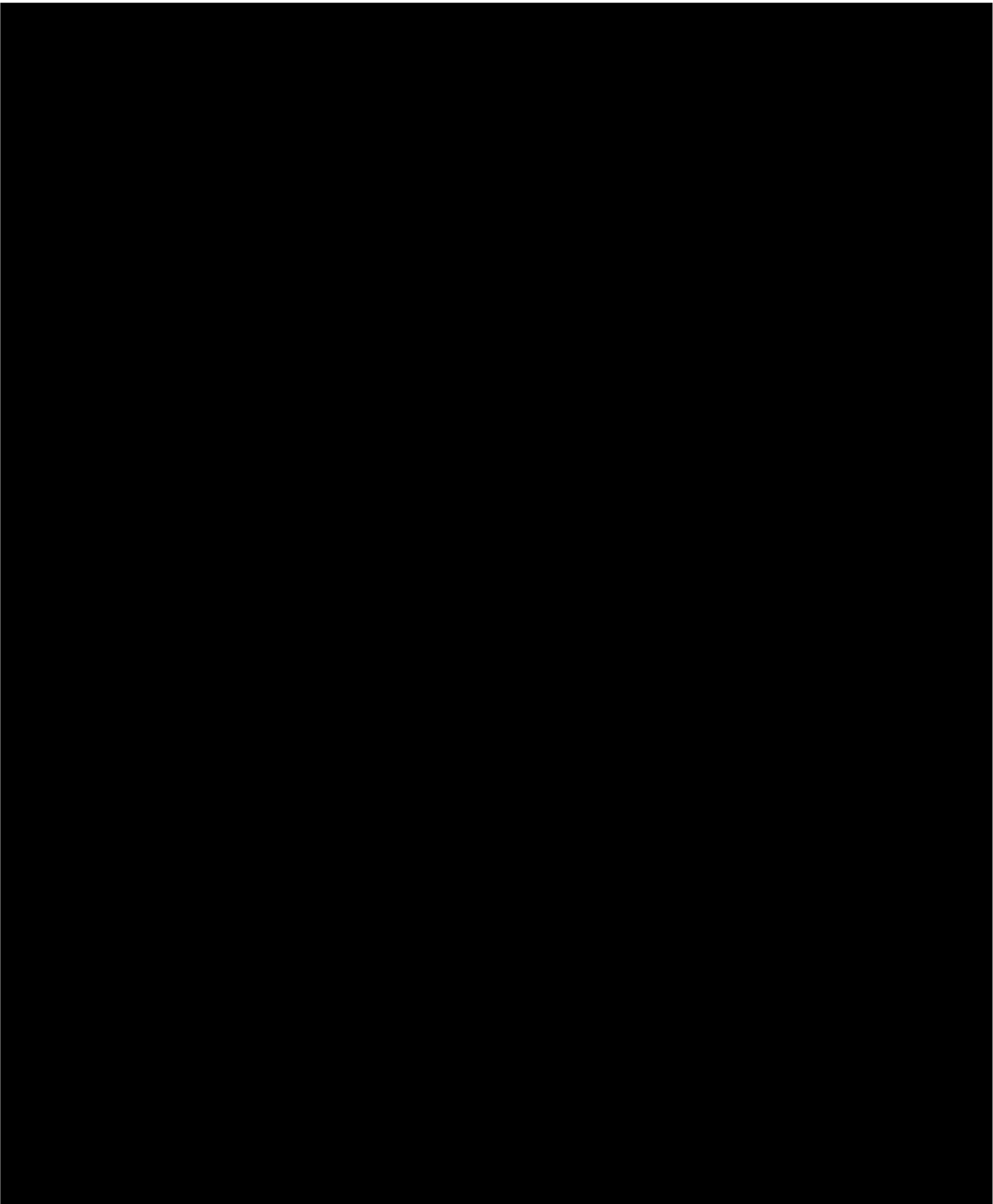
TED W. LACHUS, PE
SENIOR VICE PRESIDENT
Transportation Group – Division Manager





THEODORE P. GEORGAS, PE, SE
Transportation Group – Group Manager/Lead Structural Engineer





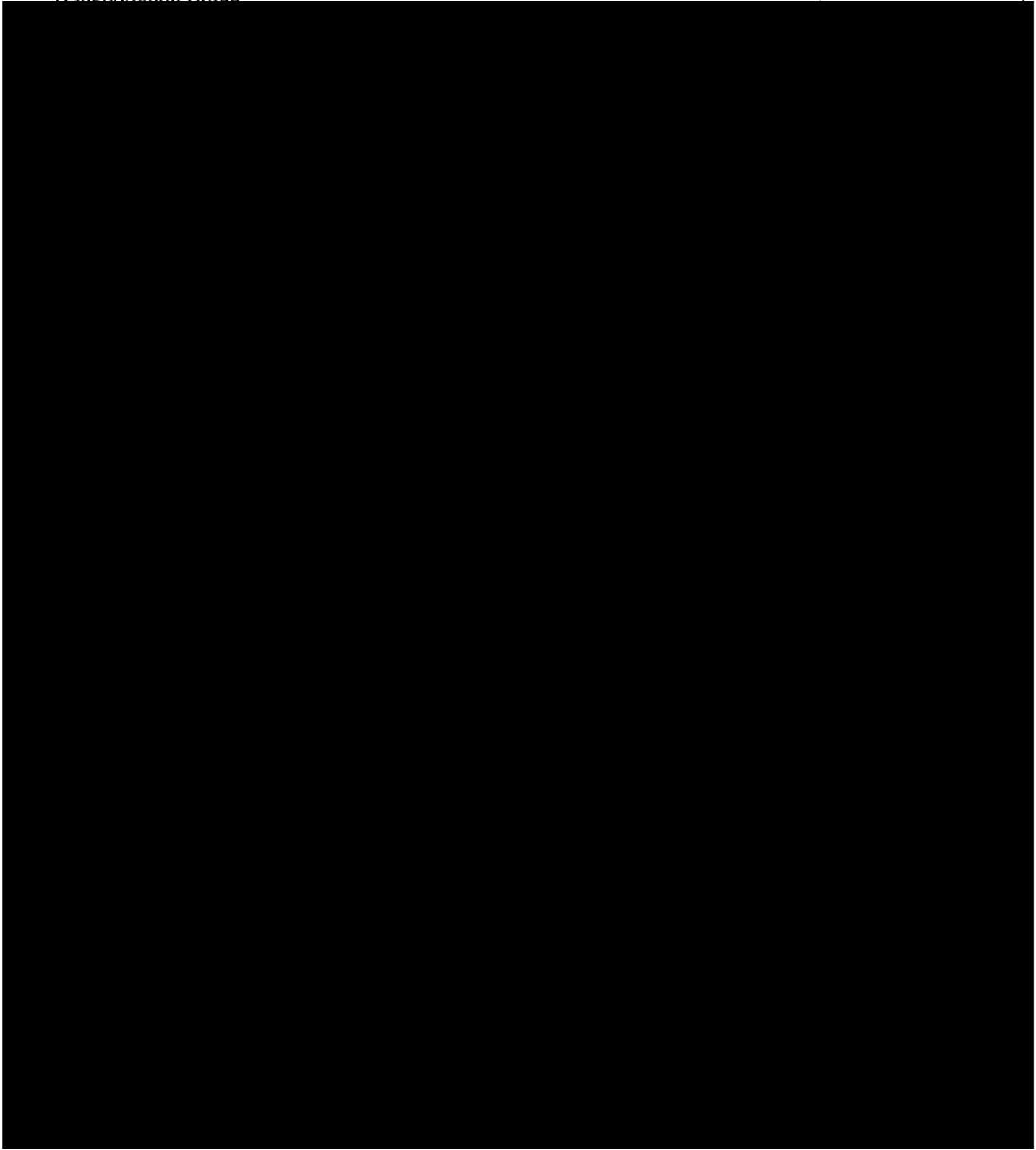
 **Primer**
EXHIBIT "1"

PAGE 333 OF 441



NICHOLAS W. SMITH, PE, CFM, CPESC

Transportation Group



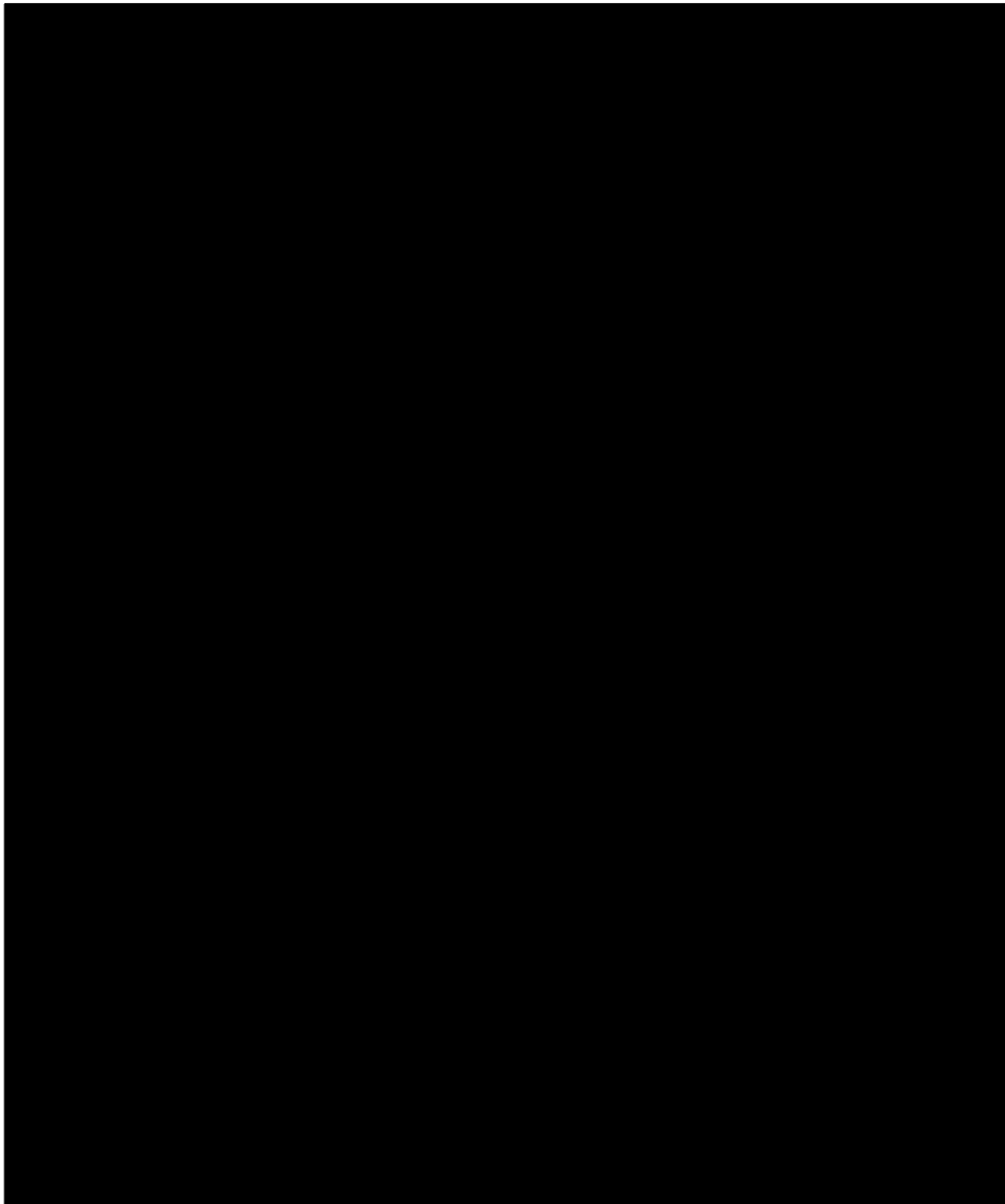


EXHIBIT F

SCOPE OF SERVICES

The following is the scope of services for Primera Engineers for Project I-11-4014.

- Design Corridor Management (Task A): Oversight/management of final design, land acquisition, and utility coordination for the EOWB program including: DSE / DUR / SUR project management; preparation of plats / legals / appraisals / negotiations (for selection project section); land acquisition support; utility coordination and documentation; select technical reviews; program estimating/scheduling/controls; coordination and public involvement.
 - Primera Engineers Scope of Services relative to Task A - Document Management and Administrative Support: provide full time staff to support DSE/DUR project management activities; provide document management controls staff (both on-site at CH2M HILL). – 20,800 hours
- Preliminary and Final Design Engineering (Task C): Preparation of final PSE for select project section (Elgin O'Hare from Meacham Road to Prospect Avenue).
 - Primera Engineers Scope of Services relative to Task C - Assisting in the preparation of PSE plans (preliminary (60%), pre-final (95%), final (100%)) for packages in the EO/I-290 Interchange vicinity.
 - Project Management – 104 hours
 - QA/QC – 151 hours
 - Meetings – 52 hours
 - Development of Contract Plans for Contract Package C03 –Structure No. 10 & Contract Package C04 –Structure No. 13 – 2500 hours
 - Development of the Drainage & Utility Plans for Contract Package C07 – 2375 hours
 - Plan preparation
 - Drainage & Utility Plans – 20 sheets
 - Drainage & Utility Profiles – 20 sheets
 - Drainage Schedules – 8 sheets
 - Drainage Details (non-structural)
 - Utility Relocation Matrix – 2 sheets
 - Development of drainage report
 - Cost estimate for drainage
 - Items not included
 - Concept Report (30%) Designs
 - Utility coordination and acquisition of utility information
 - Development of Special Provisions
 - The following final design services:
 - Services for the Advertisement Phase
 - Services for the Addendum Phase
 - Services for the Bid Support Phase
 - Construction support services
 - Shop drawing reviews
 - As-built drawings

EXHIBIT G

CURRENT OBLIGATIONS FOR PROJECT

Primera Engineers, Ltd.

Route & Job No.	Work Scope & Description of Project	Fee (Including all Supplementals and Extra Work Orders)	Fee Remaining To Be Earned	Estimated Date of Completion
ISTHA I-09-5588	Phase III CSE Design Support Services	\$ 49,799	\$ 0	Completed
IDOT IL Rte 22	Phase II Roadway Reconstruction & Widening Quentin Rd to IL 83	\$ 3,100,000(est.)	\$ 2,500,000	6/2013
IDOT Various	Phase II Various Contract	\$ 1,600,000	\$ 10,000	12/2011
IDOT IL Rte 62	Phase II Roadway Reconstruction & Widening Eastings Way to Penny Road	\$ 679,999	\$ 0	Completed
IDOT	Phase II Roadway & Bridge Bridge Replacement Chicago Heights Road @ Butterfield Creek	\$ 240,281	\$ 0	Completed
IDOT IL 176	Phase II Roadway & Bridge Bridge Replacement Bangs Lake Drainage Ditch Structure Replacement	\$ 297,170	\$ 0	Completed
IDOT I-57	Phase III Interchange Reconstruction I-57 @ Manhattan-Monee Road	\$ 1,424,980	\$ 0	Completed
Metra Various	MEP Various Work Orders	\$ 400,000	\$ 100,000	6/2012
CDOT Western Ave.	Phase I / II Roadway Resurfacing / Streetscape	\$ 770,152	\$ 10,000	2/2012
ISTHA I-11-5633	Phase I / II I-90 Jane Addams MP 41.8 to MP 53.8	\$ 3,106,514	\$ 2,700,000	6/2013

Current State Contracts

Thursday, April 05, 2012
3:21:35 PM

Primera Engineers, LTD

For the period 3/31/2012 - 4/27/2012

	Compensation	Consultant Fee	Reimbursable Allowance	Total Compensation
Primary Company Name: Affiliated Engineers, Inc.				
Project Number: 2011210.00 UIUC ETAP Model				
Total for 2011210.00	109,000.00			109,000.00
Project Number: 2012026.00 Center for Veterans in Higher Ed.				
Total for 2012026.00	16,556.00			16,556.00
Total for Affiliated Engineers, Inc.	125,556.00			125,556.00
Primary Company Name: BLDD Architects				
Project Number: 2011179.00 Organic Chemistry Renovation				
Total for 2011179.00	38,000.00			38,000.00
Project Number: 2011180.00 Human Anatomy Renovation				
Total for 2011180.00	32,000.00			32,000.00
Total for BLDD Architects	70,000.00			70,000.00
Primary Company Name: Capital Development Board				
Project Number: 2007092.02 Cx WIU Riverfront Campus Bldg. - Const.				
Total for 2007092.02	111,400.00		23,900.00	135,300.00
Project Number: 2007092.03 Cx WIU Riverfront Campus Bldg. -Warranty				
Total for 2007092.03	6,900.00			6,900.00
Project Number: 2007092.04 Cx WIU Riverfront Campus Bldg. Sy. Train				
Total for 2007092.04	7,500.00			7,500.00
Project Number: 2007092.05 Cx WIU Riverfront Campus Bldg Energy Grt				
Total for 2007092.05	3,500.00			3,500.00
Project Number: 2007092.06 Cx WIU Riverfront Campus Bldg. - Reimb.				
Total for 2007092.06			45,112.00	45,112.00
Project Number: 2009010.OH IBSP Construct Swale Crossings - OH				
Total for 2009010.OH				
Project Number: 2011051.00 NIU - Stevens Building				
Total for 2011051.00	13,300.00		300.00	13,600.00
Project Number: 2011129.00 WIU Riverfront Campus - Phase II				
Total for 2011129.00	207,250.00	38,000.00	58,200.00	303,450.00
Total for Capital Development Board	349,850.00	38,000.00	127,512.00	515,362.00
Primary Company Name: FGM Architects				
Project Number: 2011070.00 UIC - Learning Sciences Resource Institu				
Total for 2011070.00	74,500.00			74,500.00
Project Number: 2011070.01 UIC Learning Sciences Resource Institute				
Total for 2011070.01	5,000.00			5,000.00
Total for FGM Architects	79,500.00			79,500.00
Primary Company Name: Illinois Department of Transportation				
Project Number: 2002313.OH Chicago Heights Road / Butterfield QA				
Total for 2002313.OH				
Project Number: 2008144.00 IDOT CM Manhattan-Monee Rd.				
Total for 2008144.00	723,263.00		701,717.00	1,424,980.00
Project Number: 2010019.00 Route FAP339 (IL Route 62)				
Total for 2010019.00	393,161.00		275,575.00	668,736.00
Project Number: 2010028.00 WO xx - IL 53 over St Joseph's Creek				
Total for 2010028.00	154,096.00		10,449.00	164,545.00
Project Number: 2010029.00 WO 18 - 155 E Front Rd at I & M Canal				
Total for 2010029.00	66,830.00		6,796.00	73,626.00
Project Number: 2011022.00 IL 22 from Quentin Rd to IL 83				
Total for 2011022.00	681,000.00		319,872.00	1,000,872.00
Project Number: 2011067.00 Palatine Road at Salt Creek Part 2				
Total for 2011067.00	84,411.00		22,368.00	106,779.00
Total for Illinois Department of Transportation	2,102,761.00		1,336,777.00	3,439,538.00

	Compensation	Consultant Fee	Reimbursable Allowance	Total Compensation
Primary Company Name: Jones Lang LaSalle				
Project Number: 2011122.00 State of Illinois Facility Restacking				
Total for 2011122.00	50,000.00			50,000.00
Project Number: 2011200.00 IDHS Facility Loading Dock				
Total for 2011200.00	67,000.00			67,000.00
Total for Jones Lang LaSalle	117,000.00			117,000.00
Primary Company Name: Juan Gabriel Moreno Architects				
Project Number: 2012028.00 NEIU El Centro				
Total for 2012028.00	180,000.00			180,000.00
Total for Juan Gabriel Moreno Architects	180,000.00			180,000.00
Primary Company Name: Loebel Schlossman & Hackl				
Project Number: 2011134.01 UIC Linear Accelerator Vault Design				
Total for 2011134.01	38,560.00			38,560.00
Total for Loebel Schlossman & Hackl	38,560.00			38,560.00
Primary Company Name: Northeastern Illinois University				
Project Number: 2011165.00 Building B Solar PV System				
Total for 2011165.00	15,500.00		500.00	16,000.00
Total for Northeastern Illinois University	15,500.00		500.00	16,000.00
Primary Company Name: RATIO Architects				
Project Number: 2011167.00 Lincoln's ChalleNGe Academy				
Total for 2011167.00	100,000.00			100,000.00
Total for RATIO Architects	100,000.00			100,000.00
Primary Company Name: Solomon, Cordwell, Buenz & Assoc., Inc.				
Project Number: 2010099.00 UIC College of Dentistry Laboratory Reno				
Total for 2010099.00	244,700.00			244,700.00
Total for Solomon, Cordwell, Buenz & Assoc., Inc.	244,700.00			244,700.00
Primary Company Name: University of Illinois at Chicago				
Project Number: 2011102.00 UIC-AHS Fire Alarm & Sprinkler Upgrades				
Total for 2011102.00	260,000.00		5,000.00	265,000.00
Total for University of Illinois at Chicago	260,000.00		5,000.00	265,000.00

EXHIBIT H - SERVICES BY OTHERS

Exhibits A-G must be submitted for each subconsultant listed below. If a subconsultant requires "Services by Others", they must include Exhibit H and attach Exhibits A-G for second tier subconsultants.

DBE/MBE/WBE SUBCONSULTANTS

1	<table border="0" style="width: 100%;"> <tr><td>Direct Labor</td><td style="text-align: right;">\$ -</td></tr> <tr><td>Direct Costs</td><td style="text-align: right;">\$ -</td></tr> <tr><td>Services by Others</td><td style="text-align: right;">\$ -</td></tr> <tr><td>Additional Services **</td><td style="text-align: right;">\$ -</td></tr> <tr><td>Total this Subconsultant (ULC)</td><td style="text-align: right;">\$ -</td></tr> </table>	Direct Labor	\$ -	Direct Costs	\$ -	Services by Others	\$ -	Additional Services **	\$ -	Total this Subconsultant (ULC)	\$ -	6	<table border="0" style="width: 100%;"> <tr><td>Direct Labor</td><td style="text-align: right;">\$ -</td></tr> <tr><td>Direct Costs</td><td style="text-align: right;">\$ -</td></tr> <tr><td>Services by Others</td><td style="text-align: right;">\$ -</td></tr> <tr><td>Additional Services **</td><td style="text-align: right;">\$ -</td></tr> <tr><td>Total this Subconsultant (ULC)</td><td style="text-align: right;">\$ -</td></tr> </table>	Direct Labor	\$ -	Direct Costs	\$ -	Services by Others	\$ -	Additional Services **	\$ -	Total this Subconsultant (ULC)	\$ -
Direct Labor	\$ -																						
Direct Costs	\$ -																						
Services by Others	\$ -																						
Additional Services **	\$ -																						
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Services by Others	\$ -																						
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Services by Others	\$ -																						
Additional Services **	\$ -																						
Total this Subconsultant (ULC)	\$ -																						

** Additional services funds require prior authorization before use

TOTAL DBE/MBE/WBE Subconsultants: \$ -

TOTAL Additional Services DBE/MBE/WBE Subconsultants: \$ -

TOTAL Allowable Fee DBE/MBE/WBE Subconsultants: \$ -

DBE/MBE/WBE Percentage of Total Fee (includes Additional Services): 0.00%

DBE/MBE/WBE Percentage of Total Fee (does not include Additional Services): 0.00%

Date Revised 04/01/12

EXHIBIT H - SERVICES BY OTHERS (continued)

Exhibits A-G must be submitted for each subconsultant listed below. If a subconsultant requires "Services by Others", they must include Exhibit H and attach Exhibits A-G for second tier subconsultants.

OTHER SUBCONSULTANTS (NOT DBE/MBE/WBE)

1	Direct Labor	\$ -
	Direct Costs	\$ -
	Services by Others	\$ -
	Additional Services **	\$ -
	Total this Subconsultant (ULC)	\$ -

6	Direct Labor	\$ -
	Direct Costs	\$ -
	Services by Others	\$ -
	Additional Services **	\$ -
	Total this Subconsultant (ULC)	\$ -

2	Direct Labor	\$ -
	Direct Costs	\$ -
	Services by Others	\$ -
	Additional Services **	\$ -
	Total this Subconsultant (ULC)	\$ -

7	Direct Labor	\$ -
	Direct Costs	\$ -
	Services by Others	\$ -
	Additional Services **	\$ -
	Total this Subconsultant (ULC)	\$ -

3	Direct Labor	\$ -
	Direct Costs	\$ -
	Services by Others	\$ -
	Additional Services **	\$ -
	Total this Subconsultant (ULC)	\$ -

8	Direct Labor	\$ -
	Direct Costs	\$ -
	Services by Others	\$ -
	Additional Services **	\$ -
	Total this Subconsultant (ULC)	\$ -

4	Direct Labor	\$ -
	Direct Costs	\$ -
	Services by Others	\$ -
	Additional Services **	\$ -
	Total this Subconsultant (ULC)	\$ -

9	Direct Labor	\$ -
	Direct Costs	\$ -
	Services by Others	\$ -
	Additional Services **	\$ -
	Total this Subconsultant (ULC)	\$ -

5	Direct Labor	\$ -
	Direct Costs	\$ -
	Services by Others	\$ -
	Additional Services **	\$ -
	Total this Subconsultant (ULC)	\$ -

10	Direct Labor	\$ -
	Direct Costs	\$ -
	Services by Others	\$ -
	Additional Services **	\$ -
	Total this Subconsultant (ULC)	\$ -

** Additional services funds require prior authorization before use

TOTAL Non-DBE/MBE/WBE Subconsultants: \$ -

TOTAL Additional Services Non-DBE/MBE/WBE Subconsultants: \$ -

TOTAL Allowable Fee Non-DBE/MBE/WBE Subconsultants: \$ -

Project Number: I-11-4014

Consultant: Regina Webster & Associates, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2012												TOTAL HOURS		
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec			
Task A - DCM						385	385	385	385	385	385	385	385	385	2695
TOTALS						385	385	385	385	385	385	385	385	385	2695

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: Regina Webster & Associates, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2013												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM	400	400	400	400	400	500	500	500	500	500	500	500	500	5500
TOTALS	400	400	400	400	400	500	500	500	500	500	500	500	500	5500

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: Regina Webster & Associates, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2014												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM	530	530	530	530	530	530	530	530	530	530	530	520	520	6340
TOTALS	530	530	530	530	530	530	530	530	530	530	530	520	520	6340

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: Regina Webster & Associates, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR_2015												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM	325	325	325	325	325	325	325	325	325	325	325	325	325	3900
TOTALS	325	325	325	325	325	325	325	325	325	325	325	325	325	3900

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: Regina Webster & Associates, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2016												TOTAL HOURS		
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec			
Task A - DCM	355	355	355	355	355	355	355	355	350	350	350	350	350	350	4235
TOTALS	355	355	355	355	355	355	355	355	350	350	350	350	350	350	4235

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: Regina Webster & Associates, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2017					TOTAL HOURS
	Jan	Feb	Mar	Apr	May	
Task A - DCM	470	470	470	470	470	2350
TOTALS	470	470	470	470	470	2350

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project No. I-11-4014

Consultant: Regina Webster & Associates, Inc.

EXHIBIT B - FEE CALCULATIONS

A. DIRECT SALARY (without overtime)

Total Work Hours: 25,020.00
(From Exhibit C-3)

Total Dollars: \$ 1,086,229.00
(From Exhibit C-3)

Multiplier to be used on this project:

2.80

Allowable Multiplier = (2.8 DSE) (2.5 or 2.8 CM) (2.5 PMO)

DIRECT REGULAR SALARY TIMES MULTIPLIER

\$ 3,041,441.20

B. REIMBURSABLE DIRECT COSTS NOT ELIGIBLE FOR PROFIT
(For Prime Consultant listed above.)

TOTAL DIRECT COSTS \$ 32,875.00

C. SERVICES BY OTHERS

Total Allowable Fee DBE/MBE/WBE Subconsultant (from Exhibit H) \$ -
(Do not including estimated additional services)

Total Allowable Fee Non-DBE/MBE/WBE Subconsultant (from Exhibit H (cont)) \$ -
(Do not including estimated additional services)

TOTAL SERVICES BY OTHERS \$ -

D. ADDITIONAL SERVICES (prime and subconsultants)
(Requires prior authorization before use)

E. MAXIMUM ALLOWABLE FEE (Upper Limit of Compensation)

\$ 3,074,316.20

Date: 4/10/2012

EXHIBIT C-1: COMPANY EMPLOYEE CLASSIFICATION LIST

Classification	Name (SEE NOTE 1 BELOW)	Current Hourly Rate	Classification Average Rate (SEE NOTE 2 BELOW)	Eligible For Prem. O/T?
Project Principal	Regina Webster	70.00	70.00	n
Senior Engineer	John Ellis	47.47		n
	John Hilsen	41.00		n
	Sarah McDougall	54.57		n
	Kathleen Meyerkord	53.00		n
	Charles Teuer	44.00		n
	Daniel Wiktorzak	40.00	46.67	n
Engineer	Matthew Lemon	27.50		n
	Surekha Lingala	30.90		n
	Renee Schroeder	24.50		n
	Thanloan Vo	25.80	27.18	n
Engineering Specialist	Xin Tian	39.00		n
	Douglas Arends	46.45	42.73	n
Scheduler	Stephen Szramkowski	38.50	38.50	y
Program Management Admin Support	Angela Dillon	31.57	31.57	y
Cost Engineer	Sally Hettinger	33.99	33.99	y
CAD Designer	Christopher Cooney	25.80	25.80	y
Graphic Designer	Neal Moritz	33.39	33.39	y

* Exhibit C-1 is a comprehensive list of classifications of company employees.

- (1) List all Employees located in your company's Illinois office(s) by classification. Out of state employees to be used on this project should be included.
- (2) Divide the sum of the "CURRENT HOURLY RATES" for all employees in a classification by the number of employees in that classification.
- (3) Use as many sheets as necessary to show classifications.

Date Revised 04/01/12

Date: 4/10/2012

EXHIBIT C-1: COMPANY EMPLOYEE CLASSIFICATION LIST

Classification	Name (SEE NOTE 1 BELOW)	Current Hourly Rate	Classification Average Rate (SEE NOTE 2 BELOW)	Eligible For Prem. O/T?
Technician I	Marlena Contreras	11.00		y
	Dominic Fabbri	16.00		y
	Jerry Jerome	14.70		y
	Melissa LeFevour	11.00		y
	David Michael Mack	11.00		y
	Donald Mrskos	11.00		y
	Oladopo Ogunnubi	11.00		y
	Joseph Siano	14.00		y
	William Webster	15.00		y
	Linda Wojciechowski	15.30	13.00	y
Technician II	Christopher Mack	17.40		y
	Carey Martin	18.50		y
	Dan Moldovan	17.40		y
	Olanrewaju Ogunnubi	18.50		y
	Imran Vakhariya	20.00		y
	Thaddeus Wienski	20.50	18.72	y
Administration	Mona Croitoru	21.00		y
	Myrna Migdal	24.10		y
	Wilma Stevens	28.30		y
	Hope Szczepanski	25.30	24.68	y

- * Exhibit C-1 is a comprehensive list of classifications of company employees.
- (1) List all Employees located in your company's Illinois office(s) by classification. Out of state employees to be used on this project should be included.
- (2) Divide the sum of the "CURRENT HOURLY RATES" for all employees in a classification by the number of employees in that classification.
- (3) Use as many sheets as necessary to show classifications.

Date Revised 04/01/12

I-11-4014

Consultant: Regina Webster & Associates, Inc.

4/10/2012

EXHIBIT C-2: PAYROLL CLASSIFICATION ESCALATION TABLE

CONTRACT TERM: 60 NO. OF MONTHS

SCHEDULED START DATE: 6/1/2012

RAISE DATE: 6/1/2013

PERCENT OF RAISE: 3%

ESCALATION PER YEAR

Date	Date	Date	Date	Date	Date
6/1/2012	5/31/2013	6/1/2013	5/31/2014	6/1/2014	5/31/2015
12.0	12.0	12.0	12.0	12.0	12.0
60.0	60.0	60.0	60.0	60.0	60.0
20.00%	20.60%	21.22%	21.85%	22.51%	-
Factor First Period	Escalation Factor Second Period	Escalation Factor Third Period	Escalation Factor Fourth Period	Escalation Factor Fifth Period	Escalation Factor Fifth Period

The escalation factor for this project is: 106.18%

Project No. I-11-4014

Consultant: Regina Webster & Associates, Inc.

EXHIBIT D

REIMBURSABLE DIRECT COSTS - WORKSHEET ESTIMATES

A. VEHICLE REIMBURSEMENT

Daily Rate	<u> </u>	X	<u> </u>	\$	<u> </u>
	Includes Tolls		No. of Days		

Mileage	<u>\$ 0.555</u>	X	<u>7,500</u>	\$	<u>4,162.50</u>
	Mileage Rate		No. of Miles		

(Use mileage rate found at:

<http://www2.illinois.gov/cms/Employees/travel/Pages/TravelReimbursement.aspx>

TOTAL VEHICLE REIMBURSEMENT		\$	<u>4,162.50</u>
------------------------------------	--	----	-----------------

B. ALLOWABLE DIRECT COSTS - Enter the total budget of items from the attached Allowable Direct Costs list here:

http://www.illinoistollway.com/documents/10157/36206/LG_TO_LLWAY_XX_ALLOWABLEDIRECTCOSTS_08012008.PDF

C. ITEMIZED DIRECT COSTS - For any expense not included in the Allowable Direct Costs list, written permission must be received from the Chief Engineer prior to its inclusion. List those below:

DIRECT COST CATEGORY

Parking _____

Printing _____

Date Revised 04/01/12

TOTAL ITEMIZED DIRECT COSTS

\$ 750.50

ALLOWABLE DIRECT COSTS

08.01.2008

The following costs are allowable when requested by the Department and included in the contract. The costs are allowable when it is customary for the firm to bill for the cost and it can be itemized in the firm's billing and accounting systems.

Per Diem	State Rate (Maximum)
Lodging	State Rate (Maximum)
Air Fare	Coach Rate with 2 weeks advance purchase
Vehicles	
Mileage	State Rate* (Maximum)
Daily Rate (owned or leased the same)	\$45/day (Maximum)
Overtime	Including Tolls
Tolls	Premium portion
Film and Film Processing**	Actual Cost
Overnight Delivery/Postage Courier Service	Actual Cost
Copies of Deliverables and Mylars	Actual Cost
Specific Insurance – required for project	Actual Cost
CADD	Actual Costs (Maximum of \$15.00/Hr)
Monuments – Permanent	Actual Cost
Payment for Newspaper Ads	Actual Cost
Web Site	Actual Cost
Facility Rental for Public Meetings & Exhibits/Rendering & AV Equipment/Transcriptions	Actual Cost
Recording Fees	Actual Cost
Courthouse Fees	Actual Cost
Testing of Soil Samples	Actual Cost
Lab Services (excluding Phase III normal construction inspection such as beam breaks, cylinder breaks, pavement cores)	Actual Cost
Equipment rental specific for project (snooper for bridge inspection, noise meter, etc.)	Actual Cost
Specialized equipment – on an as needed basis with prior approval	Actual Cost
Traffic Systems	Actual Cost
Mobile Phone (for traffic system implementation)	
Telephone Usage (for traffic system monitoring)	
Storm sewer cleaning and televising	
Traffic control and protection	Actual Cost
Aerial photography and mapping	Actual Cost
Utility exploratory trenching	Actual Cost

ALLOWABLE DIRECT COSTS

- *website for State Reimbursement Rates
<http://www2.illinois.gov/cms/Employees/travel/Pages/TravelReimbursement.aspx>
- **Use of digital cameras verses film cameras is encouraged when firms own digital cameras and the discussion of their use will be part of the negotiations. Film & copies will be reimbursed at actual costs.
- On all agreements authorization after January 1, 2005, GPS Equipment is considered tools of the trade.

ALLOWABLE DIRECT COSTS

Construction Inspection

Construction Inspection Communications:

Cell Phones (maximum of 3 without additional approval. Personal phones that do not remain on the job site are not allowable) \$70/month/phone (Maximum)

Radio Communication
2-way Radio Actual Cost
Actual Cost

Vehicles (Only for Vehicles assigned to project)
DAILY RATE ONLY \$45/day (Maximum)
Including Tolls

The number of days will be calculated as follows:

For extended stay**- Number of days on job site plus one

Day to travel to and from job site

Weekly (hotel) – Number of days on job site plus one day to

Travel to and from job site per week.

Shift Differential

Actual Cost based on
firm policy

**Extended Stay Status applies to individuals on the project over 20 Consecutive working days. The decision whether individuals will stay over the weekend will be made after the Contractor's schedule is available and shall be made jointly by the Consultant Liaison and the IDOT Resident.

NOTES:

For CSE contracts, beam and cylinder breaks are not reimbursable. Overtime to employees traveling to and from the site will be allowed depending on the firm's policy and limited to the Tollway's CSE Manual allowance.

Project No. I-11-4014

Consultant: Regina Webster & Associates, Inc.

EXHIBIT E - KEY PROJECT PERSONNEL

Project Principal: Regina Webster

Classification: Project Principal

Project Manager: _____

Classification: _____

Project Engineer: John Ellis

Classification: Sr. Engineer- Document Controls

Resident Engineer: _____

Classification: _____

Documentation Engineer: _____

Classification: _____

Project Civil Engineer: _____

Classification: _____

Project Structural Engineer: _____

Classification: _____

Project Drainage Engineer: _____

Classification: _____

Senior Engineer: _____

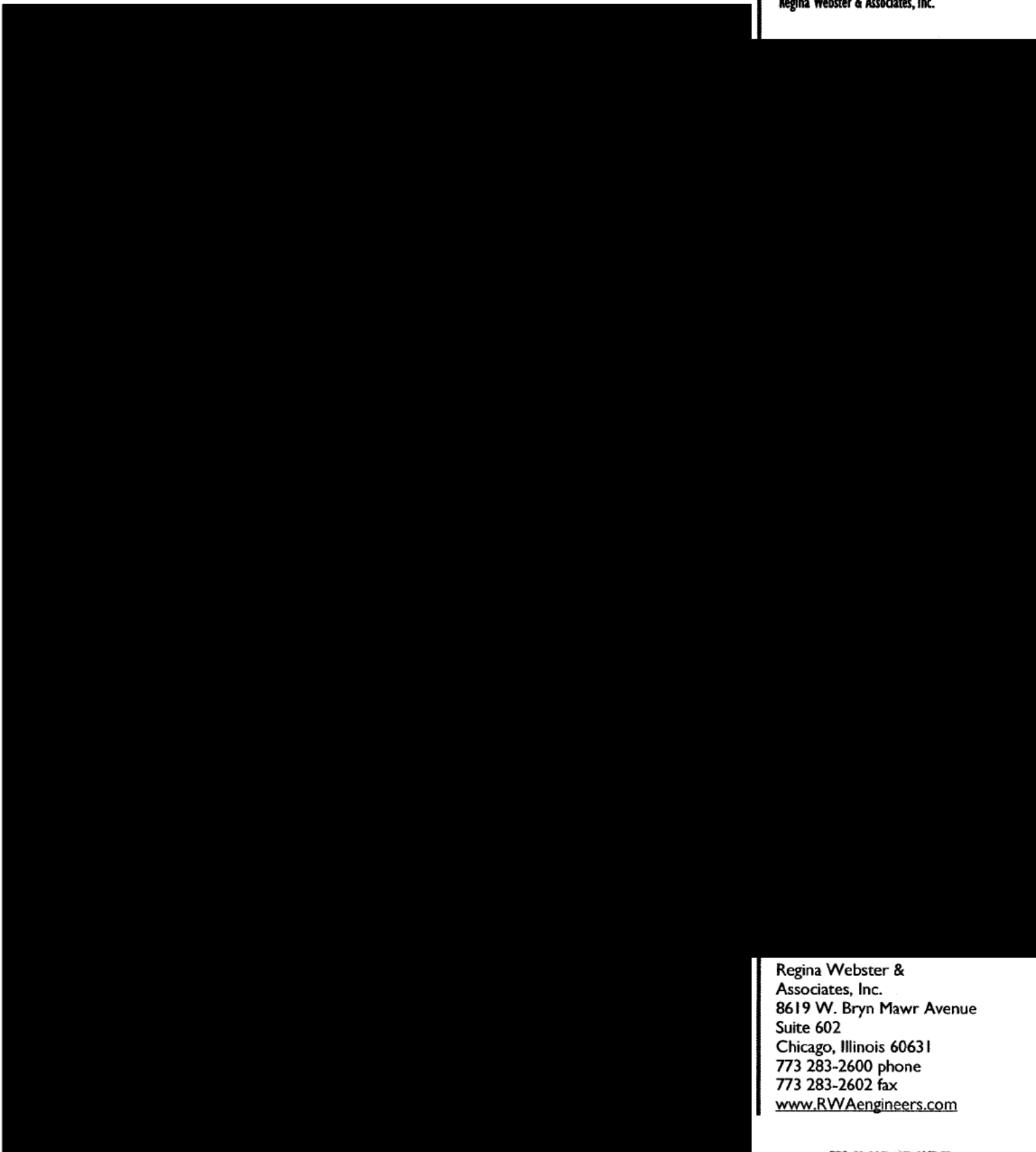
Classification: _____

Others: Stephen Szramkowski-Scheduler

List all key personnel titles that are applicable to this project.

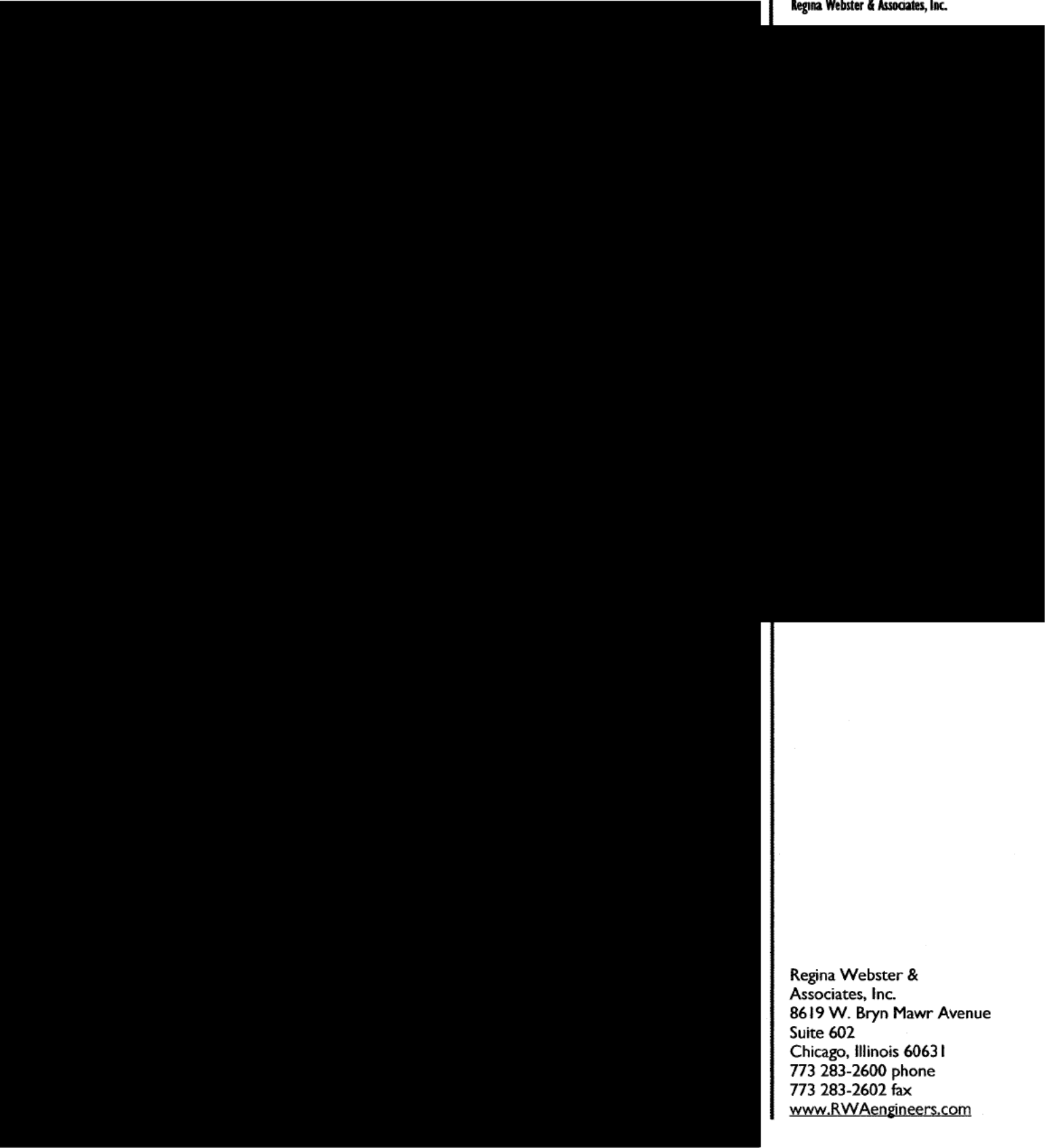
Attach resumes of all key personnel

Regina Webster, PE, PTOE
Principal



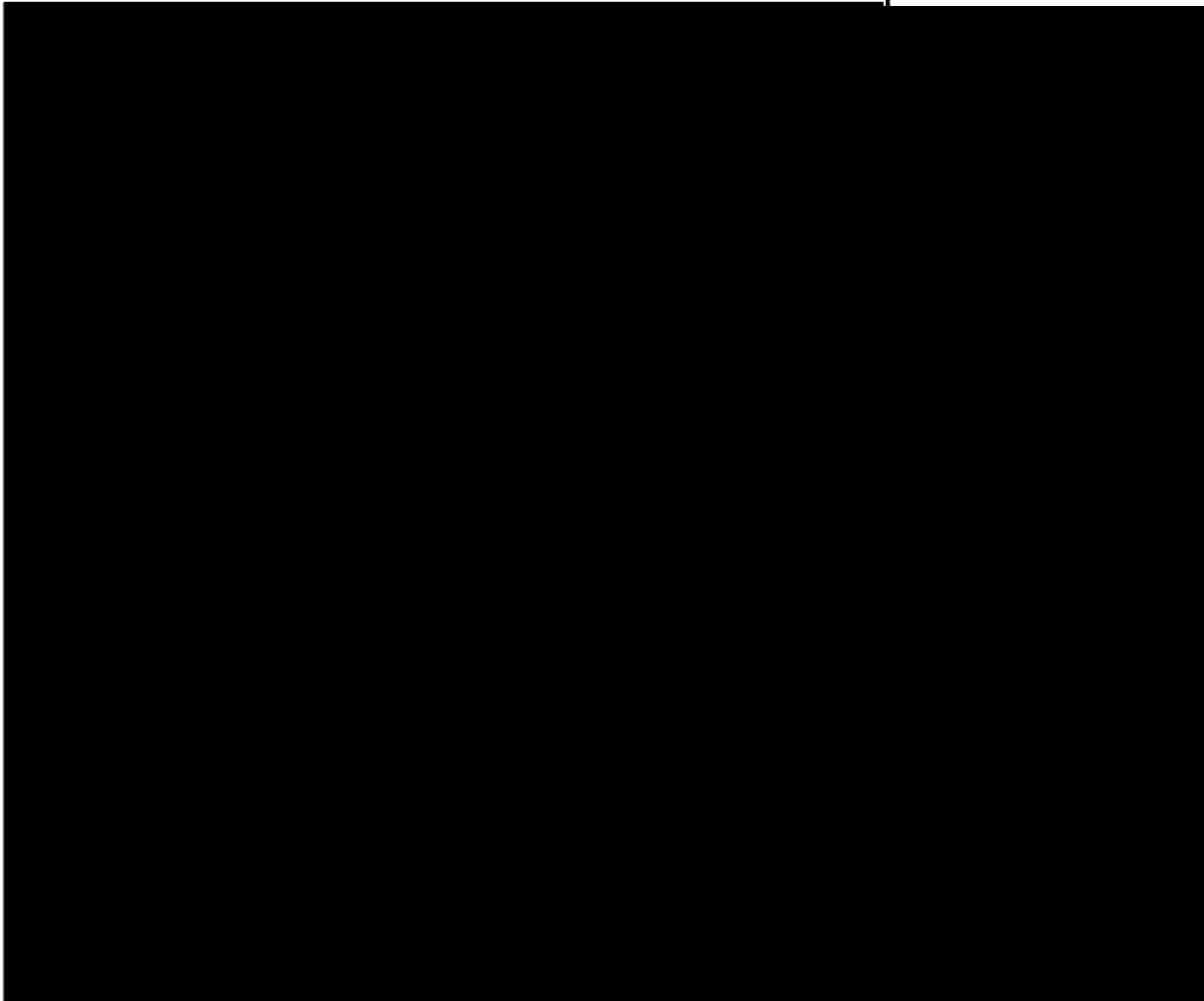
Regina Webster &
Associates, Inc.
8619 W. Bryn Mawr Avenue
Suite 602
Chicago, Illinois 60631
773 283-2600 phone
773 283-2602 fax
www.RWAengineers.com

John Ellis, PE
Senior Engineer



Regina Webster &
Associates, Inc.
8619 W. Bryn Mawr Avenue
Suite 602
Chicago, Illinois 60631
773 283-2600 phone
773 283-2602 fax
www.RWAengineers.com

Stephen Szramkowski
Advanced Scheduler



Regina Webster &
Associates, Inc.
8619 W. Bryn Mawr Avenue
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www.RWAengineers.com

Exhibit F

Scope of Work

Elgin O'Hare West Bypass – Design Corridor Manager

Contract No. I-11-4014

Regina Webster and Associates (RWA) will serve as a subcontractor to CH2M HILL in the conduct of the Design Corridor Manager contract for the Elgin O'Hare West Bypass Project. RWA will perform services related to several tasks under the Design Corridor Management task (Task A1) include land acquisition support, cost and scheduling services, and document management services. The scope of RWA's work is defined in the following subtasks.

Task A1.06 Land Acquisition Support

Support Service. Regina Webster and Associates will provide a full-time person as an extension of the Tollway Land Acquisition staff. The staff resource will reside in the Illinois Tollway offices, and perform work related to land acquisition for the EOWB at the direction of the Illinois Tollway Staff. The start date for this position will be at the discretion of the Illinois Tollway.

Task A1.13 Program Cost and Scheduling

Scheduling

Regina Webster and Associates will provide program scheduling services for the EOWB. RWA will assist with the review and management of the overall EOWB program schedule in coordination with individual DSE's, the PMO, and Illinois Tollway. Program scheduling will consist of the following:

- Assist with establishing the baseline program schedule
- Assist with and maintain the Master Program Schedule. The schedule will identify and track progress of schedules related to program implementation status including but not limited to: DSE schedules, DUR/SUR schedules, construction letting schedules, and construction schedules. The scheduling tool will be determined in coordination with the PMO and Tollway and it is assumed that all DSE's and other parties will secure and utilize the prescribed scheduling tool.
- Assist with the management of the schedule of DSE's, DUR's and SUR's through the duration of the DCM contract. Other consultants will provide schedule information to the DCM at required intervals and the DCM will incorporate actual data into the Master program Schedule. Likewise, the DCM will incorporate construction schedule data into the Master Program Schedule in coordination with the Construction Corridor Manager and individual Construction Managers.
- Assist with the loading of detailed work breakdown structure and the identification of critical dates including:
 1. Milestones
 2. Deliverables
 3. Begin/End dates
 4. Interim dates as needed
- Perform all schedule updates on a monthly basis

- Prepare the initial draft of all monthly reports containing percent complete against percent spent, identification of schedule and cost sensitive issues, and proposed actions to address schedule and cost issues.

Task A1.21 Document Management

Document Management

Regina Webster and Associate will assist the prime consultant with the program's document management. The objective of this task will be to manage the storage, retrieval, and distribution of all program materials related to the Design Corridor Manager. Among the materials are correspondence, meeting minutes, technical memorandum, reports, special studies, plan sets, raw data, test results, graphic materials, design submittals, requests for information, public meeting exhibits, etc. Actionable items will be monitored to ensure that required actions were addressed in a timely manner. RWA personnel will provide day to day management of the document system. On a regular interval to be determined, RWA personnel will audit the practices to ensure that the content of the system is complete and that actionable items were addressed.

Task A1.22 Program Mobilization

Mobilization

RWA will be part of the program start up, and program mobilization provides the opportunity for RWA to organize their staff and practices for this long term assignment. Work under this task would include orientation to the requirements of the program; familiarization with the project, development of protocols applicable to RWA responsibilities; acquisition of required materials, equipment, and software to successfully perform the work; work planning for RWA specific tasks, and overall planning for the project.

EXHIBIT G

CURRENT OBLIGATIONS FOR PROJECT

(Regina Webster & Associates, Inc.)

Route & Job No.	Work Scope & Description of Project	Fee (Including all Supplementals and Extra Work Orders)	Fee Remaining To Be Earned	Estimated Date of Completion
RR-10-9974	Phase I	661,000	307,000	
PTB 141-002	Phase I	330,000	330,000	
PTB 148-002	Phase I/II	119,000	20,000	
PTB 148-004	Traffic Signal Design	600,000	280,000	
PTB 152-16	Phase I	130,000	36,000	
PTB 153-05 (IL 59)	Phase II	173,000	62,000	
PTB 153-08 (US 30)	Phase II	79,000	19,000	
PTB 153-25	Phase I	750,000	360,000	
PTB 154-10 (Dan Ryan Expy)	Phase II	116,000	56,000	
PTB 155-11 (US 45)	Phase I	124,000	81,000	
PTB 156-56	Data Collection	455,000	135,000	
PTB 158-06	Phase I	2,000,000	1,903,000	
PTB 160-05	Phase I	1,000,000	1,000,000	
PTB 890-167	Phase IV	381,000	351,000	
O'Hare PMO, Phase 2	Program Management	1,400,000	3,200,000	
Milwaukee Ave. Reconstruction	Phase II	130,000	20,000	
CTA Fare Model	Phase I	45,000	14,000	
Wilson Red Line Station	Phase I	68,000	66,000	

EXHIBIT H - SERVICES BY OTHERS

Exhibits A-G must be submitted for each subconsultant listed below. If a subconsultant requires "Services by Others", they must include Exhibit H and attach Exhibits A-G for second tier subconsultants.

DBE/MBE/WBE SUBCONSULTANTS

1	<table border="0" style="width: 100%;"> <tr> <td style="width: 30%;">Direct Labor</td> <td style="width: 10%;"></td> <td style="width: 10%;"></td> <td style="width: 5%;"></td> <td style="width: 45%;"></td> </tr> <tr> <td>Direct Costs</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>Services by Others</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>Additional Services **</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>Total this Subconsultant (ULC)</td> <td></td> <td style="text-align: right;">\$</td> <td style="text-align: center;">-</td> <td></td> </tr> </table>	Direct Labor					Direct Costs					Services by Others					Additional Services **					Total this Subconsultant (ULC)		\$	-	
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** Additional services funds require prior authorization before use

TOTAL DBE/MBE/WBE Subconsultants: \$ -

TOTAL Additional Services DBE/MBE/WBE Subconsultants: \$ -

TOTAL Allowable Fee DBE/MBE/WBE Subconsultants: \$ -

DBE/MBE/WBE Percentage of Total Fee (includes Additional Services): 0.00%

DBE/MBE/WBE Percentage of Total Fee (does not include Additional Services):

EXHIBIT H - SERVICES BY OTHERS (continued)

Exhibits A-G must be submitted for each subconsultant listed below. If a subconsultant requires "Services by Others", they must include Exhibit H and attach Exhibits A-G for second tier subconsultants.

OTHER SUBCONSULTANTS (NOT DBE/MBE/WBE)

<hr/>	
1	
Direct Labor	<hr/>
Direct Costs	<hr/>
Services by Others	<hr/>
Additional Services **	<hr/>
Total this Subconsultant (ULC)	\$ <u>-</u>

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6	
Direct Labor	\$ <u>-</u>
Direct Costs	\$ <u>-</u>
Services by Others	\$ <u>-</u>
Additional Services **	\$ <u>-</u>
Total this Subconsultant (ULC)	\$ <u>-</u>

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2	
Direct Labor	<hr/>
Direct Costs	<hr/>
Services by Others	\$ <u>-</u>
Additional Services **	<hr/>
Total this Subconsultant (ULC)	\$ <u>-</u>

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Direct Labor	\$ <u>-</u>
Direct Costs	\$ <u>-</u>
Services by Others	\$ <u>-</u>
Additional Services **	\$ <u>-</u>
Total this Subconsultant (ULC)	\$ <u>-</u>

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Direct Labor	\$ <u>-</u>
Direct Costs	\$ <u>-</u>
Services by Others	\$ <u>-</u>
Additional Services **	\$ <u>-</u>
Total this Subconsultant (ULC)	\$ <u>-</u>

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Direct Labor	\$ <u>-</u>
Direct Costs	\$ <u>-</u>
Services by Others	\$ <u>-</u>
Additional Services **	\$ <u>-</u>
Total this Subconsultant (ULC)	\$ <u>-</u>

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Direct Labor	\$ <u>-</u>
Direct Costs	\$ <u>-</u>
Services by Others	\$ <u>-</u>
Additional Services **	\$ <u>-</u>
Total this Subconsultant (ULC)	\$ <u>-</u>

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Direct Labor	\$ <u>-</u>
Direct Costs	\$ <u>-</u>
Services by Others	\$ <u>-</u>
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Total this Subconsultant (ULC)	\$ <u>-</u>

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Services by Others	\$ <u>-</u>
Additional Services **	\$ <u>-</u>
Total this Subconsultant (ULC)	\$ <u>-</u>

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Direct Labor	\$ <u>-</u>
Direct Costs	\$ <u>-</u>
Services by Others	\$ <u>-</u>
Additional Services **	\$ <u>-</u>
Total this Subconsultant (ULC)	\$ <u>-</u>

** Additional services funds require prior authorization before use

TOTAL Non-DBE/MBE/WBE Subconsultants: \$ -

TOTAL Additional Services Non-DBE/MBE/WBE Subconsultants: \$ -

TOTAL Allowable Fee Non-DBE/MBE/WBE Subconsultants: \$ -

Project Number: I-11-4014

Consultant: Raimonde Drilling Corporation

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	YEARS 2012-2017												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM														
Task B - C. Design														
Task C - PS&E														
Task D - Task Orders														
TOTALS														0

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project No. I-11-4014

Consultant: Raimonde Drilling Corporation

EXHIBIT B - FEE CALCULATIONS

A. DIRECT SALARY (without overtime)

Total Work Hours: _____
(From Exhibit C-3)

Total Dollars: \$ _____ -
(From Exhibit C-3)

Multiplier to be used on this project: _____ **2.80**
Allowable Multiplier = (2.8 DSE) (2.5 or 2.8 CM) (2.5 PMO)

DIRECT REGULAR SALARY TIMES MULTIPLIER \$ _____ -

B. REIMBURSABLE DIRECT COSTS NOT ELIGIBLE FOR PROFIT
(For Prime Consultant listed above.)

TOTAL DIRECT COSTS \$ 468,547.00

C. SERVICES BY OTHERS

Total Allowable Fee DBE/MBE/WBE Subconsultant (from Exhibit H) \$ _____ -
(Do not including estimated additional services)

Total Allowable Fee Non-DBE/MBE/WBE Subconsultant (from Exhibit H (cont)) \$ _____ -
(Do not including estimated additional services)

TOTAL SERVICES BY OTHERS \$ _____ -

D. ADDITIONAL SERVICES (prime and subconsultants)
(Requires prior authorization before use)

E. MAXIMUM ALLOWABLE FEE (Upper Limit of Compensation)

\$ 468,547.00

I-11-4014

Consultant: Raimonde Drilling Corporation

4/10/2012

EXHIBIT C-2: PAYROLL CLASSIFICATION ESCALATION TABLE

CONTRACT TERM: 60 NO. OF MONTHS

SCHEDULED START DATE: 6/1/2012

RAISE DATE: 6/1/2012

PERCENT OF RAISE: 3%

ESCALATION PER YEAR

Date	Date	Date	Date	Date	Date	Date
6/1/2012	5/31/2013	6/1/2013	5/31/2014	6/1/2014	5/31/2015	6/1/2015
-	-	-	-	-	-	-
12.0	12.0	12.0	12.0	12.0	12.0	12.0
60.0	60.0	60.0	60.0	60.0	60.0	60.0
20.00%	20.60%	21.22%	21.85%	22.51%		
Factor First Period	Escalation Factor Second Period	Escalation Factor Third Period	Escalation Factor Fourth Period	Escalation Factor Fifth Period		

The escalation factor for this project is: 106.18%

Project No. I-11-4014

Consultant: Raimonde Drilling Corporation

EXHIBIT D

REIMBURSABLE DIRECT COSTS - WORKSHEET ESTIMATES

A. VEHICLE REIMBURSEMENT

Daily Rate	<u>\$ 45.00</u>	X	<u>0</u>		\$	<u> -</u>
	Includes Tolls		No. of Days			

Mileage	<u>\$ 0.555</u>	X	<u>0</u>		\$	<u> -</u>
	Mileage Rate		No. of Miles			

(Use mileage rate found at:

<http://www2.illinois.gov/cms/Employees/travel/Pages/TravelReimbursement.aspx>

TOTAL VEHICLE REIMBURSEMENT		\$	<u> -</u>
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B. ALLOWABLE DIRECT COSTS - Enter the total budget of items from the attached Allowable Direct Costs list here:

http://www.illinoistollway.com/documents/10157/36206/LG_TO_LLWAY_XX_ALLOWABLEDIRECTCOSTS_08012008.PDF

C. ITEMIZED DIRECT COSTS - For any expense not included in the Allowable Direct Costs list, written permission must be received from the Chief Engineer prior to its inclusion. List those below:

DIRECT COST CATEGORY

Drilling and Sampling

Air Knifing

Utility Clearance

Date Revised 04/01/12 **TOTAL ITEMIZED DIRECT COSTS**

\$ 468,547.00

ALLOWABLE DIRECT COSTS

08.01.2008

The following costs are allowable when requested by the Department and included in the contract. The costs are allowable when it is customary for the firm to bill for the cost and it can be itemized in the firm's billing and accounting systems.

Per Diem	State Rate (Maximum)
Lodging	State Rate (Maximum)
Air Fare	Coach Rate with 2 weeks advance purchase
Vehicles	
Mileage	State Rate* (Maximum)
Daily Rate (owned or leased the same)	\$45/day (Maximum)
	Including Tolls
Overtime	Premium portion
Tolls	Actual Cost
Film and Film Processing**	Actual Cost
Overnight Delivery/Postage Courier Service	Actual Cost
Copies of Deliverables and Mylars	Actual Cost
Specific Insurance – required for project	Actual Cost
CADD	Actual Costs (Maximum of \$15.00/Hr)
Monuments – Permanent	Actual Cost
Payment for Newspaper Ads	Actual Cost
Web Site	Actual Cost
Facility Rental for Public Meetings & Exhibits/Rendering & AV Equipment/Transcriptions	Actual Cost
Recording Fees	Actual Cost
Courthouse Fees	Actual Cost
Testing of Soil Samples	Actual Cost
Lab Services (excluding Phase III normal construction inspection such as beam breaks, cylinder breaks, pavement cores)	Actual Cost
Equipment rental specific for project (snooper for bridge inspection, noise meter, etc.)	Actual Cost
Specialized equipment – on an as needed basis with prior approval	Actual Cost
Traffic Systems	Actual Cost
Mobile Phone (for traffic system implementation)	
Telephone Usage (for traffic system monitoring)	
Storm sewer cleaning and televising	Actual Cost
Traffic control and protection	Actual Cost
Aerial photography and mapping	Actual Cost
Utility exploratory trenching	Actual Cost

ALLOWABLE DIRECT COSTS

- *website for State Reimbursement Rates
<http://www2.illinois.gov/cms/Employees/travel/Pages/TravelReimbursement.aspx>
- **Use of digital cameras verses film cameras is encouraged when firms own digital cameras and the discussion of their use will be part of the negotiations. Film & copies will be reimbursed at actual costs.
- On all agreements authorization after January 1, 2005, GPS Equipment is considered tools of the trade.

ALLOWABLE DIRECT COSTS

Construction Inspection

Construction Inspection Communications:

Cell Phones (maximum of 3 without additional approval. Personal phones that do not remain on the job site are not allowable)	\$70/month/phone (Maximum)
Radio Communication 2-way Radio	Actual Cost Actual Cost
Vehicles (Only for Vehicles assigned to project) DAILY RATE ONLY	\$45/day (Maximum) Including Tolls

The number of days will be calculated as follows:

For extended stay**- Number of days on job site plus one

Day to travel to and from job site

Weekly (hotel) – Number of days on job site plus one day to

Travel to and from job site per week.

Shift Differential

Actual Cost based on
firm policy

**Extended Stay Status applies to individuals on the project over 20 Consecutive working days. The decision whether individuals will stay over the weekend will be made after the Contractor's schedule is available and shall be made jointly by the Consultant Liaison and the IDOT Resident.

NOTES:

For CSE contracts, beam and cylinder breaks are not reimbursable. Overtime to employees traveling to and from the site will be allowed depending on the firm's policy and limited to the Tollway's CSE Manual allowance.

Project No. I-11-4014

Consultant: Raimonde Drilling Corporation

EXHIBIT E - KEY PROJECT PERSONNEL

Project Principal: Anne Leslie

Classification: President

Project Manager: _____

Classification: _____

Project Engineer: _____

Classification: _____

Resident Engineer: _____

Classification: _____

Documentation Engineer: _____

Classification: _____

Project Civil Engineer: _____

Classification: _____

Project Structural Engineer: _____

Classification: _____

Project Drainage Engineer: _____

Classification: _____

Senior Engineer: _____

Classification: _____

Others: _____

List all key personnel titles that are applicable to this project.

Attach resumes of all key personnel



770 Factory Road, 1st Floor • Addison, IL 60101
Office: 630-458-0590 • Fax: 630-458-0914
www.raimonde-drilling.com

Anne T. Leslie, President

Office: 630-458-0590

Cell: 773-617-2442

Email: rdcdrill@rdc-drill.com

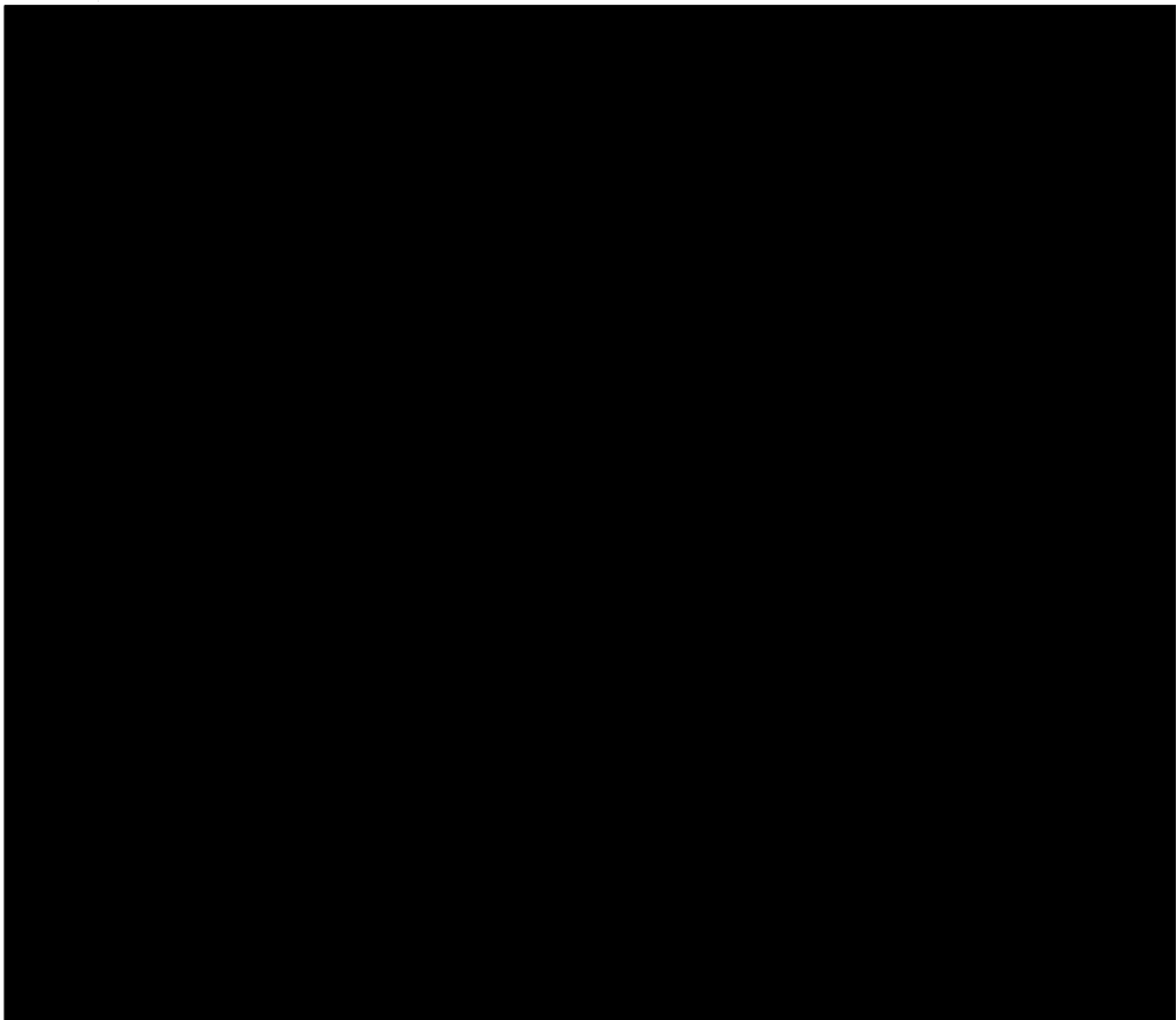


Exhibit F - Scope of Work

Raimonde Drilling Corporation

Design Corridor Manager - Elgin O'Hare West Bypass Tollway

Contract No. I-11-4014

The drilling program will require a multi-year duration within 2012 and 2013 calendar years, with drilling and sampling an average of 90-lineal feet during a ten hour work day. The daily rate will include all materials and decontamination (Level C), plastic sleeves, PPE, all sampling equipment including masterflex and tubing for groundwater sampling, and any geoprobe equipment maintenance and repairs. RDC will be prepared to acquire two groundwater samples collected from two 16-foot borings per day using a temporary well point and masterflex pump with tubing. All RDC personnel will maintain an OSHA hazwoper 40-hour trained union crew of two (operator and flagger/helper) as part of the daily rate. RDC will provide a safety plan and daily hazard analysis inspections.

Upon daily drilling completion of borehole, cuttings will be returned to the hole, except part of the two deeper groundwater boring. These borings are assumed to need bentonite chips or pellets to seal the hole to above the water saturated zone. Excess cutting will be drummed and transported to a central location by RDC. RDC will not be responsible for disposal costs.

RDC will conduct joint meets and utility clearances as required. RDC will attend project required meetings and conference calls. RDC will provide insurance certificate with limits required.

EXHIBIT G

CURRENT OBLIGATIONS FOR PROJECT

CH2M HILL

Route & Job No.	Work Scope & Description of Project	Fee (Including all Supplementals and Extra Work Orders)	Fee Remaining To Be Earned	Estimated Date of Completion
Raimonde Drilling Corporation does not have any current contracts with Illinois Tollway				
Status/Schedule	Client	Scope	Work days	Est. Value
in progress	Contract US Silica	contractual Blasthole Drilling	200	\$ 170,000.00
2012	Contract FH Paschen	Thornton-monthly readings	48	\$ 108,000.00
2012	Contract FH Paschen	standpipes (84 @ 20') 400 @ 10	40	\$ 150,000.00
2012	Contract FH Paschen	verification holes 800/mo	96	\$ 648,000.00
2012	Contract FH Paschen	grout hole drilling (crew 1 & 2)	40	\$ 300,000.00
2012	Contract Ohare- OMP	TBD: 5000 holes	60	\$ 230,000.00
2012	Contract Ohare- OMP/perc	6 borings/6 wells	2	\$ 6,500.00
2012	Contract Allied/Shaw-Hillside	coring pressure testing and well installation	40	\$ 110,000.00
2012	Fairmount	Wedron- core/sonic	5	\$ 20,000.00
2012	Contract US Silica	Montpelier, Va 6-100'-150'	9	\$ 24,000.00
2012	US Silica	Oklahoma- sonic		
2012	Contract Christopher Burke Eng	Addison Creek-MWRD	80	\$ 200,000.00
2012	Contract B&V	Thornton deep well- soil & seed	0	\$ 1,000.00
2012	Pending CH2M Hill	Geoprobe	68	\$ 234,000.00
2012	Contract Western Utility	4 tunnel bores		\$ 48,000.00
2012	Contract BMD- Mendota			\$ 40,000.00
2012	Contract BMD-24th			\$ 40,000.00
2012	Manely Bros	Troy Gove-15 holes		\$ 54,000.00
2012	LaFarge	Joliet		\$ 170,000.00
2012	Contract Tetra Tech	MWRD		\$ 125,000.00
	Prairie Materials	Bloomfield Indiana		\$ 35,000.00
	LaFarge	Presque Isle		\$ 54,000.00
2012 Remaining Work to be completed			531	\$ 2,638,500.00

EXHIBIT H - SERVICES BY OTHERS

Exhibits A-G must be submitted for each subconsultant listed below. If a subconsultant requires "Services by Others", they must include Exhibit H and attach Exhibits A-G for second tier subconsultants.

DBE/MBE/WBE SUBCONSULTANTS

1	<table border="0" style="width: 100%;"> <tr> <td style="width: 20%;">Direct Labor</td> <td style="width: 15%; border-bottom: 1px solid black;"></td> <td style="width: 5%;"></td> <td style="width: 60%;"></td> </tr> <tr> <td>Direct Costs</td> <td style="border-bottom: 1px solid black;"></td> <td></td> <td></td> </tr> <tr> <td>Services by Others</td> <td style="border-bottom: 1px solid black;"></td> <td></td> <td></td> </tr> <tr> <td>Additional Services **</td> <td style="border-bottom: 1px solid black;"></td> <td></td> <td></td> </tr> <tr> <td>Total this Subconsultant (ULC)</td> <td style="border-bottom: 1px solid black;"></td> <td style="text-align: right;">\$</td> <td style="text-align: right;">-</td> </tr> </table>	Direct Labor				Direct Costs				Services by Others				Additional Services **				Total this Subconsultant (ULC)		\$	-
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Total this Subconsultant (ULC)		\$	-																		

** Additional services funds require prior authorization before use

TOTAL DBE/MBE/WBE Subconsultants: \$ -

TOTAL Additional Services DBE/MBE/WBE Subconsultants: \$ -

TOTAL Allowable Fee DBE/MBE/WBE Subconsultants: \$ -

DBE/MBE/WBE Percentage of Total Fee (includes Additional Services): 0.00%

DBE/MBE/WBE Percentage of Total Fee (does not include Additional Services):

EXHIBIT H - SERVICES BY OTHERS (continued)

Exhibits A-G must be submitted for each subconsultant listed below. If a subconsultant requires "Services by Others", they must include Exhibit H and attach Exhibits A-G for second tier subconsultants.

OTHER SUBCONSULTANTS (NOT DBE/MBE/WBE)

1	<hr/>	
Direct Labor		
Direct Costs		
Services by Others		
Additional Services **		
Total this Subconsultant (ULC)	\$	-

6	<hr/>	
Direct Labor		\$ -
Direct Costs		\$ -
Services by Others		\$ -
Additional Services **		\$ -
Total this Subconsultant (ULC)	\$	-

2	<hr/>	
Direct Labor		
Direct Costs		
Services by Others	\$ -	
Additional Services **		
Total this Subconsultant (ULC)	\$	-

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Direct Labor		\$ -
Direct Costs		\$ -
Services by Others		\$ -
Additional Services **		\$ -
Total this Subconsultant (ULC)	\$	-

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Direct Labor	\$ -	
Direct Costs	\$ -	
Services by Others	\$ -	
Additional Services **	\$ -	
Total this Subconsultant (ULC)	\$	-

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Direct Labor	\$ -	
Direct Costs	\$ -	
Services by Others	\$ -	
Additional Services **	\$ -	
Total this Subconsultant (ULC)	\$	-

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Direct Labor	\$ -	
Direct Costs	\$ -	
Services by Others	\$ -	
Additional Services **	\$ -	
Total this Subconsultant (ULC)	\$	-

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Direct Labor	\$ -	
Direct Costs	\$ -	
Services by Others	\$ -	
Additional Services **	\$ -	
Total this Subconsultant (ULC)	\$	-

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Direct Labor	\$ -	
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Additional Services **	\$ -	
Total this Subconsultant (ULC)	\$	-

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Direct Labor	\$ -	
Direct Costs	\$ -	
Services by Others	\$ -	
Additional Services **	\$ -	
Total this Subconsultant (ULC)	\$	-

** Additional services funds require prior authorization before use

TOTAL Non-DBE/MBE/WBE Subconsultants: \$ -

TOTAL Additional Services Non-DBE/MBE/WBE Subconsultants: \$ -

TOTAL Allowable Fee Non-DBE/MBE/WBE Subconsultants: \$ -

Project Number: I-11-4014

Consultant: STV Incorporated

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2012												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM						22	22	22	22	22	22	22	22	154
Task B - C. Design						15	15	15	15	15	15	15	15	105
Task C - PS&E														
Task D- Task Orders														
TOTALS						37	37	37	37	37	37	37	37	259

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: STV Incorporated

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2013												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM	22	22	22	22	22	22	22	22	22	22	22	22	22	264
Task B - C. Design	15	15	15	15	15	15	15	15	15	15	15	15	15	180
Task C - PS&E														
Task D- Task Orders														
TOTALS	37	37	37	37	37	37	37	37	37	37	37	37	37	444

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: STV Incorporated

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2014												TOTAL HOURS
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	
Task A - DCM	22	22	22	22	22	22	22	22	22	22	22	22	264
Task B - C. Design	15	15	15	15	15	15	15	15	15	15	15	15	180
Task C - PS&E													
Task D- Task Orders													
TOTALS	37	37	37	37	37	37	37	37	37	37	37	37	444

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: STV Incorporated

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2015												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM	22	22	22	22	22	22	22	22	22	22	22	22	22	264
Task B - C. Design	15	15	15	15	15	15	15	15	15	15	15	15	15	180
Task C - PS&E														
Task D- Task Orders														
TOTALS	37	37	37	37	37	37	37	37	37	37	37	37	37	444

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: STV Incorporated

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2016												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM	20	18	18	18	18	18	18	18	18	18	18	18	18	218
Task B - C. Design	15	14	14	14	14	14	14	14	14	14	14	14	14	169
Task C - PS&E														
Task D- Task Orders														
TOTALS	35	32	32	32	32	32	32	32	32	32	32	32	32	387

Notes: 1.) Use as many pages as required to show the entire schedule for this project.
 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: STV Incorporated

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2017												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task A - DCM	18	18	18	18	18									90
Task B - C. Design	14	14	14	14	14									70
Task C - PS&E														
Task D- Task Orders														
TOTALS	32	32	32	32	32									160

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project No. I-11-4014

Consultant: STV Incorporated

EXHIBIT B - FEE CALCULATIONS

A. DIRECT SALARY (without overtime)

Total Work Hours: 2,138.00
(From Exhibit C-3)

Total Dollars: \$ 130,552.00
(From Exhibit C-3)

Multiplier to be used on this project: 2.80
Allowable Multiplier = (2.8 DSE) (2.5 or 2.8 CM) (2.5 PMO)

DIRECT REGULAR SALARY TIMES MULTIPLIER \$ 365,545.60

B. REIMBURSABLE DIRECT COSTS NOT ELIGIBLE FOR PROFIT
(For Prime Consultant listed above.)

TOTAL DIRECT COSTS \$ 23,201.92

C. SERVICES BY OTHERS

Total Allowable Fee DBE/MBE/WBE Subconsultant (from Exhibit H) \$ -
(Do not including estimated additional services)

Total Allowable Fee Non-DBE/MBE/WBE Subconsultant (from Exhibit H (cont)) \$ -
(Do not including estimated additional services)

TOTAL SERVICES BY OTHERS \$ -

D. ADDITIONAL SERVICES (prime and subconsultants) \$ -
(Requires prior authorization before use)

E. MAXIMUM ALLOWABLE FEE (Upper Limit of Compensation) \$ 388,747.52

Date: 4/10/2012

EXHIBIT C-1: COMPANY EMPLOYEE CLASSIFICATION LIST

Classification	Name (SEE NOTE 1 BELOW)	Current Hourly Rate	Classification Average Rate (SEE NOTE 2 BELOW)	Eligible For Prem. O/T?
Professional VIII	Dennis Ramm	70.00	70.00	No
	Jean-Alix Peralte	70.00		No
	Lawrence Kirchner	70.00		No
Professional VII	Randy Lovell	65.93	69.47	No
	Robert Phillips	70.00		No
				No
	George Zimmerman	70.00		
	Paul Bobby	70.00		No
	Bruce Jennings	70.00		No
	Wai-Shang Lee	70.00		
	John Pizzi	70.00		
	John Michalik	69.84		No
Professional VI	John Neu	52.86	58.03	No
	Michael Harrison	70.15		
	Kevin Gartley	48.00		
	Kurt Hagen	55.92		No
	Randall Frederick	59.50		
	Donald Arant	56.68		
	John Erwin	63.23		
	David Magistro	55.59		
	John Clark	60.32		No
Professional V	Grazyna Czyszczonek	46.86	49.65	No
	Willis White	55.34		
	Dennis Biegel	61.50		
	Qiang Zhao	43.47		No
	Asha Singh (Kumari)	41.07		No

* Exhibit C-1 is a comprehensive list of classifications of company employees.

- (1) List all Employees located in your company's Illinois office(s) by classification. Out of state employees to be used on this project should be included.
- (2) Divide the sum of the "CURRENT HOURLY RATES" for all employees in a classification by the number of employees in that classification.
- (3) Use as many sheets as necessary to show classifications.

Date Revised 04/01/12

EXHIBIT "1"
PAGE 390 OF 441

Date: 4/10/2012

EXHIBIT C-1: COMPANY EMPLOYEE CLASSIFICATION LIST

Classification	Name (SEE NOTE 1 BELOW)	Current Hourly Rate	Classification Average Rate (SEE NOTE 2 BELOW)	Eligible For Prem. O/T?
Professional IV	Patrick Bryant	39.51	42.99	No
	Yong Yang	42.50		
	Gary Bechdol	41.11		
	Joseph Alonge	43.95		
	Dennis Prewitt	51.50		
	Carlithe Layosa	42.92		No
	Robert Quickel	39.47		No
Professional III	Michael Clark	37.49	36.16	No
	Duane Montle	38.34		
	Allison Eberhardt	32.64		
				No
Professional II	Marcin Krok	31.56	30.86	Yes
	Jonathan Kohler	34.34		
	Elizabeth Uptagrafft	30.10		
	Ross Wood	31.26		
	James Zarno	29.33		
	Athena Huynh	28.56		
Professional I	Stephen Zulkowski	25.50	26.64	Yes
	Raymond Thompson	27.65		Yes
	Nathan Davison	26.10		
	Kalyan Kancherla	27.28		Yes
	Matthew Cross	28.32		
	Ross Brazzale	25.00		Yes
Engineering Tech V	Bruce Buick	42.50	39.75	Yes
	John Kennerk	37.00		Yes

* Exhibit C-1 is a comprehensive list of classifications of company employees.

- (1) List all Employees located in your company's Illinois office(s) by classification. Out of state employees to be used on this project should be included.
- (2) Divide the sum of the "CURRENT HOURLY RATES" for all employees in a classification by the number of employees in that classification.
- (3) Use as many sheets as necessary to show classifications.

I-11-4014

4/10/2012

Consultant: STV Incorporated

EXHIBIT C-2: PAYROLL CLASSIFICATION ESCALATION TABLE

CONTRACT TERM: 60 NO. OF MONTHS
 SCHEDULED START DATE: 6/1/2012
 RAISE DATE: 7/1/2012
 PERCENT OF RAISE: 3%

ESCALATION PER YEAR

Date	Date	Date	Date	Date	Date	Date
6/1/2012	6/30/2012	7/1/2012	6/30/2013	7/1/2013	6/30/2014	7/1/2014
1.0	12.0	12.0	12.0	12.0	12.0	12.0
60.0	60.0	60.0	60.0	60.0	60.0	60.0
1.67%	20.60%	21.22%	21.85%	22.51%	21.25%	21.25%
Factor First Period	Escalation Factor Second Period	Escalation Factor Third Period	Escalation Factor Fourth Period	Escalation Factor Fifth Period	Escalation Factor Fifth Period	Escalation Factor Fifth Period

The escalation factor for this project is: 109.10%

Date Revised 04/01/12

EXHIBIT D

REIMBURSABLE DIRECT COSTS - WORKSHEET ESTIMATES

A. VEHICLE REIMBURSEMENT

Daily Rate	<u>\$ 45.00</u>	X	<u>0</u>		\$	<u>-</u>
	Includes Tolls		No. of Days			

Mileage	<u>\$ 0.555</u>	X	<u>0</u>		\$	<u>-</u>
	Mileage Rate		No. of Miles			

(Use mileage rate found at:

<http://www2.illinois.gov/cms/Employees/travel/Pages/TravelReimbursement.aspx>

TOTAL VEHICLE REIMBURSEMENT					\$	<u>-</u>
------------------------------------	--	--	--	--	----	----------

B. ALLOWABLE DIRECT COSTS - Enter the total budget of items from the attached Allowable Direct Costs list here:

	\$	<u>21,947.92</u>
--	----	------------------

http://www.illinoistollway.com/documents/10157/36206/LG_TO_LLWAY_XX_ALLOWABLEDIRECTCOSTS_08012008.PDF

C. ITEMIZED DIRECT COSTS - For any expense not included in the Allowable Direct Costs list, written permission must be received from the Chief Engineer prior to its inclusion. List those below:

DIRECT COST CATEGORY

Parking

Printing

Project No. I-11-4014

Consultant: STV Incorporated

EXHIBIT D (Continued)

REIMBURSABLE DIRECT COSTS - WORKSHEET ESTIMATES

D. PREMIUM OVERTIME

Classification	Estimate of Overtime Hours	Escalated Hourly Rate (Premium Portion Only) (SEE NOTE 1 BELOW)	Premium Overtime Dollars (Hours x Rate)
Professional III	0.00	\$19.73	
Professional II	40.00	\$16.84	\$ 673.00
Professional I	40.00	\$14.53	\$ 581.00
Engineering Tech V	0.00	\$21.69	

TOTAL PREMIUM OVERTIME \$ 1,254.00

(1) Premium portion is equal to 1/2 of the escalated average hourly rate for the classification. This number is to be hard entered. DO NOT enter a formula

ALLOWABLE DIRECT COSTS

08.01.2008

The following costs are allowable when requested by the Department and included in the contract. The costs are allowable when it is customary for the firm to bill for the cost and it can be itemized in the firm's billing and accounting systems.

Per Diem	State Rate (Maximum)
Lodging	State Rate (Maximum)
Air Fare	Coach Rate with 2 weeks advance purchase
Vehicles	
Mileage	State Rate* (Maximum)
Daily Rate (owned or leased the same)	\$45/day (Maximum)
Overtime	Including Tolls
Tolls	Premium portion
Film and Film Processing**	Actual Cost
Overnight Delivery/Postage Courier Service	Actual Cost
Copies of Deliverables and Mylars	Actual Cost
Specific Insurance – required for project	Actual Cost
CADD	Actual Costs (Maximum of \$15.00/Hr)
Monuments – Permanent	Actual Cost
Payment for Newspaper Ads	Actual Cost
Web Site	Actual Cost
Facility Rental for Public Meetings & Exhibits/Rendering & AV Equipment/Transcriptions	Actual Cost
Recording Fees	Actual Cost
Courthouse Fees	Actual Cost
Testing of Soil Samples	Actual Cost
Lab Services (excluding Phase III normal construction inspection such as beam breaks, cylinder breaks, pavement cores)	Actual Cost
Equipment rental specific for project (snooper for bridge inspection, noise meter, etc.)	Actual Cost
Specialized equipment – on an as needed basis with prior approval	Actual Cost
Traffic Systems	Actual Cost
Mobile Phone (for traffic system implementation)	
Telephone Usage (for traffic system monitoring)	
Storm sewer cleaning and televising	Actual Cost
Traffic control and protection	Actual Cost
Aerial photography and mapping	Actual Cost
Utility exploratory trenching	Actual Cost

ALLOWABLE DIRECT COSTS

- *website for State Reimbursement Rates
<http://www2.illinois.gov/cms/Employees/travel/Pages/TravelReimbursement.aspx>
- **Use of digital cameras verses film cameras is encouraged when firms own digital cameras and the discussion of their use will be part of the negotiations. Film & copies will be reimbursed at actual costs.
- On all agreements authorization after January 1, 2005, GPS Equipment is considered tools of the trade.

ALLOWABLE DIRECT COSTS

Construction Inspection

Construction Inspection Communications:

Cell Phones (maximum of 3 without additional approval. Personal phones that do not remain on the job site are not allowable) \$70/month/phone (Maximum)

Radio Communication Actual Cost
2-way Radio Actual Cost

Vehicles (Only for Vehicles assigned to project) \$45/day (Maximum)
DAILY RATE ONLY Including Tolls

The number of days will be calculated as follows:

For extended stay**- Number of days on job site plus one

Day to travel to and from job site

Weekly (hotel) – Number of days on job site plus one day to

Travel to and from job site per week.

Shift Differential

Actual Cost based on
firm policy

**Extended Stay Status applies to individuals on the project over 20 Consecutive working days. The decision whether individuals will stay over the weekend will be made after the Contractor's schedule is available and shall be made jointly by the Consultant Liaison and the IDOT Resident.

NOTES:

For CSE contracts, beam and cylinder breaks are not reimbursable. Overtime to employees traveling to and from the site will be allowed depending on the firm's policy and limited to the Tollway's CSE Manual allowance.

Project No. I-11-4014

Consultant: STV Incorporated

EXHIBIT E - KEY PROJECT PERSONNEL

Project Principal: Jean-Alix Peralte

Classification: Professional VIII

Project Manager: Paul Bobby

Classification: Professional VII

Project Engineer: Patrick Bryant

Classification: Professional IV

Resident Engineer: _____

Classification: _____

Documentation Engineer: _____

Classification: _____

Project Civil Engineer: _____

Classification: _____

Project Structural Engineer: Lawrence Kirchner

Classification: Professional VIII

Project Drainage Engineer: _____

Classification: _____

Senior Engineer: _____

Classification: _____

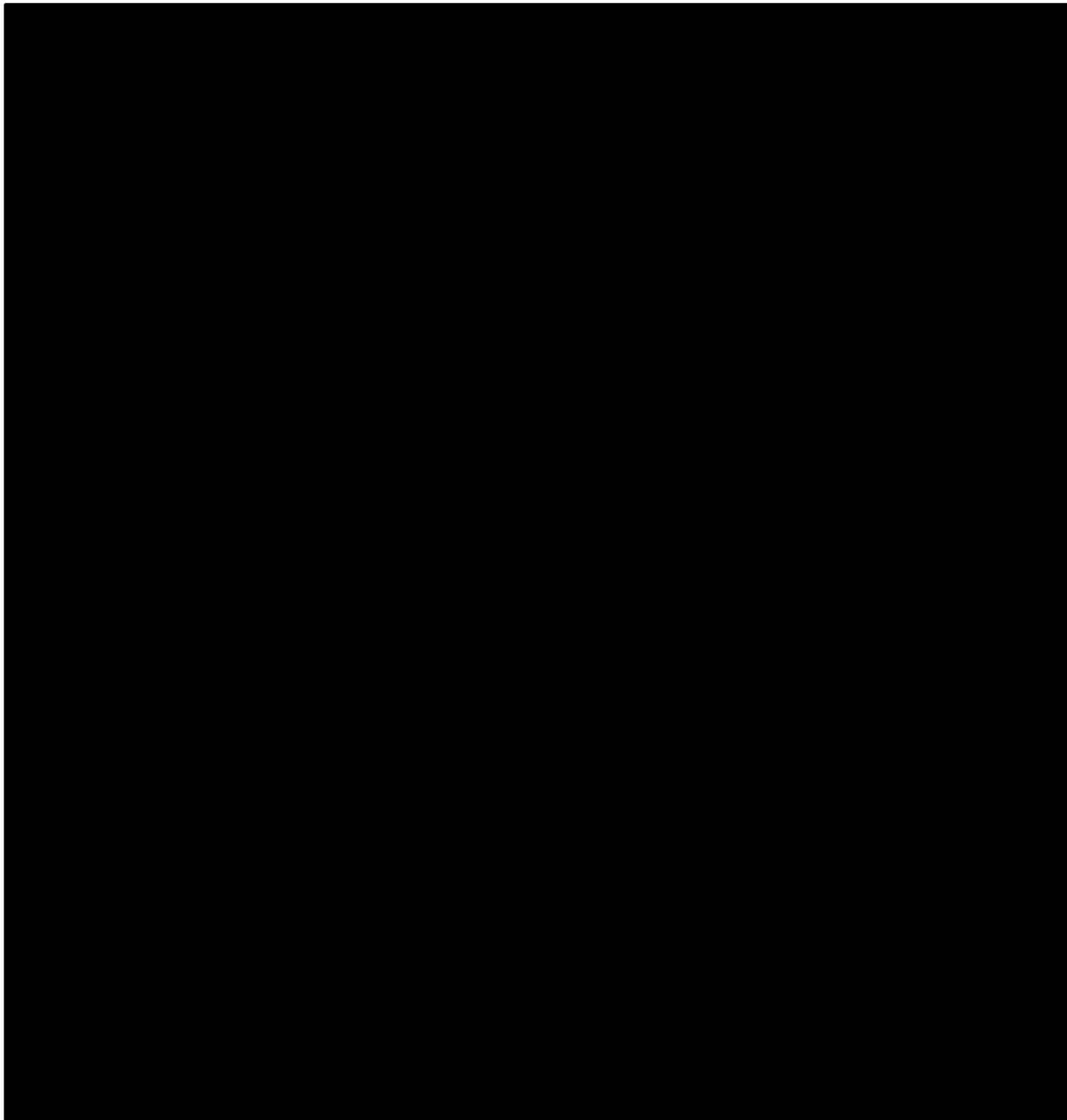
Others: _____

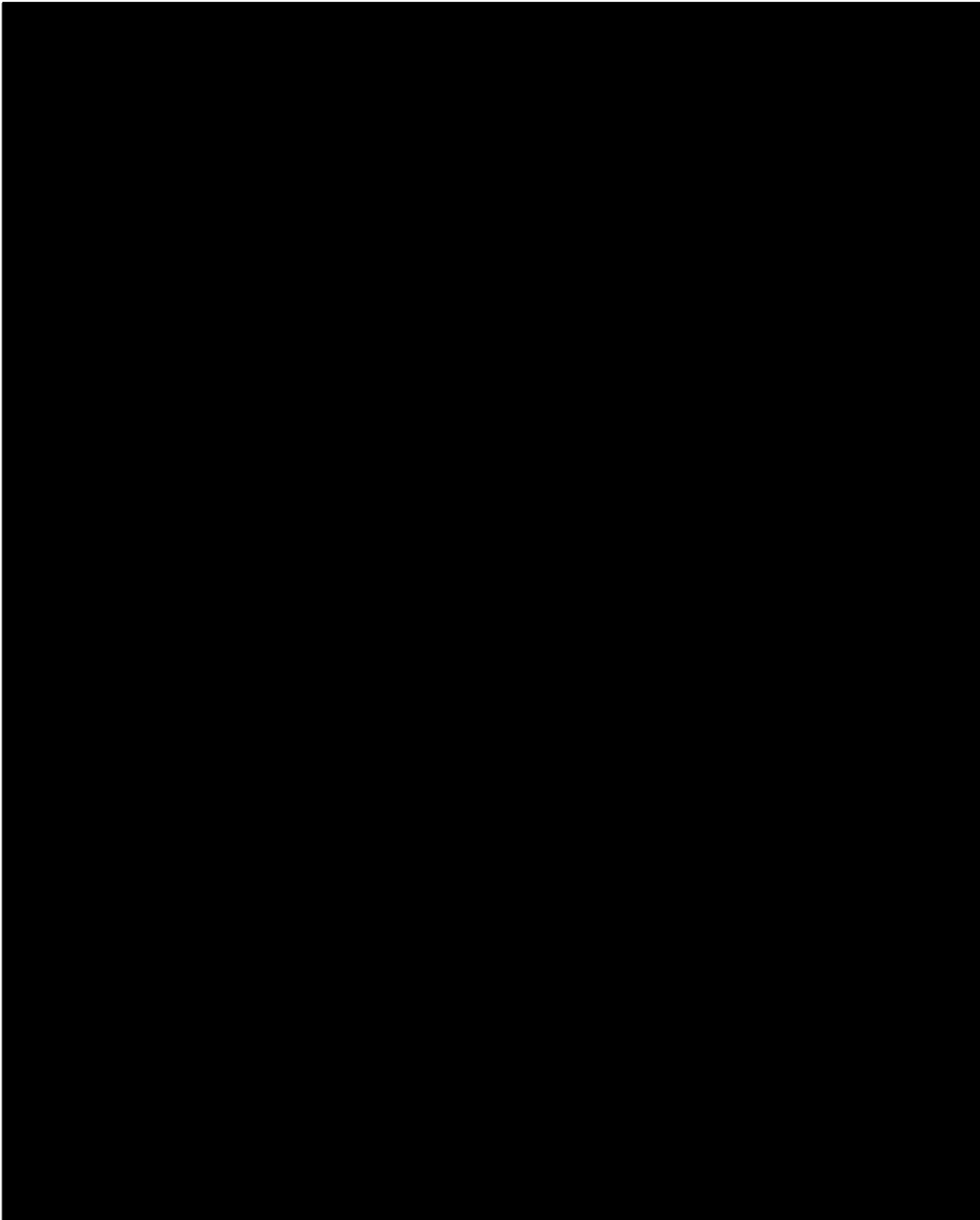
List all key personnel titles that are applicable to this project.

Attach resumes of all key personnel

Jean-Alix Peralte, P.E., PTOE

Principle

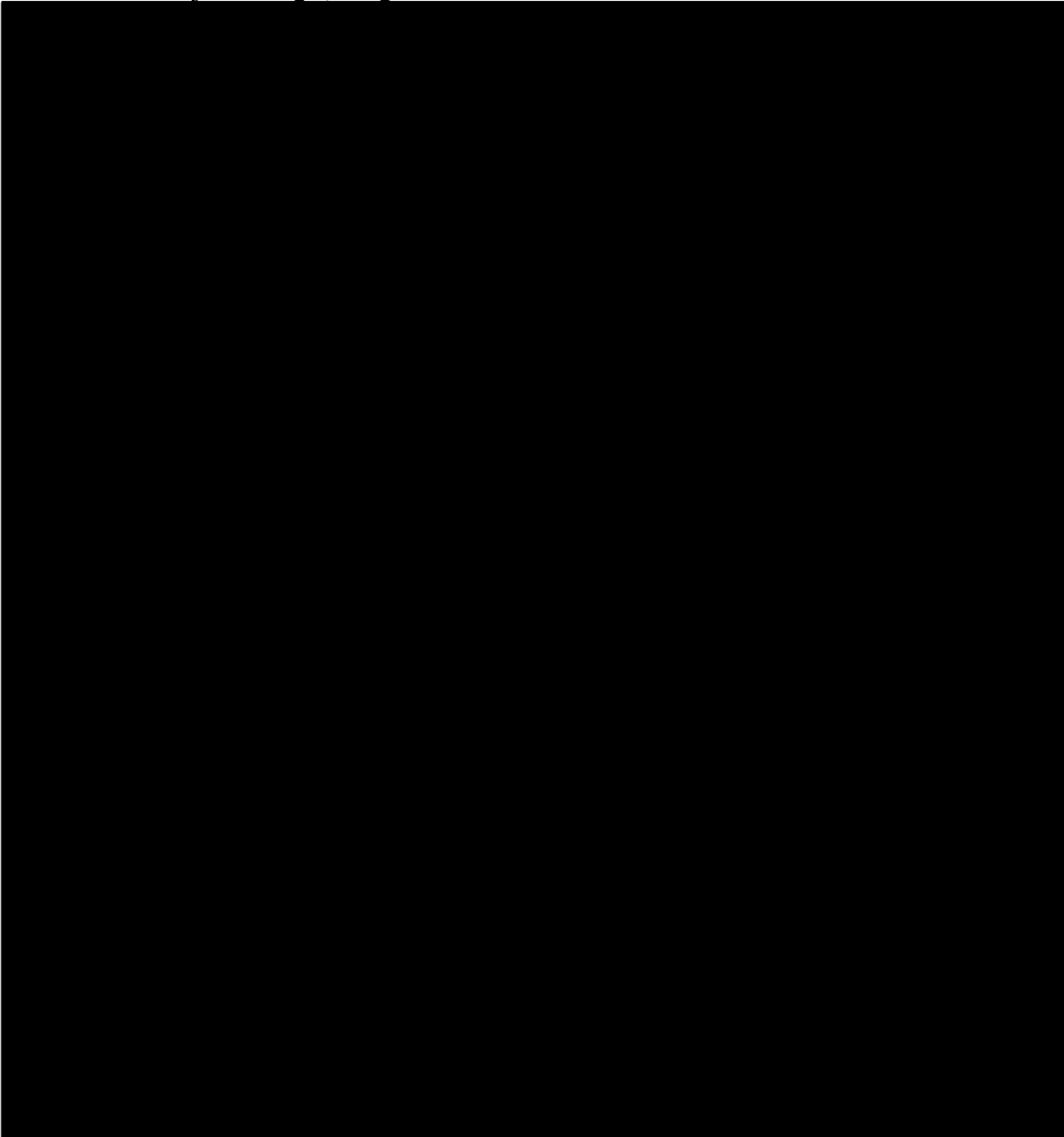




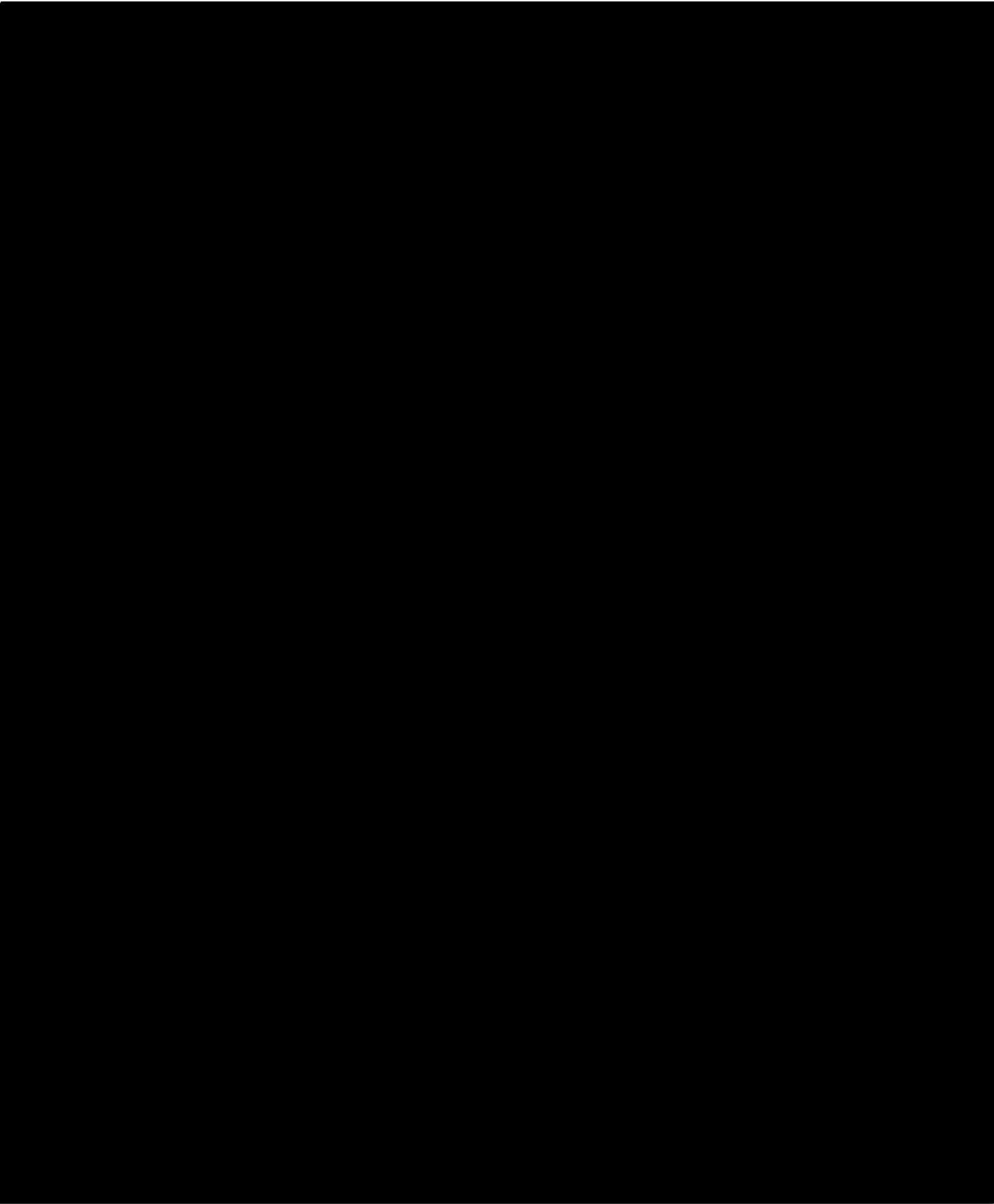
STV

Paul E. Bobby, P.E.

Project Manager, Freight Rail Coordinator



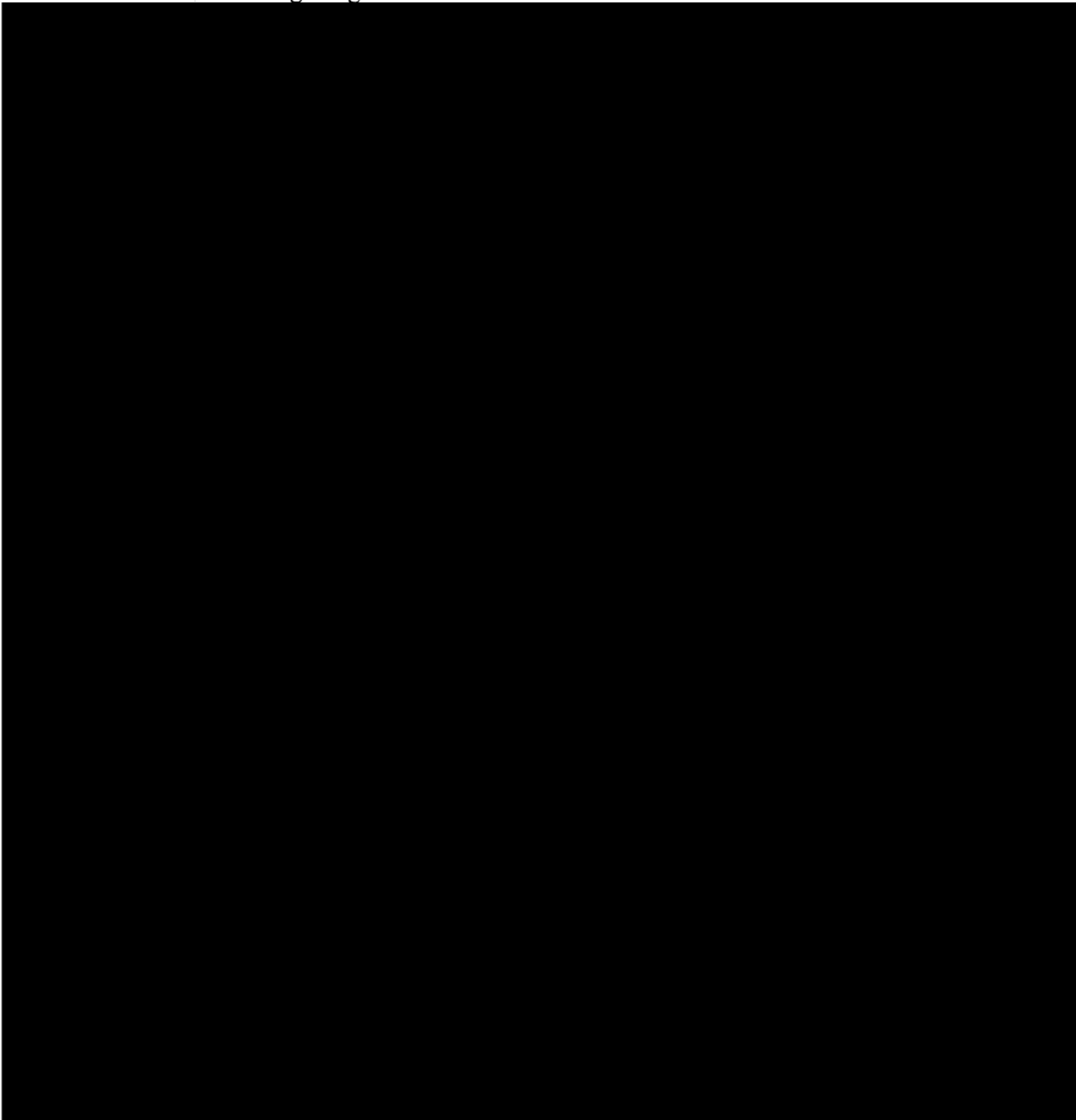
STV



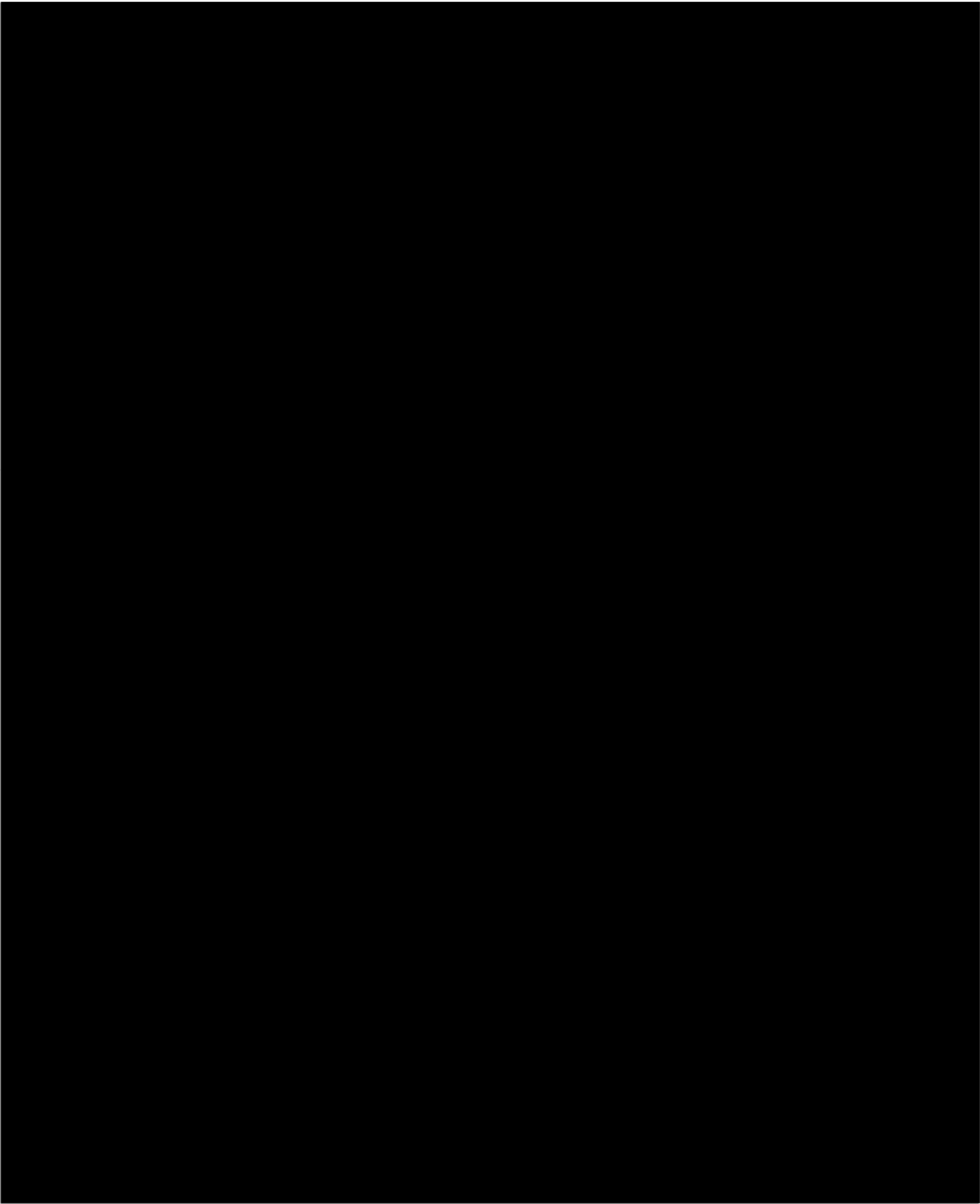
STV

Patrick J. Bryant, P.E.

Track Design Engineer



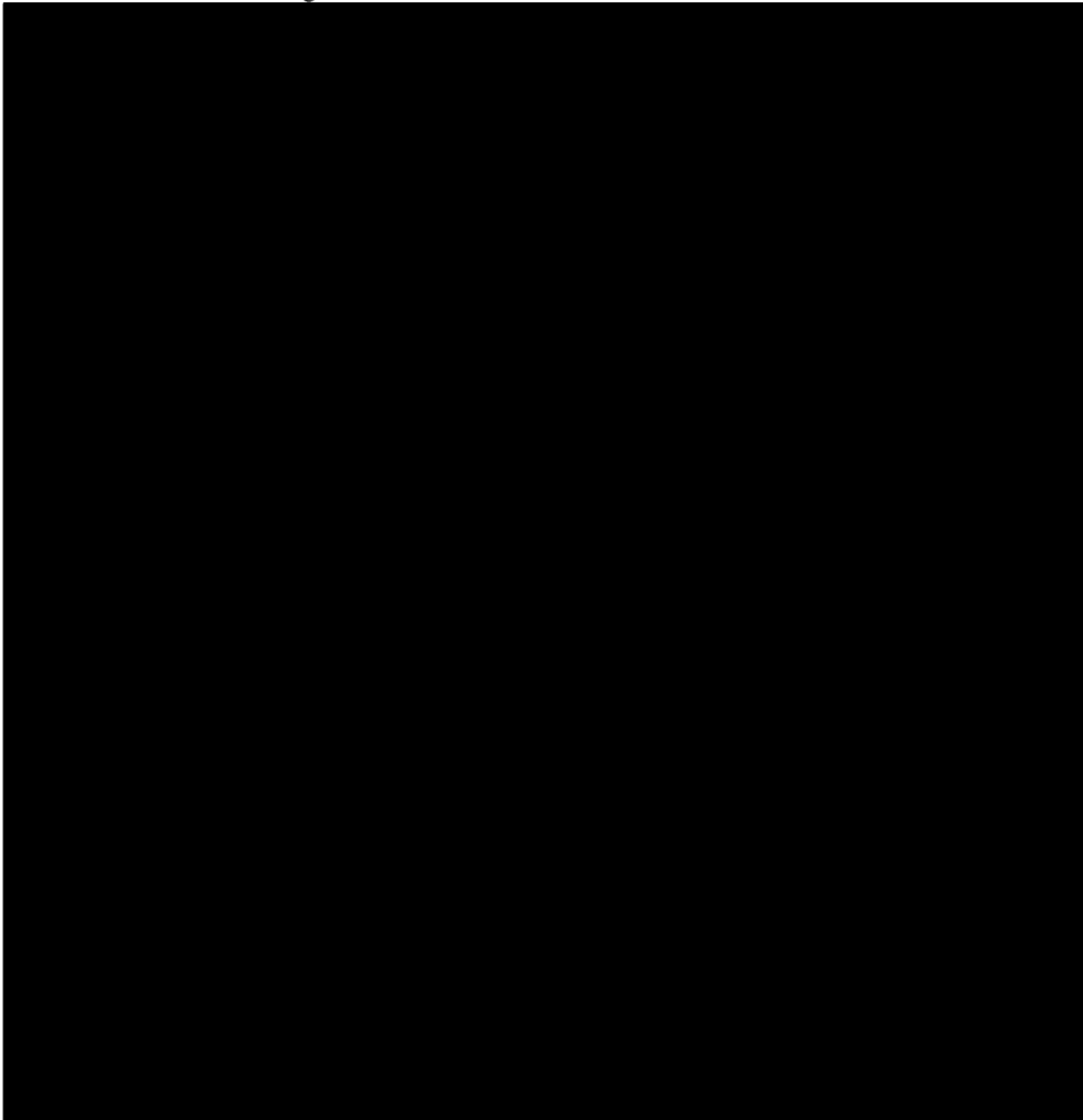
STV

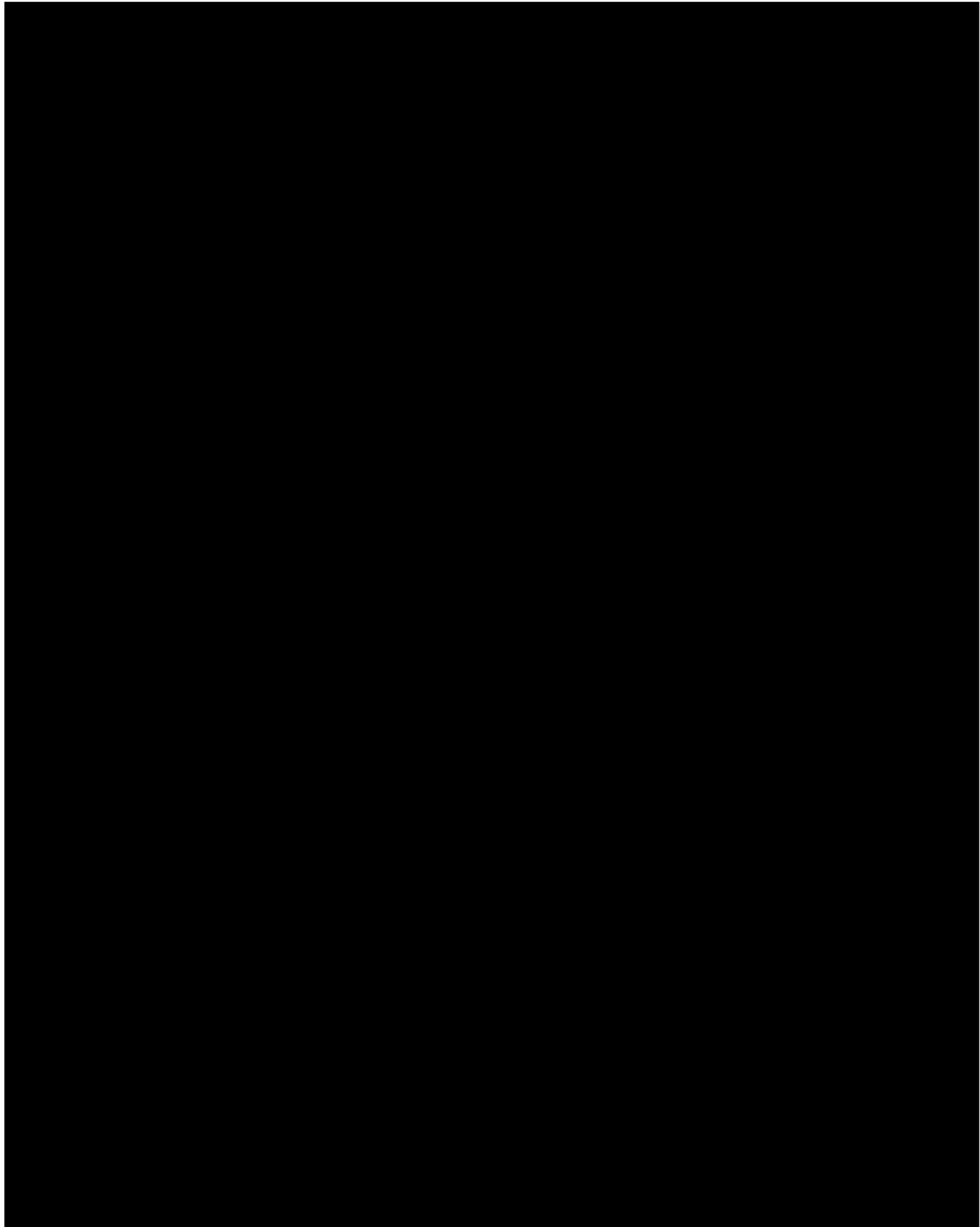


STV

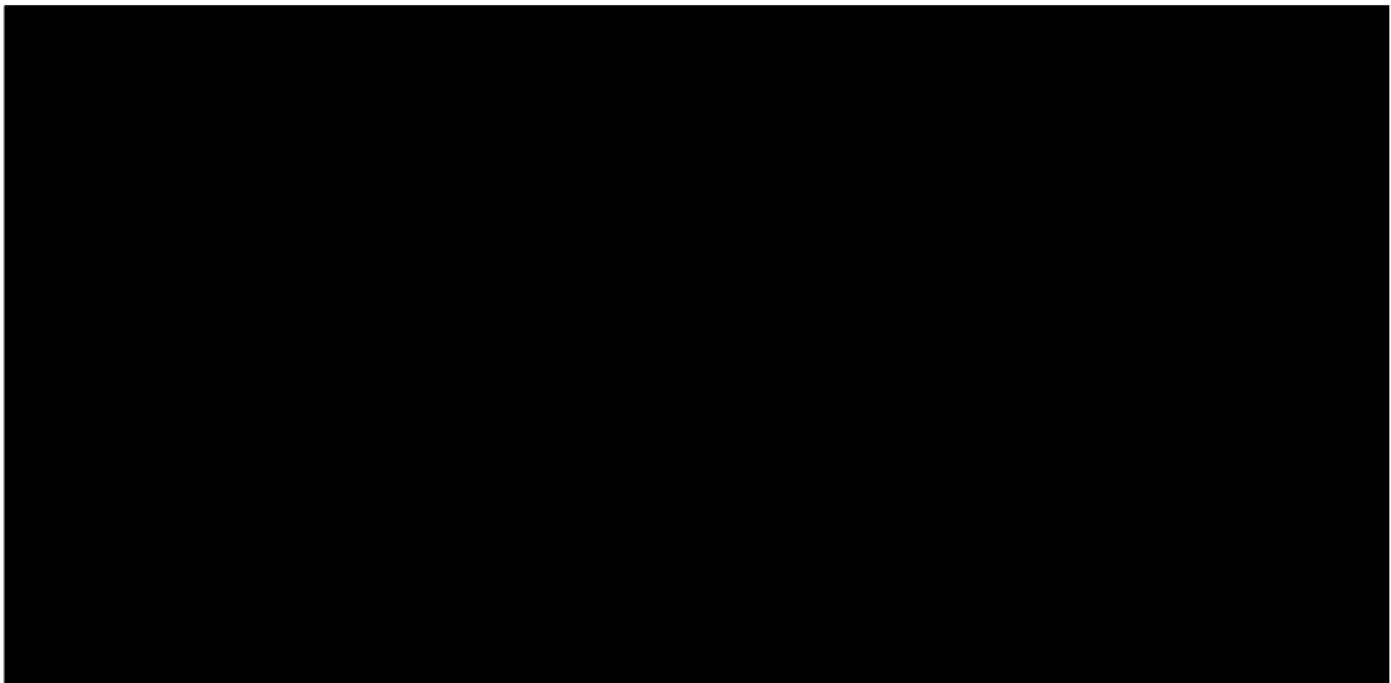
Lawrence L. Kirchner, P.E., S.E.

Structural Engineer





SIV



STV

Exhibit F

Scope of Work

**Design Corridor Manager
Elgin O'Hare West Bypass Tollway**

Contract No. I-11-4014

Illinois State Toll Highway Authority

STV Incorporated will serve as a subcontractor to CH2M HILL in the conduct of the Design Corridor Manager contract for the Elgin O'Hare West Bypass Project. STV will assist in the preparation of railroad agreements, technical review of railroad improvements related to the construction of the EO-WB, and coordination with railroad staff (i.e. Canadian Pacific, Union Pacific, Metra, others). It is anticipated that STV's involvement in the DCM contract will span the five year duration of the contract. The scope of STV's work is defined in the following subtask

Task B1.04. Permitting and Agreements

Railroad Agreements

STV will assist in the development of railroad agreements required for roadway related improvements involving railroad facilities. Agreements are anticipated with the Canadian Pacific (CP), Union Pacific (UP), Metra and others. The content of the agreements would involve construction phasing related to railroad facilities, use of land, transfer of land, working arrangements for engineering services, and installation of structures and bridges. STV would be responsible for draft agreement language addressing the topics of construction phasing, working arrangements for engineering services, and installation of structures, rights of entry, railroad safety requirements, and communication hierarchy. Draft material will be submitted to CH2M HILL for review followed by draft #2. Ongoing coordination with the railroads is described below.

**Task A1.14. Agency Coordination
Coordination**

STV will coordinate communication with railroads affected by the EO-WB. This will include regular coordination meetings (up to 4 meetings per year per railroad) with the objective of advancing the project through a cooperative working arrangement. Coordination will require development of meeting agendas with a defined outcome, identification issues that require action, and ensure that little issues to do not develop into big issues. All coordination meetings with railroads will be followed by preparation of a detailed set of minutes and an enumeration of action items that would be performed by STV or others.

**Task A1.16. Technical Reviews of DSE Submittals
Technical Reviews**

STV will conduct technical reviews of DSE engineering submittals for the railroad related aspects. Whereas structural reviews will be conducted by others, STV will focus on temporary track arrangements required by construction phasing and their ability to maintain railroad service, the review of modified signal controls needed to respond to changing conditions, and other railroad operational issues created by the roadway location.

EXHIBIT G

CURRENT OBLIGATIONS FOR PROJECT

STV

Route & Job No.	Work Scope & Description of Project	Fee (Including all Supplementals and Extra Work Orders)	Fee Remaining To Be Earned	Estimated Date of Completion
I-90 RR-10-5617	Roadway and Bridge Rehabilitation US 20 to Genoa Road Construction Management Services	\$2,051,746	\$100,000	04/2012
IDOT				
PTB 118/25	11254	\$2,985,000	\$150,000	04/2013
PTB 145/20	13744	\$1,486,000	\$30,000	10/2012
PTB 147/33	14134	\$523,000	\$10,000	08/2012
PTB 152/34	14793	\$737,000	\$10,000	09/2012
PTB 155/15	15012	\$650,000	\$200,000	10/2013
PTB 144/02	Elgin O'Hare EIS – Sub to CH2M Hill	\$663,000	\$280,000	04/2013
CDOT		\$3,000,000	210,000	04/2014
All other Work		\$15,000,000	\$3,000,000	04/2014

EXHIBIT H - SERVICES BY OTHERS

Exhibits A-G must be submitted for each subconsultant listed below. If a subconsultant requires "Services by Others", they must include Exhibit H and attach Exhibits A-G for second tier subconsultants.

DBE/MBE/WBE SUBCONSULTANTS

1					
	Direct Labor	_____			
	Direct Costs	_____			
	Services by Others	_____			
	Additional Services **	_____			
	Total this Subconsultant (ULC)	\$ _____			-

6					
	Direct Labor	_____	\$		-
	Direct Costs	_____	\$		-
	Services by Others	_____	\$		-
	Additional Services **	_____	\$		-
	Total this Subconsultant (ULC)	\$ _____			-

2					
	Direct Labor	_____			
	Direct Costs	_____			
	Services by Others	\$ _____			
	Additional Services **	_____			
	Total this Subconsultant (ULC)	\$ _____			-

7					
	Direct Labor	_____	\$		-
	Direct Costs	_____	\$		-
	Services by Others	_____	\$		-
	Additional Services **	_____	\$		-
	Total this Subconsultant (ULC)	\$ _____			-

3					
	Direct Labor	\$ _____			-
	Direct Costs	\$ _____			-
	Services by Others	\$ _____			-
	Additional Services **	\$ _____			-
	Total this Subconsultant (ULC)	\$ _____			-

8					
	Direct Labor	\$ _____			-
	Direct Costs	\$ _____			-
	Services by Others	\$ _____			-
	Additional Services **	\$ _____			-
	Total this Subconsultant (ULC)	\$ _____			-

4					
	Direct Labor	\$ _____			-
	Direct Costs	\$ _____			-
	Services by Others	\$ _____			-
	Additional Services **	\$ _____			-
	Total this Subconsultant (ULC)	\$ _____			-

9					
	Direct Labor	\$ _____			-
	Direct Costs	\$ _____			-
	Services by Others	\$ _____			-
	Additional Services **	\$ _____			-
	Total this Subconsultant (ULC)	\$ _____			-

5					
	Direct Labor	\$ _____			-
	Direct Costs	\$ _____			-
	Services by Others	\$ _____			-
	Additional Services **	\$ _____			-
	Total this Subconsultant (ULC)	\$ _____			-

10					
	Direct Labor	\$ _____			-
	Direct Costs	\$ _____			-
	Services by Others	\$ _____			-
	Additional Services **	\$ _____			-
	Total this Subconsultant (ULC)	\$ _____			-

** Additional services funds require prior authorization before use

TOTAL DBE/MBE/WBE Subconsultants: \$ _____ -

TOTAL Additional Services DBE/MBE/WBE Subconsultants: \$ _____ -

TOTAL Allowable Fee DBE/MBE/WBE Subconsultants: \$ _____ -

DBE/MBE/WBE Percentage of Total Fee (includes Additional Services): 0.00%

DBE/MBE/WBE Percentage of Total Fee (does not include Additional Services): _____

EXHIBIT H - SERVICES BY OTHERS (continued)

Exhibits A-G must be submitted for each subconsultant listed below. If a subconsultant requires "Services by Others", they must include Exhibit H and attach Exhibits A-G for second tier subconsultants.

OTHER SUBCONSULTANTS (NOT DBE/MBE/WBE)

1	<table border="0" style="width: 100%;"> <tr> <td style="width: 30%;">Direct Labor</td> <td style="width: 20%; border-bottom: 1px solid black;"></td> <td style="width: 50%;"></td> </tr> <tr> <td>Direct Costs</td> <td style="border-bottom: 1px solid black;"></td> <td></td> </tr> <tr> <td>Services by Others</td> <td style="border-bottom: 1px solid black;"></td> <td></td> </tr> <tr> <td>Additional Services **</td> <td style="border-bottom: 1px solid black;"></td> <td></td> </tr> <tr> <td>Total this Subconsultant (ULC)</td> <td style="border-bottom: 1px solid black; text-align: right;">\$</td> <td style="text-align: right;">-</td> </tr> </table>	Direct Labor			Direct Costs			Services by Others			Additional Services **			Total this Subconsultant (ULC)	\$	-
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Direct Costs																
Services by Others																
Additional Services **																
Total this Subconsultant (ULC)	\$	-														

6	<table border="0" style="width: 100%;"> <tr> <td style="width: 30%;">Direct Labor</td> <td style="width: 20%; border-bottom: 1px solid black;"></td> <td style="width: 50%; text-align: right;">\$ -</td> </tr> <tr> <td>Direct Costs</td> <td style="border-bottom: 1px solid black;"></td> <td style="text-align: right;">\$ -</td> </tr> <tr> <td>Services by Others</td> <td style="border-bottom: 1px solid black;"></td> <td style="text-align: right;">\$ -</td> </tr> <tr> <td>Additional Services **</td> <td style="border-bottom: 1px solid black;"></td> <td style="text-align: right;">\$ -</td> </tr> <tr> <td>Total this Subconsultant (ULC)</td> <td style="border-bottom: 1px solid black; text-align: right;">\$</td> <td style="text-align: right;">-</td> </tr> </table>	Direct Labor		\$ -	Direct Costs		\$ -	Services by Others		\$ -	Additional Services **		\$ -	Total this Subconsultant (ULC)	\$	-
Direct Labor		\$ -														
Direct Costs		\$ -														
Services by Others		\$ -														
Additional Services **		\$ -														
Total this Subconsultant (ULC)	\$	-														

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Direct Labor																
Direct Costs																
Services by Others	\$ -															
Additional Services **																
Total this Subconsultant (ULC)	\$	-														

7	<table border="0" style="width: 100%;"> <tr> <td style="width: 30%;">Direct Labor</td> <td style="width: 20%; border-bottom: 1px solid black;"></td> <td style="width: 50%; text-align: right;">\$ -</td> </tr> <tr> <td>Direct Costs</td> <td style="border-bottom: 1px solid black;"></td> <td style="text-align: right;">\$ -</td> </tr> <tr> <td>Services by Others</td> <td style="border-bottom: 1px solid black; text-align: right;">\$ -</td> <td></td> </tr> <tr> <td>Additional Services **</td> <td style="border-bottom: 1px solid black;"></td> <td style="text-align: right;">\$ -</td> </tr> <tr> <td>Total this Subconsultant (ULC)</td> <td style="border-bottom: 1px solid black; text-align: right;">\$</td> <td style="text-align: right;">-</td> </tr> </table>	Direct Labor		\$ -	Direct Costs		\$ -	Services by Others	\$ -		Additional Services **		\$ -	Total this Subconsultant (ULC)	\$	-
Direct Labor		\$ -														
Direct Costs		\$ -														
Services by Others	\$ -															
Additional Services **		\$ -														
Total this Subconsultant (ULC)	\$	-														

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** Additional services funds require prior authorization before use

TOTAL Non-DBE/MBE/WBE Subconsultants: \$ -

TOTAL Additional Services Non-DBE/MBE/WBE Subconsultants: \$ -

TOTAL Allowable Fee Non-DBE/MBE/WBE Subconsultants: \$ -

Project Number: I-11-4014

Consultant: Wang Engineering, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2012												TOTAL HOURS
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	
Task D - Task Orders								1000	1000	1000	550	550	4100
TOTALS								1000	1000	1000	550	550	4100

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Project Number: I-11-4014

Consultant: Wang Engineering, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2013												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Task D - Task Orders	250	250	800	800	800	800	536							4236
TOTALS	250	250	800	800	800	800	536							4236

- Notes:
- 1.) Use as many pages as required to show the entire schedule for this project.
 - 2.) The grand total of all hours shown on all Exhibit A forms must match the Total Estimated Work Hours on Exhibit C-3

Date Revised 04/01/12

Date: 4/10/2012

EXHIBIT C-1: COMPANY EMPLOYEE CLASSIFICATION LIST

Classification	Name (SEE NOTE 1 BELOW)	Current Hourly Rate	Classification Average Rate (SEE NOTE 2 BELOW)	Eligible For Prem. O/T?
Principal-in-Charge	Farez, Corina	63.17	63.17	
	Wang, Paul	63.17		
QC/QA Reviewer	Wang, Jerry	24.04	24.04	
Senior Engineer/Project Manager	lordache, Liviu	55.04	51.31	
	Kothawala, Mohammed	55.32		
	Snider, Mickey	40.89		
	Syfert, Gregory	54.01		
Project/Staff/Field Engineer	Basnet, Bhusan	26.44	31.15	
	Datz, Eric	32.80		
	Davis, Nathan	32.19		
	Kurnia, Andri	28.49		
	Marin , Cornelia	31.83		
	Sugiarto, Samuel	35.16		
Senior Field Inspector/Documenation	Khan, Imtiaz	33.50	30.53	
	Gorlagunta, Ravi	27.56		
Field Inspector/Documentation	Boddy, Nicholas	23.22	23.30	
	Bozga, Francisc	23.06		
	Davis, Chad	24.64		
	Wilson, Brandon	22.26		
Laboratory Technician	de los Reyes, Mayra	22.50	18.79	
	lordache, Corina	17.14		
	Mohammed, Khaja	16.74		
Project Administrative Assistant	Eick-Johnson, Lynn	26.38	26.26	
	Toner, Daniel	26.13		

* Exhibit C-1 is a comprehensive list of classifications of company employees.

- (1) List all Employees located in your company's Illinois office(s) by classification. Out of state employees to be used on this project should be included.
- (2) Divide the sum of the "CURRENT HOURLY RATES" for all employees in a classification by the number of employees in that classification.
- (3) Use as many sheets as necessary to show classifications.

Date Revised 04/01/12

ALLOWABLE DIRECT COSTS

08.01.2008

The following costs are allowable when requested by the Department and included in the contract. The costs are allowable when it is customary for the firm to bill for the cost and it can be itemized in the firm's billing and accounting systems.

Per Diem	State Rate (Maximum)
Lodging	State Rate (Maximum)
Air Fare	Coach Rate with 2 weeks advance purchase
Vehicles	
Mileage	State Rate* (Maximum)
Daily Rate (owned or leased the same)	\$45/day (Maximum)
Overtime	Including Tolls
Tolls	Premium portion
Film and Film Processing**	Actual Cost
Overnight Delivery/Postage Courier Service	Actual Cost
Copies of Deliverables and Mylars	Actual Cost
Specific Insurance – required for project	Actual Cost
CADD	Actual Costs (Maximum of \$15.00/Hr)
Monuments – Permanent	Actual Cost
Payment for Newspaper Ads	Actual Cost
Web Site	Actual Cost
Facility Rental for Public Meetings & Exhibits/Rendering & AV Equipment/Transcriptions	Actual Cost
Recording Fees	Actual Cost
Courthouse Fees	Actual Cost
Testing of Soil Samples	Actual Cost
Lab Services (excluding Phase III normal construction inspection such as beam breaks, cylinder breaks, pavement cores)	Actual Cost
Equipment rental specific for project (snooper for bridge inspection, noise meter, etc.)	Actual Cost
Specialized equipment – on an as needed basis with prior approval	Actual Cost
Traffic Systems	Actual Cost
Mobile Phone (for traffic system implementation)	
Telephone Usage (for traffic system monitoring)	
Storm sewer cleaning and televising	Actual Cost
Traffic control and protection	Actual Cost
Aerial photography and mapping	Actual Cost
Utility exploratory trenching	Actual Cost

ALLOWABLE DIRECT COSTS

- *website for State Reimbursement Rates
<http://www2.illinois.gov/cms/Employees/travel/Pages/TravelReimbursement.aspx>
- **Use of digital cameras verses film cameras is encouraged when firms own digital cameras and the discussion of their use will be part of the negotiations. Film & copies will be reimbursed at actual costs.
- On all agreements authorization after January 1, 2005, GPS Equipment is considered tools of the trade.

ALLOWABLE DIRECT COSTS

Construction Inspection

Construction Inspection Communications:

Cell Phones (maximum of 3 without additional approval. Personal phones that do not remain on the job site are not allowable) \$70/month/phone (Maximum)

Radio Communication Actual Cost
2-way Radio Actual Cost

Vehicles (Only for Vehicles assigned to project) \$45/day (Maximum)
DAILY RATE ONLY Including Tolls

The number of days will be calculated as follows:

For extended stay**- Number of days on job site plus one

Day to travel to and from job site

Weekly (hotel) – Number of days on job site plus one day to

Travel to and from job site per week.

Shift Differential

Actual Cost based on
firm policy

**Extended Stay Status applies to individuals on the project over 20 Consecutive working days. The decision whether individuals will stay over the weekend will be made after the Contractor's schedule is available and shall be made jointly by the Consultant Liaison and the IDOT Resident.

NOTES:

For CSE contracts, beam and cylinder breaks are not reimbursable. Overtime to employees traveling to and from the site will be allowed depending on the firm's policy and limited to the Tollway's CSE Manual allowance.

Project No. I-11-4014

Consultant: Wang Engineering, Inc.

EXHIBIT E - KEY PROJECT PERSONNEL

Project Principal: Corina Farez

Classification: Principal

Project Manager: Liviu Iordache

Classification: Project Manager

Project Engineer: Mickey Snider

Classification: Project Senior Geotechnical Engineer

Resident Engineer: _____

Classification: _____

Documentation Engineer: _____

Classification: _____

Project Civil Engineer: _____

Classification: _____

Project Structural Engineer: _____

Classification: _____

Project Drainage Engineer: _____

Classification: _____

Senior Engineer: Mohammed Kothawala

Classification: Senior Geotechnical Engineer

Others: Jerry W. H. Wang

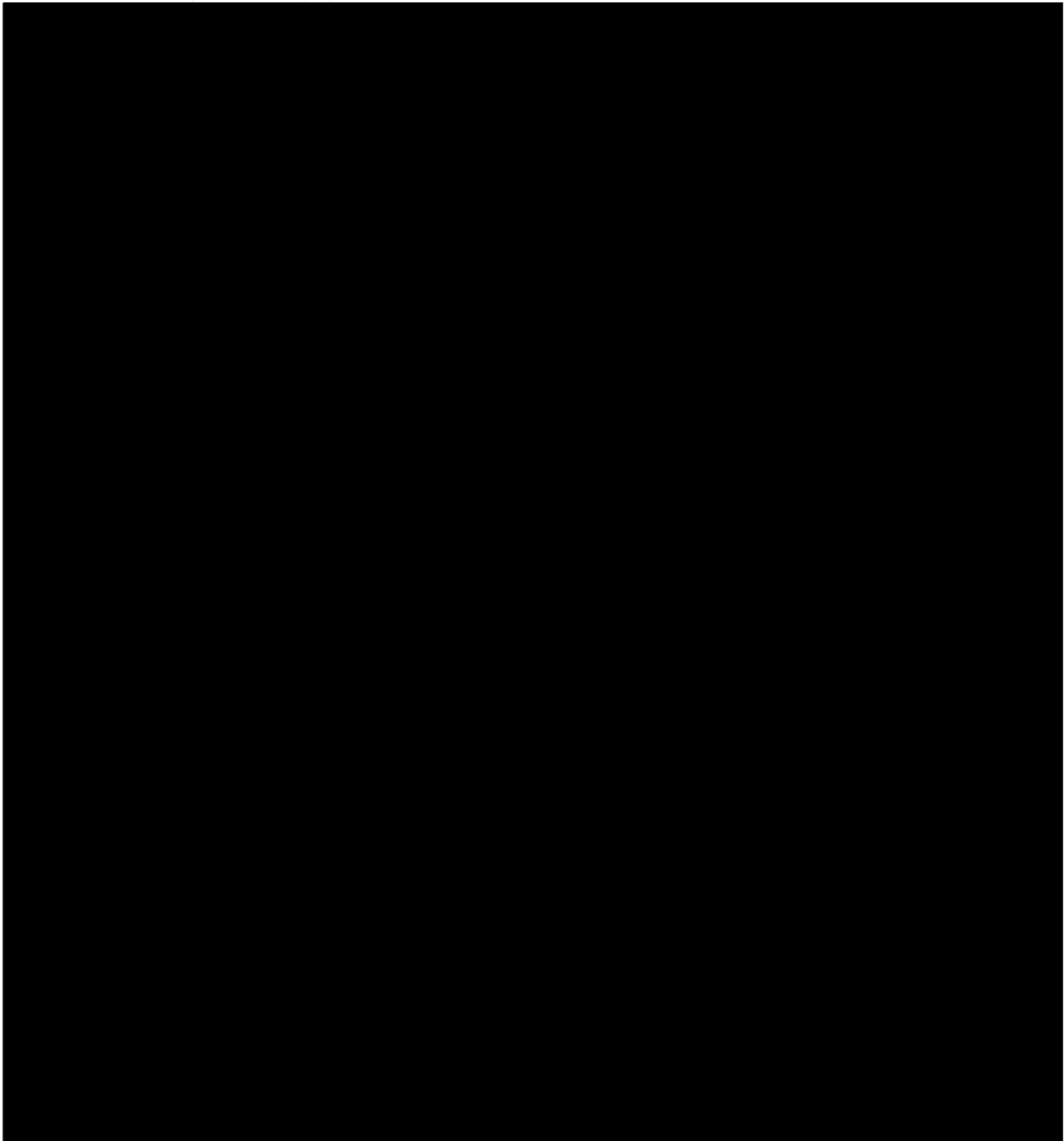
QC/QA Reviewer - Senior Geotechnical Engineer

List all key personnel titles that are applicable to this project.

Attach resumes of all key personnel

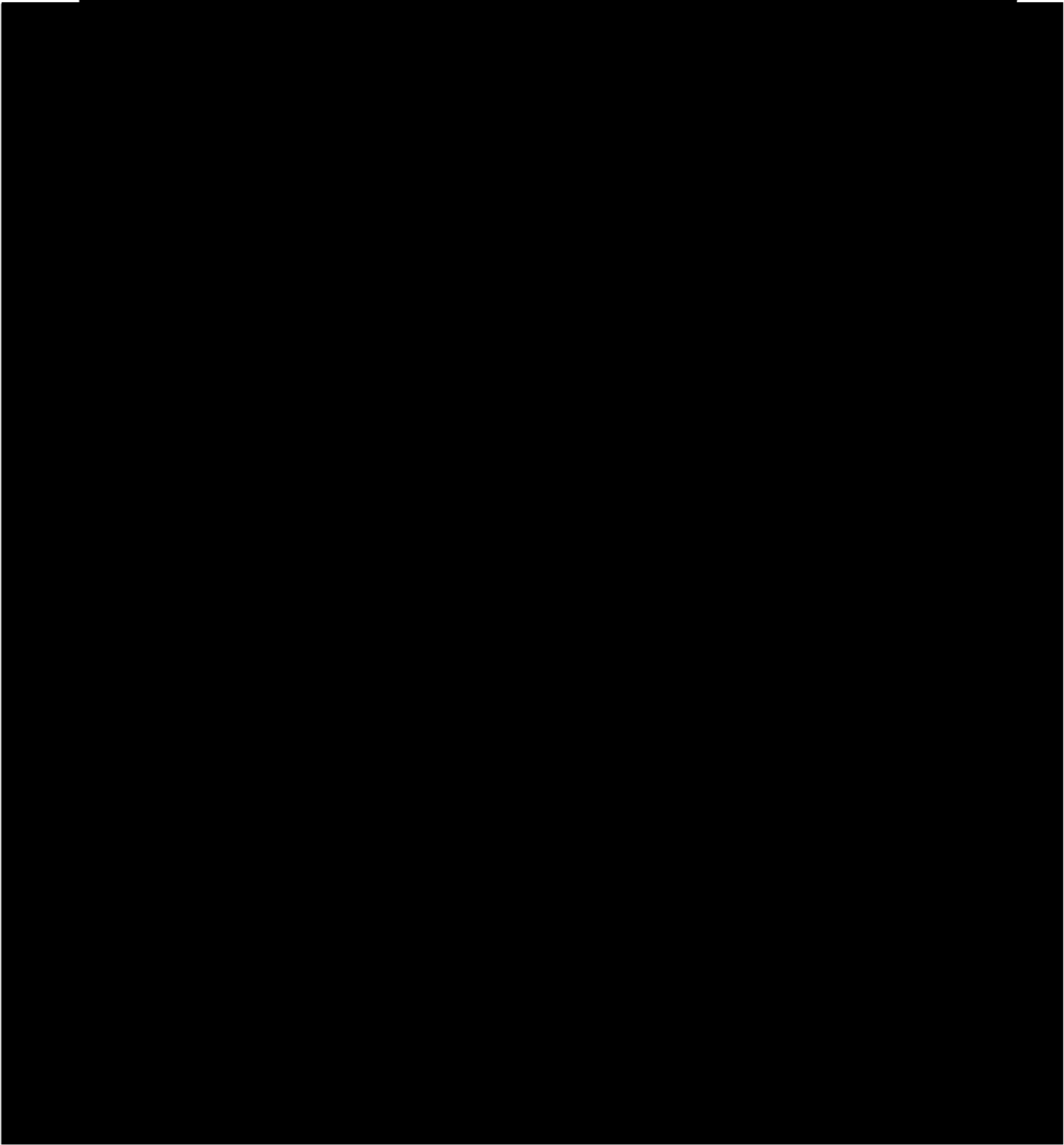


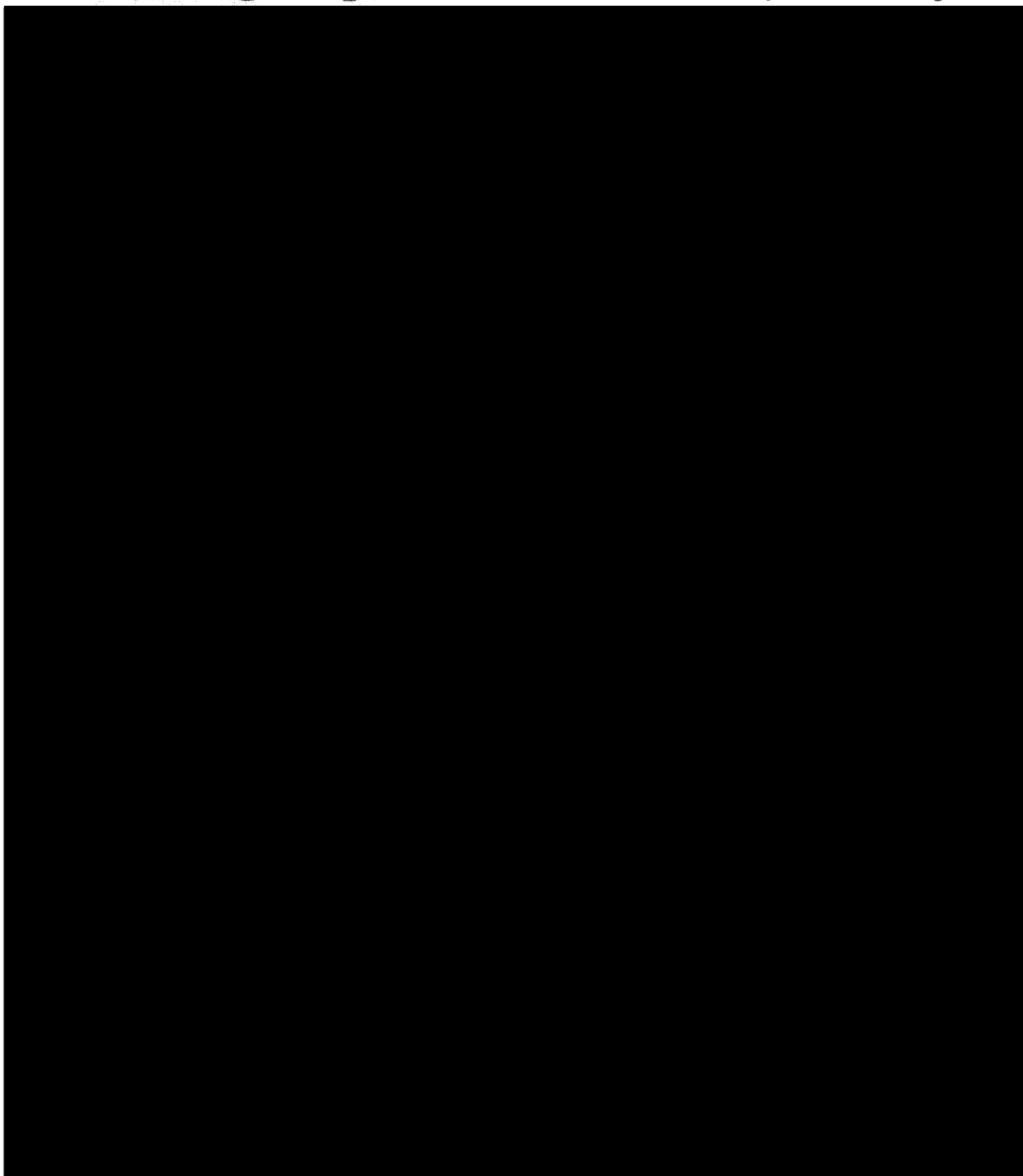
CORINA T. FAREZ, P.E., P.G.
Principal-in-Charge





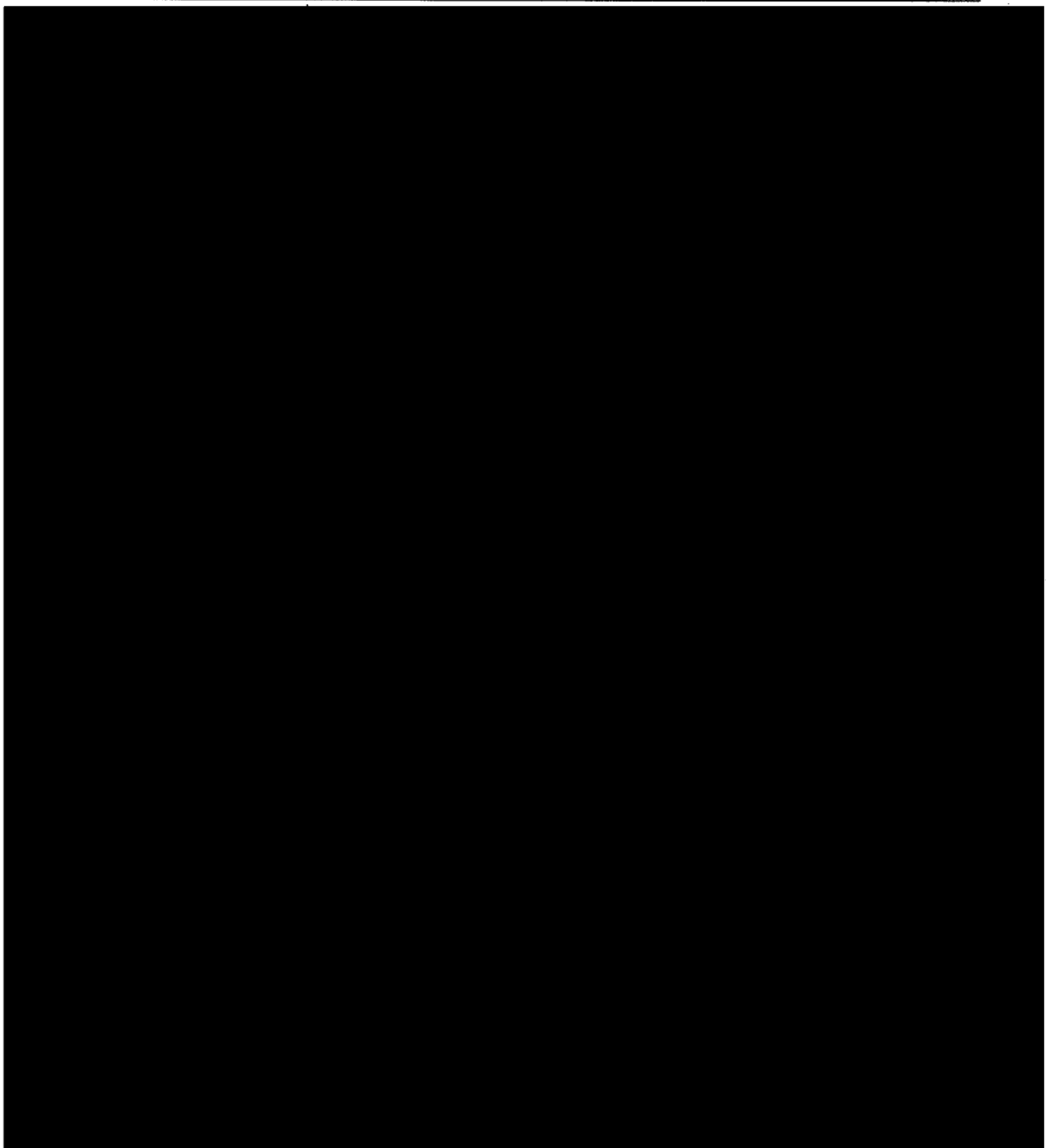
LIVIU M. IORDACHE, P.G.
Senior Geotechnical Engineer







MOHAMMED KOTHAWALA, P.E., D.GE
Senior Project Manager
Senior Geotechnical Engineer



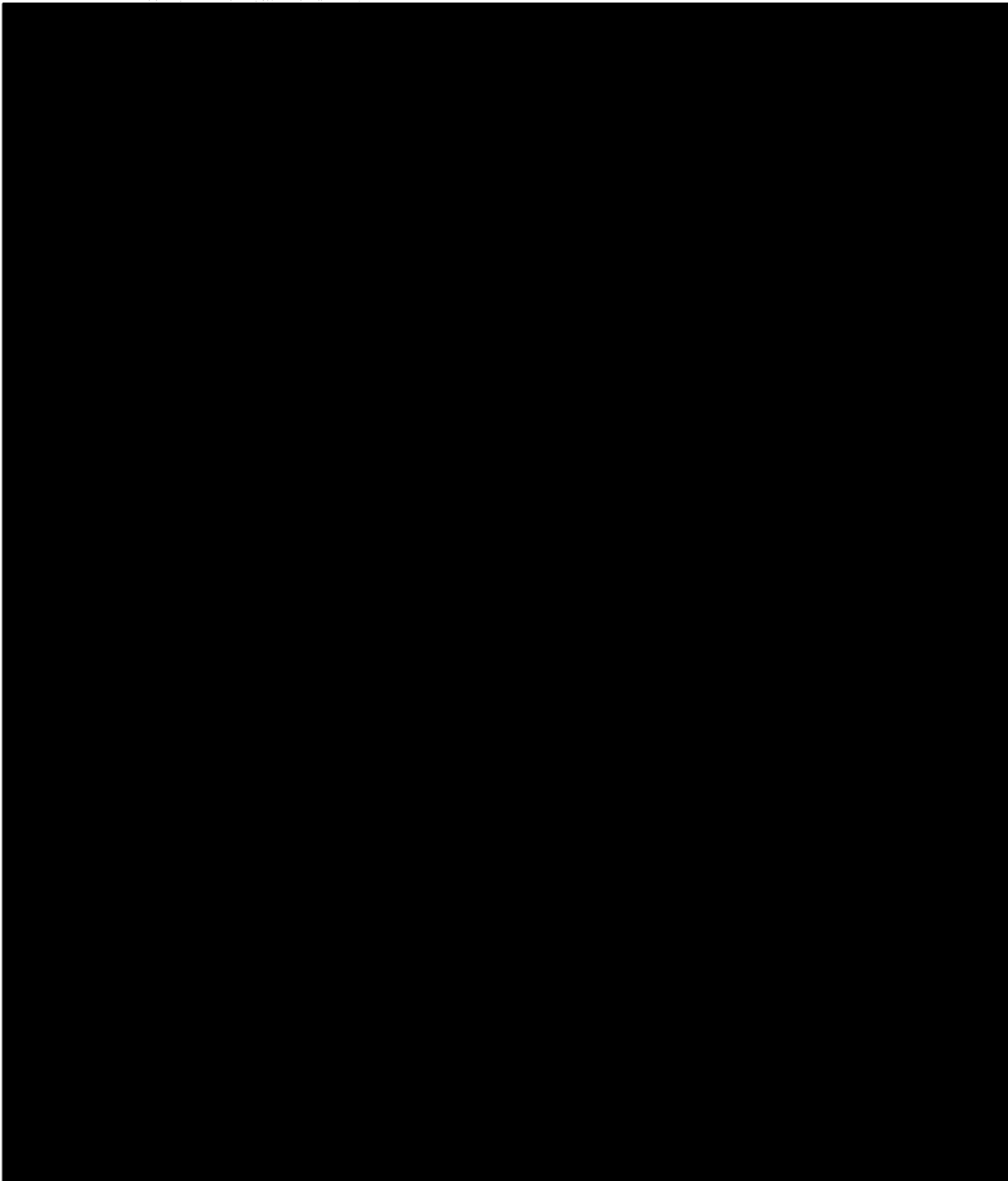


Exhibit F

Scope of Work

**Design Corridor Manager
Elgin O'Hare West Bypass Tollway**

Contract No. I-11-4014

Illinois State Toll Highway Authority

Wang Engineering, Inc. (Wang) is pleased to submit this proposal for geotechnical services to support the design of the Project A roadway section of the proposed Elgin-O'Hare Expressway West Bypass expansion in the counties of Cook and DuPage, Illinois.

The following describes the entire design work that will require geotechnical support, as well as our proposed scope of work and cost estimate for roadway investigation for Projects A.

SCOPE OF WORK

The purpose of our services will be to determine soil and groundwater conditions, perform geotechnical engineering analyses, and provide recommendations for the design and construction of the proposed expansion. The Elgin-O'Hare Expressway (EOE) will link the western suburbs of Cook and DuPage Counties with Chicago O'Hare International Airport (ORD). The proposed improvements will complete the eastern segment of the existing EOE and will provide access to a future airport terminal and a western bypass for the ORD. The bypass will consist of two sections: the south section will connect to the Tri-State Tollway (I-294) and the north one will link the proposed western terminal with the Jane Addams Memorial Tollway (I-90). The O'Hare Airport western bypass is not included on this initial investigation for the EOWB corridor.

For the planning of the design and of our geotechnical investigation, CH2M HILL divided the Project in five sections:

- Section 1: From Gary Avenue to Medinah Road including the Irving Park Interchange;
- Section 2: From Medinah Road to Salt Creek;
- Section 3: From Salt Creek to the West Terminal/Bypass at York Road;
- Section 4: From West Terminal/Bypass to I-294 Bypass Interchange; and
- Section 5: From West Terminal/Bypass to I-90 Bypass Interchange.

Except for the bypass interchanges, improvements along the I-294 and I-90 are not included in this project. Railroad modifications are also not included in this project.

Wang will only be involved with the initial subsurface investigation for Project A of the EOWB corridor; Project A includes Section 1 and a portion of Section 2. While the structure borings and reports for bridges, retaining walls, tunnels, and box culverts have been included on the IDOT Phase I, this current proposed subsurface investigation will be done under the Illinois Tollway Authority Contract No. I-11-4014.

CH2M HILL quantified the investigation program and proposed criteria for boring spacing and depth. As a result of meetings, phone conversations, and e-mail exchanges, we adjusted slightly the criteria for boring spacing and depths to be in line with Wang's past experience with similar IDOT and IL Tollway Authority projects. The roadway investigation program that also includes structure borings for sign and light towers, noise walls, embankments and cuts is summarized in Tables 1 and 2 is the result of our combined efforts.

Table 1: Proposed Exploration Program Summary - Structures

Improvement	Boring Criteria/ Spacing (feet)	Average Boring Depth (feet)	No. of Borings	Estimated Footage (feet)
Sign, Light Towers; Noise Walls	1/structure; 300	30	162	4,860
Embankments	200	30	101	3,030
Cuts	200	30	5	150
Totals			268	8,040

Table 2: Proposed Exploration Program Summary - Roadway

Improvement	Boring Criteria/ Spacing (feet)	Average Boring Depth (feet)	No. of Borings	Estimated Footage (feet)
New Roadways	300	10	98	980
Lane Widening	300	10	140	1,400
Peat Delineation	2 borings/50	20	158	3,160
Borrow Pits	2 borings/acre	20	66	1,320
Totals			462	6,860

Given the total drilling footage of 14,900 feet, an average drilling rate of 70 feet per day, we estimate a total of 215 days for drilling and sampling. We also estimate that we will be in the field another 105 days for various other activities including boring layout, utility clearance and utility meetings, groundwater measurements in open boreholes, surveying of as drilled boring locations.

To accomplish the project objectives, Wang will complete the following tasks:

Preliminary Engineering Office and Field Activities: Wang will prepare subsurface investigation plans, including tables showing the proposed boring designations following the IL Tollway Geotechnical Manual dated October 2007, boring coordinates, and sampling requirements. For locations that will encroach on private property, Wang will prepare and send property entry notification letters. Wang will coordinate the field work with CH2M HILL and survey member of the team. Wang will send lane closure permit requests to IDOT or Tollway as necessary. Wang will prepare a site specific health and safety plan and implement the safety plan in the field. Furthermore, Wang will prepare a project specific QC/QA plan and submit it to CH2M HILL for review and approval.

After approval of the subsurface investigation boring plans, Wang field engineers will layout the borings using a mapping-grade GPS Trimble of sub-foot horizontal accuracy. Utility locate meetings will be held in advance of the drilling schedule. Wang will provide the field marked boring location maps to the utility locators present at the utility meet and e-mail/fax the maps to all the other utility locators not present at the meeting. Since the investigation does not include drilling within ORD or Tollway right-of-way, soil vacuum excavation was not deemed necessary to be included in our cost.

We understand CH2M HILL identified areas along the proposed new expressway alignment where contaminated soils might be present. Thus, during the execution of the geotechnical drilling program, the soils samples obtained within the suspected areas of contamination will be screened for Volatile Organic Compound (VOC) by a 40-hour OSHA trained inspector using a photoionization detector (PID) device and the soils will be visually observed for other types of contaminations. If contamination is detected, the soils cuttings will be stored in 55-gallon drums. The drums will be staged on site, and the soils cuttings will be disposed by others. We assume that screening for contaminants and soils cuttings drumming will be needed for 3% of borings.

Geotechnical Drilling and Sampling: Wang will provide equipment, labor, and associated materials to drill and sample soil borings. All borings will be sampled at 2.5-foot intervals.

The borings will be advanced with hollow stem augers or by mud rotary and casing as conditions dictate. Since we expect we encountered cohesive soils for the majority of the investigated areas, we expect we will perform the borings by the hollow stem auger method. Where water-bearing sand layers are encountered or where the auger cuttings disposal is problematic, we will perform the borings by the mud rotary method. Soil samples will be collected with split-barrel samplers according to AASHTO T 206, "Penetration Test and Split-Barrel Sampling of Soils." As necessary, Shelby tubes samples will be obtained according to AASHTO T 207, "Thin-Walled Sampling of Soils."

We assume that 50% of total drilling will be done using ATV-mounted rigs, 50% using truck-mounted rigs (TMR), and 15% of drilling will be done during night time. Traffic control was included for all TMR work (i.e., 50% of rig working days).

Most of the structure borings will be backfilled with lean grout or bentonite chips for the entire length, whereas roadway borings (except the borings within the contaminated areas) will be backfilled with soil cuttings.

Drilling Supervision: Drilling and sampling will be done under the supervision of field personnel consisting of experienced engineers, geologists, and soil inspectors. The field personnel will monitor drilling activities, maintain field notes, log samples, monitor and log the piezometers installations, measure groundwater table elevations during drilling, after drilling completion, and at selected locations 24-hour readings, and prepare the soil samples for transport to our AMRL-certified geotechnical laboratory in Lombard, Illinois. The field personnel will perform penetrometer and Rimac unconfined compressive strength tests on cohesive soil samples, and record the SPT values on 6 inches of penetration. Field personnel with 40-hour OSHA training will screen contaminated soils cuttings and coordinate the drumming and on-site staging.

Laboratory Testing: Soil testing will include moisture contents on all soil samples. The soil testing program will also include organic content, Atterberg limits, particle size, standard Proctor, one-dimensional consolidation, unconfined compressive strength, UU triaxial, and CU triaxial with pore pressure measurements. The laboratory testing program was established based on IDOT and IL Tollway Authority guidelines and our previous experience with similar projects. Soil index testing, which includes Atterberg limits and particle size analyses, will be done on selected structure boring samples and once every fifth boring; one organic content test will be performed for every 25 roadway borings. Advanced testing will be performed on undisturbed Shelby tube samples.

Data Interpretation, Engineering Analyses, and Report Preparation: The geotechnical report will include site location maps, descriptions of the subsurface investigation methods, boring location plans, boring logs, laboratory test results, and an assessment of the site soil and groundwater conditions. Analyses for noise walls, embankment support and settlement evaluations, recommendations for subgrade treatment and construction, slope and global stability analyses, as well as criteria and procedures for temporary excavation, dewatering, backfilling, and compaction will be provided. Wang will prepare the boring location plans and soils profiles on Microstation drawings provided by designers.

Final reports will be submitted after addressing the IL Tollway Authority comments.

ESTIMATED COST AND ASSUMPTIONS

Our cost estimate has been prepared assuming the following conditions.

- Wang will perform the geotechnical work in accordance with the Illinois Tollway Geotechnical Engineer Manual For Tollway Structures and Facilities (October 2007); IDOT 1999 Geotechnical Manual, 2009 Bridge Manual, 2007 Standard Specifications for Road and Bridge Construction, 2005 Subgrade Stability Manual; IDOT Geotechnical Special Provisions, Geotechnical Design Guides, and All Geotechnical Manual User Memos (AGMU Memos) existing as of April 2012;
- Our drill rig operators will be paid prevailing wages;
- Fees related to accessing difficult drilling locations, such as tree clearing, earth moving, and crane rental are not included in our proposal; and

Our cost estimate has been determined based on our understanding of the project at the time of the proposal preparation and assumed field conditions. If any of the listed assumptions is not fulfilled, additional costs may be required. Wang will inform CH2M HILL of any additional budget requirements and will proceed with the additional cost only upon approval.

Wang will provide the services described in the scope of work on time and expenses basis.

INSURANCE

Attached is a sample of our Certificate of Insurance with limits that comply with IDOT and IL Tollway Authority requirements. In our cost estimate we have not included allowances for additional premium insurance as required by railroad right of entry permits. Additional insurance beyond this coverage is not included in our cost estimate and will be considered as a reimbursement item.

Wang Engineering, Inc. appreciates the opportunity to present this proposal. We look forward to working with CH2MHill Team and the Illinois Tollway Authority on this project. If you have questions or require additional information, please contact us at (630) 953-9928.

Sincerely,

WANG ENGINEERING, INC.

Corina T. Farez, P.E., P.G.
Vice President

Liviu M. Iordache, P.G.
Geotechnical Department Manager

EXHIBIT G

**CURRENT OBLIGATIONS FOR PROJECT
Wang Engineering, Inc.**

Route & Job No.	Work Scope & Description of Project	Fee (Including all Supplementals and Extra Work Orders)	Fee Remaining To Be Earned As of April 3, 2012	Estimated Date of Completion
RR-10-9973 (I-90 @ Rte 47, Bruce Rd)	Geotechnical Engineering Services	WO#3	\$215,621	Per Work Orders
I-11-5630 (I-90 Bridge Kishwaukee River)	Geotechnical Engineering Services	\$178,417	\$178,417	June 2013
I-11-5631 (I-90 over Fox River)	Geotechnical Engineering Services	\$527,374	\$527,374	March 2013
I-11-4021(PSB 11-4 Item 7) I-90	Geotechnical Engineering Services	\$436,359	\$436,359	April 2013
P-92-075-08 (PTB149/9) US 20 from IL Rte 2 – I39	Geotechnical Engineering Services	\$165,765	\$46,757	December 2012
D-96-016-08 (PTB146/29) IL 104 over IL River @ Merdosia	Geotechnical Engineering Services	\$403,00	\$393,016	January 2014
D-91-407-11 (PTB159/17) Willow Rd over Lehigh Ave	Geotechnical Engineering Services	\$75,000	\$23,752	August 2012
P-91-443-06 (PTB141/02) Elgin O'Hare Expressway	Geotechnical Engineering Services	\$1,571,00	\$1,485,131	September 2013
D-91-032-12 (PTB153/1) US Rte 34 over EJ&E/CN RR	Geotechnical Engineering Services	\$232,00	\$232,00	October 2013
D-91-177-09 (PTB153/11) Ohio Street	Geotechnical Engineering Services	\$151,000	\$101,000	June 2012
P-91-186-09 (PTB152/2) Weber Road Interchange	Geotechnical Engineering Services	\$145,000	\$143,950	December 2012

D-91-013-10(PTB153/9) US 6 over I55	Geotechnical Engineering Services	\$131,000	\$131,000	July 2012
P-93-035-01(PTB155/35) Phase 1 (IL 178)	Geotechnical Engineering Services	\$94,000	\$94,000	April 2014
D-91-237-11(PTB158/4) IL 83 From Il 120/IL 137 Atkinson Rd	Geotechnical Engineering Services	\$84,000	\$51,203	February 2013
P-92-001-11(PTB158/18) US 52	Geotechnical Engineering Services	\$1,608,000	\$1,432,000	December 2013
D-91-633-11 (PTB161/1) US 30	Geotechnical Engineering Services	\$58,000	\$58,000	December 2012
D-91-003-12 (PTB161/3) Central Ave	Geotechnical Engineering Services	\$37,000	\$37,000	December 2012
P-30-006-12(PTB160/29) Create P6	Geotechnical Engineering Services	\$200,000	\$200,000	December 2012
D-91-408-11(PTB159/1) US 45	Geotechnical Engineering Services	\$710,000	\$710,000	October 2013

EXHIBIT H - SERVICES BY OTHERS

Exhibits A-G must be submitted for each subconsultant listed below. If a subconsultant requires "Services by Others", they must include Exhibit H and attach Exhibits A-G for second tier subconsultants.

DBE/MBE/WBE SUBCONSULTANTS

1				6			
	Direct Labor	\$	-		Direct Labor	\$	-
	Direct Costs	\$	-		Direct Costs	\$	-
	Services by Others	\$	-		Services by Others	\$	-
	Additional Services **	\$	-		Additional Services **	\$	-
	Total this Subconsultant (ULC)	\$	-		Total this Subconsultant (ULC)	\$	-
2				7			
	Direct Labor	\$	-		Direct Labor	\$	-
	Direct Costs	\$	-		Direct Costs	\$	-
	Services by Others	\$	-		Services by Others	\$	-
	Additional Services **	\$	-		Additional Services **	\$	-
	Total this Subconsultant (ULC)	\$	-		Total this Subconsultant (ULC)	\$	-
3				8			
	Direct Labor	\$	-		Direct Labor	\$	-
	Direct Costs	\$	-		Direct Costs	\$	-
	Services by Others	\$	-		Services by Others	\$	-
	Additional Services **	\$	-		Additional Services **	\$	-
	Total this Subconsultant (ULC)	\$	-		Total this Subconsultant (ULC)	\$	-
4				9			
	Direct Labor	\$	-		Direct Labor	\$	-
	Direct Costs	\$	-		Direct Costs	\$	-
	Services by Others	\$	-		Services by Others	\$	-
	Additional Services **	\$	-		Additional Services **	\$	-
	Total this Subconsultant (ULC)	\$	-		Total this Subconsultant (ULC)	\$	-
5				10			
	Direct Labor	\$	-		Direct Labor	\$	-
	Direct Costs	\$	-		Direct Costs	\$	-
	Services by Others	\$	-		Services by Others	\$	-
	Additional Services **	\$	-		Additional Services **	\$	-
	Total this Subconsultant (ULC)	\$	-		Total this Subconsultant (ULC)	\$	-

** Additional services funds require prior authorization before use

TOTAL DBE/MBE/WBE Subconsultants: \$ -

TOTAL Additional Services DBE/MBE/WBE Subconsultants: \$ -

TOTAL Allowable Fee DBE/MBE/WBE Subconsultants: \$ -

DBE/MBE/WBE Percentage of Total Fee (includes Additional Services): 0.00%

DBE/MBE/WBE Percentage of Total Fee (does not include Additional Services):

EXHIBIT H - SERVICES BY OTHERS (continued)

Exhibits A-G must be submitted for each subconsultant listed below. If a subconsultant requires "Services by Others", they must include Exhibit H and attach Exhibits A-G for second tier subconsultants.

OTHER SUBCONSULTANTS (NOT DBE/MBE/WBE)

1				6			
	Direct Labor	\$	-		Direct Labor	\$	-
	Direct Costs	\$	-		Direct Costs	\$	-
	Services by Others	\$	-		Services by Others	\$	-
	Additional Services **	\$	-		Additional Services **	\$	-
	Total this Subconsultant (ULC)	\$	-		Total this Subconsultant (ULC)	\$	-
2				7			
	Direct Labor	\$	-		Direct Labor	\$	-
	Direct Costs	\$	-		Direct Costs	\$	-
	Services by Others	\$	-		Services by Others	\$	-
	Additional Services **	\$	-		Additional Services **	\$	-
	Total this Subconsultant (ULC)	\$	-		Total this Subconsultant (ULC)	\$	-
3				8			
	Direct Labor	\$	-		Direct Labor	\$	-
	Direct Costs	\$	-		Direct Costs	\$	-
	Services by Others	\$	-		Services by Others	\$	-
	Additional Services **	\$	-		Additional Services **	\$	-
	Total this Subconsultant (ULC)	\$	-		Total this Subconsultant (ULC)	\$	-
4				9			
	Direct Labor	\$	-		Direct Labor	\$	-
	Direct Costs	\$	-		Direct Costs	\$	-
	Services by Others	\$	-		Services by Others	\$	-
	Additional Services **	\$	-		Additional Services **	\$	-
	Total this Subconsultant (ULC)	\$	-		Total this Subconsultant (ULC)	\$	-
5				10			
	Direct Labor	\$	-		Direct Labor	\$	-
	Direct Costs	\$	-		Direct Costs	\$	-
	Services by Others	\$	-		Services by Others	\$	-
	Additional Services **	\$	-		Additional Services **	\$	-
	Total this Subconsultant (ULC)	\$	-		Total this Subconsultant (ULC)	\$	-

** Additional services funds require prior authorization before use

TOTAL Non-DBE/MBE/WBE Subconsultants: \$ -

TOTAL Additional Services Non-DBE/MBE/WBE Subconsultants: \$ -

TOTAL Allowable Fee Non-DBE/MBE/WBE Subconsultants: \$ -