

RESOLUTION NO. 21395

Background

It is necessary and in the best interest of The Illinois State Toll Highway Authority (the "Tollway") to obtain Design Services for Roadway Reconstruction and Widening, on the Tri-State Tollway (I-294), from Milepost 17.8 (95th Street) to Milepost 20.7 (LaGrange Road), on Contract No. I-17-4296. HDR Engineering, Inc., has submitted a proposal to provide the services for an upper limit of compensation not to exceed \$16,010,435.51. 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 Engineering Officer is authorized to negotiate an agreement with HDR Engineering, Inc., to obtain Design Services, for Contract No. I-17-4296 with an upper limit of compensation not to exceed \$16,010,435.51, subject to review and approval of the Acting General Counsel. The Chairman or the Executive Director is authorized to execute the Agreement and the Chief Financial Officer is authorized to issue warrants in payment thereof.

Approved by:


Chairman



November 27, 2017

Mr. Patrick J. Pechnick
Senior Vice President
HDR Engineering, Inc.
8550 W. Bryn Mawr Ave. Suite 900
Chicago, IL 60631

**Re: Contract I-17-4296
Tri-State Tollway, Roadway Reconstruction
95th Street (Mile Post 17.8) to
LaGrange Road (Mile Post 20.7)
Design Section Engineering Services**

NOTICE TO PROCEED

Dear Mr. Pechnick:

We are pleased to notify you that the Tollway's Board of Directors has approved your proposal dated September 29, 2017, for Design Section Engineering Services for Contract I-17-4296. You are hereby authorized to commence with the work as of November 27, 2017, and as defined in Exhibit "F" Scope of Work contained in your proposal. A duplicate original of the contract will follow shortly by mail.

In advance of your first billing, the prime and subconsultants (if any) must submit a certified payroll with a signed affidavit for all employees that are listed on the Exhibit C-3 in your contract. The certified payroll should have an effective date after, but within three weeks the effective date of this Notice to Proceed. This document may be submitted by U.S. Mail, other delivery services or by e-mail. Hard copies should be addressed to the attention of **Disbursement Control Supervisor**. The envelope containing the document should be clearly marked "Certified Payroll". The required Certified Payroll may also be delivered electronically to the following address: accountspayable@getipass.com. Please send either hard copy or electronic copy, but not both. We request the certified payroll 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 Illinois Procurement Code 30 ILCS 500. This code requires the General Contractor to submit certification/disclosure forms from the prime contractor and subcontractors of **all** tiers, known at the time of bid or offer whose contract value exceeds \$50,000. Failure to submit certification/disclosures in an acceptable format could result in a delay in notice to proceed or a conditional notice to proceed. Contractors who have not submitted certifications/disclosures in an acceptable format will not be allowed to start work.

Upon request, a copy of the sub-contract agreement must be submitted within fifteen (15) days after execution of the contract, or after execution of the sub-contract, whichever is later, for those sub-contracts with an annual value of more than \$50,000.

Revised: 10/27/2017

2700 Ogden Avenue | Downers Grove, IL 60515 | p. 630.241.6800 | TTY 630.241.6988
www.illinoistollway.com


ILLINOIS TOLLWAY

Contract I-17-4296
Notice to Proceed
Page 2 of 2

In accordance with Design Section Engineer's Manual, Section 7.0 – Quality Assurance, we are requesting submittal of your Consultant Quality Plan, via Tollway's Web-Based Project Management System, within 14 days of receiving this Notice to Proceed, for approval by the Chief Engineering Officer.

Please contact Hope Garrett at 630-241-6800 extension 3942 for further information.

Sincerely,



Paul D. Kovacs, P.E.
Chief Engineering Officer
PDK: cmhg

cc: Greg Stukel
Hope Garrett
John Donato
Contract Services
Program Controls
Lane Closures

Dorothy Jablonski
Sue Biggs
Victoria Santiago

File: 02.4296.01.04 LT_Tollway_PDK_4296HDR-NTP_11272017

Revised: 10/27/2017

1.4 Professional Services Bulletin No. 17-3 Item Detail

Details follow for each of the thirty-four (34), PSB 17-3 items. The Mile Posts listed in the project details (Section 1.4) are approximate.

1.4.1 Item 1. I-17-4296, Tri-State Tollway, Roadway Reconstruction, 95th Street (M.P. 17.8) to LaGrange Road (M.P. 20.7)

This project has a 24% D/M/WBE participation goal and 2% VOS/SDVOSBE participation goal.

Phase II engineering services are required for the preparation of contract plans and specifications for the proposed roadway reconstruction and improvements as determined by the Tollway, including, but not limited to, reconstruction of the Tri State Tollway between 95th Street (M.P. 17.8) and Balmoral Avenue (M.P. 40.0). This project is for the limits of the Tri-State Tollway between 95th Street (M.P. 17.8) and LaGrange Road (M.P. 20.7). The Tollway is finalizing design and construction limits; therefore the Tollway may modify project limits and scope at the time of negotiations.

This contract may develop up to five construction packages as follows:

1. Reconstruction of Archer Avenue and Archer Avenue bridges over I-294.
2. Advance Noise and Retaining Walls (M.P. 17.8 to M.P. 20.7).
3. Mainline contract from 95th Street to Plaza 39.
4. Mainline contract for Toll Plazas 36 and 39.
5. Mainline contract from Toll Plaza 36 to LaGrange Road.

The work generally encompasses roadway and bridge design and shall include but not be limited to the following:

1. Roadway design.
2. Reconstruction / rehabilitation of bridges.
3. Retaining wall design.
4. Noise wall design.
5. New drainage structures and modification of existing drainage system.
6. Provide erosion control for all construction zones.
7. Provide design of appropriate landscape and soil erosion/sedimentation control measures as necessary in accordance with the Tollway's Environmental Studies manual.
8. Provide pavement markings, delineators and signage for the contract limits.
9. 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.
10. Update roadway lighting as required.
11. Provide maintenance of traffic plans including those for impacts to local facilities.
12. Protection and / or relocation of utilities.
13. All other appurtenant and miscellaneous items.

The following structures are included in this project:

- Bridges 179/181: IL 171 Archer Avenue: two crossroad structures
- Bridge 171: 87th Street: one mainline structure
- Bridge 173: Roberts Road: one mainline structure
- Bridge 175: 87th Street and Roberts Road: one mainline structure

Construction estimate: Category F.

Firms must be prequalified by IDOT in the following categories:

Highways (Freeways)
Structures (Highway Bridges: Complex)
Special Services (Surveying)
Special Services (Subsurface Utility Engineering)

The Tollway will allow a prime firm to meet the prequalifications for Special Services (Surveying) and Special Services (Subsurface Utility Engineering) through a subconsultant.

Key personnel listed in Exhibit A for this project must include:

- The person who will assume the duties of the Project Manager for all aspects of the work documents (must be an Illinois Licensed Professional Engineer).
- The person who will perform the duties of the Project Engineer, that individual in charge who is directly involved in the development of the contract documents (must be an Illinois Licensed Professional Engineer).
- The person who will be responsible for roadway design related issues (must be an Illinois Licensed Professional Engineer).
- The person who will be responsible for structural design related issues (must be an Illinois Licensed Structural Engineer).
- The person(s) who will perform the QC/QA review work of all milestone submittals, who must be an Illinois Licensed Professional Engineer for roadway elements and an Illinois Licensed Structural Engineer for structural elements.

Schedule: Design for this project is scheduled to start in 2017. Construction of this project is not scheduled.

The Consultant must have MicroStation capabilities. All final documents shall be submitted in hard copy and electronic format and follow the CADD STANDARDS Manual.

This project will be managed through the Tollway's web-based project management system. The Consultant will be required to participate in these procedures and will receive training on the system.

The Tollway will furnish the Consultant with guidelines for the Consultant's Quality Program (CQP). The CQP is due fourteen (14) days after Notice to Proceed.

The Consultant who is selected for this project will be notified and scheduled to attend a scope briefing at the Tollway Central Administration office building in Downers Grove.

Note: This instruction will disappear when all data is complete

PSB 17-3 SOI Project Team: Prime and Sub-Consultant REQUIRED INFORMATION

Item # 1 I-17-4296 Tri-State Tollway, Roadway Reconstruction, 95th Street (M.P. 17.8) to LaGrange Road (M.P. 20.7). Phase II Engineering Services.

Prime Consultant Information		Prime Contact Information (ONLY "1")		Diversity Information				ISTHA		IDOT		OTHER			
Prime Consultant Firm Name	Prime FEIN Number	Contact Name (1)	Contact Phone Number (1)	Contact Email (1)	Is Firm a DMWBE Yes/No	Does Proposal Contain Mentor Protégé Proposal Yes/No	Percentage Commitment of Project, INCLUDING PRIME, IF DBE	Percentage Commitment of VOSB on Project, INCLUDING PRIME, IF VOSB	Key Personnel Project Manager (1)	Key Personnel Resident Engineer (1)	Total Fee all Projects	Total Fee Remaining all Projects	Total Fee Remaining all Projects		
HDR Engineering, Inc.	[REDACTED]	Patrick J. Pechnick	773-380-7900	patrick.pechnick@hdrinc.com	No	Yes	24.00%	2.00%	Thomas Hein	Benjamin Zeman	\$ 29,545,383	\$ 9,698,000	\$ 1,719,000		
<p>Sub-Contractor Diversity Information: The below table represents the proposer's draft "Plan to Achieve Diversity Goal." The awarded consultant will finalize this Plan during negotiations based on the negotiated scope of work. The proposer's total DBE goal and proposed subconsultants shall not change, but the work category and percentage of work for each subconsultant may be adjusted, if necessary, during negotiations. NOTE: Review Instructions Tab</p>															
Sub-Consultant Information		Sub Contact Information (ONLY "1")				Sub Role and % of Work				Intentionally Left Blank					
For Each Sub-Consultant Firm Name	Sub-Consultant Firm Name	FEIN Number	Provide "1" Project Manager for Sub-Consultant	Role (brief) of Sub-Consultant	Contact Phone Number (1)	Contact Email (1)	Percentage (%) of work to be Performed by Sub-Consultant	IL UCP, City of Chicago or N/A	City of Chicago, Cook County or N/A	City of Chicago, Cook County or N/A	Yes or No SBA 8(a)	Yes or No VOSB / SDVOSB	Choose from the dropdown menu below	Male or Female	Yes or No
HDR Engineering, Inc	HR Green, Inc.	[REDACTED]	Jason Poppen	Utility Coordination	6630-553-7560	jpoppen@hrgreen.com	4.00%	DBE	WBE	MBE	No	No	Ethnicity	Gender	M/F
HDR Engineering, Inc	H.W. Lochner, Inc.	[REDACTED]	Richard Cholewa	Civil, Structural	312-994-9714	rcholewa@hwlochner.com	17.00%	N/A	N/A	N/A	No	No	Multiple Ownership	ESOP	No
HDR Engineering, Inc	Thomas Engineering Group	[REDACTED]	Thomas Gill	Roadway Support	773-533-1700	tong@thomas-engr.com	3.00%	N/A	N/A	N/A	No	No	Caucasian	Male	No
HDR Engineering, Inc	American Surveying & Eng	[REDACTED]	Mark Wood	Survey, SJE	312-277-2000	c.filds@americansun.com	2.00%	IL UCP	N/A	City of Chicago	No	No	Hispanic	Male	No
HDR Engineering, Inc	EKF Moeri, LLC	[REDACTED]	Joe Havel	MOT, Roadway Supp	312-396-4065	jhavel@efkmoeri.com	6.00%	IL UCP	N/A	N/A	No	No	Caucasian	Female	No
HDR Engineering, Inc	Lakeside Engineers, LLC	[REDACTED]	Chris Quessnell	Roadway Support	262-789-8200	chris.quesnell@lakeside.com	5.00%	IL UCP	N/A	N/A	No	No	Caucasian	Female	Yes
HDR Engineering, Inc	Quigg Engineering Inc	[REDACTED]	Bill Kenter	Survey, Permits	309-698-2800	bkenter@quiggengr.com	6.00%	IL UCP	N/A	N/A	No	No	Caucasian	Female	No
HDR Engineering, Inc	SE3, LLC	[REDACTED]	Jason Martin	Barrier Warrants/Errors	630-235-7176	martin@se3.us	3.00%	IL UCP	N/A	N/A	No	No	African American	Male	No
HDR Engineering, Inc	Singh & Associates, Inc	[REDACTED]	Harvind Singh	Lighting/ITS Coordination	312-329-0240	hsingh@singhinc.com	3.00%	IL UCP	N/A	Cook County	No	No	Asian Indian	Male	No
HDR Engineering, Inc	Orion Engineers, LLC	[REDACTED]	Charles Franjos	Roadway Support	312-544-9108	cfrajos@orionengr.com	2.00%	N/A	N/A	N/A	No	Yes	Caucasian	Male	No

Diversity Department approved adding GeoServices, Inc 8.26%

1-17-4296

Vendor InformationCLOSE WINDOW [Print](#)**Business & Contact Information**

Business Name **American Surveying & Engineering, P.C.**
 Owner **Mr. Coventine Fidis**
 Address **150 NORTH WACKER DRIVE, SUITE 2650**
 > [Map This Address](#) **CHICAGO, IL 60606**
 Phone **312-277-2000**
 Fax **312-277-2001**
 Email **c.fidis@americansurvey.com**
 Website **<http://www.americansurvey.com>**
 Ethnicity **Hispanic**
 Gender **Male**
 County **Cook (IL)**

Certification Information

Certifying Agency **State of Illinois Central Management Services**
 Certification Type **MBE - Minority Business Enterprise**
 Renewal Date **5/18/2018**
 Expiration Date **5/18/2022**
 Certified Business Description **Surveyor Services, Land**

Commodity Codes

Code	Description
NIGP 92586	Surveyor Services, Land

Additional Information

Region **Metro Chicago**

1-17-4296

Vendor InformationCLOSE WINDOW [Print](#)**Business & Contact Information**

Business Name **EFK Moen, LLC**
 Owner **Linda Moen**
 Address **13523 Barrett Parkway Dr., Ste. 250**
 > [Map This Address](#) **Ballwin, MO 63021-3802**
 Phone **314-394-3101**
 Fax **314-394-3199**
 Email **lmoen@efkmoen.com**
 Ethnicity **Caucasian**
 Gender **Female**
 County **St. Louis (MO)**

Certification Information

Certifying Agency **State of Illinois Central Management Services**
 Certification Type **WBE - Women Business Enterprise**
 Renewal Date **4/27/2018**
 Expiration Date **4/27/2022**
 Certified Business Description **Bridge Engineering
 Civil Engineering
 Highways, Streets, Airport Pay-Parking Lots - Engineering
 Traffic and Transportation Engineering
 Land Surveying**

Commodity Codes

Code	Description
NIGP 92513	Bridge Engineering
NIGP 92517	Civil Engineering
NIGP 92549	Highways, Streets, Airport Pay-Parking Lots - Engineering
NIGP 92593	Traffic and Transportation Engineering
NIGP 96460	Land Surveying

Additional Information

Region **Out-of-State**

1-17-4296

Vendor Information

CLOSE WINDOW

[Print](#)**Business & Contact Information**

Business Name **Geo Services, Inc.**
 Owner **Mr. Julian Rueda**
 Address **805 Amherst Court - STE 204**
 > [Map This Address](#) **Naperville, IL 60565-3448**
 Phone **630-305-9186**
 Fax **630-355-2838**
 Email **julianrueda@geoservicesinc.net**
 Website **<http://geoservicesinc.net>**
 Ethnicity **Hispanic**
 Gender **Male**
 County **Will (IL)**

Certification Information

Certifying Agency **State of Illinois Central Management Services**
 Certification Type **MBE - Minority Business Enterprise**
 Renewal Date **6/6/2018**
 Expiration Date **6/6/2018**
 Certified Business Description **Boring, Drilling, Testing, and Soundings**
 Civil Engineering
 Laboratory and Field Testing Services (Not Otherwise Classified)
 Incl, Hazardous Waste
 Electrical Contracting

Commodity Codes

Code	Description
NIGP 91216	Boring, Drilling, Testing, and Soundings
NIGP 92517	Civil Engineering
NIGP 96148	Laboratory and Field Testing Services (Not Otherwise Classified) Incl, Hazardous Waste
NIGP 96837	Electrical Contracting

Additional Information

Region **Metro Chicago**
 Reciprocal Certification Agency **City of Chicago**

1-17-4296

Unified Certification Program - Search

[Contractor Details](#)[Browse F.A.Q. Sheet \(/UCP/Search/Help\)](#)[Print](#)**Lakeside Engineers,
LLC**

Kelly Langer
909 N. Mayfair Rd., Ste.
100
Wauwatosa, WI 53226

County:

Out-of-State

Email: kelly.langer@lakesideengineers.com**Phone:** (262) 789-8200**Fax:** (262) 789-8207**Categories:** Architecture\Engineering, Professional

NAICS	Speciality
541330-Engineering Services	541330- FREEWAYS
541715-Research and Development in the Physical, Engineering, and Life Sciences (except Nanotechnology and Biotechnology)	ROADS AND STREETS STUDIES: TRAFFIC STUDIES: SAFETY TRAFFIC SIGNALS 541715- RESEARCH

1-17-4296

Vendor Information

CLOSE WINDOW

[Print](#)**Business & Contact Information**

Business Name **Quigg Engineering Inc.**
 Owner **Ms. Lori Quigg**
 Address **2351 S. Dirksen Parkway**
 > [Map This Address](#) **Springfield, IL 62703**
 Phone **217-670-0563**
 Fax **217-679-2204**
 Email lquigg@quiggengineering.com
 Website <http://www.quiggengineering.com>
 Ethnicity **Caucasian**
 Gender **Female**
 County **Sangamon (IL)**

Certification Information

Certifying Agency **State of Illinois Central Management Services**
 Certification Type **WBE - Women Business Enterprise**
 Renewal Date **8/4/2018**
 Expiration Date **8/4/2022**
 Certified Business **Landscape Architecture / Environmental Consulting/ Engineer**
 Description **Services, Professional / Land Surveying / Mapping Services**

Commodity Codes

Code	Description
NIGP 90656	Landscape Architecture
NIGP 91843	Environmental Consulting
NIGP 92500	ENGINEERING SERVICES, PROFESSIONAL
NIGP 96252	Mapping Services (Including Cartography and Surveying Services, Not Aerial) (See 920-33 for Digitized Mapping Services) and 905-10 for Aerial Mapping and Survey Services)
NIGP 96460	Land Surveying

Additional Information

Region **Southern Illinois**

1-17-4296

Unified Certification Program - Search

Contractor Details

[Browse F.A.Q. Sheet \(/UCP/Search/Help\)](#)

[Print](#)

SE3, LLC

Email: vstewart@se3.us

Vernal Stewart

Phone: 630-641-9900

230 SW Main St. Ste. 213

Fax: 708-469-2566

Lee's Summit, MO

64063-0000

County: Jackson

Categories: Architecture\Engineering, Professional

NAICS

Speciality

541330-Engineering services

541330 - Freeways, Roads and Streets, Traffic Signals,

541512-Computer Systems Design Services

Studies: Traffic and Safety, Reconstruction/Major

541611-Administrative Management and General

Rehabilitation, Rehabilitation and Construction Inspection

Management Consulting Services

541611 - Program Management, Program Controls

541512 - Systems Design/Deployment

1-17-4296

Vendor Information

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 HELP

Vendor Information

Business Name **Singh & Associates, Inc.**
 Owner **Sadhu Rikhiraj**
 Address **230 W MONROE ST STE 1400**
 > [Map This Address](#) **CHICAGO, IL 60606-4802**
 Phone **312-629-0240**
 Fax **312-629-8449**
 Email **singh@singhinc.com**
 Website **www.singhinc.com**

Certification Information

Certifying Agency **Cook County**
 Certification Type **MBE - Minority Business Enterprise**
 Certification Date **11/23/2016**
 Renewal Date **11/23/2017**
 Expiration Date **11/23/2019**
 Certified Business Description **Licensed Professional Services: Design & Construction Engineering Services**

Commodity Codes

Code	Description
NAICS 541330	Construction engineering services
NAICS 541330	Engineering design services
NAICS 541330	Engineering services

Additional Information

[Customer Support](#)

[Print This Page](#)

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1-17-4296

EXHIBIT F - Letter of Intent

Instructions: The Prime Vendor is required to submit a separate, signed Letter of Intent (LOI) from each VOSB certified vendor. **LOIs must be submitted with the Statement of Interest and must be signed by both parties.** The Prime Vendor shall not prohibit or otherwise limit the VOSB certified vendor(s) from providing subconsultant proposals to other potential vendors. Each LOI must include the negotiated contract percentage and a detailed scope of work to be performed by each identified VOSB certified vendor. All LOI's shall be subject to Agency approval. Any changes involving or affecting the identified VOSB certified vendor may not be permitted without written approval of the procuring Agency.

Project Name: Tri-State Tollway, Roadway Reconstruction, 95th Street (M.P. 17.8) to LaGrange Road (M.P. 20.7) Project/Solicitation Number: I-17-4296

Name of Prime Vendor: HDR Engineering, Inc. VOSB Compliance Contact: Thomas Hein

Address: 8550 W. Bryn Mawr Avenue

City: Chicago State: IL Zip Code: 60631

Telephone: 773-380-7900 Fax: 773-380-7979 Email: Thomas.Hein@hdrinc.com

Name of Certified VOSB Vendor: Orion Engineers, LLC

Address: 220 North Green Street VOSB Compliance Contact: Charles Frangos, PE, PTOE

City: Chicago State: IL Zip Code: 60607

Telephone: 312-544-9180 Fax: n/a Email: cfrangos@orionengineersllc.com

Type of agreement: Services

Anticipated start date of the Certified VOSB Vendor: 2017

Proposed 2.00 % of Contract to be performed by the VOSB Vendor.

NOTE: The Prime Vendor must indicate the percentage of the estimated contract award that will be subcontracted to the certified VOSB Vendor.

Detailed description of work to be performed by the VOSB Vendor:

Roadway Design Services

The Vendor and the certified vendor above hereby agree that upon the execution of a contract for the above-named project between the Vendor and the State of Illinois, the Certified VOSB Vendor will perform the scope of work in the percentage as indicated above.

Vendor (Company Name and D/B/A): [Redacted]

Certified VOSB Vendor (Company Name and D/B/A): [Redacted]

Signature: [Redacted]

Signature: [Redacted]

Print Name: Patrick J. Pechnick

Print Name: Charles Frangos, PE, PTOE

Title: Senior Vice President

Title: President

Date: 4/26/2017

Date: 4/26/2017

1-17-4296

Vendor Information

CLOSE WINDOW

[Print](#)**Business & Contact Information**

Business Name **Orion Engineers, LLC**
 Owner **MR. CHARLES FRANGOS**
 Address **220 N Green Street**
 > [Map This Address](#) **Chicago, IL 60607**
 Phone **312-544-9108**
 Fax **312-544-9108**
 Email **cfrangos@orionengineersllc.com**
 Website **<http://www.orionengineersllc.com>**
 Ethnicity **Caucasian**
 Gender **Male**
 County **Cook (IL)**

Certification Information

Certifying Agency **State of Illinois Central Management Services**
 Certification Type **VOSB - Veteran Owned Small Business**
 Renewal Date **7/16/2018**
 Expiration Date **7/16/2020**
 Certified Business Description **Civil Engineering,
 General Construction: Management, Scheduling, Cost Estimation
 - Engineering,
 Highways, Streets, Airport Pay-Parking Lots - Engineering,
 Land Development and Planning/Engineering,
 Municipal Engineering,
 Traffic and Transportation Engineering,
 Erosion Control Services**

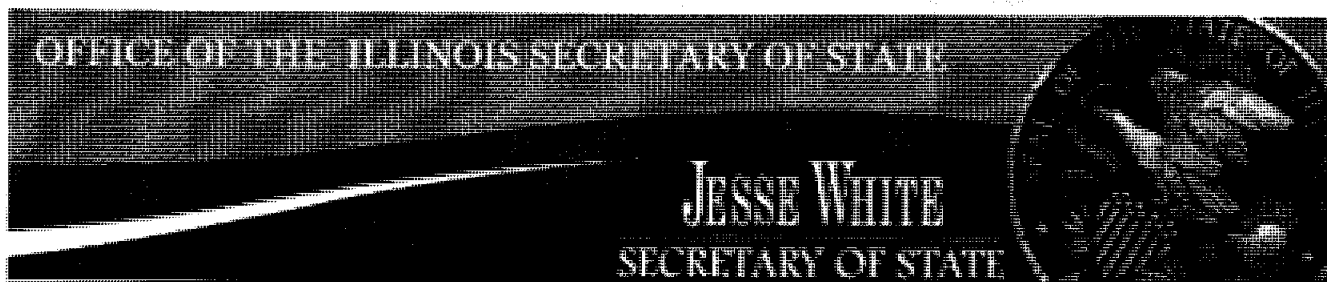
Commodity Codes

Code	Description
NIGP 92517	Civil Engineering
NIGP 92544	General Construction: Management, Scheduling, Cost Estimation - Engineering
NIGP 92549	Highways, Streets, Airport Pay-Parking Lots - Engineering
NIGP 92561	Land Development and Planning/Engineering
NIGP 92570	Municipal Engineering
NIGP 92593	Traffic and Transportation Engineering
NIGP 98814	Erosion Control Services

Additional Information

Region **Metro Chicago**

1-17-4296



CORPORATION FILE DETAIL REPORT

File Number	53886078		
Entity Name	HDR ENGINEERING, INC.		
Status	ACTIVE		
Entity Type	CORPORATION	Type of Corp	FOREIGN BCA
Qualification Date (Foreign)	06/24/1985	State	NEBRASKA
Agent Name	C T CORPORATION SYSTEM	Agent Change Date	06/24/1985
Agent Street Address	208 SO LASALLE ST, SUITE 814	President Name & Address	CHARLES L O'REILLY 21 CARLSON WAY WOBURN MA 01801
Agent City	CHICAGO	Secretary Name & Address	JODY K DEBS 1142 S VINE ST DENVER CO 80210
Agent Zip	60604	Duration Date	PERPETUAL
Annual Report Filing Date	06/05/2017	For Year	2017
Old Corp Name	11/23/1987 - HDR INFRASTRUCTURE, INC.		

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(One Certificate per Transaction)

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1-17-4296

OCIS CICIOCP1

OFFSET CONTRACT INQUIRY

07:43 10/13/17

ACTION: S

HDR Engineering, Inc.

VENDOR NUMBER= *****

OFFSET: 00 OF 00

VENDOR NAME: *

CLAIMING AGENCY NUMBER: *

CLAIMING AGENCY NAME: *

CLAIMING AGENCY PHONE NUMBER: *

DISCLAIMER:

AS OF 10/13/17 AT 07:43 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.

*

ENTER=PROCESS, PF3=IOCM, PF12=REFRESH

1-17-4296

OCIS CICIOCP1

OFFSET CONTRACT INQUIRY

07:43 10/13/17

ACTION: S

American Surveying & Engineering, P.C.

VENDOR NUMBER= *****

OFFSET: 00 OF 00

VENDOR NAME: *

CLAIMING AGENCY NUMBER: *

CLAIMING AGENCY NAME: *

CLAIMING AGENCY PHONE NUMBER: *

DISCLAIMER:

AS OF 10/13/17 AT 07:47 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.

*

ENTER=PROCESS, PF3=IOCM, PF12=REFRESH

OCIS CICIOCP1

OFFSET CONTRACT INQUIRY

07:43 10/13/17

ACTION: S

EFK Moen, LLC

VENDOR NUMBER= ****

OFFSET: 00 OF 00

VENDOR NAME: *

CLAIMING AGENCY NUMBER: *

CLAIMING AGENCY NAME: *

CLAIMING AGENCY PHONE NUMBER: *

DISCLAIMER:

AS OF 10/13/17 AT 07:47 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.

*

ENTER=PROCESS, PF3=IOCM, PF12=REFRESH

1-17-4296

OCIS CICIOCP1

OFFSET CONTRACT INQUIRY

12:43 10/13/17

ACTION: S

Geo Services, Inc.

VENDOR NUMBER= ***

OFFSET: 00 OF 00

VENDOR NAME: *

CLAIMING AGENCY NUMBER: *

CLAIMING AGENCY NAME: *

CLAIMING AGENCY PHONE NUMBER: *

DISCLAIMER:

AS OF 10/13/17 AT 12:43 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.

*

ENTER=PROCESS, PF3=IOCM, PF12=REFRESH

1-17-4296

OCIS CICIOCP1

OFFSET CONTRACT INQUIRY

07:43 10/13/17

ACTION: S

H.W. Lochner, Inc.

VENDOR NUMBER= ****

OFFSET: 00 OF 00

VENDOR NAME: *

CLAIMING AGENCY NUMBER: *

CLAIMING AGENCY NAME: *

CLAIMING AGENCY PHONE NUMBER: *

DISCLAIMER:

AS OF 10/13/17 AT 07:46 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.

*

ENTER=PROCESS, PF3=IOCM, PF12=REFRESH

1-17-4296

OCIS CICIOCP1

OFFSET CONTRACT INQUIRY

07:43 10/13/17

ACTION: S

HR Green, Inc.

VENDOR NUMBER= ****

OFFSET: 00 OF 00

VENDOR NAME: *

CLAIMING AGENCY NUMBER: *

CLAIMING AGENCY NAME: *

CLAIMING AGENCY PHONE NUMBER: *

DISCLAIMER:

AS OF 10/13/17 AT 07:46 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.

*

ENTER=PROCESS, PF3=IOCM, PF12=REFRESH

1-17-4296

OCIS CICIOCP1

OFFSET CONTRACT INQUIRY

07:43 10/13/17

ACTION: S

Lakeside Engineers, LLC

VENDOR NUMBER= ****

OFFSET: 00 OF 00

VENDOR NAME: *

CLAIMING AGENCY NUMBER: *

CLAIMING AGENCY NAME: *

CLAIMING AGENCY PHONE NUMBER: *

DISCLAIMER:

AS OF 10/13/17 AT 07:49 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.

*

ENTER=PROCESS, PF3=IOCM, PF12=REFRESH

1-17-4296

OCIS CICIOCP1

OFFSET CONTRACT INQUIRY

07:43 10/13/17

ACTION: S

Orion Engineers, LLC

VENDOR NUMBER= ****

OFFSET: 00 OF 00

VENDOR NAME: *

CLAIMING AGENCY NUMBER: *

CLAIMING AGENCY NAME: *

CLAIMING AGENCY PHONE NUMBER: *

DISCLAIMER:

AS OF 10/13/17 AT 07:51 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.

*

ENTER=PROCESS, PF3=IOCM, PF12=REFRESH

1-17-4296

OCIS CICIOCP1

OFFSET CONTRACT INQUIRY

07:43 10/13/17

ACTION: S

Quigg Engineering, Inc.

VENDOR NUMBER= *****

OFFSET: 00 OF 00

VENDOR NAME: *

CLAIMING AGENCY NUMBER: *

CLAIMING AGENCY NAME: *

CLAIMING AGENCY PHONE NUMBER: *

DISCLAIMER:

AS OF 10/13/17 AT 07:49 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.

*

ENTER=PROCESS, PF3=IOCM, PF12=REFRESH

1-17-4296

OCIS CICIOCP1

OFFSET CONTRACT INQUIRY

07:43 10/13/17

ACTION: S

SE3, LLC

VENDOR NUMBER= ***

OFFSET: 00 OF 00

VENDOR NAME: *

CLAIMING AGENCY NUMBER: *

CLAIMING AGENCY NAME: *

CLAIMING AGENCY PHONE NUMBER: *

DISCLAIMER:

AS OF 10/13/17 AT 07:50 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.

*

ENTER=PROCESS, PF3=IOCM, PF12=REFRESH

1-17-4296

OCIS CICIOCP1

OFFSET CONTRACT INQUIRY

07:43 10/13/17

ACTION: S

Singh & Associates, Inc.

VENDOR NUMBER= *** [REDACTED]

OFFSET: 00 OF 00

VENDOR NAME: *

CLAIMING AGENCY NUMBER: *

CLAIMING AGENCY NAME: *

CLAIMING AGENCY PHONE NUMBER: *

DISCLAIMER:

AS OF 10/13/17 AT 07:50 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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ENTER=PROCESS, PF3=IOCM, PF12=REFRESH

1-17-4296

OCIS CICIOCP1

OFFSET CONTRACT INQUIRY

07:43 10/13/17

ACTION: S

Thomas Engineering Group, LLC

VENDOR NUMBER= **

OFFSET: 00 OF 00

VENDOR NAME: *

CLAIMING AGENCY NUMBER: *

CLAIMING AGENCY NAME: *

CLAIMING AGENCY PHONE NUMBER: *

DISCLAIMER:

AS OF 10/13/17 AT 07:46 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.

*

ENTER=PROCESS, PF3=IOCM, PF12=REFRESH

EXHIBIT E - DBE

PARTNERING FOR GROWTH PROGRAM
FOR
DISADVANTAGED BUSINESS ENTERPRISES (DBEs)
PSB: 17-3 ITEM: 1

MEMORANDUM OF UNDERSTANDING
BETWEEN:

THE MENTOR:	FIRM NAME ADDRESS	A	THE PROTÉGÉ:	FIRM NAME ADDRESS
<u>HDR, Inc.</u>	<u>8550 W. Bryn Mawr, Suite 900 Chicago, IL 60631</u>	N	<u>Lakeside Engineers</u>	<u>909 N. Mayfair Road, Suite 100 Wauwatosa, WI 53226</u>

Note: The Partnering for Growth Program was formerly known as the Partnership-Mentor/Protégé Program.

Note: The DBE goal is separate and distinct from the VOSB goal. A single firm may not be utilized to achieve credit toward both DBE and VOSB goals on a single project. Therefore, the protégé participation must match the goal for which the protégé is being utilized.

I. PROGRAM PURPOSE

The Mentor and the Protégé commit to entering into a Partnering for Growth Agreement in accordance with the current guidelines of the Tollway's Partnering for Growth (formerly known as Partnership Mentor/Protégé) Program for DBEs. The purpose of the Program is to facilitate the Tollway's professional services consultants with:

- A. Meeting Disadvantaged Business Enterprise/Minority Business Enterprise/Women Business Enterprise (DBE) participation goals,
- B. Establishing new partnerships with DBE firms that have no prior experience providing professional services to the Tollway,
- C. Continuing technical and nontechnical support for DBE firms that have limited experience providing professional services to the Tollway, and
- D. Assisting DBE firms with building their capacity and becoming and/or remaining self-sufficient, competitive, and profitable business enterprises.

A DBE means a business certified by the Illinois Unified Certification Program as a DBE, or certified by the City of Chicago or Cook County as an M/WBE, or certified by the U.S. Small Business Administration (SBA) as an 8(a) business.

Professional Services shall be defined as Architecture, Landscape Architecture, Professional Engineering and Professional Land Surveying.

II. CONFORMANCE TO PROGRAM GOALS

A. Participation in this project by the Protégé.

1. In area(s) being mentored:

- Technical work covered by Mentor's prequalification category(ies) _____%

Scope:

- Work not applicable to prequalification category(ies) 1 %

Scope:

Best Practices, Tollway Procedures

Note: Protégé must participate in either one or both of these areas

2. In area(s) not being mentored:

- Work the Protégé will self-perform 3.00 %

Note: Protégé participation in this area is optional

3. Total participation by the Protégé (Sum of 1. and 2.) 4.00 %

B. Briefly describe an assessment of the Protégé's needs (*one-half page maximum*).

Lakeside Engineers is entering into a Partnership for Growth with HDR. Lakeside will support the project on roadway and MOT elements consistent with their current prequalification. However, Lakeside will also be engaged in other aspects of the project to enable them to gain a better understanding of Tollway best practices and procedures. Lakeside will have the backing of an established national firm with a deep Tollway resume to help familiarize them with the nuances of doing business.

C. Briefly describe specific assistance the Mentor will provide to support the Protégé's needs (*one-half page maximum*).

We have assigned Caahlen McAtee, PE as our Partnering for Growth advisor. Caahlen combines many years of experience working both for and with the Illinois Tollway. Caahlen's objective will be to help Lakeside integrate fully into the project to help them better understand Tollway best practices.

III. MENTOR EXPERIENCE WITH THE PROGRAM

A. Has the Prime consultant served as a Mentor on a Tollway project completed within the last five years? If yes, list Contract #(s):

YES NO

PSB 09-1, Item 11, contract #I-05-5437

Indicate Phase(s) of Work: MP DSE CM Other

Areas of Assistance:

Roadway Engineering, Project Management

B. Is the Prime consultant currently serving as a Mentor on a Tollway project? If yes, list Contract #(s):

YES NO

Indicate Phase(s) of Work: MP DSE CM Other

Areas of Assistance:

C. Has the Prime consultant mentored the Protégé on another Tollway project within the last five years? If yes, list Contract #(s):

YES NO

Indicate Phase(s) of Work: MP DSE CM Other

Areas of Assistance:

IV. PROTÉGÉ EXPERIENCE WITH THE PROGRAM

A. Has the DBE firm ever been contracted by the Tollway as a Prime consultant? If yes, list date, Contract #, and description of scope for each project(s):

YES NO

<u>Date</u>	<u>Contract #</u>	<u>Description of Scope</u>
<u>4/26/17</u>		
<u>4/26/17</u>		

B. Has the DBE firm participated in a Mentor/Protégé relationship on a Tollway project completed within the last five years? If yes, list the following for each project(s).

YES NO

<u>Contract #</u>	<u>Protégé Award \$</u>	<u>Mentored by</u>	<u>Area of Assistance</u>
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

C. Is the DBE firm currently participating in a Mentor/Protégé relationship on a Tollway project? If yes, list the following for each project(s).

YES NO

<u>Contract #</u>	<u>Protégé Award \$</u>	<u>Mentored by</u>	<u>Area of Assistance</u>
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

D. Has the DBE firm participated in a Mentor/Protégé relationship on an Illinois Department of Transportation project completed within the last five years? If yes, list the following for each project(s).

YES NO

<u>PTB No/Item</u>	<u>Protégé Award \$</u>	<u>Mentored by</u>	<u>Area of Assistance</u>
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

E. If the Protégé has been mentored in the same Area of Assistance proposed on this project for a Tollway and/or IDOT project a combined total of more than three times, provide explanation supporting need for additional mentoring.

N/A

V. STATEMENT OF COMMITMENT

The purpose of this statement is to confirm a commitment between the Mentor and Protégé, that upon notice of selection from the Illinois Tollway for this PSB Item, a formal Partnering for Growth Agreement for DBEs will be prepared in accordance with the current guidelines of the Tollway's Partnering for Growth Program.

Should the proposer, after contract negotiation, wish to modify the 'Plan to Achieve Diversity Goal', the awarded consultant is requested to submit to the General Manager of Diversity a detailed explanation of the work category changes that were not known at the time of the SOI submittal.

[Redacted Signature]

SIGNATURE (Mentor Representative)

4/25/2017

(Date)

[Redacted Signature]

SIGNATURE (Protégé Representative)

4/26/17

(Date)

Contract: 1-17-4296

Prime: HDR Engineering, Inc.

Key Personnel

Please note, Classifications with a check mark are the only ones needed per the PSB solicitation requirements.

Exhibit A – Proposed Staff PSB 17-3

Please provide the information for the following Key Project Personnel, (Key Project Personnel are defined as those specific positions identified in each PSB Item, and are subject to approval by the Tollway if they change during contract performance), including the staff from the Sub-Consultants. The personnel named in Exhibit A must also be listed on Exhibit D: Availability of Key Project Personnel

✓ Project Manager (Items 1–15, 17–27 & 30–33)			
Name:	Thomas Hein		
Firm:	HDR Engineering, Inc.		
Category:	IL Licensed Professional Engineer		
License #:	062-053199		
Year Registered:	1999	State:	IL
Office Address:	8550 West Bryn Mawr Avenue, Suite 900		
City:	Chicago	State:	IL

Project Manager (Item 29)			
IL Licensed Professional Engineer, Experience: Infrastructure/Pavement			
Year Registered:		State:	
City:		State:	

✓ Project Engineer (Items 1–15 & 30–33)			
Name:	Benjamin Zeman		
Firm:	HDR Engineering, Inc.		
Category:	IL Licensed Professional Engineer		
License #:	062-067545		
Year Registered:	2015	State:	IL
Office Address:	8550 West Bryn Mawr Avenue, Suite 900		
City:	Chicago	State:	IL

✓ Roadway Engineer (Items 1–9, 14, 15, 23, 30–33)			
Name:	Daniel Prokop		
Firm:	HDR Engineering, Inc.		
Category:	IL Licensed Professional Engineer		
License #:	062-064579		
Year Registered:	2012	State:	IL
Office Address:	8550 West Bryn Mawr Avenue, Suite 900		
City:	Chicago	State:	IL

✓ Structural Engineer (Items 1–11, 23, 30–33)			
Name:	Mike Quirin		
Firm:	HDR Engineering, Inc.		
Category:	IL Licensed Structural Engineer		
License #:	081-006070		
Year Registered:	2004	State:	IL
Office Address:	8550 West Bryn Mawr Avenue, Suite 900		
City:	Chicago	State:	IL

✓ Roadway QC/QA (Items 1–15 & 31–33)			
David Wong			
HDR Engineering Inc.			
IL Licensed Professional Engineer			
062-059260			
Year Registered:	2006	State:	IL
8550 West Bryn Mawr Avenue, Suite 900			
City:	Chicago	State:	IL

✓ Structures QC/QA (Items 1–15 & 31–33)			
Name:	Lance Peterman		
Firm:	HDR Engineering Inc.		
Category:	IL Licensed Structural Engineer		

Electrical Engineer (Items 12 & 13)			
Name:			
Firm:			
Category:	IL Licensed Professional		

License #:	081-005448		
Year Registered:	1997	State:	IL
Office Address:	8550 W Bryn Mawr Avenue, Suite 900		
City:	Chicago	State:	IL

	Engineer		
License #:			
Year Registered:		State:	
Office Address:			
City:		State:	

Exhibit A – Proposed Staff

PSB 17-3, continued

The personnel named in Exhibit A must also be listed on Exhibit D: Availability of Key Project Personnel

Mechanical Engineer (Items 12 & 13)			
Name:			
Firm:			
Category:	IL Licensed Professional Engineer		
License #:			
Year Registered:		State:	
Office Address:			
City:		State:	

Resident Engineer (Items 17–27)			
Name:			
Firm:			
Category:			
License #:			
Year Registered:		State:	
Office Address:			
City:		State:	

Materials Coordinator (Items 17–27)			
Name:			
Firm:			
Category:			
License #:			
Year Registered:		State:	
Office Address:			
City:		State:	

Document Technician (Items 17–27)			
Name:			
Firm:			
Category:	Documentation Certification Number- IDOT class S-14		
License #:			
Year Registered:		State:	
Office Address:			
City:		State:	

Materials QA Technician (Items 17–27)			
Name:			
Firm:			
Category:			
License #:			
Year Registered:		State:	
Office Address:			
City:		State:	

Geotechnical Lead (Item 16)			
Name:			
Firm:			
Category:	IL Licensed Structural Engineer, or other qualified professional with 5 years' experience.		
License #:			
Year Registered:		State:	
Office Address:			
City:		State:	

Field Drilling Supervisor (Item 16)			
Name:			
Firm:			
Category:			
License #:			
Year Registered:		State:	
Office Address:			

Required Prequalification Category**			
Name:			
Firm:			
Category:			
License #:			
Year Registered:		State:	

DESIGN SECTION ENGINEER AGREEMENT

The Board of Directors, on the **26th** day of **October, 2017**, authorized this AGREEMENT to be entered into 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 **HDR ENGINEERING, 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 T H:

WHEREAS, the DESIGN SECTION ENGINEER has submitted a proposal dated **September 29, 2017**, to provide design section engineering services for Contract No. **I-17-4296** for **Tri-State Tollway, Roadway Reconstruction, 95th Street (Mile Post 17.8) to LaGrange Road (Mile Post 20.7)**; and

WHEREAS, DESIGN SECTION ENGINEER represents itself to be a professional engineering firm meeting the stated pre-qualification criteria for selection from **PSB 17-3, Item 1**, 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-17-4296** for **Tri-State Tollway, Roadway Reconstruction, 95th Street (Mile Post 17.8) to LaGrange Road (Mile Post 20.7)** in accordance with the requirements and terms of this Agreement and the proposal from the DESIGN SECTION ENGINEER of **September 29, 2017**, 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 in effect at the date of contract execution, 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 Engineering Officer 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 October 27, 2017** and ending **October 26, 2027**, in accordance with the schedule included in the attached proposal.

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 **Sixteen Million, Ten Thousand, Four Hundred Thirty-Five Dollars and Fifty-One Cents (\$16,010,435.51)**. 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 Engineering Officer of the TOLLWAY thereof and shall not incur or charge any such fees or expenses without prior written approval of the Chief Engineering Officer. 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 Engineering Officer, 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. **HDR Engineering, Inc.**, consents to the exclusive jurisdiction and venue of the courts located in DuPage County, State of Illinois.

Confidentiality

DESIGN SECTION ENGINEER, including its agents and subconsultants, to this AGREEMENT may have or gain access to confidential data or information owned or maintained by the TOLLWAY in the course of carrying out its responsibilities under this AGREEMENT. The DESIGN SECTION ENGINEER shall presume all information received from the TOLLWAY or to which it gains access pursuant to this AGREEMENT is confidential. No confidential data collected, maintained, or used in the course of DESIGN SECTION ENGINEER's performance of this contract shall be disseminated except as authorized by law and with the written consent of the TOLLWAY, either during the period of the AGREEMENT or thereafter. The DESIGN SECTION ENGINEER must return any and all data collected, maintained, created or used in the course of the performance of the AGREEMENT, in whatever form it is maintained, promptly at the end of the AGREEMENT, or earlier at the request of the TOLLWAY, or notify the TOLLWAY in writing of its destruction with prior TOLLWAY approval only.

The foregoing obligations shall not apply to confidential data or information lawfully in the DESIGN SECTION ENGINEER's possession prior to its acquisition from the TOLLWAY; received in good faith from a third-party not subject to any confidentiality obligation to the disclosing Party; or independently developed by the DESIGN

SECTION ENGINEER without the use or benefit of the TOLLWAY's confidential information.

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 Statue.

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 Engineering Officer 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 Engineering Officer 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 Engineering Officer shall be final. At the request and direction of the Chief Engineering Officer 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 Engineer's Manual in effect at the date of contract execution, and as revised thereafter.

In the event the Chief Engineering Officer 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 Engineering Officer 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 Engineering Officer 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 Engineering Officer 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 Engineering Officer 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 Engineering Officer shall be final. At the request and direction of the Chief Engineering Officer 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 Engineer's Manual in effect at the date of contract execution, 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

Record Retention and Audit

In compliance with the Illinois Procurement Code (30 Ill. Comp. Stat. 500/20-65) and rules promulgated thereunder, every CONTRACT for goods and services shall provide that the contractor shall maintain certain records, books and documents.

The DESIGN SECTION ENGINEER shall maintain in the State of Illinois, for a minimum of five years from the latter of the date of completion of the CONTRACT or the date of final payment under the CONTRACT, adequate books, records, and supporting documents from an accounting system maintained in accordance with generally accepted accounting principles to verify the amounts, recipients, uses and methods of all disbursements of funds passing in conjunction with the CONTRACT. The five year record maintenance period shall be extended for the duration of any audit in progress at the time of that period's expiration. The DESIGN SECTION ENGINEER shall at its own expense make such records available in a timely manner for inspection and audit (including copies and extracts of records) as required by the Auditor General and other State Auditors, the Chief Procurement Officer for General Services, the Illinois Department of Transportation, and the TOLLWAY's Inspector General, Internal Audit or other TOLLWAY agents at all reasonable times and without prior notice. For purposes of this section, "timeliness" will be considered production within the time period specified by the Auditor General and other State Auditors, the Chief Procurement Officer for General Services, the Illinois Department of Transportation and the TOLLWAY's Inspector General, Internal Audit or other TOLLWAY agents, but no later than thirty

days after a request for records being made unless otherwise agreed to by the parties. The DESIGN SECTION ENGINEER agrees to cooperate fully with any audit conducted by the Auditor General and other State Auditors, the Chief Procurement Officer for General Services, the Illinois Department of Transportation and the TOLLWAY's Inspector General, Internal Audit or other TOLLWAY agents, and to provide full access to all relevant materials. The auditors reserve the right to enter the DESIGN SECTION ENGINEER's place of business in order to audit the records. If they are not produced in a timely manner by the DESIGN SECTION ENGINEER, then the DESIGN SECTION ENGINEER shall reimburse the TOLLWAY or other State agency for the travel expenses of its auditors in the event that this right is invoked.

The obligations of this Section shall be explicitly included in any subcontracts or agreements formed between the DESIGN SECTION ENGINEER and any subcontractors or suppliers of goods and services to the extent that those subcontracts or agreements relate to fulfillment of the DESIGN SECTION ENGINEER's obligations to the TOLLWAY. Such subcontractor shall be required to comply with the terms and conditions of this Section and the TOLLWAY shall be entitled to enforce a breach of that contract.

Any audit adjustment will be submitted on a final invoice for any underpayment or overpayment to the DESIGN SECTION ENGINEER or its subcontractors. The DESIGN SECTION ENGINEER shall promptly reimburse the TOLLWAY for any overpayment, or the TOLLWAY at its option 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 with the TOLLWAY 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 TOLLWAY to collect such overpayment.

Failure to maintain or make available 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.

The DESIGN SECTION ENGINEER shall reimburse the TOLLWAY for the total costs of an audit that identifies significant findings that would benefit the TOLLWAY, including but not limited to reasonable attorney's fees and other expenses. Significant findings for the purposes of this provision shall be identified as an amount in excess of \$50,000 in aggregate of the audit report or findings of material performance or compliance deficiencies.

If the DESIGN SECTION ENGINEER fails to comply with these requirements, the DESIGN SECTION ENGINEER may be disqualified or suspended from bidding on or working on future contracts.

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 **HDR Engineering, Inc., 8550 W. Bryn Mawr Ave. Suite 900, Chicago, Illinois 60631**, or to the Chief Engineering Officer 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 Chief Procurement Officer for General Services, and the Attorney General of the State of Illinois.

ARTICLE XIX

Inspector General

The Vendor/Contractor hereby acknowledges that pursuant to Section 8.5 of the Toll Highway Act (605 ILCS 10/8.5) the Inspector General of the Illinois State Toll Highway Authority has the authority to conduct investigations into certain matters including but not limited to allegations of fraud, waste and abuse, and to conduct reviews. The Vendor/Contractor will fully cooperate in any OIG investigation or review. Cooperation includes providing access to all information and documentation related to

the goods/services described in this Agreement, and disclosing and making available all personnel involved or connected with these goods/services or having knowledge of these goods/services. All subcontracts must inform Subcontractors of this provision and their duty to comply.

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.

ARTICLE XXI

Report of a Change in Circumstances

The DESIGN SECTION ENGINEER agrees to report to the TOLLWAY as soon as practically possible, but no later than 21 days following any change in facts or circumstances that might impact the DESIGN SECTION ENGINEER's ability to satisfy its legal or contractual responsibilities and obligations under this contract. Required reports include, but are not limited to changes in the DESIGN SECTION ENGINEER's Certification/Disclosure Forms, the DESIGN SECTION ENGINEER's IDOT pre-qualification, or any certification or licensing required for this project. Additionally, the DESIGN SECTION ENGINEER agrees to report to the Tollway within the above timeframe any arrests, indictments, convictions or other matters involving the DESIGN SECTION ENGINEER, or any of its principals, that might occur while this contract is in effect. This reporting requirement does not apply to common offenses, including but not limited to minor traffic/vehicle offenses.

Further, the DESIGN SECTION ENGINEER agrees to incorporate substantially similar reporting requirements into the terms of any and all subcontracts relating to work performed under this agreement. The DESIGN SECTION ENGINEER agrees to forward or relay to the Tollway any reports received from subcontractors pursuant to this paragraph within 21 days.


Finally, the DESIGN SECTION ENGINEER acknowledges and agrees that the failure of the DESIGN SECTION ENGINEER to comply with this reporting requirement shall constitute a material breach of contract which may result in this contract being declared void.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement for CONTRACT I-17-4296 the day and year first above written.

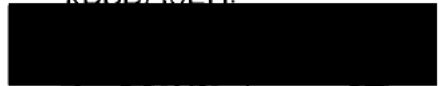
THE ILLINOIS STATE TOLL
HIGHWAY AUTHORITY


HDR ENGINEERING, INC.


By  11/21/17
Chair/Executive Director - Signature Date
Robert Schillerstrom/Greg Bedalov

 10/13/17
Sr. Vice President - Signature Date

Patrick J. Pechnick
Printed Name as Signed Above

APPROVED:
 11/17/17
Chief Financial Officer - Signature Date
Michael Colsch

APPROVED:
Acting  11/16/17
General Counsel - Signature Date
Elizabeth Oplawski

Approved as to Form and Constitutionality
 11-13-2017
Attorney General, State of Illinois - Robert Lane - Signature Date

DESIGN SECTION ENGINEER PROPOSAL
FOR CONTRACT NUMBER I-17-4296

This proposal, dated September 29, 2017, is submitted by HDR Engineering Inc. of Chicago, Illinois for Design Section Engineer's Service.

DESCRIPTION/LOCATION OF DESIGN SECTION

The location of the construction Contract I-17-4296 for which we propose to provide Design Section Engineering Services is Tri-State Tollway, Roadway Reconstruction, 95th Street (M.P. 17.8) to LaGrange Road (M.P. 20.7), in Cook County (Counties), Illinois.

SCOPE OF DESIGN SECTION ENGINEERING SERVICES

Design Engineering Services following selection from PSB 17-3, 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*, in effect at the date the contract is awarded, and as revised thereafter, 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 Labor 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 Labor" 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 (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 labor increases for the DESIGN SECTION ENGINEER may not exceed the direct labor escalation rate listed in Exhibit C-1 for any twelve month period.

Exhibit C-2 (Direct Labor Classification Man-Hours and Rates)

This exhibit establishes employee classifications and rate ranges and determines the Total Direct Labor for the project.

Exhibit C-3 (Company Employee Classification List) shall establish the classifications, of the company's staff. Classifications must be included on Exhibit C-3 to be reimbursable.

The direct labor 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 labor rate increases and when a newly hired employee is added to the TOLLWAY project.

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 labor rate 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 Engineering Officer 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 furnished by the DESIGN SECTION ENGINEER will be in accordance with the State of Illinois Government Rate in effect on the date of this proposal (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 and Exhibit H (Cont). All subcontractors are required to submit Exhibits A-H (Cont).

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 Engineering Officer of the TOLLWAY.

MAXIMUM ALLOWABLE FEE - The upper limit of compensation to the DESIGN SECTION ENGINEER, for all costs, shall be \$ 16,010,435.51 (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 (Cont) 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 Engineering Officer 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 Engineering Officer 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 Engineering Officer 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 Engineering Officer 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 Engineering Officer 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 - In compliance with the Illinois Procurement Code (30 Ill. Comp. Stat. 500/20-65) and rules promulgated thereunder, every CONTRACT for goods and services shall provide that the contractor shall maintain certain records, books and documents.

The DESIGN SECTION ENGINEER shall maintain in the State of Illinois, for a minimum of five years from the latter of the date of completion of the CONTRACT or the date of final payment under the CONTRACT, adequate books, records, and supporting documents from an accounting system maintained in accordance with generally accepted accounting principles to verify the amounts, recipients, uses and methods of all disbursements of funds passing in conjunction with the CONTRACT. The five year record maintenance period shall be extended for the duration of any audit in progress at the time of that period's expiration. The DESIGN SECTION ENGINEER shall at its own expense make such records available in a timely manner for inspection and audit (including copies and extracts of records) as required by the Auditor General and other State Auditors, Chief Procurement Officer, the Illinois Department of Transportation, and the TOLLWAY's Inspector General, Internal Audit or other TOLLWAY agents at all reasonable times and without prior notice. For purposes of this section, "timeliness" will be considered production within the time period specified by the Auditor General and other State Auditors, Chief Procurement Officer, the Illinois Department of Transportation and the TOLLWAY's Inspector General, Internal Audit or other TOLLWAY agents, but no later than thirty days after a request for records being made unless otherwise agreed to by the parties. The DESIGN SECTION ENGINEER agrees to cooperate fully with any audit conducted by the Auditor General and other State Auditors, Chief Procurement Officer, the Illinois Department of Transportation and the TOLLWAY's Inspector General, Internal Audit or other TOLLWAY agents, and to provide full access to all relevant materials. The auditors reserve the right to enter the DESIGN SECTION ENGINEER's place of business in order to audit the records. If they are not produced in a timely manner by the DESIGN SECTION ENGINEER, then the DESIGN SECTION ENGINEER shall reimburse the TOLLWAY or other State agency for the travel expenses of its auditors in the event that this right is invoked.

The obligations of this Section shall be explicitly included in any subcontracts or agreements formed between the DESIGN SECTION ENGINEER and any subcontractors or suppliers of goods and services to the extent that those subcontracts or agreements relate to fulfillment of the DESIGN SECTION ENGINEER's obligations to the TOLLWAY. Such subcontractor shall be required to comply with the terms and conditions of this Section and the TOLLWAY shall be entitled to enforce a breach of that contract.

Any audit adjustment will be submitted on a final invoice for any underpayment or overpayment to the DESIGN SECTION ENGINEER or its subcontractors. The DESIGN SECTION ENGINEER shall promptly reimburse the TOLLWAY for any overpayment, or the TOLLWAY at its option 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 with the TOLLWAY 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 TOLLWAY to collect such overpayment.

Failure to maintain or make available 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.

The DESIGN SECTION ENGINEER shall reimburse the TOLLWAY for the total costs of an audit that identifies significant findings that would benefit the TOLLWAY, including but not limited to reasonable attorney's fees and other expenses. Significant findings for the purposes of this provision shall be identified as an amount in excess of \$50,000 in aggregate of the audit report or findings of material performance or compliance deficiencies.

If the DESIGN SECTION ENGINEER fails to comply with these requirements, the DESIGN SECTION ENGINEER may be disqualified or suspended from bidding on or working on future contracts.

THIS PROPOSAL FOR DESIGN SECTION ENGINEERING SERVICES FOR

CONTRACT I-17-4296-

SUBMITTED BY:

FIRM NAME: HDR Engineering, Inc.

ADDRESS: 8550 W. Bryn Mawr Ave, Suite 900

CITY, STATE &
ZIP CODE: Chicago, IL 60631

TELEPHONE: 773-380-7900

FACSIMILE: 773-380-7979

SIGNED BY:



PRINTED NAME: Patrick J. Pechnick

TITLE: Senior Vice President

CONFLICT OF INTEREST REVIEW AND DETERMINATION

If a vendor or subcontractor discloses any of the relationships identified in Section 50-35(b) of the Procurement Code, the Agency/University must complete this form and submit it to the assigned SPO for further action, which may include forwarding the form to the CPO or the PPB.

Sections I-V must be completed by the Agency/University and must not have any blank responses; if a question is not applicable, complete by stating "N/A".

SECTION I - AGENCY/UNIVERSITY REQUESTING THE REVIEW

Using Agency/University: Illinois State Toll Highway Authority

Contact Person: Paul D. Kovacs

Title: Chief Engineering Officer

Phone: 630-241-6800 x3901

Email: PaulKovacs@getipass.com

SECTION II - VENDOR/SUBCONTRACTOR INFORMATION NEEDING REVIEW

Name of Vendor/Subcontractor: HDR, Inc. BEST Plan and ESOP

Contact Person: Patrick Pechnick

Title: Senior Vice President

Phone: 773-380-7900

Email: patrick.pechnick@hdrinc.com

SECTION III - PROPOSED CONTRACT INFORMATION

Describe the proposed contract: See attached.

Procurement Bulletin Reference Number: 22040482 Date Award Posted to Bulletin: Not yet published

This is the: Initial Contract Renewal Contract Number: I-17-4296

Contract/Renewal Estimated Start Date: 11/1/2017 Contract/Renewal Estimated End Date: 10/26/2027

Describe future renewal options (i.e. 1 two-year option): N/A

Total Contract/Renewal Amount: \$ 16,010,435.51 Value is: Actual Estimated

The entity with the potential conflict of interest is the: Prime or Awarded Vendor
 Subcontractor Subcontractor of:
 Parent Parent of: HDR Engineering, Inc.

If this is a conflict of interest review for a subcontractor, what is the estimated value of the subcontract? \$ N/A

What was the original method of procurement used to select this vendor (RFP, IFB, Small Purchase, Sole Source, Emergency, etc.)?

See attached.

SECTION IV - EXPLANATION OF POTENTIAL CONFLICTS OF INTEREST

1. Provide the following information for EACH individual identified as having any of the relationships identified in Section 50-35 (b) of the Procurement Code:

Name of individual: **Three individuals were identified. See attached for responses to No. 1 for each.**

Describe the Relationship(s) identified in Form A Step 5 or Form B IPG Form I questions 11-20:

Does the relationship disclosed involve an Agency/University State employee: Yes No

If Yes, complete the following:

Start date:

Job title and responsibilities:

Individual's annual salary: \$

Was this individual in a position to influence the State's award of this contract? Yes No

2. Explain the potential or actual conflict of interest:

See attached for each individual identified.

3. Why is it in the best interest of the agency/university to contract with this vendor despite the potential or actual conflict of interest?

4. Has the PPB previously reviewed the potential conflict of interest in the current fiscal year and recommended no further action?
 Yes No

If yes, describe any change in circumstance and how that might result in a different ruling.

5. What is the funding source for this contract? (check all that apply)

Federal Funds State Appropriated Funds Other (Explain): **Illinois Tollway Capital Program**

SECTION V - AGENCY/UNIVERSITY REPRESENTATIVE CHECKLIST AND SIGNATURE

The following documents are included with this request to the SPO:

- Copy of Agency/University Internal Approval or waiver of the conflict
- Completed and Signed Conflict of Interest Review and Determination Form
- Copy of Proposed Contract (may be the proposed contract sent in with a RFP response, a copy of the solicitation response, etc.)
- Copy of the Disclosure/Certification Documents Submitted by the Vendor
- Prior Procurement Policy Board Conflict of Interest Review Letter for this Vendor

Additional information:

As authorized representative of the Agency/University, I do not view the relationship disclosed above as creating a potential for a conflict of interest based on the circumstance and accordingly request authorization to proceed with the contract.

As authorized representative of the Agency/University, I am submitting this information for review in order to determine whether there is a potential for a conflict based on the described circumstance, and request authorization to proceed with the contract for the reasons stated above.


Agency/University Representative Signature
Paul D. Kovacs

Agency/University Representative Printed Name

Chief Engineering Officer

Agency/University Representative Title
Paul.Kovacs@gelipass.com

Email Address

10/18/17

Date

630-241-6800 x3901

Telephone

SECTION VI – STATE PURCHASING OFFICER REVIEW AND SIGNATURE

- I do not view the relationship disclosed above as creating a potential for a conflict of interest. The disclosed relationship does not preclude the Agency/University from entering into the proposed contract for the supplies or services outlined in this form. [SPO to send signed form to the Agency/University—no referral to CPO or PPB necessary]
- I find the request and justification is not sufficiently clear and needs CPO review and determination whether the disclosed information presents a potential for a conflict of interest. [SPO to forward material to CPO]
- I find a potential for a conflict of interest and refer this request to the PPB for review and recommendation. All relationships disclosed under 50-35(b)(1) or (b)(2) are considered as presenting a potential for a conflict. [SPO to scan and email signed copies (keep originals) to: matthew.vonbehren@illinois.gov with cc: to deanna.rossetto@illinois.gov and tonya.wallace@illinois.gov.]

Additional comments:

[Redacted Signature]

SPO Signature

Victoria Santiago

SPO Printed Name

10/20/17

Date

Email Address

Telephone

SECTION VII – CHIEF PROCUREMENT OFFICER REVIEW AND SIGNATURE (required if SPO refers to CPO for further review)

- After considering the material provided, I do not view the relationship disclosed above as creating a potential for a conflict of interest. The disclosed relationship does not preclude the Agency/University from entering into the proposed contract. [CPO to send signed form to SPO for distribution to the Agency/University]
- After considering the material provided, I find a potential for a conflict of interest and refer this request to the PPB for review and recommendation. The Agency/University may not enter into the proposed contract pending recommendation of the PPB and subsequent final determination by the CPO. [CPO to scan and email signed copies (not originals) of material provided to the PPB.]

Additional comments:

CPO Signature

CPO Printed Name

Date

Email Address

Telephone

SECTION VIII – PROCUREMENT POLICY BOARD REVIEW AND SIGNATURE (required only if SPO/CPO refers to PPB for further review)

- After careful review of the documentation provided, I do not view the relationship disclosed above as creating a conflict of interest sufficient to preclude the Agency/University from entering into the proposed contract.
- After careful review of the documentation provided, I view the relationship disclosed above as creating a conflict of interest sufficient to preclude the Agency/University from entering into the proposed contract. The detailed reasons are shown on the attached Recommendation of the Procurement Policy Board. This recommendation shall be forwarded to the Executive Ethics Commission in accordance with Section 50-35(d) of the Procurement Code.

[Redacted Signature]

matthew.vonbehren@illinois.gov

Email Address

Matt Von Behren

Procurement Policy Board Printed Name

217 785 3988

Telephone

10/23/17

Date

SECTION III – PROPOSED CONTRACT INFORMATION

Describe the proposed contract:

Phase II engineering services are required for the preparation of contract plans and specifications for the proposed roadway reconstruction and improvements as determined by the Tollway, including, but not limited to, reconstruction of the Tri State Tollway between 95th Street (M.P. 17.8) and Balmoral Avenue (M.P. 40.0). This project is for the limits of the Tri-State Tollway between 95th Street (M.P. 17.8) and LaGrange Road (M.P. 20.7). The Tollway is finalizing design and construction limits; therefore the Tollway may modify project limits and scope at the time of negotiations.

This contract may develop up to five construction packages as follows:

- 1) Reconstruction of Archer Avenue and Archer Avenue bridges over I-294.
- 2) Advance Noise and Retaining Walls (M.P. 17.8 to M.P. 20.7).
- 3) Mainline contract from 95th Street to Plaza 39.
- 4) Mainline contract for Toll Plazas 36 and 39.
- 5) Mainline contract from Toll Plaza 36 to LaGrange Road.

The work generally encompasses roadway and bridge design and shall include but not be limited to the following:

- 1) Roadway design.
- 2) Reconstruction / rehabilitation of bridges.
- 3) Retaining wall design.
- 4) Noise wall design.
- 5) New drainage structures and modification of existing drainage system.
- 6) Provide erosion control for all construction zones.
- 7) Provide design of appropriate landscape and soil erosion/sedimentation control measures as necessary in accordance with the Tollway's Environmental Studies manual.
- 8) Provide pavement markings, delineators and signage for the contract limits.
- 9) 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.
- 10) Update roadway lighting as required.
- 11) Provide maintenance of traffic plans including those for impacts to local facilities.
- 12) Protection and / or relocation of utilities.
- 13) All other appurtenant and miscellaneous items.

The following structures are included in this project:

- Bridges 179/181: IL 171 Archer Avenue: two crossroad structures
- Bridge 171: 87th Street: one mainline structure
- Bridge 173: Roberts Road: one mainline structure
- Bridge 175: 87th Street and Roberts Road: one mainline structure

What was the original method of procurement used to select this vendor (RFP, IFB, Small Purchase, Sole Source, Emergency, etc.)?

HDR Engineering, Inc. was selected based on the qualification based selection process as solicited through the Tollway's Professional Services Bulletin (PSB) 17-3. The knowledge and experience of HDR Engineering was considered during the selection process

SECTION IV - EXPLANATION OF POTENTIAL CONFLICTS OF INTEREST

Name of individual: **Herbert Ledesma**

Describe the Relationship(s) identified in Form A Step 5 or Form B IPG Form I questions 11-20: **IPG Parent Entity, Step 3, question 2 and Step 4, question 2: Herbert Ledesma's wife, Marissa Ledesma**

Does the relationship disclosed involve an Agency/University State employee: **Yes**

If Yes, complete the following:

Start date:

Job title and responsibilities: **Clinical Nurse 1**

Individual's annual salary: **\$108,379.06**

Was this individual in a position to influence the State's award of this contract? **No**

2. Explain the potential or actual conflict of interest: **Marissa Ledesma is employed by the University of Illinois Chicago Hospital**

Name of individual: Lourdes Knepler

Describe the Relationship(s) identified in Form A Step 5 or Form B IPG Form I questions 11-20: IPG Parent Entity, Step 3, questions 2 and 5: Lourdes Knepler's husband, Steven R. Knepler

Does the relationship disclosed involve an Agency/University State employee: Yes

If Yes, complete the following:

Start date: January 1982

Job title and responsibilities: Audit Supervisor-Accounting Department

Individual's annual salary: \$107,676.00

Was this individual in a position to influence the State's award of this contract? No

2. Explain the potential or actual conflict of interest: Steven R. Knepler works for the Illinois Commerce Commission.

Name of individual: Ryan D. Keith

Describe the Relationship(s) identified in Form A Step 5 or Form B IPG Form I questions 11-20: IPG Parent Entity, Step 4, question 2: Ryan D. Keith's wife, Jennifer Millitello Keith

Does the relationship disclosed involve an Agency/University State employee: Yes

If Yes, complete the following:

Start date: January 2000

Job title and responsibilities: Social Security Claims Adjudicator-2

Individual's annual salary: \$65,000.00

Was this individual in a position to influence the State's award of this contract? No

2. Explain the potential or actual conflict of interest: Jennifer Millitello Keith is employed by the Department of Human Services.



ILLINOIS TOLLWAY
STANDARD BUSINESS TERMS AND CONDITIONS

ILLINOIS TOLLWAY CONTRACT NO.: I-17-4296

CONSULTANT (NAME): HDR Engineering, Inc.

1. PAYMENT TERMS AND CONDITIONS:

- 1.1 **Minority Contractor Initiative:** Any Vendor awarded a contract under Section 20-10, 20-15, 20-25 or 20-30 of the Illinois Procurement Code (30 ILCS 500) of \$1,000 or more is required to pay a fee of \$15. The Comptroller shall deduct the fee from the first check issued to the Vendor under the contract and deposit the fee in the Comptroller's Administrative Fund. 15 ILCS 405/23.9.
- 1.2 **Expenses:** The State will not pay for supplies provided or services rendered, including related expenses, incurred prior to the execution of this contract by the Parties even if the effective date of the contract is prior to execution.
- 1.3 **Prevailing Wage:** As a condition of receiving payment Vendor must (i) be in compliance with the contract, (ii) pay its employees prevailing wages when required by law, (iii) pay its suppliers and subcontractors according to the terms of their respective contracts, and (iv) provide lien waivers to the State upon request. Examples of prevailing wage categories include public works, printing, janitorial, window washing, building and grounds services, site technician services, natural resource services, security guard and food services. The prevailing wages are revised by the Department of Labor and are available on the Department's official website, which shall be deemed proper notification of any rate changes under this subsection. Vendor is responsible for contacting the Illinois Department of Labor to ensure understanding of prevailing wage requirements at 217-782-6206 or (<http://www.state.il.us/agency/idol/index.htm>).
- 1.4 **Federal Funding:** This contract may be partially or totally funded with Federal funds. If federal funds are expected to be used, then the percentage of the good/service paid using Federal funds and the total Federal funds expected to be used will be provided in the award notice.
- 1.5 **Invoicing:** By submitting an invoice, Vendor certifies that the supplies or services provided meet all requirements of the contract, and the amount billed and expenses incurred are as allowed in the contract. Invoices for supplies purchased, services performed and expenses incurred through December 31 of any year must be submitted to the State no later than February 28 of the following year; otherwise Vendor may have to seek payment through the Illinois Court of Claims. 30 ILCS 105/25. All invoices are subject to statutory offset. 30 ILCS 210.
 - 1.5.1 Vendor shall not bill for any taxes unless accompanied by proof that the State is subject to the tax. If necessary, Vendor may request the applicable Agency/University state tax exemption number and federal tax exemption information.
 - 1.5.2 Vendor shall invoice at the completion of the contract unless invoicing is tied in the contract to milestones, deliverables, or other invoicing requirements agreed to in the contract.

2. ASSIGNMENT: This contract may not be assigned, transferred in whole or in part by Vendor without the prior written consent of the State.

3. **AUDIT/RETENTION OF RECORDS:** Vendor and its subcontractors shall maintain books and records relating to the performance of the contract or subcontract and necessary to support amounts charged to the State pursuant the contract or subcontract. Books and records, including information stored in databases or other computer systems, shall be maintained by the Vendor for a period of five years from the later of the date of final payment under the contract or completion of the contract, and by the subcontractor for a period of five years from the later of final payment under the term or completion of the subcontract. Books and records required to be maintained under this section shall be available for review or audit by representatives of: the procuring Agency/University, the Auditor General, the Executive Inspector General, the Chief Procurement Officer, the Tollway Inspector General, State of Illinois internal auditors or other governmental entities with monitoring authority, upon reasonable notice and during normal business hours. Vendor and its subcontractors shall cooperate fully with any such audit and with any investigation conducted by any of these entities. Failure to maintain books and records required by this section shall establish a presumption in favor of the State for the recovery of any funds paid by the State under the contract for which adequate books and records are not available to support the purported disbursement. The Vendor or subcontractors shall not impose a charge for audit or examination of the Vendor's books and records. 30 ILCS 500/20-65.
4. **TIME IS OF THE ESSENCE:** Time is of the essence with respect to Vendor's performance of this contract. Vendor shall continue to perform its obligations while any dispute concerning the contract is being resolved unless otherwise directed by the State.
5. **NO WAIVER OF RIGHTS:** Except as specifically waived in writing, failure by a Party to exercise or enforce a right does not waive that Party's right to exercise or enforce that or other rights in the future.
6. **FORCE MAJEURE:** Failure by either Party to perform its duties and obligations will be excused by unforeseeable circumstances beyond its reasonable control and not due to its negligence, including acts of nature, acts of terrorism, riots, labor disputes, fire, flood, explosion, and governmental prohibition. The non-declaring Party may cancel the contract without penalty if performance does not resume within 30 days of the declaration.
7. **CONFIDENTIAL INFORMATION:** Each Party, including its agents and subcontractors, to this contract may have or gain access to confidential data or information owned or maintained by the other Party in the course of carrying out its responsibilities under this contract. Vendor shall presume all information received from the State or to which it gains access pursuant to this contract is confidential. Vendor information, unless clearly marked as confidential and exempt from disclosure under the Illinois Freedom of Information Act, shall be considered public. No confidential data collected, maintained, or used in the course of performance of the contract shall be disseminated except as authorized by law and with the written consent of the disclosing Party, either during the period of the contract or thereafter. The receiving Party must return any and all data collected, maintained, created or used in the course of the performance of the contract, in whatever form it is maintained, promptly at the end of the contract, or earlier at the request of the disclosing Party, or notify the disclosing Party in writing of its destruction. The foregoing obligations shall not apply to confidential data or information lawfully in the receiving Party's possession prior to its acquisition from the disclosing Party; received in good faith from a third Party not subject to any confidentiality obligation to the disclosing Party; now is or later becomes publicly known through no breach of confidentiality obligation by the receiving Party; or is independently developed by the receiving Party without the use or benefit of the disclosing Party's confidential information.
8. **USE AND OWNERSHIP:** All work performed or supplies created by Vendor under this contract, whether written documents or data, goods or deliverables of any kind, shall be deemed work for hire under copyright law and all intellectual property and other laws, and the State of Illinois is granted sole and exclusive ownership to all such work, unless otherwise agreed in writing. Vendor hereby assigns to the State all right, title, and interest in and to such work including any related intellectual property rights, and/or waives any and all claims that Vendor may have to such work including any so-called "moral rights" in connection with the work. Vendor acknowledges the State may use the work product for any purpose. Confidential data or information contained in such work shall be subject to confidentiality provisions of this contract.

9. **INDEMNIFICATION AND LIABILITY:** The Vendor shall indemnify and hold harmless the Tollway and State of Illinois, their directors, agencies, officers, employees, agents and volunteers from any and all costs, demands, expenses, losses, claims, damages, liabilities, settlements and judgments, including in-house and contracted attorneys' fees and expenses, arising out of: (a) any breach or violation by Vendor of any of its certifications, representations, warranties, covenants or agreements; (b) any actual or alleged death or injury to any person, damage to any property or any other damage or loss claimed to result in whole or in part from Vendor's negligent performance; or (c) any negligent act, activity or omission of Vendor or any of its employees, representatives, subcontractors or agents. Neither Party shall be liable for incidental, special, consequential or punitive damages.
10. **INDEPENDENT CONTRACTOR:** Vendor shall act as an independent contractor and not an agent or employee of, or joint venture with the State. All payments by the State shall be made on that basis.
11. **SOLICITATION AND EMPLOYMENT:** Vendor shall not employ any person employed by the State during the term of this contract to perform any work under this contract. Vendor shall give notice immediately to the Agency's director if Vendor solicits or intends to solicit State employees to perform any work under this contract.
12. **COMPLIANCE WITH THE LAW:** The Vendor, its employees, agents, and subcontractors shall comply with all applicable federal, state, and local laws, rules, ordinances, regulations, orders, federal circulars and all license and permit requirements in the performance of this contract. Vendor shall be in compliance with applicable tax requirements and shall be current in payment of such taxes. Vendor shall obtain at its own expense, all licenses and permissions necessary for the performance of this contract.
13. **BACKGROUND CHECK:** Whenever the State deems it reasonably necessary for security reasons, the State may conduct, at its expense, criminal and driver history background checks of Vendor's and subcontractors officers, employees or agents. Vendor or subcontractor shall reassign immediately any such individual who, in the opinion of the State, does not pass the background check.
14. **APPLICABLE LAW:** This contract shall be construed in accordance with and is subject to the laws and rules of the State of Illinois. The Department of Human Rights' Equal Opportunity requirements (44 Ill. Adm. Code 750) are incorporated by reference. Any claim against the State arising out of this contract must be filed exclusively with the Illinois Court of Claims. 705 ILCS 505/1. The State shall not enter into binding arbitration to resolve any contract dispute. The State of Illinois does not waive sovereign immunity by entering into this contract. The official text of cited statutes is incorporated by reference. An unofficial version can be viewed at <http://www.ilga.gov/legislation/ilcs/ilcs.asp>.
15. **ANTI-TRUST ASSIGNMENT:** If Vendor does not pursue any claim or cause of action it has arising under federal or state antitrust laws relating to the subject matter of the contract, then upon request of the Illinois Attorney General, Vendor shall assign to the State rights, title and interest in and to the claim or cause of action.
16. **CONTRACTUAL AUTHORITY:** The Agency that signs for the State of Illinois shall be the only State entity responsible for performance and payment under the contract. When the Chief Procurement Officer or authorized designee signs in addition to an Agency, they do so as approving officer and shall have no liability to Vendor. When the Chief Procurement Officer or authorized designee, or State Purchasing Officer signs a master contract on behalf of State agencies, only the Agency that places an order with the Vendor shall have any liability to Vendor for that order.
17. **NOTICES:** Notices and other communications provided for herein shall be given in writing by registered or certified mail, return receipt requested, by receipted hand delivery, by courier (UPS, Federal Express or other similar and reliable carrier), by e-mail, or by fax showing the date and time of successful receipt. Notices shall be sent to the individuals who signed the contract using the contact information following the signatures. Each such notice shall be deemed to have been provided at the time it is actually received. By giving notice, either Party may change the contact information.

- 18. MODIFICATIONS AND SURVIVAL:** Amendments, modifications and waivers must be in writing and signed by authorized representatives of the Parties. Any provision of this contract officially declared void, unenforceable, or against public policy, shall be ignored and the remaining provisions shall be interpreted, as far as possible, to give effect to the Parties' intent. All provisions that by their nature would be expected to survive, shall survive termination. In the event of a conflict between the State's and the Vendor's terms, conditions and attachments, the State's terms, conditions and attachments shall prevail.
- 19. PERFORMANCE RECORD / SUSPENSION:** Upon request of the State, Vendor shall meet to discuss performance or provide contract performance updates to help ensure proper performance of the contract. The State may consider Vendor's performance under this contract and compliance with law and rule to determine whether to continue the contract, suspend Vendor from doing future business with the State for a specified period of time, or to determine whether Vendor can be considered responsible on specific future contract opportunities.
- 20. FREEDOM OF INFORMATION ACT:** This contract and all related public records maintained by, provided to or required to be provided to the State are subject to the Illinois Freedom of Information Act (FOIA) (50 ILCS 140) notwithstanding any provision to the contrary that may be found in this contract.
- 21. SCHEDULE OF WORK:** Any work performed on State premises shall be done during the hours designated by the State and performed in a manner that does not interfere with the State and its personnel.
- 22. WARRANTIES FOR SUPPLIES AND SERVICES:**
- 22.1 Vendor warrants that the supplies furnished under this contract will: (a) conform to the standards, specifications, drawing, samples or descriptions furnished by the State or furnished by the Vendor and agreed to by the State, including but not limited to all specifications attached as exhibits hereto; (b) be merchantable, of good quality and workmanship, and free from defects for a period of twelve months or longer if so specified in writing, and fit and sufficient for the intended use; (c) comply with all federal and state laws, regulations and ordinances pertaining to the manufacturing, packing, labeling, sale and delivery of the supplies; (d) be of good title and be free and clear of all liens and encumbrances and; (e) not infringe any patent, copyright or other intellectual property rights of any third party. Vendor agrees to reimburse the State for any losses, costs, damages or expenses, including without limitations, reasonable attorney's fees and expenses, arising from failure of the supplies to meet such warranties.
- 22.2 Vendor shall insure that all manufacturers' warranties are transferred to the State and shall provide a copy of the warranty. These warranties shall be in addition to all other warranties, express, implied or statutory, and shall survive the State's payment, acceptance, inspection or failure to inspect the supplies.
- 22.3 Vendor warrants that all services will be performed to meet the requirements of the contract in an efficient and effective manner by trained and competent personnel. Vendor shall monitor performances of each individual and shall reassign immediately any individual who is not performing in accordance with the contract, who is disruptive or not respectful of others in the workplace, or who in any way violates the contract or State policies.
- 23. REPORTING, STATUS AND MONITORING SPECIFICATIONS:**
- 23.1 Vendor shall immediately notify the State of any event that may have a material impact on Vendor's ability to perform the contract.

23.2 By August 31 of each year, Vendor shall report to the Agency or University the number of qualified veterans and certain ex-offenders hired during Vendor's last completed fiscal year. Vendor may be entitled to employment tax credit for hiring individuals in those groups. 35 ILCS 5/216, 5/217.

24. **EMPLOYMENT TAX CREDIT:** Vendors who hire qualified veterans and certain ex-offenders may be eligible for tax credits. 30 ILCS 500/45-67 and 45-70. Please contact the Illinois Department of Revenue (telephone #: 217-524-4772) for information about tax credits.

25. **SUPPLEMENTAL PROVISIONS**

25.1 **TOLLWAY SUPPLEMENTAL PROVISIONS**

25.1.1 **Agents and Employees:**

Vendor shall be responsible for the negligent acts and omissions of its agents, employees and subcontractors in their performance of Vendor's duties under this Contract. Vendor represents that it shall utilize the services of individuals skilled in the profession for which they will be used in performing services or supplying goods hereunder. In the event that the Tollway determines that any individual performing services or supplying goods for Vendor hereunder is not providing such skilled services or delivery of goods, it shall promptly notify the Vendor and the Vendor shall replace that individual.

25.1.2 **Publicity:**

Vendor shall not, in any advertisement or any other type of solicitation for business, state, indicate or otherwise imply that it is under contract to the Tollway nor shall the Tollway's name be used in any such advertisement or solicitation without prior written approval except as required by law.

25.1.3 **Third Party Beneficiaries:**

There are no third party beneficiaries to this Contract. This Contract is intended only to benefit the Tollway/Buyer and the Vendor.

25.1.4 **Successors In Interest:**

All the terms, provisions, and conditions of the Contract shall be binding upon and inure to the benefit of the parties hereto and their respective successors, assigns and legal representatives.

25.1.5 **Venue:**

Any claim against the Tollway arising out of this contract must be filed exclusively with Circuit Court for the Eighteenth Judicial Circuit, DuPage County, Illinois for State claims and the U.S. District Court for the Northern District of Illinois for Federal claims.

25.1.5.1 Whenever "State" is used or referenced in this Contract, it shall be interpreted to mean "Tollway".

25.1.5.2 The State Prompt Payment Act (30 ILCS 40) does not apply to the Tollway.

25.1.5.3 The Tollway is not currently an appropriated agency.

25.2 **Report of a Change in Circumstances:** The Vendor agrees to report to the TOLLWAY as soon as practically possible, but no later than 21 days following any change in facts or circumstances that might impact the Vendor's ability to satisfy its legal or contractual responsibilities and obligations under this contract. Required reports include, but are not limited to changes in the Vendor's Certification/Disclosure Forms, the Vendor's IDOT pre-qualification, or any certification or licensing required for this project. Additionally, Vendor agrees to report to the Tollway within the above

timeframe any arrests, indictments, convictions or other matters involving the Vendor, or any of its principals, that might occur while this contract is in effect. This reporting requirement does not apply to common offenses, including but not limited to minor traffic/vehicle offenses.

Further, the Vendor agrees to incorporate substantially similar reporting requirements into the terms of any and all subcontracts relating to work performed under this agreement. The Vendor agrees to forward or relay to the Tollway any reports received from subconsultants pursuant to this paragraph within 21 days.

Finally, the Vendor acknowledges and agrees that the failure of the Vendor to comply with this reporting requirement shall constitute a material breach of contract which may result in this contract being declared void.

25.3 VENDOR SUPPLEMENTAL PROVISIONS

Vendor Supplemental Provisions:

STATE OF ILLINOIS
SOLICITATION AND CONTRACT TERMS AND CONDITIONS EXCEPTIONS

_____ agrees with the terms and conditions set forth in the Professional Services Bulletin, including the standard terms and conditions, the Agency/University supplemental provisions, certifications, and disclosures, with the following exceptions:

	Excluding certifications required by statute to be made by the Vendor, both Parties agree that all of the duties and obligations that the Vendor owes to the Agency/University for the work performed shall be pursuant to the solicitation and resulting contract, and Vendor's exceptions accepted by the State thereto as set forth below.
	STANDARD TERMS AND CONDITIONS
Section/ Subsection #	State the exception such as "add," "replace," and/or "delete."
	ADDITIONAL TERMS AND CONDITIONS
New Provision(s), # et. seq.	Section/Subsection New Number, Title of New Subsection: State the new additional term or condition.

_____ hereby agrees to the exceptions provided by _____ and to the Additional Terms and Conditions provided by _____.

Agreed:	Agreed:
By:	By:
Signed:	Signed:
Position:	Position:
Date:	Date:



**Subconsultant Information/Delinquent Debt Review
Consultant
Sub-Consultant
FEIN**

Date: 10/12/2017

Project Number: I-17-4296

Project Name: Item 1. Tri-State Tollway, Roadway Reconstruction, 95th Street (M.P. 17.8) to LaGrange Road (M.P. 20.7).

DELINQUENT DEBT REVIEW

Sub Consultant Disclosure.

Will you be using any sub-consultants? Yes No

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

Upon request, our firm agrees to provide a copy of the subcontract, if required, within fifteen (15) days after execution of the contract if selected, or after execution of the subcontract, whichever is later, for those subcontracts with an annual value of more than \$50,000. All subcontracts over \$50,000 must include the same certifications that the Vendor must make as a condition of the contract. The vendor shall include in each subcontract the subcontractor certifications as shown on the Standard Subcontractor Certification form available from the State.

Delinquent Payment. The /Consultant 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 further acknowledges that the contracting State agency may declare the contract void if this certification is false or if the Consultant or any affiliate is determined to be delinquent in the payment of any debt to the State during the term of the contract.

**CONTRACTOR/
CONSULTANT**

Consultant: HDR Engineering, Inc.

Federal Employment Identification Number (FEIN) [REDACTED]

E-Mail: Patrick.Pechnick@hdrinc.com

Include an attachment if more space is needed to provide the below information. The attachment must provide the requested information.

NOTE for Construction Contracts: List all known subcontractors including those identified in the Bid Package on DBE Form 2025 and VOSB Form 2025, and include any name listed in the "Under Contract To" section of these forms.

<u>Sub-Consultant(s)</u>	<u>Sub-Consultant FEIN</u>	<u>Address</u>	<u>General Type of Work</u>	<u>Anticipated Percentage of Contract (to extent known)</u>
H.W. Lochner, Inc.	[REDACTED]	225 West Washington Street, 12th Floor Chicago, IL 60606	Drainage/Permittin g, Constructability Review, IDOT Coordination, Roadway Support, Structure Support	17%

Thomas Engineering Group, LLC	238 South Kenilworth Avenue Suite 100 Oak Park, IL 60302	Structure Support	3%
HR Green, Inc.	11011 Richmond Avenue Suite 375 Houston, TX 77042	Utility Coordination, Constructability Review	4%
Quigg Engineering, Inc.	2351 South Dirksen Parkway Springfield, IL 62703	Drainage/Permitting, Survey	6%
Singh & Assoc., Inc.	230 W. Monroe Street Suite 1400 Chicago, IL 60606	Lighting/ITS Coordination	2%
EFK Moen, LLC	13523 Barrett Parkway Drive, Suite 250 St. Louis, MO 63021	Roadway Support	6%
SE3, LLC	230 SW Main Street Suite 213 Lee's Summit, MO 64063	Barrier Warrants/Erosion Control	3%
American Surveying & Eng., P.C.	150 NORTH WACKER DRIVE, SUITE 2650 CHICAGO, IL 60606	Subsurface Utility Engineering (SUE)	2%
Lakeside Engineers, LLC.	909 N. Mayfair Road Wauwatosa, WI 53226	Maintenance of Traffic, Roadway Support, Partnering for Growth	5%
Orion Engineers, LLC	220 North Green Street Chicago, IL 60607	Roadway Support, Utility Coordination	2%

Signature: _____

Date: 10/12/2017

Printed Name: Patrick J. Pechnick

**STATE OF ILLINOIS
TAXPAYER IDENTIFICATION NUMBER**

I certify that:

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

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

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: N/A

Business Name: HDR Engineering, Inc.

Taxpayer Identification Number:

Social Security Number: N/A

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"/> C = corporation |
| | <input type="checkbox"/> P = partnership |

Signature of Authorized Representative: 

Date: October 12, 2017

Certificate of Registration

STATE BOARD OF ELECTIONS

Registration No. 14330

HDR Engineering, Inc.

8550 West Bryn Mawr Avenue, Suite 900

Chicago IL 60631-3223

Information for this business last updated on:

Tuesday, March 21, 2017

Certificate produced on Friday, April 07, 2017 at 4:41 PM



EXHIBIT "1"







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Vendor Registration: View Form

General	Public Profile	Users	Commodity Codes	Contacts & Changes	Licenses	Reviews	Certifications	Site Visits	Registrations
HDR Engineering, Inc.								System Vendor Number: 25034562	

[Return to Main Form](#)

Vendor Registration	
FORM NAME	A - B. Business Information & Additional Information
DESCRIPTION	Complete section A and B, in order to submit this form.
DATE SUBMITTED	5/26/2017
STATUS	Accepted
BUSINESS NAME	HDR Engineering, Inc.
POINT OF CONTACT	Christie Blumenfeld
FLAG FORM	Add Flag

A. Business Information	
1. YOUR BUSINESS IS REGISTERING AS A	Prime contractor and subcontractor 
2. NAME OF CEO/BUSINESS OWNER	George Little 
3. ANNUAL SALES/GROSS RECEIPTS	2,230,535,000.00 
4. WHEN WAS YOUR BUSINESS ESTABLISHED?	01/01/1917 
5. IN WHAT ILLINOIS COUNTY(IES) ARE YOU CONDUCTING BUSINESS?	The business conducts business statewide. 
6. CONTACT PERSON FOR THIS VENDOR REGISTRATION	Christie Blumenfeld 
CONTACT PERSON TITLE	Senior Marketing Coordinator
CONTACT PERSON PHONE	773-380-7918
CONTACT PERSON EMAIL	Christie.Blumenfeld@hdrinc.com

B. Additional Information	
1. HOW DID YOU LEARN ABOUT THE ILLINOIS PROCUREMENT GATEWAY?	Chief Procurement Office (CPO) 

Vendor Registration: View Form

General	Public Profile	Users	Commodity Codes	Contacts & Owners	Comments	Reviews	Certifications	Site Visits	Registrations
HDR Engineering, Inc.								System Vendor Number: 20035562	

[Return to Main Form](#)

Vendor Registration	
FORM NAME	C. Small Business Set-Aside Program
DESCRIPTION	Complete the Small Business Set-Aside Program form
DATE SUBMITTED	5/26/2017
STATUS	Accepted
BUSINESS NAME	HDR Engineering, Inc.
POINT OF CONTACT	Christie Blumenfeld
FLAG FORM	Add Flag

C. Small Business Set-Aside Program	
1. WOULD YOU LIKE TO APPLY/RE-QUALIFY FOR THE SMALL BUSINESS SET-ASIDE PROGRAM?	No 70

Additional Information	
STAFF ATTACHED FILE(S)	<input type="button" value="Attach File"/>
Refresh List after attaching file(s).	

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Vendor Registration: View Form


- [General](#)
- [Public Profile](#)
- [Users](#)
- [Commodity Codes](#)
- [Contracts & Orders](#)
- [Comments](#)
- [Reviews](#)
- [Certifications](#)
- [Site Visits](#)
- [Flagging/Issues](#)

HDR Engineering, Inc. System Vendor Number: 20036582

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Vendor Registration	
FORM NAME	D - E. Department of Human Rights (DHR) & Authorized to do Business in Illinois
DESCRIPTION	Complete section D and E, In order to submit this form.
DATE SUBMITTED	5/26/2017
STATUS	Accepted
BUSINESS NAME	HDR Engineering, Inc.
POINT OF CONTACT	Christie Blumenfeld
FLAG FORM	Add Flag

D. Department of Human Rights (DHR)	
1. HIGHEST NUMBER OF EMPLOYEES (INCLUDING FULL AND PART TIME EMPLOYEES) AT ANY TIME DURING THE PAST YEAR	9893 
2. SELECT THE DHR STATUS OF YOUR BUSINESS	My business had 15 or more employees at any time within the past year.  110837-00, 10/14/2021

E. Authorized to do Business in Illinois	
1. IS YOUR BUSINESS REGISTERED AND AUTHORIZED TO DO BUSINESS IN ILLINOIS?	Yes, registered and in good standing with the Illinois Secretary of State 

Additional Information	
STAFF ATTACHED FILE(S)	<div style="border: 1px solid black; padding: 5px; display: inline-block;">Attach File</div>
Refresh List after attaching file(s).	

Vendor Registration: View Form

General	Public Profile	Users	Commodity Codes	Contacts & Orders	Comments	Reviews	Certifications	Site Visits	Registrations
HDR Engineering, Inc.								System Vendor Number: 28036562	

[Return to Main Form](#)

Vendor Registration

FORM NAME	F - G. Certifications & Board of Elections
DESCRIPTION	Complete section F - G, in order to submit the form.
DATE SUBMITTED	5/26/2017
STATUS	Accepted
BUSINESS NAME	HDR Engineering, Inc.
POINT OF CONTACT	<u>Christie Blumenfeld</u>
FLAG FORM	<u>Add Flag</u>

F. Certifications

1. VENDOR CERTIFIES IT AND ITS EMPLOYEES WILL COMPLY WITH APPLICABLE PROVISIONS OF THE UNITED STATES. CIVIL RIGHTS ACT, SECTION 504 OF THE FEDERAL REHABILITATION ACT, THE AMERICANS WITH DISABILITIES ACT, AND APPLICABLE RULES IN PERFORMANCE OF THIS CONTRACT. 


Yes

2. THIS APPLIES TO INDIVIDUALS, SOLE PROPRIETORSHIPS, GENERAL PARTNERSHIPS, AND SINGLE MEMBER LLCs, BUT IS NOT OTHERWISE APPLICABLE. VENDOR CERTIFIES HE/SHE IS NOT IN DEFAULT ON AN EDUCATIONAL LOAN. 5 ILCS 385/3 


N/A

3. VENDOR CERTIFIES THAT IT HAS REVIEWED AND WILL COMPLY WITH THE DEPARTMENT OF EMPLOYMENT SECURITY LAW (20 ILCS 1005/1005-47) AS APPLICABLE 

Yes

4. IF YOU ARE AWARDED A CONTRACT FOR WHICH THERE WAS A CURRENT VENDOR PROVIDING THE SERVICES COVERED BY THAT CONTRACT AND THE EMPLOYEES OF THAT VENDOR WHO PROVIDED THOSE SERVICES WERE 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 THAT CONTRACT SUBJECT TO ITS BID OR OFFER; AND (II) THAT IT SHALL OFFER EMPLOYMENT TO ALL EMPLOYEES THAT ARE THEN CURRENTLY EMPLOYED IN ANY EXISTING BARGAINING UNIT WHO PERFORMS SUBSTANTIALLY SIMILAR WORK TO THE WORK THAT WILL BE PERFORMED PURSUANT TO THAT CONTRACT. THIS DOES NOT APPLY TO HEATING, AIR CONDITIONING, PLUMBING AND ELECTRICAL SERVICE CONTRACTS. 30 ILCS 500/25-80 

Yes

5. VENDOR CERTIFIES IT HAS NEITHER BEEN CONVICTED OF BRIBING OR ATTEMPTING TO BRIBE AN OFFICER OR EMPLOYEE OF THE STATE OF ILLINOIS OR ANY OTHER STATE, NOR MADE AN ADMISSION OF GUILT OF SUCH CONDUCT THAT IS A MATTER OF RECORD. 30 ILCS 500/50-5 

Yes

EXHIBIT "1"

6. IF VENDOR HAS BEEN CONVICTED OF A FELONY, VENDOR CERTIFIES AT LEAST FIVE YEARS HAVE PASSED SINCE 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. VENDOR FURTHER CERTIFIES THAT IT IS NOT BARRED FROM BEING AWARDED A CONTRACT. 30 ILCS 500/50-10

Yes

7. 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. 30 ILCS 500/50-10.5

Yes

8. VENDOR CERTIFIES THAT IT AND ITS AFFILIATES ARE NOT DELINQUENT IN THE PAYMENT OF ANY DEBT TO THE UNIVERSITY OR THE STATE (OR IF DELINQUENT, HAVE ENTERED INTO A DEFERRED PAYMENT PLAN TO PAY THE DEBT). 30 ILCS 500/50-11, 50-60

Yes

9. 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

Yes

10. 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

Yes

11. VENDOR CERTIFIES IT HAS NEITHER PAID ANY MONEY OR VALUABLE THING TO INDUCE ANY PERSON TO REFRAIN FROM BIDDING ON A STATE CONTRACT, NOR 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

Yes

12. VENDOR CERTIFIES IT HAS READ, UNDERSTANDS AND IS NOT KNOWINGLY IN VIOLATION OF THE "REVOLVING DOOR" PROVISION OF THE ILLINOIS PROCUREMENT CODE. 30 ILCS 500/50-30

Yes

13. VENDOR CERTIFIES THAT IF IT HIRES A PERSON REQUIRED TO REGISTER UNDER THE LOBBYIST REGISTRATION ACT TO ASSIST IN OBTAINING ANY STATE CONTRACT, THAT NONE OF THE LOBBYIST'S COSTS, FEES, COMPENSATION, REIMBURSEMENTS OR OTHER REMUNERATION WILL BE BILLED TO THE STATE. 30 ILCS 500/50-38

Yes

14. VENDOR CERTIFIES THAT IT WILL NOT RETAIN 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

Yes

15. 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

Yes

16. VENDOR CERTIFIES THAT IF IT IS AWARDED A CONTRACT THROUGH THE USE OF THE PREFERENCE REQUIRED BY THE PROCUREMENT OF DOMESTIC PRODUCTS ACT, THEN IT SHALL PROVIDE PRODUCTS PURSUANT TO THE CONTRACT OR A SUBCONTRACT THAT ARE MANUFACTURED IN THE UNITED STATES. 30 ILCS 517

Yes

17. VENDOR CERTIFIES THAT IF AWARDED A CONTRACT FOR PUBLIC WORKS, STEEL PRODUCTS USED OR SUPPLIED IN THE PERFORMANCE OF THAT CONTRACT SHALL BE MANUFACTURED OR PRODUCED IN THE UNITED STATES, UNLESS THE EXECUTIVE HEAD OF THE PROCURING AGENCY/UNIVERSITY GRANTS AN EXCEPTION IN WRITING. 30 ILCS 565

Yes

18. IF VENDOR IS AWARDED A CONTRACT WORTH MORE THAN \$5,000 AND EMPLOYS 25 OR MORE EMPLOYEES, VENDOR CERTIFIES IT WILL PROVIDE A DRUG FREE WORKPLACE PURSUANT TO THE DRUG FREE WORKPLACE ACT. 30 ILCS 580

Yes

19. IF VENDOR IS AN INDIVIDUAL AND IS AWARDED A CONTRACT WORTH MORE THAN \$5,000, VENDOR CERTIFIES IT SHALL NOT ENGAGE IN THE UNLAWFUL MANUFACTURE, DISTRIBUTION, DISPENSATION, POSSESSION, OR USE OF A CONTROLLED SUBSTANCE DURING THE PERFORMANCE OF THE CONTRACT PURSUANT TO THE DRUG FREE WORKPLACE ACT. 30 ILCS 580

N/A

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 UNITED STATES DEPARTMENT OF COMMERCE. 30 ILCS 582

Yes

21. VENDOR CERTIFIES THAT NO FOREIGN-MADE EQUIPMENT, MATERIALS, OR SUPPLIES FURNISHED TO THE AGENCY/UNIVERSITY UNDER ANY CONTRACT HAVE BEEN OR WILL BE PRODUCED IN WHOLE OR IN PART BY FORCED LABOR OR INDENTURED LABOR UNDER PENAL SANCTION. 30 ILCS 583

Yes

22. VENDOR CERTIFIES THAT NO FOREIGN-MADE EQUIPMENT, MATERIALS, OR SUPPLIES FURNISHED TO THE AGENCY/UNIVERSITY UNDER ANY CONTRACT HAVE BEEN PRODUCED IN WHOLE OR IN PART BY THE LABOR OR ANY CHILD UNDER THE AGE OF 12. 30 ILCS 584

Yes

23. VENDOR CERTIFIES THAT IF AWARDED A CONTRACT INCLUDING INFORMATION TECHNOLOGY, ELECTRONIC INFORMATION, SOFTWARE, SYSTEMS AND EQUIPMENT, DEVELOPED OR PROVIDED UNDER ANY CONTRACT, IT WILL COMPLY WITH THE APPLICABLE REQUIREMENTS OF THE ILLINOIS INFORMATION TECHNOLOGY ACCESSIBILITY ACT STANDARDS. 30 ILCS 587

Yes

24. VENDOR CERTIFIES THAT IF IT OWNS RESIDENTIAL BUILDINGS, THAT ANY VIOLATION OF THE LEAD POISONING PREVENTION ACT HAS BEEN MITIGATED. 410 ILCS 45

Yes

25. 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, E-11

Yes

26. VENDOR CERTIFIES IT COMPLIES WITH THE ILLINOIS DEPARTMENT OF HUMAN RIGHTS ACT AND RULES APPLICABLE TO PUBLIC CONTRACTS, WHICH INCLUDE PROVIDING EQUAL EMPLOYMENT OPPORTUNITY, REFRAINING FROM UNLAWFUL DISCRIMINATION, AND HAVING WRITTEN SEXUAL HARASSMENT POLICIES. 775 ILCS 5/2-105

Yes

27. 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

Yes

28. 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 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 WHOSE PROCUREMENT AUTHORITY AT ANY TIME DURING THE ONE-YEAR PERIOD PRECEDING THE PROCUREMENT LOBBYING ACTIVITY.

Yes

29. VENDOR CERTIFIES THAT IT HAS READ, UNDERSTANDS AND IS IN COMPLIANCE WITH THE REGISTRATION REQUIREMENTS OF THE ILLINOIS 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

EXHIBIT "1"

CONTRIBUTION THAT WILL VIOLATE THESE REQUIREMENTS.

Yes

30. THIS APPLIES TO INDIVIDUALS, SOLE PROPRIETORSHIPS, GENERAL PARTNERSHIPS, AND SINGLE MEMBER LLCs, BUT IS NOT OTHERWISE APPLICABLE. VENDOR CERTIFIES THAT HE/SHE HAS NOT RECEIVED AN EARLY RETIREMENT INCENTIVE PRIOR TO 1993 UNDER SECTION 14-108.3 OR 16-133.3 OF THE ILLINOIS PENSION CODE OR AN EARLY RETIREMENT INCENTIVE ON OR AFTER 2002 UNDER SECTION 14-108.3 OR 16-133.3 OF THE ILLINOIS PENSION CODE. (30 ILCS 105/15A; 40 ILCS 5/14-108.3; 40 ILCS 5/16-133

N/A

G. Board of Elections (BOE)

1. IS YOUR BUSINESS REGISTERED WITH THE BOARD OF ELECTIONS (BOE)?

Yes, I certify my business is registered with BOE.

14330

Additional Information

STAFF ATTACHED FILE(S)

Attach File

[Refresh List](#) after attaching file(s).

Customer Support

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Vendor Registration: View Form

General	Public Profile	Users	Commodity Codes	Contacts & Demos	Comments	Reviews	Certifications	Site Visits	Registrations
HDR Engineering, Inc.								System Vendor Number: 20036562	

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Vendor Registration	
FORM NAME	H. Iran Disclosure
DESCRIPTION	Complete section H, in order to submit this form.
DATE SUBMITTED	5/26/2017
STATUS	Accepted
BUSINESS NAME	HDR Engineering, Inc.
POINT OF CONTACT	Christie Blumenfeld
FLAG FORM	Add Flag

H. Iran Disclosure
<p>1. DO YOU OR ANY OF YOUR CORPORATE PARENTS OR SUBSIDIARIES HAVE ANY BUSINESS OPERATIONS THAT MUST BE DISCLOSED?</p> <p>No business operations to disclose.</p>

Additional Information
<p>STAFF ATTACHED FILE(S)</p> <p style="text-align: center;">Attach File</p> <p style="text-align: center;">Refresh List after attaching file(s).</p>

STATE OF ILLINOIS
FORMS B CERTIFICATIONS AND DISCLOSURES

IPB Reference #: 22040482

Procurement/Contract #: I-17-4296

This Forms B may be used when responding to an Invitation for Bid (IFB) or a Request for Proposal (RFP) if the vendor is registered in the Illinois Procurement Gateway (IPG) and has a valid IPG Registration Number.

If a vendor does not have a valid IPG registration number, then the vendor must complete and submit Forms A with their response. Failure to do so may render the submission non-responsive and result in disqualification.

Please read this entire section and provide the requested information as applicable. All parts in Forms B must be completed in full and submitted along with the vendor's response.

1. Certification of Illinois Procurement Gateway Registration

My business has a valid Illinois Procurement Gateway (IPG) registration. The State of Illinois Chief Procurement Office approved the registration and provided the IPG registration number and expiration date disclosed in this Forms B.

To ensure that you have a valid registration in the IPG, search for your business name in the IPG Registered Vendor Directory. If your company does not appear in the search results, then you do not have a valid IPG registration.

IPG Registration #: 20036562 IPG Expiration Date: 06/05/2018

2. Certification Timely to this Solicitation or Contract

Vendor certifies it is not barred from having a contract with the State based upon violating the prohibitions related to either submitting/writing specifications or providing assistance to an employee of the State of Illinois by reviewing, drafting, directing, or preparing any invitation for bids, a request for proposal, or request of information, or similar assistance (except as part of a public request for such information). 30 ILCS 500/50-10.5(e), amended by Public Act No. 97-0895 (August 3, 2012). Yes No

3. Replacement Certification to IPG Certification #6 (supersedes response in IPG)

If Vendor has been convicted of a felony, Vendor certifies at least five years have passed since 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. Vendor further certifies that it is not barred from being awarded a contract. 30 ILCS 500/50-10. Yes No

4. Disclosure of Lobbyist or Agent (Complete only if bid, offer, or contract has an annual value over \$50,000)

Is your company or parent entity(ies) represented by or do you or your parent entity(ies) employ a lobbyist required to register under the Lobbyist Registration Act (lobbyist must be registered pursuant to the Act with the Secretary of State) or an agent who has communicated, is communicating, or may communicate with any State/Public University officer or employee concerning the bid or offer? If yes, please identify each lobbyist and agent, including the name and address below. Yes No

If yes, please identify each lobbyist and agent, including the name and address below. If you have a lobbyist that does not meet the criteria, then you do not have to disclose the lobbyist's information. Additional rows may be inserted into the table or an attachment may be provided if needed.

**STATE OF ILLINOIS
FORMS B CERTIFICATIONS AND DISCLOSURES**

Name	Address	Relationship to Disclosing Entity
N/A	N/A	N/A

Describe all costs/fees/compensation/reimbursements related to the assistance provided by each representative lobbyist or other agent to obtain this Agency/University contract: N/A

5. Disclosure of Current and Pending Contracts

Complete only if: (a) your business is for-profit and (b) the bid, offer, or contract has an annual value over \$50,000. Do not complete if you are a not-for-profit entity.

Yes No. Do you have any contracts, pending contracts, bids, proposals, subcontracts, leases or other ongoing procurement relationships with units of State of Illinois government?

If "Yes", please specify below. Additional rows may be inserted into the table or an attachment in the same format may be provided if needed.

Agency/University	Project Title	Status	Value	Contract Reference/P.O./Illinois Procurement Bulletin #
See Attachment	See Attachment	See Attachment	See Attachment	See Attachment
See Attachment	See Attachment	See Attachment	See Attachment	See Attachment

6. Signature

As of the date signed below, I certify that:

- My business' information and the certifications made in the Illinois Procurement Gateway are truthful and accurate.
- The certifications and disclosures made in this Forms B are truthful and accurate.

This Forms B is signed by an authorized officer or employee on behalf of the bidder, offeror, or vendor pursuant to Sections 50-13 and 50-35 of the Illinois Procurement Code, and the affirmation of the accuracy of the financial disclosures is made under penalty of perjury.

This disclosure information is submitted on behalf of:

Vendor Name: HDR Engineering, Inc.

Phone: 773.380.7900

Street Address: 8550 West Bryn Mawr Avenue, Suite 900

Email: patrick.pechnick@hdrinc.com

City, State, Zip: Chicago, Illinois 60631

Vendor Contact: Patrick J. Pechnick

Signature: _____



Date: October 12, 2017

Printed Name: Patrick J. Pechnick

Title: Senior Vice President

Attachment 1

Form B: Disclosure of Current and Pending Contracts

5. Disclosure of Current and Pending Contracts

Complete only if: (a) your business is for-profit and (b) the bid, offer, or contract has an annual value over \$50,000. Do not complete if you are a not-for-profit entity.

Yes No. Do you have any contracts, pending contracts, bids, proposals, subcontracts, leases or other ongoing procurement relationships with units of State of Illinois government?

If "Yes", please specify below. Additional rows may be inserted into the table or an attachment in the same format may be provided if needed.

Agency/University	Project Title	Procurement Relationship	Status	Total Contract Value	Contract Reference P.O./Illinois Procurement Bulletin #
Illinois Department of Transportation	Irving Park Road/York Road Intersection Improvements	Prime	Active	\$3,476,174	PTB 140/03
Illinois Department of Transportation	US 51 Environmental Impact Statement	Prime/JV	Active	\$10,414,369	PTB 141/24
Illinois Department of Transportation	Phase I/II Various Various (D4)	Sub	Active	\$214,000	PTB 143/14
Illinois Department of Transportation	Phase I Various Various (D1)	Prime	Active	\$1,500,000	PTB 155/16
Illinois Department of Transportation	I-290 at Des Plaines River/Pump Station 4 Reconstruction	Prime	Active	\$2,718,018	PTB 156/07
Illinois Department of Transportation	Value Engineering Studies, Various Various	Sub	Active	\$150,000	PTB 157/19
Illinois Department of Transportation	Central Avenue at BRC Grade Separation (CREATE GS 2)	Prime	On Hold	\$2,241,862	PTB 161/03
Illinois Department of Transportation	Phase I/II Various Various (D2)	Prime	Active	\$600,000	PTB 167/20
Illinois Department of Transportation	Various Maintenance/Landscape Arch Construction	Sub	Active	Tasks as assigned	PTB 169/11
Illinois Department of Transportation	Phase I for I-290 Bridges	Sub	Active	\$218,703	PTB 169/16
Illinois Department of Transportation	Various Maintenance Construction	Sub	Active	Tasks as assigned	PTB 173/17
Illinois Department of Transportation	IL 53/IL 68 from US 12/Rand Road to Kennedy Drive Phase II	Sub	Active	\$106,062	PTB 175/15
Illinois Department of Transportation	IL 2 over the Rock River, Phase I/II	Prime	Active	\$547,617	PTB 176/11
Illinois Department of Transportation	East Ave. from 55th Street to Joliet Road, Phase II	Sub	Pending	TBD	PTB 180/02 D-91-321-16
Illinois Department of Transportation	Various Maintenance/Landscape Arch Construction	Sub	Pending	TBD	PTB 180/05 C-91-324-16
Illinois Department of Transportation	US 150 EB over IL River, Value Engineering Study	Prime	Active	\$107,985	PTB 181/12
Illinois Department of Transportation	Phase II Various Various	Sub	Active	Tasks as assigned	PTB 181/04
Illinois Department of Transportation	Comprehensive Rest Area Study	Sub	Pending	TBD	182/19

Agency/University	Project Title	Procurement Relationship	Status	Total Contract Value	Contract Reference/ P.O./Illinois Procurement Bulletin #
Illinois Tollway	I-90 Reconstruction	Prime	Active/ Pending Close	\$25,235,316	I-11-4017 PSB 11-4/03
Illinois Tollway	I-90 Master Plan	Prime	Active	\$865,120	I-12-4061 PSB 12-3/01
Illinois Tollway	I-90 Construction, Elgin Toll Plaza to IL 53	Sub	Active	\$250,000	I-13-4096 PSB 13-1/07
Illinois Tollway	I-90 Bridge Reconstruction Meacham Road	Sub	Active	\$100,000	I-13-4107 PSB 13-1/18
Illinois Tollway	I-90 Construction West of Higgins to Roselle	Sub	Active	\$171,000	I-14-4190 PSB 14-1/05
Illinois Tollway	Mile-Long Bridge Master Plan and Phase II Design	JV	Active	10,619,040	RR-14-4221 PSB 14-3/01
Illinois Tollway	Land Acquisition and Surveying Upon Request – Systemwide	Sub	Active	\$750,019	I-14-4646 PSB 14-3/11
Illinois Tollway	Land Acquisition Services Upon Request – Systemwide	Prime	Active	\$3,000,000	I-15-4660 PSB 15-2/09
Illinois Tollway	Systemwide, Maintenance Facilities, Construction Mgmt	Sub	Pending	TBD	RR-16-4252 PSB 16-1
Illinois Capital Development Board	Plan & Begin Upgrade of Electrical Systems	Prime	On Hold	\$795,633	10-0062-10
Illinois Tollway	Land Acquisition As Needed	Sub	Pending	\$5000	Contract RR-16-4265
Illinois Tollway	CM Services – Central Road	Sub	Active	\$17,022	Contract I-14-4193

Vendor Registration: View


General	Public Profile	Users	Commodity Codes	Contacts & Owners	Comments	Reviews	Certifications	Site Visits	Registrations
HDR Engineering, Inc.									System Vendor Number: 20036562

 4 flags have been added to this record. See below for details.

Show only flagged items.

Vendor Registration	
TYPE	State of Illinois Vendor Registration
DESCRIPTION	Register to do business with the State of Illinois
DATE SUBMITTED	5/26/2017
STATUS	Accepted
REVIEWER	Andrew Shackelford
DATE REVIEWED	6/5/2017
PUBLIC REVIEW COMMENTS	
PRIVATE REVIEW COMMENTS	
EXPIRATION DATE	6/5/2018
FLAG FORM	Add Flag

Settings	
SMALL BUSINESS SET-ASIDE PROGRAM (SBSP) REGISTERED	No
REGISTERING AS A	Prime & Subcontractor

Entity Information	
BUSINESS NAME	HDR Engineering, Inc.
CONTACT FOR THIS SUBMISSION	Christie Blumenfeld (change contact)
PRIMARY CONTACT EMAIL	Christie.Blumenfeld@hdrinc.com
PHONE	773-380-7918
FAX	773-380-7979
COMPANY EMAIL	Christie.Blumenfeld@hdrinc.com
TAX ID NUMBER	
COMPANY TYPE	Corporation
ADDRESS	8404 INDIAN HILLS DR OMAHA, NE 68114 [edit address]

Vendor Registration: View Form

General | Public Profile | Users | Commodity Codes | Contacts & Orders | Comments | Reviews | Certifications | Site Visits | Registrations

HDR Engineering, Inc.

System Vendor Number: 20506562

[Return to Main Form](#)

 4 flags have been added to this record. See below for details.

Show only flagged items.

Vendor Registration

FORM NAME	I. Financial Disclosure & Conflicts of Interest
DESCRIPTION	Complete the Financial Disclosure & Conflicts of Interest form
DATE SUBMITTED	5/26/2017
STATUS	Accepted
BUSINESS NAME	HDR Engineering, Inc.
POINT OF CONTACT	Christie Blumenfeld
FLAG FORM	Add Flag

I. Financial Disclosures & Conflicts of Interest

A. IDENTIFY THE APPLICABLE ENTITY TYPE. 

Other Privately Held Entity (i.e. LLC, partnership, privately held corporation with 100 or fewer shareholders, or other **entity type not clearly identified in another option**)


B. IS THERE A PARENT ENTITY THAT OWNS 100% OF THE BUSINESS? 

Yes

Document	Status
Parent Form HDR, Inc. BEST Plan and ESOP Disclosures 5.26.2017 (PDF, 1.75 MB) HDR, Inc. Disclosures 5.26.2017 (PDF, 321.42 KB)	Attached by Christie Blumenfeld on 5/26/2017

C. INSTRUMENT OF OWNERSHIP OR BENEFICIAL INTEREST 

Corporate Stock (C-Corporation, S-Corporation, Professional Corporation, Service Corporation)

1. IS THERE ANY INDIVIDUAL OR ENTITY WHO MEETS ANY OF THE FOLLOWING THRESHOLDS: (A) OWNS MORE THAN 5% OF THE BUSINESS, (B) HOLDS OWNERSHIP SHARE OF THE BUSINESS VALUED IN EXCESS OF \$106,447.20, (C) IS ENTITLED TO MORE THAN 5% OF THE BUSINESS' DISTRIBUTIVE INCOME, OR (D) IS ENTITLED TO MORE THAN \$106,447.20 OF THE BUSINESS' DISTRIBUTIVE INCOME? 

Yes, the information is not publicly available (If any individuals are listed, answer Yes or No to questions 5-8 and 11-20.)

Document	Status
List of individuals or entities meeting one or more of the listed thresholds. IPG Percentage of Ownership and Distributive Income Form HDR Engineering, Inc. 5.26.2017 (PDF, 36.30 KB)	Attached by Christie Blumenfeld on 5/26/2017

EXHIBIT "1"

2. PLEASE CERTIFY THAT THE FOLLOWING STATEMENT IS TRUE: ALL INDIVIDUALS OR ENTITIES THAT HOLD AN OWNERSHIP INTEREST IN THE BUSINESS OF GREATER THAN 5% OR VALUED GREATER THAN \$106,447.20 HAVE BEEN DISCLOSED IN QUESTION 1.

Yes

3. PLEASE CERTIFY THAT THE FOLLOWING STATEMENT IS TRUE: ALL INDIVIDUALS OR ENTITIES THAT WERE ENTITLED TO RECEIVE DISTRIBUTIVE INCOME IN AN AMOUNT GREATER THAN \$106,447.20 OR GREATER THAN 5% OF THE TOTAL DISTRIBUTIVE INCOME OF THE BUSINESS HAVE BEEN DISCLOSED IN QUESTION 1.

Yes

4. DISCLOSURE OF BOARD OF DIRECTORS FOR NOT-FOR-PROFIT ENTITIES.

Not applicable - For-Profit Entity

5. FOR THE INDIVIDUALS DISCLOSED ABOVE IN QUESTION 1 AND FOR SOLE PROPRIETORS, ARE ANY OF THEM A PERSON WHO HOLDS AN ELECTIVE OFFICE IN THE STATE OF ILLINOIS OR HOLDS A SEAT IN THE GENERAL ASSEMBLY, OR ARE THEY THE SPOUSE OR MINOR CHILD OF SUCH PERSON?

Not applicable - No individuals disclosed in question 1

6. FOR THE INDIVIDUALS DISCLOSED ABOVE IN QUESTION 1 AND FOR SOLE PROPRIETORS, ARE ANY OF THEM APPOINTED TO OR EMPLOYED IN ANY OFFICES OR AGENCIES OF STATE GOVERNMENT AND RECEIVE COMPENSATION FOR SUCH EMPLOYMENT IN EXCESS OF 60% (\$106,447.20) OF THE SALARY OF THE GOVERNOR, OR ARE ANY OF THEM THE SPOUSE OR MINOR CHILD OF SUCH PERSON?

Not applicable - No individuals disclosed in question 1

7. FOR THE INDIVIDUALS DISCLOSED ABOVE IN QUESTION 1 AND FOR SOLE PROPRIETORS, ARE ANY OF THEM AN OFFICER OR EMPLOYEE OF THE CAPITAL DEVELOPMENT BOARD OR THE ILLINOIS TOLL HIGHWAY AUTHORITY, OR ARE ANY OF THEM THE SPOUSE OR MINOR CHILD OF SUCH PERSON?

Not applicable - No individuals disclosed in question 1

8. FOR THE INDIVIDUALS DISCLOSED ABOVE IN QUESTION 1 AND FOR SOLE PROPRIETORS, ARE ANY OF THEM APPOINTED AS A MEMBER OF A BOARD, COMMISSION, AUTHORITY, OR TASK FORCE AUTHORIZED OR CREATED BY STATE LAW OR BY EXECUTIVE ORDER OF THE GOVERNOR, OR ARE THEY THE SPOUSE OR AN IMMEDIATE FAMILY MEMBER WHO CURRENTLY RESIDES OR RESIDED WITH SUCH PERSON WITHIN THE LAST 12 MONTHS?

Not applicable - No individuals disclosed in question 1

9. IF ANY QUESTION IN 5-8 ABOVE IS ANSWERED YES, PLEASE ANSWER THE FOLLOWING: DO ANY OF THE INDIVIDUALS IDENTIFIED, THEIR SPOUSE, OR MINOR CHILD RECEIVE FROM THE ENTITY MORE THAN 7.5% OF THE ENTITY'S TOTAL DISTRIBUTABLE INCOME OR AN AMOUNT OF DISTRIBUTABLE INCOME IN EXCESS OF THE SALARY OF THE GOVERNOR (\$177,412.00)?

Not applicable - I answered No in Questions 5-8

10. IF ANY QUESTION IN 5-8 ABOVE IS ANSWERED YES, PLEASE ANSWER THE FOLLOWING: IS THERE A COMBINED INTEREST OF ANY INDIVIDUAL IDENTIFIED ALONG WITH THEIR SPOUSE OR MINOR CHILD OF MORE THAN 15% IN THE AGGREGATE OF THE ENTITY'S DISTRIBUTABLE INCOME OR AN AMOUNT OF DISTRIBUTABLE INCOME IN EXCESS OF TWO TIMES THE SALARY OF THE GOVERNOR (\$354,824.00)?

Not applicable - I answered No In Questions 5-8

11. FOR THE INDIVIDUALS DISCLOSED ABOVE IN QUESTION 1 AND FOR SOLE PROPRIETORS, DO ANY OF THEM CURRENTLY HAVE, OR IN THE PREVIOUS 3 YEARS HAD STATE EMPLOYMENT, INCLUDING CONTRACTUAL EMPLOYMENT OF SERVICES? THIS DOES NOT INCLUDE CONTRACTS TO PROVIDE GOODS OR SERVICES TO THE STATE AS A VENDOR.

Not applicable - No individuals disclosed in question 1

12. FOR THE INDIVIDUALS DISCLOSED ABOVE IN QUESTION 1 AND FOR SOLE PROPRIETORS, HAVE THEIR SPOUSE, FATHER, MOTHER, SON, OR DAUGHTER, HAD STATE EMPLOYMENT, INCLUDING CONTRACTUAL EMPLOYMENT FOR SERVICES, IN THE PREVIOUS 2 YEARS? THIS DOES NOT INCLUDE CONTRACTS TO PROVIDE GOODS OR SERVICES TO THE STATE AS A VENDOR.

Not applicable - No individuals disclosed in question 1

13. FOR THE INDIVIDUALS DISCLOSED ABOVE IN QUESTION 1 AND FOR SOLE PROPRIETORS, DO ANY OF THEM CURRENTLY HOLD OR HAVE HELD IN THE PREVIOUS 3 YEARS ELECTIVE OFFICE OF THE STATE OF ILLINOIS, THE GOVERNMENT OF THE UNITED STATES, OR ANY UNIT OF LOCAL GOVERNMENT AUTHORIZED BY THE CONSTITUTION OF THE STATE OF ILLINOIS OR THE STATUTES OF THE STATE OF ILLINOIS?

Not applicable - No individuals disclosed in question 1

14. FOR THE INDIVIDUALS DISCLOSED ABOVE IN QUESTION 1 AND FOR SOLE PROPRIETORS, DO ANY OF THEM HAVE A RELATIONSHIP TO ANYONE (SPOUSE, FATHER, MOTHER, SON, OR DAUGHTER) HOLDING ELECTIVE OFFICE CURRENTLY OR IN THE PREVIOUS 2 YEARS?

Not applicable - No individuals disclosed in question 1

15. FOR THE INDIVIDUALS DISCLOSED ABOVE IN QUESTION 1 AND FOR SOLE PROPRIETORS, DO ANY OF THEM HOLD OR HAVE HELD IN THE PREVIOUS 3 YEARS 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?

Not applicable - No individuals disclosed in question 1

16. FOR THE INDIVIDUALS DISCLOSED ABOVE IN QUESTION 1 AND FOR SOLE PROPRIETORS, DO ANY OF THEM HAVE A RELATIONSHIP TO ANYONE (SPOUSE, FATHER, MOTHER, SON, OR DAUGHTER) HOLDING APPOINTIVE OFFICE CURRENTLY OR IN THE PREVIOUS 2 YEARS?

Not applicable - No individuals disclosed in question 1

17. FOR THE INDIVIDUALS DISCLOSED ABOVE IN QUESTION 1 AND FOR SOLE PROPRIETORS, DO ANY OF THEM CURRENTLY HAVE OR IN THE PREVIOUS 3 YEARS HAD EMPLOYMENT AS OR BY ANY REGISTERED LOBBYIST OF THE STATE GOVERNMENT?

Not applicable - No individuals disclosed in question 1

18. FOR THE INDIVIDUALS DISCLOSED ABOVE IN QUESTION 1 AND FOR SOLE PROPRIETORS, DO ANY OF THEM CURRENTLY HAVE OR IN THE PREVIOUS 2 YEARS HAD A RELATIONSHIP TO ANYONE (SPOUSE, FATHER, MOTHER, SON, OR DAUGHTER) THAT IS OR WAS A REGISTERED LOBBYIST?

Not applicable - No individuals disclosed in question 1

19. FOR THE INDIVIDUALS DISCLOSED ABOVE IN QUESTION 1 AND FOR SOLE PROPRIETORS, DO ANY OF THEM CURRENTLY HAVE OR IN THE PREVIOUS 3 YEARS HAD COMPENSATED EMPLOYMENT 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?

Not applicable - No individuals disclosed in question 1

20. FOR THE INDIVIDUALS DISCLOSED ABOVE IN QUESTION 1 AND FOR SOLE PROPRIETORS, DO ANY OF THEM CURRENTLY HAVE OR IN THE PREVIOUS 2 YEARS HAD A RELATIONSHIP TO ANYONE (SPOUSE, FATHER, MOTHER, SON, OR DAUGHTER) WHO IS OR WAS A COMPENSATED EMPLOYEE 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?

Not applicable - No individuals disclosed in question 1

21. HAS THERE BEEN ANY DEBARMENT FROM CONTRACTING WITH ANY GOVERNMENTAL ENTITY WITHIN THE PREVIOUS TEN YEARS? THIS APPLIES TO ALL SOLE PROPRIETORS, FOR-PROFIT ENTITIES, NOT-FOR-PROFIT ENTITIES, AND FOR THE INDIVIDUALS DISCLOSED IN QUESTION 1 ABOVE.

No

22. HAS THERE BEEN ANY PROFESSIONAL LICENSURE DISCIPLINE WITHIN THE PREVIOUS TEN YEARS? THIS APPLIES TO ALL SOLE PROPRIETORS, FOR-PROFIT ENTITIES, NOT-FOR-PROFIT ENTITIES, AND FOR THE INDIVIDUALS DISCLOSED IN QUESTION 1 ABOVE.

No

23. HAS THERE BEEN ANY BANKRUPTCY WITHIN THE PREVIOUS TEN YEARS? THIS APPLIES TO ALL SOLE PROPRIETORS, FOR-PROFIT ENTITIES, NOT-FOR-PROFIT ENTITIES, AND FOR THE INDIVIDUALS DISCLOSED IN QUESTION 1 ABOVE.

No

24. HAVE THERE BEEN ANY ADVERSE CIVIL JUDGMENTS AND/OR ADMINISTRATIVE FINDINGS WITHIN THE PREVIOUS TEN YEARS? THIS APPLIES TO ALL SOLE PROPRIETORS, FOR-PROFIT ENTITIES, NOT-FOR-PROFIT ENTITIES, AND FOR THE INDIVIDUALS DISCLOSED IN QUESTION 1 ABOVE.

No

25. HAVE THERE BEEN ANY CRIMINAL FELONY CONVICTIONS WITHIN THE PREVIOUS TEN YEARS? THIS APPLIES TO ALL SOLE PROPRIETORS, FOR-PROFIT ENTITIES, NOT-FOR-PROFIT ENTITIES, AND FOR THE INDIVIDUALS DISCLOSED IN QUESTION 1 ABOVE.

No

Additional Information

STAFF ATTACHED FILE(S)

Attach File

[Refresh List](#) after attaching file(s).

Customer Support

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**ILLINOIS PROCUREMENT GATEWAY
PERCENTAGE OF OWNERSHIP AND DISTRIBUTIVE INCOME FORM**

Vendor Name: HDR Engineering, Inc.

DBA: N/A

INSTRUCTIONS:

1. Ownership Share – Provide the name and address of each individual or entity and their percentage of ownership if said percentage exceeds 5%, or the dollar value of their ownership if said dollar value exceeds \$106,447.20.
2. Distributive Income – Provide the name and address of each individual or entity and their percentage of the disclosing vendor's total distributive income if said percentage exceeds 5% of the total distributive income of the disclosing entity, or the dollar value of their distributive income if said dollar value exceeds \$106,447.20.
3. Additional rows may be inserted into the tables or an attachment in a substantially similar format may be provided if needed.

Name	Address	% of Ownership	\$ Value of Ownership	% of Distributive Income	\$ Value of Distributive Income
HDR, Inc.	8404 Indian Hill Drive, Omaha, NE 68114	100%	N/A	100%	N/A

**ILLINOIS PROCUREMENT GATEWAY
FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

This Financial Disclosures and Conflicts of Interest Form must be accurately completed and submitted by the Parent Entity with 100% ownership of the Vendor applying for or holding registration within the Illinois Procurement Gateway. If Parent Entity is 100% owned by another entity ("Parent's Parent Entity"), then the Parent's Parent Entity must complete this disclosure form. This disclosure requirement continues for each successive parent until the level where the parent entity does not have 100% ownership. Parent entities with less than 100% ownership do not need to complete this form.

There are seven steps to this form and each must be completed as instructed. The Agency/University will consider this form when evaluating the vendor's bid, offer, or proposal or awarding the contract.

The requirement of disclosure of financial interests and conflicts of interest is a continuing obligation. If circumstances change and the disclosure is no longer accurate, then disclosing entities must provide an updated form.

Vendor Name	HDR Engineering, Inc.
Doing Business As (DBA)	N/A
Disclosing Entity	HDR, Inc.
Disclosing Entity's Parent Entity	HDR, Inc. BEST Plan and ESOP
Instrument of Ownership or Beneficial Interest	Corporate Stock (C-Corporation, S-Corporation, Professional Corporation, Service Corporation) <input type="checkbox"/> If you selected Other, please describe: N/A

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

**STEP 1
SUPPORTING DOCUMENTATION SUBMITTAL**

You must select one of the six options below and select the documentation you are submitting. You must provide the documentation the applicable section requires with this form.

Option 1 – Publicly Traded Entities

1.A. Complete Step 2, Option A for each qualifying individual or entity holding any ownership or distributive income share in excess of 5% or an amount greater than 60% (\$106,447.20) of the annual salary of the Governor.

OR

1.B. Attach a copy of the Federal 10-K or provide a web address of an electronic copy of the Federal 10-K, and skip to Step 3.

Option 2 – Privately Held Entities with more than 200 Shareholders

2.A. Complete Step 2, Option A for each qualifying individual or entity holding any ownership or distributive income share in excess of 5% or an amount greater than 60% (\$106,447.20) of the annual salary of the Governor.

OR

2.B. Complete Step 2, Option A for each qualifying individual or entity holding any ownership share in excess of 5% and attach the information Federal 10-K reporting companies are required to report under 17 CFR 229.401.

Option 3 – All other Privately Held Entities, not including Sole Proprietorships

3.A. Complete Step 2, Option A for each qualifying individual or entity holding any ownership or distributive income share in excess of 5% or an amount greater than 60% (\$106,447.20) of the annual salary of the Governor.

Option 4 – Foreign Entities

4.A. Complete Step 2, Option A for each qualifying individual or entity holding any ownership or distributive income share in excess of 5% or an amount greater than 60% (\$106,447.20) of the annual salary of the Governor.

OR

4.B. Attach a copy of the Securities Exchange Commission Form 20-F or 40-F and skip to Step 3.

Option 5 – Not-for-Profit Entities

Complete Step 2, Option B.

Option 6 – Sole Proprietorships

Skip to Step 3.

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

**STEP 2
DISCLOSURE OF FINANCIAL INTEREST OR BOARD OF DIRECTORS**

Complete either Option A (for all entities other than not-for-profits) or Option B (for not-for-profits). Additional rows may be inserted into the tables or an attachment may be provided if needed.

OPTION A – Ownership Share and Distributive Income

Ownership Share – If you selected Option 1.A., 2.A., 2.B., 3.A., or 4.A. in Step 1, provide the name and address of each individual or entity and their percentage of ownership if said percentage exceeds 5%, or the dollar value of their ownership if said dollar value exceeds \$106,447.20.

Check here if including an attachment with requested information in a format substantially similar to the format below.

TABLE – X			
Name	Address	Percentage of Ownership	\$ Value of Ownership
HDR, Inc. BEST Plan and ESOP	8404 Indian Hill Drive, Omaha, NE 68114	100%	N/A

Distributive Income – If you selected Option 1.A., 2.A., 3.A., or 4.A. in Step 1, provide the name and address of each individual or entity and their percentage of the disclosing vendor's total distributive income if said percentage exceeds 5% of the total distributive income of the disclosing entity, or the dollar value of their distributive income if said dollar value exceeds \$106,447.20.

Check here if including an attachment with requested information in a format substantially similar to the format below.

TABLE – Y			
Name	Address	% of Distributive Income	\$ Value of Distributive Income
HDR, Inc. BEST Plan and ESOP	8404 Indian Hill Drive, Omaha, NE 68114	100%	N/A

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

Please certify that the following statements are true.

I have disclosed all individuals or entities that hold an ownership interest of greater than 5% or greater than \$106,447.20.

Yes No

I have disclosed all individuals or entities that were entitled to receive distributive income in an amount greater than \$106,447.20 or greater than 5% of the total distributive income of the disclosing entity.

Yes No

OPTION B – Disclosure of Board of Directors (Not-for-Profits)

If you selected Option 5 in Step 1, list members of your board of directors. Please include an attachment if necessary.

TABLE – Z	
Name	Address
N/A	N/A

**STEP 3
PROHIBITED CONFLICTS OF INTEREST**

Step 3 must be completed for each person disclosed in Step 2, Option A and for sole proprietors identified in Step 1, Option 6 above. Please provide the name of the person for which responses are provided: N/A

1. Do you hold or are you the spouse or minor child who holds an elective office in the State of Illinois or hold a seat in the General Assembly? Yes No
2. Have you, your spouse, or minor child been appointed to or employed in any offices or agencies of State government and receive compensation for such employment in excess of 60% (\$106,447.20) of the salary of the Governor? Yes No
3. Are you or are you the spouse or minor child of an officer or employee of the Capital Development Board or the Illinois Toll Highway Authority? Yes No
4. Have you, your spouse, or an immediate family member who lives in your residence currently or who lived in your residence within the last 12 months been appointed as a member of a board, commission, authority, or task force authorized or created by State law or by executive order of the Governor? Yes No
5. If you answered yes to any question in 1-4 above, please answer the following: Do you, your spouse, or minor child receive from the vendor more than 7.5% of the vendor's total Yes No

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

distributable income or an amount of distributable income in excess of the salary of the Governor (\$177,412.00)?

6. If you answered yes to any question in 1-4 above, please answer the following: Is there a combined interest of self with spouse or minor child more than 15% (\$354,824.00) in the aggregate of the vendor's distributable income or an amount of distributable income in excess of two times the salary of the Governor? Yes No

**STEP 4
POTENTIAL CONFLICTS OF INTEREST RELATING TO PERSONAL RELATIONSHIPS**

Step 4 must be completed for each person disclosed in Step 2, Option A and for sole proprietors identified in Step 1, Option 6 above.

Please provide the name of the person for which responses are provided: N/A

1. Do you currently have, or in the previous 3 years have you had State employment, including contractual employment of services? Yes No
2. Has your spouse, father, mother, son, or daughter, had State employment, including contractual employment for services, in the previous 2 years? Yes No
3. Do you hold currently or have you held in the previous 3 years elective office of the State of Illinois, the government of the United States, or any unit of local government authorized by the Constitution of the State of Illinois or the statutes of the State of Illinois? Yes No
4. Do you have a relationship to anyone (spouse, father, mother, son, or daughter) holding elective office currently or in the previous 2 years? Yes No
5. Do you hold or have you held in the previous 3 years 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? Yes No
6. Do you have a relationship to anyone (spouse, father, mother, son, or daughter) holding appointive office currently or in the previous 2 years? Yes No
7. Do you currently have or in the previous 3 years had employment as or by any registered lobbyist of the State government? Yes No
8. Do you currently have or in the previous 2 years had a relationship to anyone (spouse, father, mother, son, or daughter) that is or was a registered lobbyist? Yes No
9. Do you currently have or in the previous 3 years had compensated employment 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

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

10. Do you currently have or in the previous 2 years had a relationship to anyone (spouse, father, mother, son, or daughter) who is or was a compensated employee 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

**STEP 5
EXPLANATION OF AFFIRMATIVE RESPONSES**

If you answered "Yes" in Step 3 or Step 4, please provide on an additional page a detailed explanation that includes, but is not limited to the name, salary, State agency or university, and position title of each individual.

N/A

**STEP 6
POTENTIAL CONFLICTS OF INTEREST
RELATING TO DEBARMENT & LEGAL PROCEEDINGS**

This step must be completed for each person disclosed in Step 2, Option A, Step 3, and for each entity and sole proprietor disclosed in Step 1.

Please provide the name of the person or entity for which responses are provided: HDR, Inc.

- 1. Within the previous ten years, have you had debarment from contracting with any governmental entity? Yes No
- 2. Within the previous ten years, have you had any professional licensure discipline? Yes No
- 3. Within the previous ten years, have you had any bankruptcies? Yes No
- 4. Within the previous ten years, have you had any adverse civil judgments and administrative findings? Yes No
- 5. Within the previous ten years, have you had any criminal felony convictions? Yes No

If you answered "Yes", please provide a detailed explanation that includes, but is not limited to the name, State agency or university, and position title of each individual. N/A

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

**STEP 7
SIGN THE DISCLOSURE**

This disclosure is signed, and made under penalty of perjury for all for-profit entities, by an authorized officer or employee on behalf of the bidder or offeror pursuant to Sections 50-13 and 50-35 of the Illinois Procurement Code. This disclosure information is submitted on behalf of:

Name of Disclosing Entity: HDR, Inc.

Signature: _____

Date: 5/25/2017

Printed Name: Jody K. Debs

Title: General Counsel

Phone Number: (303) 318-6317

Email Address: jody.debs@hdrinc.com

**ILLINOIS PROCUREMENT GATEWAY
FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

This Financial Disclosures and Conflicts of Interest Form must be accurately completed and submitted by the Parent Entity with 100% ownership of the Vendor applying for or holding registration within the Illinois Procurement Gateway. If Parent Entity is 100% owned by another entity ("Parent's Parent Entity"), then the Parent's Parent Entity must complete this disclosure form. This disclosure requirement continues for each successive parent until the level where the parent entity does not have 100% ownership. Parent entities with less than 100% ownership do not need to complete this form.

There are **seven** steps to this form and each must be completed as instructed. The Agency/University will consider this form when evaluating the vendor's bid, offer, or proposal or awarding the contract.

The requirement of disclosure of financial interests and conflicts of interest is a continuing obligation. If circumstances change and the disclosure is no longer accurate, then disclosing entities must provide an updated form.

Vendor Name	HDR Engineering, Inc.
Doing Business As (DBA)	n/a
Disclosing Entity	HDR, Inc. BEST Plan and ESOP
Disclosing Entity's Parent Entity	n/a
Instrument of Ownership or Beneficial Interest	Other <input checked="" type="checkbox"/> If you selected Other, please describe: Employee Stock Ownership Plan

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

**STEP 1
SUPPORTING DOCUMENTATION SUBMITTAL**

You must select one of the six options below and select the documentation you are submitting. You must provide the documentation the applicable section requires with this form.

Option 1 – Publicly Traded Entities

1.A. Complete Step 2, Option A for each qualifying individual or entity holding any ownership or distributive income share in excess of 5% or an amount greater than 60% (\$106,447.20) of the annual salary of the Governor.

OR

1.B. Attach a copy of the Federal 10-K or provide a web address of an electronic copy of the Federal 10-K, and skip to Step 3.

Option 2 – Privately Held Entities with more than 200 Shareholders

2.A. Complete Step 2, Option A for each qualifying individual or entity holding any ownership or distributive income share in excess of 5% or an amount greater than 60% (\$106,447.20) of the annual salary of the Governor.

OR

2.B. Complete Step 2, Option A for each qualifying individual or entity holding any ownership share in excess of 5% and attach the information Federal 10-K reporting companies are required to report under 17 CFR 229.401.

Option 3 – All other Privately Held Entities, not including Sole Proprietorships

3.A. Complete Step 2, Option A for each qualifying individual or entity holding any ownership or distributive income share in excess of 5% or an amount greater than 60% (\$106,447.20) of the annual salary of the Governor.

Option 4 – Foreign Entities

4.A. Complete Step 2, Option A for each qualifying individual or entity holding any ownership or distributive income share in excess of 5% or an amount greater than 60% (\$106,447.20) of the annual salary of the Governor.

OR

4.B. Attach a copy of the Securities Exchange Commission Form 20-F or 40-F and skip to Step 3.

Option 5 – Not-for-Profit Entities

Complete Step 2, Option B.

Option 6 – Sole Proprietorships

Skip to Step 3.

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

**STEP 2
DISCLOSURE OF FINANCIAL INTEREST OR BOARD OF DIRECTORS**

Complete either Option A (for all entities other than not-for-profits) or Option B (for not-for-profits). Additional rows may be inserted into the tables or an attachment may be provided if needed.

OPTION A – Ownership Share and Distributive Income

Ownership Share – If you selected Option 1.A., 2.A., 2.B., 3.A., or 4.A. in Step 1, provide the name and address of each individual or entity and their percentage of ownership if said percentage exceeds 5%, or the dollar value of their ownership if said dollar value exceeds \$106,447.20.

Check here if including an attachment with requested information in a format substantially similar to the format below.

TABLE – X			
Name	Address	Percentage of Ownership	\$ Value of Ownership
Herbert A. Ledesma	[REDACTED]	0.022%	\$289,766.94
Lourdes Knepler	[REDACTED]	0.022%	\$291,161.59
Ryan D. Keith	[REDACTED]	0.010%	\$135,879.95
Miguel A. Mendoza	[REDACTED]	0.019%	\$244,676.11
Kevin S. Woods	[REDACTED]	0.015%	\$192,861.49
Lana G. Stoppel	[REDACTED]	0.025%	\$328,954.94
Laura D. Kubiak	[REDACTED]	0.010%	\$130,982.86
Christopher J. Rector	[REDACTED]	0.024%	\$313,515.85
See "Attachment A"	See "Attachment A"	See "Attachment A"	See "Attachment A"

Distributive Income – If you selected Option 1.A., 2.A., 3.A., or 4.A. in Step 1, provide the name and address of each individual or entity and their percentage of the disclosing vendor's total distributive income if said percentage exceeds 5% of the total distributive income of the disclosing entity, or the dollar value of their distributive income if said dollar value exceeds \$106,447.20.

Check here if including an attachment with requested information in a format substantially similar to the format below.

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

TABLE – Y			
Name	Address	% of Distributive Income	\$ Value of Distributive Income
Herbert A. Ledesma	[REDACTED]	0.022%	\$289,766.94
Lourdes Knepler		0.022%	\$291,161.59
Ryan D. Keith		0.010%	\$135,879.95
Miguel A. Mendoza		0.019%	\$244,676.11
Kevin S. Woods		0.015%	\$192,861.49
Lana G. Stoppel		0.025%	\$328,954.94
Laura D. Kubiak		0.010%	\$130,982.86
Christopher J. Rector		0.024%	\$313,515.85
See "Attachment A"		See "Attachment A"	See "Attachment A"

Please certify that the following statements are true.

I have disclosed all individuals or entities that hold an ownership interest of greater than 5% or greater than \$106,447.20.

Yes No

I have disclosed all individuals or entities that were entitled to receive distributive income in an amount greater than \$106,447.20 or greater than 5% of the total distributive income of the disclosing entity.

Yes No

OPTION B – Disclosure of Board of Directors (Not-for-Profits)

If you selected Option 5 in Step 1, list members of your board of directors. Please include an attachment if necessary.

TABLE – Z	
Name	Address
N/A	N/A

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

**STEP 3
PROHIBITED CONFLICTS OF INTEREST**

Step 3 must be completed for each person disclosed in Step 2, Option A and for sole proprietors identified in Step 1, Option 6 above. Please provide the name of the person for which responses are provided: N/A (HDR, Inc. BEST Plan and ESOP)

1. Do you hold or are you the spouse or minor child who holds an elective office in the State of Illinois or hold a seat in the General Assembly? Yes No
2. Have you, your spouse, or minor child been appointed to or employed in any offices or agencies of State government and receive compensation for such employment in excess of 60% (\$106,447.20) of the salary of the Governor? Yes No
3. Are you or are you the spouse or minor child of an officer or employee of the Capital Development Board or the Illinois Toll Highway Authority? Yes No
4. Have you, your spouse, or an immediate family member who lives in your residence currently or who lived in your residence within the last 12 months been appointed as a member of a board, commission, authority, or task force authorized or created by State law or by executive order of the Governor? Yes No
5. If you answered yes to any question in 1-4 above, please answer the following: Do you, your spouse, or minor child receive from the vendor more than 7.5% of the vendor's total distributable income or an amount of distributable income in excess of the salary of the Governor (\$177,412.00)? Yes No
6. If you answered yes to any question in 1-4 above, please answer the following: Is there a combined interest of self with spouse or minor child more than 15% (\$354,824.00) in the aggregate of the vendor's distributable income or an amount of distributable income in excess of two times the salary of the Governor? Yes No

**STEP 4
POTENTIAL CONFLICTS OF INTEREST RELATING TO PERSONAL RELATIONSHIPS**

Step 4 must be completed for each person disclosed in Step 2, Option A and for sole proprietors identified in Step 1, Option 6 above.

Please provide the name of the person for which responses are provided: N/A (HDR, Inc. BEST Plan and ESOP)

1. Do you currently have, or in the previous 3 years have you had State employment, including contractual employment of services? Yes No
2. Has your spouse, father, mother, son, or daughter, had State employment, including contractual employment for services, in the previous 2 years? Yes No

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

3. Do you hold currently or have you held in the previous 3 years elective office of the State of Illinois, the government of the United States, or any unit of local government authorized by the Constitution of the State of Illinois or the statutes of the State of Illinois? Yes No
4. Do you have a relationship to anyone (spouse, father, mother, son, or daughter) holding elective office currently or in the previous 2 years? Yes No
5. Do you hold or have you held in the previous 3 years 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? Yes No
6. Do you have a relationship to anyone (spouse, father, mother, son, or daughter) holding appointive office currently or in the previous 2 years? Yes No
7. Do you currently have or in the previous 3 years had employment as or by any registered lobbyist of the State government? Yes No
8. Do you currently have or in the previous 2 years had a relationship to anyone (spouse, father, mother, son, or daughter) that is or was a registered lobbyist? Yes No
9. Do you currently have or in the previous 3 years had compensated employment 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
10. Do you currently have or in the previous 2 years had a relationship to anyone (spouse, father, mother, son, or daughter) who is or was a compensated employee 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

STEP 5

EXPLANATION OF AFFIRMATIVE RESPONSES

If you answered "Yes" in Step 3 or Step 4, please provide on an additional page a detailed explanation that includes, but is not limited to the name, salary, State agency or university, and position title of each individual.

N/A

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

**STEP 6
POTENTIAL CONFLICTS OF INTEREST
RELATING TO DEBARMENT & LEGAL PROCEEDINGS**

This step must be completed for each person disclosed in Step 2, Option A, Step 3, and for each entity and sole proprietor disclosed in Step 1.

Please provide the name of the person or entity for which responses are provided: HDR, Inc. BEST Plan and ESOP

1. Within the previous ten years, have you had debarment from contracting with any governmental entity? Yes No
2. Within the previous ten years, have you had any professional licensure discipline? Yes No
3. Within the previous ten years, have you had any bankruptcies? Yes No
4. Within the previous ten years, have you had any adverse civil judgments and administrative findings? Yes No
5. Within the previous ten years, have you had any criminal felony convictions? Yes No

If you answered "Yes", please provide a detailed explanation that includes, but is not limited to the name, State agency or university, and position title of each individual. N/A

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

**STEP 3
PROHIBITED CONFLICTS OF INTEREST**

Step 3 must be completed for each person disclosed in Step 2, Option A and for sole proprietors identified in Step 1, Option 6 above. Please provide the name of the person for which responses are provided: Herbert A. Ledesma

1. Do you hold or are you the spouse or minor child who holds an elective office in the State of Illinois or hold a seat in the General Assembly? Yes No
2. Have you, your spouse, or minor child been appointed to or employed in any offices or agencies of State government and receive compensation for such employment in excess of 60% (\$106,447.20) of the salary of the Governor? Yes No
3. Are you or are you the spouse or minor child of an officer or employee of the Capital Development Board or the Illinois Toll Highway Authority? Yes No
4. Have you, your spouse, or an immediate family member who lives in your residence currently or who lived in your residence within the last 12 months been appointed as a member of a board, commission, authority, or task force authorized or created by State law or by executive order of the Governor? Yes No
5. If you answered yes to any question in 1-4 above, please answer the following: Do you, your spouse, or minor child receive from the vendor more than 7.5% of the vendor's total distributable income or an amount of distributable income in excess of the salary of the Governor (\$177,412.00)? Yes No
6. If you answered yes to any question in 1-4 above, please answer the following: Is there a combined interest of self with spouse or minor child more than 15% (\$354,824.00) in the aggregate of the vendor's distributable income or an amount of distributable income in excess of two times the salary of the Governor? Yes No

**STEP 4
POTENTIAL CONFLICTS OF INTEREST RELATING TO PERSONAL RELATIONSHIPS**

Step 4 must be completed for each person disclosed in Step 2, Option A and for sole proprietors identified in Step 1, Option 6 above.

Please provide the name of the person for which responses are provided: Herbert A. Ledesma

1. Do you currently have, or in the previous 3 years have you had State employment, including contractual employment of services? Yes No
2. Has your spouse, father, mother, son, or daughter, had State employment, including contractual employment for services, in the previous 2 years? Yes No

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

3. Do you hold currently or have you held in the previous 3 years elective office of the State of Illinois, the government of the United States, or any unit of local government authorized by the Constitution of the State of Illinois or the statutes of the State of Illinois? Yes No
4. Do you have a relationship to anyone (spouse, father, mother, son, or daughter) holding elective office currently or in the previous 2 years? Yes No
5. Do you hold or have you held in the previous 3 years 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? Yes No
6. Do you have a relationship to anyone (spouse, father, mother, son, or daughter) holding appointive office currently or in the previous 2 years? Yes No
7. Do you currently have or in the previous 3 years had employment as or by any registered lobbyist of the State government? Yes No
8. Do you currently have or in the previous 2 years had a relationship to anyone (spouse, father, mother, son, or daughter) that is or was a registered lobbyist? Yes No
9. Do you currently have or in the previous 3 years had compensated employment 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
10. Do you currently have or in the previous 2 years had a relationship to anyone (spouse, father, mother, son, or daughter) who is or was a compensated employee 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

STEP 5

EXPLANATION OF AFFIRMATIVE RESPONSES

If you answered "Yes" in Step 3 or Step 4, please provide on an additional page a detailed explanation that includes, but is not limited to the name, salary, State agency or university, and position title of each individual.

Marissa Ledesma, Wife, University of Illinois in Chicago Hospital, Clinical Nurse 1, Salary - \$108,379.06

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

**STEP 6
POTENTIAL CONFLICTS OF INTEREST
RELATING TO DEBARMENT & LEGAL PROCEEDINGS**

This step must be completed for each person disclosed in Step 2, Option A, Step 3, and for each entity and sole proprietor disclosed in Step 1.

Please provide the name of the person or entity for which responses are provided: Herbert A. Ledesma

1. Within the previous ten years, have you had debarment from contracting with any governmental entity? Yes No
2. Within the previous ten years, have you had any professional licensure discipline? Yes No
3. Within the previous ten years, have you had any bankruptcies? Yes No
4. Within the previous ten years, have you had any adverse civil judgments and administrative findings? Yes No
5. Within the previous ten years, have you had any criminal felony convictions? Yes No

If you answered "Yes", please provide a detailed explanation that includes, but is not limited to the name, State agency or university, and position title of each individual. n/a

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

**STEP 3
PROHIBITED CONFLICTS OF INTEREST**

Step 3 must be completed for each person disclosed in Step 2, Option A and for sole proprietors identified in Step 1, Option 6 above. Please provide the name of the person for which responses are provided: Lourdes Knepler

1. Do you hold or are you the spouse or minor child who holds an elective office in the State of Illinois or hold a seat in the General Assembly? Yes No
2. Have you, your spouse, or minor child been appointed to or employed in any offices or agencies of State government and receive compensation for such employment in excess of 60% (\$106,447.20) of the salary of the Governor? Yes No
3. Are you or are you the spouse or minor child of an officer or employee of the Capital Development Board or the Illinois Toll Highway Authority? Yes No
4. Have you, your spouse, or an immediate family member who lives in your residence currently or who lived in your residence within the last 12 months been appointed as a member of a board, commission, authority, or task force authorized or created by State law or by executive order of the Governor? Yes No
5. If you answered yes to any question in 1-4 above, please answer the following: Do you, your spouse, or minor child receive from the vendor more than 7.5% of the vendor's total distributable income or an amount of distributable income in excess of the salary of the Governor (\$177,412.00)? Yes No
6. If you answered yes to any question in 1-4 above, please answer the following: Is there a combined interest of self with spouse or minor child more than 15% (\$354,824.00) in the aggregate of the vendor's distributable income or an amount of distributable income in excess of two times the salary of the Governor? Yes No

**STEP 4
POTENTIAL CONFLICTS OF INTEREST RELATING TO PERSONAL RELATIONSHIPS**

Step 4 must be completed for each person disclosed in Step 2, Option A and for sole proprietors identified in Step 1, Option 6 above.

Please provide the name of the person for which responses are provided: Lourdes Knepler

1. Do you currently have, or in the previous 3 years have you had State employment, including contractual employment of services? Yes No
2. Has your spouse, father, mother, son, or daughter, had State employment, including contractual employment for services, in the previous 2 years? Yes No

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

3. Do you hold currently or have you held in the previous 3 years elective office of the State of Illinois, the government of the United States, or any unit of local government authorized by the Constitution of the State of Illinois or the statutes of the State of Illinois? Yes No
4. Do you have a relationship to anyone (spouse, father, mother, son, or daughter) holding elective office currently or in the previous 2 years? Yes No
5. Do you hold or have you held in the previous 3 years 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? Yes No
6. Do you have a relationship to anyone (spouse, father, mother, son, or daughter) holding appointive office currently or in the previous 2 years? Yes No
7. Do you currently have or in the previous 3 years had employment as or by any registered lobbyist of the State government? Yes No
8. Do you currently have or in the previous 2 years had a relationship to anyone (spouse, father, mother, son, or daughter) that is or was a registered lobbyist? Yes No
9. Do you currently have or in the previous 3 years had compensated employment 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
10. Do you currently have or in the previous 2 years had a relationship to anyone (spouse, father, mother, son, or daughter) who is or was a compensated employee 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

STEP 5

EXPLANATION OF AFFIRMATIVE RESPONSES

If you answered "Yes" in Step 3 or Step 4, please provide on an additional page a detailed explanation that includes, but is not limited to the name, salary, State agency or university, and position title of each individual.

Steven R. Knepler, Husband, Illinois Commerce Commission, Audit Supervisor - Accounting Department, Employment: January 1982-present, Salary - \$107,676

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

**STEP 6
POTENTIAL CONFLICTS OF INTEREST
RELATING TO DEBARMENT & LEGAL PROCEEDINGS**

This step must be completed for each person disclosed in Step 2, Option A, Step 3, and for each entity and sole proprietor disclosed in Step 1.

Please provide the name of the person or entity for which responses are provided: Lourdes Knepler

1. Within the previous ten years, have you had debarment from contracting with any governmental entity? Yes No
2. Within the previous ten years, have you had any professional licensure discipline? Yes No
3. Within the previous ten years, have you had any bankruptcies? Yes No
4. Within the previous ten years, have you had any adverse civil judgments and administrative findings? Yes No
5. Within the previous ten years, have you had any criminal felony convictions? Yes No

If you answered "Yes", please provide a detailed explanation that includes, but is not limited to the name, State agency or university, and position title of each individual. n/a

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

**STEP 3
PROHIBITED CONFLICTS OF INTEREST**

Step 3 must be completed for each person disclosed in Step 2, Option A and for sole proprietors identified in Step 1, Option 6 above. Please provide the name of the person for which responses are provided: Ryan D. Keith

1. Do you hold or are you the spouse or minor child who holds an elective office in the State of Illinois or hold a seat in the General Assembly? Yes No
2. Have you, your spouse, or minor child been appointed to or employed in any offices or agencies of State government and receive compensation for such employment in excess of 60% (\$106,447.20) of the salary of the Governor? Yes No
3. Are you or are you the spouse or minor child of an officer or employee of the Capital Development Board or the Illinois Toll Highway Authority? Yes No
4. Have you, your spouse, or an immediate family member who lives in your residence currently or who lived in your residence within the last 12 months been appointed as a member of a board, commission, authority, or task force authorized or created by State law or by executive order of the Governor? Yes No
5. If you answered yes to any question in 1-4 above, please answer the following: Do you, your spouse, or minor child receive from the vendor more than 7.5% of the vendor's total distributable income or an amount of distributable income in excess of the salary of the Governor (\$177,412.00)? Yes No
6. If you answered yes to any question in 1-4 above, please answer the following: Is there a combined interest of self with spouse or minor child more than 15% (\$354,824.00) in the aggregate of the vendor's distributable income or an amount of distributable income in excess of two times the salary of the Governor? Yes No

**STEP 4
POTENTIAL CONFLICTS OF INTEREST RELATING TO PERSONAL RELATIONSHIPS**

Step 4 must be completed for each person disclosed in Step 2, Option A and for sole proprietors identified in Step 1, Option 6 above.

Please provide the name of the person for which responses are provided: Ryan D. Keith

1. Do you currently have, or in the previous 3 years have you had State employment, including contractual employment of services? Yes No
2. Has your spouse, father, mother, son, or daughter, had State employment, including contractual employment for services, in the previous 2 years? Yes No

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

3. Do you hold currently or have you held in the previous 3 years elective office of the State of Illinois, the government of the United States, or any unit of local government authorized by the Constitution of the State of Illinois or the statutes of the State of Illinois? Yes No
4. Do you have a relationship to anyone (spouse, father, mother, son, or daughter) holding elective office currently or in the previous 2 years? Yes No
5. Do you hold or have you held in the previous 3 years 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? Yes No
6. Do you have a relationship to anyone (spouse, father, mother, son, or daughter) holding appointive office currently or in the previous 2 years? Yes No
7. Do you currently have or in the previous 3 years had employment as or by any registered lobbyist of the State government? Yes No
8. Do you currently have or in the previous 2 years had a relationship to anyone (spouse, father, mother, son, or daughter) that is or was a registered lobbyist? Yes No
9. Do you currently have or in the previous 3 years had compensated employment 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
10. Do you currently have or in the previous 2 years had a relationship to anyone (spouse, father, mother, son, or daughter) who is or was a compensated employee 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

STEP 5

EXPLANATION OF AFFIRMATIVE RESPONSES

If you answered "Yes" in Step 3 or Step 4, please provide on an additional page a detailed explanation that includes, but is not limited to the name, salary, State agency or university, and position title of each individual.

Jennifer Millitello Keith, Wife, State of Illinois, Department of Human Services, Job Title: "Social Security Claims Adjudicator-2", Dates of Employment: 01/2000-present, Salary: \$65,000

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

**STEP 6
POTENTIAL CONFLICTS OF INTEREST
RELATING TO DEBARMENT & LEGAL PROCEEDINGS**

This step must be completed for each person disclosed in Step 2, Option A, Step 3, and for each entity and sole proprietor disclosed in Step 1.

Please provide the name of the person or entity for which responses are provided: Ryan D. Keith

1. Within the previous ten years, have you had debarment from contracting with any governmental entity? Yes No
2. Within the previous ten years, have you had any professional licensure discipline? Yes No
3. Within the previous ten years, have you had any bankruptcies? Yes No
4. Within the previous ten years, have you had any adverse civil judgments and administrative findings? Yes No
5. Within the previous ten years, have you had any criminal felony convictions? Yes No

If you answered "Yes", please provide a detailed explanation that includes, but is not limited to the name, State agency or university, and position title of each individual. N/A

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

**STEP 3
PROHIBITED CONFLICTS OF INTEREST**

Step 3 must be completed for each person disclosed in Step 2, Option A and for sole proprietors identified in Step 1, Option 6 above. Please provide the name of the person for which responses are provided: Miguel A. Mendoza

1. Do you hold or are you the spouse or minor child who holds an elective office in the State of Illinois or hold a seat in the General Assembly? Yes No
2. Have you, your spouse, or minor child been appointed to or employed in any offices or agencies of State government and receive compensation for such employment in excess of 60% (\$106,447.20) of the salary of the Governor? Yes No
3. Are you or are you the spouse or minor child of an officer or employee of the Capital Development Board or the Illinois Toll Highway Authority? Yes No
4. Have you, your spouse, or an immediate family member who lives in your residence currently or who lived in your residence within the last 12 months been appointed as a member of a board, commission, authority, or task force authorized or created by State law or by executive order of the Governor? Yes No
5. If you answered yes to any question in 1-4 above, please answer the following: Do you, your spouse, or minor child receive from the vendor more than 7.5% of the vendor's total distributable income or an amount of distributable income in excess of the salary of the Governor (\$177,412.00)? Yes No
6. If you answered yes to any question in 1-4 above, please answer the following: Is there a combined interest of self with spouse or minor child more than 15% (\$354,824.00) in the aggregate of the vendor's distributable income or an amount of distributable income in excess of two times the salary of the Governor? Yes No

**STEP 4
POTENTIAL CONFLICTS OF INTEREST RELATING TO PERSONAL RELATIONSHIPS**

Step 4 must be completed for each person disclosed in Step 2, Option A and for sole proprietors identified in Step 1, Option 6 above.

Please provide the name of the person for which responses are provided: Miguel A. Mendoza

1. Do you currently have, or in the previous 3 years have you had State employment, including contractual employment of services? Yes No
2. Has your spouse, father, mother, son, or daughter, had State employment, including contractual employment for services, in the previous 2 years? Yes No

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

3. Do you hold currently or have you held in the previous 3 years elective office of the State of Illinois, the government of the United States, or any unit of local government authorized by the Constitution of the State of Illinois or the statutes of the State of Illinois? Yes No
4. Do you have a relationship to anyone (spouse, father, mother, son, or daughter) holding elective office currently or in the previous 2 years? Yes No
5. Do you hold or have you held in the previous 3 years 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? Yes No
6. Do you have a relationship to anyone (spouse, father, mother, son, or daughter) holding appointive office currently or in the previous 2 years? Yes No
7. Do you currently have or in the previous 3 years had employment as or by any registered lobbyist of the State government? Yes No
8. Do you currently have or in the previous 2 years had a relationship to anyone (spouse, father, mother, son, or daughter) that is or was a registered lobbyist? Yes No
9. Do you currently have or in the previous 3 years had compensated employment 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
10. Do you currently have or in the previous 2 years had a relationship to anyone (spouse, father, mother, son, or daughter) who is or was a compensated employee 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

STEP 5

EXPLANATION OF AFFIRMATIVE RESPONSES

If you answered "Yes" in Step 3 or Step 4, please provide on an additional page a detailed explanation that includes, but is not limited to the name, salary, State agency or university, and position title of each individual.

n/a

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

**STEP 6
POTENTIAL CONFLICTS OF INTEREST
RELATING TO DEBARMENT & LEGAL PROCEEDINGS**

This step must be completed for each person disclosed in Step 2, Option A, Step 3, and for each entity and sole proprietor disclosed in Step 1.

Please provide the name of the person or entity for which responses are provided: Miguel A. Mendoza

1. Within the previous ten years, have you had debarment from contracting with any governmental entity? Yes No
2. Within the previous ten years, have you had any professional licensure discipline? Yes No
3. Within the previous ten years, have you had any bankruptcies? Yes No
4. Within the previous ten years, have you had any adverse civil judgments and administrative findings? Yes No
5. Within the previous ten years, have you had any criminal felony convictions? Yes No

If you answered "Yes", please provide a detailed explanation that includes, but is not limited to the name, State agency or university, and position title of each individual. Bankruptcy in the State of Texas, Dallas County . Bankruptcy ended (discharged) on August 2016.

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

**STEP 3
PROHIBITED CONFLICTS OF INTEREST**

Step 3 must be completed for each person disclosed in Step 2, Option A and for sole proprietors identified in Step 1, Option 6 above. Please provide the name of the person for which responses are provided: Kevin S. Woods

1. Do you hold or are you the spouse or minor child who holds an elective office in the State of Illinois or hold a seat in the General Assembly? Yes No
2. Have you, your spouse, or minor child been appointed to or employed in any offices or agencies of State government and receive compensation for such employment in excess of 60% (\$106,447.20) of the salary of the Governor? Yes No
3. Are you or are you the spouse or minor child of an officer or employee of the Capital Development Board or the Illinois Toll Highway Authority? Yes No
4. Have you, your spouse, or an immediate family member who lives in your residence currently or who lived in your residence within the last 12 months been appointed as a member of a board, commission, authority, or task force authorized or created by State law or by executive order of the Governor? Yes No
5. If you answered yes to any question in 1-4 above, please answer the following: Do you, your spouse, or minor child receive from the vendor more than 7.5% of the vendor's total distributable income or an amount of distributable income in excess of the salary of the Governor (\$177,412.00)? Yes No
6. If you answered yes to any question in 1-4 above, please answer the following: Is there a combined interest of self with spouse or minor child more than 15% (\$354,824.00) in the aggregate of the vendor's distributable income or an amount of distributable income in excess of two times the salary of the Governor? Yes No

**STEP 4
POTENTIAL CONFLICTS OF INTEREST RELATING TO PERSONAL RELATIONSHIPS**

Step 4 must be completed for each person disclosed in Step 2, Option A and for sole proprietors identified in Step 1, Option 6 above.

Please provide the name of the person for which responses are provided: Kevin S. Woods

1. Do you currently have, or in the previous 3 years have you had State employment, including contractual employment of services? Yes No
2. Has your spouse, father, mother, son, or daughter, had State employment, including contractual employment for services, in the previous 2 years? Yes No

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

3. Do you hold currently or have you held in the previous 3 years elective office of the State of Illinois, the government of the United States, or any unit of local government authorized by the Constitution of the State of Illinois or the statutes of the State of Illinois? Yes No
4. Do you have a relationship to anyone (spouse, father, mother, son, or daughter) holding elective office currently or in the previous 2 years? Yes No
5. Do you hold or have you held in the previous 3 years 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? Yes No
6. Do you have a relationship to anyone (spouse, father, mother, son, or daughter) holding appointive office currently or in the previous 2 years? Yes No
7. Do you currently have or in the previous 3 years had employment as or by any registered lobbyist of the State government? Yes No
8. Do you currently have or in the previous 2 years had a relationship to anyone (spouse, father, mother, son, or daughter) that is or was a registered lobbyist? Yes No
9. Do you currently have or in the previous 3 years had compensated employment 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
10. Do you currently have or in the previous 2 years had a relationship to anyone (spouse, father, mother, son, or daughter) who is or was a compensated employee 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

STEP 5

EXPLANATION OF AFFIRMATIVE RESPONSES

If you answered "Yes" in Step 3 or Step 4, please provide on an additional page a detailed explanation that includes, but is not limited to the name, salary, State agency or university, and position title of each individual.

N/A

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

**POTENTIAL CONFLICTS OF INTEREST
RELATING TO DEBARMENT & LEGAL PROCEEDINGS**

This step must be completed for each person disclosed in Step 2, Option A, Step 3, and for each entity and sole proprietor disclosed in Step 1.

Please provide the name of the person or entity for which responses are provided: Kevin S. Woods

1. Within the previous ten years, have you had debarment from contracting with any governmental entity? Yes No
2. Within the previous ten years, have you had any professional licensure discipline? Yes No
3. Within the previous ten years, have you had any bankruptcies? Yes No
4. Within the previous ten years, have you had any adverse civil judgments and administrative findings? Yes No
5. Within the previous ten years, have you had any criminal felony convictions? Yes No

If you answered "Yes", please provide a detailed explanation that includes, but is not limited to the name, State agency or university, and position title of each individual. Kevin S. Woods filed for Chapter 7 Bankruptcy in the state of Florida, in 2009.

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

**STEP 3
PROHIBITED CONFLICTS OF INTEREST**

Step 3 must be completed for each person disclosed in Step 2, Option A and for sole proprietors identified in Step 1, Option 6 above. Please provide the name of the person for which responses are provided: Lana G. Stoppel

1. Do you hold or are you the spouse or minor child who holds an elective office in the State of Illinois or hold a seat in the General Assembly? Yes No
2. Have you, your spouse, or minor child been appointed to or employed in any offices or agencies of State government and receive compensation for such employment in excess of 60% (\$106,447.20) of the salary of the Governor? Yes No
3. Are you or are you the spouse or minor child of an officer or employee of the Capital Development Board or the Illinois Toll Highway Authority? Yes No
4. Have you, your spouse, or an immediate family member who lives in your residence currently or who lived in your residence within the last 12 months been appointed as a member of a board, commission, authority, or task force authorized or created by State law or by executive order of the Governor? Yes No
5. If you answered yes to any question in 1-4 above, please answer the following: Do you, your spouse, or minor child receive from the vendor more than 7.5% of the vendor's total distributable income or an amount of distributable income in excess of the salary of the Governor (\$177,412.00)? Yes No
6. If you answered yes to any question in 1-4 above, please answer the following: Is there a combined interest of self with spouse or minor child more than 15% (\$354,824.00) in the aggregate of the vendor's distributable income or an amount of distributable income in excess of two times the salary of the Governor? Yes No

**STEP 4
POTENTIAL CONFLICTS OF INTEREST RELATING TO PERSONAL RELATIONSHIPS**

Step 4 must be completed for each person disclosed in Step 2, Option A and for sole proprietors identified in Step 1, Option 6 above.

Please provide the name of the person for which responses are provided: Lana G. Stoppel

1. Do you currently have, or in the previous 3 years have you had State employment, including contractual employment of services? Yes No
2. Has your spouse, father, mother, son, or daughter, had State employment, including contractual employment for services, in the previous 2 years? Yes No

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

3. Do you hold currently or have you held in the previous 3 years elective office of the State of Illinois, the government of the United States, or any unit of local government authorized by the Constitution of the State of Illinois or the statutes of the State of Illinois? Yes No
4. Do you have a relationship to anyone (spouse, father, mother, son, or daughter) holding elective office currently or in the previous 2 years? Yes No
5. Do you hold or have you held in the previous 3 years 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? Yes No
6. Do you have a relationship to anyone (spouse, father, mother, son, or daughter) holding appointive office currently or in the previous 2 years? Yes No
7. Do you currently have or in the previous 3 years had employment as or by any registered lobbyist of the State government? Yes No
8. Do you currently have or in the previous 2 years had a relationship to anyone (spouse, father, mother, son, or daughter) that is or was a registered lobbyist? Yes No
9. Do you currently have or in the previous 3 years had compensated employment 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
10. Do you currently have or in the previous 2 years had a relationship to anyone (spouse, father, mother, son, or daughter) who is or was a compensated employee 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

STEP 5

EXPLANATION OF AFFIRMATIVE RESPONSES

If you answered "Yes" in Step 3 or Step 4, please provide on an additional page a detailed explanation that includes, but is not limited to the name, salary, State agency or university, and position title of each individual.

n/a

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

**STEP 6
POTENTIAL CONFLICTS OF INTEREST
RELATING TO DEBARMENT & LEGAL PROCEEDINGS**

This step must be completed for each person disclosed in Step 2, Option A, Step 3, and for each entity and sole proprietor disclosed in Step 1.

Please provide the name of the person or entity for which responses are provided: Lana G. Stoppel

1. Within the previous ten years, have you had debarment from contracting with any governmental entity? Yes No
2. Within the previous ten years, have you had any professional licensure discipline? Yes No
3. Within the previous ten years, have you had any bankruptcies? Yes No
4. Within the previous ten years, have you had any adverse civil judgments and administrative findings? Yes No
5. Within the previous ten years, have you had any criminal felony convictions? Yes No

If you answered "Yes", please provide a detailed explanation that includes, but is not limited to the name, State agency or university, and position title of each individual. Lana G. Stoppel declared bankruptcy in 2011.

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

**STEP 3
PROHIBITED CONFLICTS OF INTEREST**

Step 3 must be completed for each person disclosed in Step 2, Option A and for sole proprietors identified in Step 1, Option 6 above. Please provide the name of the person for which responses are provided: Laura D. Kubiak

1. Do you hold or are you the spouse or minor child who holds an elective office in the State of Illinois or hold a seat in the General Assembly? Yes No
2. Have you, your spouse, or minor child been appointed to or employed in any offices or agencies of State government and receive compensation for such employment in excess of 60% (\$106,447.20) of the salary of the Governor? Yes No
3. Are you or are you the spouse or minor child of an officer or employee of the Capital Development Board or the Illinois Toll Highway Authority? Yes No
4. Have you, your spouse, or an immediate family member who lives in your residence currently or who lived in your residence within the last 12 months been appointed as a member of a board, commission, authority, or task force authorized or created by State law or by executive order of the Governor? Yes No
5. If you answered yes to any question in 1-4 above, please answer the following: Do you, your spouse, or minor child receive from the vendor more than 7.5% of the vendor's total distributable income or an amount of distributable income in excess of the salary of the Governor (\$177,412.00)? Yes No
6. If you answered yes to any question in 1-4 above, please answer the following: Is there a combined interest of self with spouse or minor child more than 15% (\$354,824.00) in the aggregate of the vendor's distributable income or an amount of distributable income in excess of two times the salary of the Governor? Yes No

**STEP 4
POTENTIAL CONFLICTS OF INTEREST RELATING TO PERSONAL RELATIONSHIPS**

Step 4 must be completed for each person disclosed in Step 2, Option A and for sole proprietors identified in Step 1, Option 6 above.

Please provide the name of the person for which responses are provided: Laura D. Kubiak

1. Do you currently have, or in the previous 3 years have you had State employment, including contractual employment of services? Yes No
2. Has your spouse, father, mother, son, or daughter, had State employment, including contractual employment for services, in the previous 2 years? Yes No

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

3. Do you hold currently or have you held in the previous 3 years elective office of the State of Illinois, the government of the United States, or any unit of local government authorized by the Constitution of the State of Illinois or the statutes of the State of Illinois? Yes No
4. Do you have a relationship to anyone (spouse, father, mother, son, or daughter) holding elective office currently or in the previous 2 years? Yes No
5. Do you hold or have you held in the previous 3 years 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? Yes No
6. Do you have a relationship to anyone (spouse, father, mother, son, or daughter) holding appointive office currently or in the previous 2 years? Yes No
7. Do you currently have or in the previous 3 years had employment as or by any registered lobbyist of the State government? Yes No
8. Do you currently have or in the previous 2 years had a relationship to anyone (spouse, father, mother, son, or daughter) that is or was a registered lobbyist? Yes No
9. Do you currently have or in the previous 3 years had compensated employment 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
10. Do you currently have or in the previous 2 years had a relationship to anyone (spouse, father, mother, son, or daughter) who is or was a compensated employee 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

STEP 5

EXPLANATION OF AFFIRMATIVE RESPONSES

If you answered "Yes" in Step 3 or Step 4, please provide on an additional page a detailed explanation that includes, but is not limited to the name, salary, State agency or university, and position title of each individual.

n/a

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

**STEP 6
POTENTIAL CONFLICTS OF INTEREST
RELATING TO DEBARMENT & LEGAL PROCEEDINGS**

This step must be completed for each person disclosed in Step 2, Option A, Step 3, and for each entity and sole proprietor disclosed in Step 1.

Please provide the name of the person or entity for which responses are provided: Laura D. Kubiak

1. Within the previous ten years, have you had debarment from contracting with any governmental entity? Yes No
2. Within the previous ten years, have you had any professional licensure discipline? Yes No
3. Within the previous ten years, have you had any bankruptcies? Yes No
4. Within the previous ten years, have you had any adverse civil judgments and administrative findings? Yes No
5. Within the previous ten years, have you had any criminal felony convictions? Yes No

If you answered "Yes", please provide a detailed explanation that includes, but is not limited to the name, State agency or university, and position title of each individual. Laura D. Kubiak, personal Bankruptcy, State of Nevada.

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

**STEP 3
PROHIBITED CONFLICTS OF INTEREST**

Step 3 must be completed for each person disclosed in Step 2, Option A and for sole proprietors identified in Step 1, Option 6 above. Please provide the name of the person for which responses are provided: Christopher J. Rector

1. Do you hold or are you the spouse or minor child who holds an elective office in the State of Illinois or hold a seat in the General Assembly? Yes No
2. Have you, your spouse, or minor child been appointed to or employed in any offices or agencies of State government and receive compensation for such employment in excess of 60% (\$106,447.20) of the salary of the Governor? Yes No
3. Are you or are you the spouse or minor child of an officer or employee of the Capital Development Board or the Illinois Toll Highway Authority? Yes No
4. Have you, your spouse, or an immediate family member who lives in your residence currently or who lived in your residence within the last 12 months been appointed as a member of a board, commission, authority, or task force authorized or created by State law or by executive order of the Governor? Yes No
5. If you answered yes to any question in 1-4 above, please answer the following: Do you, your spouse, or minor child receive from the vendor more than 7.5% of the vendor's total distributable income or an amount of distributable income in excess of the salary of the Governor (\$177,412.00)? Yes No
6. If you answered yes to any question in 1-4 above, please answer the following: Is there a combined interest of self with spouse or minor child more than 15% (\$354,824.00) in the aggregate of the vendor's distributable income or an amount of distributable income in excess of two times the salary of the Governor? Yes No

**STEP 4
POTENTIAL CONFLICTS OF INTEREST RELATING TO PERSONAL RELATIONSHIPS**

Step 4 must be completed for each person disclosed in Step 2, Option A and for sole proprietors identified in Step 1, Option 6 above.

Please provide the name of the person for which responses are provided: Christopher J. Rector

1. Do you currently have, or in the previous 3 years have you had State employment, including contractual employment of services? Yes No
2. Has your spouse, father, mother, son, or daughter, had State employment, including contractual employment for services, in the previous 2 years? Yes No

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

3. Do you hold currently or have you held in the previous 3 years elective office of the State of Illinois, the government of the United States, or any unit of local government authorized by the Constitution of the State of Illinois or the statutes of the State of Illinois? Yes No
4. Do you have a relationship to anyone (spouse, father, mother, son, or daughter) holding elective office currently or in the previous 2 years? Yes No
5. Do you hold or have you held in the previous 3 years 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? Yes No
6. Do you have a relationship to anyone (spouse, father, mother, son, or daughter) holding appointive office currently or in the previous 2 years? Yes No
7. Do you currently have or in the previous 3 years had employment as or by any registered lobbyist of the State government? Yes No
8. Do you currently have or in the previous 2 years had a relationship to anyone (spouse, father, mother, son, or daughter) that is or was a registered lobbyist? Yes No
9. Do you currently have or in the previous 3 years had compensated employment 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
10. Do you currently have or in the previous 2 years had a relationship to anyone (spouse, father, mother, son, or daughter) who is or was a compensated employee 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

STEP 5

EXPLANATION OF AFFIRMATIVE RESPONSES

If you answered "Yes" in Step 3 or Step 4, please provide on an additional page a detailed explanation that includes, but is not limited to the name, salary, State agency or university, and position title of each individual.

N/A

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

**POTENTIAL CONFLICTS OF INTEREST
RELATING TO DEBARMENT & LEGAL PROCEEDINGS**

This step must be completed for each person disclosed in Step 2, Option A, Step 3, and for each entity and sole proprietor disclosed in Step 1.

Please provide the name of the person or entity for which responses are provided: Christopher J. Rector

1. Within the previous ten years, have you had debarment from contracting with any governmental entity? Yes No
2. Within the previous ten years, have you had any professional licensure discipline? Yes No
3. Within the previous ten years, have you had any bankruptcies? Yes No
4. Within the previous ten years, have you had any adverse civil judgments and administrative findings? Yes No
5. Within the previous ten years, have you had any criminal felony convictions? Yes No

If you answered "Yes", please provide a detailed explanation that includes, but is not limited to the name, State agency or university, and position title of each individual. Christopher J. Rector has filed for bankruptsy within the last 10 years.

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

**STEP 3
PROHIBITED CONFLICTS OF INTEREST**

Step 3 must be completed for each person disclosed in Step 2, Option A and for sole proprietors identified in Step 1, Option 6 above. Please provide the name of the person for which responses are provided: All individuals listed on "Attachment A"

1. Do you hold or are you the spouse or minor child who holds an elective office in the State of Illinois or hold a seat in the General Assembly? Yes No
2. Have you, your spouse, or minor child been appointed to or employed in any offices or agencies of State government and receive compensation for such employment in excess of 60% (\$106,447.20) of the salary of the Governor? Yes No
3. Are you or are you the spouse or minor child of an officer or employee of the Capital Development Board or the Illinois Toll Highway Authority? Yes No
4. Have you, your spouse, or an immediate family member who lives in your residence currently or who lived in your residence within the last 12 months been appointed as a member of a board, commission, authority, or task force authorized or created by State law or by executive order of the Governor? Yes No
5. If you answered yes to any question in 1-4 above, please answer the following: Do you, your spouse, or minor child receive from the vendor more than 7.5% of the vendor's total distributable income or an amount of distributable income in excess of the salary of the Governor (\$177,412.00)? Yes No
6. If you answered yes to any question in 1-4 above, please answer the following: Is there a combined interest of self with spouse or minor child more than 15% (\$354,824.00) in the aggregate of the vendor's distributable income or an amount of distributable income in excess of two times the salary of the Governor? Yes No

**STEP 4
POTENTIAL CONFLICTS OF INTEREST RELATING TO PERSONAL RELATIONSHIPS**

Step 4 must be completed for each person disclosed in Step 2, Option A and for sole proprietors identified in Step 1, Option 6 above.

Please provide the name of the person for which responses are provided: All individuals listed on "Attachment A"

1. Do you currently have, or in the previous 3 years have you had State employment, including contractual employment of services? Yes No
2. Has your spouse, father, mother, son, or daughter, had State employment, including contractual employment for services, in the previous 2 years? Yes No

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

3. Do you hold currently or have you held in the previous 3 years elective office of the State of Illinois, the government of the United States, or any unit of local government authorized by the Constitution of the State of Illinois or the statutes of the State of Illinois? Yes No
4. Do you have a relationship to anyone (spouse, father, mother, son, or daughter) holding elective office currently or in the previous 2 years? Yes No
5. Do you hold or have you held in the previous 3 years 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? Yes No
6. Do you have a relationship to anyone (spouse, father, mother, son, or daughter) holding appointive office currently or in the previous 2 years? Yes No
7. Do you currently have or in the previous 3 years had employment as or by any registered lobbyist of the State government? Yes No
8. Do you currently have or in the previous 2 years had a relationship to anyone (spouse, father, mother, son, or daughter) that is or was a registered lobbyist? Yes No
9. Do you currently have or in the previous 3 years had compensated employment 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
10. Do you currently have or in the previous 2 years had a relationship to anyone (spouse, father, mother, son, or daughter) who is or was a compensated employee 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

STEP 5

EXPLANATION OF AFFIRMATIVE RESPONSES

If you answered "Yes" in Step 3 or Step 4, please provide on an additional page a detailed explanation that includes, but is not limited to the name, salary, State agency or university, and position title of each individual.

n/a

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

**STEP 6
POTENTIAL CONFLICTS OF INTEREST
RELATING TO DEBARMENT & LEGAL PROCEEDINGS**

This step must be completed for each person disclosed in Step 2, Option A, Step 3, and for each entity and sole proprietor disclosed in Step 1.

Please provide the name of the person or entity for which responses are provided: All individuals listed on "Attachment A"

1. Within the previous ten years, have you had debarment from contracting with any governmental entity? Yes No
2. Within the previous ten years, have you had any professional licensure discipline? Yes No
3. Within the previous ten years, have you had any bankruptcies? Yes No
4. Within the previous ten years, have you had any adverse civil judgments and administrative findings? Yes No
5. Within the previous ten years, have you had any criminal felony convictions? Yes No

If you answered "Yes", please provide a detailed explanation that includes, but is not limited to the name, State agency or university, and position title of each individual. n/a

**FINANCIAL DISCLOSURES AND CONFLICTS OF INTEREST FORM
FOR PARENT ENTITY**

**STEP 7
SIGN THE DISCLOSURE**

This disclosure is signed, and made under penalty of perjury for all for-profit entities, by an authorized officer or employee on behalf of the bidder or offeror pursuant to Sections 50-13 and 50-35 of the Illinois Procurement Code. This disclosure information is submitted on behalf of:

Name of Disclosing Entity: HDR, Inc. BEST Plan and ESOP

Signature: 

Date: 5/26/2017

Printed Name: Judith Fraser Webster

Title: Senior Vice President


Phone Number: (402) 399-4993

Email Address: Judy.Webster@hdrinc.com

THE ILLINOIS STATE TOLL HIGHWAY AUTHORITY

TO: Victoria Santiago
Sr. State Purchasing Officer

DATE: October 17, 2017

FROM: Paul D. Kovacs, P.E. 
Chief Engineering Officer

SUBJECT: Contract No. I-17-4296
HDR Engineering, Inc.
Affirmative Response on IPG Parent Entity Forms – Step 6, Question 3

In the IPG disclosures submitted for HDR Engineering, Inc.'s parent entity, HDR, Inc. BEST Plan and ESOP, the following plan participants responded Yes to Step 6, Question 3, "Within the previous 10 years, have you had any bankruptcies?" :

Name	Address	% of Ownership	Value of Ownership
Miguel A. Mendoza		0.019%	\$244,676.11
Kevin S. Woods		0.015%	\$192,861.49
Lana G. Stoppel		0.025%	\$328,954.94
Laura D. Kubiak		0.010%	\$130,982.86
Christopher J. Rector		0.024%	\$313,515.85

By copy of this memo, Engineering confirms our review of the information disclosed and that the Tollway has no issue with this information and wishes to proceed with the contract.

LLC:sb

"ATTACHMENT A"
AS OF 05/23/2017

Disclosing Entity: HDR, Inc. BEST Plan and ESOP		"HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc."		"HDR, Inc." is the parent company to "HDR Engineering, Inc."		*No one person in HDR owns more than 5% of the company stock. Stock ownership for each person is less than 5%, but greater than \$106,447.20		* Type of Ownership for each individual= Stock	
Name	Personal Address	Address	City	State	Zip	Percentage of Ownership	\$ Value of Ownership		
LITTLE, GEORGE A						0.871%	\$ 11,319,768.30		
SANDERS, THOMAS M						0.586%	\$ 7,611,984.98		
LOW, LARRY D						0.506%	\$ 6,572,103.00		
FURNE, THOMAS J						0.475%	\$ 6,171,604.12		
CONNOLLY, TIMOTHY J						0.445%	\$ 5,787,213.70		
KEEN, ERIC LEE						0.427%	\$ 5,554,805.92		
DOIEL, MICHAEL D						0.369%	\$ 4,790,577.66		
DINGWELL, MICHAEL D						0.359%	\$ 4,663,330.30		
GRABER, DANIEL J						0.303%	\$ 3,934,060.98		
SIKORA, MARK J						0.299%	\$ 3,889,355.59		
BOWDOIN, PAUL A						0.271%	\$ 3,524,211.00		
TONDL, MATTHEW B						0.256%	\$ 3,325,631.80		
ELAHI-SHIRAZI, KAMRAN						0.254%	\$ 3,305,447.32		
FULLER, ROBERT GARY						0.246%	\$ 3,202,865.59		
LARSEN, BRUCE R						0.246%	\$ 3,200,377.57		
RIEDE, ROBERT C						0.243%	\$ 3,160,087.91		
HAAS, CHARLES A						0.243%	\$ 3,156,890.74		
ERIKSEN, MICHAEL A						0.242%	\$ 3,147,345.05		
LADD, JAMES R						0.237%	\$ 3,075,088.93		
WALDOW, GEORGE M						0.232%	\$ 3,021,253.42		
GRAFF, MARK R						0.227%	\$ 2,946,461.86		
CHOFFEL, KENNETH L						0.226%	\$ 2,933,671.57		
READING, JOSEPH C						0.223%	\$ 2,894,799.61		
ELLIS, ROBERT H						0.221%	\$ 2,867,128.49		
SURPRENANT, CHARLES S						0.218%	\$ 2,827,715.51		
VAUGH, SAMUEL K						0.216%	\$ 2,802,686.26		
DALTON, MARK R						0.212%	\$ 2,756,448.70		
ELLWOOD, VINCE R						0.209%	\$ 2,718,536.37		
KIM, HYEMYOUNG						0.209%	\$ 2,717,131.97		
HAMMER, MARK J						0.208%	\$ 2,703,122.04		
BILLMAN, DANIEL W						0.203%	\$ 2,640,260.76		
WILLEY, BRUCE R						0.201%	\$ 2,612,138.44		
ELLMERS, GLEN E						0.199%	\$ 2,580,829.60		
PURD, JOSEPH F						0.195%	\$ 2,528,736.27		
RAND, DOROTHY G						0.194%	\$ 2,523,979.72		
CAE, ROBERT B						0.193%	\$ 2,502,791.79		
VANDEVEER, THOMAS E						0.192%	\$ 2,489,148.10		
MURDOCH, JOSEPH D						0.189%	\$ 2,459,517.54		
CRACKETT, TIMOTHY R						0.185%	\$ 2,398,393.14		

"ATTACHMENT A"
AS OF 05/23/2017

Personal Address		Address			State	City	Zip	Percentage of Ownership	\$ Value of Ownership
<p>Disclosing Entity: HDR, Inc. BEST Plan and ESOP "HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc." "HDR, Inc." is the parent company to "HDR Engineering, Inc."</p>									
Name	Personal Address	Address 2	City	State	City	Zip	Percentage of Ownership	\$ Value of Ownership	
ERICKSON,ALLAN D							0.188%	\$ 2,373,239.29	
ABAD-FITTS,CARMEN B							0.180%	\$ 2,332,836.97	
WILLIAMS,ROBERT B							0.179%	\$ 2,324,637.50	
CARRETTE-ZOOK,LAURIE A							0.179%	\$ 2,320,535.31	
JOYCE,MARTIN J							0.177%	\$ 2,295,149.58	
WILLIAMS,GEORGE ERIC							0.176%	\$ 2,290,477.57	
GRAMUCH,RICHARD A							0.171%	\$ 2,220,598.07	
SUERO,GUILLERMO JOSE							0.170%	\$ 2,212,167.34	
DEWEY,KIRK P							0.170%	\$ 2,207,818.06	
MAZGAJ,JAN P							0.166%	\$ 2,158,352.79	
LEES,KIM D							0.165%	\$ 2,142,722.45	
KRAMER,DAVID C							0.164%	\$ 2,130,270.11	
STEWART,ROGER P							0.160%	\$ 2,083,730.48	
BATENHORST,RALPH A							0.160%	\$ 2,077,290.46	
GALLAGHER,THOMAS							0.159%	\$ 2,069,662.69	
MORAN,MICHAEL J							0.157%	\$ 2,038,444.20	
HORTON,RICHARD T							0.156%	\$ 2,031,290.54	
HIPPE,DUANE A							0.155%	\$ 2,009,262.51	
KRAVITZ,BARRY S							0.151%	\$ 1,967,385.21	
CLAIR,ROBERT F							0.150%	\$ 1,953,377.20	
HENTZ,LAWRENCE H							0.150%	\$ 1,951,214.53	
JETER,JERRY J							0.150%	\$ 1,950,940.20	
WAJDA,JAMES E							0.149%	\$ 1,935,212.60	
MEIER,DAVID A							0.149%	\$ 1,933,986.85	
BROSHEARS,GREG A							0.148%	\$ 1,927,576.11	
RODEN,LAURIE L							0.148%	\$ 1,917,837.16	
GOULD,THOMAS E							0.147%	\$ 1,905,347.47	
O'REILLY,CHARLES L							0.143%	\$ 1,861,591.41	
SHARP,WILLIAM H							0.141%	\$ 1,837,644.51	
MCWATERS,KENT L							0.141%	\$ 1,827,287.32	
BONER,DIANE M							0.139%	\$ 1,806,722.37	
VILLAGER,JOHN A							0.139%	\$ 1,805,704.61	
DOSTAL,GLENN H							0.139%	\$ 1,803,596.01	
GRUBBARDT,BRUCE R							0.139%	\$ 1,801,794.19	
CRADLE,ROY J							0.138%	\$ 1,796,519.48	
PIPER,DAN L							0.137%	\$ 1,783,951.40	
WINGWALL,DOUGLAS S							0.136%	\$ 1,761,626.00	
MORTON,JOHN H							0.133%	\$ 1,733,575.18	
BENNINGER,DAVID F							0.133%	\$ 1,730,684.49	

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Personal Address		Address			State	Zip	Percentage of Ownership	\$ Value of Ownership
Name	Address 1	Address 2	City	State				
<p>Disclosing Entity: HDR, Inc. BEST Plan and ESOP "HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc." "HDR, Inc." is the parent company to "HDR Engineering, Inc."</p>								
KAATZ, KELLY J							0.132%	\$ 1,721,502.09
WRIGHT, KENNETH J							0.131%	\$ 1,708,243.91
CURREN, JEFF L							0.131%	\$ 1,707,753.27
MORRIS, LOUIS P							0.129%	\$ 1,672,090.62
NEETHLING, JOHANNES B							0.127%	\$ 1,655,334.74
MODI, VIJAY R							0.127%	\$ 1,649,121.57
LAWYER, MICHAEL							0.126%	\$ 1,641,258.55
MANHART, WILLIAM J							0.125%	\$ 1,623,557.27
SIGLER, WILLIAM B							0.125%	\$ 1,623,427.29
CASEY, TIMOTHY G							0.125%	\$ 1,623,100.50
GOERTZEN, MICHAEL L							0.125%	\$ 1,622,722.27
ARDURA, GUS E							0.124%	\$ 1,608,806.28
POWER, EDWARD H							0.123%	\$ 1,601,044.92
KEYES, STEVEN ALAN							0.123%	\$ 1,594,939.25
KHALIL, HUSSEIN H							0.123%	\$ 1,593,088.61
NANSEL, PATRICIA R							0.122%	\$ 1,584,852.54
WIEST, ANDREW D							0.122%	\$ 1,581,086.41
CHRISTOPHER, STANLEY A							0.121%	\$ 1,573,984.66
TREMEL, PAUL M							0.121%	\$ 1,568,568.84
WILSON, STEPHEN C							0.121%	\$ 1,567,813.31
GALEZIEWSKI, THOMAS M							0.121%	\$ 1,566,051.13
SMITH, KENNETH A							0.120%	\$ 1,562,057.11
RAIBLEY, TIMOTHY J							0.120%	\$ 1,556,358.42
REARDON, DAVID J							0.120%	\$ 1,555,693.04
ROSSBACH, PHILIP E							0.119%	\$ 1,549,667.87
FRYE, DEBRA L							0.118%	\$ 1,536,831.68
CONE, ROBERT E							0.118%	\$ 1,533,910.48
JAWORSKI, KATHERINE L							0.117%	\$ 1,519,594.74
ENGLERT, THOMAS L							0.116%	\$ 1,513,796.09
ENGEL, JOHN J							0.116%	\$ 1,507,646.26
KRUSCZAK, DARIUSZ J							0.116%	\$ 1,507,551.40
LENNING, CRAIG R							0.116%	\$ 1,503,767.09
BALTER, EUGENE N							0.115%	\$ 1,500,644.03
BENNETT, TIMOTHY R							0.115%	\$ 1,498,070.42
KUMM, RANDALL E							0.115%	\$ 1,497,647.37
PIZZI, MICHAEL W							0.114%	\$ 1,480,352.45
BECK, ROBERT R							0.114%	\$ 1,477,024.36
SCHULZE, DENNIS W							0.113%	\$ 1,473,751.48
PIRETS, DAVID A							0.113%	\$ 1,471,448.21

"ATTACHMENT A"
AS OF 05/23/2017

Disclosing Entity: HDR, Inc. BEST Plan and ESOP

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"HDR, Inc." is the parent company to "HDR Engineering, Inc."

Name	Personal Address			City	State	Zip	Percentage of Ownership	\$ Value of Ownership
	Address 1	Address 2	Address 3					
BLAYLOCK, WILLIAM M							0.113%	\$ 1,469,625.53
GIBNEY, RICHARD D							0.113%	\$ 1,462,098.56
CAPPARA, CRAIG T							0.112%	\$ 1,451,780.87
MAGUIRE, MOLLY M							0.112%	\$ 1,451,655.20
CRELLIN, RANDALL P							0.111%	\$ 1,443,494.74
BRENCHLEY, MICHAEL							0.111%	\$ 1,440,631.30
STAHMER, LESLIE R							0.110%	\$ 1,434,143.28
HOFER, CRISTINE A							0.110%	\$ 1,426,373.71
WHARTON, EDWIN S							0.109%	\$ 1,421,148.24
GARLAND, EDWARD J							0.108%	\$ 1,406,615.73
FISHER, REX T							0.108%	\$ 1,405,132.53
SHOEMAKER, DARRYL JEFFERY							0.108%	\$ 1,402,159.86
LISAK, DOUGLAS E							0.108%	\$ 1,400,351.89
ANDERSON, DAVID J							0.108%	\$ 1,398,434.20
KAFFENBERGER, JOHN J							0.107%	\$ 1,394,024.29
RELLA, ROBERT J							0.107%	\$ 1,393,224.39
BOTT, PAUL R							0.107%	\$ 1,390,260.32
GUNDERSON, ADRIAN A							0.106%	\$ 1,380,132.78
BEDUHN, ROBERT J							0.106%	\$ 1,376,423.61
FERRIANCE, KENNETH P							0.106%	\$ 1,372,575.10
BUKOWSKI, PETER F							0.106%	\$ 1,372,008.29
MCCAMMON, DONALD L							0.105%	\$ 1,369,533.79
KING, ROBERT D							0.105%	\$ 1,367,336.38
GRAFF, NEIL ALLEN							0.105%	\$ 1,365,887.60
FISHER, GREGORY M							0.104%	\$ 1,349,091.88
REZNIKOV, BORIS							0.104%	\$ 1,348,796.71
BLAND, CLAUDE THOMAS							0.104%	\$ 1,346,289.26
CASTRO, DONALD J							0.103%	\$ 1,339,005.32
ONNEN, THOMAS A							0.102%	\$ 1,327,718.14
QUINN, THOMAS A							0.102%	\$ 1,327,444.45
FRANKE, DANIEL R							0.102%	\$ 1,324,685.72
SCHROEDER, RANDY W							0.102%	\$ 1,323,579.68
KELLNER, ROBERT E							0.101%	\$ 1,318,922.58
PLATTSMIER, JOHN R							0.101%	\$ 1,306,552.08
MULLOUGH, CYNTHIA S							0.100%	\$ 1,296,974.87
GEES, HANY Z							0.100%	\$ 1,295,089.73
FLAUSBURG, LYLE L							0.100%	\$ 1,294,416.89
CHRISTENSEN, JAMES J							0.099%	\$ 1,289,646.24
SONNENSON, MARC KEVIN							0.099%	\$ 1,289,646.24

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Personal Address		Address			Percentage of Ownership	\$ Value of Ownership
Name	Address 1	Address 2	City	State		
<p>Disclosing Entity: HDR, Inc. BEST Plan and ESOP "HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc." "HDR, Inc." is the parent company to "HDR Engineering, Inc."</p>						
TODD, THOMAS B					0.099%	\$ 1,283,470.34
BECHTOLD, DAVID C					0.098%	\$ 1,276,479.34
MO, MICHAEL S					0.097%	\$ 1,266,283.34
LA TUSO, CHRISTOPHER					0.097%	\$ 1,260,258.82
PARADIS, RYAN R					0.097%	\$ 1,259,097.74
OLSEN, GREGORY A					0.097%	\$ 1,256,455.94
BAKER, BRIAN R					0.097%	\$ 1,254,704.23
TERRY, MELISSA J					0.096%	\$ 1,245,571.06
HAN, JEFFREY					0.096%	\$ 1,245,032.18
PEMBROKE, JAMES P					0.096%	\$ 1,242,023.74
KRUGER, BRADLEY A					0.095%	\$ 1,240,763.35
HARTSHORN, KELLY W					0.095%	\$ 1,237,925.71
SHOLL, DOUGLAS C					0.094%	\$ 1,223,849.70
TUGMAN, MICHAEL F					0.094%	\$ 1,216,827.01
SOVA, RONALD J					0.094%	\$ 1,215,853.94
MCCUNE, THOMAS M					0.093%	\$ 1,205,554.13
REGISTER II, MARLIN A					0.093%	\$ 1,204,912.44
GINZBURG, ARKADIY P					0.093%	\$ 1,204,809.25
OSBORN, CRAIG G					0.092%	\$ 1,202,037.34
ZIMMERMAN, DALE L					0.092%	\$ 1,201,209.12
MASSENGILL, JEFF B					0.092%	\$ 1,197,117.68
MAK, PAUL T					0.092%	\$ 1,196,903.08
HASAN, ALI					0.091%	\$ 1,188,481.73
POESEL, PATRICK H					0.091%	\$ 1,178,761.73
THOMPSON, ROBERT S					0.090%	\$ 1,174,728.56
KOCH, JOHN EDWARD					0.090%	\$ 1,173,069.68
CLAUNCH, CHRISTOPHER E					0.090%	\$ 1,172,646.84
JOHNSON, MICHAEL W					0.090%	\$ 1,170,378.08
OHLEN, RONALD G					0.090%	\$ 1,168,696.21
LAHOOD, STEVE E					0.090%	\$ 1,168,549.44
PAVLIK, JAMES P					0.090%	\$ 1,166,199.39
ROE, RICHARD P					0.089%	\$ 1,162,166.22
KEMPF, GREGORY A					0.089%	\$ 1,161,476.33
STEVENS, JERRY L					0.089%	\$ 1,157,125.51
PAVLIK, MARK J					0.089%	\$ 1,154,523.91
MENSENBURG, SALEN J					0.089%	\$ 1,153,442.83
LIANG, GUANG Y					0.089%	\$ 1,152,589.89
LECUREUX, DAVID F					0.089%	\$ 1,151,397.34
JOHNSON, BRUCE W					0.088%	\$ 1,140,831.71

"ATTACHMENT A"
AS OF 05/23/2017

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"HDR, Inc." is the parent company to "HDR Engineering, Inc."

*No one person in HDR owns more than 5% of the company stock. Stock ownership for each person is less than 5%, but greater than \$106,447.20
* Type of Ownership for each Individual= Stock

Name	Personal Address	Address 2	City	State	Zip	Percentage of Ownership	\$ Value of Ownership
ADAMS, ROBERT H						0.088%	\$ 1,139,647.48
VOLKMAN, LARRY L						0.088%	\$ 1,138,018.46
BOWEN, JOHN P						0.087%	\$ 1,135,233.85
MIHM, MARK S						0.087%	\$ 1,132,601.86
TRIGG, TOD M						0.087%	\$ 1,130,924.05
LI, PATRICK T						0.087%	\$ 1,128,098.18
SPENCER, MARGARET L						0.087%	\$ 1,126,464.05
SMITH, KENNETH L						0.086%	\$ 1,120,793.47
LEWIS, HAROLD E						0.086%	\$ 1,118,357.93
LENZ, BARRY H						0.086%	\$ 1,117,381.23
BOWER, ROBERT W						0.086%	\$ 1,117,041.39
WATTIER, DONOVAN D						0.086%	\$ 1,113,240.75
DAHMEN, PIETER G						0.085%	\$ 1,110,068.60
HARPER, MARK F						0.085%	\$ 1,107,622.07
DANIEL, PHILLIPPE A						0.085%	\$ 1,105,846.59
GRUWELL, NANCY A						0.085%	\$ 1,105,228.57
MOODY, ROGER W						0.085%	\$ 1,102,342.61
HYRE, JOHN B						0.085%	\$ 1,100,020.43
OLSON, CRAIG R						0.084%	\$ 1,097,065.54
GARRELS, JAMES P						0.084%	\$ 1,094,291.57
CONNELLY, DAVID L						0.084%	\$ 1,091,113.86
HOLCOMB, DONALD R						0.084%	\$ 1,090,936.37
EMMONS, DOUGLAS G						0.084%	\$ 1,088,973.99
GREEN, BRIAN K						0.084%	\$ 1,088,377.07
DELANGE, KEVIN						0.084%	\$ 1,087,738.31
FITZPATRICK, JAMES J						0.083%	\$ 1,076,518.83
DESAI, TARUN B						0.083%	\$ 1,075,028.82
SHEAHAN, JAMES M						0.083%	\$ 1,074,423.00
KALIS, MICHAEL P						0.083%	\$ 1,072,834.43
HOPPY, BRIAN K						0.082%	\$ 1,070,409.07
CALUB, LORI J						0.082%	\$ 1,066,601.05
ROE, PATRICK C						0.082%	\$ 1,066,499.19
LENG, JUNFENG						0.082%	\$ 1,065,020.12
DAUGER, NATHAN P						0.081%	\$ 1,058,086.20
TAMMER, KENDAL R						0.081%	\$ 1,055,053.48
COVILL, ARTHUR B						0.081%	\$ 1,053,742.97
KIRCHNER, KEITH R						0.081%	\$ 1,048,662.68
SCHWEIGERT, MARK S						0.081%	\$ 1,048,168.74
ADAMS, LYNDA D						0.081%	\$ 1,047,737.54

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Name	Personal Address			City	State	Zip	Percentage of Ownership	\$ Value of Ownership
	Address 1	Address 2	Address 3					
<p>Disclosing Entity: HDR, Inc. BEST Plan and ESOP "HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc." "HDR, Inc." is the parent company to "HDR Engineering, Inc."</p>								
MUELLER,LEILE,DALE T							0.081%	\$ 1,047,194.05
KIECKBUSCH,MARK D							0.080%	\$ 1,044,908.83
RIOJAS,STEVEN J							0.080%	\$ 1,044,595.78
ENGELBERT,PATRICK J							0.080%	\$ 1,043,365.48
GLOVER,JEFFREY B							0.080%	\$ 1,041,708.41
HUNTER,JODIE M							0.080%	\$ 1,040,092.62
FOX,JACQUELINE A							0.080%	\$ 1,038,413.74
LANG,TIMOTHY E							0.080%	\$ 1,037,880.33
LABRADOR,JOSE R							0.079%	\$ 1,027,202.32
THOMSON,JAMES W							0.079%	\$ 1,021,947.97
PENNER,DAVID F							0.079%	\$ 1,020,633.47
MEISTER,DIANE L							0.078%	\$ 1,015,573.92
MAGILL,STEVE W							0.078%	\$ 1,014,629.53
WALLER,PHILIP L							0.078%	\$ 1,014,272.03
HUNTER,RICHARD K							0.078%	\$ 1,012,497.89
MORRISON,JAMES P							0.078%	\$ 1,010,195.25
SCROGGIN,CHARLES R							0.077%	\$ 1,006,934.61
MOE,DON							0.077%	\$ 1,005,851.42
CULLER,JOSEPH D							0.077%	\$ 1,003,920.31
THORSON,LEIF J							0.077%	\$ 1,003,788.27
ANGELOPOULOS,CONSTANTINE P							0.077%	\$ 1,003,361.31
WENGER,JASON S							0.077%	\$ 1,002,050.81
WERTS,CHESTER A							0.076%	\$ 992,010.97
MCLAREN,MARK							0.076%	\$ 991,810.41
JENSEN,BRENT W							0.075%	\$ 980,983.25
WOLFE,BRETT D							0.075%	\$ 975,001.22
OLSON,CRAIG A							0.075%	\$ 972,744.49
KLERIDES,DEMETRIOS A							0.075%	\$ 968,801.22
FLANAGAN,RAYMOND W							0.074%	\$ 966,038.25
ALTHOFF, TED							0.074%	\$ 962,203.29
SPENCER,DAVID W							0.074%	\$ 956,503.52
COREY,TODD R							0.073%	\$ 952,342.34
WINKELMAN,JAMES D							0.073%	\$ 951,838.58
KIOT,THOMAS T							0.073%	\$ 946,213.27
SPENGLER,DAN W							0.073%	\$ 945,959.49
DEARNEY,THOMAS A							0.073%	\$ 945,749.31
BREWSTER,KEVIN N							0.072%	\$ 938,227.20
WANCIL-STEPHEN,AUCIA M							0.072%	\$ 933,486.82
KELLY,SHARON R							0.072%	\$ 933,439.54

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Personal Address		Address		Address 2		City		State		Zip		Percentage of Ownership	\$ Value of Ownership
Name													
Disclosing Entity: HDR, Inc. BEST Plan and ESOP "HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc." "HDR, Inc." is the parent company to "HDR Engineering, Inc."													
MARIANI, JOYCE M												0.072%	\$ 929,524.18
NIEHAUS, RANDALL S												0.071%	\$ 928,313.99
NISSEN, JEANNE M												0.071%	\$ 926,836.43
DOWN, BENJAMIN C												0.071%	\$ 926,141.92
BARNHART, WILLIAM E												0.071%	\$ 923,233.13
BORMANN, KENT I												0.071%	\$ 916,877.54
BUTLER, SCOTT D												0.070%	\$ 915,282.79
DOUGHERTY, TIMOTHY K												0.070%	\$ 914,978.53
MAHAL, VIJAYAKUMAR S												0.070%	\$ 914,681.03
CORBETT, OLIVER N												0.070%	\$ 913,165.58
M'COY, WILLIAM S												0.070%	\$ 910,973.03
WEBB, RONALD L												0.070%	\$ 910,338.50
PAVLIK, ELIZABETH A												0.070%	\$ 909,102.81
FRYKIND, KARL J												0.070%	\$ 907,844.78
KOWALCHUK, BRIAN												0.070%	\$ 907,281.42
HOGAN, JILL A												0.070%	\$ 904,878.25
FERGUSON, KEITH A												0.070%	\$ 903,443.05
KRUCHOWY, NADIA R												0.069%	\$ 899,865.73
AHLERT, WILLIAM K												0.069%	\$ 899,173.64
HILL, STEVEN R												0.069%	\$ 892,850.38
HART, VICKI A												0.068%	\$ 888,888.77
BETTS, KIM C												0.068%	\$ 888,521.41
MANOLEFF, MARK D												0.068%	\$ 886,405.84
BELKNAP, GARY W												0.068%	\$ 885,463.39
KOLLARS, BRENT J												0.068%	\$ 884,078.74
MCGRATH, DANIEL E												0.068%	\$ 883,777.04
KOCH, DAVID A												0.068%	\$ 880,332.07
HURD, WILLIAM L												0.068%	\$ 879,313.24
CLARK, DAVID L												0.068%	\$ 879,225.63
LAZZARA, JOHN C												0.068%	\$ 878,752.61
LEAHEY, ROBERT E												0.068%	\$ 877,277.71
SOUJED, AHMAD M												0.067%	\$ 876,691.43
CWATANAPHOL, PHAISARN												0.067%	\$ 874,105.53
DEKON, DUANE J												0.067%	\$ 873,783.26
GONZALEZ, POLO												0.067%	\$ 873,215.48
JEFFCO, WARREN F												0.067%	\$ 870,702.93
MARTIN, STEPHEN A												0.067%	\$ 868,344.32
MARTIN, ROBERT B												0.067%	\$ 864,978.84
CRONIBLISS, JENNIFER D												0.067%	\$ 864,934.17

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Personal Address		Address			State	Zip	Percentage of Ownership	\$ Value of Ownership
Name	Address 1	Address 2	City	State	Zip			
<p>Disclosing Entity: HDR, Inc. BEST Plan and ESOP "HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc." "HDR, Inc." is the parent company to "HDR Engineering, Inc."</p>								
VOZZOLO, DAVID J							0.066%	\$ 863,348.28
AIKEN, DALE L							0.066%	\$ 862,426.70
CROWL, RONALD D							0.066%	\$ 861,531.53
WORSHAM, CAROL CORSE							0.066%	\$ 861,502.55
SPLITTGERBER, DARIN L							0.066%	\$ 860,851.47
BUSH, THEODORE J							0.066%	\$ 857,835.75
DAMON, WILLIAM H							0.066%	\$ 853,765.66
SMITH, DEANE M							0.066%	\$ 852,569.21
REECE, LISAM							0.065%	\$ 845,593.67
HOBZA, LORI A							0.065%	\$ 839,510.42
KYLE, LAWRENCE A							0.065%	\$ 838,345.18
CRAVOTTA, JOHN E							0.064%	\$ 835,324.71
MOSTELLER, LEWIS K							0.064%	\$ 833,422.34
ALSINA, PAUL M							0.064%	\$ 827,521.98
GAETZ, ALAN L							0.064%	\$ 826,944.73
GREY, GARY M							0.063%	\$ 823,470.98
JAMISON, MARK S							0.063%	\$ 822,816.45
TRAN, JAMES T							0.063%	\$ 819,118.42
LOO, MICHAEL V							0.063%	\$ 819,049.16
BIGLEN, DOUGLAS K							0.063%	\$ 813,606.81
LOPEZ-PANIAGUA, JUAN C							0.062%	\$ 805,830.84
KHOURY, ELI R							0.062%	\$ 804,899.93
HORNER, WILLIAM E							0.062%	\$ 802,363.19
BOROVSKI, VASILI							0.062%	\$ 802,206.14
DURAN, VICTOR J							0.062%	\$ 800,395.35
KOCAK, HAKAN							0.062%	\$ 800,204.25
MCCAULEY, SHANNON B							0.062%	\$ 800,121.12
THOMAS, DAVID L							0.062%	\$ 799,870.69
BORENSTEIN, MARK D							0.061%	\$ 797,814.95
KALKWARF, JEFF J							0.061%	\$ 795,773.11
MAZURKIEWITZ, WILLIAM P							0.061%	\$ 795,563.43
KOFFER, VIOLA J							0.061%	\$ 793,750.81
BELL, RICHARD A							0.061%	\$ 790,168.54
HUNTER, CRAIG J							0.060%	\$ 781,778.88
CRANE, THOMAS M							0.060%	\$ 778,472.59
BEENA, KHALID							0.060%	\$ 777,908.64
STEPPELMOOR, RICHARD L							0.060%	\$ 775,363.22
SMART, CRAIG W							0.060%	\$ 773,312.92
CLASE, CRAIG A							0.059%	\$ 771,415.01

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Disclosing Entity: HDR, Inc. BEST Plan and ESOP

"HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc."

"HDR, Inc." is the parent company to "HDR Engineering, Inc."

Name	Personal Address				City	State	Zip	Percentage of Ownership	\$ Value of Ownership
	Address 1	Address 2	Address 3	Address 4					
NEIL, JASON E							0.059%	\$ 771,400.10	
RAKSIN, LEONID M							0.059%	\$ 770,585.08	
ARNOLD, BRENT G							0.059%	\$ 769,694.19	
TOOHEY, CHERYL D							0.059%	\$ 769,223.32	
GRENNAN, DENNIS E							0.059%	\$ 767,331.23	
HICKEY, DOUGLAS D							0.059%	\$ 767,216.25	
MCDERMOTT, PHIL C							0.059%	\$ 766,663.56	
MCCOLLUM, RICHARD W							0.059%	\$ 760,685.81	
MCPHERSON, JOHN L							0.059%	\$ 760,584.22	
SCHNEIDER, MICHAEL I							0.058%	\$ 758,384.50	
VARNUM, PETER W							0.058%	\$ 758,126.90	
PATRICK, DENNIS L							0.058%	\$ 756,916.52	
EICKEN, ROBERT T							0.058%	\$ 754,741.51	
HENDRICKSON, WARREN J							0.058%	\$ 754,514.09	
PETERSON, ANNE M							0.058%	\$ 752,642.25	
MUELLER, WERNER G							0.058%	\$ 751,314.69	
FELKER, BRENT R							0.058%	\$ 750,959.78	
ABDELAZIZ, HISHAM K							0.058%	\$ 750,438.91	
FERREL, STEPHEN J							0.058%	\$ 749,522.63	
TAVANGAR, OMID							0.058%	\$ 748,174.48	
MC MILLAN, MICHAEL SCOTT							0.058%	\$ 747,480.24	
ELDRIDGE, KATHERINE W							0.057%	\$ 746,781.81	
ALVOID, RONALD M							0.057%	\$ 745,849.01	
DITORO, THOMAS							0.057%	\$ 743,537.94	
HEATON III, FRED W							0.057%	\$ 742,596.52	
SCHERFF, DOREEN O							0.057%	\$ 742,237.11	
KWAN, PIERRE K							0.057%	\$ 741,567.82	
REW, DANIEL B							0.057%	\$ 740,559.51	
HOREIS, RICHARD M							0.057%	\$ 740,394.19	
MCGLAHAN, MICHAEL J							0.057%	\$ 740,092.37	
SCALES, JOHN C							0.057%	\$ 738,633.43	
RODRIGUEZ, ALBERTO							0.057%	\$ 737,995.42	
ZIEGLER, TYRUS K							0.057%	\$ 736,769.80	
ALWENTA, ELIZABETH ANNE							0.057%	\$ 734,509.47	
MORE, DAVID BRENT							0.057%	\$ 734,649.11	
SHAWER, KRISTINE K							0.057%	\$ 734,377.09	
CHERRILLA, SCOTT A							0.056%	\$ 733,686.72	
CHITLO, JAY L							0.056%	\$ 728,849.00	
KNUDSEN, LINDA L							0.056%	\$ 728,559.00	

"ATTACHMENT A"
AS OF 05/23/2017

Personal Address		Address		State		Zip		Percentage of Ownership	\$ Value of Ownership
Name	Address 1	Address 2	City	State	Zip	State	Zip		
<p>Disclosing Entity: HDR, Inc. BEST Plan and ESOP "HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc." "HDR, Inc." is the parent company to "HDR Engineering, Inc."</p>									
BECKER, GARY A								0.056%	\$ 728,270.28
BUTTENOB, JOHN M								0.056%	\$ 726,819.42
FOYT, GARY W								0.056%	\$ 726,345.87
ADUCCI, KENNETH E								0.056%	\$ 722,680.76
MERONEY, MICHAEL P								0.056%	\$ 722,195.04
PAUBAJEFFREY, S								0.055%	\$ 720,923.75
SPETH, STEVEN B								0.055%	\$ 720,741.63
SWANSON, CLARICE J								0.055%	\$ 719,871.38
SANDE, JEFF R								0.055%	\$ 719,700.02
WATZKE, KURT A								0.055%	\$ 719,256.97
SHINGLETON, BETHANY R								0.055%	\$ 719,208.40
SHUFFLER, EDDIE L								0.055%	\$ 717,297.38
WRIGHT, ERIC A								0.055%	\$ 716,721.77
WARD, WESLEY J								0.055%	\$ 715,356.10
GEPPERT, MICHAEL J								0.055%	\$ 714,704.47
HALLDEN, JAMES A								0.055%	\$ 713,206.44
BOOTY, JAMES W								0.055%	\$ 711,930.29
SCHWETZ, EDWARD J								0.055%	\$ 711,639.54
FRIEDMAN, STEVEN A								0.055%	\$ 711,346.36
GRAY, MATTHEW								0.055%	\$ 711,152.02
NORTH, MICHAEL W								0.055%	\$ 710,981.23
CHAPMAN, JOHN M								0.055%	\$ 710,098.46
GILLERAN, AMY A								0.055%	\$ 709,813.07
DENEVAN, JEFF M								0.055%	\$ 709,275.97
RAND, CHRISTOPHER E								0.054%	\$ 707,942.66
WALKER, HARRY B								0.054%	\$ 707,860.24
HOLMES, GERALD T								0.054%	\$ 704,958.72
DEANS, THOMAS E								0.054%	\$ 703,791.48
VOGT, DAVID C								0.054%	\$ 703,090.63
MORREALE, THOMAS A								0.054%	\$ 702,584.73
NIELSEN, BRYAN S								0.054%	\$ 700,808.16
LUTZ, DAVID D								0.054%	\$ 700,630.57
WILLIAMS, TERENCE L								0.054%	\$ 700,519.56
DEPOTOTA, STEVEN M								0.054%	\$ 700,284.21
SKINNER, DAVID R								0.054%	\$ 699,274.78
HARRIS, BECKY A								0.054%	\$ 699,109.83
DEWRIES, RUSSELL J								0.054%	\$ 698,876.11
EDWARDS, ALLISON M								0.054%	\$ 697,095.85
WASHER, SHAWN P								0.054%	\$ 696,318.60

"ATTACHMENT A"
AS OF 05/23/2017

Personal Address		Address			Zip	Percentage of Ownership	\$ Value of Ownership
Name	Address 1	Address 2	City	State	Zip		
<p>Disclosing Entity: HDR, Inc. BEST Plan and ESOP "HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc." "HDR, Inc." is the parent company to "HDR Engineering, Inc."</p>							
WITT, PAUL T						0.054%	695,542.35
MIGUS, JACEK						0.054%	695,506.18
SMITH, MARK P						0.053%	694,588.73
RILEY, CHARLOTTE M						0.053%	694,279.25
BARTON, MICHAEL J						0.053%	692,677.27
BOWEN, JOHN M						0.053%	692,624.73
BOLING, ROBERT M						0.053%	691,027.80
PIETZ, KENNY J						0.053%	689,839.96
WAUER, MIKE E						0.053%	689,585.23
CRISTAL, NEIL L						0.053%	687,157.93
STEINERT, JOHN PAUL						0.053%	683,335.39
LEONARD, KEVIN J						0.053%	683,240.27
SAVAGE, JOHN M						0.053%	683,034.07
HOFF, STEVEN H						0.052%	682,153.86
TENNISON, STEPHEN H						0.052%	682,033.99
LUTTRELL, EDWIN C						0.052%	680,860.92
DOMALIK, DANIEL E						0.052%	680,577.54
BRUBAKER, SIMEON R						0.052%	679,485.45
HEREIM, SCOTT A						0.052%	677,804.40
LONG, STEPHEN N						0.052%	677,663.36
WOLF, DONALD T						0.052%	677,218.12
SHIELDS, JOSEPH R						0.052%	676,832.65
GOLLEHON, STEVEN R						0.052%	676,607.54
PAQUIN, PAUL R						0.052%	672,950.24
GRENOBLE, BRUCE A						0.052%	672,014.02
TALLY, FRED H						0.052%	670,993.18
ETTLICH, WILLIAM F						0.052%	670,395.95
KHAN, ANWAR A						0.052%	670,244.39
MEEHAN, PAULA A						0.052%	669,558.13
LIEBSCH, EDWARD J						0.051%	667,994.61
SCHNEIDER, JOHN A						0.051%	667,973.06
SKINNER, CHRISTINE E						0.051%	665,534.82
SNIDER, ROY G						0.051%	661,900.45
EVANS, JACK O						0.051%	661,827.15
BROWN, DOUGLAS J						0.051%	661,507.31
IRIGUIEZ, GEORGE						0.051%	661,028.59
WITTMANN, MICHAELA W						0.051%	659,346.20
PILLARD, MATTHEW E						0.051%	657,992.53
WAMBERLY, JOHN E						0.051%	657,691.31

"ATTACHMENT A"
AS OF 05/23/2017

Personal Address		Address			State	Zip	Percentage of Ownership	\$ Value of Ownership
Name	Address	Address 2	City	State	Zip			
<p>Disclosing Entity: HDR, Inc. BEST Plan and ESOP "HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc." "HDR, Inc." is the parent company to "HDR Engineering, Inc."</p>								
BROOKS,RICHARD L							0.050%	\$ 654,502.07
FULLER,JASON A							0.050%	\$ 652,803.90
CIESLIK,LAWRENCE J							0.050%	\$ 650,941.38
RUSTAND,SCOTT A							0.050%	\$ 650,681.78
FELDMAN,TODD M							0.050%	\$ 649,519.10
SWINDELL,BRIAN A							0.050%	\$ 648,844.16
MARTIN,JOHN M							0.050%	\$ 647,528.15
CRANE,JOMATHAN T							0.050%	\$ 646,862.63
CAMBRIDGE,JOHN W							0.049%	\$ 646,749.90
MANSAGER,GARY R							0.049%	\$ 639,578.22
SRB-VAMPOLA,KANDIK							0.049%	\$ 637,675.36
FRITZ,LU ANN							0.049%	\$ 637,167.84
HAILEY,ROBERT J							0.049%	\$ 632,350.19
ELLINGER,MARK J							0.049%	\$ 632,176.24
MCNAUGHT,RUSSELL S							0.048%	\$ 628,701.13
JACKSON,DOUGLAS P							0.048%	\$ 626,024.16
YANG,KAIYUAN							0.048%	\$ 626,022.18
MCGOWAN,KENNETH L							0.048%	\$ 624,929.50
LENZ,JEFFREY H							0.048%	\$ 624,590.83
MICHNOVEZ,ERIC J							0.048%	\$ 624,408.69
TUCK,USA M							0.048%	\$ 623,565.85
DUNN,DAVID D							0.048%	\$ 623,455.54
CROKE,RONALD P							0.048%	\$ 622,214.50
ROGERS,ROBERT T							0.048%	\$ 621,661.47
COBB,SAMUEL D							0.048%	\$ 620,952.88
BUNNER,MATTHEW A							0.048%	\$ 620,693.67
MEAD,ERIC A							0.048%	\$ 619,952.53
QUINTERO,JOHN R							0.048%	\$ 619,861.34
BRAKENHOFF,PETER J							0.047%	\$ 616,672.03
KLAWITTER,SCOTT R							0.047%	\$ 614,592.66
GUDERIAN,JEANNE M							0.047%	\$ 614,214.15
GIBSON,JAMES B							0.047%	\$ 612,874.49
MURPHY,MICHAEL M							0.047%	\$ 610,875.93
DEBING,BRIAN J							0.047%	\$ 610,763.81
HACK,CARLTON L							0.047%	\$ 610,756.05
TONEY,TODD A							0.047%	\$ 610,728.92
ROWAN,DENNIS S							0.047%	\$ 609,586.07
GROSS,WILLIAM							0.047%	\$ 609,263.43
SEHNER,MATTHEW J							0.047%	\$ 608,259.61

"ATTACHMENT A"
AS OF 05/23/2017

Personal Address		Address		Address 2		City	State	Zip	"No one person in HDR owns more than 5% of the company stock. Stock ownership for each person is less than 5%, but greater than \$106,447.20 * Type of Ownership for each individual= Stock	
Name	Address	Address 2	City	State	Zip	Percentage of Ownership	\$ Value of Ownership			
GARCIA,CATHERINE L						0.047%	\$ 607,131.49			
MCGINN,MICHAEL K						0.046%	\$ 602,916.68			
STOBER,JOHN T						0.046%	\$ 602,792.97			
HISE,WALLACE						0.046%	\$ 602,339.75			
SHROFF,DARIUS H						0.046%	\$ 600,272.60			
MCLELLAN,THOMAS N						0.046%	\$ 598,517.01			
TURNNEY,GLEN R						0.046%	\$ 598,281.79			
HIGGASON,HEIDI N						0.046%	\$ 596,669.87			
TOUSSAINT,NORMAN H						0.046%	\$ 596,382.40			
MIGLIORINI,MAUREEN C						0.046%	\$ 596,318.43			
LOHMAN,MICHAEL J						0.046%	\$ 596,277.82			
SOLIE,JOHN E						0.046%	\$ 596,168.33			
NELSON,ALEKSANDER T						0.046%	\$ 596,005.02			
MUELLER,MICHAEL J						0.046%	\$ 595,875.62			
ROSADO,JIMMY S						0.046%	\$ 593,214.23			
ROHRER,JOHNNY BILL						0.046%	\$ 593,077.83			
BRAMLETT,LYNDA L						0.046%	\$ 591,835.80			
HARMON,DANIEL J						0.045%	\$ 589,719.20			
WEHLING,JAMES J						0.045%	\$ 587,260.43			
BALCHUNAS,BRIAN M						0.045%	\$ 586,386.26			
WEBSTER,JUDITH FRASER						0.045%	\$ 580,698.65			
MCCULLOUGH,VICKI L						0.045%	\$ 580,697.59			
ZAHLLER,DAVID L						0.045%	\$ 580,155.61			
RICHARDS,RAYMOND J						0.045%	\$ 578,824.69			
VAN DIJK,JOHANNES A						0.045%	\$ 578,650.68			
MOTTLAW,SCOTT J						0.045%	\$ 578,539.52			
KIM,CRAIG D						0.044%	\$ 577,508.02			
PETERSON,PAUL W						0.044%	\$ 577,470.24			
DUNBAR,MARION K						0.044%	\$ 576,331.74			
PAGE,JODY W						0.044%	\$ 576,236.26			
COYNE,SUSAN B						0.044%	\$ 576,101.16			
MOORE,ALAN A						0.044%	\$ 574,269.24			
SESPENE,EIREN G						0.044%	\$ 574,208.22			
O'GRADY,MARK J						0.044%	\$ 573,375.11			
AGNE,W,RONALD A						0.044%	\$ 572,990.89			
ROZACZEWSKI,TIM J						0.044%	\$ 572,964.35			
MCCONNELL,JAMES						0.044%	\$ 572,609.84			
KEIBER,STEPHEN W						0.044%	\$ 572,350.06			
KRAMER,TARA L						0.044%	\$ 570,272.12			

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Personal Address		Address			Ownership		* No one person in HDR owns more than 5% of the company stock. Stock ownership for each person is less than 5%, but greater than \$106,447.20. * Type of Ownership for each individual= Stock
Name	Personal Address	Address 2	City	State	Zip	Percentage of Ownership	
KORENY, JOHN S						0.044%	\$ 569,097.27
HOLDEN, JEFFERY A						0.044%	\$ 568,462.24
HULTBERG, JOHN C						0.044%	\$ 567,945.43
OSBURN, RANDALL C						0.044%	\$ 567,001.16
HABBen, CRAIG E						0.044%	\$ 566,262.59
CLARK, JOHN D						0.044%	\$ 565,792.81
MCLAUGHLIN, THOMAS C						0.043%	\$ 565,052.18
ISLAM, RASHED TANVIR						0.043%	\$ 564,645.45
MOORE, KERRY A						0.043%	\$ 563,456.38
KELLY, ROBERT K						0.043%	\$ 562,255.74
LESHKO, BRIAN J						0.043%	\$ 562,254.08
KOCH, TIMOTHY E						0.043%	\$ 561,998.31
EVERSON, TONY WAYNE						0.043%	\$ 561,016.31
DERBONNE, HAROLD C						0.043%	\$ 560,568.94
FRIEBERG, LEE J						0.043%	\$ 558,952.31
ANTISHEL, HENRY MARTIN						0.043%	\$ 558,825.64
LAMB, WARREN F						0.043%	\$ 558,570.91
RENDER, RAYANNE						0.043%	\$ 556,934.00
HOGAN, DONN W						0.043%	\$ 554,466.44
HEYWORTH, TODD J						0.043%	\$ 554,371.00
ARTMAN II, LAWRENCE J						0.043%	\$ 553,726.24
COX, JOSEPH R						0.043%	\$ 552,549.88
VONDENKAMP, WILLIAM P						0.042%	\$ 551,550.99
KONSKO, MICHAEL J						0.042%	\$ 551,135.63
SUN, SIMON						0.042%	\$ 550,837.62
FENNESSEY, ROBERT L						0.042%	\$ 550,006.09
WARFIELD, KENNETH R						0.042%	\$ 549,620.95
RICE, JAMES R						0.042%	\$ 549,289.31
FENTON, ROSS A						0.042%	\$ 548,378.27
SCHINKER, COLLEEN M						0.042%	\$ 545,948.57
KONTOVICAS, THEODORE H						0.042%	\$ 544,949.45
DUBEN, MARK A						0.042%	\$ 544,729.85
GILBROOK, MICHAEL J						0.042%	\$ 544,228.27
MARSH, DEVIN R						0.042%	\$ 544,107.89
BROWN, JEROME W						0.042%	\$ 543,151.17
YER, DAVID A						0.042%	\$ 542,256.54
COFFEY, ROGER L						0.042%	\$ 541,530.91
HON, JOSLYN A						0.042%	\$ 540,831.40
GHARINO, THOMAS J						0.042%	\$ 540,382.67

"ATTACHMENT A"

AS OF 05/23/2017

Disclosing Entity: HDR, Inc. BEST Plan and ESOP

"HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc."
"HDR, Inc." is the parent company to "HDR Engineering, Inc."

Name	Personal Address			City	State	Zip	Percentage of Ownership	\$ Value of Ownership
	Address	Address 2	Address					
PECHNICK, PATRICK J							0.042%	\$ 539,929.94
PLANCK, SAMUEL M							0.042%	\$ 539,597.02
PALMATIER, ALEXANDER M							0.041%	\$ 536,711.23
ENRIQUEZ, NELLIE							0.041%	\$ 534,687.66
JOHNSTON, JAMES W							0.041%	\$ 533,523.48
ANDREW, RICHARD H							0.041%	\$ 533,409.17
GAUL, JOHN E							0.041%	\$ 533,374.69
VOUGHT, JON D							0.041%	\$ 533,095.61
ARCE, ALFREDO F							0.041%	\$ 532,559.09
DAVIS, WALTER C							0.041%	\$ 532,112.82
MOYANO, DAVID							0.041%	\$ 530,143.13
BAIRD, GREGORY M							0.041%	\$ 529,191.48
DECESARE, DOUGLAS T							0.041%	\$ 528,290.08
NGUYEN, TRUONG N							0.041%	\$ 528,175.56
HERALD, EDWARD JOHN							0.041%	\$ 528,155.69
SAETTA, DAWN M							0.041%	\$ 527,770.91
SLAKER, JAMES C							0.041%	\$ 527,527.24
ROLLE, BARRY O							0.041%	\$ 526,521.96
WEBB, JAMES K							0.041%	\$ 526,453.89
HOPKINS, PAULA F							0.040%	\$ 525,904.51
GONZALES, PAUL E							0.040%	\$ 523,922.99
EVANS, MARK							0.040%	\$ 523,867.70
LANGLEY, BRYCE A							0.040%	\$ 523,866.31
YADLOSKY, JOHN M							0.040%	\$ 523,436.25
KRETZSCHMAR, THOMAS M							0.040%	\$ 523,355.49
ALVORD, JOANNA							0.040%	\$ 523,119.19
TEMPLE, ALAN C							0.040%	\$ 522,703.68
GETTY, JEFFREY L							0.040%	\$ 521,330.89
RYAN, MATTHEW D							0.040%	\$ 521,058.12
WILLIAMS, STANLEY T							0.040%	\$ 521,040.96
KOH, NORA C							0.040%	\$ 520,542.09
SKAR, BERNARD J							0.040%	\$ 519,095.41
HERMAN, PAULE							0.040%	\$ 518,387.63
NEFF, RANDALL I							0.040%	\$ 518,080.23
WILVER, KEVIN H							0.040%	\$ 517,651.32
JOHNSTON, ERICA							0.040%	\$ 516,879.42
PEARCE, SAMUEL W							0.040%	\$ 516,548.17
COURDUFF, RANDALL L							0.040%	\$ 515,947.95
JOHNSON, BRADFORD LEE							0.040%	\$ 515,906.92

"ATTACHMENT A"
AS OF 05/23/2017

Disclosing Entity: HDR, Inc. BEST Plan and ESOP		Personal Address				Address		State		Zip		Percentage of Ownership	\$ Value of Ownership
"HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc." "HDR, Inc." is the parent company to "HDR Engineering, Inc."		Address	Address 2	City	State	Zip	State	Zip					
WONG, DAVID W											0.040%	\$ 515,455.24	
HATTON, ROGER K											0.040%	\$ 515,442.56	
LOBUONO, JOSEPH											0.040%	\$ 514,232.01	
VAN DIEN, JAMES P											0.039%	\$ 512,119.33	
HYMAS, DARREN K											0.039%	\$ 511,220.14	
LYON, JAMES D											0.039%	\$ 510,871.66	
FRANKLIN, STEVEN R											0.039%	\$ 510,652.99	
MATYA, ROBERT A											0.039%	\$ 509,787.19	
YOUNG, THOMAS W											0.039%	\$ 507,708.20	
FRISSORA, JOSEPH											0.039%	\$ 507,498.64	
CARPENTER, BRUCE D											0.039%	\$ 507,206.88	
BELL, GRAHAM EDGAR CARLSEN											0.039%	\$ 507,046.49	
QUERNEMOEN, KEITH M											0.039%	\$ 506,655.71	
WHITING, DONALD L											0.039%	\$ 506,475.16	
BOSCO, ROBERT VINCENT											0.039%	\$ 506,320.00	
BRAUD, THOMAS L											0.039%	\$ 506,055.65	
SAVE, CHRIS E											0.039%	\$ 505,906.12	
STRATTON, RICHARD G											0.039%	\$ 505,695.02	
EDELEN, BENEDICT R											0.039%	\$ 505,049.66	
MEILLEUR, AARON M											0.039%	\$ 504,362.52	
MCMAHON, MICHAEL E											0.039%	\$ 504,304.52	
RILEY, TODD M											0.039%	\$ 504,161.90	
GADZINSKI, NORMAN											0.039%	\$ 503,876.09	
HIGHLAND, DIANNA S											0.039%	\$ 503,705.14	
LOREK, STEVEN P											0.039%	\$ 503,500.73	
PERRY, BYRON G											0.039%	\$ 502,939.92	
COLLINSWORTH, SUANNE O											0.039%	\$ 502,743.94	
ATKINSON, JAMES J											0.039%	\$ 502,643.16	
GOEHRI, ROGER S											0.039%	\$ 501,813.33	
BRADLEY, BRUCE A											0.039%	\$ 500,636.50	
DENLINGER, JOHN K											0.039%	\$ 500,563.84	
GAPINSKI, DUANE P											0.038%	\$ 499,608.59	
MERRYFIELD, MARIA DEL CARMEN											0.038%	\$ 499,110.03	
KOVACH, ROBERT											0.038%	\$ 498,558.90	
DIACOMO											0.038%	\$ 498,447.72	
STONEHOUSE, GREGORY J											0.038%	\$ 497,691.33	
D'AMICO, PETER C											0.038%	\$ 497,648.49	
COLEMAN, JAMES M											0.038%	\$ 497,304.36	
WEARY, FREDERICK L											0.038%	\$ 495,988.83	

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Name	Personal Address			City	State	Zip	Percentage of Ownership	\$ Value of Ownership
	Address	Address 2	Address					
<p>Disclosing Entity: HDR, Inc. BEST Plan and ESOP "HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc." "HDR, Inc." is the parent company to "HDR Engineering, Inc."</p>								
DRUMMOND, TERESE L							0.038%	\$ 495,820.96
WILSON, TODD C							0.038%	\$ 495,475.69
KINDER, RICHARD C							0.038%	\$ 495,068.86
ISIDRO, FREDDY A							0.038%	\$ 495,020.00
WHITBY, ELLIS C							0.038%	\$ 494,958.26
KASLEY, EDWARD F							0.038%	\$ 493,940.59
PRICE, KRISTINA M							0.038%	\$ 492,448.83
FERGUSON, MATTHEW W							0.038%	\$ 492,239.45
GERSHMEL, GRANT L							0.038%	\$ 491,001.10
SHORT, WAYNE G							0.038%	\$ 490,850.15
RUPE, JOHN R							0.038%	\$ 490,543.93
MAC NEIL, MICHAEL S							0.038%	\$ 490,312.28
JIMENEZ, SERGIO E							0.038%	\$ 490,305.16
ANDERSON, SLOAN M							0.038%	\$ 489,479.87
HAHN, DANIEL E							0.038%	\$ 488,244.74
LEIBNITZ, DAVID P							0.037%	\$ 485,822.22
COOK, RHONDA J							0.037%	\$ 485,173.87
SANDROCK, STEPHEN E							0.037%	\$ 485,144.50
DUBRIEL, WILLIAM T							0.037%	\$ 483,703.86
PETERMAN, LANCE G							0.037%	\$ 483,021.98
MONTE, MARIO A							0.037%	\$ 481,187.67
LIEW, ROLAND Y							0.037%	\$ 480,433.62
HOLLAND, JEREMY L							0.037%	\$ 479,955.51
HAYNES, SLAUGHTER, KIMBERLY							0.037%	\$ 479,881.80
MALACHIN, WAYNE T							0.037%	\$ 479,767.31
BAKER, CHRISTOPHER L							0.037%	\$ 479,176.79
MCGEE SMER, MARLA J							0.037%	\$ 479,029.29
SNEAD, ANTHONY J							0.037%	\$ 478,533.62
POZOS, NICOLE L C							0.037%	\$ 478,122.57
FAUTEUX, RICKY D							0.037%	\$ 477,707.95
BEHR, CHRISTOPHER T							0.037%	\$ 477,654.21
REICHEL, KURT W							0.037%	\$ 477,527.61
FROSCHER, KEITH A							0.037%	\$ 476,886.55
FOTALL, SCOTT D							0.037%	\$ 476,517.01
HANEY, CHRISTOPHER S							0.037%	\$ 476,425.06
FREEDMAN, GERALD M							0.037%	\$ 476,204.34
NEESON, ROBIN L							0.037%	\$ 475,528.24
BARNETT, ELENA R							0.037%	\$ 475,417.55
WHITAKER, CHRISTINE L							0.037%	\$ 475,004.58

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Personal Address		Address			State	Zip	Percentage of Ownership	\$ Value of Ownership
Name	Address 1	Address 2	City	Address 3				
<p>Disclosing Entity: HDR, Inc. BEST Plan and ESOP "HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc." "HDR, Inc." is the parent company to "HDR Engineering, Inc."</p>								
PANZARINO,STEPHEN J							0.036%	\$ 473,939.02
GALLAGHER,TIMOTHY J							0.036%	\$ 472,158.54
BERMAN,ROBERT S							0.036%	\$ 470,534.82
BADILLO,JOSE M							0.036%	\$ 469,829.00
LEM,JOYCE M							0.036%	\$ 469,105.06
GIPE,JOHN E							0.036%	\$ 468,893.09
KEANE,KEVIN D							0.036%	\$ 467,489.03
HOWIE,BRUCE J							0.036%	\$ 465,168.57
KIRKLAND,RODNEY A							0.036%	\$ 464,984.63
FANG,BORDAR							0.036%	\$ 464,843.45
PRASAD,CHANDRA K							0.036%	\$ 464,332.36
RIVIERE,CHRISTOPHER P							0.036%	\$ 463,691.52
VAN SANTIN,VICTOR E							0.036%	\$ 463,555.44
LAMPE,NICK J							0.036%	\$ 463,020.24
NEVE,LISA M							0.036%	\$ 462,612.06
STIMAC,MICHAEL V							0.035%	\$ 461,326.11
BLAKE,ANDREW C							0.035%	\$ 461,254.58
BORAKS,MICHAEL W							0.035%	\$ 461,174.00
CONNORS,THOMAS M							0.035%	\$ 460,571.60
SETHURAMAN,RAMASESHAN							0.035%	\$ 460,423.90
ZEISS,GREGORY P							0.035%	\$ 460,290.30
UYEOKA,SHEILA K							0.035%	\$ 460,117.84
HINO,FRANCIS T							0.035%	\$ 459,799.53
BINTRIM,JAMES W							0.035%	\$ 459,542.91
SHAUKAT,SYED A							0.035%	\$ 458,726.77
SCHMIDT,CHERYL A							0.035%	\$ 458,666.54
FERRIER,PAUL A							0.035%	\$ 458,400.32
O'NEILL,PATRICK W D							0.035%	\$ 458,194.35
KRIETE,KEVIN C							0.035%	\$ 457,994.84
STRIDER,MICHAEL R							0.035%	\$ 457,168.18
BOEHM,SCOTT A							0.035%	\$ 456,261.47
BOTT,JAMES W							0.035%	\$ 456,101.71
MESSENKOPF,CHARLES E							0.035%	\$ 455,768.74
COOPER,TRESA D							0.035%	\$ 455,283.61
SILVAMASKUL,SMITH							0.035%	\$ 455,220.18
PERRUCCI,WILLIAM C							0.035%	\$ 454,554.00
MCCONNELL,EDWARD C							0.035%	\$ 454,233.31
ZERVAS,CHARLES J							0.035%	\$ 453,694.22
CROMBIE,JAMES J							0.035%	\$ 453,590.31

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Disclosing Entity: HDR, Inc. BEST Plan and ESOP

"HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc."

"HDR, Inc." is the parent company to "HDR Engineering, Inc."

*No one person in HDR owns more than 5% of the company stock. Stock ownership for each person is less than 5%, but greater than \$106,447.20
* Type of Ownership for each individual= Stock

Name	Personal Address	Address 2	City	State	Zip	Percentage of Ownership	\$ Value of Ownership
SHOSTAK, MICHAEL J						0.035%	\$ 453,369.26
JOHNSON, CLARK A						0.035%	\$ 452,265.28
HORTON, FRED E						0.035%	\$ 451,823.56
COOK, JANELL						0.035%	\$ 451,584.00
SEBES, TRICIA J						0.035%	\$ 451,365.21
JOHNSTON, SAMUEL C						0.035%	\$ 449,185.73
ROHRER, BARTHOLOMEW D						0.035%	\$ 449,150.83
KENNAH, ROBERT E						0.035%	\$ 449,108.69
ANDERSON, ROBERT L						0.035%	\$ 448,611.94
BOBLITT, GARY T						0.035%	\$ 448,583.28
WURTELE, TIMOTHY C						0.035%	\$ 448,386.70
DECKER, JAY S						0.034%	\$ 446,904.97
PFISTER, KAMAL						0.034%	\$ 445,965.59
WILLIAMS, BRADLEY C						0.034%	\$ 445,492.65
OATES, MICHAEL J						0.034%	\$ 445,467.70
JUNOD, EDWARD C						0.034%	\$ 444,970.87
CAROTHERS, GARSON C						0.034%	\$ 444,523.08
REMINISKEY, GERARD N						0.034%	\$ 443,589.69
MORAN, WENDY J						0.034%	\$ 442,914.90
SEITS, MARK H						0.034%	\$ 442,804.53
MANLOVE, STEPHEN D						0.034%	\$ 442,281.71
HANSON, PHILLIP B						0.034%	\$ 441,848.84
CAPARELLI, LOUIE J						0.034%	\$ 441,722.49
ST GERMAIN, DANIEL J						0.034%	\$ 441,693.58
JOHNSON, ERIK B						0.034%	\$ 441,383.28
DINEEN, JOHN P						0.034%	\$ 441,334.75
DOLSON, GRETCHEN L						0.034%	\$ 441,241.33
WU, JUNE Q						0.034%	\$ 441,083.39
ASHBY, KEVIN R						0.034%	\$ 440,802.07
COLLINS, ANDREW C						0.034%	\$ 440,044.72
DUNNING, JEROME F						0.034%	\$ 439,475.07
BISSONNETTE, MICHELLE F						0.034%	\$ 438,648.13
BADRIYHA, BADRI N						0.034%	\$ 438,592.47
BOS, DAVID						0.034%	\$ 438,541.36
RIEPE, CINDY M						0.034%	\$ 438,228.36
TREIG, JUNJIAN						0.034%	\$ 437,574.50
MAY, JAMES Y						0.034%	\$ 437,561.88
THOMAS, JAMES A						0.034%	\$ 437,424.33
MORAN, WILLIAM H						0.034%	\$ 436,216.94

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Personal Address		Address			Zip	Percentage of Ownership	\$ Value of Ownership
Name	Address 1	Address 2	City	State			
<p>Disclosing Entity: HDR, Inc. BEST Plan and ESOP "HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc." "HDR, Inc." is the parent company to "HDR Engineering, Inc."</p>							
REDEMSKE, DAVID R						0.034%	\$ 435,685.22
WALSH, CLAUDIA A						0.034%	\$ 435,482.79
CANJURA, NELSON E						0.033%	\$ 434,751.56
SHOCKLEY, ADAM C						0.033%	\$ 434,558.39
CANTWELL, JOEL R						0.033%	\$ 434,004.89
HARCOURT, GEOFFREY D						0.033%	\$ 433,991.90
GLAZIER, CRAIG A						0.033%	\$ 433,238.09
FALCONE, ANTHONY M						0.033%	\$ 433,160.55
CASTILLO, GREY N						0.033%	\$ 432,880.93
PORFIDO, EMIL L						0.033%	\$ 432,875.36
HENRY, JAMES R						0.033%	\$ 432,605.05
ZEIGER, BRIAN E						0.033%	\$ 432,368.06
QUEEN, WILLIAM C						0.033%	\$ 431,573.81
BRYANT, WILLIAM R						0.033%	\$ 431,403.31
DUFFY, MARY ANN						0.033%	\$ 431,069.34
CUNNINGHAM, JOHN P						0.033%	\$ 430,773.31
GIPSON, DEAN J						0.033%	\$ 429,641.24
MUENCH, BRIAN P						0.033%	\$ 428,867.90
MASSENGALE, DARRELL KURT						0.033%	\$ 428,656.79
VOLK, DANIEL G						0.033%	\$ 428,567.89
TEIG, JEFFREY W						0.033%	\$ 428,254.22
MCCOY, BARBARA JEAN						0.033%	\$ 428,229.14
SCHILLERBERG, JUSTIN C						0.033%	\$ 427,344.36
RICHARDSON, LISA M						0.033%	\$ 427,297.64
TRAN, THAO T						0.033%	\$ 426,133.37
DAVIS, PETER J						0.033%	\$ 425,507.17
IZZO, JOSEPH A						0.033%	\$ 425,488.15
CASSITY, WILLIAM P						0.033%	\$ 425,443.97
ALLEN, JEFFREY G						0.033%	\$ 422,736.49
HADLER, EDITH M						0.032%	\$ 421,542.39
TOLEDO, ZACHARY O						0.032%	\$ 420,690.39
LACCINOLE, MATTHEW B						0.032%	\$ 420,066.23
DEGUZMAN, MANOLO N						0.032%	\$ 419,807.36
SHRIDAN, CHRISTOPHER J						0.032%	\$ 419,804.22
MATHERSON, NEGIL L						0.032%	\$ 418,588.11
PELLILLA, MELFORD J						0.032%	\$ 418,303.82
PUNAMI, MARY S						0.032%	\$ 418,180.01
MURPHY, MICHAEL J						0.032%	\$ 417,954.82
GOLICHER, DONNIE J						0.032%	\$ 416,971.47

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Disclosing Entity: HDR, Inc. BEST Plan and ESOP

"HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc."

"HDR, Inc." is the parent company to "HDR Engineering, Inc."

Name	Personal Address			Address			Percentage of Ownership	\$ Value of Ownership
	Address 1	Address 2	City	State	Zip			
QUEARY, TODD D							0.032%	\$ 416,895.88
PAINE, MICHAEL A							0.032%	\$ 416,895.51
FOREST, MARK E							0.032%	\$ 416,497.34
ANID, PAUL J							0.032%	\$ 416,348.00
HENNESSY, MELISSA J							0.032%	\$ 415,853.47
WINGET, LEIZL K							0.032%	\$ 414,591.40
BUSHDIECKER, KEITH R							0.032%	\$ 414,502.74
VAUGHAN, TROY A							0.032%	\$ 414,445.93
ZISCHKAU, ERIC E							0.032%	\$ 414,390.40
KESSLER, ADAM S							0.032%	\$ 414,035.26
CROZIER, ALLEN R							0.032%	\$ 413,699.95
SOSALLA-BAHR, JEFFREY A							0.032%	\$ 413,622.18
FIBICH, GARY J							0.032%	\$ 413,185.19
MACK, JORDI							0.032%	\$ 412,801.46
ROCHE, CLIFFORD C							0.032%	\$ 412,625.47
WECKERLIN, BRADLEY A							0.032%	\$ 412,530.46
WALTERS, MICHAEL I							0.032%	\$ 411,211.58
LOWREY, KENNETH J							0.032%	\$ 411,188.53
PALAZZETTI, MATTHEW G							0.032%	\$ 410,842.77
BERGSCHNEIDER, KEVIN HENRY							0.032%	\$ 410,303.62
WESTON, DAVID C							0.032%	\$ 410,212.78
ENTZEL, CHRIS E							0.032%	\$ 410,173.25
FANSELAU, JASON R							0.032%	\$ 409,858.06
NAUMAN, JASON C							0.032%	\$ 409,699.87
LANGLOIS, JAMES R							0.032%	\$ 409,624.36
EY, JOHN C							0.031%	\$ 409,258.56
LONGOSZ, ROBERT JOSEPH							0.031%	\$ 408,438.03
PANNELL, RICHARD R							0.031%	\$ 408,384.15
DUARTE, DANIEL							0.031%	\$ 407,661.78
HARRIS, RICHARD M							0.031%	\$ 407,405.59
BERGSTROM, ERIC C							0.031%	\$ 404,800.96
WICKS, SEAN P							0.031%	\$ 404,632.95
HUMMEL, DOUGLAS J							0.031%	\$ 404,538.04
SISK, JOHN E							0.031%	\$ 404,254.21
NITZBERG, CHRISTIAN H							0.031%	\$ 404,047.44
HERRON, TAMMY C							0.031%	\$ 404,016.13
NELSON, JOHN D							0.031%	\$ 403,964.89
GRIMM, ERIK A							0.031%	\$ 403,869.89
HATTMAN, LAURENCE E							0.031%	\$ 403,423.05

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Disclosing Entity: HDR, Inc. BEST Plan and ESOP

"HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc."

"HDR, Inc." is the parent company to "HDR Engineering, Inc."

Name	Personal Address			State	Zip	Percentage of Ownership	\$ Value of Ownership
	Address	Address 2	City				
THIEL,WICKI J						0.031%	\$ 403,223.24
OLDS,DUSTEN L						0.031%	\$ 402,168.19
ABRAMS,CARL M						0.031%	\$ 402,146.85
DIERING,PAUL B						0.031%	\$ 401,953.55
MCDERMOTT,CHAD C						0.031%	\$ 401,485.40
SCHWARTZ,DEBRAL						0.031%	\$ 401,324.04
DOUGLAS,JEFFREY S						0.031%	\$ 401,254.71
RAILA,SUSAN						0.031%	\$ 401,112.22
GESELL,GREGORY H						0.031%	\$ 400,476.27
KALISIAK,KIP C						0.031%	\$ 399,234.31
WANG,HUA						0.031%	\$ 399,186.05
ACOSTA,ROBERT C						0.031%	\$ 398,311.72
HALE,FREDRICK S						0.031%	\$ 397,637.40
RODRIGUEZ,MIGUEL A						0.031%	\$ 397,188.37
REED,GRADY F						0.031%	\$ 396,771.20
HAIN,DAVID D						0.031%	\$ 396,559.25
KJENSTAD,JASON L						0.031%	\$ 396,453.57
BROADUS,JOHN M						0.030%	\$ 395,588.47
MCARTHUR,TERRY L						0.030%	\$ 393,970.79
PRINCIPE,MICHAELA						0.030%	\$ 393,943.60
BERGGREN,ERIC G						0.030%	\$ 393,701.23
FITZNER,JOSEPH P						0.030%	\$ 393,400.39
PLUMMER,MICHAEL D						0.030%	\$ 392,886.89
MOSES,ROBERT S						0.030%	\$ 392,559.00
TILLET,GEORGE E						0.030%	\$ 392,123.56
YANG,ZHAOWEI						0.030%	\$ 392,104.13
O'KANE,MICHAELA A						0.030%	\$ 391,759.74
PERKINS,RONALD R						0.030%	\$ 391,419.81
BECKER,DANIEL F						0.030%	\$ 391,355.17
PROVANCE,JAMES S						0.030%	\$ 391,208.30
ANDEREGG,CORWIN S						0.030%	\$ 390,678.27
WALKER,RANDALL A						0.030%	\$ 390,531.19
ATOUKIAN,RICHARD G						0.030%	\$ 390,094.65
GAZALEZ,CALEX N						0.030%	\$ 389,886.91
PIERIM,RICHARD D						0.030%	\$ 389,501.79
PERDOMO,REY WALDO						0.030%	\$ 389,230.63
RAEIZ,GREGORY J						0.030%	\$ 388,791.10
LUS,KARL E						0.030%	\$ 388,303.24
BURCHETTE,MICHAEL P						0.030%	\$ 388,010.34

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Personal Address		Address			State	Zip	*No one person in HDR owns more than 5% of the company stock. Stock ownership for each person is less than 5%, but greater than \$106,447.20 * Type of Ownership for each individual= Stock	Percentage of Ownership	\$ Value of Ownership
Name	Address 1	Address 2	City	State	Zip				
TEFFT,LEWIS S							0.030%	\$ 387,817.73	
KLEMAN,GARY P							0.030%	\$ 387,610.35	
PRESTON,ROBERT L							0.030%	\$ 386,784.60	
FELDMAN,DAWN M							0.030%	\$ 385,686.14	
BEST,DONALD E							0.030%	\$ 385,004.52	
DAMMARELL,AMY S							0.030%	\$ 384,266.76	
IFKOVITS,JOHN J							0.030%	\$ 383,984.41	
DEHONEY,BETTY J							0.030%	\$ 383,668.63	
CHRISTENSEN,JASON J							0.029%	\$ 382,792.95	
SABBAG,ANTHONY A							0.029%	\$ 382,195.52	
ELLIOTT,JEREMY R							0.029%	\$ 381,730.20	
ROHAN,PATRICIA A							0.029%	\$ 381,078.73	
BACSKIN,RONALD S							0.029%	\$ 380,682.35	
BEHRENS,NANCY K							0.029%	\$ 380,575.31	
HORKAN,THOMASE							0.029%	\$ 380,551.80	
MITCHELL,GREGG S							0.029%	\$ 380,017.41	
FUCHS,DALE J							0.029%	\$ 379,881.89	
TETER,JOHN E							0.029%	\$ 378,812.40	
DECHANT,DAVID M							0.029%	\$ 378,647.77	
HERRERA,NEIRA Y							0.029%	\$ 378,481.61	
MILLER,BRENDA R							0.029%	\$ 378,000.51	
ROLF,DONALD J							0.029%	\$ 377,133.04	
REED,DENISE A							0.029%	\$ 377,058.54	
CASEY,DAVID C							0.029%	\$ 376,825.29	
HEMPEL,DEBRA S							0.029%	\$ 376,404.51	
LASAITIS,DAVID A							0.029%	\$ 376,143.47	
TANNER,JON M							0.029%	\$ 376,068.44	
MILLER,SHERI E							0.029%	\$ 375,309.15	
KADLEC,MARK A							0.029%	\$ 375,291.13	
NGUYEN,SUSAN							0.029%	\$ 374,571.77	
LAUZIER,ANDRE E							0.029%	\$ 374,198.58	
ALTSHULER,RANDY N							0.029%	\$ 374,051.75	
IMHOFF,CORY M							0.029%	\$ 372,804.39	
ANDERSON,TREVOR W							0.029%	\$ 372,219.42	
BEHADI,BJAN							0.029%	\$ 372,013.39	
SPANER,JOANNE M							0.029%	\$ 371,932.66	
BERTRAM,MICHAEL H							0.029%	\$ 371,900.21	
DOYLE,KEVIN G							0.029%	\$ 371,783.57	
ASPINJUND,DANIEL L							0.029%	\$ 370,848.63	

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Disclosing Entity: HDR, Inc. BEST Plan and ESOP

"HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc."

"HDR, Inc." is the parent company to "HDR Engineering, Inc."

Name	Personal Address			Address			State	Zip	Percentage of Ownership	\$ Value of Ownership
	Address 1	Address 2	City	Address 1	Address 2	City				
BETTEL, CURTIS B									0.028%	\$ 370,363.72
UNRUH, JAMES H									0.028%	\$ 370,052.18
MURRAY, MICHAEL R									0.028%	\$ 369,377.00
KRZEMINSKI, JAMES M									0.028%	\$ 368,702.81
ROSE, KEVIN D									0.028%	\$ 367,826.65
DRAKE, ALLISON L									0.028%	\$ 367,234.67
WILSON, CAREY J									0.028%	\$ 366,576.13
ELEY, HOWARD									0.028%	\$ 365,959.37
WESSELS, ERIC A									0.028%	\$ 364,079.53
SHAMS, MOHAMMAD H									0.028%	\$ 363,847.67
DICKERSON, NATHAN P									0.028%	\$ 363,842.68
DEHN, GEORGE W									0.028%	\$ 363,815.13
PARK, JIN S									0.028%	\$ 363,581.69
REARICK, THERESA A									0.028%	\$ 363,445.94
HOHMANN, DAVID P									0.028%	\$ 363,228.43
KELLER, KEVIN K									0.028%	\$ 363,050.75
GARRETT, MICHAEL W									0.028%	\$ 361,636.67
HADALA, RENEE D									0.028%	\$ 361,487.71
SAWYER, BRIAN T									0.028%	\$ 361,096.03
KNOSBY, MARY P									0.028%	\$ 360,980.85
LYKENS, KENNETH E									0.028%	\$ 360,949.45
FERRY, DEAN E									0.028%	\$ 360,920.02
KRIEBER, MICHAEL G									0.028%	\$ 360,188.13
COHEN, MARYLUISE									0.028%	\$ 360,118.00
KOCHERSPERGER, GREGORY M									0.028%	\$ 359,818.69
THEOBALD, NANCY J									0.028%	\$ 359,442.84
FOUST, JANETTE K									0.028%	\$ 359,317.99
GOSB, BRIAN G									0.028%	\$ 359,128.36
FERLAND, LANCE M									0.028%	\$ 358,642.09
GEIGER, RONALD A									0.028%	\$ 358,507.37
LIM, KAU T									0.028%	\$ 358,075.73
BEINING, WILLIAM F									0.028%	\$ 358,046.77
THURNES, KEVIN K									0.028%	\$ 357,733.74
CHOK, ANGELA M									0.028%	\$ 357,708.80
ZWISL, MARK B									0.027%	\$ 356,802.19
KODDA, TERESA C									0.027%	\$ 356,750.80
DECKER, NANCY C									0.027%	\$ 355,863.88
WHITE, STEPHANIE L									0.027%	\$ 354,658.03
ZILKA, SCOTT P									0.027%	\$ 354,605.66

"ATTACHMENT A"
AS OF 05/23/2017

Name	Personal Address			Address			Zip	Percentage of Ownership	\$ Value of Ownership
	Address 1	Address 2	City	State	City	State			
<p>Disclosing Entity: HDR, Inc. BEST Plan and ESOP "HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc." "HDR, Inc." is the parent company to "HDR Engineering, Inc."</p>									
NELSON, WENDEL P								0.027%	\$ 354,084.70
TIPPEY, BRENT A								0.027%	\$ 354,006.29
FUNG, VINCENT W S								0.027%	\$ 353,965.15
PENET, BRUNO								0.027%	\$ 353,922.32
VILLALOBOS, LEONARDO A								0.027%	\$ 353,791.62
BIRD, BRIAN D								0.027%	\$ 351,593.21
NEWELL, TRISHA A								0.027%	\$ 351,128.52
CHRISTENSEN, SCOTT D								0.027%	\$ 349,867.58
RENNOLDSON, DAVID C								0.027%	\$ 349,361.82
MASTROGIACOMO, GIOVANNI								0.027%	\$ 348,972.56
WHEELER, BOYD P								0.027%	\$ 348,842.50
ROHAM, DAVID P								0.027%	\$ 348,767.88
LAUGHLIN, NOEL								0.027%	\$ 348,689.52
REED, SCOTT M								0.027%	\$ 348,648.94
WARLEN, MICHAEL								0.027%	\$ 348,223.85
URICOECHA, RICARDO H								0.027%	\$ 347,988.91
PAUL, JACK								0.027%	\$ 347,697.72
BONNER, GREGORY K								0.027%	\$ 347,663.55
THOMPSON, TRAVIS W								0.027%	\$ 347,559.82
HASSEBROCK, MARK J								0.027%	\$ 347,548.26
WILLOUGHBY, TIMOTHY R								0.027%	\$ 347,472.50
HUFFMAN, RICHARD A								0.027%	\$ 347,357.19
NIDAM, SUSAN R								0.027%	\$ 346,737.20
BRAY, GERALD C								0.027%	\$ 346,049.43
GALLAGHER, WILLIAM J								0.027%	\$ 345,802.71
MCINNIS, AMANDA B								0.027%	\$ 345,623.30
ENGLISH, QUINT R								0.027%	\$ 344,950.57
SOSENKINA, ELENA S								0.027%	\$ 344,740.23
DECKEN, SEAN T								0.027%	\$ 344,723.37
AIELLO, ROBERT M								0.027%	\$ 344,671.67
MYERS, DAVID G								0.026%	\$ 343,983.77
KLOBUCAR, JOSEPH M								0.026%	\$ 343,267.83
DOUGHTY, LORETTA G								0.026%	\$ 342,578.12
DIMMONS, KENNETH T								0.026%	\$ 342,404.67
PRICE, NICOLE L								0.026%	\$ 342,300.94
KORWINSKI, ROGER P								0.026%	\$ 341,835.21
SILVA, MARC								0.026%	\$ 341,519.76
CAITO, ELIZABETH A								0.026%	\$ 341,210.71
LIPP, JEFFREY A								0.026%	\$ 341,081.13

"ATTACHMENT A"
AS OF 05/23/2017

Name	Personal Address			City	State	Zip	Percentage of Ownership	\$ Value of Ownership
	Address 1	Address 2	Address 3					
<p>Disclosing Entity: HDR, Inc. BEST Plan and ESOP "HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc." "HDR, Inc." is the parent company to "HDR Engineering, Inc."</p>								
STOLTENOW, TERRY E							0.026%	\$ 340,413.09
COBBEY, BRETT M							0.026%	\$ 340,318.07
REID, MATTHEW J							0.026%	\$ 339,783.66
REDINGTON, MATTHEW K							0.026%	\$ 339,262.30
SOLOMON, RODGER D							0.026%	\$ 339,159.15
NIEDBALA, THOMAS F							0.026%	\$ 338,285.53
BAKKE, BRIAN M							0.026%	\$ 338,159.34
JONES, RICHARD B							0.026%	\$ 337,995.82
JACKSON, RONNIE L							0.026%	\$ 337,740.84
SCHMUDD, RICHARD							0.026%	\$ 337,411.87
MELVIN, CHARLES T							0.026%	\$ 337,379.42
MAMAYEK, JOSEPH J							0.026%	\$ 337,103.95
KEENAN, TRACY W							0.026%	\$ 336,291.61
LINDNER, BONNIE J							0.026%	\$ 336,242.29
GALLIEN, DENNIS R							0.026%	\$ 334,209.86
WARNER, TERRY R							0.026%	\$ 334,045.22
KOHER II, MICHAEL M							0.026%	\$ 333,941.17
GUZEWICH, JOHN M							0.026%	\$ 333,856.89
MARTINEZ, GREGORY J							0.026%	\$ 333,732.86
KELLEY, RICHARD D							0.026%	\$ 333,346.53
SUTTON, KARL M							0.026%	\$ 333,208.44
BENSON, MICHAEL J							0.026%	\$ 332,997.78
SCHNELL, STEVEN J							0.026%	\$ 332,877.20
EDGINGTON, RUEDY P							0.026%	\$ 332,413.20
PROSSICK, JAMES F							0.026%	\$ 331,758.26
YOUNG, PATRICK R							0.025%	\$ 330,333.28
LEMASNEY, COURTNEY M							0.025%	\$ 329,707.35
KARPINSKI, STANLEY J							0.025%	\$ 329,655.37
PATY, LAURA E							0.025%	\$ 328,887.07
GOODSON, FIONA							0.025%	\$ 328,643.90
HARDER, LESLIE F							0.025%	\$ 328,543.55
DEBS, JODY K							0.025%	\$ 328,542.97
DUSCHANG, JOHN H							0.025%	\$ 328,345.68
GROG, STEPHANE							0.025%	\$ 328,157.39
DIERS, RICHARD J							0.025%	\$ 328,150.24
DAVIS, HAROLD E							0.025%	\$ 327,551.43
BRYAN, KEVIN J							0.025%	\$ 326,521.94
HOLMES, ALAN R							0.025%	\$ 326,209.08
SUNDRUD, BRYAN W							0.025%	\$ 326,049.56

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Disclosing Entity: HDR, Inc. BEST Plan and ESOP

"HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc."

"HDR, Inc." is the parent company to "HDR Engineering, Inc."

*No one person in HDR owns more than 5% of the company stock. Stock ownership for each person is less than 5%, but greater than \$106,447.20
* Type of Ownership for each individual= Stock

Name	Personal Address			State	Zip	Percentage of Ownership	\$ Value of Ownership
	Address	Address 2	City				
KAWAMOTO, PAULINE M						0.025%	\$ 325,586.62
CARRASQUILLO, FRANCISCO						0.025%	\$ 325,482.86
TROSPER, DANIEL E						0.025%	\$ 324,953.54
SCHWECKE, RENEE M						0.025%	\$ 324,902.73
SCHMIDT-WARTHEN, KAREN L						0.025%	\$ 324,023.86
DOHERTY, KAREN M						0.025%	\$ 323,688.30
COLLINS, MICHAEL B						0.025%	\$ 323,524.00
HECHT, JAMES R						0.025%	\$ 322,237.03
DUNHAM, ALISON L						0.025%	\$ 321,976.55
HUNN, DAVID M						0.025%	\$ 320,736.11
WHITEHEAD, CYNTHIA H						0.025%	\$ 320,628.63
JONES, MARTY A						0.025%	\$ 320,584.22
FU, XIAOYU						0.025%	\$ 320,553.24
KANITH, RUSSELL J						0.025%	\$ 320,419.78
LITTLE, JANE E						0.025%	\$ 320,199.05
NEUENSWANDER, SHARI M						0.025%	\$ 319,741.01
TAM, HELENA L H						0.025%	\$ 319,144.91
SWANSON, CHARLES H						0.025%	\$ 319,055.50
JORGENSEN, DAVID F						0.025%	\$ 318,869.12
FALLON, VINCENT P						0.025%	\$ 318,647.81
QUINN, MICHAEL P						0.025%	\$ 318,593.26
BAYLON, LUEL K						0.025%	\$ 318,575.67
GRAFF, PETER J						0.024%	\$ 318,221.49
GRANDY, DAVID C						0.024%	\$ 317,228.09
SAVAGE, JAMES C						0.024%	\$ 316,183.46
SLOCUM, MARK S						0.024%	\$ 315,999.63
CATRON, HEATHER J						0.024%	\$ 315,884.63
BARR, JAMES L						0.024%	\$ 315,827.92
WESTMORELAND, PHILIP A						0.024%	\$ 315,794.53
BEATY, DAVID E						0.024%	\$ 315,784.54
MURTAGH, CAROL						0.024%	\$ 315,700.72
PIERCE, PAMELA S						0.024%	\$ 315,431.80
LIENEMANN, RYAN L						0.024%	\$ 315,405.50
CHAPMAN, MICHAEL P						0.024%	\$ 315,143.07
LESCOTT, BONNIE L						0.024%	\$ 314,885.17
REDDY, ANTHONY P						0.024%	\$ 314,711.25
STEWART, JUSTIN A						0.024%	\$ 314,601.27
SHAW, KRISTINE S						0.024%	\$ 314,483.37
GRANT, RONALD K						0.024%	\$ 314,348.00

"ATTACHMENT A"
AS OF 05/23/2017

Disclosing Entity: HDR, Inc. BEST Plan and ESOP

"HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc."

"HDR, Inc." is the parent company to "HDR Engineering, Inc."

Name	Personal Address			State	Zip	Percentage of Ownership	\$ Value of Ownership
	Address	Address 2	City				
GREGORY, JAMES R						0.024%	\$ 314,039.68
HUNT, JENNIFER E						0.024%	\$ 313,991.35
MUELLER, PAULA A						0.024%	\$ 313,961.35
RYDELLE, EDWIN R						0.024%	\$ 313,914.41
CHEN, NING						0.024%	\$ 313,809.87
DEROSE, CRAIG E						0.024%	\$ 313,765.44
CURRAN, JENNIFER L						0.024%	\$ 313,433.46
ACUFF, MARK S						0.024%	\$ 313,112.20
KING, THOMAS R						0.024%	\$ 312,955.93
CURRENT, RHONDA K						0.024%	\$ 312,797.86
LI, YUYING						0.024%	\$ 312,575.55
HOFFMANN, VINCENT N						0.024%	\$ 312,427.98
DICHARI, MOHAMAD S						0.024%	\$ 312,293.78
IVES, DENISE M						0.024%	\$ 311,787.19
MCLEAN, SANDRA D						0.024%	\$ 311,023.81
MARLER, JOHN A						0.024%	\$ 310,931.93
BRAMMER, PAULA S						0.024%	\$ 310,860.48
KENNEDY, HOLLY L						0.024%	\$ 310,321.85
BRUNNER, JASON F						0.024%	\$ 310,149.38
THOMPSON, JAMES R						0.024%	\$ 310,085.31
KUHN, MATTHEW W						0.024%	\$ 310,068.48
BRANTLEY, JAMES A						0.024%	\$ 309,972.93
JENNINGS, DENNIS C						0.024%	\$ 309,912.53
RICHARDSON, PHILLIP						0.024%	\$ 309,610.81
SPAIN, STEPHEN DALE						0.024%	\$ 309,566.62
NAZARE, DAVID						0.024%	\$ 309,433.37
PALACIOS, CARLOS M						0.024%	\$ 308,996.83
LEE, FREDERICK						0.024%	\$ 308,336.22
KYANDER, GREG A						0.024%	\$ 307,997.20
MIGUEZ, RAMON F						0.024%	\$ 307,865.13
BRIGHAM, JAMES W						0.024%	\$ 307,632.34
WISEMAN, DAVID L						0.024%	\$ 307,274.35
ISZAUK, JUDITH B						0.024%	\$ 307,024.71
NAWLE, JOHN C						0.024%	\$ 306,705.95
WANG, HANDI						0.024%	\$ 306,209.93
HARTFORD, ORVILLE						0.024%	\$ 305,989.97
CHASTANT, PAUL THOMAS						0.024%	\$ 305,978.50
TUCH, MARK J						0.024%	\$ 305,545.66
SHARPE, GRAHAM D						0.023%	\$ 305,322.67

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Disclosing Entity: HDR, Inc. BEST Plan and ESOP		Address				Percentage of Ownership	\$ Value of Ownership
Name	Personal Address	Address 2	City	State	Zip		
*No one person in HDR owns more than 5% of the company stock. Stock ownership for each person is less than 5%, but greater than \$106,447.20							
* Type of Ownership for each individual= Stock							
LAFRONZ, NICHOLAS J						0.023% \$ 305,127.79	
KELLY, MICHAEL P						0.023% \$ 304,263.75	
BATHURST, LUCAS A						0.023% \$ 303,415.25	
WILSON, DOUGLAS P						0.023% \$ 302,943.15	
WHALEN, MICHAEL J						0.023% \$ 302,382.50	
GRIFFENBERG, EDWARD C						0.023% \$ 302,173.56	
GORDON, JENNIFER R						0.023% \$ 301,948.61	
HEITMAN, CORY M						0.023% \$ 301,836.03	
BLUMENKAMP, JOHN E						0.023% \$ 301,717.23	
SACHSENMAIER, ZACHARY J						0.023% \$ 301,643.60	
HUGABOOM, CORRINA B						0.023% \$ 301,355.86	
MCKELVIE, STEPHEN A						0.023% \$ 301,177.14	
BROOKS, KATHLEEN M						0.023% \$ 300,690.84	
JAGENTENFEL, ALAN D						0.023% \$ 300,187.08	
ROAN-POLK, MARCI C						0.023% \$ 300,136.00	
LLOYD, KEVIN J						0.023% \$ 300,038.06	
WILDNER, JOSEPH A						0.023% \$ 300,035.13	
ANDERSON, JAMES C						0.023% \$ 300,024.47	
WESLING, THOMAS C						0.023% \$ 300,012.12	
SPRADLING, JOSEPH J						0.023% \$ 299,944.48	
BURTON, AARON K						0.023% \$ 298,730.88	
HAI, THOMAS C						0.023% \$ 298,671.81	
COCHRAN, MATTHEW D						0.023% \$ 298,482.34	
REEVES, THOMAS L						0.023% \$ 298,120.00	
BOYLE, CONNIE M						0.023% \$ 298,020.69	
SKINNER, MASON J						0.023% \$ 297,878.57	
HIROSE, J DUSTIN						0.023% \$ 297,775.28	
GORUGANTULA, SRIKANTH						0.023% \$ 297,751.90	
STAUD, AMY M BALMIER						0.023% \$ 297,667.51	
GAHAN, EDWARD M						0.023% \$ 297,586.53	
MERTES, PETER L						0.023% \$ 297,522.00	
AGERS, KRISTINE M						0.023% \$ 296,759.62	
EL-HOSSEINY, TAYMOUR						0.023% \$ 296,677.14	
MURPHY, LEMONDS, PAULA J						0.023% \$ 296,444.07	
ROGERS, MICHAEL P						0.023% \$ 296,262.27	
KRUEGER, CHRISTOPHER S						0.023% \$ 296,185.63	
PALMIERI, WILLIAM J						0.023% \$ 296,114.10	
FERGUSON, ROBERT K						0.023% \$ 296,006.32	
MASK, JOHNNIE A						0.023% \$ 295,568.02	

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Disclosing Entity: HDR, Inc. BEST Plan and ESOP

"HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc."

"HDR, Inc." is the parent company to "HDR Engineering, Inc."

Name	Personal Address			City	State	Zip	Percentage of Ownership	\$ Value of Ownership
	Address	Address 2	Address					
WEBER, EDWARD P							0.023%	\$ 295,520.75
WERMAN, RONI							0.023%	\$ 295,473.36
ADAM, DANIEL J							0.023%	\$ 295,155.07
ALBINO, SAMUEL J							0.023%	\$ 294,936.50
KRIVANEC, CHRISTOPHER E							0.023%	\$ 294,668.59
LOUIE, JULIA A							0.023%	\$ 294,584.42
WHEELER, GARY EUGENE							0.023%	\$ 294,582.51
DRIMMEL, JOSEPH E							0.023%	\$ 294,568.26
KAWABATA, AYAKO							0.023%	\$ 294,389.59
CEROLL, RONALD A							0.023%	\$ 294,387.93
REEP, DENNIS W							0.023%	\$ 294,327.22
HARTING, JANIE							0.023%	\$ 294,293.88
PROTIN, HERBERT F							0.023%	\$ 294,091.47
SCHMIDT, DANIEL P							0.023%	\$ 294,031.34
STURDIVANT, ROBERT J							0.023%	\$ 294,016.06
THORNTON, RICHARD B							0.023%	\$ 293,920.95
SULLIVAN, JACKIE L							0.023%	\$ 293,337.87
FANN, TERRI RECTOR							0.023%	\$ 292,511.36
MAYER, MONA R							0.022%	\$ 291,886.96
HOANG, VINNIE D							0.022%	\$ 291,746.89
STREET, MICHAEL W							0.022%	\$ 291,508.16
HALEY, ROBERT A							0.022%	\$ 291,235.37
THUMAN, ANDREW J							0.022%	\$ 291,028.09
MCCOURTNEY, DAVID E							0.022%	\$ 290,891.05
CRIGLER, JEFFREY L							0.022%	\$ 290,475.48
FERIO, WENDY K							0.022%	\$ 290,395.45
STOUT, JOHN F W							0.022%	\$ 290,118.74
BISHOP, JANELLE K							0.022%	\$ 289,854.89
PAULLA, MARCO J							0.022%	\$ 289,851.65
HAMLIN, THOMAS P							0.022%	\$ 289,415.97
CHRISTENSEN, LYLE R							0.022%	\$ 289,337.43
KUEHNE, OLIVER							0.022%	\$ 289,188.03
SCHWEBACH, CARLA B							0.022%	\$ 289,126.37
VILAK, EDWARD J							0.022%	\$ 288,632.95
BEN, DANTON B							0.022%	\$ 288,526.87
ROS, SANTANU							0.022%	\$ 288,412.07
ROYALSON, SHAY M R							0.022%	\$ 288,377.32
VATERLAUS, JOHN B							0.022%	\$ 288,305.45
DEAGHERY, DAVID A							0.022%	\$ 288,299.65

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Disclosing Entity: HDR, Inc. BEST Plan and ESOP

"HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc."

"HDR, Inc." is the parent company to "HDR Engineering, Inc."

Name	Personal Address			Address			State	Zip	Percentage of Ownership	\$ Value of Ownership
	Address 1	Address 2	City	Address 1	Address 2	City				
WHITLEY,STEPHEN R									0.022%	\$ 287,791.16
TRUMBLE,SIMON K									0.022%	\$ 287,733.59
HARRIS,JARED R									0.022%	\$ 287,563.43
BRODBECK,MARK R									0.022%	\$ 287,536.78
BURST,GREGORY R									0.022%	\$ 286,500.55
BALASH,MICHAEL A									0.022%	\$ 286,489.79
SPARGO,BENJAMIN W									0.022%	\$ 286,453.80
KROLAK,BRIAN P									0.022%	\$ 285,924.13
GONSALVEZ,NOEL J									0.022%	\$ 285,240.89
WRIGHT,ALEXANDER D									0.022%	\$ 285,069.91
RUEDY,MICHAEL C									0.022%	\$ 284,868.34
GOUGH,MATTHEW S									0.022%	\$ 284,785.62
SHIPPEN,MARK E									0.022%	\$ 284,746.19
TOMIC,SASA									0.022%	\$ 284,489.70
PALLARI,KIMBERLY L									0.022%	\$ 284,461.42
LAFATA,CATHERINE P									0.022%	\$ 284,099.40
LINDALL,JODI M									0.022%	\$ 283,981.14
WERMES,JAMES D									0.022%	\$ 283,844.52
BROMLEY,PATRICK G									0.022%	\$ 283,640.23
PARKER,CRISTOPHER L									0.022%	\$ 283,398.75
ZUNIGA,DAVID N									0.022%	\$ 283,348.29
KENNISON,JANET A									0.022%	\$ 283,258.84
ATKESON,JOHN A									0.022%	\$ 283,136.58
WALKER,LILLIAN L									0.022%	\$ 282,610.78
OLSON,JASON J									0.022%	\$ 282,528.56
SLONIGER,GREGORY T									0.022%	\$ 281,971.13
BEADLE,PHILIP G									0.022%	\$ 281,146.59
SCHNEIDER,NICHOLAS L									0.022%	\$ 281,146.19
KOEHLE,CHRISTOPHER M									0.022%	\$ 280,852.60
HENDERSON,JONATHAN R									0.022%	\$ 280,761.84
JOHNSON,MICHAEL P									0.022%	\$ 280,696.67
CHAO,JOSEPH M									0.022%	\$ 280,449.74
NAGEL,ROGER W									0.022%	\$ 280,387.50
TAYNEHILL,SHELLY M									0.022%	\$ 280,348.88
MAYS,JOEL S									0.022%	\$ 280,223.15
BROWN,MICHAEL E									0.022%	\$ 280,221.25
FOCK,BRYAN W									0.022%	\$ 279,868.64
SUAREZ,ERKI									0.022%	\$ 279,746.26
PIELEN,SHAWN M									0.022%	\$ 279,746.26

"ATTACHMENT A"
AS OF 05/23/2017

Disclosing Entity: HDR, Inc. BEST Plan and ESOP

"HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc."

"HDR, Inc." is the parent company to "HDR Engineering, Inc."

*No one person in HDR owns more than 5% of the company stock. Stock ownership for each person is less than 5%, but greater than \$106,447.20
* Type of Ownership for each individual= Stock

Name	Personal Address			City	State	Zip	Percentage of Ownership	\$ Value of Ownership
	Address	Address 2	Address					
MCNERNEY,PATRICK S							0.022%	\$ 279,633.41
WOMACK,SHANE R							0.022%	\$ 279,500.37
KEFAUVER,CHRISTINE S							0.021%	\$ 279,133.13
ANDERSEN,JAMES J							0.021%	\$ 278,398.67
HERRINGTON,LEWIS R							0.021%	\$ 278,264.81
DARBY,MICHAEL M							0.021%	\$ 278,204.19
SHULTZ,MATTHEW A							0.021%	\$ 277,996.49
STEWART,ERIC J							0.021%	\$ 277,703.61
KOENIG,JACOB C							0.021%	\$ 277,555.75
GROVES,THOMAS L							0.021%	\$ 277,499.30
BALLEGEER,JOHN P							0.021%	\$ 276,429.50
HEMPHILL,MARK W							0.021%	\$ 276,332.78
MITCHELL,JEFFREY J							0.021%	\$ 276,291.05
RZEPKA,MICHAEL T							0.021%	\$ 276,253.18
PARSONS,MICHAEL J							0.021%	\$ 276,187.90
IMETCALF,JOSHUA S							0.021%	\$ 276,109.33
ATTA-ARMAH,RICHARD							0.021%	\$ 274,667.42
LAWRENCE,JEFF							0.021%	\$ 274,163.13
KORPUS,MARC J							0.021%	\$ 274,044.77
ELLIS,BRIAN A							0.021%	\$ 273,752.58
CRAFT,LYNETTE L							0.021%	\$ 273,554.42
ZUGRIS,DANIEL							0.021%	\$ 272,020.45
WILLIAMS,DAVID E							0.021%	\$ 271,896.89
SOWASH,MARK A							0.021%	\$ 271,177.24
EATON,ROGER A							0.021%	\$ 271,071.77
UNGER,AUDREY C							0.021%	\$ 270,917.62
HALL,CHAD D							0.021%	\$ 270,600.63
ALVARADO,GABRIEL A							0.021%	\$ 269,920.34
PETERS,GARY D							0.021%	\$ 269,578.33
CURTIS,DONALD R							0.021%	\$ 269,358.94
MILLER,JAMES M							0.021%	\$ 269,289.59
THOMAS,BRAD K							0.021%	\$ 269,022.63
SOSALLA-BAHR,KIMBERLY A							0.021%	\$ 268,889.43
HOBSON,LENORE H							0.021%	\$ 268,739.02
JANK,ROBERT S							0.021%	\$ 268,396.06
TOH,NG HOANG LINH							0.021%	\$ 268,348.87
MOEN,KEITH C							0.021%	\$ 268,276.61
OSMUN,DANIEL W							0.021%	\$ 268,080.69
MERRILL,JERRATT A							0.021%	\$ 268,058.89

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Disclosing Entity: HDR, Inc. BEST Plan and ESOP

"HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc."
"HDR, Inc." is the parent company to "HDR Engineering, Inc."

Name	Personal Address			Address			Zip	Percentage of Ownership	\$ Value of Ownership
	Address 1	Address 2	City	State	City	State			
INGRASSIA, NICOLA								0.021%	\$ 267,611.35
JOHNSON, LAWRENCE P								0.021%	\$ 267,557.25
MOODY, KEVIN D								0.021%	\$ 267,525.32
URSILLO, PEPI J								0.021%	\$ 267,315.05
CULLIGAN, DAVID W								0.021%	\$ 267,052.62
GRUBSTEIN, MICHAEL Y								0.021%	\$ 267,052.58
LARGENT, BRUCE D								0.021%	\$ 267,017.30
ESQUIBEL, RAYMOND A								0.021%	\$ 266,985.80
KREITZER, AARON M								0.021%	\$ 266,972.42
BELLINGER, CAROLA								0.021%	\$ 266,895.64
LITTELL, TERRY D								0.021%	\$ 266,843.07
OOI, HUEY YANN								0.020%	\$ 266,221.77
NGUYEN, ANH LOAN C								0.020%	\$ 266,215.74
JAKUBICKI, PAUL J								0.020%	\$ 266,167.03
SCHAEFER, COLLEEN M								0.020%	\$ 265,990.34
MILLER, ZEILMA Z								0.020%	\$ 265,970.27
LEMPKE, DAVID F								0.020%	\$ 265,942.89
SATTER, SCOTT L								0.020%	\$ 265,889.28
WALKER, DANNY H								0.020%	\$ 265,875.55
ELLSWORTH, JERRY E								0.020%	\$ 265,279.64
HAWLEY, WILLIAM T								0.020%	\$ 265,238.90
O'CONNELL, BRIAN K								0.020%	\$ 265,050.11
GUERRERO, EDRIK S								0.020%	\$ 264,733.85
SWENSEN, KIRK C								0.020%	\$ 264,555.42
CHU, WELLINGTON HUNG HSIANG								0.020%	\$ 264,408.41
NGUYEN, TUYEN D								0.020%	\$ 264,359.78
JACOBS, MICHAEL C								0.020%	\$ 264,354.02
OPPENHEIM, STUART W								0.020%	\$ 264,347.16
KENNEDY, KIMBERLY N								0.020%	\$ 264,213.89
HOLBROOK, JON H								0.020%	\$ 264,120.33
DWYER, BLAINE N								0.020%	\$ 264,091.62
JOHNSON, ANDREW D								0.020%	\$ 263,997.29
SHRIVASTAVA, AMIT								0.020%	\$ 263,108.85
HUBERT, JOHN M								0.020%	\$ 262,872.62
BEETLE, PAMELA R								0.020%	\$ 262,767.73
WRIGHT, WILLIAM ARTHUR								0.020%	\$ 262,392.06
SIDAME, MANDIRA								0.020%	\$ 262,199.49
GOSHRING, WADE D								0.020%	\$ 262,026.82
KWITT, RANDY J								0.020%	\$ 261,829.26

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Disclosing Entity: HDR, Inc. BEST Plan and ESOP

"HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc."
"HDR, Inc." is the parent company to "HDR Engineering, Inc."

*No one person in HDR owns more than 5% of the company stock. Stock ownership for each person is less than 5%, but greater than \$106,447.20
* Type of Ownership for each individual= stock

Name	Personal Address			Address			State	Zip	Percentage of Ownership	\$ Value of Ownership
	Address 1	Address 2	City	Address 1	Address 2	City				
ZIEGENBEIN, JOHN H									0.020%	\$ 261,539.46
BURKE, WILLIAM J									0.020%	\$ 261,408.49
SAXSEN, WILLIAM D									0.020%	\$ 261,336.30
WIKSELL, ROBERT R									0.020%	\$ 260,835.57
ZAVATKAY, WILLIAM F									0.020%	\$ 259,920.95
BRIMMER, MICHELLE C									0.020%	\$ 259,820.73
BALENDHRAN, CHANDRIKAA									0.020%	\$ 259,713.86
LAUGHLIN, RICK E									0.020%	\$ 259,708.51
FROMM, JENNIFER A									0.020%	\$ 258,621.26
ROBBINS, GENEEN R									0.020%	\$ 258,051.21
BRANDT, JILL C									0.020%	\$ 258,001.33
COCHRAN, JOSEPH D									0.020%	\$ 257,770.81
HUME, TIMOTHY D									0.020%	\$ 257,706.93
CARNAHAN, JAMES D									0.020%	\$ 257,519.71
BOWZER, TIMOTHY W									0.020%	\$ 257,435.73
GENATO, RAYMOND									0.020%	\$ 257,364.49
WALLSCHLAEGER, JILL J									0.020%	\$ 257,322.65
PERRY, JAMES P									0.020%	\$ 257,318.65
WARBOYS, JESSE A									0.020%	\$ 256,998.72
TRETZGER, KENNETH E									0.020%	\$ 256,799.66
PARVIS, PATRICIA A									0.020%	\$ 256,652.37
STERR, MARTIN J									0.020%	\$ 256,169.92
LISEC, ANGELA M									0.020%	\$ 255,956.36
SNYDER, KEVIN P									0.020%	\$ 255,864.14
MUSSO, MICHAEL P									0.020%	\$ 255,731.26
KWOK, STEVE									0.020%	\$ 255,662.62
PRUGH, SCOTT ALLAN									0.020%	\$ 255,421.68
BUYSON, MARCO V V									0.020%	\$ 255,350.40
WOLFE, JOHN G									0.020%	\$ 255,344.02
LUND, GARY E									0.020%	\$ 255,278.79
MCCABE, HOLLY L									0.020%	\$ 255,219.65
BRAINARD, MICHAEL F									0.020%	\$ 255,086.95
VERVER, EDNA ELAINE									0.020%	\$ 254,700.97
RODRIGUEZ, JOSE L									0.020%	\$ 254,454.29
PINCHAHARAN, NAGULASINGARATNA									0.020%	\$ 254,331.15
DALEY, JOSEPH M									0.020%	\$ 254,317.58
MAYER, TERENCE P									0.020%	\$ 253,902.90
IVAN, MEURS, PETER D									0.020%	\$ 253,795.35
MANN, MARY T									0.020%	\$ 253,751.86

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Personal Address		Address			Percentage of Ownership	\$ Value of Ownership
Name	Address 2	City	State	Zip		
<p>Disclosing Entity: HDR, Inc. BEST Plan and ESOP "HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc." "HDR, Inc." is the parent company to "HDR Engineering, Inc."</p>						
D'ERCOLE, KARA K					0.020%	\$ 253,596.05
BASRAO, PRATIBHA					0.020%	\$ 253,506.43
WORSTER, EDGAR S					0.019%	\$ 253,408.33
ALLEN, MICHAEL R					0.019%	\$ 253,314.78
KRIEGER, RUTH L					0.019%	\$ 253,190.76
JONES, SCOTT A					0.019%	\$ 253,130.81
AURIT, SCOTT A					0.019%	\$ 252,972.15
LARKA, JEFFREY C					0.019%	\$ 252,838.41
ZAPATA, LEONELA					0.019%	\$ 252,790.51
WELLS, STEVEN A					0.019%	\$ 252,786.84
LAVRINOVICH, WILLIAM W					0.019%	\$ 252,714.78
IGLORIA, RONAN V					0.019%	\$ 252,554.34
TAYLOR, BRIAN K					0.019%	\$ 252,144.73
MACK-ADAMS, JUDITH A					0.019%	\$ 252,008.31
ALLARD, DANIEL J					0.019%	\$ 251,827.75
SHIPP, SHANNON L					0.019%	\$ 250,765.62
KUHNS, SHAWN M					0.019%	\$ 250,361.18
BETTMANN, SARAH E					0.019%	\$ 250,357.62
CHARF, NANCY L					0.019%	\$ 250,252.86
YERDON, TODD J					0.019%	\$ 250,101.60
POTTHOFF, EDWARD L					0.019%	\$ 249,907.19
HOWELL, JENNIE X					0.019%	\$ 249,898.78
STEWART, CARY P					0.019%	\$ 249,838.82
PITTS, ADRIAN F					0.019%	\$ 249,735.96
WIITANEN, MARK A					0.019%	\$ 249,086.35
WARLEN, GEOFFREY T					0.019%	\$ 248,934.42
HERRIN, JAMES M					0.019%	\$ 248,758.88
KLAWITTER, ROBERT H					0.019%	\$ 248,559.01
DIETZ OWINGS, JULIE C					0.019%	\$ 248,295.74
OAKLEY, MICHAEL L					0.019%	\$ 248,094.27
KOCHABA, THOMAS E					0.019%	\$ 248,092.51
SIMODYNES, DIANNE					0.019%	\$ 247,914.52
CHRISTOPUS, CHARLES P					0.019%	\$ 247,369.67
GATUJA, GAYLE L					0.019%	\$ 246,881.98
SASCH, HOSH, KUMAR R					0.019%	\$ 246,321.32
MARX, BERNARD					0.019%	\$ 246,264.80
WYCKABLE, DIANE P					0.019%	\$ 246,174.55
KELLER, STEVEN R					0.019%	\$ 246,142.76
HENDINGSON, TROY D					0.019%	\$ 245,896.75

"ATTACHMENT A"
AS OF 05/23/2017

Disclosing Entity: HDR, Inc. BEST Plan and ESOP

"HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc."

"HDR, Inc." is the parent company to "HDR Engineering, Inc."

Name	Personal Address			Address			State	Zip	Percentage of Ownership	\$ Value of Ownership
	Address 1	Address 2	Address 3	City	State	Zip				
PARRISH, JOHN B									0.019%	\$ 245,676.36
SEMIENICK, RICHARD C									0.019%	\$ 245,255.26
SMITH, RICHARD K									0.019%	\$ 245,029.62
WITTER, MICHAEL N									0.019%	\$ 244,925.03
MEADERS, MARK W									0.019%	\$ 244,682.52
UMMER, TERENCE M									0.019%	\$ 244,677.19
COOPER, KIMBERLY A									0.019%	\$ 244,042.49
FLYNN, GERARD E									0.019%	\$ 243,798.38
BALDWIN, WILLIAM D									0.019%	\$ 243,771.57
PFaffenberger, PHILIP A									0.019%	\$ 243,682.14
OLSEN, KENT A									0.019%	\$ 243,596.09
ST. TOURS, TROY A									0.019%	\$ 243,594.78
LEE, DAVID S									0.019%	\$ 243,443.16
WALLER, STEPHENE									0.019%	\$ 242,943.52
SAUNDERS, DORIS M									0.019%	\$ 242,942.59
LIBBY, MARK A									0.019%	\$ 242,447.21
PETERSON, DALE G									0.019%	\$ 242,365.10
ELLWEIN, TRACY L									0.019%	\$ 242,277.75
DORTCH, STEPHEN W									0.019%	\$ 242,122.22
FAHS, JEFFREY A									0.019%	\$ 241,985.62
RASMUSSEN, STEPHANIE E									0.019%	\$ 241,244.06
BUTTERFIELD, MICHAEL C									0.019%	\$ 241,194.82
CHIPMAN, KERRI L									0.019%	\$ 240,905.76
NELSON, KRISTI K									0.019%	\$ 240,833.86
CASINELLI, LUIGI G									0.019%	\$ 240,564.16
PINER, ANGELA G L									0.018%	\$ 240,180.35
KIM, JEYONG									0.018%	\$ 239,795.28
FROST, JESSE L									0.018%	\$ 239,614.29
ENGER, LEIGH A									0.018%	\$ 239,540.10
WILLIAMS, RICHARD K									0.018%	\$ 239,464.60
HANSEN, JEAN M									0.018%	\$ 239,461.44
MOODY III, CALVIN WILTON									0.018%	\$ 239,092.18
MONTAGUE, TERRY G									0.018%	\$ 238,912.85
QUAIL, STEVEN J									0.018%	\$ 238,558.65
MCCENNA, SHELLEY P									0.018%	\$ 238,402.41
GUTIERREZ, JORGE O									0.018%	\$ 238,337.03
HUBBELL, JAMES M									0.018%	\$ 238,028.77
MILES, JEREMY C									0.018%	\$ 237,708.50
SCHWAB, CYNTHIA S									0.018%	\$ 237,643.71

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Disclosing Entity: HDR, Inc. BEST Plan and ESOP

"HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc."

"HDR, Inc." is the parent company to "HDR Engineering, Inc."

*No one person in HDR owns more than 5% of the company stock. Stock ownership for each person is less than 5%, but greater than \$106,447.20
* Type of Ownership for each individual= Stock

Name	Personal Address				Address			State	Zip	Percentage of Ownership	\$ Value of Ownership
	Address 1	Address 2	City	State	Address 1	Address 2	City				
KELLY,CHRISTINA L										0.018%	\$ 237,585.92
MORGAN,TERI J										0.018%	\$ 237,516.11
MCILVEENE,KRISTAL D										0.018%	\$ 237,469.03
SALATA,MAURICE										0.018%	\$ 237,388.60
MARTIRANO,JEFFREY C										0.018%	\$ 237,227.93
KALVELAGE,JOHN E										0.018%	\$ 237,154.07
LEHMANN,FRENNY L										0.018%	\$ 237,047.30
CHARGIN,DAVID P										0.018%	\$ 236,676.89
HIATT,STEVEN L										0.018%	\$ 236,571.77
HOBERG,JULIE A										0.018%	\$ 235,682.84
DELEHUNT,SEAN R										0.018%	\$ 235,521.81
ERWIN,MARY J										0.018%	\$ 235,486.35
KUDRON,BONNIE J										0.018%	\$ 235,244.07
MCMAHON,DORAN O										0.018%	\$ 235,133.91
GRIMSTAD,JAMES E										0.018%	\$ 235,091.61
BRUNNER,ROBERT V										0.018%	\$ 235,075.04
HARE,GUSTIN L										0.018%	\$ 234,462.44
SALAZAR-BUENO,OSCAR										0.018%	\$ 233,921.13
JELINEK,KEVIN R										0.018%	\$ 233,851.53
VUSKOV,SARAH C										0.018%	\$ 233,802.35
RODRIGUEZ,CHRISTOPHER B										0.018%	\$ 233,651.78
BERKSHIRE,PAUL A										0.018%	\$ 233,318.40
NAMANNY,JUANITA R										0.018%	\$ 233,095.46
KERNS,DAVID H										0.018%	\$ 232,166.16
BLANK,JEFFREY C										0.018%	\$ 232,134.22
CASSIN,STEFANIE M										0.018%	\$ 232,004.94
PAULS,LAWRENCE K										0.018%	\$ 231,989.16
ELLIS,BRENDAN P										0.018%	\$ 231,407.19
WALDRON,THOMAS R										0.018%	\$ 231,193.50
SZYDLIK,JAMES J										0.018%	\$ 231,155.54
BLOOM-CROOK,DONNA R										0.018%	\$ 230,942.57
JORDAN,MATTHEW J										0.018%	\$ 230,771.24
WITTBARGER,ALICIA K										0.018%	\$ 229,811.67
MCNEEDY,BRENDA J										0.018%	\$ 229,588.82
SCHWEHR,RUSSELL J										0.018%	\$ 229,452.28
OSBORN,THOMAS J										0.018%	\$ 229,401.96
MILLER,VICKIE M										0.018%	\$ 229,136.02
XIEXIANGLI										0.018%	\$ 229,118.29
STANNEBEIN,TYSON L										0.018%	\$ 228,717.51

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Disclosing Entity: HDR, Inc. BEST Plan and ESOP

"HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc."

"HDR, Inc." is the parent company to "HDR Engineering, Inc."

Name	Personal Address			Address			State	Zip	Percentage of Ownership	\$ Value of Ownership
	Address 1	Address 2	City	Address 1	Address 2	City				
BAKER, JAMES F									0.018%	\$ 228,631.79
ESTRADA, GREGORIO									0.018%	\$ 228,539.79
OLSON, DALLAS L									0.018%	\$ 228,146.45
MOZURAK, MARY JO									0.018%	\$ 227,964.82
PIERSON, GREGORY L									0.018%	\$ 227,554.00
TONILAS, BRUCE J									0.017%	\$ 227,091.99
MOLZAN, DARRELL J									0.017%	\$ 226,497.82
JESSEN, JULIE K									0.017%	\$ 226,007.65
MURRAY, CHERYL M									0.017%	\$ 225,698.60
JOHNSON, JODIE L									0.017%	\$ 225,684.15
PETTY, AMY E									0.017%	\$ 225,518.87
ISLEIB, RICHARD R									0.017%	\$ 225,488.19
PERRAULT, STEPHEN L									0.017%	\$ 225,433.47
NUGENT, PATRICK R									0.017%	\$ 225,234.79
ACAY, NICOLAS M									0.017%	\$ 225,154.07
VELLEUX, MARK L									0.017%	\$ 225,145.37
BEARD, JEREMY H									0.017%	\$ 225,057.65
LA HEESAMANTHA S									0.017%	\$ 224,995.30
KERNS, JASON R									0.017%	\$ 224,815.56
MARKS, STEVEN A									0.017%	\$ 224,698.76
STITT, RUSSELL C									0.017%	\$ 224,624.30
KASCH, MICHAEL STEPHAN									0.017%	\$ 224,594.71
LONG, DONALD K									0.017%	\$ 224,321.05
ELZIE, MATTHEW S									0.017%	\$ 223,995.36
HARVEY, PETER J									0.017%	\$ 223,523.94
JABLONSKI, TIMOTHY A									0.017%	\$ 223,292.49
SCHMEDES, RICHARD W									0.017%	\$ 222,823.80
AQUINO, TODD S									0.017%	\$ 222,681.03
MEYER, RUSSELL D									0.017%	\$ 222,401.13
PETERSON, BRENT A									0.017%	\$ 222,370.12
TRENOLONE, THOMAS J									0.017%	\$ 222,347.24
BLONDO, KEVIN T									0.017%	\$ 222,074.76
BONIFACIO, DANILO B									0.017%	\$ 221,694.40
KOORN, SHAWN W									0.017%	\$ 221,693.83
PETERSON, BARRY L									0.017%	\$ 221,642.83
JOHNSTON, BRUCE M									0.017%	\$ 221,446.47
BERMANN, CHRISTIAN F									0.017%	\$ 221,249.61
JASPER, VERA J									0.017%	\$ 221,108.30
NEWMAN, MATTHEW R									0.017%	\$ 220,944.68

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Personal Address		Address		State	Zip	Percentage of Ownership	\$ Value of Ownership
Name	Address 1	Address 2	City				
<p>Disclosing Entity: HDR, Inc. BEST Plan and ESOP "HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc." "HDR, Inc." is the parent company to "HDR Engineering, Inc."</p>							
MACCAFERRI, RANDY						0.017%	\$ 220,798.08
HUANG, JIMIN						0.017%	\$ 220,279.79
SOVELL, NICHOLAS J						0.017%	\$ 219,998.62
NGUYEN, DAC M						0.017%	\$ 219,910.74
MCBREEN, ARTHUR F						0.017%	\$ 219,796.58
BINGER, GARY V						0.017%	\$ 219,625.30
FLORES, MARK M						0.017%	\$ 219,526.38
DAS, RAJAT						0.017%	\$ 218,923.67
BUSENBARK, LEE T						0.017%	\$ 218,887.39
WASSON, KATHERINE D						0.017%	\$ 218,733.66
RUPPER, DAVID E						0.017%	\$ 218,620.33
SUN, YONGE						0.017%	\$ 218,585.45
MEYER, KELLY R						0.017%	\$ 218,559.85
DUTY, KATIE E S						0.017%	\$ 218,124.13
CONCANNON, PAUL D						0.017%	\$ 218,087.15
BANION, BRYCE S						0.017%	\$ 217,893.30
MCPARLAND, TERRA L						0.017%	\$ 216,471.24
MAGNUSSEN, SVEIN K						0.017%	\$ 216,435.16
CARLSON, ERIK J						0.017%	\$ 216,293.09
SULLIVAN, DANIEL R						0.017%	\$ 216,102.02
HANS, JEFFREY P						0.017%	\$ 215,558.16
PELUSO, STEVEN G						0.017%	\$ 215,471.13
WATTERSON, KAREN M						0.017%	\$ 215,289.26
JENSEN, BRIAN J						0.017%	\$ 215,149.94
TEGEDI, TERRY L						0.017%	\$ 214,909.20
DEY, BENJAMIN N						0.017%	\$ 214,811.29
DE LA MORA, PETER A						0.016%	\$ 214,360.07
BENSCH, MARIO						0.016%	\$ 214,320.98
VENDITTI, TONY J						0.016%	\$ 213,977.17
VAN VOOREN, PATRICIA M						0.016%	\$ 213,753.09
COSEY, CINDY E						0.016%	\$ 213,723.64
HOWELL, SHAWN A						0.016%	\$ 213,710.12
CHAI, JOHN PIERRE R						0.016%	\$ 213,620.32
HARRINGTON, KAREN L						0.016%	\$ 213,217.53
GANN, JAMES L						0.016%	\$ 213,137.39
KOZG, STANLEY G						0.016%	\$ 213,025.90
MCNE, ADAM M						0.016%	\$ 212,914.90
NILSEN, JOHN P						0.016%	\$ 212,712.39
MOESTLER, STEFANIE A						0.016%	\$ 212,305.84

"ATTACHMENT A"
AS OF 05/23/2017

Disclosing Entity: HDR, Inc. BEST Plan and ESOP

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* Type of Ownership for each Individual= Stock

Name	Personal Address			City	State	Zip	Percentage of Ownership	\$ Value of Ownership
	Address	Address 2	Address					
WRIGHT,CATHERINE MARIE							0.016%	\$ 211,770.91
PHILLIPS,KEITH R							0.016%	\$ 211,701.48
PETERSON,JOHN R							0.016%	\$ 211,487.94
SHIPPY,JOSHUA J							0.016%	\$ 211,189.14
STONE,BRADFORD M							0.016%	\$ 211,173.61
BARBER,HAROLD G							0.016%	\$ 211,045.21
SCHWIETERMAN,KYLE M							0.016%	\$ 210,767.32
KADING,KELLY W							0.016%	\$ 210,737.18
GILLIOM,MICAH W							0.016%	\$ 210,655.75
THURIN,STEVEN M							0.016%	\$ 210,579.54
MAH,MOSHIK S							0.016%	\$ 210,561.97
HIEBERT,KIMBERLY A							0.016%	\$ 210,343.44
SHOWALTER,ROBERT M							0.016%	\$ 210,236.83
COOK,MATTHEW J							0.016%	\$ 210,160.94
MCCRACKEN,DEBRA L							0.016%	\$ 209,920.95
PATEL,AMITA N							0.016%	\$ 209,673.06
SKLAVOUNAKIS,CHRISTOTHEA							0.016%	\$ 208,880.67
JENSEN,STEVEN P							0.016%	\$ 208,876.24
MEZMIUR,SOLOMON							0.016%	\$ 208,731.69
MING,JOHN M							0.016%	\$ 208,718.81
JONES,CRAIG A							0.016%	\$ 208,527.67
GONZALEZ,JOSE M							0.016%	\$ 208,493.71
LYNCH,EDWARD J							0.016%	\$ 208,436.66
LANCE,ROBERT M							0.016%	\$ 208,049.74
SCHAUSS,CYNTHIA R							0.016%	\$ 207,777.68
MALDONADO,JOSE D							0.016%	\$ 207,512.50
DOCKERY,GILDA L							0.016%	\$ 207,474.56
RENNER,PAULA S							0.016%	\$ 207,428.07
LIONBERGER,MEGAN A							0.016%	\$ 207,021.90
BEARDEN,EDDIE D							0.016%	\$ 206,845.11
LAUDERDALE,CHANCE V							0.016%	\$ 206,647.13
SYREN,ROBYN E							0.016%	\$ 206,521.89
KOENIG,CHRISTOPHER J							0.016%	\$ 206,383.16
ALDRIDGE,KIRK J							0.016%	\$ 206,366.60
FAYE,GILAL A							0.016%	\$ 206,312.10
MAYER,SHANNON R							0.016%	\$ 206,236.98
BONIFACIO,ALBERTO B							0.016%	\$ 205,833.74
BAYSDEN,ROBERT M							0.016%	\$ 205,781.21
MCCALLURE,ANDREA M							0.016%	\$ 205,781.21

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Disclosing Entity: HDR, Inc. BEST Plan and ESOP

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Name	Personal Address			Address			State	Zip	Percentage of Ownership	\$ Value of Ownership
	Address 1	Address 2	City	Address 1	Address 2	City				
MALONEY,BRENDAN T									0.016%	\$ 205,497.34
BARTON,ELIZABETH ANNE									0.016%	\$ 205,396.94
SCHUBERT,JOHN J									0.016%	\$ 205,393.57
POTOCNIK,HEIDI M									0.016%	\$ 205,353.27
JOHNSON,DARRIN MICHAEL									0.016%	\$ 205,112.66
FOLWELL,MATTHEW R									0.016%	\$ 204,739.51
REICHERT,TINA L									0.016%	\$ 204,518.64
CRUZ,ROMEO C									0.016%	\$ 204,339.45
SNOWDEN,LISA C									0.016%	\$ 204,266.93
OZUNA,KENNETH L									0.016%	\$ 204,246.89
RIPMASTER,ROBERT G									0.016%	\$ 204,166.28
BECKER,JEFFREY G									0.016%	\$ 203,586.32
MCANENY,DOUGLAS J									0.016%	\$ 203,344.87
GRUVER,TERRY J									0.016%	\$ 203,196.25
MURPHY,JERE D									0.016%	\$ 203,141.82
IZZO,VINCENT J									0.016%	\$ 202,953.95
DAVILA,PAUL K									0.016%	\$ 202,905.90
BARRETT, WILLIAM D									0.016%	\$ 202,806.52
VRABEL,CRAIG A									0.016%	\$ 202,703.41
SAFFELS,RYAN D									0.016%	\$ 202,329.40
DUNN,WILLIAM J									0.016%	\$ 202,292.45
BACHELDER,TIMOTHY B									0.016%	\$ 202,262.62
PEIK,STEVEN C									0.016%	\$ 202,246.60
COVERT,RICHARD H									0.016%	\$ 202,204.90
MEDER,DENNIS R									0.016%	\$ 201,634.35
BUCHANAN,BRENT A									0.015%	\$ 201,406.96
ZDINAK,AARON L									0.015%	\$ 200,820.43
PANTELIDES,JOHN									0.015%	\$ 200,182.66
WALBRIDGE,JAMES A									0.015%	\$ 200,175.56
YAKLE,JOHNNY R									0.015%	\$ 199,925.02
JENSEN,MICHELE A									0.015%	\$ 199,920.00
BLUM,MITCHELL L									0.015%	\$ 199,557.29
GIBBS,TROY M									0.015%	\$ 199,173.73
JENNINS,KATHLEEN R									0.015%	\$ 198,995.62
CHALCON,WADE M									0.015%	\$ 198,917.84
PATRICK,BENEDICT P									0.015%	\$ 198,755.05
HAWLEY,PHILLIP D									0.015%	\$ 198,549.25
DAY,GAARD,QUINN V									0.015%	\$ 198,525.43
CALDWELL,JARVIS A									0.015%	\$ 198,508.84

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Disclosing Entity: HDR, Inc. BEST Plan and ESOP

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* Type of Ownership for each individual= Stock

Name	Personal Address			City	State	Zip	Percentage of Ownership	\$ Value of Ownership
	Address	Address 2	Address					
REILLY,RICHARD M							0.015%	\$ 198,312.85
XU,XUEYAO							0.015%	\$ 198,063.38
DEED,CLARENCE							0.015%	\$ 197,902.25
YAGER,KEEGAN M							0.015%	\$ 197,838.71
DUONG,BINH N							0.015%	\$ 197,832.56
MASCLE,TOD							0.015%	\$ 197,407.18
RAHN,CLAY E							0.015%	\$ 197,237.18
DOYLE,JEFFREY C							0.015%	\$ 197,031.27
MCGAFFIN,NICHOLAS P							0.015%	\$ 197,022.92
MCDONALD,CHRISTOPHER							0.015%	\$ 196,975.68
WEAVER,JEFFREY R							0.015%	\$ 196,931.01
SAMUJL,DIEGO							0.015%	\$ 196,749.60
TRAVIS,LAWRENCE A							0.015%	\$ 196,655.56
BENDER,ROCKNE E							0.015%	\$ 196,604.68
MCKENNA,ROBERT A							0.015%	\$ 196,584.21
ANDERSON,CHAD W							0.015%	\$ 195,983.19
RICHARDS,SHELLEY D							0.015%	\$ 195,865.41
SULLIVAN,PATRICK B							0.015%	\$ 195,348.36
PEREZ,ARTURO S							0.015%	\$ 195,234.38
DOHRENDORF,JASPER A							0.015%	\$ 195,083.26
BOORAS,THERESA A							0.015%	\$ 195,070.07
SALWAY,MALCOLM J							0.015%	\$ 194,761.76
WALIMAA,SCOTT L							0.015%	\$ 194,610.29
EVANS,ALLAN A							0.015%	\$ 194,537.15
DAVIDSON,WILLIAM E							0.015%	\$ 194,471.69
ROCHA,CAMILO A							0.015%	\$ 194,135.64
SLEDGE,KAROL L							0.015%	\$ 194,102.54
PALMATIER,REBECCA A							0.015%	\$ 193,968.71
POWERS II,TERRANCE L							0.015%	\$ 193,944.69
AYOUB,MOHAMMED A							0.015%	\$ 193,890.40
CLARK,JENNIFER G							0.015%	\$ 193,846.49
SONG,JIANSHENG							0.015%	\$ 193,479.40
WARD,PAMELA M							0.015%	\$ 192,983.57
HESING,NICHOLAS R							0.015%	\$ 192,665.99
POFFET,MARK S							0.015%	\$ 192,513.55
SADZAR,JOSHUA A							0.015%	\$ 192,155.15
RYAN,DARYL M							0.015%	\$ 191,914.16
DONLEY,MEGHANN C							0.015%	\$ 191,748.76
MENLENKAMP,MATTHEW J							0.015%	\$ 191,647.16

"ATTACHMENT A"
AS OF 05/23/2017

Disclosing Entity: HDR, Inc. BEST Plan and ESOP

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* Type of Ownership for each individual= Stock

Name	Personal Address			State	Zip	Percentage of Ownership	\$ Value of Ownership
	Address	Address 2	City				
MARILLEY, JILL M						0.015%	\$ 191,421.11
REITER, JARED C						0.015%	\$ 191,343.35
JONNAL, PRASAD						0.015%	\$ 191,186.14
SLAYTON, ERIN N						0.015%	\$ 191,059.14
PARKINS, GEOFFREY T						0.015%	\$ 190,311.02
TERRY, BRENDA K						0.015%	\$ 190,140.80
KOHL, ANNA J						0.015%	\$ 189,841.24
ALBERTSON BONBREST, MARI C						0.015%	\$ 189,697.17
MELITO, MICHELE R						0.015%	\$ 189,252.70
INGRAM, KEITH A						0.015%	\$ 189,150.51
SACCHETTI, DOMENIC A						0.015%	\$ 188,975.24
YOUNG, DONNA M						0.015%	\$ 188,922.60
ABERNATHY, CHARLES A						0.015%	\$ 188,875.12
MCCONVILLE, MATTHEW T						0.015%	\$ 188,710.64
RIEGL, DARCY A						0.015%	\$ 188,677.49
KNICKMEYER, JOHN R						0.015%	\$ 188,650.59
MOTT, TRICE W						0.015%	\$ 188,611.78
WOOSLEY, MONTE W						0.015%	\$ 188,518.40
KELLER, LARRY D						0.014%	\$ 188,314.35
SHANKS, MARY P						0.014%	\$ 188,236.05
MOSELEY, JAY K						0.014%	\$ 188,234.26
NEESEN, NICOLE M						0.014%	\$ 188,056.82
STROTTMAN, NICHOLETTE S						0.014%	\$ 187,996.93
WILCOX, CARLOS C						0.014%	\$ 187,900.68
JOHNSON, DAVID P						0.014%	\$ 187,680.15
NEWMAN, THOMAS L						0.014%	\$ 187,621.37
CAIN, CHRISTOPHER A						0.014%	\$ 187,356.79
MCLARNON, PAUL J						0.014%	\$ 187,287.22
CLARK, BRENDA S						0.014%	\$ 186,905.14
EVANS, JAMES K						0.014%	\$ 186,503.18
MCLAVEY, MARTIN D						0.014%	\$ 186,461.88
SWARCE, DONALD E						0.014%	\$ 186,055.20
LARGENT, LUCINDA J						0.014%	\$ 185,902.07
CHAVEL, BRANDON W						0.014%	\$ 185,748.96
FILIGER, DANIEL J						0.014%	\$ 185,669.93
TORNI, MARK E						0.014%	\$ 185,406.51
HESS, JUSTIN J						0.014%	\$ 185,392.11
SEMIN, JUSTIN D						0.014%	\$ 185,263.21
CAK, SARAH C						0.014%	\$ 185,205.16

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Personal Address		Address			Percentage of Ownership	\$ Value of Ownership
Name	Address 1	Address 2	City	State		
<p>Disclosing Entity: HDR, Inc. BEST Plan and ESOP "HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc." "HDR, Inc." is the parent company to "HDR Engineering, Inc."</p>						
CHEN, DOLLY YU					0.014%	\$ 185,120.72
SCHWANKE, KAREN L					0.014%	\$ 185,026.94
SIEGFRIED, GLEN P					0.014%	\$ 184,766.79
OGDEN, DAVID A					0.014%	\$ 184,300.57
PODESZWA, LISA M					0.014%	\$ 184,261.47
HOLLINS, TREVOR S					0.014%	\$ 184,068.44
CULBERTSON, GEORGE M					0.014%	\$ 183,868.00
SMITH, THOMAS					0.014%	\$ 183,674.53
BARTLE, BRIAN D					0.014%	\$ 183,560.08
BOMBARDIER, BRIAN W					0.014%	\$ 183,478.03
MILLS, RICHARD S					0.014%	\$ 183,350.05
RICHARDSON, ROBERT D					0.014%	\$ 183,152.74
CHRISTIANSEN, JOHN A					0.014%	\$ 183,002.64
LANG, TODD A					0.014%	\$ 182,719.34
SCHMIDT, MICHAEL					0.014%	\$ 182,668.47
HEILMAN, DANIEL J					0.014%	\$ 182,474.59
DEPERT, EHREN W					0.014%	\$ 182,332.23
SLOGER, WILLIAM RICHARD					0.014%	\$ 182,143.34
ENGELHAUPT, DANIEL THOMAS					0.014%	\$ 182,123.25
KORPI, DAVID W					0.014%	\$ 181,935.01
PERKINS, MICHAEL D					0.014%	\$ 181,801.95
WHITE, RICHARD A					0.014%	\$ 181,732.66
MERRELL, PHILIP D					0.014%	\$ 181,623.56
CHANG, JULIUS					0.014%	\$ 181,373.24
LAMBERT, MICHAEL E					0.014%	\$ 181,371.97
FORSBERG, MICHAEL D					0.014%	\$ 181,313.37
KARLSON, MELISSA S					0.014%	\$ 181,280.01
GRONINGER, TIMOTHY J					0.014%	\$ 181,202.13
FLICK, MICHAEL T					0.014%	\$ 181,189.84
WIGLE, MATTHEW L					0.014%	\$ 180,852.34
RAYSHELL, JENIFER A					0.014%	\$ 180,838.29
IMANSO, JAVIER					0.014%	\$ 180,460.80
MURPHY, SEAN P					0.014%	\$ 180,294.24
SCALFIONE, STEVEN					0.014%	\$ 179,996.91
LI, JUANA G					0.014%	\$ 179,982.08
WAGG, RAYMOND A					0.014%	\$ 179,942.16
LAVALLETTE, MICHAEL D					0.014%	\$ 179,817.11
TAUNTON, MATTHEW					0.014%	\$ 179,747.60
BART, TIMOTHY C					0.014%	\$ 179,227.20

"ATTACHMENT A" AS OF 05/23/2017						
Disclosing Entity: HDR, Inc. BEST Plan and ESOP						
"HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc."						
"HDR, Inc." is the parent company to "HDR Engineering, Inc."						
Name	Personal Address	Address 2	City	State	Zip	
TILLERSON, ROSE M						0.014% \$ 179,137.36
GRIGORYAN, TIGRAN						0.014% \$ 179,000.10
FARACH, J MARTIN						0.014% \$ 178,879.97
GANDY, JERRY LEMAN						0.014% \$ 178,605.00
AVFY, JAMIE S						0.014% \$ 178,569.62
CAVE, KIRBY J						0.014% \$ 178,319.44
FORD, JODY I						0.014% \$ 178,096.22
REED, SIMMON						0.014% \$ 178,089.89
WAITE, CAMERON C						0.014% \$ 177,977.87
FAGHIH, JAFAR						0.014% \$ 177,964.40
ORTON, ERIC E						0.014% \$ 177,856.23
CLARY, ABIGAIL L						0.014% \$ 177,438.02
FOSTER, LYNN C						0.014% \$ 177,386.35
NARBURGH, CHAD R						0.014% \$ 177,379.60
GARELLO, MICHAEL C						0.014% \$ 177,098.68
HAMILTON, MICHAEL P						0.014% \$ 177,076.82
LAI, HUEY C						0.014% \$ 177,014.12
KELLER, MICHAEL J						0.014% \$ 176,910.06
GRADY, RICHARD J						0.014% \$ 176,847.79
SCHUKRAFT, STEVEN W						0.014% \$ 176,583.07
NEWMAN, KEVIN F						0.014% \$ 176,560.83
ROHLFING, COLIN K						0.014% \$ 176,429.94
MAJESKI, MARTIN S						0.014% \$ 176,246.01
CARLSON, KATRINA A						0.014% \$ 176,203.51
LUTZ, DANIEL L						0.014% \$ 176,170.39
AHRENS, BROOKE T						0.014% \$ 175,976.60
BLUMENFELD, MATTHEW H						0.014% \$ 175,884.67
MULLIGAN, JAMES HENRY						0.014% \$ 175,828.20
GROSENBACHER, DEMISEY R						0.014% \$ 175,612.89
ECKER, MICHAEL A						0.013% \$ 174,692.62
BAUM, DANIEL J						0.013% \$ 174,673.95
LUCAS, JAMES I						0.013% \$ 174,432.53
MESSINGER, MARVIN K						0.013% \$ 174,422.98
PIEPER, MARGARET E						0.013% \$ 174,392.55
KUHNEN, DAVID E						0.013% \$ 174,372.20
LEPINEN, MICHAEL D						0.013% \$ 174,078.82
COWAN, TIMOTHY P						0.013% \$ 174,078.46
STEINHART, PAMELA J						0.013% \$ 174,038.63
SANDIN, CARL M						0.013% \$ 173,645.59

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Personal Address		Address	City	State	Zip	Percentage of Ownership	\$ Value of Ownership
<p>Disclosing Entity: HDR, Inc. BEST Plan and ESOP "HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc." "HDR, Inc." is the parent company to "HDR Engineering, Inc."</p>							
Name	Address 2	Address	City	State	Zip	Percentage of Ownership	\$ Value of Ownership
FOBES,TIMOTHY M						0.013%	\$ 173,587.74
SHEN,CHENGYUE						0.013%	\$ 173,471.83
DUFFY,MATTHEW J						0.013%	\$ 172,878.77
BLAISEL,SCOTT M						0.013%	\$ 172,288.82
SMITH,ROBERT W						0.013%	\$ 172,283.24
WHITTIER,STEPHEN L						0.013%	\$ 172,266.79
NIETZEL,BARBARA J						0.013%	\$ 172,215.41
MEACHAM,STACY A						0.013%	\$ 171,792.82
ROCKWELL,PATRICIA A						0.013%	\$ 171,557.46
TARIQ,USMAN A						0.013%	\$ 171,475.24
MAYNARD,WILLIAM A						0.013%	\$ 171,231.14
JAFFE,ERIC TODD						0.013%	\$ 171,180.98
VEIHL,RICHARD E						0.013%	\$ 171,070.07
DINKEL,TRACY L						0.013%	\$ 170,779.26
KESSLER,KENNETH R						0.013%	\$ 170,665.25
UNDERBERG,CALE J						0.013%	\$ 170,519.60
SNEAD,CAROL V						0.013%	\$ 170,480.34
MARTINEZ,GREGORY J						0.013%	\$ 170,397.26
MILLER,MARC A						0.013%	\$ 170,326.35
POOLE,ANDREA E						0.013%	\$ 170,100.21
WACLAWIAK,SZYMONI						0.013%	\$ 170,068.66
POOLE,JANICE R						0.013%	\$ 170,025.16
ZHU,JESSICA T						0.013%	\$ 170,020.86
BARCALAURA A						0.013%	\$ 170,001.49
TURNER,W HERBERT						0.013%	\$ 169,973.49
DURON,DAVID A						0.013%	\$ 169,953.99
FISKE,ANDERS R						0.013%	\$ 169,812.58
MCQUEEN,LANCE R						0.013%	\$ 169,794.09
WHALEN,ALLEN K						0.013%	\$ 169,611.24
TROTTER,BRIAN H						0.013%	\$ 169,525.17
MILLIKEN,ANDREW C						0.013%	\$ 169,274.06
WURTELE,MICHAEL W						0.013%	\$ 169,246.38
MAUSS,OMAR G						0.013%	\$ 169,236.20
PSAUGSUDHIRAKS, TOPONG						0.013%	\$ 169,234.98
HDR,THOMAS M						0.013%	\$ 169,090.95
MARAGI,KAORI						0.013%	\$ 169,017.77
CAJO,STEVEN M						0.013%	\$ 168,866.12
MANCILLA ALARCON,CRISTHIAN A						0.013%	\$ 168,611.63
YOUNG,ANDREW J						0.013%	\$ 168,553.49

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Personal Address		Address		State	Zip	Percentage of Ownership	\$ Value of Ownership
Name	Address	City	Address 2				
<p>Disclosing Entity: HDR, Inc. BEST Plan and ESOP "HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc." "HDR, Inc." is the parent company to "HDR Engineering, Inc."</p>							
DUFFY, JENNIFER M						0.013%	\$ 168,169.31
STATEN, ELIZABETH V I						0.013%	\$ 168,164.12
PERICA, THOMAS K						0.013%	\$ 168,120.41
PIEDRAHITA, LORENA L						0.013%	\$ 167,919.68
WOO, EDWIN P						0.013%	\$ 167,657.59
CYBORON, JASON R						0.013%	\$ 167,490.45
WONG, CLARENCE						0.013%	\$ 167,240.04
HEANEY, KATHLEEN M P						0.013%	\$ 167,171.76
OMAE, AMY LYNNE						0.013%	\$ 167,038.82
HARGENS, JEFFREY D						0.013%	\$ 167,031.02
BAMERT, URS B						0.013%	\$ 166,715.77
HACKER, JACKIE L						0.013%	\$ 166,669.14
O'BRIEN, THOMAS JOHN						0.013%	\$ 166,577.62
NEVILLE, WILLIAM M						0.013%	\$ 166,377.05
NEFF, JOHN F						0.013%	\$ 166,103.43
STACH, PHILIP V						0.013%	\$ 166,078.16
HAIJEH, KHALED C						0.013%	\$ 165,816.69
CAMO, STEVE A						0.013%	\$ 165,771.57
MASON, FRED P						0.013%	\$ 165,746.72
CLIGGOTT, JOSEPH D						0.013%	\$ 165,703.32
PARK, RACHEL						0.013%	\$ 165,486.80
SALDIVAR, SAMUEL						0.013%	\$ 165,454.49
MITAS, DANIEL W						0.013%	\$ 165,041.11
CHERENE, ANDREW V						0.013%	\$ 164,503.70
GILVIN, GREGORY T						0.013%	\$ 164,051.74
GEREMIA, RAFFAELLA						0.013%	\$ 163,809.05
NIERO, STEPHEN J						0.013%	\$ 163,744.98
HANSEN, MARK A						0.013%	\$ 163,639.22
LINDERMAN, ALAN R						0.013%	\$ 163,414.11
TAN, LIANGCAI						0.013%	\$ 163,309.77
SPARROW, SUZETTE E						0.013%	\$ 162,902.97
PRASAD, RAKESHWAR						0.013%	\$ 162,618.91
OHLSTROM, MARK A						0.012%	\$ 162,260.73
CHANDRANGARYAN, VARTAN						0.012%	\$ 162,237.15
GONZALEZ, JOSE A						0.012%	\$ 162,202.16
NEBEL, WILLIAM A						0.012%	\$ 161,770.75
JONSON, ERICA						0.012%	\$ 161,609.08
KIM, NICHOLAS B						0.012%	\$ 161,306.57
FARRILL, KELLY J						0.012%	\$ 161,278.66

"ATTACHMENT A"
AS OF 05/23/2017

Disclosing Entity: HDR, Inc. BEST Plan and ESOP		"HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc."		"HDR, Inc." is the parent company to "HDR Engineering, Inc."		*No one person in HDR owns more than 5% of the company stock. Stock ownership for each person is less than 5%, but greater than \$106,447.20		* Type of Ownership for each individual= Stock	
Name	Personal Address	Address 2	Address	City	State	Zip	Percentage of Ownership	\$ Value of Ownership	
GOMEZ, JEREMY							0.012%	\$ 161,248.30	
MCDONALD, RICHARD C							0.012%	\$ 161,171.76	
LEWIS, TRACY S							0.012%	\$ 161,154.43	
GRAY, ERIC B							0.012%	\$ 161,026.04	
OCHOA, GABRIEL J							0.012%	\$ 160,726.13	
SCHWARZ, JOSEPH H							0.012%	\$ 160,720.73	
KAWAMOTO, KARISSA M							0.012%	\$ 160,688.10	
WALKOWIAK, MATTHEW J							0.012%	\$ 160,457.28	
HAHN, PHILIP R							0.012%	\$ 160,444.73	
BELLIN, JOEL K							0.012%	\$ 160,369.14	
MADIGAN, LISA M							0.012%	\$ 160,301.55	
THORSVOLD, BRIAN R							0.012%	\$ 160,272.60	
LINDEMAN, DONALD E							0.012%	\$ 160,215.00	
WADSWORTH, LISA D							0.012%	\$ 160,175.68	
RISI, ARMANDO P							0.012%	\$ 160,125.18	
DIKUN, MARK M							0.012%	\$ 160,120.85	
ANDREWS, FREDERICK L							0.012%	\$ 160,077.66	
BECKINGHAM, MATTHEW C							0.012%	\$ 160,038.01	
TOWNSEND, RICHARD T							0.012%	\$ 159,979.43	
ROZARIO, CALCINO J							0.012%	\$ 159,885.26	
GARDNER, JENNIFER L							0.012%	\$ 159,849.95	
BLOMQUIST, MICHAEL J							0.012%	\$ 159,831.30	
GOLDMAN, GARY R							0.012%	\$ 159,819.56	
HARRISON, PETER J							0.012%	\$ 159,811.64	
DOWNING, GARY S							0.012%	\$ 159,675.58	
GUMM, WILLIAM M							0.012%	\$ 159,669.22	
PARAMO, PAUL							0.012%	\$ 159,648.12	
BOLOS, JOSEPH F							0.012%	\$ 159,647.15	
KURMAN, SHANNON							0.012%	\$ 159,184.16	
LYKKEN, JEFFREY W							0.012%	\$ 159,133.05	
JASPER, JAMES F							0.012%	\$ 158,874.08	
MIKOTTIS, STEVEN J							0.012%	\$ 158,791.03	
MC MILLAN, ERIN L							0.012%	\$ 158,743.64	
PHOENIX, FRANK D							0.012%	\$ 158,579.95	
ADAMS, KELLY L							0.012%	\$ 158,536.57	
HILL, ANGELIA J							0.012%	\$ 158,450.70	
ROBBERS, JOHN M							0.012%	\$ 158,418.12	
KURANEGO, INNA							0.012%	\$ 158,249.90	
HENSHAW, DONALD J							0.012%	\$ 158,222.05	

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Personal Address		Address	State	Zip	Percentage of Ownership	\$ Value of Ownership
Name	Address 2	City				
<p>Disclosing Entity: HDR, Inc. BEST Plan and ESOP "HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc." "HDR, Inc." is the parent company to "HDR Engineering, Inc."</p>						
SHAFFER, GREGORY M					0.012%	\$ 158,197.60
MCKINNEY, LACONDA K					0.012%	\$ 158,092.86
GILBERT, RANDALL K					0.012%	\$ 158,027.70
BALDWIN, RICHARD L					0.012%	\$ 157,539.07
BELLMANN, CHARLES R					0.012%	\$ 157,495.24
HONAN, DAVID W					0.012%	\$ 157,235.36
HAMEED, ROHAN A					0.012%	\$ 157,149.22
WARRINER, MATTHEW L					0.012%	\$ 157,127.84
QUIGLEY, PATRICIA K					0.012%	\$ 157,016.59
FOREDYCE, BRIAN K					0.012%	\$ 156,975.15
COLEMAN, BRANDON J					0.012%	\$ 156,829.46
KIDD, JANINE N					0.012%	\$ 156,673.04
CHEUNG, CHI K K					0.012%	\$ 156,659.29
LOZANO, ALICIA L					0.012%	\$ 156,607.79
GULETSKY, PETER W					0.012%	\$ 156,512.78
LUU, HENRY H H					0.012%	\$ 156,503.30
BENEDETTO, KRISTEN J					0.012%	\$ 156,386.12
PARADIS, RONDA H					0.012%	\$ 156,261.68
SCHILLERBERG, THERESE M					0.012%	\$ 156,251.69
OLSON, LUCAS L					0.012%	\$ 156,208.88
WARREN, JANICE L					0.012%	\$ 156,092.51
WOOD, BRYON K					0.012%	\$ 156,063.85
TREVARROW, BARRY J					0.012%	\$ 156,024.44
LIEPE, BRUCE D					0.012%	\$ 155,893.02
FRAZIER, EDWIN B					0.012%	\$ 155,768.53
REED, CHARLES V					0.012%	\$ 155,629.68
WILSON, MELISSA J					0.012%	\$ 155,285.52
REINICKER, BRIAN R					0.012%	\$ 155,043.85
METZLER, DAVID L					0.012%	\$ 155,031.27
MEUB, ERIC A					0.012%	\$ 154,596.52
VANSANDT, SUSAN D					0.012%	\$ 154,332.00
MURTAUGH, PATRICIA A					0.012%	\$ 154,275.07
CALLIPING					0.012%	\$ 154,093.64
BALDWIN, TERRI L					0.012%	\$ 154,083.77
WELLS, GREGORY B					0.012%	\$ 154,061.91
JOHNSON, MICHAEL T					0.012%	\$ 153,806.30
BURCH, CAREY W					0.012%	\$ 153,733.14
ENGLERT, SCOTT G					0.012%	\$ 152,861.62
POWERS, JEANNETTE M					0.012%	\$ 152,750.78

"ATTACHMENT A"
AS OF 05/23/2017

Disclosing Entity: HDR, Inc. BEST Plan and ESOP

"HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc."

"HDR, Inc." is the parent company to "HDR Engineering, Inc."

Name	Personal Address			Address			Zip	Percentage of Ownership	\$ Value of Ownership
	Address 1	Address 2	City	Address	State	City			
AGUIRE, ALIA M								0.012%	\$ 152,685.17
MESBAH, ELIZABETH K								0.012%	\$ 152,661.21
O'DONNELL, CAROL E								0.012%	\$ 152,597.11
MAYS, AMY S								0.012%	\$ 152,304.03
RUDISELL, MICHAEL T								0.012%	\$ 152,268.05
GARRIDO, LORENZO C								0.012%	\$ 152,155.78
GONZALVO, RONALD J								0.012%	\$ 152,105.70
GLASS, JEFFREY D								0.012%	\$ 152,104.34
PANTLIANO, MICHAEL V								0.012%	\$ 152,003.18
TOZER, STEVEN T								0.012%	\$ 151,819.12
MARTIN, MARK A								0.012%	\$ 151,814.20
FIELD, KIP D								0.012%	\$ 151,810.51
PRITCHARD, ALLISON E								0.012%	\$ 151,660.54
PLYE, STEPHEN G								0.012%	\$ 151,516.07
STUCKEY, RICHARD D								0.012%	\$ 151,375.56
MEHTA, TAPAN M								0.012%	\$ 151,258.12
JEANSONNE, MICHAEL A								0.012%	\$ 151,256.31
SEROCK, ADAM E								0.012%	\$ 151,208.83
MILLER, JOSEPH P								0.012%	\$ 151,137.40
ALLWRIGHT, MICHAEL C								0.012%	\$ 150,891.99
BARRETT, DAVID G								0.012%	\$ 150,645.27
BUELL, TED W								0.012%	\$ 150,638.29
MAGRON, JEAN PHILIPPE R								0.012%	\$ 150,628.97
MARCUM, SAMUEL J								0.012%	\$ 150,593.64
JENSEN, TODD R								0.012%	\$ 150,089.09
NOWKA, ANSON J								0.012%	\$ 150,039.85
MALMBERG, CHRIS M								0.012%	\$ 149,997.13
MARIE, JILL L								0.012%	\$ 149,890.25
BURNS, RUSSELL C								0.012%	\$ 149,885.96
NORVIEL, TROY B								0.012%	\$ 149,869.97
BUCKLEY, KIM M								0.012%	\$ 149,711.54
EVOLA, ANTHONY M								0.012%	\$ 149,669.66
MANLEY, NICHOLAS E								0.012%	\$ 149,646.53
ZIMMALA, SARAH E								0.012%	\$ 149,511.04
SILVERMAN, DAVID G								0.011%	\$ 149,437.71
LEWIS, JEFFREY A								0.011%	\$ 149,290.27
RIZZO, PAUL G								0.011%	\$ 149,257.58
DAVIS, SCOTT W								0.011%	\$ 149,020.93
CONTRERAS, ELIZABETH P								0.011%	\$ 148,846.95

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Disclosing Entity: HDR, Inc. BEST Plan and ESOP

"HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc."

"HDR, Inc." is the parent company to "HDR Engineering, Inc."

*No one person in HDR owns more than 5% of the company stock. Stock ownership for each person is less than 5%, but greater than \$106,447.20
* Type of Ownership for each individual= Stock

Name	Personal Address			Address			State	Zip	Percentage of Ownership	\$ Value of Ownership
	Address 1	Address 2	City	Address 1	Address 2	City				
ALOIS,PETER V									0.011%	\$ 148,825.23
BERNARD,DARIUS E									0.011%	\$ 148,666.28
LARSON,LISA MARIE WIELAND									0.011%	\$ 148,592.79
CARROLL,STEVEN M									0.011%	\$ 148,538.10
FRAZIER,ROBERT J									0.011%	\$ 148,379.75
JOYCE,X MICHAEL									0.011%	\$ 148,307.98
SHERWOOD,MICHELLE E									0.011%	\$ 148,031.09
ERNST,MICHAEL CHRISTOPHER									0.011%	\$ 148,004.79
RAGAN,MELISSA									0.011%	\$ 147,915.70
SMITH,LLED A									0.011%	\$ 147,822.84
GAETA,STEVEN R									0.011%	\$ 147,758.35
RUSTON,AMANDA J									0.011%	\$ 147,587.63
WISE,COLTA									0.011%	\$ 147,530.37
SCHIVELY,JEFF S									0.011%	\$ 147,485.72
MILLER,ANDREW N									0.011%	\$ 147,144.25
STEIN,ZACHARY A									0.011%	\$ 147,031.49
HADSELL,GREGORY A									0.011%	\$ 146,934.73
HALL,RYAN ZACHARY									0.011%	\$ 146,761.92
GILBERT,DAVID W									0.011%	\$ 146,644.23
SOLIS,ALEJANDRO J									0.011%	\$ 146,599.75
BARIN,GLENN D									0.011%	\$ 146,567.33
SIMMONS,JEFFREY H									0.011%	\$ 146,453.05
STANLEY,MARK H									0.011%	\$ 146,426.40
JACKSON,JEREMY L									0.011%	\$ 145,972.28
MCKINNEY,KENNETH L									0.011%	\$ 145,869.66
JIMENEZ,JAIME Y									0.011%	\$ 145,711.38
BLACK,DANIEL J									0.011%	\$ 145,673.62
GUIDICE,ANNETTE CAMPBELL									0.011%	\$ 145,244.09
WURLINGER,JEFFREY D									0.011%	\$ 145,184.38
OHNOUTKA,REBECCA J									0.011%	\$ 145,044.94
LAMONT,MICHAEL W									0.011%	\$ 144,991.98
JOHNSON,MICHAEL P									0.011%	\$ 144,862.23
HYLAND,EMILY B									0.011%	\$ 144,846.48
RYAN,JUJUE A									0.011%	\$ 144,801.09
BARRE,BRADLEY S									0.011%	\$ 144,579.12
FOOTE,BILLY J									0.011%	\$ 144,494.02
THAYER,PATRICIA F									0.011%	\$ 144,481.96
IMAGURI-ODRIOZOLA,JOSEBA									0.011%	\$ 144,464.09
ZIMMELS,MATTHEW G									0.011%	\$ 144,433.39

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Personal Address		Address 2	City	State	Zip	*No one person in HDR owns more than 5% of the company stock. Stock ownership for each person is less than 5%, but greater than \$106,447.20 * Type of Ownership for each Individual= Stock	\$ Value of Ownership
Name	Address				Percentage of Ownership		
NEUHAUS,DIANE R						0.011%	\$ 144,308.60
MCCULLOCH,MIRIAM A						0.011%	\$ 144,026.01
TRUONG,JAMES L						0.011%	\$ 143,992.57
NELSON,JOHN R						0.011%	\$ 143,758.24
FOUNTAIN,MARK A						0.011%	\$ 143,402.68
KISLING,JOSHIM B						0.011%	\$ 143,119.99
PEDRAZA,RICARDO						0.011%	\$ 143,100.70
MIMS,AIMIE L						0.011%	\$ 143,011.91
XURONGJUN						0.011%	\$ 142,871.28
BLANDFORD,PATRICK N						0.011%	\$ 142,862.29
SOUTH,JILL N						0.011%	\$ 142,811.89
MINER,STEVEN M						0.011%	\$ 142,522.50
SPRINGER,JOSHUA D						0.011%	\$ 142,411.71
MATEGA,ROBERT E						0.011%	\$ 142,384.55
MCGHEE,MARK D						0.011%	\$ 142,264.63
HUANG,LIYA						0.011%	\$ 142,207.53
PLAPPERT,JOHN J						0.011%	\$ 142,165.45
YEAGER,LOIS J						0.011%	\$ 142,028.92
PARMENTER,ADAM S						0.011%	\$ 141,996.11
MYERS,CHRISTOPHER G						0.011%	\$ 141,710.77
STARR,JASON L						0.011%	\$ 141,692.42
SHEPPARD,MAURICE A						0.011%	\$ 141,664.66
BLEVINS,DEBORAH R						0.011%	\$ 141,647.96
MESSMER,ANTHONY D						0.011%	\$ 141,622.58
HARRILL,CHADR						0.011%	\$ 141,383.72
SPORES,HONG T						0.011%	\$ 141,377.56
HELMA,DEAN R						0.011%	\$ 141,355.62
LARSON,SHAWNA S						0.011%	\$ 141,161.34
EVERETT,MICHAEL D						0.011%	\$ 141,154.77
BLANEY,DANIEL P						0.011%	\$ 140,910.66
SCHUCH,GREG M						0.011%	\$ 140,870.35
KLEINHESELINK,GREGORY A						0.011%	\$ 140,855.86
RAY,BRIAN G						0.011%	\$ 140,826.83
SPENCER,MATTHEW F						0.011%	\$ 140,794.16
KOZACH,RONALD P						0.011%	\$ 140,704.43
CENTER,JOHN						0.011%	\$ 140,652.38
JABRKE,JANELLE K						0.011%	\$ 140,532.02
ANNUNZIO,RICKY G						0.011%	\$ 140,497.07
HAGEN,CARLE						0.011%	\$ 140,416.97

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Personal Address		Address	City	State	Zip	Percentage of Ownership	\$ Value of Ownership
Name	Address 2						
<p>Disclosing Entity: HDR, Inc. BEST Plan and ESOP "HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc." "HDR, Inc." is the parent company to "HDR Engineering, Inc."</p>							
BERG, BETSY K						0.011%	\$ 140,351.98
SHEA, BRADLEY J						0.011%	\$ 140,335.16
GIDDINGS, JEFFRY B						0.011%	\$ 140,216.03
REHMER, JOEL P						0.011%	\$ 140,054.61
SERPICO, STEPHANIE L						0.011%	\$ 139,996.54
THOMAS, JOHN M						0.011%	\$ 139,942.34
ROLING, MATHEW C						0.011%	\$ 139,764.02
WIK, JENNIFER A						0.011%	\$ 139,749.82
TAYLOR, MARK J						0.011%	\$ 139,745.76
AAKRE, THOMAS M						0.011%	\$ 139,680.63
MOLINARO, JOSEPH N						0.011%	\$ 139,592.14
SCHROEDER, SUZANNA B						0.011%	\$ 139,381.55
MACALLISTER, JOHN A						0.011%	\$ 139,260.41
BRIZUELA, ANGEL E						0.011%	\$ 139,244.75
HELFRICH, RICHARD H						0.011%	\$ 139,083.73
BRANYON, RONALD J						0.011%	\$ 138,843.73
DUBOIS, EDWARD A						0.011%	\$ 138,811.34
SIEMENS, SANDRA L						0.011%	\$ 138,685.57
JENKINS, THOMAS L						0.011%	\$ 138,631.78
SOSNOWCHIK, KATHRYN E						0.011%	\$ 138,535.80
RYAN, FRED R						0.011%	\$ 138,432.35
FLORIO, SHAWN A						0.011%	\$ 138,418.69
KUHFUSS, DAX W						0.011%	\$ 138,314.68
FREDERIKSEN, LEE E						0.011%	\$ 138,223.37
DOVE, ERIC J						0.011%	\$ 138,188.64
SPELLECCACY, RONALEER						0.011%	\$ 138,173.80
JONES, JULIAN V						0.011%	\$ 138,109.61
UTLEY, LORI B						0.011%	\$ 138,063.21
PERERA, LIYANAGE ARUNA KAMISHKA						0.011%	\$ 138,058.25
MCCOY, ANDREW W						0.011%	\$ 137,845.95
JENKINS, DERRICK						0.011%	\$ 137,833.99
VIZCAINO, RODRIGO						0.011%	\$ 137,643.40
KLEINFELTER, JOHN J						0.011%	\$ 137,453.08
VISAKARREAL, GABRIEL J						0.011%	\$ 137,283.97
LEEBLEY, MATHEW T						0.011%	\$ 137,038.74
MCCOY, JULIAN V						0.011%	\$ 137,015.10
PLISLEY, RICHARD WARREN						0.011%	\$ 136,857.00
AMBLER, MELISSA J						0.011%	\$ 136,831.95
MENDEZ, WENDY L						0.011%	\$ 136,674.12

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"

AS OF 05/23/2017

Name		Personal Address	Address 2	Address	City	State	Zip	Percentage of Ownership	\$ Value of Ownership
<p>Disclosing Entity: HDR, Inc. BEST Plan and ESOP "HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc." "HDR, Inc." is the parent company to "HDR Engineering, Inc."</p>									
LINDSEY, KAREN R								0.011%	\$ 136,653.40
HERWADKAR, ROHAN R								0.011%	\$ 136,630.40
CHAPMAN, DAVID M								0.010%	\$ 136,347.73
CALDERWOOD, KEVIN D								0.010%	\$ 136,341.25
MCDONALD, JIMMY L								0.010%	\$ 136,167.81
WEGNER, WILLIAM C								0.010%	\$ 136,031.87
GREENE, JULIE A								0.010%	\$ 135,796.05
HENRY, JOSEPH K								0.010%	\$ 135,674.86
POLLACK, LESLIE D								0.010%	\$ 135,550.89
ONDERICK, WILLIAM A								0.010%	\$ 135,534.51
BERATAN, SCOTT M								0.010%	\$ 135,266.40
BEUTLER, NATHAN A								0.010%	\$ 134,999.54
CALTA, STACEY L								0.010%	\$ 134,992.90
HANIGAN, AARON M								0.010%	\$ 134,986.21
NEELY, PAMELA M								0.010%	\$ 134,970.48
SMITH, CHESTER A								0.010%	\$ 134,814.44
SEARS, LORI S								0.010%	\$ 134,752.74
MCKINLEY, THERESA A								0.010%	\$ 134,562.38
BRATOVICH, PAUL M								0.010%	\$ 134,561.96
MILLER, SUSAN M								0.010%	\$ 134,396.76
GREAR, KATHY								0.010%	\$ 134,281.33
CARTER, MICHELLE R								0.010%	\$ 134,136.92
OVERCAST, CURTIS M								0.010%	\$ 133,953.89
KIICHLER, TRAVIS S								0.010%	\$ 133,773.38
FRENCH, THOMAS A								0.010%	\$ 133,715.37
LOWE, KARI A								0.010%	\$ 133,701.15
GARRAFFA, RONALD C								0.010%	\$ 133,683.25
VANDENSYPE, JAAK S								0.010%	\$ 133,633.73
BRESETTE, AARON J								0.010%	\$ 133,435.18
GARG, MOHIT								0.010%	\$ 133,428.85
JOHNSON, LAWRENCE S								0.010%	\$ 133,381.38
CLASSEN, MICHAEL A								0.010%	\$ 133,025.22
WILLIAMS, AMY L								0.010%	\$ 132,783.95
LYND, RONALD L								0.010%	\$ 132,740.86
HOLMES, CHRISTOPHER D								0.010%	\$ 132,637.53
ROUSSEN, KIM MARIE								0.010%	\$ 132,617.81
MAUGHLIN, KRISTINA M								0.010%	\$ 132,508.78
KUHL, KARA N								0.010%	\$ 132,485.91
ELDTT, JAMES B								0.010%	\$ 132,353.63

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Personal Address		Address		State		Zip		Percentage of Ownership	\$ Value of Ownership
Name	Address 1	Address 2	City	State	Zip	State	Zip		
<p>Disclosing Entity: HDR, Inc. BEST Plan and ESOP "HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc." "HDR, Inc." is the parent company to "HDR Engineering, Inc."</p>									
WILLMAN, JAKE G								0.010%	\$ 132,221.23
NEWELL, PETER L								0.010%	\$ 132,187.67
ZUFELT, JON E								0.010%	\$ 131,932.59
EATON, JAMES D								0.010%	\$ 131,907.24
HAGER, MARK S								0.010%	\$ 131,883.48
SWIFT, BRINTON P								0.010%	\$ 131,867.95
AKESSON, BRETT T								0.010%	\$ 131,807.51
KITTILSON, MARY K								0.010%	\$ 131,786.21
BROWN, JAMES D								0.010%	\$ 131,647.15
MULL, ANDREW D								0.010%	\$ 131,641.93
WENDLANDT, BROCK N								0.010%	\$ 131,601.37
FRYE, SHAWN R								0.010%	\$ 131,339.59
BAUMAN, JAMES M								0.010%	\$ 131,327.84
BUDNER, JOHN T								0.010%	\$ 131,320.87
CARDOCH, LYNETTE C								0.010%	\$ 130,892.43
ANDERSON, GARY D								0.010%	\$ 130,647.63
BAUMAN, BRIAN S								0.010%	\$ 130,563.51
LUU, QUANG C								0.010%	\$ 130,520.60
LUTTRELL, CARROLL P								0.010%	\$ 130,502.81
ZHOU, GUANGWEI								0.010%	\$ 130,453.03
STEPHENSON, DAVID W								0.010%	\$ 130,267.01
MCGREGOR, GEORGE W								0.010%	\$ 130,201.41
SEELNBACHER, ROBERT P								0.010%	\$ 130,053.83
LOEWEN, SCOTT E								0.010%	\$ 129,961.32
MACNEIL, STEVEN D								0.010%	\$ 129,885.45
BISHOP, JENNIFER K								0.010%	\$ 129,868.22
CAROLA, MARCELLO G								0.010%	\$ 129,822.45
STANFILL, ALAN L								0.010%	\$ 129,822.32
BOIANO, JONATHAN M								0.010%	\$ 129,686.53
SCHOLZ, DANIEL R								0.010%	\$ 129,566.64
MANN, JEFF								0.010%	\$ 129,548.04
BOYER, SCOTT L								0.010%	\$ 129,467.06
FLEISCHER, JEFFREY A								0.010%	\$ 129,435.31
WHITE, BENJAMIN D								0.010%	\$ 129,388.39
WARRINSON, CORY H								0.010%	\$ 129,382.11
ZIEM, DREW A								0.010%	\$ 129,365.81
RAHMAN, REZAUR								0.010%	\$ 129,363.16
BAKER, AUDRI P								0.010%	\$ 128,774.22
LOVEY, THEODORE O								0.010%	\$ 128,756.61

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Disclosing Entity: HDR, Inc. BEST Plan and ESOP

"HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc."

"HDR, Inc." is the parent company to "HDR Engineering, Inc."

*No one person in HDR owns more than 5% of the company stock. Stock ownership for each person is less than 5%, but greater than \$106,447.20
* Type of Ownership for each Individual= Stock

Name	Personal Address			City	State	Zip	Percentage of Ownership	\$ Value of Ownership
	Address 1	Address 2	Address 3					
DAMER, BRENDA R							0.010%	\$ 128,663.92
GRAHAM, CAROLYN L							0.010%	\$ 128,604.87
HEALAN, RYAN M							0.010%	\$ 128,602.09
ARNOLD, STEVEN S							0.010%	\$ 128,230.98
KOLKMAN, LAYCEEL							0.010%	\$ 128,171.58
PARSONS, RAYMOND P							0.010%	\$ 128,083.88
RODRIGUEZ, ROBERT J							0.010%	\$ 127,883.64
ZIMBA, ANDREW E							0.010%	\$ 127,775.02
WALKER, JOSEY W							0.010%	\$ 127,759.74
WATSON, GREGORY C							0.010%	\$ 127,699.36
DIGIROLAMO, ANTHONY							0.010%	\$ 127,698.66
KROK, MARCIN J							0.010%	\$ 127,566.29
CAGLE, KEVIN S							0.010%	\$ 127,363.12
ERICKSON, TIMOTHY D							0.010%	\$ 127,260.38
IRONS, CHARLES R							0.010%	\$ 127,202.41
ADRIAN, JAMES C							0.010%	\$ 127,083.05
YANG, FANG							0.010%	\$ 127,028.72
ANDREWS, KEITH A							0.010%	\$ 126,998.67
COBB-HANSON, DEBRA							0.010%	\$ 126,928.54
MIKKELSEN, JASON L							0.010%	\$ 126,903.89
CROTWELL, CHRISTOPHER T							0.010%	\$ 126,777.13
DEGMAN, RICHARD C							0.010%	\$ 126,764.48
ARMAS, LUISA G							0.010%	\$ 126,658.29
KOLM, WILLIAM B							0.010%	\$ 126,608.38
ALMANZA, ROBERT D							0.010%	\$ 126,584.75
KUNTZ, GREGORY L							0.010%	\$ 126,510.19
DAVIS, SEAN R							0.010%	\$ 126,438.17
O'NEIL, MONICA K							0.010%	\$ 126,389.40
WINGERT, JAMES J							0.010%	\$ 126,149.85
NELSON, SHAWN D							0.010%	\$ 126,120.16
LEVENSON, JO ANNE M							0.010%	\$ 126,044.90
PEREZ, JUAN-PABLO N							0.010%	\$ 125,821.52
LIGHTFOOT, LORIE K							0.010%	\$ 125,737.41
BEALL, TRAE A							0.010%	\$ 125,669.81
SARAZAR, SHAUN G							0.010%	\$ 125,526.88
GROPPIN, ROBERT WILLIAM							0.010%	\$ 125,418.98
COCHRAN, SUSAN R							0.010%	\$ 125,404.16
JUNGELS, JACQUELINE							0.010%	\$ 125,381.71
WU, JINGCHENG							0.010%	\$ 125,277.68

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Name		Personal Address	Address 2	Address	City	State	Zip	Percentage of Ownership	\$ Value of Ownership
<p>Disclosing Entity: HDR, Inc. BEST Plan and ESOP "HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc." "HDR, Inc." is the parent company to "HDR Engineering, Inc."</p>									
FOGARTY, THOMAS B								0.010%	\$ 125,272.93
KHOSLA, KARAN								0.010%	\$ 125,197.30
ERTMAN, STEPHEN C								0.010%	\$ 125,007.01
THIES, LANCE M								0.010%	\$ 124,865.78
BENTLEY, KATHERINE L								0.010%	\$ 124,853.64
BECK, MASON W								0.010%	\$ 124,839.91
MCPHERSON, DAVID L								0.010%	\$ 124,830.87
CATCHES, JOHN S								0.010%	\$ 124,775.68
PATERSON, DUNCAN M								0.010%	\$ 124,614.10
BARE, HENRY W								0.010%	\$ 124,412.32
SNYDER, MARK D								0.010%	\$ 124,218.84
LANE, LORNA E								0.010%	\$ 124,187.84
KRYSIEWICZ, JACEK								0.010%	\$ 124,062.37
BREWER, BRIANNA L								0.010%	\$ 124,041.43
D'AVIRRO, DAVID								0.010%	\$ 123,981.68
SCHWAB, JOHN C								0.010%	\$ 123,954.25
WOJCIK, LEONARD W								0.010%	\$ 123,900.63
ELLIS, TERRY M								0.010%	\$ 123,781.47
COOK, STEPHAMIE S								0.010%	\$ 123,742.37
ROBERTS, MARK G								0.009%	\$ 123,462.78
KINDT, KENNETH W								0.009%	\$ 123,454.90
KRUSE, LYNN A								0.009%	\$ 123,317.15
ANDERSON, JESSICA MALICH								0.009%	\$ 122,915.48
NANFITO, JOSEPH M								0.009%	\$ 122,908.57
ULRICH, CARRIE L								0.009%	\$ 122,798.80
CANDAL, JOHN P								0.009%	\$ 122,780.74
DIGREGORIO, MICHAEL D								0.009%	\$ 122,720.40
BEARDEN, CARTER D								0.009%	\$ 122,646.80
HOWE, TIMOTHY R								0.009%	\$ 122,560.24
RIVERA, JAHAIRA M								0.009%	\$ 122,229.20
HALEY, HENRY P								0.009%	\$ 122,214.64
REYES, LEO V								0.009%	\$ 122,087.95
PROKOP, DANIEL J								0.009%	\$ 122,019.93
FRANCISCO, ERICO R								0.009%	\$ 121,937.78
DUNN, JOHN A								0.009%	\$ 121,860.14
HEMER, FREDERICK J								0.009%	\$ 121,695.85
MAJNOWSKI, CHRISTOPHER A								0.009%	\$ 121,665.75
KUBINE, KENNETH R								0.009%	\$ 121,578.92
HUNTER, DANIEL R								0.009%	\$ 121,301.99

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Personal Address		Address		State	Zip	Percentage of Ownership	\$ Value of Ownership
Name	Address	City	Address 2				
<p>Disclosing Entity: HDR, Inc. BEST Plan and ESOP "HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc." "HDR, Inc." is the parent company to "HDR Engineering, Inc."</p>							
AIKEN, RAYMOND H						0.009%	\$ 121,261.81
JACOBS, MARIAN R						0.009%	\$ 121,204.53
MAHER, DENISE M						0.009%	\$ 121,009.63
WISEMAN, CHAD D						0.009%	\$ 121,003.79
WAINWRIGHT, DOMINIC M						0.009%	\$ 120,983.27
FUNK, PATRICIA C						0.009%	\$ 120,934.36
KY, VANNARITH						0.009%	\$ 120,884.27
BISHOP, EDWARD C						0.009%	\$ 120,791.63
ARSENEAU, BERNARD J						0.009%	\$ 120,685.96
JOHNSON, TY M						0.009%	\$ 120,564.50
RIGGS, RYAN L						0.009%	\$ 120,486.70
KILPATRICK, KEVIN R						0.009%	\$ 120,448.57
LYNCH, ADAM M						0.009%	\$ 120,409.85
LAYMAN, COLLEEN M						0.009%	\$ 120,361.73
SHOWALTER, ERICK M						0.009%	\$ 120,339.80
SOTO, LETICIA						0.009%	\$ 120,227.71
WEST, JONATHAN P						0.009%	\$ 120,081.01
CARLSON, JONATHAN D						0.009%	\$ 119,911.72
JEFFERY, SHERRY L						0.009%	\$ 119,733.71
TURNER, BARBARA J						0.009%	\$ 119,726.03
MAILHOT, GARY B						0.009%	\$ 119,606.11
GREBE, LUKE L						0.009%	\$ 119,541.59
BRITTON, MICHELLE M						0.009%	\$ 119,435.19
HUGHES, JOSHUA S						0.009%	\$ 119,429.90
WITT, HEATHER J						0.009%	\$ 119,348.34
HABOUSSI, HICHAM						0.009%	\$ 119,029.33
GLASSLEY, JAMES B						0.009%	\$ 118,986.91
MOYES, BARRY K						0.009%	\$ 118,897.56
STONE, MATTHEW TODD						0.009%	\$ 118,876.84
NICK, MOLLY K						0.009%	\$ 118,855.85
ERPESTAD, SUSANA ANDRADE						0.009%	\$ 118,852.61
BENNETT, JILL M						0.009%	\$ 118,792.33
BROWNLEE, SIRENA T						0.009%	\$ 118,776.35
MIRANDA, JOSEPH V						0.009%	\$ 118,769.07
YOS, HEIDI M						0.009%	\$ 118,753.12
DRONIAK, KYLE A						0.009%	\$ 118,566.56
TEWMANN, CHERYL R						0.009%	\$ 118,527.61
BURDETTE, NICHOLAS J						0.009%	\$ 118,390.13
MCCART, RANDALL G						0.009%	\$ 118,315.90

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Personal Address		Address		Address 2		Address		State		Zip		* No one person in HDR owns more than 5% of the company stock. Stock ownership for each person is less than 5%, but greater than \$106,447.20 * Type of Ownership for each individual= Stock	Percentage of Ownership	\$ Value of Ownership
Name	Personal Address	Address	City	Address 2	City	State	Zip							
RAUTENSTRAUCH, KURT R												0.009%	\$ 118,198.56	
MAKEE, RONALD M												0.009%	\$ 118,070.59	
ALLEN, ROBERT J												0.009%	\$ 118,011.29	
JABBOUR, DANIEL M												0.009%	\$ 117,986.07	
JOHNSON, MICHAEL T												0.009%	\$ 117,898.03	
DE ROSA, LAURIE D												0.009%	\$ 117,838.71	
LEICHT, EDGAR N												0.009%	\$ 117,761.20	
COOLEY, DUSTIN E												0.009%	\$ 117,702.93	
ASHCROFT, SHERRY A												0.009%	\$ 117,631.17	
NATHAN, TERRY J												0.009%	\$ 117,588.22	
LUSTER, BRANDON W												0.009%	\$ 117,267.92	
MARTINEZ, THOMAS V												0.009%	\$ 116,971.48	
GRANT, MICHAEL A												0.009%	\$ 116,934.46	
CHANDLER, JONATHAN R												0.009%	\$ 116,839.36	
MAHER, DENNIS P												0.009%	\$ 116,819.12	
STASKIN, KATHLEEN C												0.009%	\$ 116,786.03	
LITTLE, KIMBERLY S												0.009%	\$ 116,752.76	
MCCAUL V, JAMES F												0.009%	\$ 116,732.55	
JONES, ADAM N												0.009%	\$ 116,594.47	
VIK, LAURIE S												0.009%	\$ 116,553.04	
LOWE, CLIFFORD A												0.009%	\$ 116,497.70	
DESAI, PRATIK HARIOM												0.009%	\$ 116,497.12	
THOMPSON, RYAN C												0.009%	\$ 116,476.22	
TRULOCK, ALLISON S												0.009%	\$ 116,293.55	
LAVANCHER, JOAN D												0.009%	\$ 116,244.01	
EITEL, CASEY T												0.009%	\$ 116,136.35	
LEE, SANGMIN												0.009%	\$ 116,043.65	
BRZAC, DANIEL												0.009%	\$ 115,961.83	
JENKINS, GREGORY L												0.009%	\$ 115,889.44	
BAUER, JOHN D												0.009%	\$ 115,868.39	
CARIS, JENNIFER A												0.009%	\$ 115,818.50	
MULHOLLAND, RENEE C												0.009%	\$ 115,717.63	
GRELL, BRETT R												0.009%	\$ 115,676.31	
KAMMERER, DANIEL J												0.009%	\$ 115,611.61	
ALUWALLA, MANJEET H												0.009%	\$ 115,610.70	
KUMAR, DUKE A												0.009%	\$ 115,467.45	
GAMMER, TERRY A												0.009%	\$ 115,417.04	
VANDER KOLK, KEVIN												0.009%	\$ 115,365.60	
OSORIO, MARIO E												0.009%	\$ 115,061.62	

Disclosing Entity: HDR, Inc. BEST Plan and ESOP
 "HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc."
 "HDR, Inc." is the parent company to "HDR Engineering, Inc."

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"

AS OF 05/23/2017

Personal Address		Address			Percentage of Ownership	\$ Value of Ownership
Name	Address	City	State	Zip		
<p>Disclosing Entity: HDR, Inc. BEST Plan and ESOP "HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc." "HDR, Inc." is the parent company to "HDR Engineering, Inc."</p>						
QUINTANA,ADRIAN H					0.009%	\$ 114,883.28
WHITE,AARON J					0.009%	\$ 114,755.27
OBST,MATTHEW J					0.009%	\$ 114,642.84
APGAR,GABRIEL L					0.009%	\$ 114,626.34
MCKILLOP,LARRY R					0.009%	\$ 114,591.60
MELLOTT,JACI L					0.009%	\$ 114,434.10
HOSS,SEAN O					0.009%	\$ 114,388.98
JACKSON,ALICIA M					0.009%	\$ 114,293.66
LEEDS,MICHAEL J					0.009%	\$ 114,246.01
SALKAPURAM,HARI P					0.009%	\$ 114,228.38
CLIBURN,LYNDA L					0.009%	\$ 113,966.68
JOHNSON,BECKY J					0.009%	\$ 113,835.21
LONG,GREGORY J					0.009%	\$ 113,820.21
CARSON,AARON J					0.009%	\$ 113,818.91
RABATIN,JAMES A					0.009%	\$ 113,765.07
HANSON,TERESA M					0.009%	\$ 113,692.35
PORTERA,GAYLE L					0.009%	\$ 113,671.25
YELVERTON,WYATT D					0.009%	\$ 113,577.18
BURFEIND,SCOTT C					0.009%	\$ 113,245.00
SIRAGUSA,DANIEL R					0.009%	\$ 113,235.97
MORRIS,NOEL C					0.009%	\$ 113,216.37
HELMER,BRADLEY M					0.009%	\$ 113,088.52
HILBRICH,BRANDON E					0.009%	\$ 112,925.56
WILLIAMS,ANN E					0.009%	\$ 112,905.84
SCHULZ,KIMBERLY J					0.009%	\$ 112,770.52
ADAMS,TIMOTHY R					0.009%	\$ 112,726.75
QUIROZ,CHRISTINA M					0.009%	\$ 112,590.64
GITCHELL,CRAIG					0.009%	\$ 112,508.98
ESCHBACHER,PETER B					0.009%	\$ 112,394.85
FRASER,CAREY E					0.009%	\$ 112,381.13
TOMLINSON,KEVIN J					0.009%	\$ 112,338.01
SMITH,JOHN D					0.009%	\$ 112,190.05
BURGETT,JAMES M					0.009%	\$ 112,097.98
INDEIRA,CRAIG M					0.009%	\$ 112,084.65
BROWN,STEVEN C					0.009%	\$ 111,978.46
COUGLE,ROBERT J					0.009%	\$ 111,910.33
WEBB,LISA M					0.009%	\$ 111,850.42
WILSON,JASON C					0.009%	\$ 111,722.83
MANSFIELD,STEVE J					0.009%	\$ 111,682.46

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Disclosing Entity: HDR, Inc. BEST Plan and ESOP
 "HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc."
 "HDR, Inc." is the parent company to "HDR Engineering, Inc."

Name	Personal Address			Address			Percentage of Ownership	\$ Value of Ownership
	Address 1	Address 2	City	State	Zip			
ZIMMERMAN, CHAD A							0.009%	\$ 111,662.93
FREY, TRAVIS J							0.009%	\$ 111,643.43
POHLMANN, MARK D							0.009%	\$ 111,587.17
SCHMIDT, MICHAEL P							0.009%	\$ 111,452.62
TALSMAN, TROY A							0.009%	\$ 111,442.90
BLACKWELL, KATHLEEN E							0.009%	\$ 111,173.60
MCNEESE, JOHN A							0.009%	\$ 111,047.29
OVENDEN, SHAWN M							0.009%	\$ 110,985.38
ROSENBLUM, RACHEL L							0.009%	\$ 110,835.76
ORTIZ, JOSE B							0.009%	\$ 110,765.87
KATRAJIAN, NABIL							0.009%	\$ 110,644.01
RUBIO, AARON C							0.008%	\$ 110,461.96
MOORE, TRAVIS T							0.008%	\$ 110,424.46
RABATIN, BRETT R							0.008%	\$ 110,383.47
DIAZ, OSVALDO							0.008%	\$ 110,233.80
WOOD, SCOTT M							0.008%	\$ 110,210.90
TKACZ, SANDRA S							0.008%	\$ 109,957.26
BREDEHOEFT, CHRISTOPHER L							0.008%	\$ 109,877.27
HOLLON, JOSH M							0.008%	\$ 109,874.26
SIEBKEN, CHRISTOPHER F							0.008%	\$ 109,844.62
GARRETT, RANDAL J							0.008%	\$ 109,815.35
STREMMEL, JACOB A							0.008%	\$ 109,682.47
DEAQUINO, RANDY B							0.008%	\$ 109,673.85
ROBINSON, CHRISTOPHER L							0.008%	\$ 109,660.92
YOUNG, TODD F							0.008%	\$ 109,586.78
MCKINLEY, RICHARD K							0.008%	\$ 109,558.53
JOHNSON, MARK P							0.008%	\$ 109,481.48
MAYER, RODNEY G							0.008%	\$ 109,394.56
DESPANDE, ANKUR P							0.008%	\$ 109,324.05
ENGLESON, JOEL D							0.008%	\$ 109,244.61
HOHENSEE, PHILLIP J							0.008%	\$ 109,190.14
MASSEY, WENDA F							0.008%	\$ 109,131.96
CARREE, JASON W							0.008%	\$ 109,129.91
ANDERSON, ERIC W							0.008%	\$ 108,971.33
HENNING, RUSSELL C							0.008%	\$ 108,862.38
WEBB, G. GANG							0.008%	\$ 108,830.45
ZHANG, JING							0.008%	\$ 108,815.44
KIVLA, JAMIE							0.008%	\$ 108,651.28
BELL, SONIA SCHMITTOU							0.008%	\$ 108,651.28

"Attachment A"
for HDR, Inc. BEST Plan and ESOP

"ATTACHMENT A"
AS OF 05/23/2017

Disclosing Entity: HDR, Inc. BEST Plan and ESOP
 "HDR, Inc. BEST Plan and ESOP" is the parent company to "HDR, Inc."
 "HDR, Inc." is the parent company to "HDR Engineering, Inc."

Name	Personal Address			Address			State	Zip	Percentage of Ownership	\$ Value of Ownership
	Address	Address 2	City	Address	City	State				
KWAN,LAWRENCE K C									0.008%	\$ 108,583.18
MYERS,MICHELE D									0.008%	\$ 108,570.56
VINSON,DAVID A									0.008%	\$ 108,524.07
ENTINGER,ANITA L									0.008%	\$ 108,463.29
MANISCALCO,JOHN A									0.008%	\$ 108,445.84
CHOLKO,CHRISTOPHER E									0.008%	\$ 108,338.86
BUDNER,BILLIE J									0.008%	\$ 108,333.48
SIEHLEN,JEFFREY A									0.008%	\$ 108,281.35
BROWN,CHRISTOPHER H									0.008%	\$ 108,218.35
BURNETT,JOHN AD									0.008%	\$ 108,210.10
LIGHTELL,FRANK									0.008%	\$ 108,100.48
CARBONE,VINCENT M									0.008%	\$ 108,062.68
VOORHEES,BRIAN C									0.008%	\$ 107,963.31
DANIELS,ERIKKI T									0.008%	\$ 107,856.05
MAGIERA,DOREE S									0.008%	\$ 107,804.30
THOMPSON,ALFRED J									0.008%	\$ 107,740.62
AQUINO,JACK M									0.008%	\$ 107,735.60
LARSON,NATHAN M									0.008%	\$ 107,637.68
WILLENBRING,LUKE C									0.008%	\$ 107,629.46
YAMASAKI,BOYD T									0.008%	\$ 107,583.71
MCINTOSH,MARK S									0.008%	\$ 107,579.26
HINDLEY,BRIAN K									0.008%	\$ 107,511.10
RAUHUT,MICHAEL E									0.008%	\$ 107,485.47
CURCI,VINCENZO									0.008%	\$ 107,230.82
SHAFFER,MARK W									0.008%	\$ 107,211.18
DRURY,KATHERINE L									0.008%	\$ 107,201.72
SEIHORST,MATTHEW T									0.008%	\$ 107,190.57
KUMM,BRYAN P									0.008%	\$ 107,028.48
PERRIN,KYLE D									0.008%	\$ 106,900.36
NICKELL,STACEY L									0.008%	\$ 106,853.47
CAMPBELL,JERRY L									0.008%	\$ 106,764.90
BISHOP,DAVID G									0.008%	\$ 106,625.02
WALSH,KEVIN B									0.008%	\$ 106,611.06
SCHEIDMAKER,KYLE D									0.008%	\$ 106,450.89



CERTIFICATE OF LIABILITY INSURANCE

6/1/2018

DATE (MM/DD/YYYY)
10/25/2017

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 have ADDITIONAL INSURED provisions or 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 Lockton Companies 444 W. 47th Street, Suite 900 Kansas City MO 64112-1906 (816) 960-9000	CONTACT NAME: PHONE (A/C, No, Ext): _____ FAX (A/C, No): _____ E-MAIL ADDRESS: _____	
	INSURER(S) AFFORDING COVERAGE	
INSURED 1016040 HDR ENGINEERING, INC. 8404 INDIAN HILLS DRIVE OMAHA, NE 68114-4049	INSURER A: Lexington Insurance Company NAIC # 19437	
	INSURER B:	
	INSURER C:	
	INSURER D:	
	INSURER E:	
	INSURER F:	

COVERAGES HDRIN01 **CERTIFICATE NUMBER:** 15020769 **REVISION NUMBER:** XXXXXXX

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 INSO	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
	COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS-MADE <input type="checkbox"/> OCCUR GENL AGGREGATE LIMIT APPLIES PER: <input type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC OTHER: _____			NOT APPLICABLE			EACH OCCURRENCE \$ XXXXXXXX DAMAGE TO RENTED PREMISES (Ea occurrence) \$ XXXXXXXX MED EXP (Any one person) \$ XXXXXXXX PERSONAL & ADV INJURY \$ XXXXXXXX GENERAL AGGREGATE \$ XXXXXXXX PRODUCTS - COMP/OP AGG \$ XXXXXXXX \$
	AUTOMOBILE LIABILITY <input type="checkbox"/> ANY AUTO <input type="checkbox"/> OWNED AUTOS ONLY <input type="checkbox"/> HIRED AUTOS ONLY <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> NON-OWNED AUTOS ONLY			NOT APPLICABLE			COMBINED SINGLE LIMIT (Ea accident) \$ XXXXXXXX BODILY INJURY (Per person) \$ XXXXXXXX BODILY INJURY (Per accident) \$ XXXXXXXX PROPERTY DAMAGE (Per accident) \$ XXXXXXXX \$ XXXXXXXX
	UMBRELLA LIAB <input type="checkbox"/> OCCUR EXCESS LIAB <input type="checkbox"/> CLAIMS-MADE DED _____ RETENTION \$ _____			NOT APPLICABLE			EACH OCCURRENCE \$ XXXXXXXX AGGREGATE \$ XXXXXXXX \$ XXXXXXXX
	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below			NOT APPLICABLE			PER STATUTE <input type="checkbox"/> OTH-ER <input type="checkbox"/> E.L. EACH ACCIDENT \$ XXXXXXXX E.L. DISEASE - EA EMPLOYEE \$ XXXXXXXX E.L. DISEASE - POLICY LIMIT \$ XXXXXXXX
A	ARCH & ENG PROFESSIONAL LIABILITY	N	N	061853691	6/1/2017	6/1/2018	PER CLAIM: \$2,000,000 AGGREGATE: \$2,000,000.

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Schedule, may be attached if more space is required)
 I-17-4296 TRI STATE TOLLWAY ROADWAY CONSTRUCTION 95TH STREET MILE POST 17.8 TO LAGRANGE ROAD MILE POST 20.7

CERTIFICATE HOLDER 15020769 ILLINOIS STATE TOLL HIGHWAY AUTHORITY ATTENTION: E CURCURO 2700 OGDEN AVE 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: _____
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CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)
10/25/2017

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 have ADDITIONAL INSURED provisions or 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 Willis of Minnesota, Inc. c/o 26 Century Blvd P.O. Box 305191 Nashville, TN 372305191 USA	CONTACT NAME: PHONE (A/C, No, Ext): 1-877-945-7378 FAX (A/C, No): 1-888-467-2378 E-MAIL ADDRESS: certificates@willis.com	
	INSURER(S) AFFORDING COVERAGE NAIC #	
INSURED HDR Engineering, Inc. 8404 Indian Hills Drive Omaha, NE 68114	INSURER A: Liberty Mutual Fire Insurance Company 23035	
	INSURER B: Liberty Mutual Insurance Company 23043	
	INSURER C:	
	INSURER D:	
	INSURER E:	

COVERAGES **CERTIFICATE NUMBER:** W4134361 **REVISION NUMBER:**


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 INSD	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
A	<input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR <input checked="" type="checkbox"/> Contractual Liability GEN'L AGGREGATE LIMIT APPLIES PER: <input type="checkbox"/> POLICY <input checked="" type="checkbox"/> PRO-JECT <input checked="" type="checkbox"/> LOC <input type="checkbox"/> OTHER:	Y	Y	TB2-641-444950-037	06/01/2017	06/01/2018	EACH OCCURRENCE \$ 2,000,000 DAMAGE TO RENTED PREMISES (Ea occurrence) \$ 1,000,000 MED EXP (Any one person) \$ 10,000 PERSONAL & ADV INJURY \$ 2,000,000 GENERAL AGGREGATE \$ 4,000,000 PRODUCTS - COMP/OP AGG \$ 4,000,000
B	AUTOMOBILE LIABILITY <input checked="" type="checkbox"/> ANY AUTO OWNED AUTOS ONLY <input type="checkbox"/> HIRED AUTOS ONLY <input type="checkbox"/> SCHEDULED AUTOS NON-OWNED AUTOS ONLY	Y	Y	AS2-641-444950-047	06/01/2017	06/01/2018	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 <input type="checkbox"/> DED <input type="checkbox"/> RETENTION \$	Y	Y	TH7-641-444950-067	06/01/2017	06/01/2018	EACH OCCURRENCE \$ 2,000,000 AGGREGATE \$ 2,000,000
B	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	WA7-64D-444950-017	06/01/2017	06/01/2018	<input checked="" type="checkbox"/> PER STATUTE <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 (ACORD 101, Additional Remarks Schedule, may be attached if more space is required)

Certificate Holder is named as Additional Insured on General Liability, Automobile Liability and Umbrella/Excess Liability on a Primary, Non-contributory basis where required by written contract. Waiver of Subrogation applies on General Liability, Automobile Liability, Umbrella/Excess Liability and Workers Compensation where required by written contract. Umbrella/Excess policy is Follows Form over General Liability, Auto Liability and Employers Liability.

Re: I-17-4296 Tri State Tollway Roadway Construction 95th street mile post 17.8 to LaGrange Road mile post 20.7.

CERTIFICATE HOLDER Illinois State Toll Highway Authority Attn: E Curcuro 2700 Ogden Ave 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 
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THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY.

DESIGNATED LOCATION(S) GENERAL AGGREGATE LIMIT

This endorsement modifies insurance provided under the following:

COMMERCIAL GENERAL LIABILITY COVERAGE PART

SCHEDULE

Designated Location(s):

All locations owned by or rented to the Named Insured

Information required to complete this Schedule, if not shown above, will be shown in the Declarations.

- A.** For all sums which the insured becomes legally obligated to pay as damages caused by "occurrences" under Section I – Coverage A, and for all medical expenses caused by accidents under Section I – Coverage C, which can be attributed only to operations at a single designated "location" shown in the Schedule above:
1. A separate Designated Location General Aggregate Limit applies to each designated "location", and that limit is equal to the amount of the General Aggregate Limit shown in the Declarations.
 2. The Designated Location General Aggregate Limit is the most we will pay for the sum of all damages under Coverage A, except damages because of "bodily injury" or "property damage" included in the "products-completed operations hazard", and for medical expenses under Coverage C regardless of the number of:
 - a. Insureds;
 - b. Claims made or "suits" brought; or
 - c. Persons or organizations making claims or bringing "suits".
 3. Any payments made under Coverage A for damages or under Coverage C for medical expenses shall reduce the Designated Location General Aggregate Limit for that designated "location". Such payments shall not reduce the General Aggregate Limit shown in the Declarations nor shall they reduce any other Designated Location General Aggregate Limit for any other designated "location" shown in the Schedule above.
 4. The limits shown in the Declarations for Each Occurrence, Damage To Premises Rented To You and Medical Expense continue to apply. However, instead of being subject to the General Aggregate Limit shown in the Declarations, such limits will be subject to the applicable Designated Location General Aggregate Limit.

- B. For all sums which the insured becomes legally obligated to pay as damages caused by "occurrences" under Section I – Coverage A, and for all medical expenses caused by accidents under Section I – Coverage C, which cannot be attributed only to operations at a single designated "location" shown in the Schedule above:
1. Any payments made under Coverage A for damages or under Coverage C for medical expenses shall reduce the amount available under the General Aggregate Limit or the Products-completed Operations Aggregate Limit, whichever is applicable; and
 2. Such payments shall not reduce any Designated Location General Aggregate Limit.
- C. When coverage for liability arising out of the "products-completed operations hazard" is provided, any payments for damages because of "bodily injury" or "property damage" included in the "products-completed operations hazard" will reduce the Products-completed Operations Aggregate Limit, and not reduce the General Aggregate Limit nor the Designated Location General Aggregate Limit.
- D. For the purposes of this endorsement, the **Definitions** Section is amended by the addition of the following definition:
"Location" means premises involving the same or connecting lots, or premises whose connection is interrupted only by a street, roadway, waterway or right-of-way of a railroad.
- E. The provisions of Section III – Limits Of Insurance not otherwise modified by this endorsement shall continue to apply as stipulated.

THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY.

DESIGNATED CONSTRUCTION PROJECT(S) GENERAL AGGREGATE LIMIT

This endorsement modifies insurance provided under the following:

COMMERCIAL GENERAL LIABILITY COVERAGE PART

SCHEDULE

Designated Construction Project(s):

All construction projects not located at premises owned, leased or rented by a Named Insured

Information required to complete this Schedule, if not shown above, will be shown in the Declarations.

- A. For all sums which the insured becomes legally obligated to pay as damages caused by "occurrences" under Section I – Coverage A, and for all medical expenses caused by accidents under Section I – Coverage C, which can be attributed only to ongoing operations at a single designated construction project shown in the Schedule above:
1. A separate Designated Construction Project General Aggregate Limit applies to each designated construction project, and that limit is equal to the amount of the General Aggregate Limit shown in the Declarations.
 2. The Designated Construction Project General Aggregate Limit is the most we will pay for the sum of all damages under Coverage A, except damages because of "bodily injury" or "property damage" included in the "products-completed operations hazard", and for medical expenses under Coverage C regardless of the number of:
 - a. Insureds;
 - b. Claims made or "suits" brought; or
 - c. Persons or organizations making claims or bringing "suits".
 3. Any payments made under Coverage A for damages or under Coverage C for medical expenses shall reduce the Designated Construction Project General Aggregate Limit for that designated construction project. Such payments shall not reduce the General Aggregate Limit shown in the Declarations nor shall they reduce any other Designated Construction Project General Aggregate Limit for any other designated construction project shown in the Schedule above.
 4. The limits shown in the Declarations for Each Occurrence, Damage To Premises Rented To You and Medical Expense continue to apply. However, instead of being subject to the General Aggregate Limit shown in the Declarations, such limits will be subject to the applicable Designated Construction Project General Aggregate Limit.

- B.** For all sums which the insured becomes legally obligated to pay as damages caused by "occurrences" under Section I – Coverage A, and for all medical expenses caused by accidents under Section I – Coverage C, which cannot be attributed only to ongoing operations at a single designated construction project shown in the Schedule above:
1. Any payments made under Coverage A for damages or under Coverage C for medical expenses shall reduce the amount available under the General Aggregate Limit or the Products-completed Operations Aggregate Limit, whichever is applicable; and
 2. Such payments shall not reduce any Designated Construction Project General Aggregate Limit.
- C.** When coverage for liability arising out of the "products-completed operations hazard" is provided, any payments for damages because of "bodily injury" or "property damage" included in the "products-completed operations hazard" will reduce the Products-completed Operations Aggregate Limit, and not reduce the General Aggregate Limit nor the Designated Construction Project General Aggregate Limit.
- D.** If the applicable designated construction project has been abandoned, delayed, or abandoned and then restarted, or if the authorized contracting parties deviate from plans, blueprints, designs, specifications or timetables, the project will still be deemed to be the same construction project.
- E.** The provisions of Section III – Limits Of Insurance not otherwise modified by this endorsement shall continue to apply as stipulated.

THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY.

ADDITIONAL INSURED – OWNERS, LESSEES OR CONTRACTORS – SCHEDULED PERSON OR ORGANIZATION

This endorsement modifies insurance provided under the following:

COMMERCIAL GENERAL LIABILITY COVERAGE PART

A. Section II – Who Is An Insured is amended to include as an additional insured the person(s) or organization(s) shown in the Schedule, but only with respect to liability for "bodily injury", "property damage" or "personal and advertising injury" caused, in whole or in part, by:

1. Your acts or omissions; or
2. The acts or omissions of those acting on your behalf;

in the performance of your ongoing operations for the additional insured(s) at the location(s) designated above.

However:

1. The insurance afforded to such additional insured only applies to the extent permitted by law; and
2. If coverage provided to the additional insured is required by a contract or agreement, the insurance afforded to such additional insured will not be broader than that which you are required by the contract or agreement to provide for such additional insured.

B. With respect to the insurance afforded to these additional insureds, the following additional exclusions apply:

This insurance does not apply to "bodily injury" or "property damage" occurring after:

1. All work, including materials, parts or equipment furnished in connection with such work, on the project (other than service, maintenance or repairs) to be performed by or on behalf of the additional insured(s) at the location of the covered operations has been completed; or
2. 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.

C. With respect to the insurance afforded to these additional insureds, the following is added to **Section III – Limits Of Insurance:**

If coverage provided to the additional insured is required by a contract or agreement, the most we will pay on behalf of the additional insured is the amount of insurance:

1. Required by the contract or agreement; or
2. Available under the applicable Limits of Insurance shown in the Declarations;

whichever is less.

This endorsement shall not increase the applicable Limits of Insurance shown in the Declarations.

SCHEDULE

Name Of Additional Insured Person(s) Or Organization(s)	Location(s) Of Covered Operations
Any person or organization with whom you have agreed, through written contract, agreement or permit to provide additional insured coverage.	
Information required to complete this Schedule, if not shown above, will be shown in the Declarations.	

THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY.

ADDITIONAL INSURED – OWNERS, LESSEES OR CONTRACTORS – COMPLETED OPERATIONS

This endorsement modifies insurance provided under the following:

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

SCHEDULE

Name Of Additional Insured Person(s) Or Organization(s)	Location And Description Of Completed Operations
Any person or organization to whom or to which you are required to provide additional insured status in a written contract, agreement or permit except where such contract or agreement is prohibited.	Any location where you have agreed, through written, contract, agreement or permit, to provide additional insured coverage for completed operations.
Information required to complete this Schedule, if not shown above, will be shown in the Declarations.	

A. Section II – Who Is An Insured is amended to include as an additional insured the person(s) or organization(s) shown in the Schedule, but only with respect to liability for "bodily injury" or "property damage" caused, in whole or in part, by "your work" at the location designated and described in the Schedule of this endorsement performed for that additional insured and included in the "products-completed operations hazard".

However:

1. The insurance afforded to such additional insured only applies to the extent permitted by law; and
2. If coverage provided to the additional insured is required by a contract or agreement, the insurance afforded to such additional insured will not be broader than that which you are required by the contract or agreement to provide for such additional insured.

B. With respect to the insurance afforded to these additional insureds, the following is added to **Section III – Limits Of Insurance:**

If coverage provided to the additional insured is required by a contract or agreement, the most we will pay on behalf of the additional insured is the amount of insurance:

1. Required by the contract or agreement; or
2. Available under the applicable Limits of Insurance shown in the Declarations;

whichever is less.

This endorsement shall not increase the applicable Limits of Insurance shown in the Declarations.

Policy Number TB2-641-444950-037
Issued by

THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY.

OTHER INSURANCE AMENDMENT – SCHEDULED ADDITIONAL INSURED

This endorsement modifies insurance provided under the following:

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

Schedule

Person or Organization: Where required by written contract.

If you are obligated under a written agreement to provide liability insurance on a primary, excess, contingent, or any other basis for any person or organization shown in the Schedule of this endorsement that qualifies as an additional insured on this policy, this policy will apply solely on the basis required by such written agreement and Paragraph 4. Other Insurance of Section IV - Conditions will not apply. If the applicable written agreement does not specify on what basis the liability insurance will apply, the provisions of Paragraph 4. Other Insurance of Section IV - Conditions will govern. However, this insurance is excess over any other insurance available to the additional insured for which it is also covered as an additional insured by attachment of an endorsement to another policy providing coverage for the same "occurrence", claim or "suit".

THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY.

DESIGNATED INSURED FOR COVERED AUTOS LIABILITY COVERAGE

This endorsement modifies insurance provided under the following:

AUTO DEALERS COVERAGE FORM
BUSINESS AUTO COVERAGE FORM
MOTOR CARRIER COVERAGE FORM

With respect to coverage provided by this endorsement, the provisions of the Coverage Form apply unless modified by this endorsement.

This endorsement identifies person(s) or organization(s) who are "insureds" for Covered Autos Liability Coverage under the Who Is An Insured provision of the Coverage Form. This endorsement does not alter coverage provided in the Coverage Form.

SCHEDULE

Name Of Person(s) Or Organization(s):

As required by written contract

Information required to complete this Schedule, if not shown above, will be shown in the Declarations.

Each person or organization shown in the Schedule is an "insured" for Covered Autos Liability Coverage, but only to the extent that person or organization qualifies as an "insured" under the Who Is An Insured provision contained in Paragraph A.1. of Section II – Covered Autos Liability Coverage in the Business Auto and Motor Carrier Coverage Forms and Paragraph D.2. of Section I – Covered Autos Coverages of the Auto Dealers Coverage Form.

Policy Number: AS2-641-444950-047
Issued by: Liberty Mutual Fire Insurance Co.

THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY.

DESIGNATED INSURED - NONCONTRIBUTING

This endorsement modifies insurance provided under the following:

BUSINESS AUTO COVERAGE FORM
GARAGE COVERAGE FORM
MOTOR CARRIERS COVERAGE FORM
TRUCKERS COVERAGE FORM

With respect to coverage provided by this endorsement, the provisions of the Coverage Form apply unless modified by this endorsement.

This endorsement identifies person(s) or organization(s) who are "insureds" under the Who Is An Insured Provision of the Coverage Form. This endorsement does not alter coverage provided in the Coverage form.

Schedule

Name of Person(s) or Organizations(s):

Any person or organization where the Named Insured has agreed by written contract to include such person or organization

Regarding Designated Contract or Project:

Any

Each person or organization shown in the Schedule of this endorsement is an "insured" for Liability Coverage, but only to the extent that person or organization qualifies as an "insured" under the Who Is An Insured Provision contained in Section II of the Coverage Form.

The following is added to the Other Insurance Condition:

If you have agreed in a written agreement that this policy will be primary and without right of contribution from any insurance in force for an Additional Insured for liability arising out of your operations, and the agreement was executed prior to the "bodily injury" or "property damage", then this insurance will be primary and we will not seek contribution from such insurance.

POLICY NUMBER: TB2-641-444950-037

WAIVER OF TRANSFER OF RIGHTS OF RECOVERY AGAINST OTHERS TO US

This endorsement modifies insurance provided under the following:

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

SCHEDULE

Name Of Person Or Organization: As required by written contract or agreement
--

Information required to complete this Schedule, if not shown above, will be shown in the Declarations.
--

The following is added to Paragraph 8. **Transfer Of Rights Of Recovery Against Others To Us** of Section IV – Conditions:

We waive any right of recovery we may have against the person or organization shown in the Schedule above because of payments we make for injury or damage arising out of your ongoing operations or "your work" done under a contract with that person or organization and included in the "products-completed operations hazard". This waiver applies only to the person or organization shown in the Schedule above.

THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY.

**WAIVER OF TRANSFER OF RIGHTS OF RECOVERY
AGAINST OTHERS TO US (WAIVER OF SUBROGATION)**

This endorsement modifies insurance provided under the following:

AUTO DEALERS COVERAGE FORM
BUSINESS AUTO COVERAGE FORM
MOTOR CARRIER COVERAGE FORM

With respect to coverage provided by this endorsement, the provisions of the Coverage Form apply unless modified by the endorsement.

SCHEDULE

Name(s) Of Person(s) Or Organization(s):

Any person or organization for whom you perform work under a written contract of the contract requires you to obtain this agreement from us but only if the contract is executed prior to the injury or damage occurring.

Information required to complete this Schedule, if not shown above, will be shown in the Declarations.

The **Transfer Of Rights Of Recovery Against Others To Us** condition does not apply to the person(s) or organization(s) shown in the Schedule, but only to the extent that subrogation is waived prior to the "accident" or the "loss" under a contract with that person or organization.

WAIVER OF OUR RIGHT TO RECOVER FROM OTHERS ENDORSEMENT

We have the right to recover our payments from anyone liable for an injury covered by this policy. We will not enforce our right against the person or organization named in the Schedule. (This agreement applies only to the extent that you perform work under a written contract that requires you to obtain this agreement from us.)

This agreement shall not operate directly or indirectly to benefit anyone not named in the Schedule.

Schedule

Where required by contract or written agreement prior to loss.

Issued by:

For attachment to Policy No WA7-64D-444950-017
\$

Effective Date 6/01/2017

Premium

Issued to:

Policy Number **TB2-641-444950-037**
Issued by

THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY.

NOTICE OF CANCELLATION TO THIRD PARTIES

This endorsement modifies insurance provided under the following:

BUSINESS AUTO COVERAGE PART
MOTOR CARRIER COVERAGE PART
GARAGE COVERAGE PART
TRUCKERS COVERAGE PART
EXCESS AUTOMOBILE LIABILITY INDEMNITY COVERAGE PART
SELF-INSURED TRUCKER EXCESS LIABILITY COVERAGE PART
COMMERCIAL GENERAL LIABILITY COVERAGE PART
EXCESS COMMERCIAL GENERAL LIABILITY COVERAGE PART
PRODUCTS/COMPLETED OPERATIONS LIABILITY COVERAGE PART
LIQUOR LIABILITY COVERAGE PART
COMMERCIAL LIABILITY – UMBRELLA COVERAGE FORM

Schedule		
Name of Other Person(s) / Organization(s):	Email Address or mailing address:	Number Days Notice:
Per Schedule on File with Broker		30 Days

- A. If we cancel this policy for any reason other than nonpayment of premium, we will notify the persons or organizations shown in the Schedule above. We will send notice to the email or mailing address listed above at least 10 days, or the number of days listed above, if any, before the cancellation becomes effective. In no event does the notice to the third party exceed the notice to the first named insured.
- B. This advance notification of a pending cancellation of coverage is intended as a courtesy only. Our failure to provide such advance notification will not extend the policy cancellation date nor negate cancellation of the policy.

All other terms and conditions of this policy remain unchanged.

Policy Number AS2-641-444950-047
Issued by

THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY.

NOTICE OF CANCELLATION TO THIRD PARTIES

This endorsement modifies insurance provided under the following:

- BUSINESS AUTO COVERAGE PART
- MOTOR CARRIER COVERAGE PART
- GARAGE COVERAGE PART
- TRUCKERS COVERAGE PART
- EXCESS AUTOMOBILE LIABILITY INDEMNITY COVERAGE PART
- SELF-INSURED TRUCKER EXCESS LIABILITY COVERAGE PART
- COMMERCIAL GENERAL LIABILITY COVERAGE PART
- EXCESS COMMERCIAL GENERAL LIABILITY COVERAGE PART
- PRODUCTS/COMPLETED OPERATIONS LIABILITY COVERAGE PART
- LIQUOR LIABILITY COVERAGE PART
- COMMERCIAL LIABILITY – UMBRELLA COVERAGE FORM

Schedule		
Name of Other Person(s) / Organization(s):	Email Address or mailing address:	Number Days Notice:
Per Schedule on File with Broker		30 Days

- A. If we cancel this policy for any reason other than nonpayment of premium, we will notify the persons or organizations shown in the Schedule above. We will send notice to the email or mailing address listed above at least 10 days, or the number of days listed above, if any, before the cancellation becomes effective. In no event does the notice to the third party exceed the notice to the first named insured.
- B. This advance notification of a pending cancellation of coverage is intended as a courtesy only. Our failure to provide such advance notification will not extend the policy cancellation date nor negate cancellation of the policy.

All other terms and conditions of this policy remain unchanged.

NOTICE OF CANCELLATION TO THIRD PARTIES

- A. If we cancel this policy for any reason other than nonpayment of premium, we will notify the persons or organizations shown in the Schedule below by email as soon as practical after notifying the first Named Insured.
- B. This advance email notification of a pending cancellation of coverage is intended as a courtesy only. Our failure to provide such advance notification will not extend the policy cancellation date nor negate cancellation of the policy.

SCHEDULE

Name of Other Person(s) / Organization(s):

Per Schedule on file with Company 30 Days

All other terms and conditions of this policy remain unchanged.

Issued by

For attachment to Policy No. WA7-64D-444950-017 Effective Date 6/01/2017 Premium \$

Issued to

Effective June 1, 2017 HDR will have two separate insurance brokers.

Lockton will remain HDR's insurance broker for professional liability only.

Willis Towers Watson will be HDR's new broker for:

1. General Liability
2. Automobile Liability
3. Workers Compensation
4. Property/Equipment

If professional liability is required by the contract documents provided in the insurance request, we will forward the information to Lockton for processing.

Please direct all questions regarding certificates of insurance to HDR's insurance manager, Matthew Peterson by email at MPeterson@HDRInc.com or by phone at (402)399-1499.

Regards,
Willis Towers Watson Certificate Center
Phone: 877-945-7378
Fax: 888-467-2378
Email: certificates@willis.com

Contract Information Sheet

Complete the following information and it will be populated on every exhibit.

Consultant Name: HDR Engineering, Inc.

Contract Number: I -17-4296

Proposal Date: 9/29/2017

Exhibit Pointers Editable cells in each exhibit are underlined in red

Notes and guidance for each exhibit are on the right of the exhibits in yellow text boxes

A full set of instructions to complete the exhibits is available on the Tollway's website

Contract Number: I-17-4296 Consultant: HDR 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		
Concept Design Verification													28	28
Roadway Plan Production													170	170
Proposed Cross Sections/3-D Modeling													83	83
Barrier Warrant Analysis													52	52
Maintenance of Traffic													59	59
Bridge Type Study													23	23
TSL													18	18
Bridge Final Design & Plan Production													300	300
Drainage													27	27
Environmental and Invest Agency/IGA													11	11
Meetings & Coordination													6	6
Project Management													59	59
QA/QC													68	68
													17	17
TOTALS													921	921

Contract Number: I-17-4296 Consultant: HDR Engineering, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2018												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Concept Design Verification	32	32	32	32	32	28	28	28	28	28	28	28	28	356
Roadway Plan Production	171	171	171	171	171	171	171	171	171	171	171	171	171	2052
Proposed Cross Sections/3-D Modeling	83	83	83	83	83	83	83	83	83	83	83	83	83	996
Barrier Warrant Analysis	52	52	52	52	52	52	52	52	52	52	52	52	52	624
Maintenance of Traffic	59	59	59	59	59	59	59	59	59	59	59	59	59	708
Bridge Type Study	28	28	28	28	28	28	28	28	23	23	23	23	23	316
TSL	18	18	18	18	18	18	18	18	18	18	18	18	18	216
Bridge Final Design & Plan Production	326	300	300	300	300	300	300	300	300	300	300	300	300	3626
Drainage	27	27	27	27	27	27	27	27	27	27	27	27	27	324
Environmental and Invest Agency/IGA	11	11	11	11	11	11	11	11	11	11	11	11	11	132
Meetings & Coordination	6	6	6	6	6	6	6	6	6	6	6	6	6	72
Project Management	49	49	49	49	49	49	49	49	49	49	49	49	49	588
QA/QC	58	58	58	58	58	58	58	58	58	58	58	58	58	696
	41	41	41	41	41	41	41	41	41	38	37	37	37	481
TOTALS	961	935	935	935	935	931	931	931	926	923	922	922	922	11187

Contract Number:

I-17-4296

Consultant:

HDR Engineering, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2019												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Concept Design Verification	28	28	28	28	28	28	28	28	28	28	28	28	28	336
Roadway Plan Production	171	170	170	170	170	170	170	170	170	170	170	170	170	2041
Proposed Cross Sections/3-D Modeling	83	83	83	83	83	83	83	83	83	83	83	83	83	996
Barrier Warrant Analysis	52	52	52	52	52	52	52	52	52	52	52	52	52	624
Maintenance of Traffic	59	59	59	59	59	59	59	59	59	59	59	59	59	708
Bridge Type Study	23	23	23	23	23	23	23	23	23	23	23	23	23	276
TSL	18	18	18	18	18	18	18	18	18	18	18	18	18	216
Bridge Final Design & Plan Production	300	300	300	300	300	300	300	300	300	300	300	300	300	3600
Drainage	27	27	27	27	27	27	27	27	27	27	27	27	27	324
Environmental and Invest Agency/GA	11	11	11	11	11	11	11	11	11	11	11	11	11	132
Meetings & Coordination	6	6	6	6	6	6	6	6	6	6	6	6	6	72
Project Management	49	49	49	49	49	49	49	49	49	49	49	49	49	588
QA/QC	58	58	58	58	58	58	58	58	58	58	58	58	58	696
	37	37	37	37	37	37	37	37	37	37	37	37	37	444
TOTALS	922	921	921	921	921	921	921	921	921	921	921	921	921	11053

Contract Number: I-17-4296

Consultant: HDR Engineering, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2020												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Concept Design Verification	28	28	28	28	28	28	28	28	28	28	28	28	28	336
Roadway Plan Production	170	170	170	170	170	170	170	170	170	170	170	170	170	2040
Proposed Cross Sections/3-D Modeling	83	83	83	83	83	83	83	83	83	83	83	83	83	996
Barrier Warrant Analysis	52	52	52	52	52	52	52	52	52	52	52	52	52	624
Maintenance of Traffic	59	59	59	59	59	59	59	59	59	59	59	59	59	708
Bridge Type Study	23	23	23	23	23	23	23	23	23	23	23	23	23	276
TSL	18	18	18	18	18	18	18	18	18	18	18	18	18	216
Bridge Final Design & Plan Production	300	300	300	300	300	300	300	300	300	300	300	300	300	3600
Drainage	27	27	27	27	27	27	27	27	27	27	27	27	27	324
Environmental and Invest Agency/IGA	11	11	11	11	11	11	11	11	11	11	11	11	11	132
Meetings & Coordination	6	6	6	6	6	6	6	6	6	6	6	6	6	72
Project Management	49	49	49	49	49	49	49	49	49	49	49	49	49	588
QA/QC	58	58	58	58	58	58	58	58	58	58	58	58	58	696
	37	37	37	37	37	37	37	37	37	37	37	37	37	444
TOTALS	921	921	921	921	921	921	921	921	921	921	921	921	921	11052

Contract Number: I-17-4296 Consultant: HDR Engineering, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2021												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Concept Design Verification	28	28	28	28	28	28	28	28	28	28	28	28	28	336
Roadway Plan Production	170	170	170	170	170	170	170	170	170	170	170	170	170	2040
Proposed Cross Sections/3-D Modeling	83	83	83	83	83	83	83	83	83	83	83	83	83	996
Barrier Warrant Analysis	52	52	52	52	52	52	52	52	52	52	52	52	52	624
Maintenance of Traffic	59	59	59	59	59	59	59	59	59	59	59	59	59	708
Bridge Type Study	23	23	23	23	23	23	23	23	23	23	23	23	23	276
TSL	18	18	18	18	18	18	18	18	18	18	18	18	18	216
Bridge Final Design & Plan Production	300	300	300	300	300	300	300	300	300	300	300	300	300	3600
Drainage	27	27	27	27	27	27	27	27	27	27	27	27	27	324
Environmental and Invest Agency/IGA	11	11	11	11	11	11	11	11	11	11	11	11	11	132
Meetings & Coordination	6	6	6	6	6	6	6	6	6	6	6	6	6	72
Project Management	49	49	49	49	49	49	49	49	49	49	49	49	49	588
QA/QC	58	58	58	58	58	58	58	58	58	58	58	58	58	696
	37	37	37	37	37	37	37	37	37	37	37	37	37	444
TOTALS	921	921	921	921	921	921	921	921	921	921	921	921	921	11052

Contract Number: I-17-4296

Consultant: HDR Engineering, Inc.

HDR Engineering, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2022												TOTAL HOURS
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	
Concept Design Verification	28	28	28	28	28	28	28	28	28	28	28	28	308
Roadway Plan Production	170	170	170	170	170	170	170	170	170	170	170	168	1868
Proposed Cross Sections/3-D Modeling	83	83	83	83	83	83	83	83	83	83	83	83	890
Barrier Warrant Analysis	52	52	52	52	52	52	52	52	52	52	52	52	568
Maintenance of Traffic	59	59	59	59	59	59	59	59	59	59	59	59	637
Bridge Type Study	23	23	23	23	23	23	23	23	23	23	23	23	233
TSL	18	18	18	18	18	18	18	18	18	18	18	18	168
Bridge Final Design & Plan Production	300	300	300	300	300	300	300	300	300	300	102		2802
Drainage	27	27	27	27	27	27	27	27	27	27	7	27	277
Environmental and Invest Agency/IGA	11	11	11	11	11	11	11	11	7			11	106
Meetings & Coordination	6	6	6	6	6	6	6	6				6	42
Project Management	49	49	49	49	49	49	49	49	49	49	49	49	539
QA/QC	58	58	58	58	58	58	58	58	58	58	58	68	648
	37	37	37	37	37	37	37	37	37	37	37		370
TOTALS	921	921	921	921	921	921	915	915	899	609	592		9456

Contract No.: 1-17-4296

Consultant: HDR Engineering, Inc.

EXHIBIT B: FEE CALCULATIONS

A. DIRECT LABOR (without overtime)

$\frac{54,721.00}{\text{(Total Work Hours from Exhibit C-2)}}$	X	$\frac{\$ 49.95}{\text{(Average Hourly Rate from Exhibit C-2)}}$	=	TOTAL DIRECT SALARY	\$ <u>2,733,313.95</u>
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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	\$ 7,653,279.06
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B. REIMBURSABLE DIRECT COSTS NOT ELIGIBLE FOR PROFIT

(For Prime Consultant listed above.)

TOTAL DIRECT COSTS	\$286,446.80
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C. SERVICES BY OTHERS

Total Allowable Fee DBE/MBE/WBE Subconsultant (from Exhibit H)	\$ 4,798,438.90
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Total Allowable Fee Non-DBE/MBE/WBE Subconsultant (from Exhibit H (cont))	\$ 3,134,937.75
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TOTAL SERVICES BY OTHERS	\$ 7,933,376.65
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D. ADDITIONAL SERVICES (Prime Consultant)

	\$ 137,333.00
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(Requires prior authorization before use)

ADDITIONAL SERVICES (Subconsultants)

	\$
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(Requires prior authorization before use)

TOTAL ADDITIONAL SERVICES	\$ 137,333.00
(Requires prior authorization before use)	

E. MAXIMUM ALLOWABLE FEE (Upper Limit of Compensation)

	\$ 16,010,435.51
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Contract No.: I-17-4296 Consultant: HDR Engineering, Inc.

Date: 9/29/2017

EXHIBIT C-1: PAYROLL CLASSIFICATION ESCALATION TABLE

CONTRACT TERM: 60 No. OF MONTHS

SCHEDULED START DATE: 12/1/2017

RAISE DATE: 1/1/2018

PERCENT OF RAISE: 0%

ESCALATION PER YEAR Year 1 through 5

Date	Date	Date	Date	Date	Date	Date
12/1/2017 - 12/31/2017	1/1/2018 - 12/31/2018	1/1/2019 - 12/31/2019	1/1/2020 - 12/31/2020	1/1/2021 - 12/31/2021		
1.0	12.0	12.0	12.0	12.0		
60.0	60.0	60.0	60.0	60.0		
1.67%	20.00%	20.00%	20.00%	20.00%		
Factor First Period	Escalation Factor Second Period	Escalation Factor Third Period	Escalation Factor Fourth Period	Escalation Factor Fifth Period		

ESCALATION PER YEAR Year 6 through 10

Date	Date	Date	Date	Date	Date	Date
1/1/2022 - 11/30/2022						
11.0						
60.0	60.0	60.0	60.0	60.0	60.0	
18.33%						
Escalation Factor Sixth Period	Escalation Factor Seventh Period	Escalation Factor Eighth Period	Escalation Factor Ninth Period	Escalation Factor Tenth Period		

The escalation factor for this project is: 100.00%

Contract No.: I-17-4296

Consultant: HDR Engineering, Inc.

Date: 9/29/2017

Escalation Factor: 100.00%

(From Exhibit C-1)

EXHIBIT C-2: DIRECT LABOR CLASSIFICATION MAN-HOURS AND RATES										DIRECT COST	
Classification Eligible for Premium Overtime?	Tollway Classification	Tollway MINIMUM Hourly Rate for Classification	Tollway MAXIMUM Hourly Rate for Classification	Average Hourly Rate for Classification (See Note A to Right)	Escalated Average Hourly Rate for Classification (See Note B to Right)	Estimated Work Hours (Including Overtime)	Total Direct Labor		OVERTIME PREMIUM		
							Total Estimated Work Hours:	Average Hourly Rate:	Escalated Average Premium Overtime Hourly Rate (See Note C to Right)	Estimated Overtime Hours (Overtime Hours Only) (See Note D to Right)	
No	Principal	\$50.00	\$70.00	\$70.00	\$70.00	93.00	54,721.00	\$49.95			
No	Project Manager	\$40.00	\$70.00	\$70.00	\$70.00	6,000.00					
No	Senior Engineer/Planner	\$40.00	\$70.00	\$69.05	\$69.05	14,515.00					
No	Resident Engineer	\$40.00	\$70.00								
No	Project Engineer/Planner	\$25.00	\$60.00	\$43.04	\$43.04	14,145.00					
No	Staff Engineer/Planner	\$20.00	\$40.00	\$30.73	\$30.73	11,745.00					
No	Engineer/Accountant	\$20.00	\$60.00	\$44.36	\$44.36	635.00					
No	Senior Technical Specialist	\$25.00	\$60.00	\$52.56	\$52.56	2,600.00					
No	Technical Specialist	\$15.00	\$50.00	\$34.22	\$34.22	4,924.00					
No	Architect	\$30.00	\$70.00								
No	Realty Specialists	\$20.00	\$70.00								
No	Intern	\$8.25	\$20.00								
No	Admin/Clerical	\$8.25	\$40.00	\$27.13	\$27.13	64.00					
							Total Estimated Work Hours:	\$2,733,313.95			
							Average Hourly Rate:				
							Total Overtime Premium:				

Contract No.: I-17-4296

Consultant: HDR Engineering, Inc.

Date: 9/29/2017

EXHIBIT C-3: DIRECT LABOR EMPLOYEE CLASSIFICATION LIST

Tollway Classification	Consultant Classification (specific to each company)	Consultant Employee Name (SEE NOTE 1 TO RIGHT)	Range per Hour
Principal	Principal	Pechnick, Patrick	\$50 - \$70
Project Manager	Project Manager	Hein, Thomas	\$40 - \$70
Senior Engineer/Planner	Senior Civil Engineer II	Bleers, Kendra	\$40 - \$70
	Senior Structural Engineer III	Bradley, Bruce	
	Senior Transportation Planner	Clements, Sheila	
	Senior Civil Engineer IV	Das, Rajat	
	Senior Transportation Planner	Degman, Richard	
	Senior Civil Engineer IV	Hein, Thomas	
	Senior Civil Engineer II	Kasper, Matthew	
	Senior Civil Engineer II	Knepler, Lourdes	
	Senior Structural Engineer IV	Kravitz, Barry	
	Senior Civil Engineer IV	Lazzara, John	
	Senior Civil Engineer IV	Loftus, Daniel	
	Senior Civil Engineer IV	McAtee, Caahlen	
	Senior Civil Engineer II	McParland, Terra	
	Senior Civil Engineer IV	Mikottis, Steven	
	Senior Civil Engineer IV	Mitchell, Jennifer	
	Senior Civil Engineer III	Neubauer, Eric	
	Senior Structural Engineer IV	Peterman, Lance	
	Senior Structural Engineer IV	Quirin, Michael	
	Senior Structural Engineer III	Refvik, Judie	
	Senior Transportation Planner	Reid, Janice	
	Senior Electrical Engineer	Schmudde, Richard	
	Senior Civil Engineer IV	Sierakowski, David	
	Senior Fisheries Biologist	Stuwe, Scott	
	Senior Mechanical Engineer	Talsma, Troy	
	Senior Structural Engineer IV	Van Santen, Victor	
	Senior Transportation Planner	Wojcik, Leonard W	
	Senior Civil Engineer III	Wong, David	
Resident Engineer			\$40 - \$70
Project Engineer/Planner	Structural Engineer II	Bersano, Ryan	\$25 - \$60
	Transportation Planner IV	Christopher, Richard	
	Transportation Planner IV	Gonzalez, Janet	
	Civil Engineer III	Hoberg, Julie	
	Structural Engineer I	Holder, Donovan	
	Civil Engineer III	Kjellman, Jonathan	
	Structural Engineer III	Krok, Marcin	

Contract No.: 1-17-4296

Consultant: HDR Engineering, Inc.

Date: 9/29/2017

EXHIBIT C-3: DIRECT LABOR EMPLOYEE CLASSIFICATION LIST

Tollway Classification	Consultant Classification (specific to each company)	Consultant Employee Name (SEE NOTE 1 TO RIGHT)	Range per Hour
	Transportation Planner IV	Lee, Reed	
	Transportation Planner II	Marchyshyn, Michael	
	Structural Engineer II	Picker, Jeffrey	
	Civil Engineer III	Prokop, Daniel	
	Structural Engineer III	Rivera, Julie	
	Transportation Planner II	Rolstad, Adam	
	Civil Engineer III	Scharra, Todd	
	Structural Engineer II	Scullion, Derek	
	Transportation Planner II	Sims, Kelly	
	Civil Engineer III	Zeman, Benjamin	
Staff Engineer/Planner	Civil Engineer I	Burke, Joseph	\$20 - \$40
	Civil Engineer I	DiDomenico, Giovanni	
	Transportation Planner I	Doss, Corbin	
	Civil Engineer I	Heuer, Timothy	
	Civil Engineer I	Hochstatter, Ashley	
	Civil Engineer I	Pater, Ryan	
	Civil Engineer I	Rogers, Robert	
	Civil Engineer I	Sattler, Adam	
	Civil Engineer I	Waterhouse, Emery	
Engineer /Accountant	Clerical V	Garcia, Gayle L.	\$20 - \$60
	Clerical V	Guzman, Kathleen	
	Clerical IV	Shuey, Aniko	
Senior Technical Specialist	Structural Technician IV	Migus, Jacek	\$25 - \$60
	Sr. Professional Land Surveyor	Rores, James	
Technical Specialist	CADD Tech III	Andrushko, Mykola	\$15 - \$50
	Professional Land Surveyor	Funk, Frank W	
	Construction Observer I	Gudeman, Drew	
	Construction Observer II	Hoffman, Matthew	
	Construction Observer II	Lapinkas, Alius	
	Environmental Scientist II	Merchan Paniagua, Sara	
	CADD Tech III	Muhammad, Rasheed	
	Construction Observer III	Parmar, Nimesh	
	Environmental Scientist I	Primer, Samantha	
	CADD Tech III	Travis, Lawrence	
Architect			\$30 - \$70
Realty Specialists			\$20 - \$70
Intern			\$8.25 - \$20

Contract No.: I-17-4296

Consultant: HDR Engineering, Inc.

Date: 9/29/2017

EXHIBIT C-3: DIRECT LABOR EMPLOYEE CLASSIFICATION LIST

Tollway Classification	Consultant Classification (specific to each company)	Consultant Employee Name (SEE NOTE 1 TO RIGHT)	Range per Hour
Admin/Clerical	Clerical	Alverio, Mandy	\$8.25 - \$40
	Clerical	Bielesch, Tammy	
	Clerical	Cicchetti, Nicole	
	Clerical	Creighton, Donna	
	Clerical	Elmore, Rozanne	
	Clerical	Hannusch, Angela	
	Clerical	Muench, Debbie	
	Clerical	Pequeno-Poliszczuk, Linda	
	Graphic Designer	Tepper, Alyssa	

Contract No.: I-17-4296 Consultant: HDR Engineering, Inc.

EXHIBIT D

REIMBURSABLE DIRECT COSTS - WORKSHEET ESTIMATES

- A. **VEHICLE REIMBURSEMENT - rate based on link below**
<http://www2.illinois.gov/cms/Employees/travel/Pages/TravelReimbursement.asp>

- B. **ALLOWABLE DIRECT COSTS - based on link below**
http://www.illinoistollway.com/documents/10157/2389762/12_LG_TOLLWAY_XX_ALLOWABLEDIRECTCOSTS_10012013.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

Environmental Misc.

TOTAL DIRECT COSTS (Vehicles, Allowable and Itemized) \$ 286,446.80

ALLOWABLE DIRECT COSTS

10.01.2013

Effective for contracts awarded on or after October 1, 2013, 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)
Vehicle Rental	\$55/day (Maximum)
Leased / Company-Owned Vehicles (does not include personal vehicles, not owned by the company)	\$65/day
Vehicle Half-day Rate	\$32.50/half day
Parking	Actual Cost
Tolls	Actual Cost
Overtime	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
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 a "tool of the trade."

ALLOWABLE DIRECT COSTS

Construction Inspection

Construction Inspection Communications:

Cell Phones	Unallowable
Radio Communication	Actual Cost
2-way Radio	Actual Cost

Vehicles (Only for Vehicles assigned to project)

Rental (Daily Rate Only) - Including Tolls	\$55/day (Maximum)
Leased / Company-Owned Vehicles (does not include personal vehicles, not owned by the company)	\$65/day

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:

- Parking is now an allowable cost
- Cell phones are now an unallowable direct cost
- 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.

Contract No.: I-17-4296

Consultant: HDR Engineering, Inc.

EXHIBIT E - KEY PROJECT PERSONNEL

Project Principal: Patrick Pechnick

Project Manager: Thomas Hein

Project Engineer: Benjamin Zeman

Resident Engineer: _____

Documentation Engineer: _____

Project Civil Engineer: Daniel Prokop

Project Structural Engineer: Michael Quirin

Project Drainage Engineer: _____

Senior Engineer: _____

Others: Name: Lance Peterman

Classification: Senior Structural Engineer IV

Name: David Wong

Classification: Senior Civil Engineer III

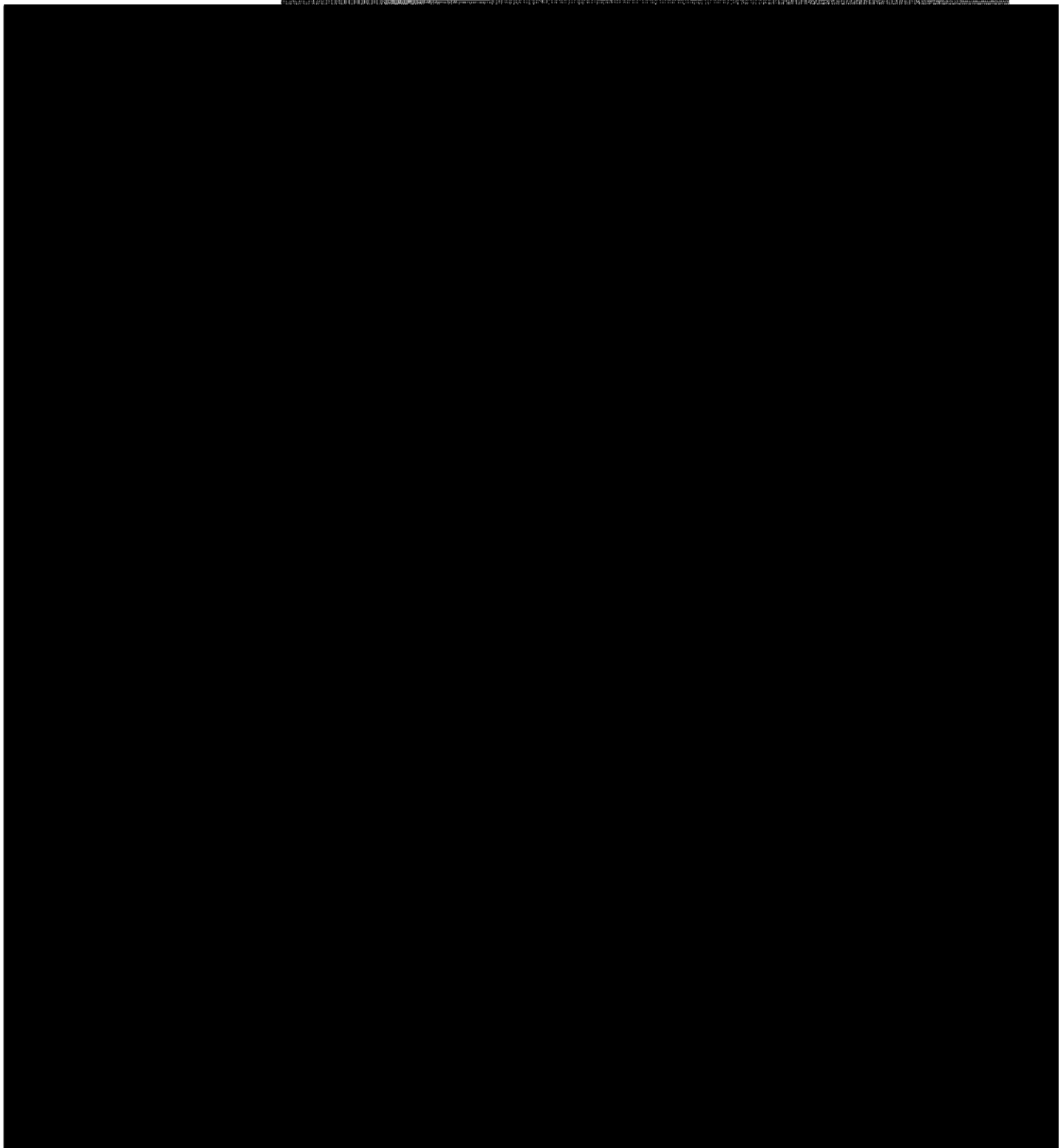
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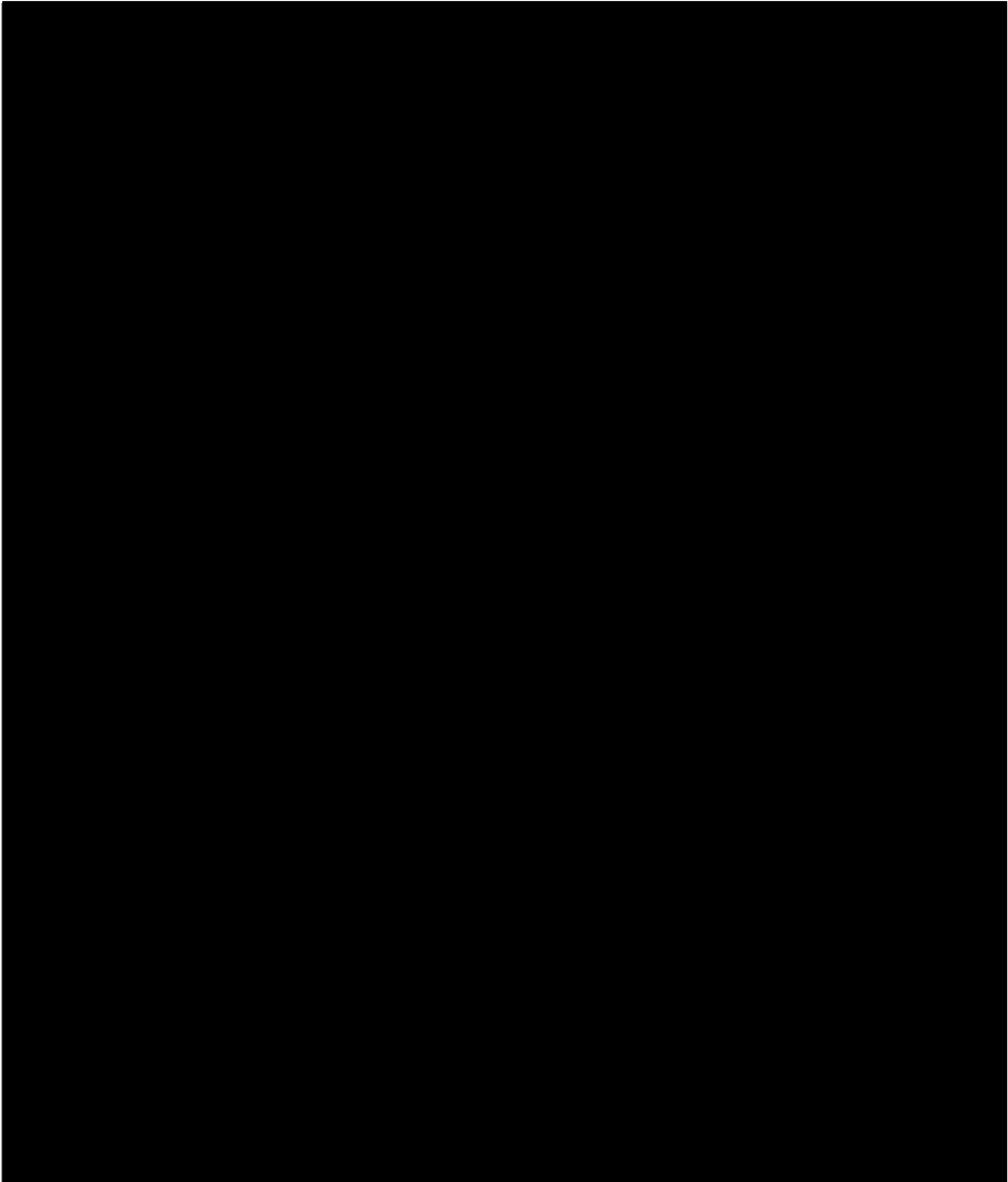
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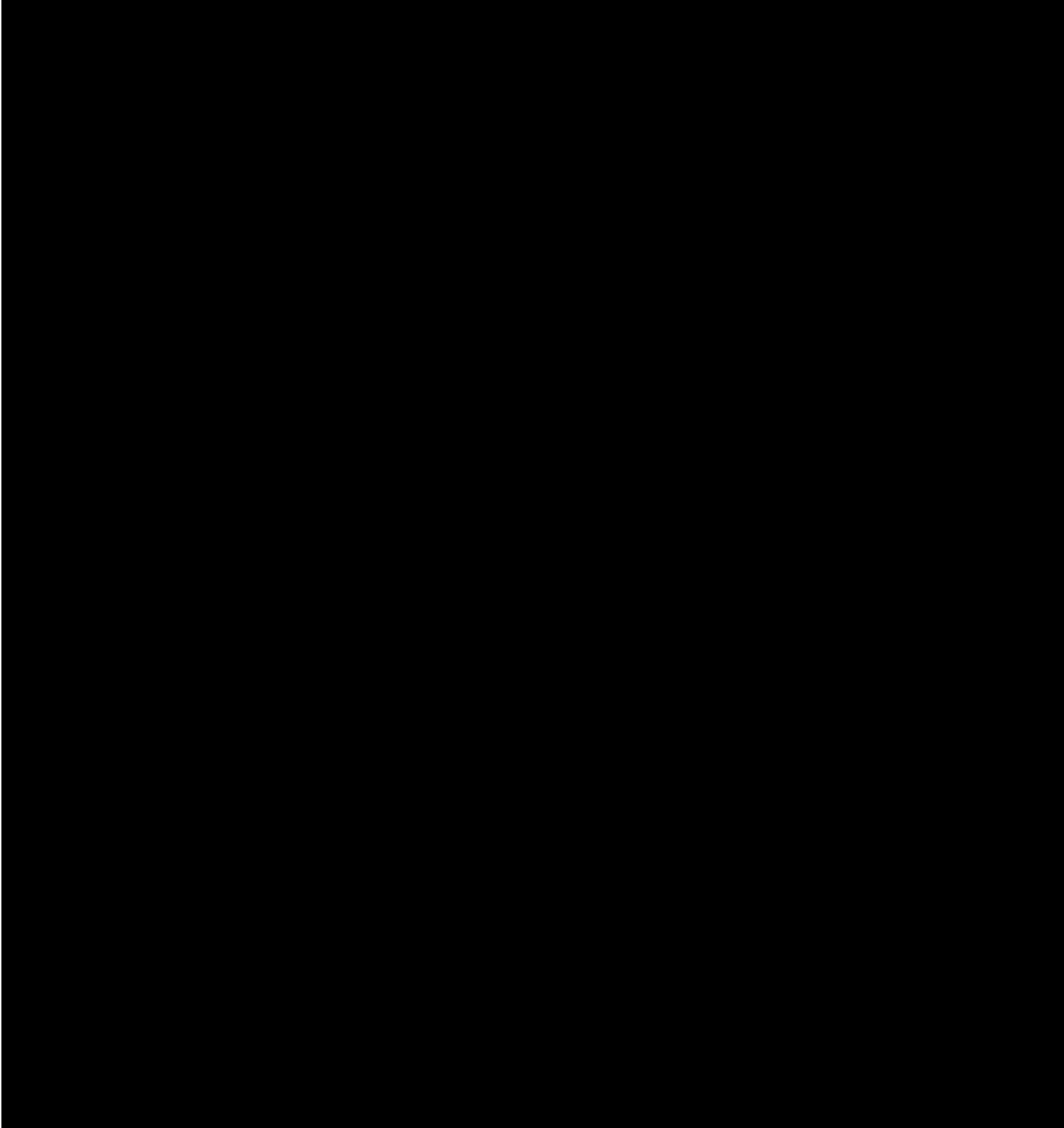
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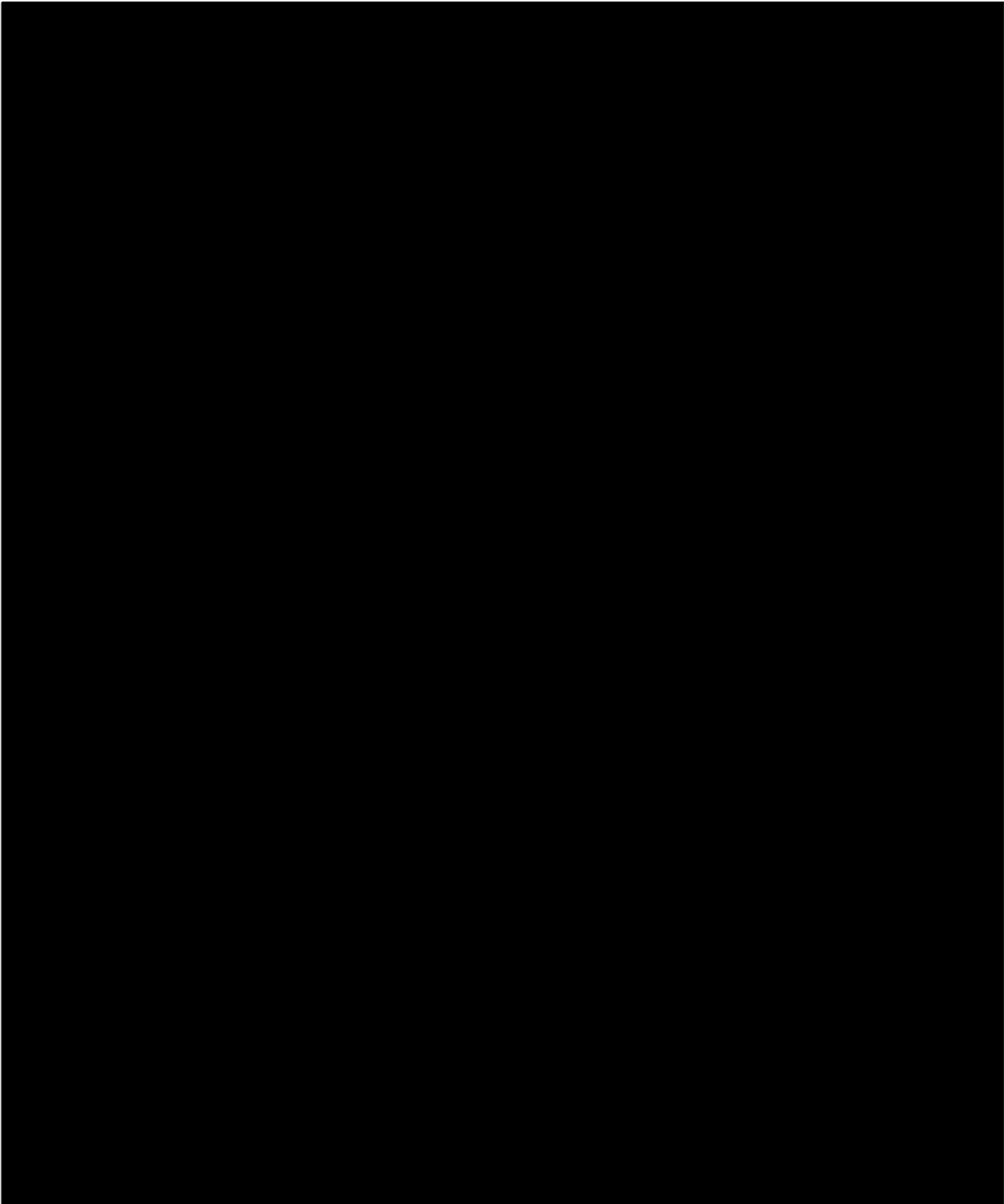
Patrick Pechnick



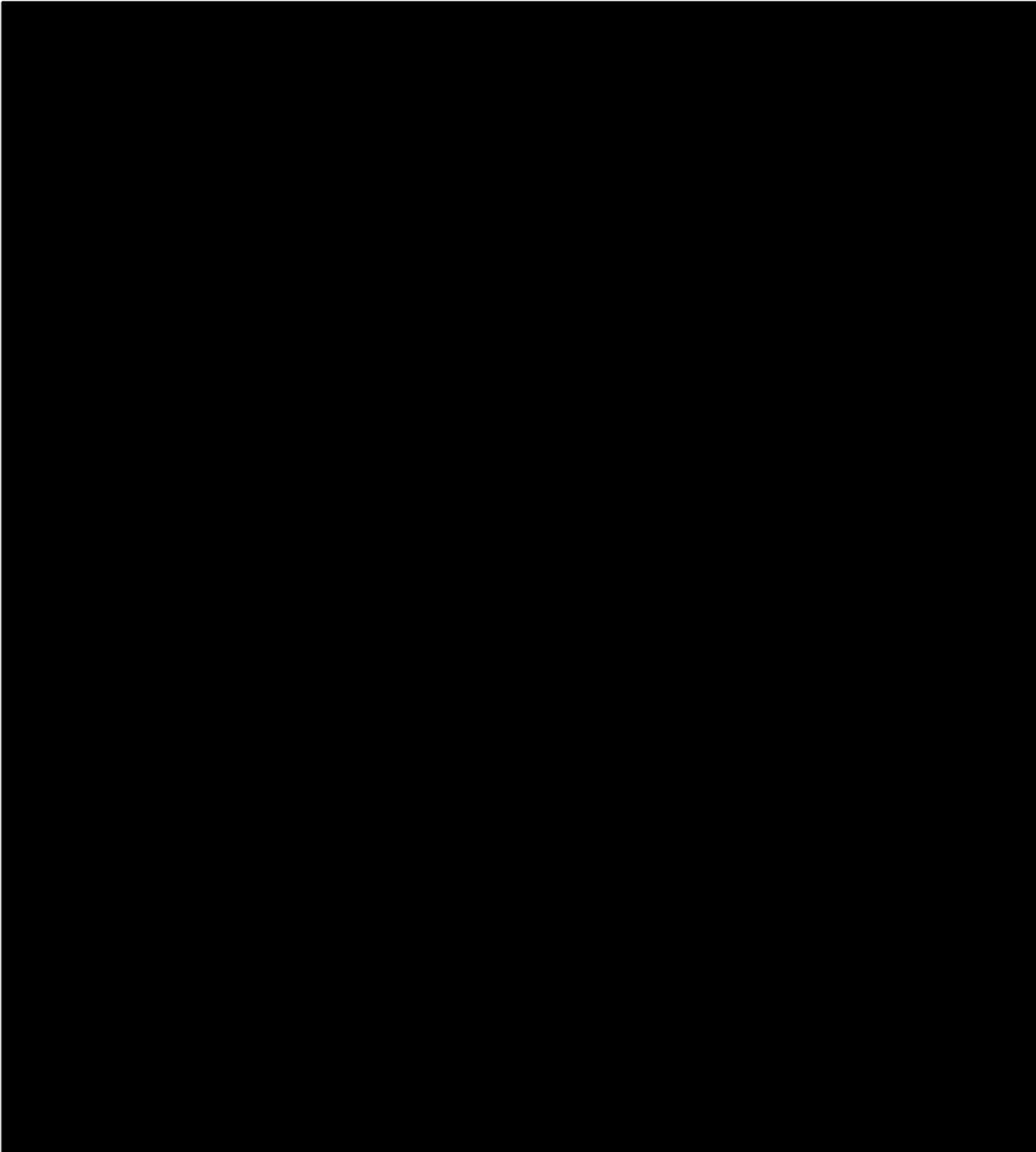


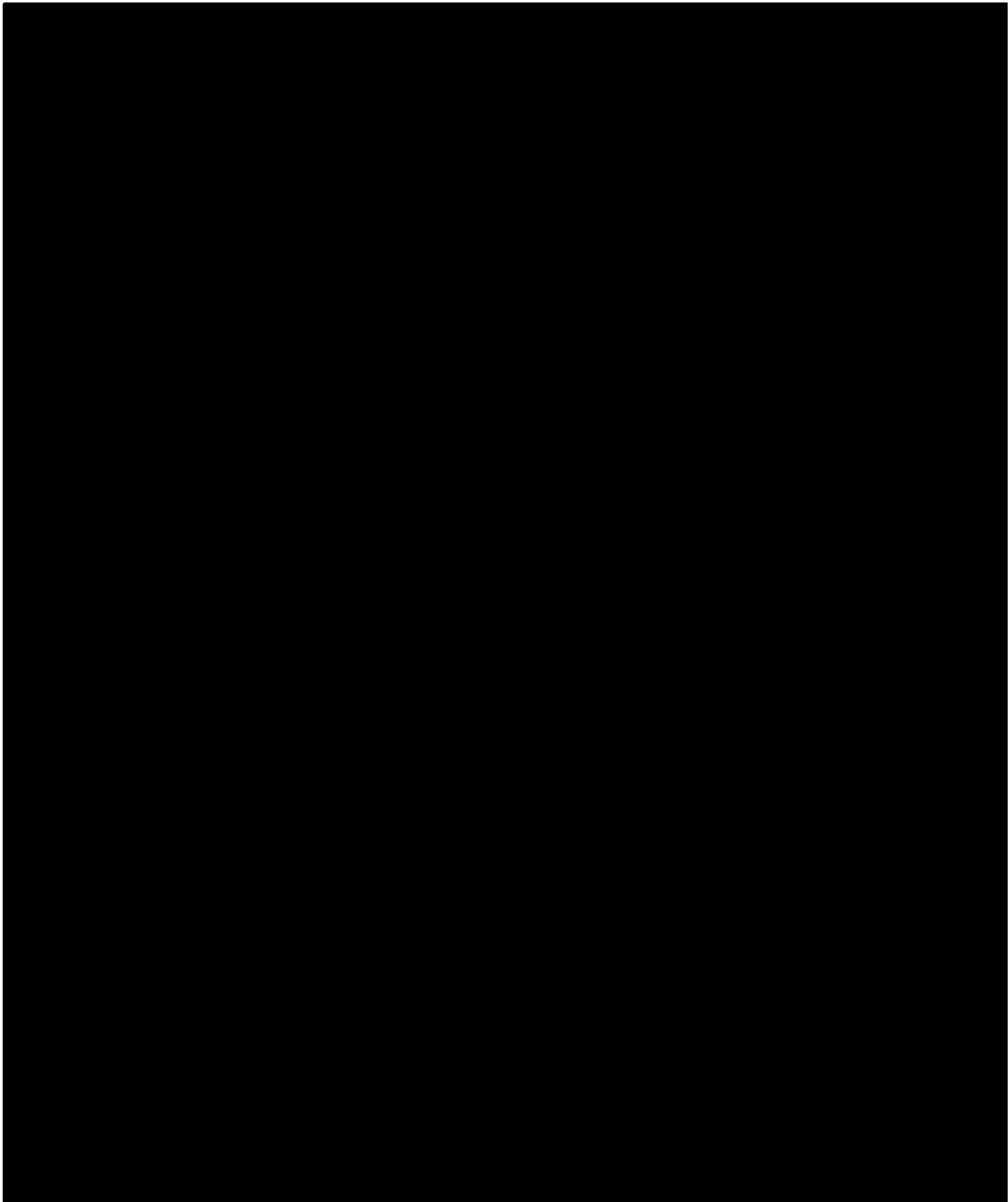
Thomas Hein



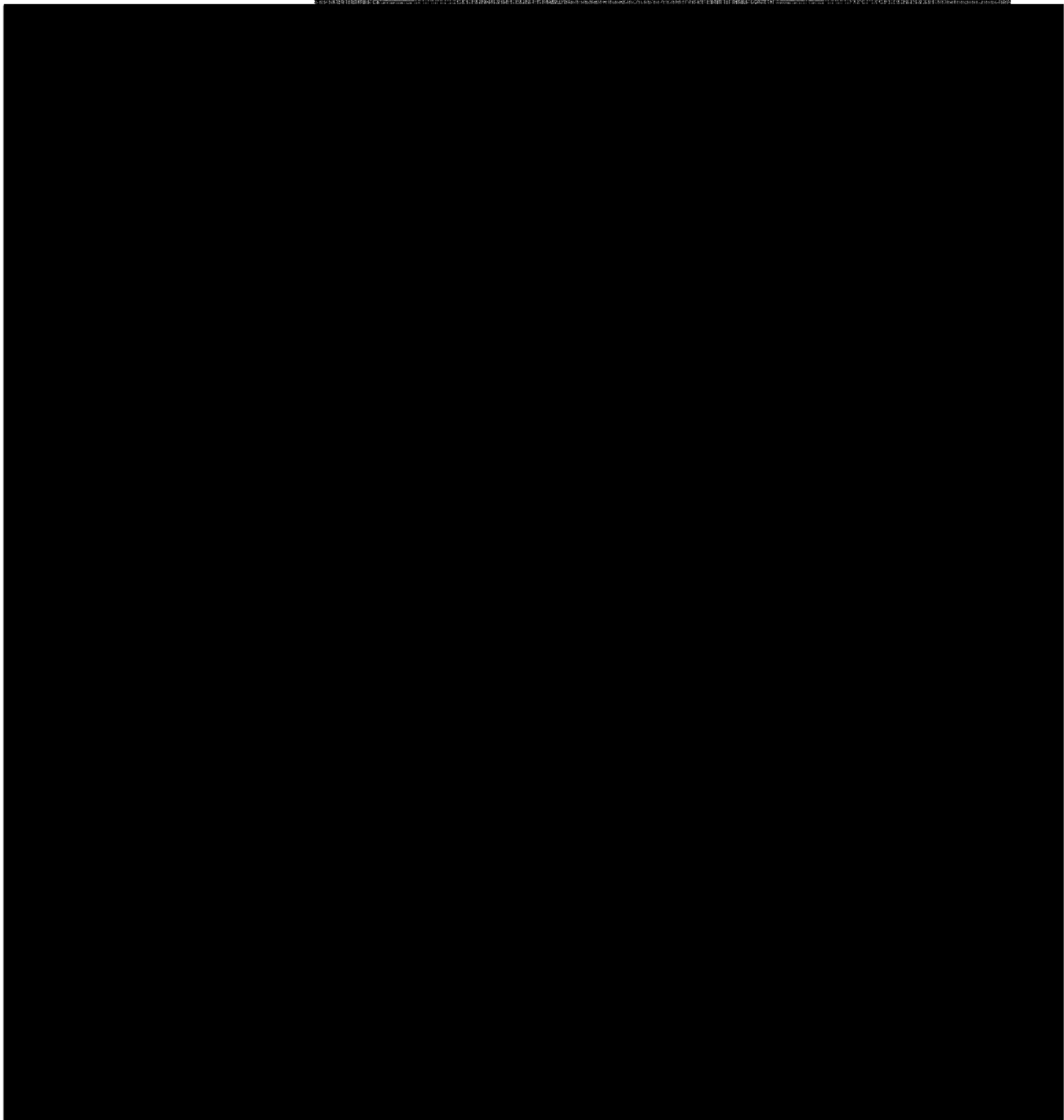


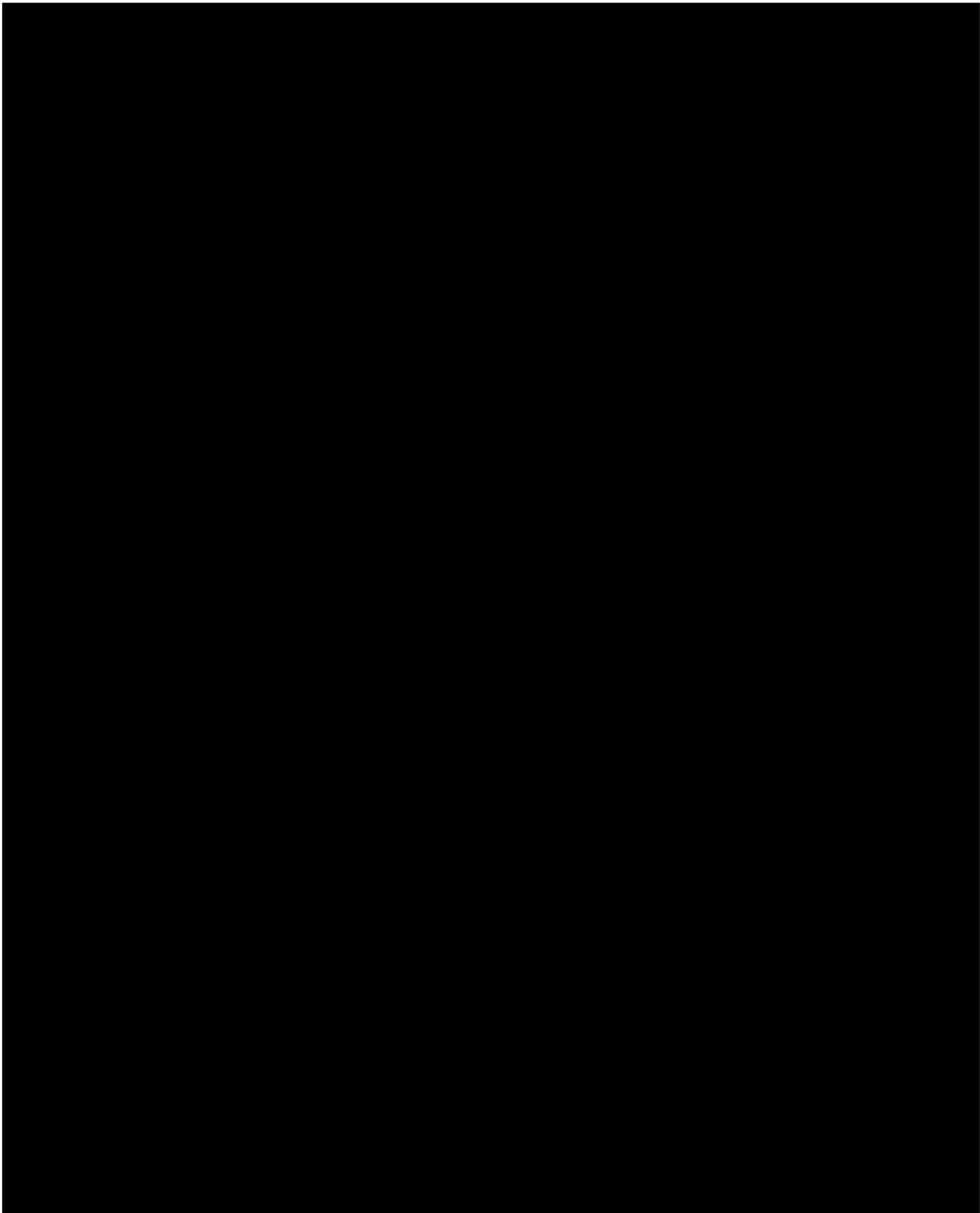
Benjamin Zeman



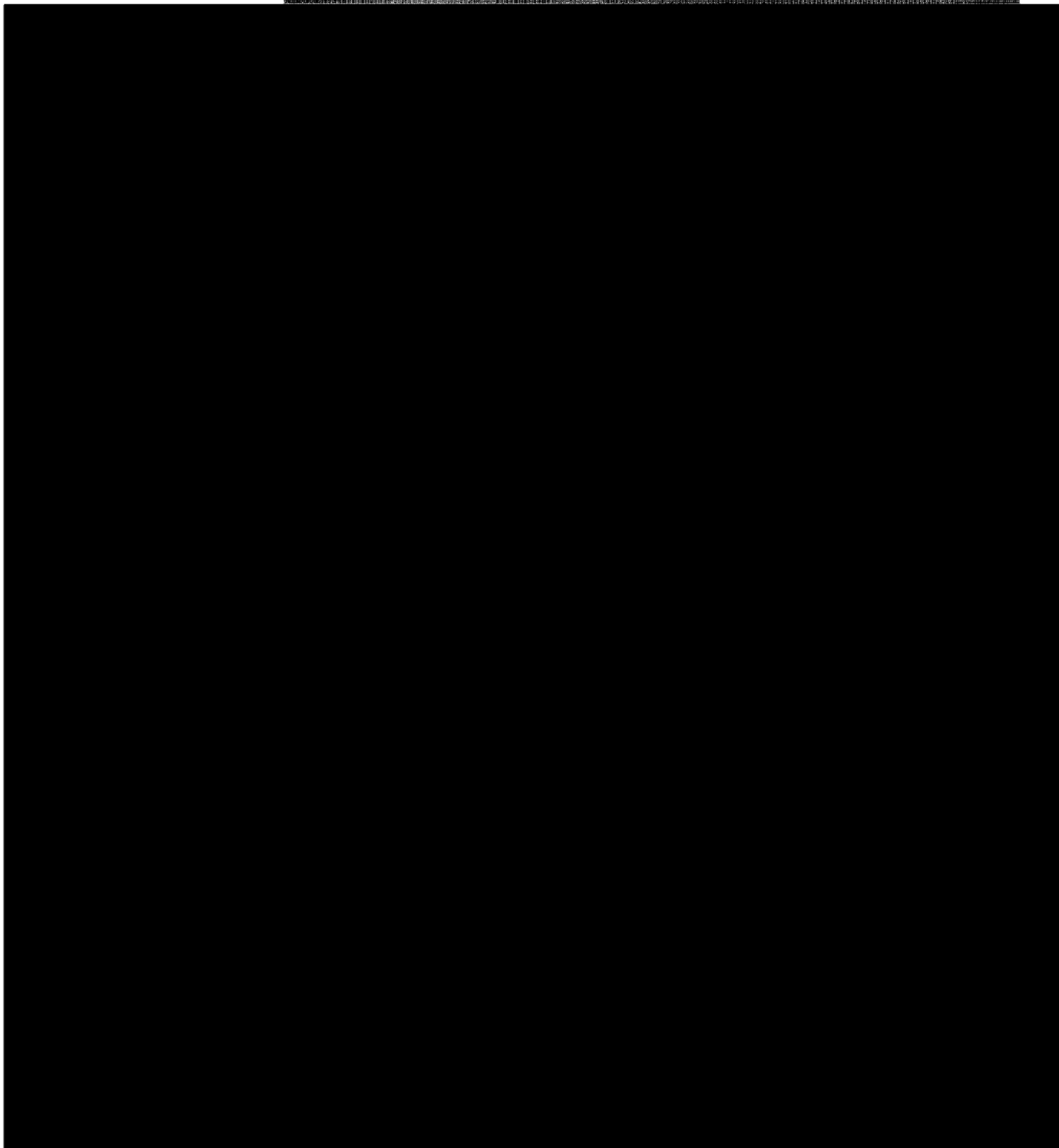


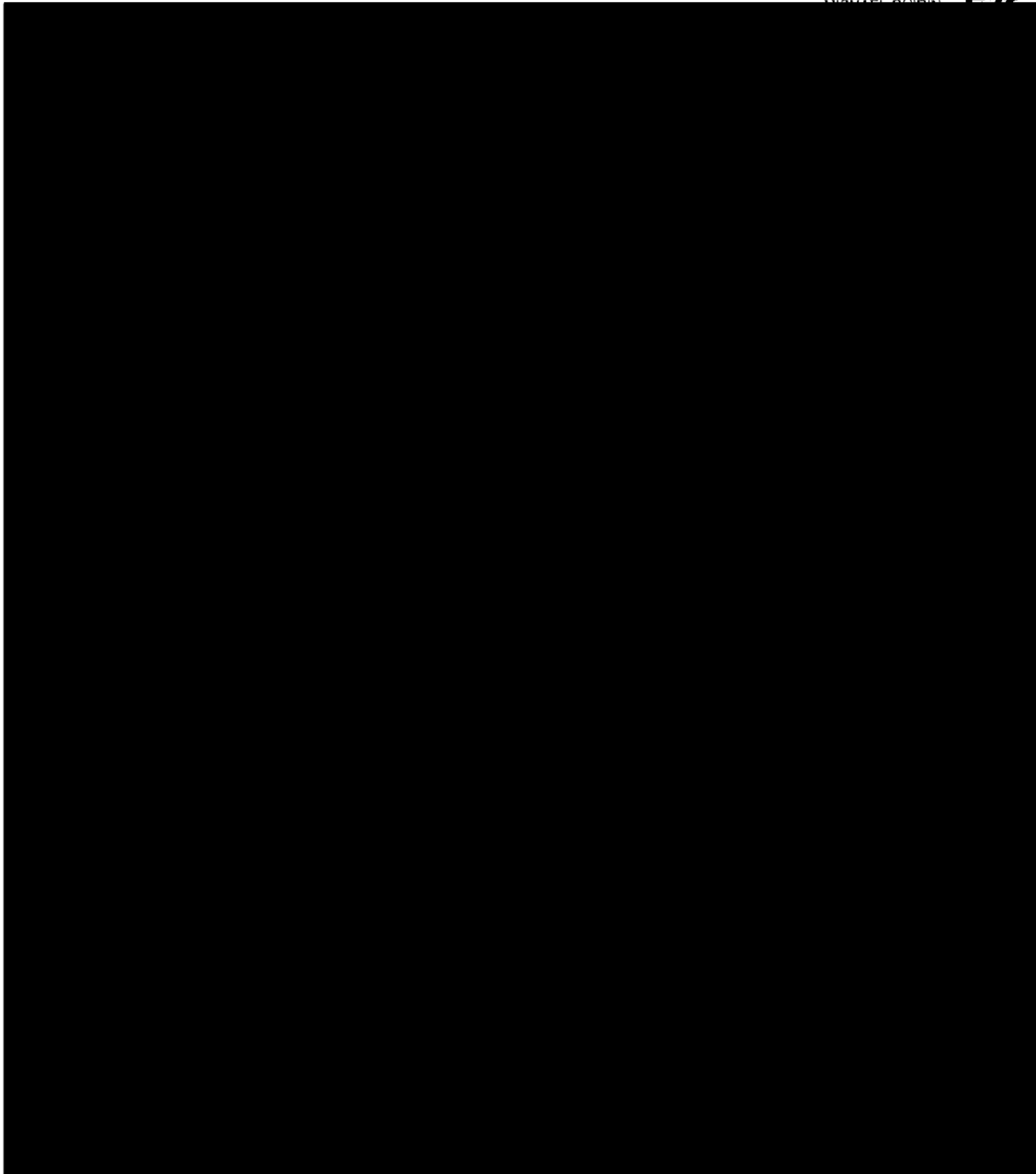
Daniel Prokop



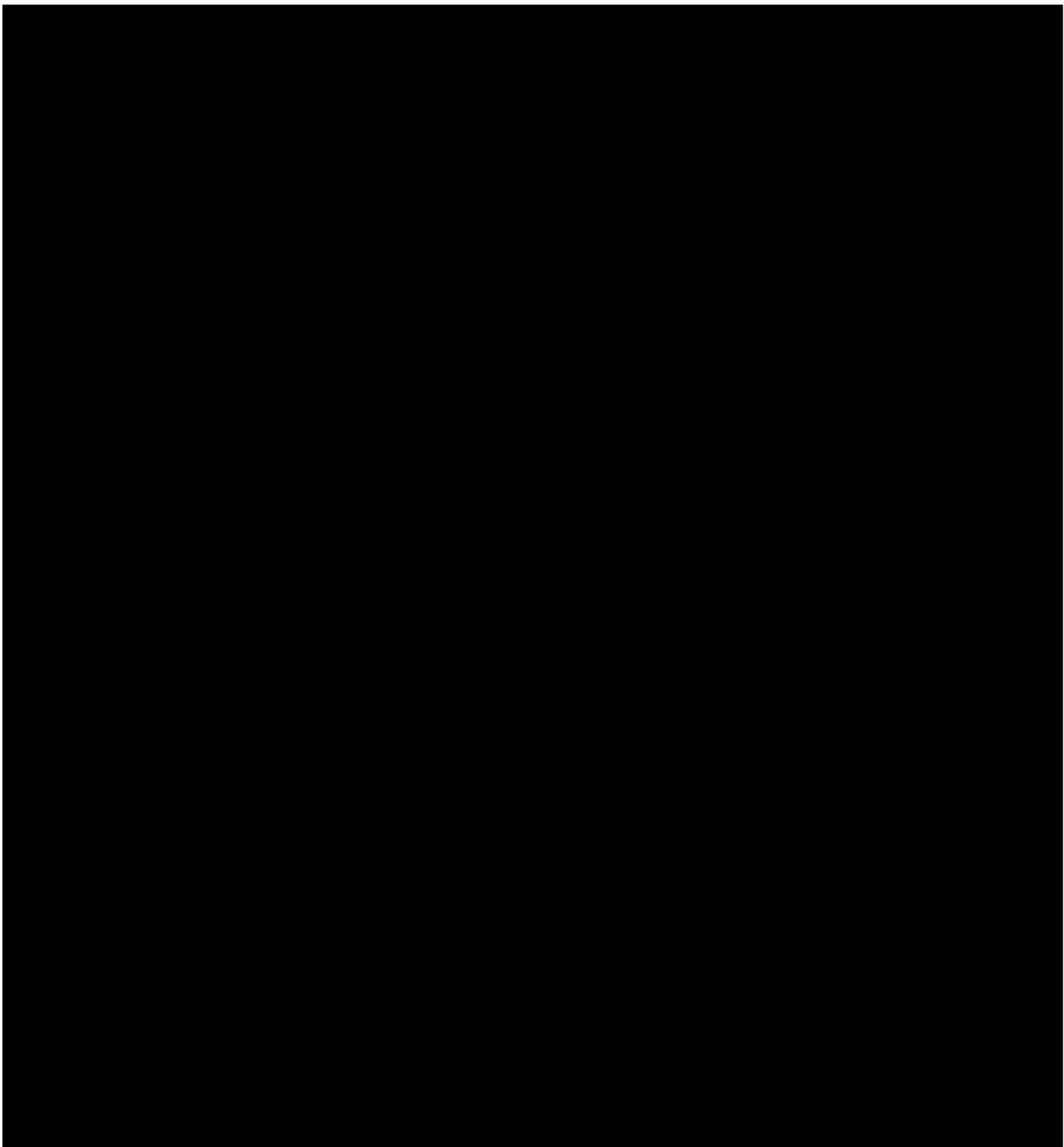


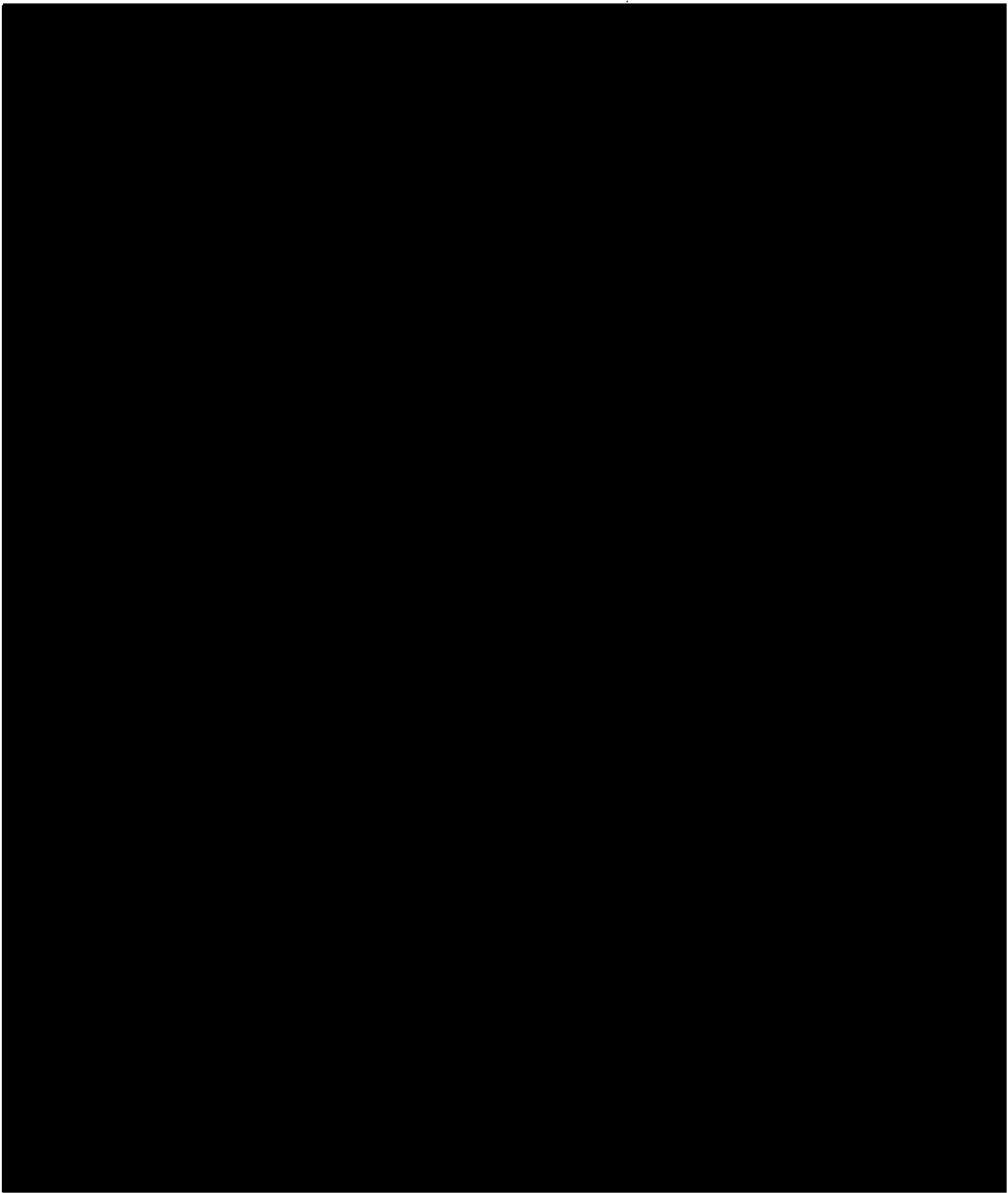
Michael Quirin



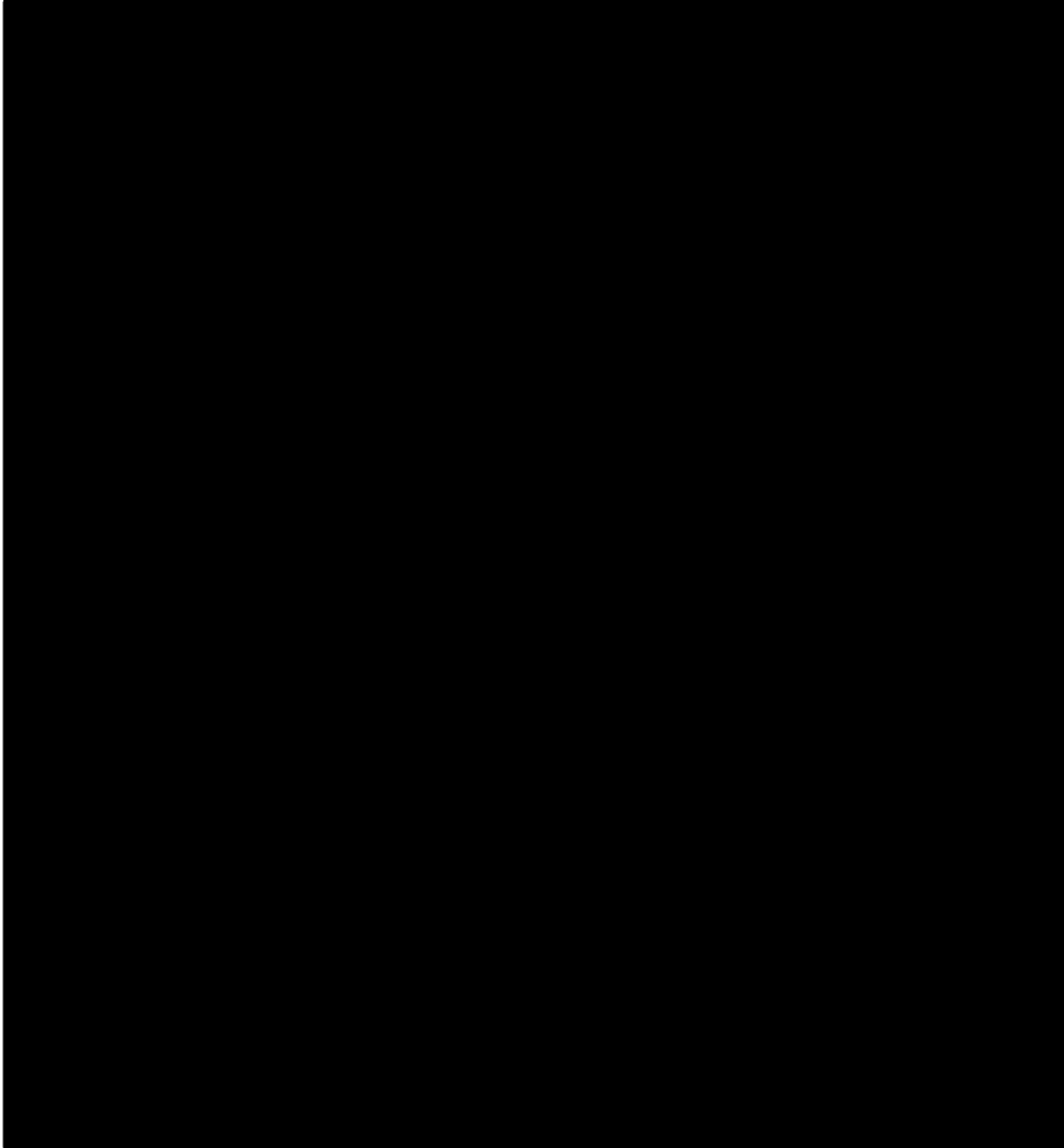


Lance Peterman, PE, SE
QC/QA Structures





David Wong, PE
QC/QA - Roadway



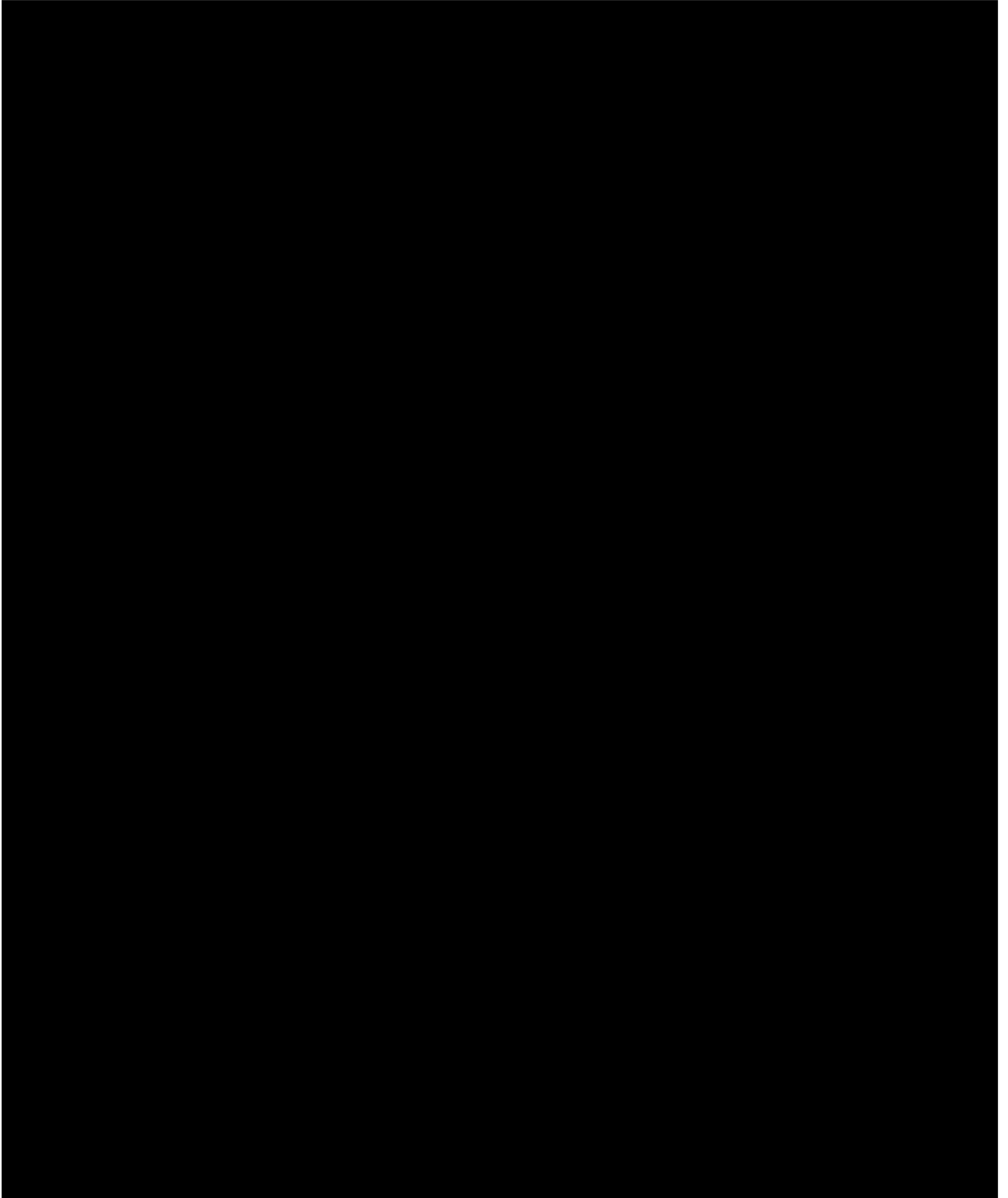


EXHIBIT F

Contract No. I -17-4296

HDR Engineering, Inc.

SCOPE OF SERVICES

SEE ATTACHED DOCUMENT



**I-294, ROADWAY RECONSTRUCTION, 95TH STREET (M.P.17.8) TO
LAGRANGE ROAD (M.P. 20.7)
I-17-4296 - REFINEMENT TO THE SCOPE OF WORK
AUGUST 2017**

INTRODUCTION

This document amends and supplements the Exhibit F Scope of Work provided by the Tollway to HDR (Prime Consultant). The HDR team herein is referenced as the Design Section Engineer (DSE). This project includes the development of a concept verification memorandum, contract plans, specifications and estimates for Reconstruction of the Tri-State Tollway (I-294) from MP 17.8 (95th Street) to MP 20.7 (LaGrange Rd) as shown in the Master Plan (RR-14-4223). The project also includes the development of exhibits, narratives and completed forms for environmental permit applications to be submitted by others for the entire I-294 corridor. Contingency items of work have been included for potential work. The services are anticipated to begin in December 2017 and be completed by November 2022.

GENERAL ASSUMPTIONS

- The scope of work is based in principal on the Master Plan (RR-14-4223).
- One Concept Design Review and Tech Memo will be prepared. Preliminary (60%), Pre-Final (95%) and Final (100%) submittals will be prepared for up to five (5) construction bid packages. Each submittal will first be submitted to the Design Corridor Manager (DCM) for a consistency review, which will be addressed by the DSE prior to submitting to the Tollway. No disposition of comments will be required.
- The five construction packages are hereinafter referred to as "Package 1" through "Package 5", as numbered in Exhibit F, Section II. Packaging will be determined at the completion of the concept design verification memo.
- The scope of work and design effort is based on a planning construction cost estimate of \$198,000,000.
- Design work is expected to be brought to a 95% level by November 2019. Final completion of design work is expected by November 2022, but it is the Tollway's intent to begin separate construction contracts as soon as funding is available.
- Work will be performed in accordance with the Illinois Tollway's Design Section Engineer's Manual, dated March 2017, except as modified herein. References to the "DSE Manual" herein are intended to refer to the March 2017 edition.
- Utility coordination is included to apprise the Tollway of possible conflicts and to communicate the proposed construction impacts as well as locations that will not be impacted by proposed construction that may be adequate for utility relocation.
- Support for environmental permit applications are limited to the following agencies: USACE, IEPA, NPDES, IDNR-OWR. Actual applications will be submitted by the Tollway or the DCM.
- Electronic files in PDF and raw file formats (CAD, survey files, modeling software, spreadsheets) from the Master Plan will be provided by the Tollway.
- CADD work will be performed with the use of MicroStation V8i. Geopak SS4 design software will be used as the design package.
- The final contract documents will consist of 2-dimensional plan drawings and specifications.



- Ramps at the Archer Avenue Interchange will be stage constructed and a detour is not included
- Construction bid packages will be let by the Tollway.
- The Tollway will conduct, coordinate and schedule public information meetings without assistance from the DSE.
- Construction will not impact 4(f) properties.

SURVEY (See Quigg Exhibit F)

SURVEY SUE (See ASE Exhibit F)

CONCEPT DESIGN VERIFICATION AND CONCEPT REPORT

The recommended design concept provided to the DSE will be verified as described in Exhibit F. Development and analysis of alternative geometric design concepts is not included.

ROADWAY DESIGN / PLAN SHEETS

Roadway plan sheets as described below will be developed for the Archer Ave cross road (package 1) and also the mainline from MP 17.8-20.7, (Packages 2-5)

1. Title Sheet, Index of Sheets, General Notes, Progress Schedule

A Title Sheet, Index of Sheets, General Notes, and Progress Schedule for Construction Activities sheets will be provided for each package in accordance with the DSE Manual. Packages with roadways under local agency jurisdiction will include IDOT and/or local agency general notes.

Assume the following sheet counts:

Package 1: 8 Sheets

Packages 2-5: 10 Sheets

2. Summary of Quantities and Schedule of Quantities

Summary of Quantities and Schedule of Quantities sheets will be provided for each package in accordance with the DSE Manual. Schedule of Quantities will be provided for earthwork, guardrail, temporary concrete barrier, tree removal and fence removal. Schedules for other items such as signing, erosion and sediment control, and landscaping, are included elsewhere in the scope.

Assume the following sheet counts:

Package 1: 14 Sheets

Packages 2-5: 14 Sheets

3. Alignment & Ties (1"=100 scale)

Alignment and Ties drawings will be provided for each package in accordance with the DSE Manual. Retaining walls will have independent baseline alignments.

Assume the following sheet counts:

Package 1: 4 Sheets



Packages 2-5: 7 Sheets

4. *Typical Sections*

Typical Sections drawings will be provided for each package in accordance with the DSE Manual.

Assume the following sheet counts:

Package 1: 12 Sheets

Packages 2-5: 15 Sheets

5. *Roadway Removals (1"=50' scale)*

Roadway Removal drawings will be provided for each package. Drawings will show the removal of pavement, shoulder, driveways, guardrail, fencing, curb and gutter, barrier wall, and other related appurtenances. Legends will be used to identify items to be removed.

Assume the following sheet counts:

Package 1: 7 Sheets

Packages 2-5: 14 Sheets

6. *Utility Plans (1"=50' scale)* (See HR Green Exhibit F)

Existing utility plan drawings, legend and matrix will be provided for each package. Utility plans will show existing utility locations as determined by SUE, as well as proposed relocated utility locations provided by the utility.

Assume the following sheet counts:

Package 1: 8 Sheets

Packages 2-5: 14 Sheets

7. *Pavement Joint, Elevations and Grading Plans (1"=20' scale)*

Pavement elevation and jointing layout for the proposed jointed concrete pavement, and grading contours within the embankment limits will be shown on the same drawings and provided for each package in accordance with the DSE Manual. Jointing and pavement elevation details will be provided for the ramp gore areas along the mainline. Controlling elevations for pavement gore areas will also be shown. If asphalt pavement is selected, joint lines will not be provided on the drawings.

Assume the following sheet counts:

Package 1: 9 Sheets

Packages 2-5: 20 Sheets

8. *Roadway Plans and Profiles (1"=50' scale)*

Roadway plan and profile sheets will be provided for each package in accordance with the DSE Manual. Existing topographic features will be shown within the plan coverage area. The roadway plan sheets will include existing utilities, existing and proposed pavement, shoulder, guardrail, curbing, fencing, right-of-way and easement limits. Proposed sign trusses, bridges, box culverts, and



environmental resources subject to regulatory requirements will be shown in outline form. Major geometric control points will also be shown in plan. Existing and proposed profiles will be developed along the centerline and/or baseline for each roadway and/or ramp. Vertical curve data will include length of curve, offset to external tangent, "K" factor, gradients, beginning and ending stations and point of vertical intersection. Existing and proposed roadway profile elevations will be shown at 50-foot intervals.

Profiles will be developed along longitudinal joint lines on mainline I-294. Smoothness will be evaluated using ProVal and design will be adjusted as necessary to meet Tollway smoothness requirements. Additional profile sheets will be provided for the longitudinal joint line profiles. The content of the joint line profile sheets will be in accordance with the DSE Manual.

Assume the following sheet counts:

Retaining Wall Combined Plan/Profile Sheets:

Package 1: N/A

Packages 2-5: 24 Sheets

Plan Sheets:

Package 1: 7 Sheets

Packages 2-5: 16 Sheets

Profile Sheets:

Package 1: 8 Sheets

Packages 2-5: 10 Sheets

Joint Line Profile Sheets:

Package 1: 14 Sheets

Packages 2-5: 38 Sheets

9. *Pavement Marking and Signing Plans (1"=50' scale)*

Pavement marking and signing plans will be provided for each package in accordance with the DSE Manual. The Signing Plans will show the location of proposed overhead, cantilever, bridge-mounted and ground-mounted signs. Proposed signs are assumed to be high reflective and will not require lighting. The drawings will also show the proposed work for existing signs. Sign panel detail sheets are included to specify the color, lettering sizes and spacing, orientation and dimensions of the proposed signs. Overhead signs will be shown on separate sheets with an elevation view showing the pavement cross section. Critical pavement and ground elevations will be shown on these elevation views along with the location of sign panels relative to traffic lanes and supports as well as the location and elevations of sign foundations. Existing and proposed sign schedules will be provided. Proposed sign schedules will indicate a sign identification number, sign type, station, offset, description, mounting type, panel dimensions, post length(s), top-of-foundation elevations, and pay item quantities. Existing sign schedules will indicate a sign identification number, sign type, station, side of the roadway, description, panel dimensions, and pay item quantities.

Pavement markings will be shown on the same plan drawings, with legends describing colors, sizes, etc.



It is assumed that there will be 21 overhead guide signs.

Assume the following sheet counts:

Plan Sheets

Package 1: 7 Sheets

Packages 2-5: 14 Sheets

Schedule and Detail Sheets:

Package 1: 14 Sheets

Packages 2-5: 42 Sheets

10. *Soil Erosion and Sediment Control (1"=50' Scale)* (See SE3 Exhibit F)

11. *Landscaping and Fencing Plan (1"=50' Scale)*

Landscaping and Fencing drawings, schedules and details will be provided for each package in accordance with the Erosion and Sediment Control, Landscape Design Criteria Manual (March 2017).

Assume the following sheet counts:

Package 1: 7 Sheets

Packages 2-5: 14 Sheets

12. *Roadway Details*

Roadway/construction details will be developed for project-specific needs for each package. Corridor-wide details provided by the DCM will be reviewed and included in the plans as applicable. Additional detail will be provided if necessary, or the detail will be modified to meet project-specific needs.

Assume the following sheet counts:

Package 1: 20 Sheets

Packages 2-5: 20 Sheets

13. *Soil Boring Location Plans and Logs*

A location plan will be provided for each package at 1"=100' scale to show where the soil borings were taken. Boring logs will be provided on plan sheets for the roadway borings applicable to each package.

Assume the following sheet counts:

Boring Location Sheets

Package 1: 7 Sheets

Packages 2-5: 6 Sheets



Boring Logs
Package 1: 10 Sheets
Packages 2-5: 44 Sheets

ROADWAY SECONDARY TASKS

The below roadway tasks are developed both Archer Ave and Mainline project limits

PROPOSED CROSS SECTIONS AND 3-D MODELING

1. *Proposed Cross Sections*

Mainline cross sections will be provided at 100' intervals for each package in accordance with the DSE Manual. Ramp and crossroad cross sections will be provided at 50' intervals for each package in accordance with the DSE Manual. Elements displayed in the cross sections will be in accordance with the DSE Manual Section 4.6.31.

Assume the following number of cross sections:

Package 1: 270 Cross Sections
Packages 2-5: 350 Cross Sections

2. *3-D Engineered Model*

A 3-D Engineered Model will be provided at the Preliminary, Pre-Final and Final submittals for each package in accordance with the DSE Manual. The 3-D Engineered Model will be provided to the contractor for informational purposes only. 3-D Engineered Model will be limited to the roadway pavement structure and substructure, barrier walls, drainage pipes and structures, known below ground utilities, and grading.

Guardrail, signing, buildings, above-ground utilities, landscaping elements, and other information will not be modeled unless deemed pertinent by the DSE. Renderings will not be provided.

Proposed Final Grade and Sub-grade models will be developed such that the surfaces will be representative of the actual design quantity, size, shape, location and orientation of the surfaces.

Other items included in the model will be developed to serve as generic graphic placeholders intended to approximately represent the quantities, size, shape, location and orientation of their corresponding design items.

Interdisciplinary meetings will be held at each milestone submittal for each package to coordinate the 3-D Engineered Model amongst various design disciplines. Clash detection analysis will be performed to determine potential conflicts between proposed items of work and existing elements, as well as between proposed items of work designed by various disciplines.

BARRIER WARRANT ANALYSIS

Barrier Warrant Analysis will be performed for each construction package in accordance with the Tollway's Traffic Barrier Guidelines, except that work along roads outside Tollway jurisdiction will follow IDOT's BDE Manual and the AASHTO Roadside Design Guide. A Barrier Warrant Analysis is required to



determine and evaluate roadside areas of concerns (AOCs). These AOCs may include bridge piers, parapets, sign supports, pipe ends, and embankment. It is assumed there will be a concept review meeting and five submittals for each barrier warrant package.

MAINTENANCE OF TRAFFIC

These hours will be used for the development of Maintenance of Traffic plans for the mainline and local access roads in accordance with the DSE Manual. Maintenance of Traffic plans will only be developed for the recommended alternative; Maintenance of Traffic for other alternatives is excluded. These drawings will show the traffic flow patterns, temporary pavement markings, number of lanes, lane widths, and include the additional signage and modifications to existing signage. MOT typical sections, plans and details shall be provided for each construction stage. The plans will define the work areas and provide adequate space to accomplish the work intended with minimal traffic interference.

Assume the following Stages:

Package 1: 4 Major Stages plus Sub Staging

Package 2: 2 Major Stages

Packages 3-5: 5 Major Stages, plus Winter Staging and Sub Staging

Assume the following sheet counts, inclusive of stages as listed above:

MOT Typical Sections Sheets

Package 1: 20 Sheets

Packages 2-5: 34 Sheets

MOT Plan Sheets

Package 1: 50 Sheets

Packages 2-5: 179 Sheets

MOT Detail Sheets

Package 1: 5 Sheets

Packages 2-5: 10 Sheets

QUANTITIES AND COST ESTIMATE

Quantities will be calculated and cost estimates will be developed for each package in accordance with the DSE Manual. A schedule of prices will be developed for each package in the Tollway format.

Quantities will be calculated for a cost-sharing split for up to three (3) agencies per package. Earthwork quantities will be developed for each stage of construction.

Negative or Penalty items and Incentive Pay Items will be included on the Schedule of Prices (P-Pages).

Assume the following number of pay items:

Package 1: 250 Items

Packages 2-5: 250 Items



SPECIAL PROVISIONS

A special provision book will be developed for each package in accordance with the DSE Manual. The Special Provisions indicate directions and requirements that supplement the Standard Specifications. IDOT Bureau of Design and Environment Special Provisions, IDOT District 1 Special Provisions, and IDOT Guide Bridge Special Provisions will also be included for cross road items of work not covered by the Standard Specifications.

BID EVALUATION

Bid evaluations will be developed for each package. Bids will be reviewed and the DSE will document unbalanced bids or unusually high bids. A recommendation to the Tollway whether to award the project, and an explanation of how the recommendation was determined, will be provided in a letter.

CONTRACT SUBMITTALS

Mainline I-294 reconstruction will be split into four construction packages as described in Exhibit F. Independent submittals will be made for each of the four packages at the preliminary (60%), Prefinal (95%) and final (100%) level of design. Individual cover sheets, index of sheets, general notes, progress schedules, and quantities will be developed for each of the four packages. Other portions of the plans will be split and proposed work will be coordinated to allow for staged construction of the four packages by independent general contractors.

LIGHTING/ITS (See Singh Exhibit F)

STRUCTURES

STRUCTURES - CONCEPT DESIGN VERIFICATIONS

1. Structural Evaluations

a. Cursory Bridge and Wall Inspections

This project requires review of the Bridge Condition Reports for:

I-294 bridges over 87th Street and Roberts Road (Bridges 171, 173 175)

The project requires review of the Structure Condition Reports for Retaining Walls:

Wall TS19.50R,NB, Wall TS17.70R,SB, Wall TS19.70R,SB

The project requires review of the Structure Condition Reports for Noise Walls:

Wall TS19.00N,NB, Wall TS19.40N,NB, Wall TS19.50N,NB, Wall TS17.55N,SBR, Wall TS17.69N,SB, Wall TS17.70N,SB, Wall TS19.00N,SB, Wall TS19.65N,SB

The structures listed above that are to remain will be visually inspected from the ground using binoculars if needed. The general condition of the structures will be reviewed against prior



condition reports and visible distress will be recorded and photographed. Areas of distress not addressed in the condition reports will be noted in a technical memorandum to augment the reports previously prepared.

b. Bridge Type Study

A limited Bridge Type Study (BTS) will be conducted to confirm the recommended structure type for the replacement of the I-294 over 87th Street and Roberts Road (Bridges 171, 173, 175) and Archer Avenue over I-294 (Bridges 179, 181). Evaluations of additional structure alternatives are not included. The study will be limited to the single deck width as it appears in the Master Plan produced by others. A detailed cost estimate broken down by pay item is not included. The study will conclude with a memo of concurrence of the structure types presented in the Master Plan.

The elements that are anticipated to be addressed in the BTS include:

- Spandrel Girder preliminary analysis for Bridge 175. Investigation of built-up steel box girder for feasibility.
- Temporary Construction
Identification of girder temporary shoring needs and temp soil retention needs.
- Accelerated Bridge Construction Methods
Utilize the Tollway ABC Bridge Life Cycle Comparison (BLCC) Tool. The tool is a spreadsheet that is available for download on the Illinois Tollway's internet site.
- Potential Utility Relocations
Cursory evaluation of proposed structure conflicts with existing utilities as shown in the Master Plan.
- Exhibits
Includes up to 20, 11x17 exhibits.
- 3D Structure Model
Development of exterior limits of proposed structures and foundations, for subsurface clash detection and vertical clearance determination.

A Retaining Wall Type Study is not included. A ROW vs. Retaining Wall analysis was previously performed in the Master Plan to determine whether land acquisition or constructing a retaining wall was cost effective. Fill walls are assumed to be MSE type and cut walls are assumed to be soldier pile type with tie backs for heights greater than 15 feet for detailing and planning purposes.

c. Type Size & Location Plans

The TS&L will be developed in accordance with the latest Tollway Structure Manual and IDOT Bridge Manual. A Structural Geotechnical Report will accompany the TS&L.



TS&L Plans will be produced for the following structures:

1. Reconstruction of I-294 over 87th Street and Roberts Road (Bridges 171, 173, 175)
 - a. 93'-6" face to face of parapets deck width for each bridge
 - b. Structure Mounted Noisewall setback 4 feet for face of parapet.
 - c. Bridges 171, 173 are single span structures with steel plate I-girders
 - d. Bridge 175 is a two span structure with steel plate I-girders and a spandrel steel box girder that supports an integral steel pier cap.
 - e. Existing closed abutments will be reused and widened.
 - f. 9 drawings assumed
 - g. preliminary girder analysis for girder depths and spacing
 - h. Define bridge geometry
 - i. Evaluate construction staging and show stage construction typical bridge section
 - j. Review SGR and incorporate foundation recommendations
 - k. Cost analysis based on estimation of major pay item quantities.
 - l. Analysis of temporary works and shoring needs

2. Archer Avenue over I-294 (Bridges 179, 181)
 - a. EB Archer Avenue is assumed to be a three span, steel plate I-girder bridge with a total length of 386 ft. Two stages of construction are assumed. The bridge is proposed to carry three lanes. The substructure is skewed 38 degrees. Piers are assumed to be supported on pile footings. Stub and highwall abutments are assumed.
 - b. WB Archer Avenue is assumed to be a three span, steel plate I-girder bridge with a total length of 500 ft. Two stages of construction are assumed. The bridge is proposed to carry four lanes. The substructure is skewed 55 degrees. Piers are assumed to be supported on pile footings. Stub and highwall abutments are assumed.
 - c. 6 drawings assumed
 - d. preliminary girder analysis for girder depths and spacing
 - e. Define bridge geometry
 - f. Evaluate construction staging and show stage construction typical bridge section
 - g. Review SGR and incorporate foundation recommendations
 - h. Cost analysis

3. Analysis of temporary works and shoring needs



Retaining Walls
Northbound

From	To	Wall ID	Length (ft)	Avg. Height (ft)	Max. Height (ft)	Cut/Fill	Potential Wall Type	Supports Noise Wall
963+00	974+69	PR-TS18.20R, NB	1169	1.5	3.6	Fill	MSE	No
974+69	988+68	PR-TS18.40R, NB	1399	6.9	13.0	Fill	MSE	Yes
990+02	992+35	PR-TS18.70R, NB	233	18.9	19.1	Fill	MSE	Yes
993+66	1010+08	PR-TS18.75R, NB	1642	5.5	14.0	Fill	MSE	Yes
1043+89	1047+72	PR-TS19.70R, NB	383	4.5	6.5	Fill	MSE	Yes
1061+88	1068+76	PR-TS20.05R, NB	929	15.0	19.0	Cut	Soldier Pile	No
1070+00	5074+02	PR-TS20.20R, NB	402	10.3	15.6	Cut	Soldier Pile	No
5071+22	5072+22	PR-TS20.25R, NB	367	3.6	7.3	Cut	Soldier Pile	No
5075+71	5089+00	PR-TS20.30R, NB	1329	4.5	13.7	Fill	MSE	Yes



Southbound

From	To	Wall ID	Length (ft)	Avg. Height (ft)	Max. Height (ft)	Cut/Fill	Potential Wall Type	Supports Noise Wall
940+53	990+27	PR-TS17.75R, SB	4974	3.4	15.2	Fill	MSE	Yes
991+99	1011+00	PR-TS18.75R, SB	1901	8.8	14.9	Fill	MSE	Yes
1034+58	1036+45	PR-TS19.55R, SB	430	6.0	7.0	Cut	Soldier Pile	No
1052+81	1059+67	PR-TS19.90R, SB	686	13.4	17.1	Cut	Soldier Pile	No
1060+44	5072+29	PR-TS20.05R, SB	1185	15.8	23.1	Cut	Soldier Pile	No
5073+00	5075+96	PR-TS20.25R, SB	296	12.2	14.5	Cut	Soldier Pile	No
5076+73	5077+99	PR-TS20.35R, SB	127	21.6	25.8	Cut	Soldier Pile	No
5079+00	5080+42	PR-TS20.40R, SB	142	4.0	4.3	Cut	Soldier Pile	No
5081+74	5083+99	PR-TS20.45R, SB	225	23.2	30.0	Cut	Soldier Pile	No

STRUCTURES - PHASE II ENGINEERING

2. Bridges

Contract plans, specifications and parametric cost estimates utilizing bid tabs for unit costs will be developed in accordance with the latest Tollway/IDOT Design Manuals and AASHTO LRFD Bridge Design Specifications. Design phase submittals consist of prelim/prefinal/final (60/95/100) in accordance with Tollway's Design Section Engineer's Manual. Structural design plans will be developed for I-294 over 87th Street and Roberts Road (Bridges 171, 173, 175) and the Archer Avenue over I-294 (Bridges 179, 181).

a. Structural design/analysis

- Abutment analysis & design (6 abutment widenings and 4 new abutments). Computation of pile lengths per geotechnical recommendations. Analysis of lateral load on piles for strength and deflection. Includes analysis of existing abutments for suitability of reuse at Bridges 171, 173, and 175.



- Wingwall layout, analysis & design and check for T-type wingwalls on pile foundations at 14 locations. Assume single height at 4 locations and stepped at 10 locations.
- Pier analysis & design for 5 cap and column piers on pile foundations or drilled shafts using RCPIER.
- Supplemental analysis/design for Bridge 175 pier supporting steel crosshead beam.
- Steel Plate Girder analysis and design using MDX for Bridges 179, 181, 171 and 173.
- Steel Plate Girder analysis and design using MDX and Refined Analysis (see below) for Bridge 175

Refined Superstructure Analysis by 3D Finite Element Method. Refined analysis is necessary to properly account for realistic and accurate representation of the superstructure. Each component individually modeled along with its corresponding deflections and rotations in every direction. Includes:

FEM Model Creation and Geometry;

- Determine initial plate sizes with MDX;
- Determine and input section properties to Larsa
- Determine and input dead loads to Larsa
- Determine and input live loads - strength cases
- Determine and input live loads - fatigue cases
- Determine and input live loads - deflection cases
- Determine and input wind load
- Determine and input braking and thermal loads
- Combination of Load Effects and Output synthesis

Detailed Manual Steel Superstructure Design and Check:

- Check section proportion limits
- Determine Plastic Moment Capacity Pos & Neg
- Determine section compactness
- Design for flexure - strength limit state
- Design for shear
- Design transverse intermediate stiffeners
- Design for flexure - fatigue and fracture
- Design for flexure - service limit state
- Design for flexure - constructability check
- Check Wind Effects on girder flanges
- Determine girder camber
- Determine moment and reaction tables
- Develop moment envelopes for CVN limits



Design flange to web weld
Design shear connectors
Design cross frames and end diaphragms
Design lateral bracing
Design field splices
Design for future jacking and bearing replacement

Erection Sequence

Conceptual Erection Sequence Analysis per AASHTO LRFD Article 2.5.3
Stability check during critical stages of construction. Necessary to avoid locked in erection forces. Feasible construction method to be shown in plans. Need for temporary support and bracing to be shown.

Deck Pour Sequence

Deck Pour Sequence analysis. Check of deck stresses at each pour to determine construction stress is less than 90% of modulus of rupture utilizing Larsa model.

- Analysis and Design of Steel Crosshead beam at Bridge 175 including 3D Finite Element modeling (in Superstructure FEM model and separate sub plate model) and detailed manual checks.
- Analysis and Design of Steel Spandrel beam at Bridge 175 including 3D Finite Element modeling (in Superstructure FEM model and separate sub plate model) and detailed manual checks
- Bridge 175 Extreme Event system redundancy check. Fracture critical Member (FCM) will be classified based on results of the analysis.
- Analysis and design for in-plane forces effects on Bridge 175 using 3D Finite Element modeling to determine bearing and substructure forces. Includes recommendation of bearing configuration and fixity.
- Top of Deck Elevations and Adjustments for Deflections/screed calculations
- Deck/Parapet design & detailing
CIP Deck design for initial thickness up to 8" and 50psf future overlay in accordance with AASHTO provisions. Includes transverse reinforcement design based on girder spacing and IDOT reinforcement tables.
- Expansion joint detailing



Compilation of bridge movements from AASHTO Group loadings and skew effects.
Analysis of parapet sliding plate and point block details.

- Elastomeric Bearing design and detailing. Bearings for steel girders (fixed and guided expansion).
- Closed Drainage System Layout. Analysis to consider suspension of drainage system and ability to accommodate thermal movements. Analysis of scupper locations and conflicts with girder elements. Hydraulic calculations not included.
- Deck Staging detail design (closure pours, deflections) Determination of need for deck closure pours between construction stages due to differential girder deflections (2 closure joints)
- Approach and Transition Slab Detailing using Illinois Tollway Base Sheets

b. Develop design plans:

I-294 over 87th Street and Roberts Road (Bridge 171 shown, 173 same not shown)

Drawing List	Number of sheets
○ General plan and elevation	1
○ General Notes/Bill of Materials/Index of Sheets	1
○ Bridge Construction Staging	3
○ Temporary soil retention system plan and elevation	4
○ Existing abutment and deck staged removal	3
○ Proposed foundation layout	1
○ Pile driving record (abutments)	2
○ Pile Splice Details	1
○ Abutment plan/elevation/details (incl. rebar details and schedule)	8
○ Wingwall details	2
○ Framing plans	1
○ Design data tables	1
○ Girder elevations and details (1 span steel girder)	2
○ Girder details Moment and Reaction Tables (steel girder units)	1
○ Camber top of web tables/field splice/cross frame/stiffener and conn pl	2
○ Bearings for steel girders (1 fixed 1 expansion)	2
○ Top of slab elevation (deck/approach slab screed table)	4
○ Deck plans (1 spans)	1
○ Deck cross section	1
○ Parapet/median barrier elevations	3
○ Superstructure details (parapet section, utility support, closure pour)	3
○ Deck reinforcement details and bill of materials	2
○ Expansion joint details (strip seal)	1
○ Drainage scupper detail	1



○ Bridge drainage layout/details (1 spans)	1
○ Existing approach slab removal	2
○ Approach slabs (staged construction, approach bents)	4
○ Temporary concrete barrier details	1
○ Mechanical and bar splicer	1
○ Soil borings	4
Total (1 bridge)	64

I-294 over 87th Street and Roberts Road (Bridge 175)

Drawing List	Number of sheets
○ General plan and elevation	1
○ General Notes/Bill of Materials/Index of Sheets	1
○ Bridge Construction Staging	4
○ Temporary soil retention system plan and elevation	4
○ Existing structural (deck, pier and abut) staged removals	3
○ Proposed foundation layout	1
○ Pile driving record (abutments)	2
○ Pile Splice Details	1
○ Abutment plan/elevation/details (incl. rebar details and schedule)	8
○ Wingwall details	2
○ Pier plan/elevation/footing plan/details (incl. rebar details and schedule)	2
○ Framing plans	1
○ Design data tables	1
○ Girder elevations and details (1 span steel girder)	3
○ Girder details Moment and Reaction Tables (steel girder units)	2
○ Camber top of web tables/field splice/cross frame/stiffener and conn pl	4
○ Bearings for steel girders (1 fixed 1 expansion x 2 Box Girder)	4
○ Top of slab elevation (deck/approach slab screed table)	4
○ Deck plans	1
○ Deck cross section	1
○ Parapet/median barrier elevations	3
○ Superstructure details (parapet section, utility support, closure pour)	3
○ Deck reinforcement details and bill of materials	2
○ Expansion joint details (strip seal)	1
○ Drainage scupper detail	1
○ Bridge drainage layout/details	1
○ Existing approach slab removal	2
○ Approach slabs (staged construction, approach bents)	4
○ Temporary concrete barrier details	1
○ Mechanical and bar splicer	1
○ Soil borings	4
Total (1 bridge)	73



Archer Avenue over I-294 (Bridges 179 shown, 181 same not shown)

Drawing List	Number of sheets
○ General plan and elevation	1
○ General Notes/Bill of Materials/Index of Sheets	1
○ Bridge Construction Staging	2
○ Temporary soil retention system plan and elevation	2
○ Temporary work conceptual details (false work, bracing, etc.)	1
○ Existing abutment, pier and deck staged removal	5
○ Proposed foundation layout	1
○ Pile driving record (abutments and piers)	4
○ Pile Splice Details	1
○ Slopewall details	1
○ Abutment plan/elevation/details (incl. rebar details and schedule)	6
○ Wingwall details	2
○ Pier plan/elevation/footing plan/details (incl. rebar details and schedule)	8
○ Framing plans	2
○ Design data tables	2
○ Girder elevations and details (3 spans steel girder)	3
○ Camber top of web tables/field splice/cross frame/stiffener and conn pl	3
○ Bearings for steel girders (1 fixed 3 expansion)	4
○ Top of slab elevation (deck/approach slab screed table)	10
○ Deck plans (3 spans)	3
○ Deck pouring sequence	1
○ Deck cross section	1
○ Parapet/median barrier elevations	6
○ Superstructure details (closure pour, parapet section)	2
○ Deck reinforcement details and bill of materials	1
○ Expansion joint details (strip seal)	1
○ Drainage scupper detail	1
○ Bridge drainage layout/details (3 spans)	2
○ Conceptual Erection Sequence	2
○ Approach slabs (staged construction)	4
○ Temporary concrete barrier details	1
○ Mechanical and bar splicer	1
○ Soil borings	8
Total (1 bridge)	93

3. Retaining Walls

Phase II design of the retaining walls listed under the TSL scope of work. Fill wall types are assumed to be detailed as Mechanically Stabilized Earth. Cut wall types are assumed as soldier pile and will be performance based and designed by the contractor for the exact wall type the contractor elects to construct. Moment slabs are not proposed.



Phase II Structural Plans:

- Analysis & Design
 - Cut walls will be detailed as soldier pile type and be performance based designed by the contractor.
 - Pile layout for cut walls. Soldier piles will be spaced at 8 foot centers for detailing purposes
 - Fill walls will be detailed as MSE walls. Cast in place reinforced concrete wall design is not included.
- Plan Production
 - General Plan & Elevation
 - General Notes/Bill of Materials/Index of Sheets
 - Typical sections (with adjacent roadway sections, backfill details, pipe underdrain details, etc.)
 - Detail plan and elevation
 - Structural Sections
 - Conceptual wall blister details for street lighting
 - Reinforcing schedule
 - Architectural finish details
 - Concrete coping details
 - Soil borings
- Implement QC/QA procedure
- Quantity take-offs
- Construction Cost Estimates
- Special provisions
- Addressing and providing dispositions to the review comments per conceptual/prelim/prefinal/final (60/95/100) submittals

4. Noise Walls

Noise walls are assumed to be performance based. The noise walls will be located in plan and elevation views will depict the top of wall that will be set to the height identified in the Master Plan. The existing and proposed grades at the bottom of the wall will be shown.

Phase II Structural Plans:

- Plan Production
 - General Plan & Elevation
 - General Notes/Bill of Materials/Index of Sheets
 - Typical sections (with adjacent roadway sections, etc.)
 - Soil borings (if applicable)
- Implement QC/QA procedure
- Quantity take-offs
- Construction Cost Estimates



- Special provisions
- Constructability review
- Addressing and providing dispositions to the review comments per conceptual/prelim/prefinal/final (30/60/95/100) submittals

5. ITS Structures

Phase II structural design included for the construction of eight (8) ITS structures up to four (4) IPDC building slab foundations:

Phase II Structural Plans:

- Geotechnical, utility, survey/ROW/Roadway coordination
- Analysis & Design
 - Structural analysis check of Tollway ITS gantry standard steel portal frame
 - Drilled shaft foundation design/analysis to support ITS gantry
 - Verification of Tollway Standard Monotube and barrier design
 - Column and drilled shaft foundation design/analysis to support Monotube
- Plan Production
 - ITS Gantry General Plan & Elevation
 - ITS Gantry General Notes/Bill of Materials/Index of Sheets
 - ITS Gantry Sections and details
 - ITS Gantry Foundation details
 - ITS Gantry Reinforcing schedule
 - ITS Gantry Column base mounting details
 - Soil borings

 - Monotube General plan & elevation
 - Monotube General Notes/Bill of Materials/Index of Sheets
 - Monotube typical sections (Tollway Standard Details)
 - Monotube Steel details
 - Monotube Foundation details
 - Crash wall details
 - Monotube Reinforcing schedule
 - Soil borings
- Implement QC/QA procedure
- Quantity take-offs
- Construction Cost Estimates
- Special provisions
- Constructability review

6. Sign Structures



Phase II structural design included for the replacement of twelve (12) overhead sign structures, comprised of eight (8) truss mounted and four (4) cantilever structures utilizing Tollway Standards:

Phase II Structural Plans:

- Geotechnical, utility, survey/ROW/Roadway coordination
- Analysis & Design
 - Proportioning of overhead sign structure standards
 - Drilled shaft foundation design/analysis
- Plan Production
 - Overhead sign structure span type - structure details (F1-06)(5 sheets)
 - Overhead sign structure cantilever type - structure details (F4-07)(9 sheets)
 -
- Implement QC/QA procedure
- Quantity take-offs
- Construction Cost Estimates
- Special provisions
- Constructability review
- Addressing and providing dispositions to the review comments per conceptual/prelim/prefinal/final (60/95/100) submittals

DRAINAGE (See Lochner Exhibit F)

ENVIRONMENTAL STUDIES AND REPORTS

1. Assume 4 or the 9 sites will require a remediation plan
2. No building demolition or asbestos investigation is included.
3. Lead paint investigation and preparation of IEPA notification is included for bridges

INVEST EVALUATION

1. A workshop will be conducted at the 30% Design Stage to refine sustainable practices identified during Planning that could be incorporated into the project.
2. The tracking form that was developed during Planning will be updated as appropriate. The tracking form will continue to be used throughout design to document the incorporation of sustainable design elements or the elimination of earlier concepts.
3. The tracking form will be formally updated and submitted to the Tollway at 30%, 60%, and 95% Design Stages, and transferred to the Construction Manager at the Pre-Construction Meeting.

PERMITTING (See Quigg Exhibit F)

UTILITIES (See HR Green Exhibit F)



CONSTRUCTABILITY REVIEWS (See HR Green Exhibit F)

GEOTECHNICAL (See Geoservices Exhibit F)

INTERGOVERNMENTAL AGREEMENTS (IGA)

DSE will assist the Tollway in preparing up to 6 Intergovernmental Agreements. DSE will provide narratives for the project purpose, project benefits, key project features and construction cost estimates for purposes of cost sharing between agencies. The overall coordination and meetings will be done under the "Agency/IGA" task.

DSE excludes parallel design and estimate of IGA items for non-proposed design scenarios for the purpose of cost comparison against the Tollway proposed improvements.

It is assumed that up to two HDR representatives will be present at IGA meetings between the Tollway and various agencies.

It is assumed that the DCM will develop and provide basic templates in excel spreadsheet format to be used for IGA tables and cost participation exhibits as standards for the corridor, and that IGA's will not be constrained to a single agency and to single construction packages, but grouped by similar items or areas as follows:

- One IGA inclusive of applicable agencies, for the work and ROW associated with 87th St/Roberts Bridge.
- One IGA for the reconstruction of the existing Archer Avenue interchange and bridges, inclusive of applicable agencies.
- One IGA for the addition of the new SB Archer Ave to NB I-294 entrance ramp, inclusive of applicable agencies.
- One IGA for various ROW needs along the corridor that are not captured in other more specific IGAs.
- One contingency IGA for the adoption of potential new Cork Avenue entrance/exit ramps, inclusive of applicable agencies.
- One contingency IGA.

MANAGEMENT AND ADMINISTRATION

This task is overall project management and administration, including assistance with developing and monitoring progress with respect to the established overall project schedule, staffing resource allocation based on planned worked schedules and targeted deliverables, and preparing project progress reports, and invoicing for the HDR team.

Project Controls

Project controls will be provided in accordance with Section 2 of the DSE Manual including the Web-based project management system.

Meetings and Coordination



Meetings and coordination for the project duration and in close coordination with (DCM), future adjacent Phase II DSEs, the GEC, the PMO and the Tollway up to 235 meetings.

QUALITY CONTROL/QUALITY ASSURANCE

Consultant Quality Plan

Implementation of the project Consultant Quality Plan approved by the Tollway.

EXCLUSIONS

Items excluded from the I-17-4296 engineering services are noted within this document and the following services are also excluded:

- Phase III Services
- Railroad Coordination
- Redesign as a result of Value Management Study recommendations
- Pavement designs for mainline, ramps, and crossroads (assumed to be provided by others)
- Intersection/Interchange Design Studies or Access Justification Reports
- Design of concrete box culverts
- Quantity calculations will not be performed on a sheet by sheet basis or reference specific contract drawing numbers
- Design of future bikeways and/or trails
- Project Development Report (PDR) for the Archer Avenue Interchange, or other local road
- Location Drainage Study (LDS) for the Archer Avenue Interchange, or other local road
- Environmental Survey Report (ESR) for the Archer Avenue Interchange, or other local road
- Traffic modeling or capacity analysis
- Traffic analysis and design for detours
- 3-dimensional contract documents
- Work related to endangered species including Special Provisions for transplantation and/or staging is excluded.
- Design, permitting and coordination with 4(f) properties
- Noise analysis

CONTINGENCY

1. **Substructure Reconstruction of I-294 over 87th St and Roberts Rd (Bridges 171, 173, 175)**
If it is determined that the existing abutments cannot be incorporated in the new construction as a result of the IL 120 live load coupled with increased lateral loads from a raised mainline profile, then complete substructure reconstruction will be necessary.

EXHIBIT G

Contract I-17-4296

(HDR Engineering, Inc.)

CURRENT OBLIGATIONS FOR PROJECT

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
155-16	IDOT PH I Various Various	\$1,500,000	\$ 45,315	12-19
156-07	IDOT Pump Station 4 PH I &II	\$2,718,000	\$ 490,472	10-17
161-03	IDOT Central Ave @BRC RRTBD	\$2,182,000	\$ 1,600,000	TBD
167-020	IDOT District 2 Various, Various	\$600,000	\$ 68,000	12-19
176-011	IDOT over the Rock River PhI/II	\$547,617	\$ 465,598	02-18
181-12	IDOT VE Study- US150 EB over IL Riv	\$107,985	\$ 14,000	04-18
I-12-4061	ISTHA – MP Master Plan	\$865,000	\$ 24,000	12-17
R-14-4221	ISTHA Mile Long Bridge MP	\$10,619,040	\$ 7,632,619	10-19
I-15-4660	ISTHA Land Acquisition/Surveying	\$3,000,000	\$ 2,415,384	02-24

As a sub:

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
164-003	IDOT Various Various	as needed		
169-011	IDOT Various Various	as needed		
169-016	IDOT PH I for I-290 Bridges	\$218,703	\$42,000	TBD
169-019	IDOT Various Various	as needed		
173-017	IDOT Various Maintenance Contract	as needed		
175-015	IDOT – FAP 343 (IL 53, IL 68) D1	TBD		
180-02	IDOT East Ave 55 th to Joliet, PH II	\$189,163	\$189,163	05-19
180-05	IDOT Various Various	as needed		
181-04	IDOT PH II Various Various	as needed		
182-19	IDOT Comprehensive Rest Area Sty	\$235,546	\$220,000	06-18
I-14-4646	ISTHA – Land Acquisition/Surveying Upon Request	\$750,019	\$566,770	06-20
RR-16-4252	ISTHA Systemwide Maint. Facilities, PHIII	TBD		

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
<u>Non-Tollway and IDOT Obligations</u>				
City of Chicago				
Others	Pershing Road	\$1,330,327	\$168,867	12-17
	CDI –Eastside Highway	\$3,914,000	\$318,000	12-17

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 American Surveying & Engineering PC</p> <p>Direct Labor \$ 233,473.24</p> <p>Direct Costs \$ 30,020.26</p> <p>Services by Others _____</p> <p>Additional Services ** _____</p> <p>Total this Subconsultant (ULC) \$ 263,493.50</p>	<p>6 Quigg Engineering, Inc.</p> <p>Direct Labor \$ 779,614.08</p> <p>Direct Costs \$ 85,470.01</p> <p>Services by Others \$ -</p> <p>Additional Services ** \$ -</p> <p>Total this Subconsultant (ULC) \$ 865,084.09</p>
<p>2 EFK Moen, LLC</p> <p>Direct Labor \$ 786,892.01</p> <p>Direct Costs \$ 6,763.12</p> <p>Services by Others _____</p> <p>Additional Services ** _____</p> <p>Total this Subconsultant (ULC) \$ 793,655.13</p>	<p>7 Singh & Associates, Inc.</p> <p>Direct Labor \$ 478,009.98</p> <p>Direct Costs \$ 1,357.72</p> <p>Services by Others _____</p> <p>Additional Services ** \$ -</p> <p>Total this Subconsultant (ULC) \$ 479,367.70</p>
<p>3 Geo Services, Inc.</p> <p>Direct Labor \$ 418,907.55</p> <p>Direct Costs \$ 892,210.72</p> <p>Services by Others \$ -</p> <p>Additional Services ** \$ -</p> <p>Total this Subconsultant (ULC) \$ 1,311,118.27</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 Lakeside Engineers LLC</p> <p>Direct Labor \$ 616,070.62</p> <p>Direct Costs \$ 18,853.48</p> <p>Services by Others \$ -</p> <p>Additional Services ** \$ -</p> <p>Total this Subconsultant (ULC) \$ 634,924.10</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 SE3, LLC</p> <p>Direct Labor \$ 448,815.02</p> <p>Direct Costs \$ 1,981.09</p> <p>Services by Others \$ -</p> <p>Additional Services ** \$ -</p> <p>Total this Subconsultant (ULC) \$ 450,796.11</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: \$ 4,798,438.90

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

TOTAL Allowable Fee DBE/MBE/WBE Subconsultants \$ 4,798,438.90

DBE/MBE/WBE Percentage of Total Fee (includes Additional Services): 29.97%

DBE/MBE/WBE Percentage of Total Fee (does not include Additional Services): 30.23%

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 Green, Inc.		
	Direct Labor	\$	464,610.72
	Direct Costs	\$	11,582.36
	Services by Others		
	Additional Services **		
	Total this Subconsultant (ULC)	\$	476,193.08

2	H.W. Lochner Inc		
	Direct Labor	\$	1,953,535.92
	Direct Costs	\$	70,284.65
	Services by Others		
	Additional Services **		
	Total this Subconsultant (ULC)	\$	2,023,820.57

3	Orion		
	Direct Labor	\$	316,738.16
	Direct Costs	\$	723.89
	Services by Others	\$	-
	Additional Services **	\$	-
	Total this Subconsultant (ULC)	\$	317,462.05

4	Thomas Engineering Group, LLC		
	Direct Labor	\$	313,461.12
	Direct Costs	\$	4,000.93
	Services by Others	\$	-
	Additional Services **	\$	-
	Total this Subconsultant (ULC)	\$	317,462.05

5			
	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)	\$	-

7			
	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)	\$	-

9			
	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: \$ 3,134,937.75

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

TOTAL Allowable Fee Non-DBE/MBE/WBE Subconsultants: \$ 3,134,937.75

Contract Information Sheet

Complete the following information and it will be populated on every exhibit.

Consultant Name: HR Green, Inc.

Contract Number: I-17-4296

Proposal Date: 9/29/2017

Exhibit Pointers Editable cells in each exhibit are underlined in red

Notes and guidance for each exhibit are on the right of the exhibits in yellow text boxes

A full set of instructions to complete the exhibits is available on the Tollway's website

Contract Number: I-17-4296

Consultant: HR Green, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2017												Grand Total Exhibit A Hours	TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		3,180	
Constructability Reviews													29		29
Utility Relocation Review and Documentation													22		22
Utility Coordination Administration													47		47
													8		8
TOTALS														106	106

Contract Number: I-17-4296 Consultant: HR Green, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2018												TOTAL HOURS
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	
Constructability Reviews	29	29	29	29	29	29	29	29	29	29	29	29	348
Utility Relocation Review and Documentation	22	22	22	22	22	22	22	22	22	22	22	22	264
Utility Coordination	47	47	47	47	47	47	47	47	47	47	47	47	564
Administration	8	8	8	8	8	8	8	8	8	8	8	8	96
TOTALS	106	106	106	106	106	106	106	106	106	106	106	106	1272

Contract Number: I-17-4296 Consultant: HR Green, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2020												TOTAL HOURS
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	
Constructability Reviews	5	5	5	5	5	5	5	5	5	5	5	5	60
Utility Relocation Review and Documentation	4	4	4	4	4	4	4	4	4	4	4	4	48
Utility Coordination	8	8	8	8	8	8	8	8	8	8	8	8	96
Administration	2	2	2	2	2	2	2	2	2	2	2	1	23
TOTALS	19	19	19	19	19	19	19	19	19	19	19	18	227

Contract Number: I-17-4296 Consultant: HR Green, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2021												TOTAL HOURS
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	
Constructability Reviews	5	5	5	5	5	5	5	5	5	5	5	5	60
Utility Relocation Review and Documentation	4	4	4	4	4	4	4	4	4	4	4	4	48
Utility Coordination	8	8	8	8	8	8	8	8	8	8	8	8	96
Administration	1	1	1	1	1	1	1	1	1	1	1	1	12
TOTALS	18	18	18	18	18	18	18	18	18	18	18	18	216

Contract No.: I-17-4296 Consultant: HR Green, Inc.

Date: 9/29/2017

EXHIBIT C-1: PAYROLL CLASSIFICATION ESCALATION TABLE

CONTRACT TERM: 60 No. OF MONTHS
 SCHEDULED START DATE: 12/1/2017
 RAISE DATE: 4/1/2018
 PERCENT OF RAISE: 0%

ESCALATION PER YEAR Year 1 through 5

Date	Date	Date	Date	Date	Date	Date
12/1/2017	3/31/2018	4/1/2018	3/31/2019	4/1/2019	3/31/2020	4/1/2020
-	-	-	-	-	-	-
4.0	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
6.67%	20.00%	20.00%	20.00%	20.00%	20.00%	20.00%
Factor First Period	Escalation Factor Second Period	Escalation Factor Third Period	Escalation Factor Fourth Period	Escalation Factor Fifth Period	Escalation Factor Sixth Period	Escalation Factor Seventh Period

ESCALATION PER YEAR Year 6 through 10

Date	Date	Date	Date	Date	Date	Date
4/1/2022	11/30/2022					
-	-	-	-	-	-	-
8.0	60.0	60.0	60.0	60.0	60.0	60.0
13.33%						
Escalation Factor Sixth Period	Escalation Factor Seventh Period	Escalation Factor Eighth Period	Escalation Factor Ninth Period	Escalation Factor Tenth Period	Escalation Factor Eleventh Period	Escalation Factor Twelfth Period

The escalation factor for this project is: 100.00%

Contract No.: I-17-4296

Consultant: HR Green, Inc.

Date: 9/29/2017

Escalation Factor: 100.00%

(From Exhibit C-1)

EXHIBIT C-2: DIRECT LABOR CLASSIFICATION MAN-HOURS AND RATES										DIRECT COST OVERTIME PREMIUM		
Classification Eligible for Premium Overtime?	Tollway MINIMUM Hourly Rate for Classification	Tollway MAXIMUM Hourly Rate for Classification	Average Hourly Rate for Classification (See Note A to Right)	Escalated Average Hourly Rate for Classification (See Note B to Right)	Estimated Work Hours (Including Overtime)	Total Estimated Work Hours:	Average Hourly Rate:	Total Direct Labor	Escalated Average Premium Overtime Hourly Rate (See Note C to Right)	Estimated Overtime Hours (Overtime Hours Only) (See Note D to Right)	Total Estimated O/T Hours:	Average Premium O/T Hourly Rate:
											16.00	\$16.81
No	Principal	\$50.00	\$70.00	\$70.00	80.00	3,180.00	\$52.18	\$165,932.40				
No	Project Manager	\$40.00	\$70.00	\$70.00	532.00							
No	Senior Engineer/Planner	\$40.00	\$70.00	\$70.00	352.00							
No	Resident Engineer	\$40.00	\$56.78	\$56.78	512.00							
No	Project Engineer/Planner	\$25.00	\$60.00	\$44.98	966.00							
No	Staff Engineer/Planner	\$20.00	\$40.00	\$30.22	160.00							
No	Engineer /Accountant	\$20.00	\$60.00	\$37.82	442.00							
Yes	Senior Technical Specialist	\$25.00	\$60.00	\$39.95	52.00				19.98	8.00		
No	Technical Specialist	\$15.00	\$50.00									
No	Architect	\$30.00	\$70.00									
No	Realty Specialists	\$20.00	\$70.00									
No	Intern	\$8.25	\$20.00									
Yes	Admin/Clerical	\$8.25	\$40.00	\$27.27	84.00				13.64	8.00		

Contract No.: I-17-4296

Consultant: HR Green, Inc.

Date: 9/29/2017

EXHIBIT C-3: DIRECT LABOR EMPLOYEE CLASSIFICATION LIST

Tollway Classification	Consultant Classification (specific to each company)	Consultant Employee Name (SEE NOTE 1 TO RIGHT)	Range per Hour
Principal	President - Business Line	Jason Poppen	\$50 - \$70
	Practice Leader	David Dougherty	
	Practice Leader	Andrew Mrowicki	
	Operations Director	David Maxwell	
Project Manager	Senior Project Manager	Anthony Simmons	\$40 - \$70
Senior Engineer/Planner	Construction Manager	Andrew Keyster	\$40 - \$70
	Construction Senior Project Manager	Matt Jereb	
	Senior Project Manager	Ravi Jayaraman	
	Senior Project Manager	Sean LaDieu	
	Project Manager	Jeff Pisha	
Resident Engineer	Construction Engineer III	James Wieser	\$40 - \$70
Project Engineer/Planner	Project Engineer II	Jason Roitburd	\$25 - \$60
	Project Engineer II	Andy Lemke	
	Project Engineer II	Darren Fox	
Staff Engineer/Planner	Staff Engineer I	Sylwia Kokoszka	\$20 - \$40
	Staff Engineer II	Charles Pugh	
Engineer /Accountant	Project Engineer I	George Foutris	\$20 - \$60
	Project Engineer I	Hannah Knight	
	Project Engineer I	Matthew Feller	
Senior Technical Specialist	Senior Design Technician	Ryan Best	\$25 - \$60
	Senior Design Technician	Diane Stanczak	
	Senior Design Technician	Michael Jarosinski	
	Project Designer	Michael Lewis	
Technical Specialist			\$15 - \$50
Architect			\$30 - \$70
Realty Specialists			\$20 - \$70
Intern			\$8.25 - \$20
Admin/Clerical	Project Coordinator	Gail Maldonado	\$8.25 - \$40
	Accounting Specialist II	Jennifer Schiavone	
	Accounting Specialist I	Heather Yormark	
	Administrative Assistant II	Tina Napolitano	
	Administrative Assistant II	Sharon Bond	

Contract No.: I-17-4296 Consultant: HR Green, Inc.

EXHIBIT D

REIMBURSABLE DIRECT COSTS - WORKSHEET ESTIMATES

- A. **VEHICLE REIMBURSEMENT - rate based on link below**
<http://www2.illinois.gov/cms/Employees/travel/Pages/TravelReimbursement.asp>

- B. **ALLOWABLE DIRECT COSTS - based on link below**
http://www.illinoistollway.com/documents/10157/2389762/12_LG_TOLLWAY_XX_ALLOWABLEDIRECTCOSTS_10012013.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

None

TOTAL DIRECT COSTS (Vehicles, Allowable and Itemized) \$ 11,313.40

ALLOWABLE DIRECT COSTS

10.01.2013

Effective for contracts awarded on or after October 1, 2013, 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)
Vehicle Rental	\$55/day (Maximum)
Leased / Company-Owned Vehicles (does not include personal vehicles, not owned by the company)	\$65/day
Vehicle Half-day Rate	\$32.50/half day
Parking	Actual Cost
Tolls	Actual Cost
Overtime	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
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 a "tool of the trade."

ALLOWABLE DIRECT COSTS

Construction Inspection

Construction Inspection Communications:

Cell Phones	Unallowable
Radio Communication	Actual Cost
2-way Radio	Actual Cost

Vehicles (Only for Vehicles assigned to project)

Rental (Daily Rate Only) - Including Tolls	\$55/day (Maximum)
Leased / Company-Owned Vehicles (does not include personal vehicles, not owned by the company)	\$65/day

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:

- Parking is now an allowable cost
- Cell phones are now an unallowable direct cost
- 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.

Contract No.: I-17-4296

Consultant: HR Green, Inc.

EXHIBIT E - KEY PROJECT PERSONNEL

Project Principal: Jason Poppen

Project Manager: Anthony Simmons

Project Engineer: Jason Roitburd

Resident Engineer: James Wieser

Documentation Engineer: _____

Project Civil Engineer: George Foutris

Project Structural Engineer: _____

Project Drainage Engineer: _____

Senior Engineer: Andrew Keyster

Others: Name: _____

Classification: _____

Name: _____

Classification: _____

Name: _____

Classification: _____

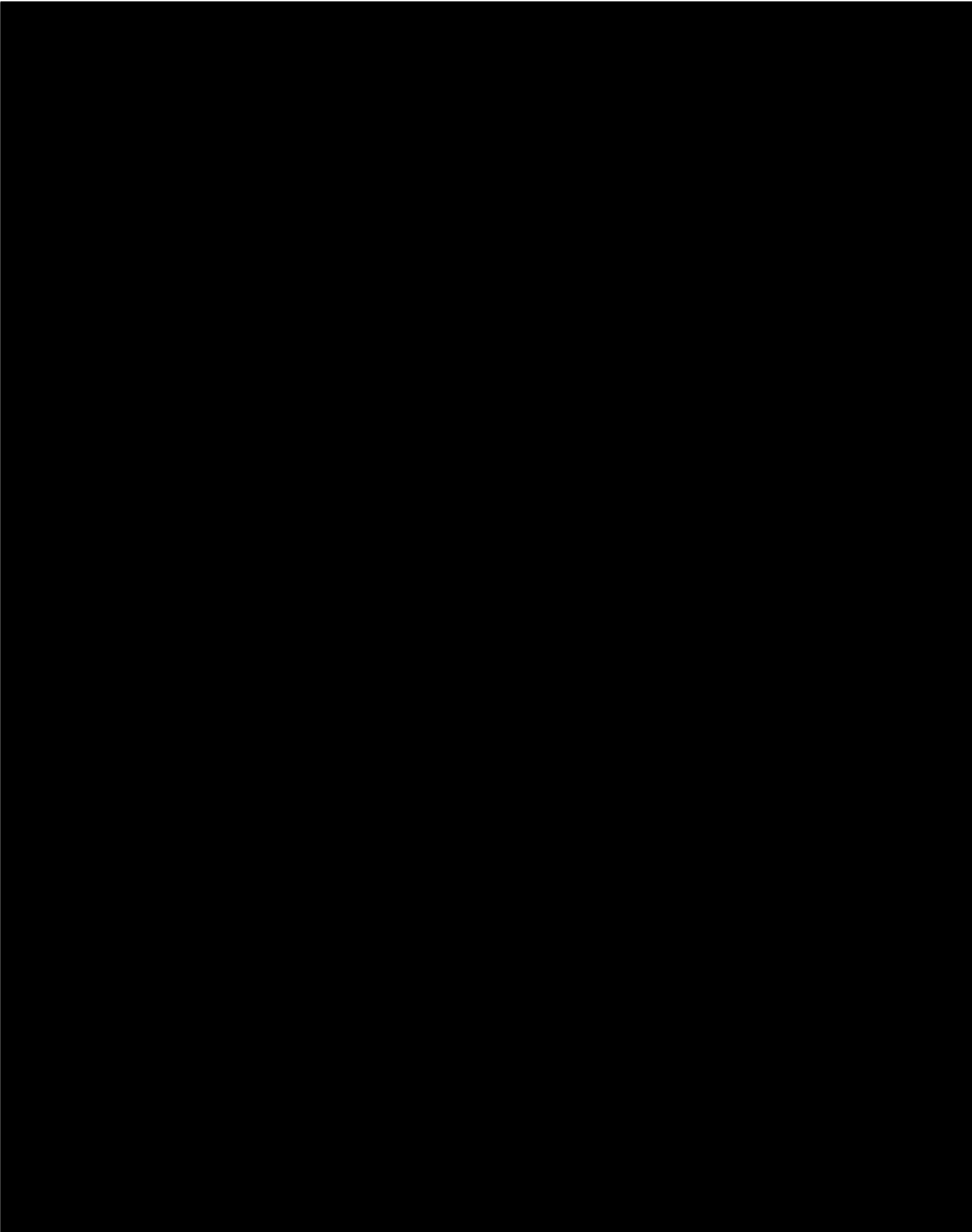
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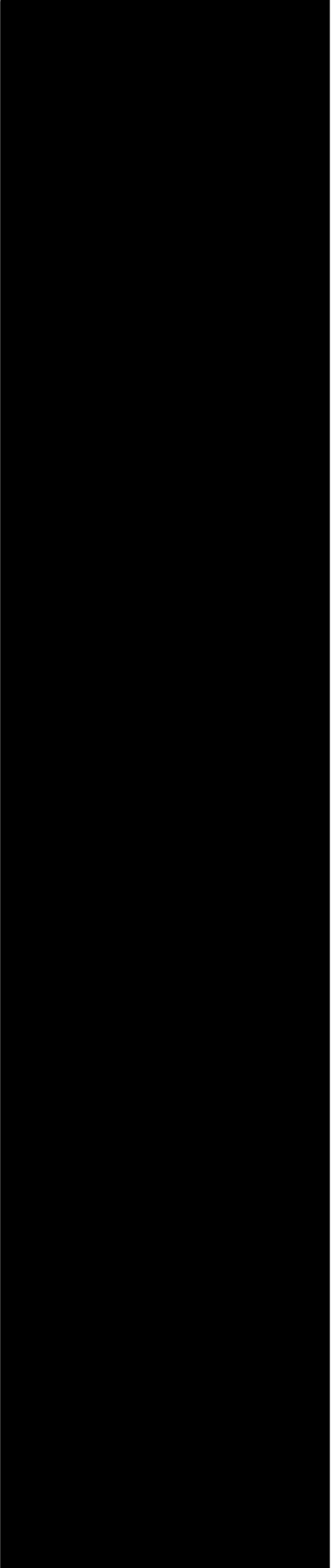
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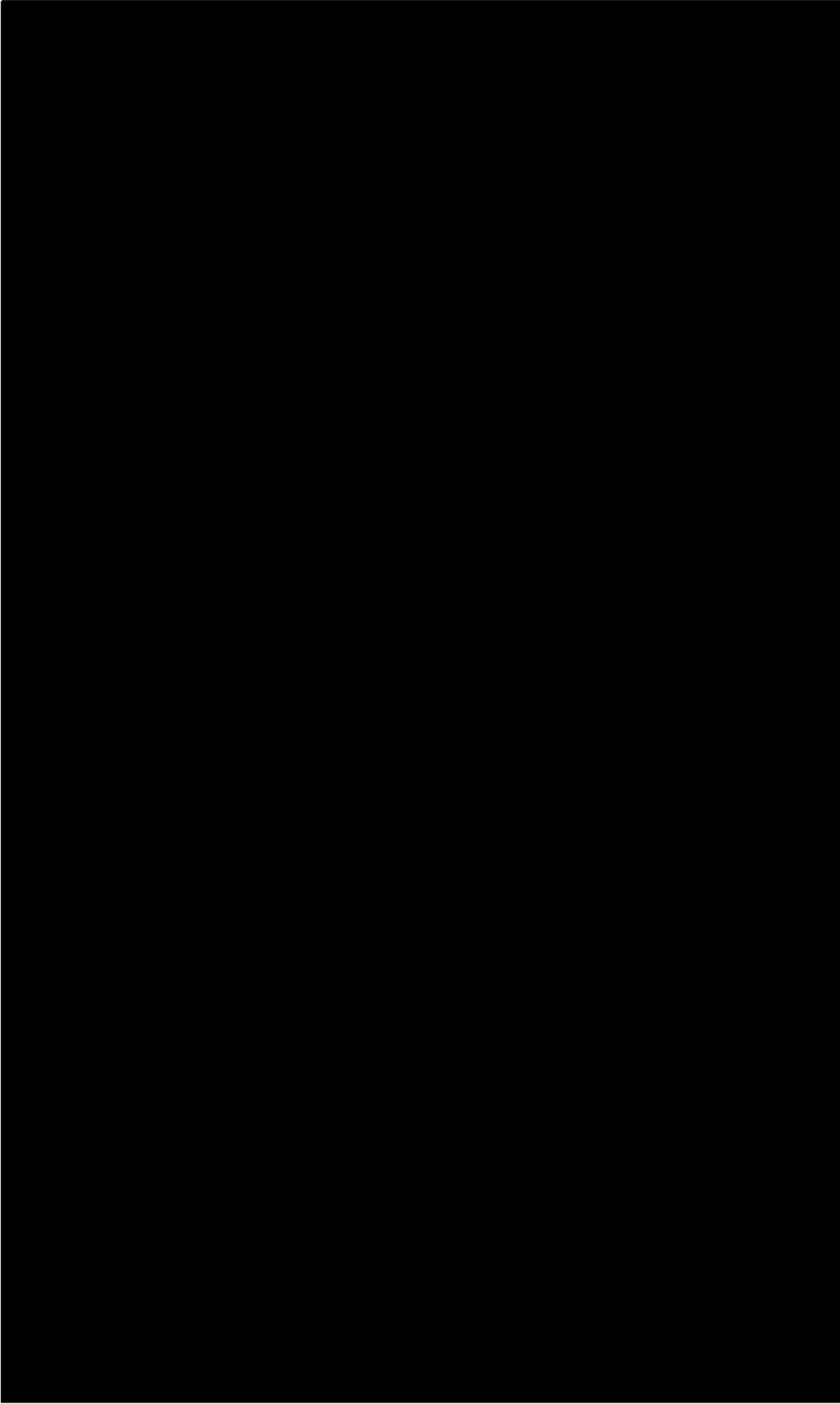
JASON POPPEN
Principal-in-Charge

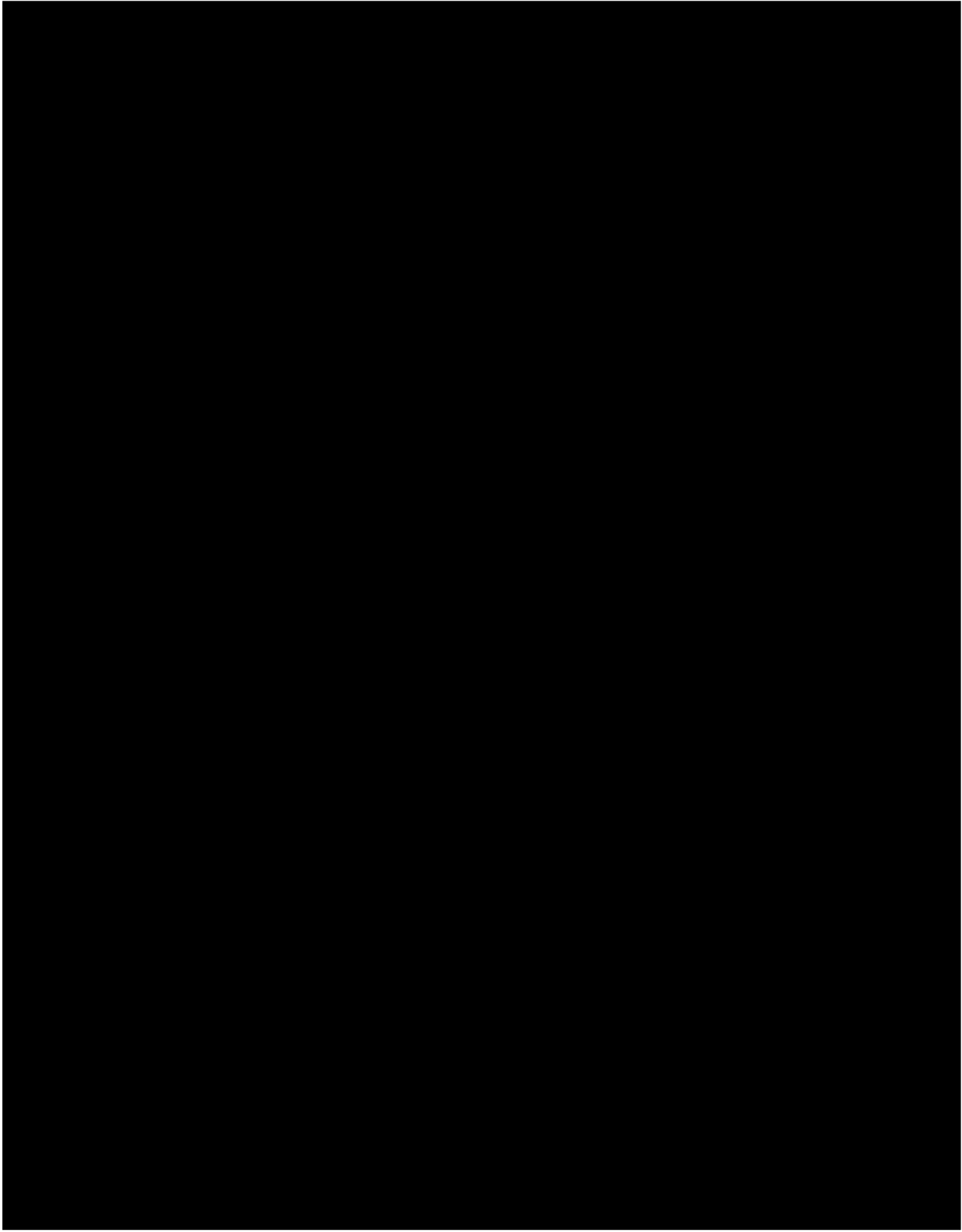




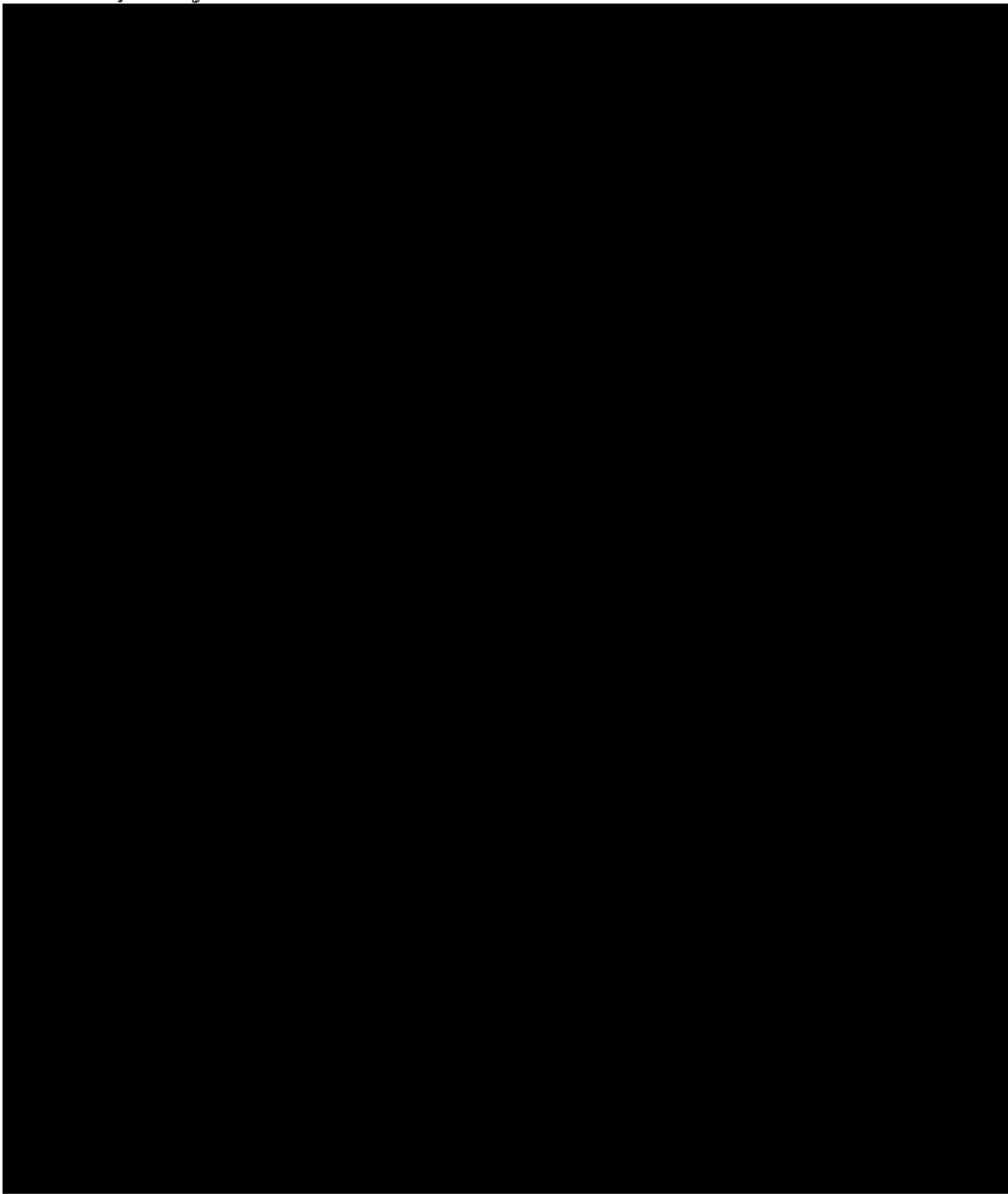


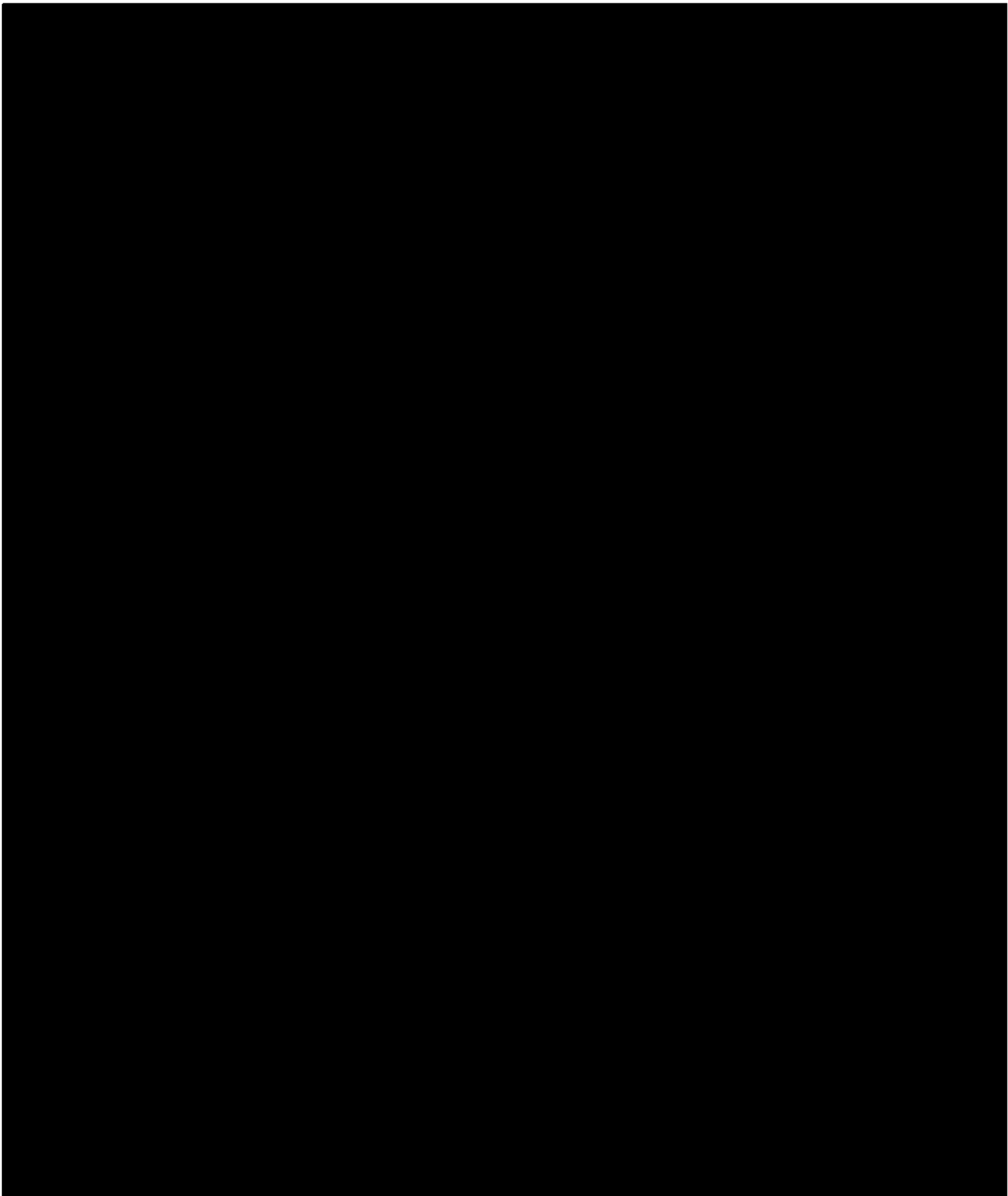
ANTHONY SIMMONS, PE
Project Manager



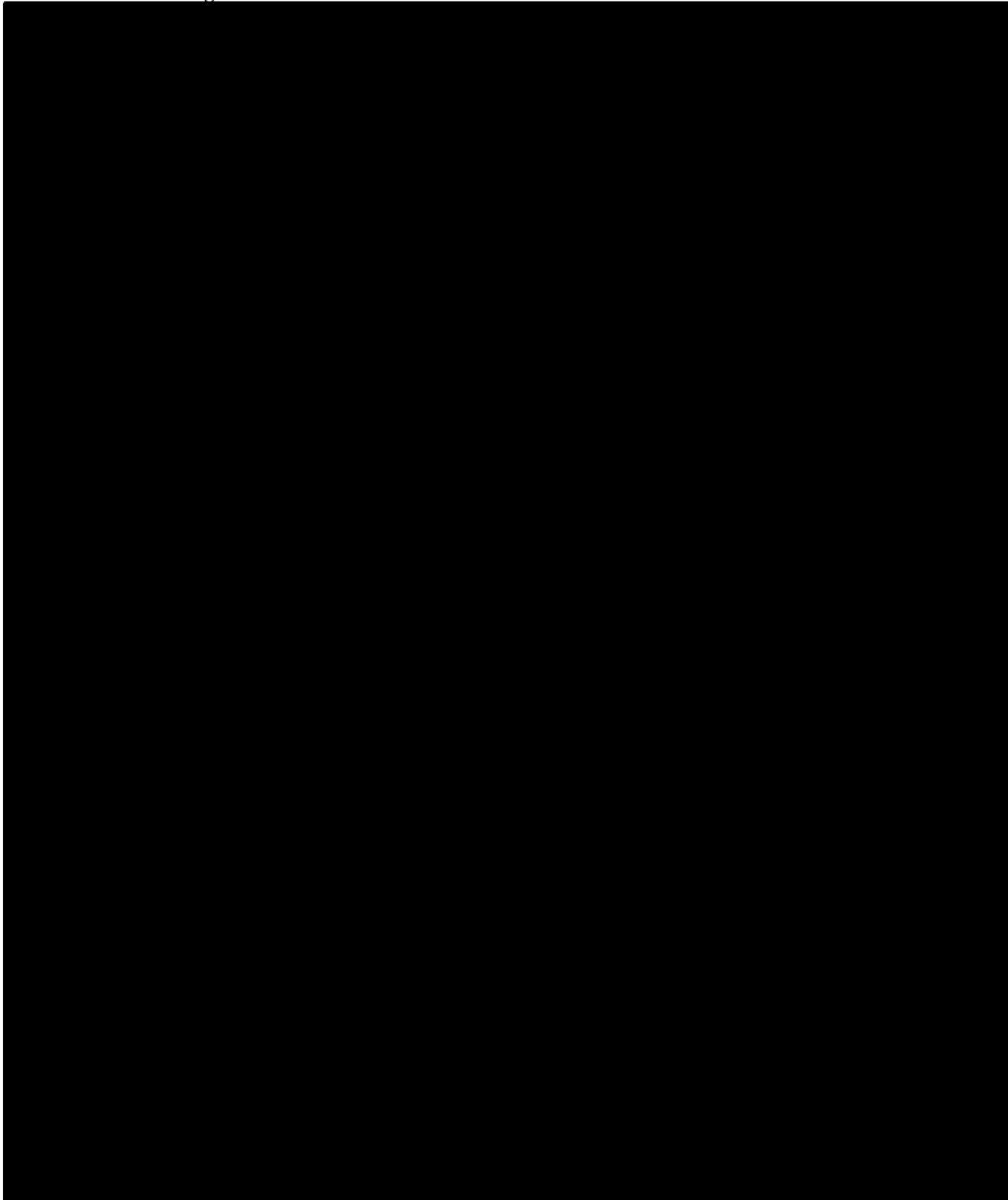


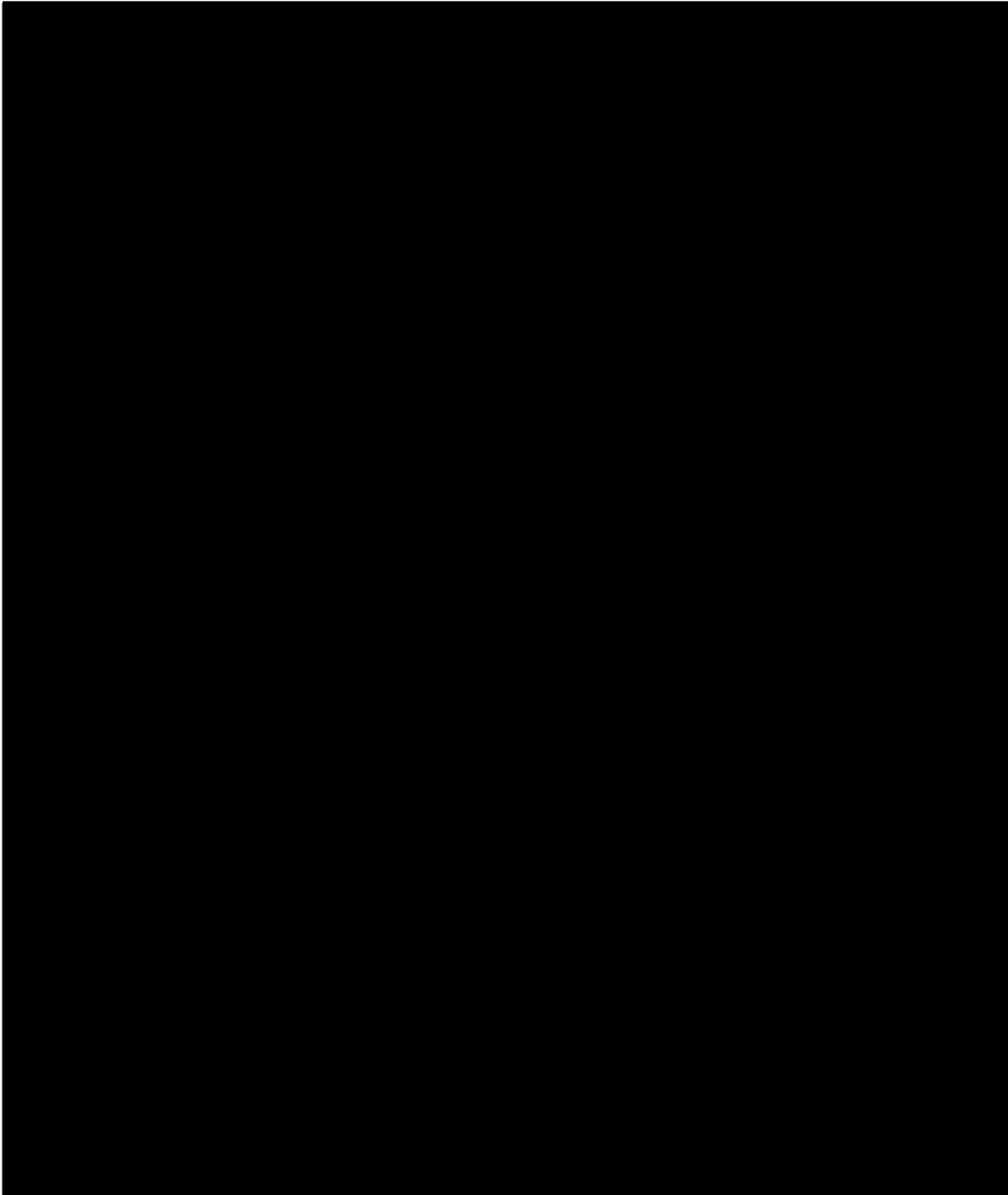
Jason Roitburd, PE
Project Engineer



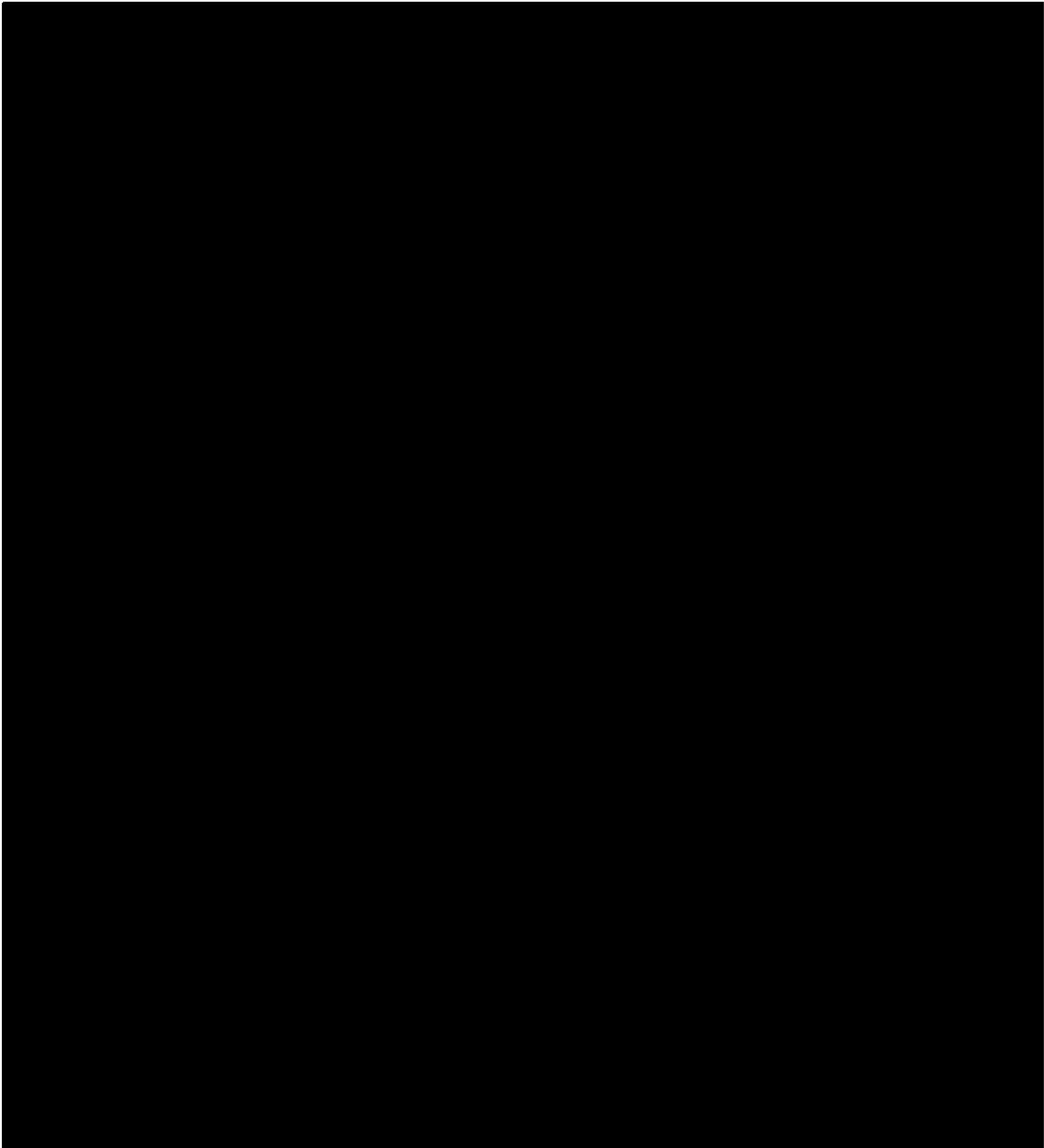


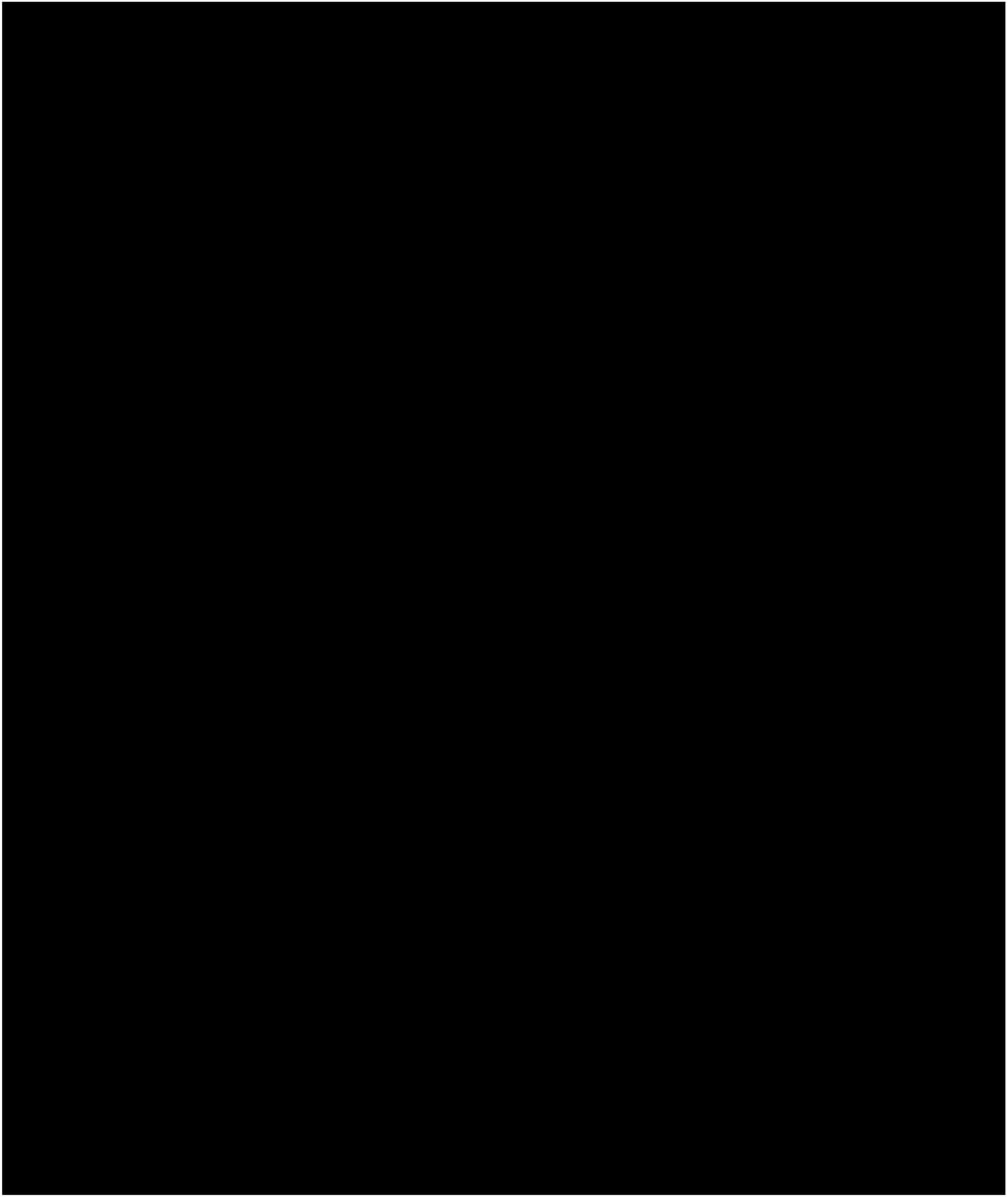
James Wieser, PE
Construction Engineer



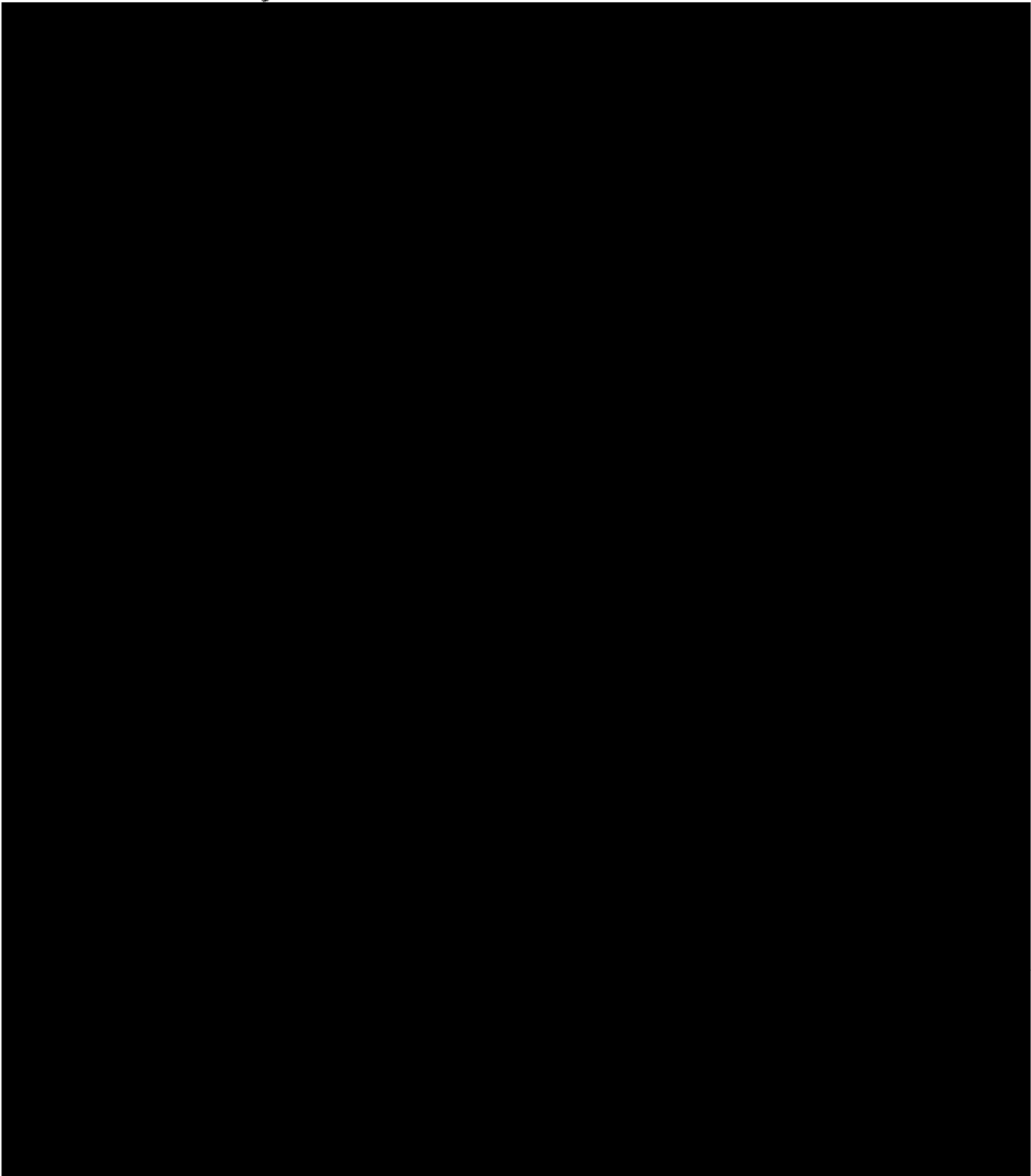


George Foutris, EIT
Staff Engineer





Andrew Keyster, PE
Construction Engineer



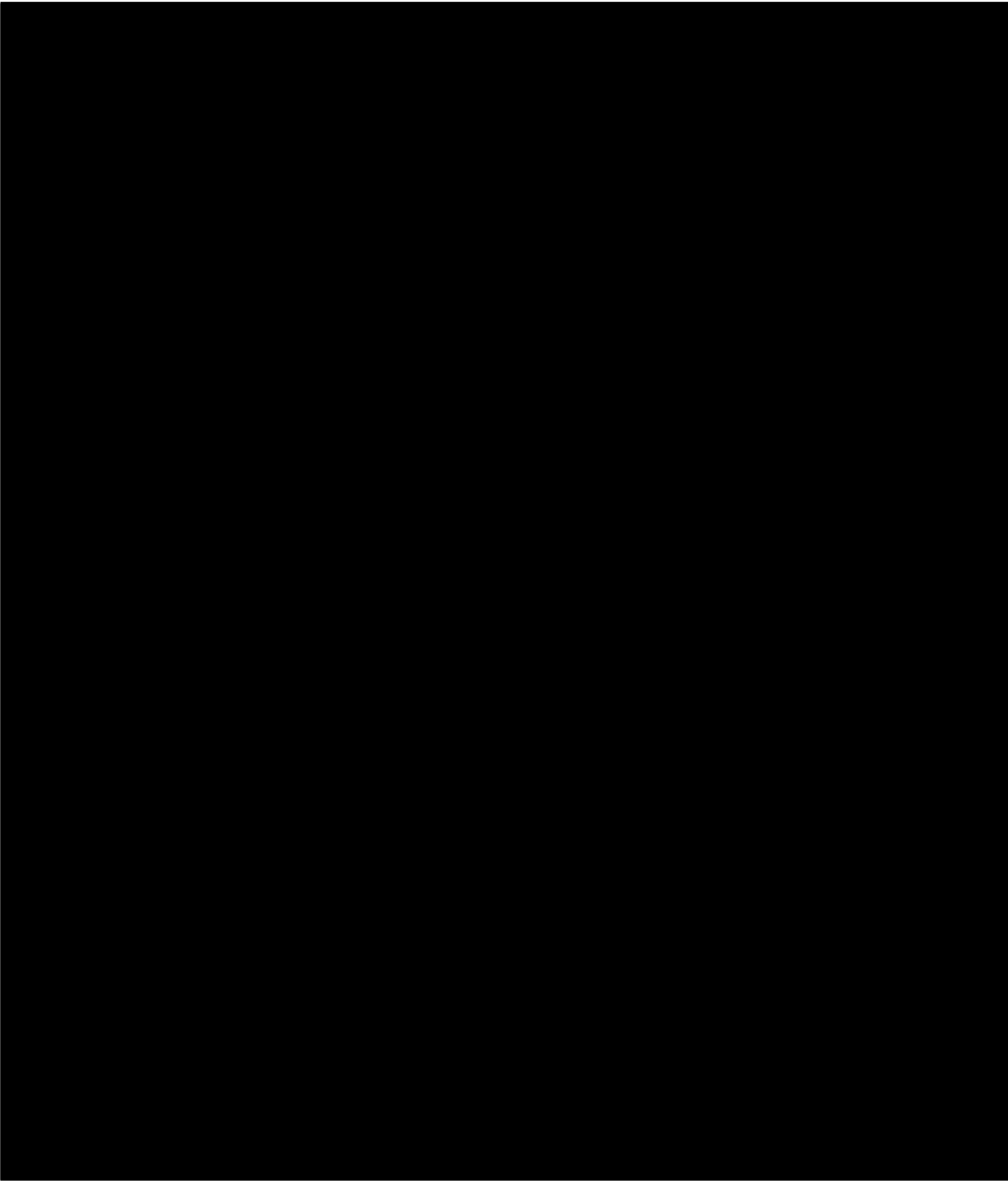


EXHIBIT F

Contract No. I-17-4296

HR Green, Inc.

SCOPE OF SERVICES

Complete constructability reviews for 30%, 60% and 95% submittals, and attend associated review meetings. Research and review existing utilities. Distribute existing utility plans (created by others). Complete Notification of Utility Interference Forms and prepare report. Distribute "Utility Final" plans, including Utility Relocation Matrix. Finalize Utility Relocation Matrix. Conduct QA/QC, utility coordination/meetings and project administration.

EXHIBIT G

Contract No. I-17-4296

HR Green, Inc.

CURRENT OBLIGATIONS FOR PROJECT

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-11-4032	Sub to Christopher B Burke Engineering,	\$500,000.00	\$90,000.00	12/31/2018
I-13-4105	I-90 Bridge Reconstruction, Higgins Rd. & Barrington Rd. Construction Management Services	\$5,360,000.00	\$0.00	Complete
RR-13-5661	I-88 (Reagan Memorial Tollway), Roadway Resurfacing, US Route 52 (MP 55,12) to Midway Road (MP 67.3), Construction Management	\$3,100,000.00	\$0.00	Complete
P-92-004-03	PTB 142-07 - FA 309 (US 30) from IL 136 to IL 40, Phase I – Location/Design Report and Environmental Impact Statement, Whiteside County	\$2,707,000.00	\$0.00	Complete
P-93-036-07	PTB 145-19 - Phase I/II Various Structure Projects, Various Routes, Various Counties	\$1,000,000.00	\$10,000.00	12/31/2017
D-91-575-10	PTB 156-09 - Various Phase II Projects for Plan Preparation, Plan Review, and Surveying, Various Routes, Various Counties	\$1,500,000.00	\$30,000.00	12/31/2017
C-92-110-12	PTB 163-21 - Various Phase III Projects, Various Routes, Winnebago County Only	\$1,600,000.00	\$100,000.00	12/31/2017
P-91-201-13 & D-91-201-13	PTB 167-18 - US 30 from West of Dugan Road to East of IL 47, Phase I/II Project in Kane County	\$1,360,000.00	\$230,000.00	6/30/2018
C-93-043-14	PTB 171-08 - IL 47 from Caton Farm Road to Sherrill Road, Phase III Project, Kendall County	\$1,700,000.00	\$725,000.00	6/30/2018
D-91-101-15	PTB 174-07 - Various Phase II Projects for Plan Preparation, Plan Review, and Surveying, Various Routes, Various Counties	\$1,500,000.00	\$150,000.00	12/31/2018
D-91-119-16	PTB 178-06 - Project Manager (PM) Consultant is required for Phase I, II, and/or Phase III engineering services for IDOT Local Agency Projects	\$5,000,000.00	\$2,150,000.00	6/30/2019

C-91-003-15	PTB 173-17 - Sub to 2im. Various Construction Inspection Projects for Various Expressways & Arterial Roadside Maintenance and Repair Projects	\$200,000.00	\$200,000.00	12/31/2018
C-91-011-16	PTB 178-04 - Sub to Milhouse. Various Intersection Improvements along IL 53 for High Speed Rail, Phase III Project, Will County, Region One/District One	\$445,000.00	\$345,000.00	12/31/2017
C-93-006-18	PTB 181-11 - US 34 from Eldamain Road to Center Parkway, Phase III Project, Kendall County	\$1,993,000.00	\$1,993,000.00	12/31/2020

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): _____

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)

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

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

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

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

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

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

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

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

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

<u>10</u>	
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: \$ _____ -

Contract Information Sheet

Complete the following information and it will be populated on every exhibit.

Consultant Name: H.W. Lochner, Inc.

Contract Number: I-17-4296

Proposal Date: 9/29/2017

Exhibit Pointers Editable cells in each exhibit are underlined in red

Notes and guidance for each exhibit are on the right of the exhibits in yellow text boxes

A full set of instructions to complete the exhibits is available on the Tollway's website

Contract Number: I-17-4296

Consultant: H.W. Lochner, 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		Grand Total Exhibit A Hours
Concept Drainage													60	60
Phase 2 Drainage - Mainline														
Phase 2 Drainage - Archer Avenue Ramps and Bridges													80	80
Structural Design													70	70
Roadway Design														
TOTALS													210	210

Contract Number: I-17-4296 Consultant: H.W. Lochner, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2018												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Concept Drainage	80	100	100	100										380
Phase 2 Drainage - Mainline					200	220	220	220	230	230	230	200		1750
Phase 2 Drainage - Archer Avenue Ramps					16	20	20	20	20	20	20	20		156
Structural Design	120	120	160	165	165	165	165	165	165	165	160	160		1875
Roadway Design	82	82	82	82	82	82	82	82	82	82	82	82		984
TOTALS	282	302	342	347	463	487	487	487	497	497	492	462		5145

Contract Number: I-17-4296 Consultant: H.W. Lochner, Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2020												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Phase 2 Drainage - Mainline	60	60	60	40	40	40	40	40	40	40	40	40	40	540
Phase 2 Drainage - Archer Avenue Ramps	40	30	30	30	30	30	30	30	30	30	30	30	30	370
Roadway Design	30	20	16	16	16	16	16	14	14	14	14	14	14	200
TOTALS	130	110	106	86	86	86	86	84	84	84	84	84	84	1110

Contract No.: I-17-4296 Consultant: H.W. Lochner, Inc.

Date: 9/29/2017

EXHIBIT C-1: PAYROLL CLASSIFICATION ESCALATION TABLE

CONTRACT TERM: 60 No. OF MONTHS
 SCHEDULED START DATE: 12/1/2017
 RAISE DATE: 7/1/2018
 PERCENT OF RAISE: 0%

ESCALATION PER YEAR Year 1 through 5

12/1/2017 - 6/30/2018	7/1/2018 - 6/30/2019	7/1/2019 - 6/30/2020	7/1/2020 - 6/30/2021	7/1/2021 - 6/30/2022
Date	Date	Date	Date	Date
7.0	12.0	12.0	12.0	12.0
60.0	60.0	60.0	60.0	60.0
11.67%	20.00%	20.00%	20.00%	20.00%
Factor First Period	Escalation Factor Second Period	Escalation Factor Third Period	Escalation Factor Fourth Period	Escalation Factor Fifth Period

ESCALATION PER YEAR Year 6 through 10

7/1/2022 - 11/30/2022				
Date	Date	Date	Date	Date
5.0				
60.0	60.0	60.0	60.0	60.0
8.33%				
Escalation Factor Sixth Period	Escalation Factor Seventh Period	Escalation Factor Eighth Period	Escalation Factor Ninth Period	Escalation Factor Tenth Period

The escalation factor for this project is: 100.00%

Contract No.: I-17-4296

Consultant: H.W. Lochner, Inc.

Date: 9/29/2017

Escalation Factor: 100.00%

(From Exhibit C-1)

EXHIBIT C-2: DIRECT LABOR CLASSIFICATION MAN-HOURS AND RATES										DIRECT COST OVERTIME PREMIUM	
Classification Eligible for Premium Overtime?	Tollway Classification	Tollway MINIMUM Hourly Rate for Classification	Tollway MAXIMUM Hourly Rate for Classification	Average Hourly Rate for Classification (See Note A to Right)	Escalated Average Hourly Rate for Classification (See Note B to Right)	Estimated Work Hours (Including Overtime)	Escalated Average Premium Overtime Hourly Rate (See Note C to Right)	Estimated Overtime Hours (Overtime Hours Only) (See Note D to Right)	Total Overtime Premium:		
									Total Estimated Work Hours:	Average Hourly Rate:	Total Overtime Premium:
No	Principal	\$50.00	\$70.00						Total Estimated O/T Hours: 13,965.00	Average Premium O/T Hourly Rate: \$49.96	
No	Project Manager	\$40.00	\$70.00	\$70.00	\$70.00	3,200.00			Total Overtime Premium: \$697,691.40		
No	Senior Engineer/Planner	\$40.00	\$70.00	\$62.85	\$62.85	948.00					
No	Resident Engineer	\$40.00	\$70.00								
No	Project Engineer/Planner	\$25.00	\$60.00	\$49.63	\$49.63	4,563.00					
No	Staff Engineer/Planner	\$20.00	\$40.00								
No	Engineer/Accountant	\$20.00	\$60.00	\$34.54	\$34.54	4,004.00					
No	Senior Technical Specialist	\$25.00	\$60.00	\$48.73	\$48.73	400.00					
No	Technical Specialist	\$15.00	\$50.00	\$33.65	\$33.65	600.00					
No	Architect	\$30.00	\$70.00								
No	Realty Specialists	\$20.00	\$70.00								
No	Intern	\$8.25	\$20.00								
No	Admin/Clerical	\$8.25	\$40.00	\$38.95	\$38.95	250.00					

EXHIBIT "1"

Contract No.: 1-17-4296

Consultant: H.W. Lochner, Inc.

Date: 9/29/2017

EXHIBIT C-3: DIRECT LABOR EMPLOYEE CLASSIFICATION LIST

Tollway Classification	Consultant Classification (specific to each company)	Consultant Employee Name (SEE NOTE 1 TO RIGHT)	Range per Hour
Principal			\$50 - \$70
Project Manager	Senior Project Manager	Cholewa, Richard W	\$40 - \$70
	Senior Project Manager	Desmaretz, Kenneth L	
	Senior Project Manager	Herring, Daniel Walton	
	Senior Project Manager	Hong, Jianqing	
	Project Manager	Kassay, A. Kevin	
	Senior Project Manager	Malone, Colleen M	
	Project Manager	McKenna, Andrew W	
	Project Manager	Shannon, David	
	Senior Project Manager	Zorn, Michael	
Senior Engineer/Planner	Senior Structural Engineer	Khan, Arsalan	\$40 - \$70
	Senior Structural Engineer	Nusekabel, Kent G	
	Senior Structural Engineer	Steffen, Glenn W	
Resident Engineer			\$40 - \$70
Project Engineer/Planner	Project Engineer	Bender, Douglas M.	\$25 - \$60
	Project Engineer	Shelton, Matthew Allen	
Staff Engineer/Planner			\$20 - \$40
Engineer /Accountant	Engineer	Alvarez, Dalila Kristel	\$20 - \$60
	Engineer	Ganbold, Tsogt	
	Structural Engineer	Farhat, Maen Ali	
	Engineer	Lau, Alexander	
	Structural Engineer	Lohan, Andrew	
	Structural Engineer	Martin, Michael W	
	Structural Engineer	McNally, Jordan William	
	Engineer	Nardulli, Jacob	
	Structural Engineer	Noack, Brad L J	
	Engineer	Wielgos, Janusz	
Senior Technical Specialist	Senior Technician	Danley, Raymond C	\$25 - \$60
Technical Specialist	CAD Technician	Finowicki, Elizabeth	\$15 - \$50
Architect			\$30 - \$70
Realty Specialists			\$20 - \$70
Intern			\$8.25 - \$20
Admin/Clerical	Marketing	FitzPatrick, Megan	\$8.25 - \$40
	Clerical	Garbacz, Lois J	

ALLOWABLE DIRECT COSTS

10.01.2013

Effective for contracts awarded on or after October 1, 2013, 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)
Vehicle Rental	\$55/day (Maximum)
Leased / Company-Owned Vehicles (does not include personal vehicles, not owned by the company)	\$65/day
Vehicle Half-day Rate	\$32.50/half day
Parking	Actual Cost
Tolls	Actual Cost
Overtime	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
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 a "tool of the trade."

ALLOWABLE DIRECT COSTS

Construction Inspection

Construction Inspection Communications:

Cell Phones	Unallowable
Radio Communication	Actual Cost
2-way Radio	Actual Cost

Vehicles (Only for Vehicles assigned to project)

Rental (Daily Rate Only) - Including Tolls	\$55/day (Maximum)
Leased / Company-Owned Vehicles (does not include personal vehicles, not owned by the company)	\$65/day

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:

- Parking is now an allowable cost
- Cell phones are now an unallowable direct cost
- 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.

Contract No.: I-17-4296

Consultant: H.W. Lochner, Inc.

EXHIBIT E - KEY PROJECT PERSONNEL

Project Principal: _____

Project Manager: Andrew W McKenna

Project Engineer: _____

Resident Engineer: _____

Documentation Engineer: _____

Project Civil Engineer: Douglas M Bender

Project Structural Engineer: Kent G Nusekabel

Project Drainage Engineer: Alexander Lau

Senior Engineer: _____

Others: Name: _____

Classification: _____

Name: _____

Classification: _____

Name: _____

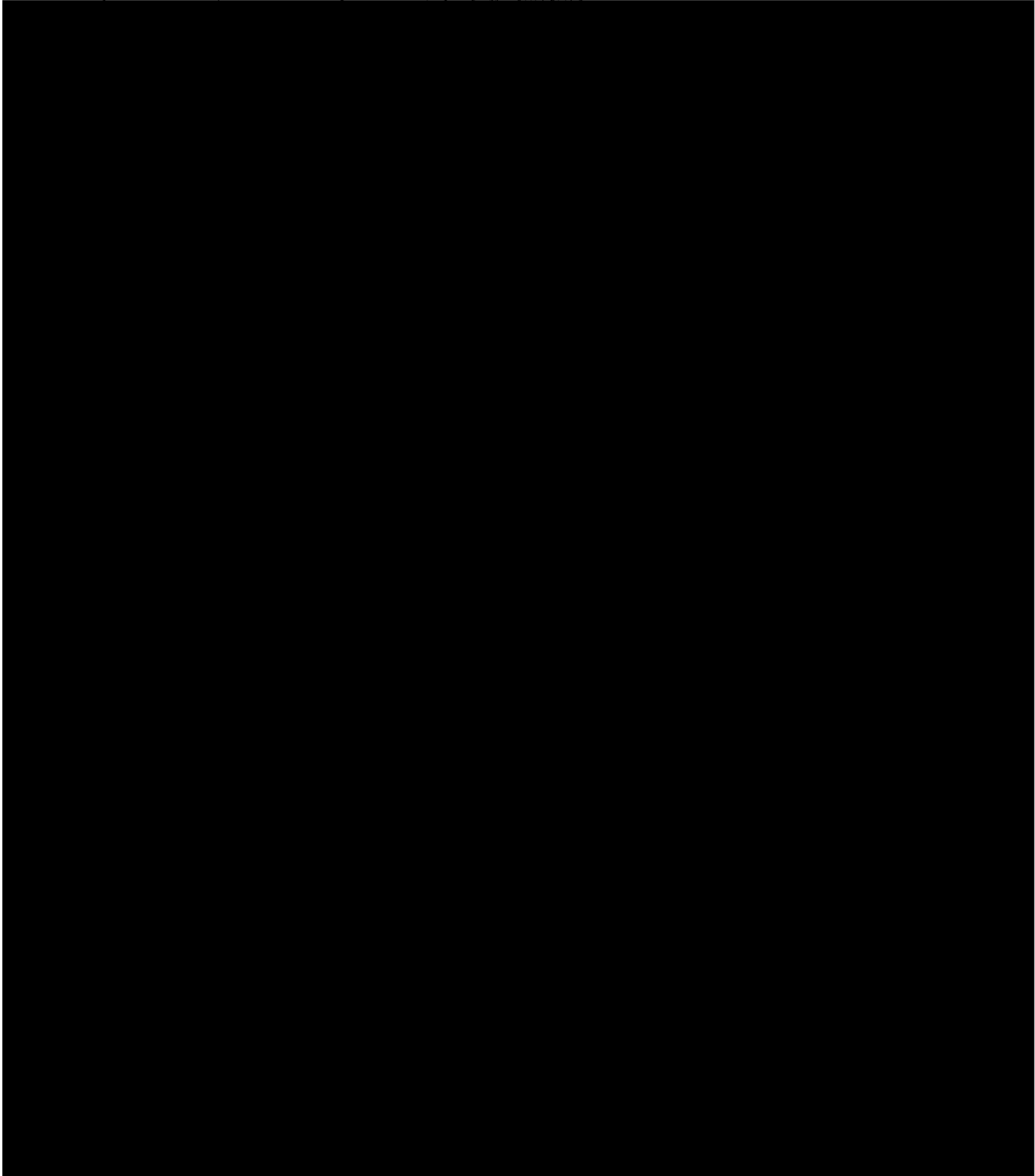
Classification: _____

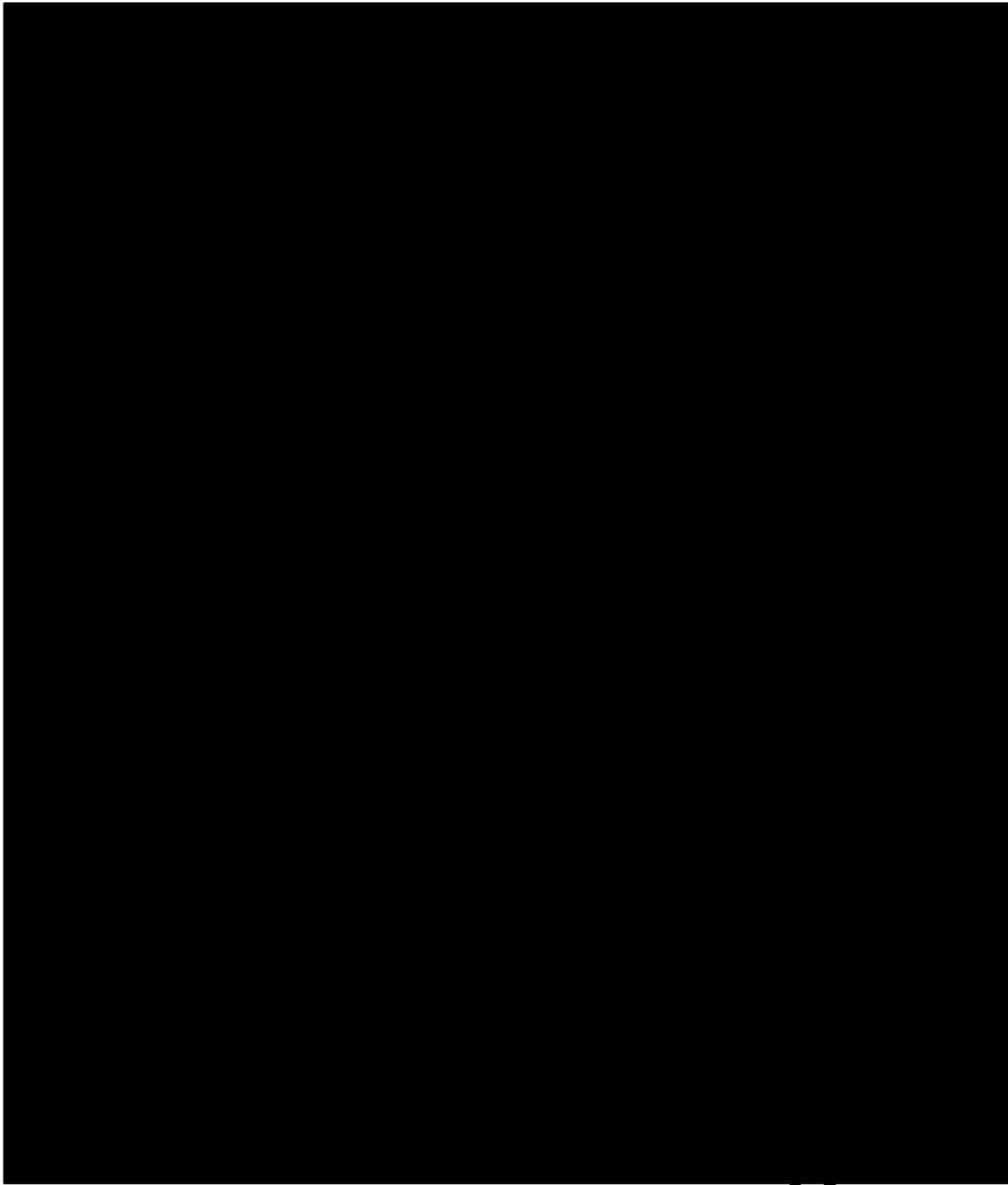
Name: _____

Classification: _____

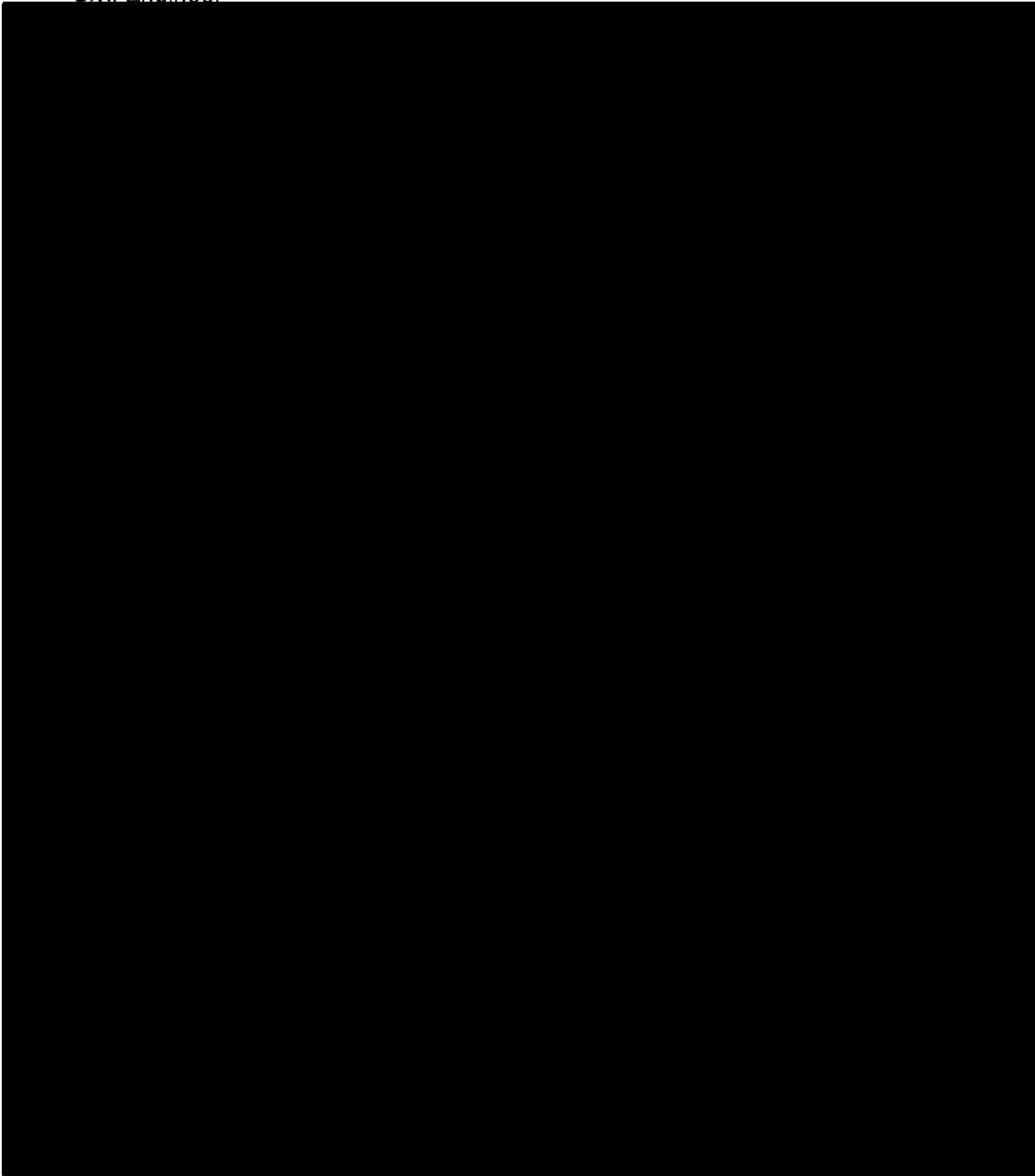
Andrew W McKenna, PE, CFM, CPESC

Project Manager/ Lead Hydraulics and Drainage

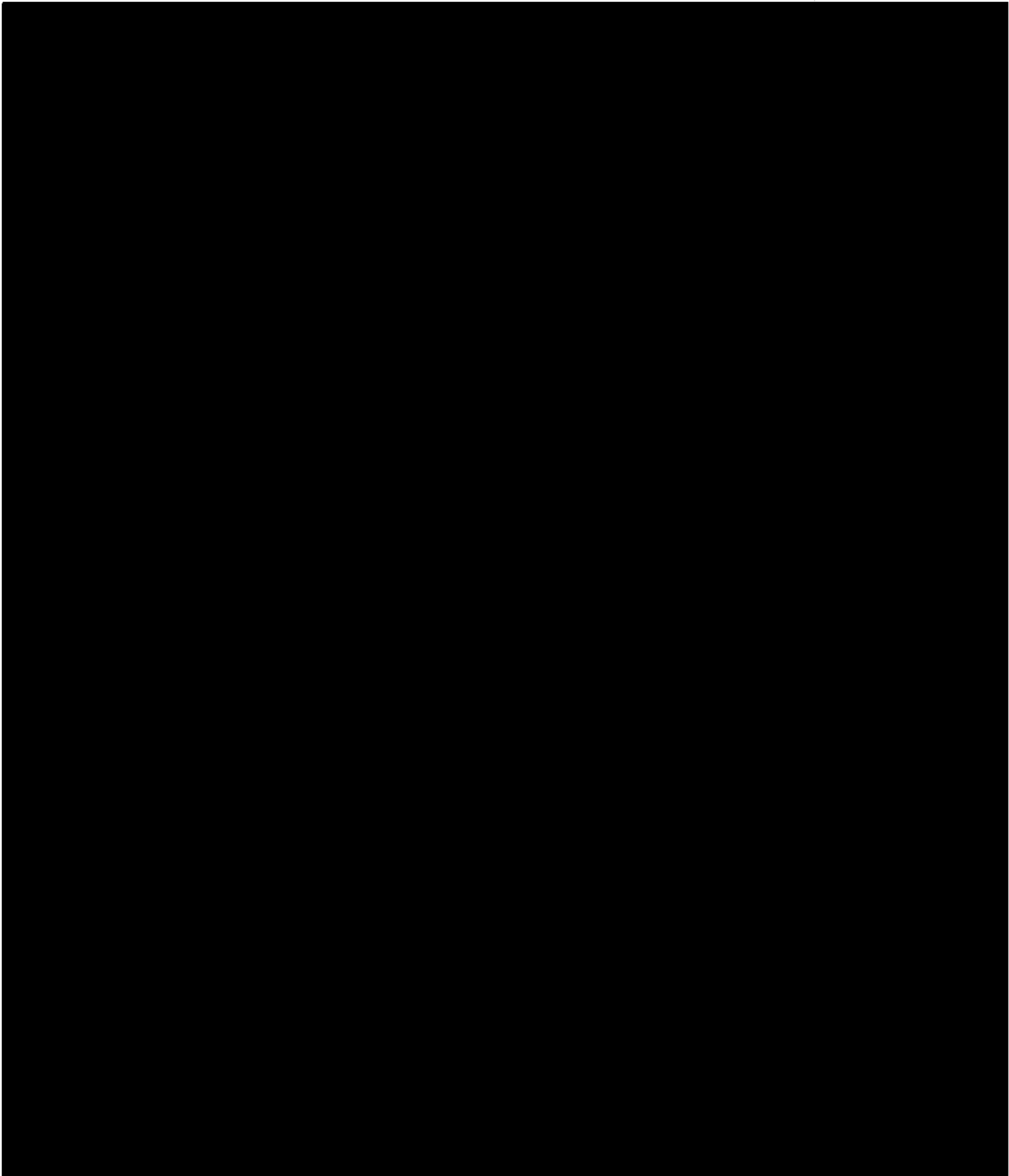




Douglas M Bender, PE, PTOE
Civil Engineer

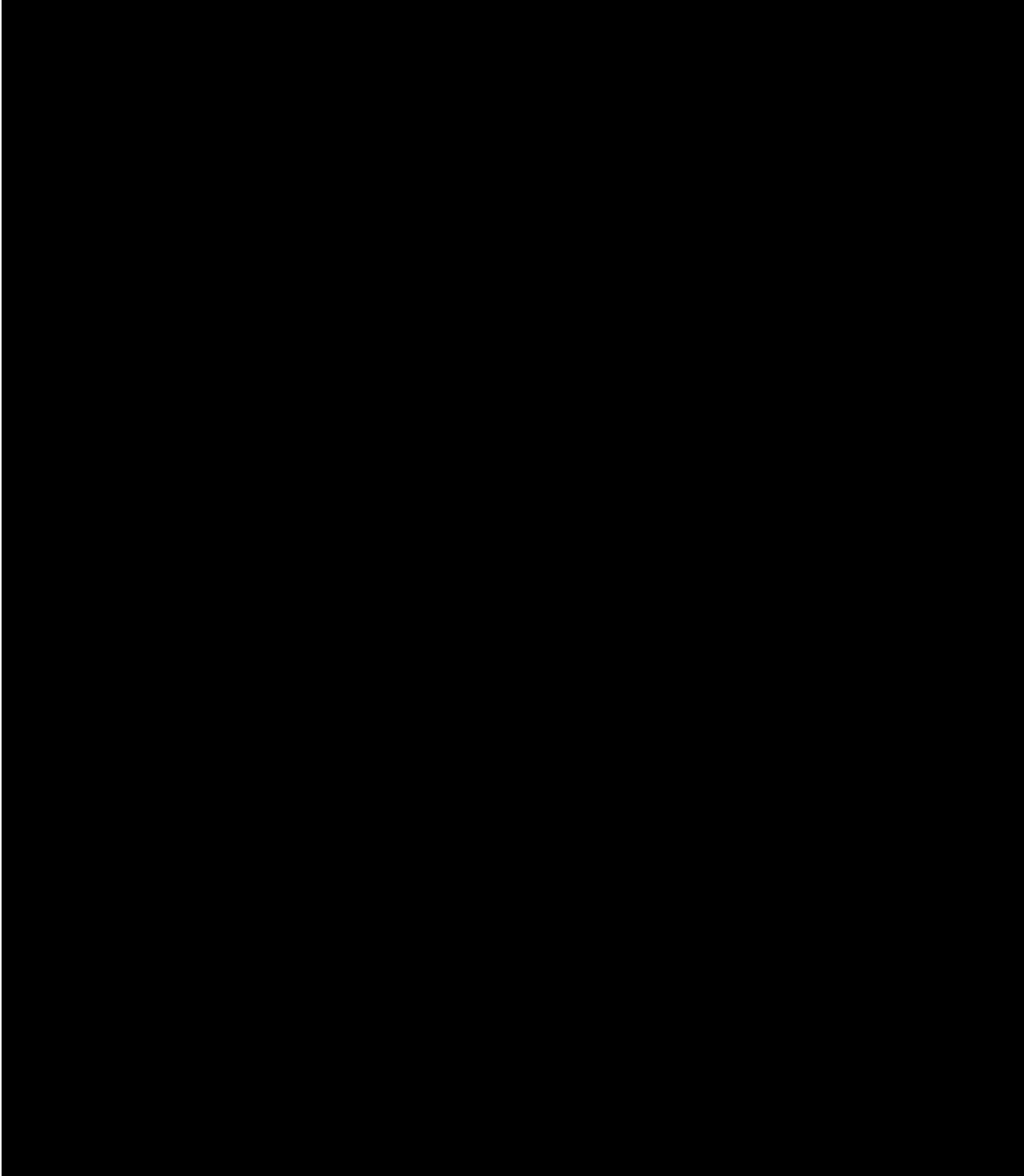


Douglas M Bender, PE, PTOE

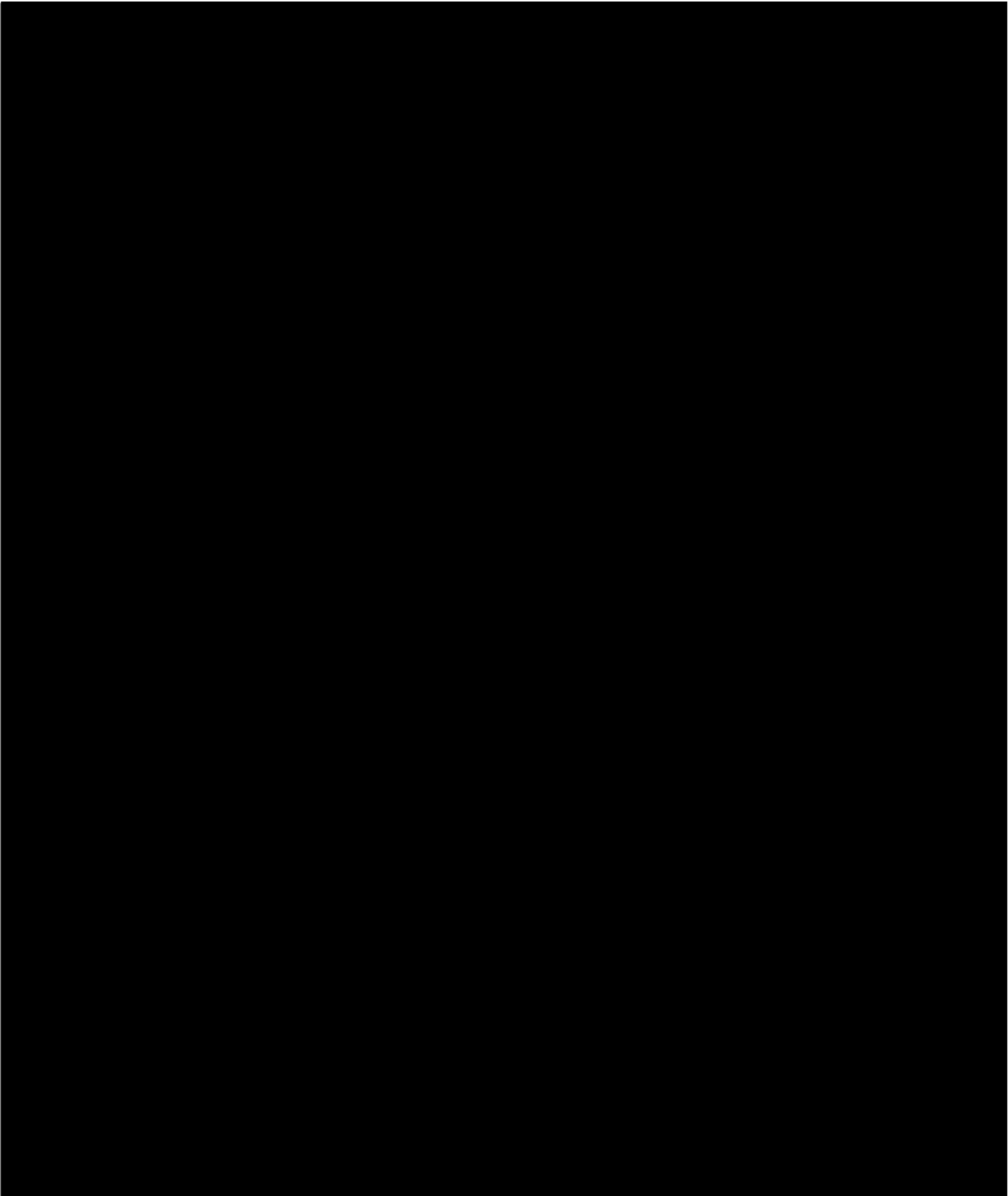


Kent G Nusekabel, PE, SE

Senior Structural Engineer

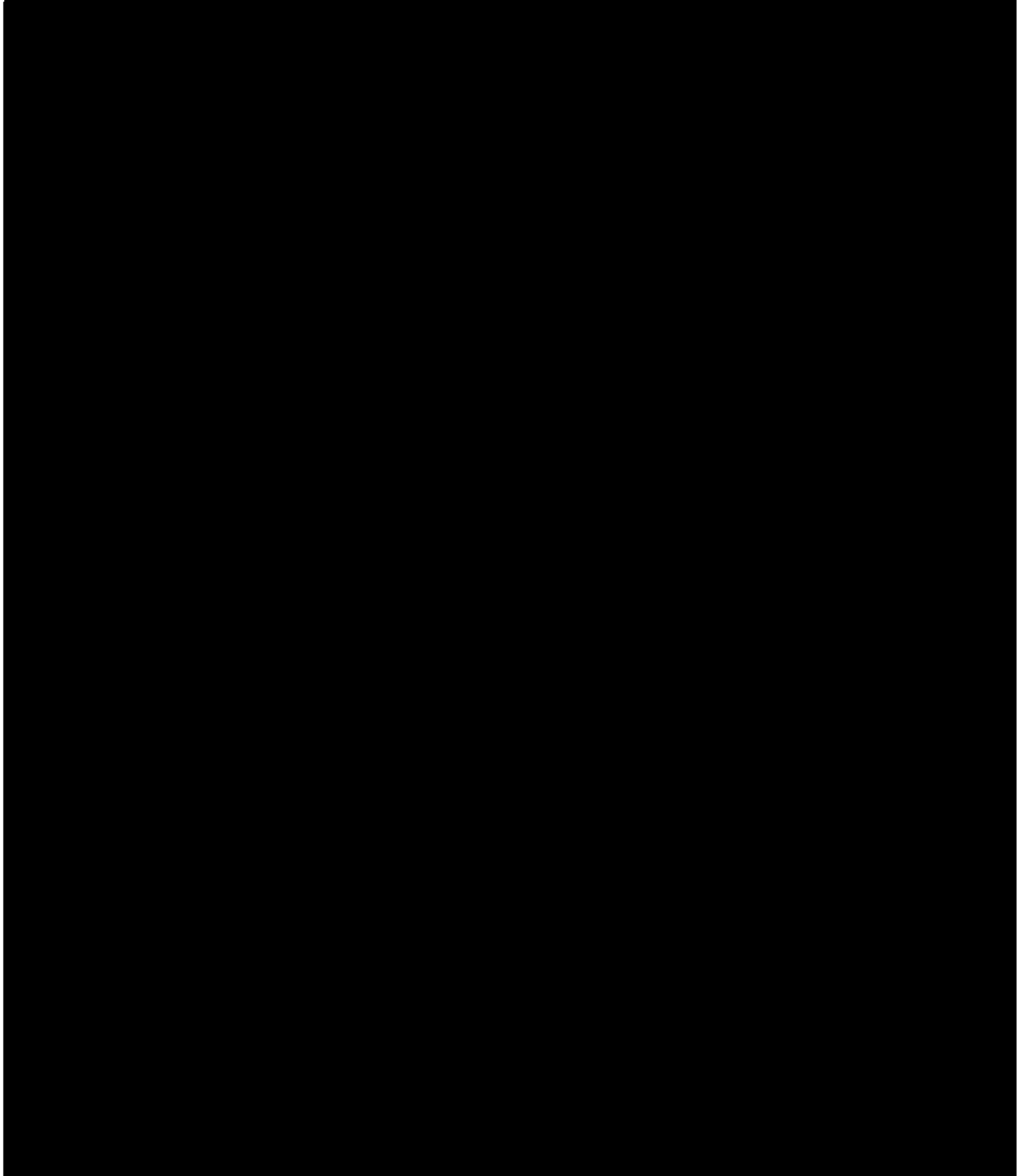


Kent G Nusekabel, PE, SE



Alexander Lau, PE, CFM

Drainage Engineer



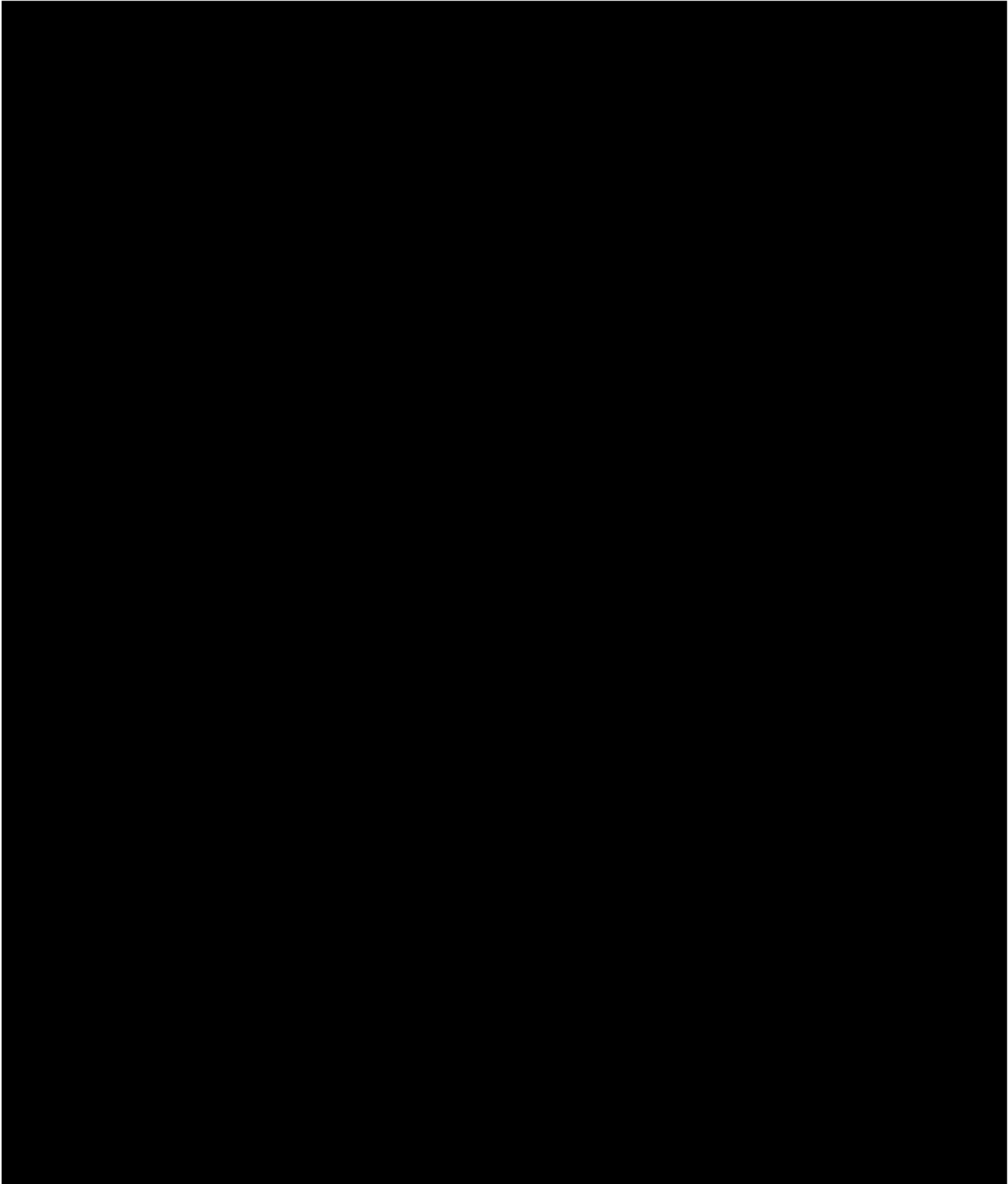


Exhibit F
Refinement to Scope of Services

Tollway Contract I-17-4296

**I-294, ROADWAY RECONSTRUCTION, 95TH STREET
(M.P.17.8) TO LAGRANGE ROAD (M.P. 20.7)**

H.W. Lochner, Inc.

September 2017

**I-294, ROADWAY RECONSTRUCTION, 95TH STREET (M.P.17.8) TO
LAGRANGE ROAD (M.P. 20.7)**

I-17-4296

EXHIBIT F - REFINEMENT TO THE SCOPE OF WORK

H.W. LOCHNER. INC.

SEPTEMBER 2017

INTRODUCTION

This document supplements the Exhibit F Refinement to the Scope of Work prepared by HDR (Prime Consultant) for the scope of services to be provided by H.W. Lochner, Inc. (Lochner). The Prime Consultant prepared the Exhibit F Refinement to the Scope of Work to amend and supplement the Exhibit F Scope of Work provided by the Tollway to HDR.

This project includes the development of a concept design review technical memorandum, contract plans, specifications and estimates for Reconstruction of the Tri-State Tollway (I-294) from MP 17.8 (95th Street) to MP 20.7 (LaGrange Rd) as shown in the Master Plan (RR-14-4223). The project also includes the development of exhibits, narratives and completed forms for environmental permit applications to be submitted by others for the entire I-294 corridor. Contingency items of work have been included for potential work. The services are anticipated to begin in December 2017 and be completed by November 2022.

The General Assumptions, Exclusions and Contingency Tasks are described in the Exhibit F Refinement to the Scope of Work prepared by HDR and apply to H.W. Lochner's scope of services.

LOCHNER SCOPE OF SERVICES

CONCEPT DESIGN VERIFICATION

Lochner's scope of services includes the review of the Concept Drainage Report provided to the DSE and preparation of a concept design review technical memorandum as described in Exhibit F. The preparation of a concept drainage report is not included in the scope of services.

PHASE II PLANS, SPECIFICATIONS AND ESTIMATES

Drainage

Lochner's scope of services includes the preparation of Phase 2 drainage plans, drainage calculations and drainage related specifications and estimates as described in Exhibit F. Lochner is not responsible for preparing and submitting environmental and drainage related permits. Lochner will provided permitting support services to HDR and Quigg Engineering.

The following clarification and additions are noted below to supplement Exhibit F

1. Add the following to Item II. Section D. Drainage – “Televising of existing storm sewers to remain within the reconstruction limits will be performed by the DSE and will be included as a direct cost. The storm sewers to remain within the plaza omission area will not be televised.”
2. Add the following to Item V of Exhibit F – Electronic copies of the drainage models included with the Concept Drainage Report.

Phase II Roadway Engineering

Lochner will contribute to this task and will provide various Phase II roadway support to HDR.

Phase II Structural Engineering

Lochner will contribute to this task and will provide Phase II structural engineering support to HDR for the design of retaining walls and noisewalls. The inspection of bridges, retaining walls, noisewalls, culverts or other structural elements is not included in Lochner’s scope of services.

EXHIBIT G

Contract No. I-17-4296

H.W. Lochner, Inc.

CURRENT OBLIGATIONS FOR PROJECT

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-14-4221	PH I and PH II Engineering-I-294 Mile Long Bridge	\$12,099,725.00	\$8,961,986.00	12/31/2020
RR-16-4250	PH III Engineering Services - Various Locations on the Tollway System	\$3,000,000.00	\$1,500,000.00	12/31/2018
I-16-9189	PH III Engineering Services - Various Locations on the Tollway System	\$368,000.00	\$190,000.00	12/21/2018
IL 6 Peoria East Cooridor	PH I Corridor Study	\$4,265,000.00	\$47,000.00	3/19/2018
Various D-2	Various Engineering Services for District 2	\$485,000.00	\$20,000.00	5/30/2018
IL 47/US 30	PH I Engineering	\$2,814,000.00	\$180,000.00	12/1/2017
US 6/IL 7	PH II Engineering	\$4,011,000.00	\$10,000.00	12/15/2017
D-3 Various	PH II Engineering for District 3	\$1,000,000.00	\$100,000.00	10/1/2017
US 45 (Millburn Bypass)	PH III Engineering Services	\$2,214,000.00	\$2,214,000.00	12/31/2018
RR-16-4277	PH I Engineering Tri-State Tollway (I-94), Pavement and Structural Preservation and Rehabilitation, M.P 0.5 (Russell Road) to M.P. 25.2 (Lake Cook Road)	\$171,000.00	\$171,000.00	12/31/2018

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): _____

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	
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: \$ _____ -

Contract Information Sheet

Complete the following information and it will be populated on every exhibit.

Consultant Name: Thomas Engineering Group, LLC

Contract Number: I-17-4296

Proposal Date: 9/29/2017

Exhibit Pointers Editable cells in each exhibit are underlined in red

Notes and guidance for each exhibit are on the right of the exhibits in yellow text boxes

A full set of instructions to complete the exhibits is available on the Tollway's website

Contract Number: I-17-4296

Consultant: Thomas Engineering Group, LLC

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				
1. Structure Inspections													75		75	
2. Retaining Wall Design																
3. SanS and WM Design																
4. Roadway Support																
5. QA/QC																
6. Meetings, Field Checks													8		8	
7. Administration													4		4	
TOTALS															87	87

Grand Total Exhibit A Hours 2,490

Contract Number: I-17-4296 Consultant: Thomas Engineering Group, LLC

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2019												TOTAL HOURS				
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec					
1. Structure Inspections																	
2. Retaining Wall Design	17	17	17	17	17	17	17	17	17	17	17	17	17	17	17	17	204
3. SanS and WM Design	35	35	35	35	35	35	35	35	35	35	35	35	35	35	35	35	420
4. Roadway Support																	
5. QA/QC						20										20	40
6. Meetings, Field Checks	6	6	6	6	6	6	6	6	6	6	6	6	6	6	6	6	72
7. Administration	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3	36
TOTALS	61	61	61	61	61	81	61	61	61	61	61	61	61	61	61	81	772

Contract Number: I-17-4296 Consultant: Thomas Engineering Group, LLC

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2021												TOTAL HOURS			
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec				
1. Structure Inspections																
2. Retaining Wall Design																
3. SanS and WM Design			11			10			10							41
4. Roadway Support																
5. QA/QC		2			2			2								8
6. Meetings, Field Checks	1	1	1	1	1	1	1	1	1	1	1	1	1	1	1	12
7. Administration	1		1		1		1		1		1			1		6
TOTALS	2	3	13	1	4	11	2	3	12	1	4	11	1	4	11	67

Contract Number: I-17-4296 Consultant: Thomas Engineering Group, LLC

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2022												TOTAL HOURS		
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec			
1. Structure Inspections															
2. Retaining Wall Design															
3. SanS and WM Design															
4. Roadway Support			10			10			10					10	
5. QA/QC		1			1			1						1	
6. Meetings, Field Checks	1	1	1	1	1	1	1	1	1	1	2			2	
7. Administration	1		1		1				1		1			1	
TOTALS	2	2	12	1	3	11	2	2	12	1	14				62

Contract No.: I-17-4296

Consultant: Thomas Engineering Group, LLC

Date: 9/29/2017

EXHIBIT C-1: PAYROLL CLASSIFICATION ESCALATION TABLE

CONTRACT TERM: 60 No. OF MONTHS
 SCHEDULED START DATE: 12/1/2017
 RAISE DATE: 1/1/2018
 PERCENT OF RAISE: 0%

ESCALATION PER YEAR Year 1 through 5

Date	Date	Date	Date	Date	Date	Date
12/1/2017 - 12/31/2017	1/1/2018 - 12/31/2018	1/1/2019 - 12/31/2019	1/1/2020 - 12/31/2020	1/1/2021 - 12/31/2021		
1.0	12.0	12.0	12.0	12.0		
60.0	60.0	60.0	60.0	60.0		
1.67%	20.00%	20.00%	20.00%	20.00%		
Factor First Period	Escalation Factor Second Period	Escalation Factor Third Period	Escalation Factor Fourth Period	Escalation Factor Fifth Period		

ESCALATION PER YEAR Year 6 through 10

Date	Date	Date	Date	Date	Date	Date
1/1/2022 - 11/30/2022						
11.0						
60.0	60.0	60.0	60.0	60.0	60.0	60.0
18.33%						
Escalation Factor Sixth Period	Escalation Factor Seventh Period	Escalation Factor Eighth Period	Escalation Factor Ninth Period	Escalation Factor Tenth Period		

The escalation factor for this project is: 100.00%

Contract No.: I-17-4296

Consultant: Thomas Engineering Group, LLC

Date: 9/29/2017

Escalation Factor: 100.00%

(From Exhibit C-1)

EXHIBIT C-2: DIRECT LABOR CLASSIFICATION MAN-HOURS AND RATES										DIRECT COST OVERTIME PREMIUM			
Classification Eligible for Premium Overtime?	Tollway Classification	Tollway MINIMUM Hourly Rate for Classification	Tollway MAXIMUM Hourly Rate for Classification	Average Hourly Rate for Classification (See Note A to Right)	Escalated Average Hourly Rate for Classification (See Note B to Right)	Estimated Work Hours (Including Overtime)	Total Estimated Work Hours:			Total Overtime Premium:			
							Escalated Average Hourly Rate for Classification (See Note C to Right)	Escalated Average Premium Hourly Rate (See Note C to Right)	Estimated Overtime Hours (Overtime Hours Only) (See Note D to Right)	Total Estimated O/T Hours:	Average Premium O/T Hourly Rate:	Total Overtime Premium:	
No	Principal	\$50.00	\$70.00	\$70.00	\$70.00	7.00							
No	Project Manager	\$40.00	\$70.00	\$70.00	\$70.00	62.00							
No	Senior Engineer/Planner	\$40.00	\$70.00	\$70.00	\$70.00	125.00							
No	Resident Engineer	\$40.00	\$70.00	\$64.97	\$64.97	374.00							
No	Project Engineer/Planner	\$25.00	\$60.00	\$55.87	\$55.87	187.00							
No	Staff Engineer/Planner	\$20.00	\$40.00	\$30.01	\$30.01	595.00							
No	Engineer /Accountant	\$20.00	\$60.00	\$45.23	\$45.23	595.00							
No	Senior Technical Specialist	\$25.00	\$60.00	\$40.31	\$40.31	62.00							
No	Technical Specialist	\$15.00	\$50.00	\$26.39	\$26.39	62.00							
No	Architect	\$30.00	\$70.00	\$43.52	\$43.52	284.00							
No	Realty Specialists	\$20.00	\$70.00										
No	Intern	\$8.25	\$20.00	\$16.38	\$16.38	125.00							
No	Admin/Clerical	\$8.25	\$40.00	\$26.21	\$26.21	12.00							

Contract No.: I-17-4296

Consultant: Thomas Engineering Group, LLC

Date: 9/29/2017

EXHIBIT C-3: DIRECT LABOR EMPLOYEE CLASSIFICATION LIST

Tollway Classification	Consultant Classification (specific to each company)	Consultant Employee Name (SEE NOTE 1 TO RIGHT)	Range per Hour
Principal	Principal	Thomas E. Gill, III	\$50 - \$70
Project Manager	Proj Manager/Senior Resident Eng	Gregory A. Benske	\$40 - \$70
	Proj Manager/Senior Resident Eng	Kevin C. VanDeWoestyne	
	Proj Manager/Senior Resident Eng	Steve S. Pasinski	
	Proj Manager/Senior Resident Eng	Edward J. Herlihy	
Senior Engineer/Planner	Project/Resident Engineer V	Glen A. Kirchen	\$40 - \$70
	Project/Resident Engineer V	Eric E. Rose	
	Project/Resident Engineer V	Kenneth K. Sargent	
Resident Engineer	Project/Resident Engineer IV	Curtis R. Cornwell	\$40 - \$70
	Project/Resident Engineer IV	Douglas M. Masters	
	Project/Resident Engineer IV	Brian B. Witkowski	
	Project/Resident Engineer IV	Nicholas J. Orf	
	Project/Resident Engineer IV	Brian L. Pawula	
	Project/Resident Engineer IV	Alan C. Hasler	
	Project/Resident Engineer IV	James M. Yuratovac	
Project Engineer/Planner	Business Administration Head	Sujata Banerjee	\$25 - \$60
	Chief Surveyor	Christopher J. DeYoung	
	Project/Resident Engineer III	Jeffrey J. Klein	
	Project/Resident Engineer III	John T. Gatses	
Staff Engineer/Planner	Design/Construction Engineer I	Raciel Ocampo	\$20 - \$40
	Design/Construction Engineer I	Jacob D. Warren	
	Design/Construction Engineer I	Elias G. Korolis	
	Design/Construction Engineer I	Liam A. Pozdol	
	Design/Construction Engineer I	Vincent J. Micek	
	Design/Construction Engineer I	Victoria E. Han	
	Design/Construction Engineer I	Kyle J. Vander Zee	
	Design/Construction Engineer I	Nick M. Lorusso, Jr.	
	Design/Construction Engineer I	Annie E. Riemann	
	Design/Construction Engineer I	Alejandro Zepeda	

Contract No.: I-17-4296

Consultant: Thomas Engineering Group, LLC

Date: 9/29/2017

EXHIBIT C-3: DIRECT LABOR EMPLOYEE CLASSIFICATION LIST

Tollway Classification	Consultant Classification (specific to each company)	Consultant Employee Name (SEE NOTE 1 TO RIGHT)	Range per Hour
Engineer /Accountant	Project/Resident Engineer II	Matthew F. Champine	\$20 - \$60
	Project/Resident Engineer II	Nathan P. Holmer	
	Project/Resident Engineer II	Justin R. Brown	
	Project/Resident Engineer II	Tomasz M. Tretowicz	
	Project/Resident Engineer II	Hyder P. Syed	
Senior Technical Specialist	Technician III	Stephen A. VanDeveer	\$25 - \$60
	Technician III	Kent A. Williams	
Technical Specialist	Technician	Angelia C. Millsap	\$15 - \$50
Architect	Senior Technician	James B. Haitma	\$30 - \$70
	Senior Technician	Donald J. Naughton	
Realty Specialists			\$20 - \$70
Intern	Design/Construction Intern	Kyle J. Knupp	\$8.25 - \$20
	Design/Construction Intern	Sean W. Kirwin	
	Design/Construction Intern	Mitchell J. Severson	
Admin/Clerical	Marketing Assistant	Angelica Gal	\$8.25 - \$40

Contract No.: I-17-4296 Consultant: Thomas Engineering Group, LLC

EXHIBIT D

REIMBURSABLE DIRECT COSTS - WORKSHEET ESTIMATES

- A. **VEHICLE REIMBURSEMENT - rate based on link below**
<http://www2.illinois.gov/cms/Employees/travel/Pages/TravelReimbursement.asp>

- B. **ALLOWABLE DIRECT COSTS - based on link below**
http://www.illinoistollway.com/documents/10157/2389762/12_LG_TOLLWAY_XX_ALLOWABLEDIRECTCOSTS_10012013.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

None

TOTAL DIRECT COSTS (Vehicles, Allowable and Itemized) **\$ 4,000.93**

ALLOWABLE DIRECT COSTS

10.01.2013

Effective for contracts awarded on or after October 1, 2013, 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)
Vehicle Rental	\$55/day (Maximum)
Leased / Company-Owned Vehicles (does not include personal vehicles, not owned by the company)	\$65/day
Vehicle Half-day Rate	\$32.50/half day
Parking	Actual Cost
Tolls	Actual Cost
Overtime	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
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 a “tool of the trade.”

ALLOWABLE DIRECT COSTS

Construction Inspection

Construction Inspection Communications:

Cell Phones	Unallowable
Radio Communication	Actual Cost
2-way Radio	Actual Cost

Vehicles (Only for Vehicles assigned to project)

Rental (Daily Rate Only) - Including Tolls	\$55/day (Maximum)
Leased / Company-Owned Vehicles (does not include personal vehicles, not owned by the company)	\$65/day

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:

- Parking is now an allowable cost
- Cell phones are now an unallowable direct cost
- 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.

Contract No.: I-17-4296

Consultant: Thomas Engineering Group, LLC

EXHIBIT E - KEY PROJECT PERSONNEL

Project Principal: Steve S. Pasinski

Project Manager: Brian L. Pawula

Project Engineer: Curtis R. Cornwell

Resident Engineer: _____

Documentation Engineer: _____

Project Civil Engineer: Vincent J. Micek

Project Structural Engineer: Nathan P. Holmer

Project Drainage Engineer: Nicholas J. Orf

Senior Engineer: Eric E. Rose

Others: Name: _____

Classification: _____

Name: _____

Classification: _____

Name: _____

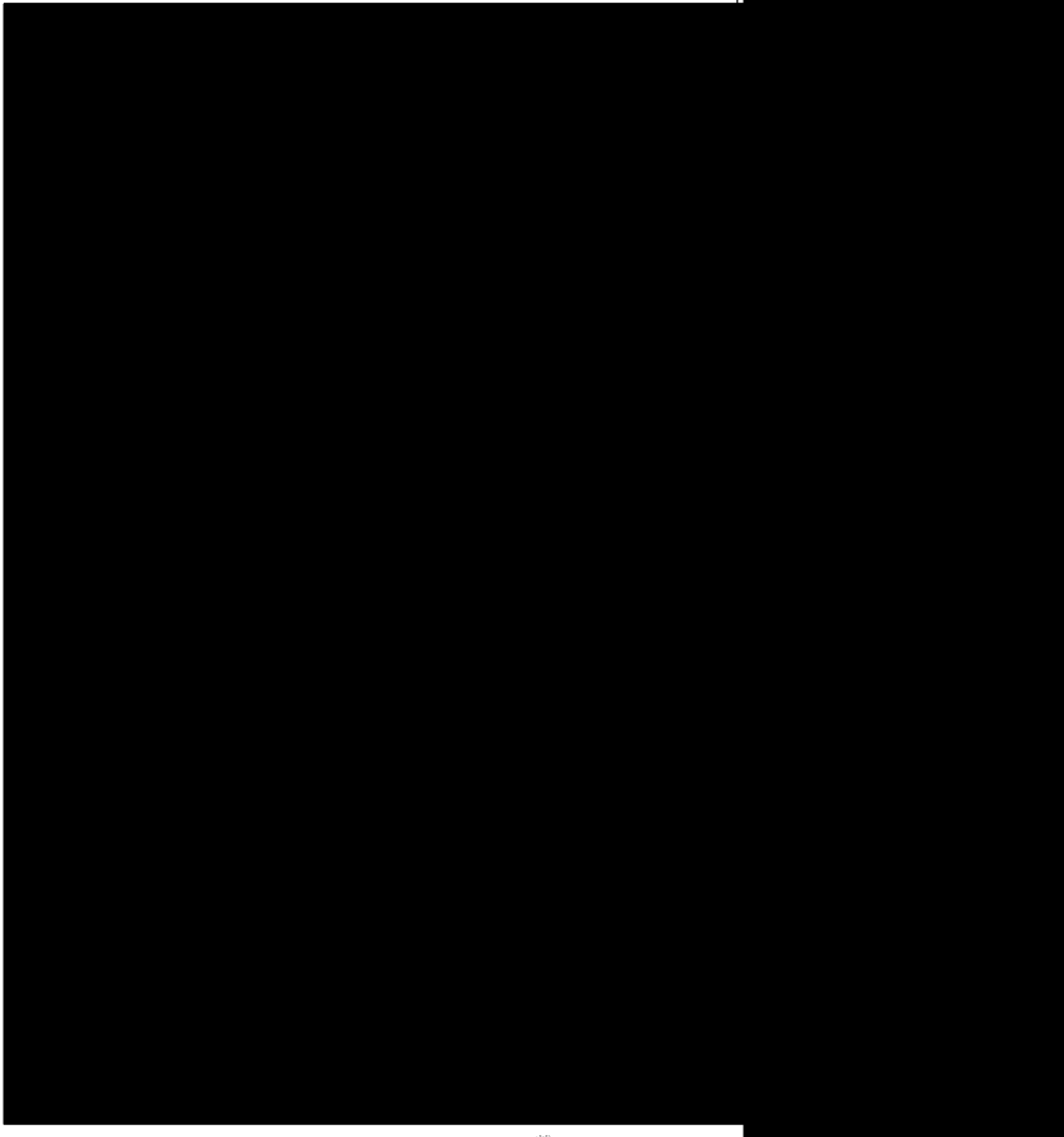
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Name: _____

Classification: _____

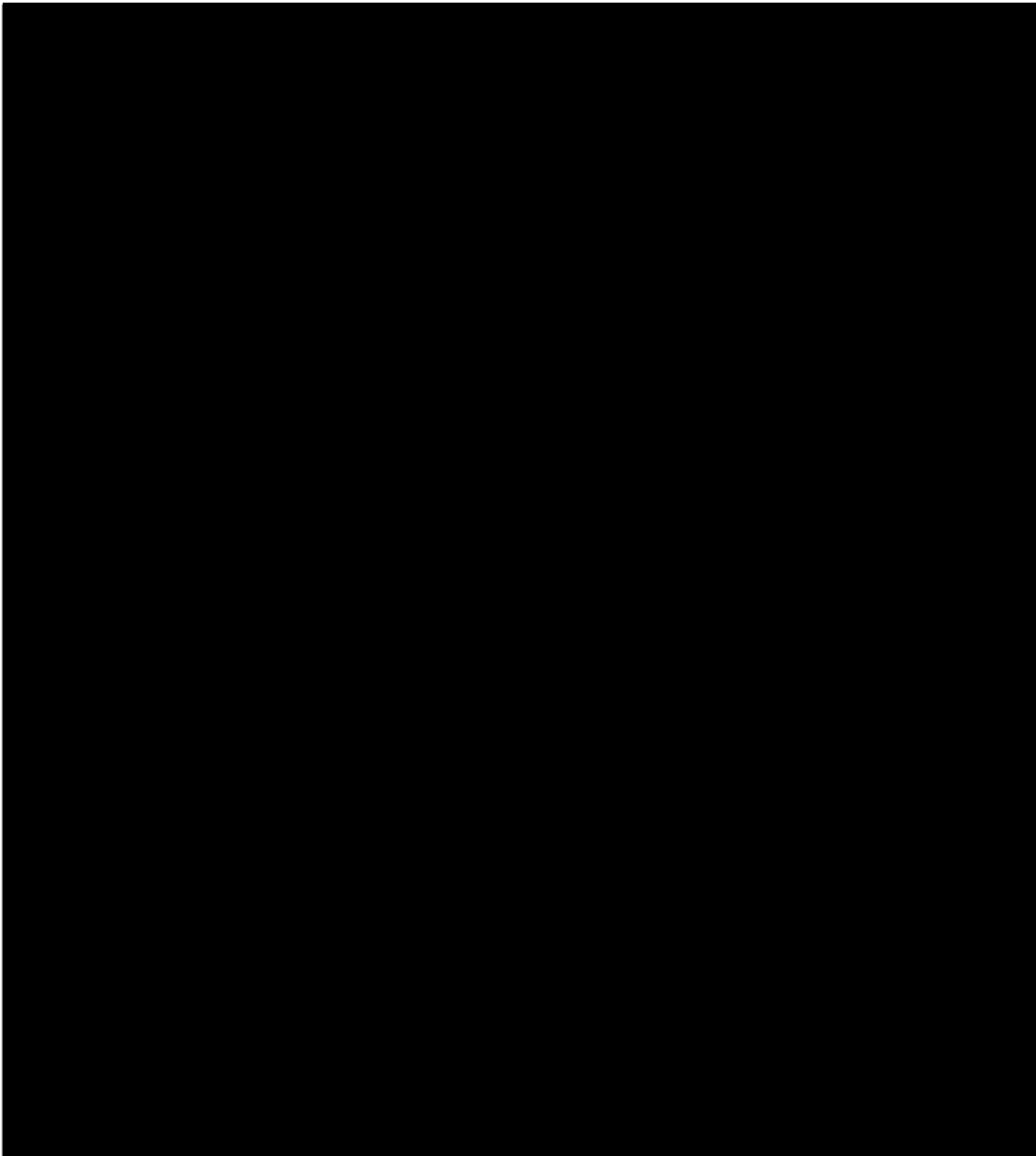
STEVE S. PASINSKI, P.E.

DEPARTMENT HEAD



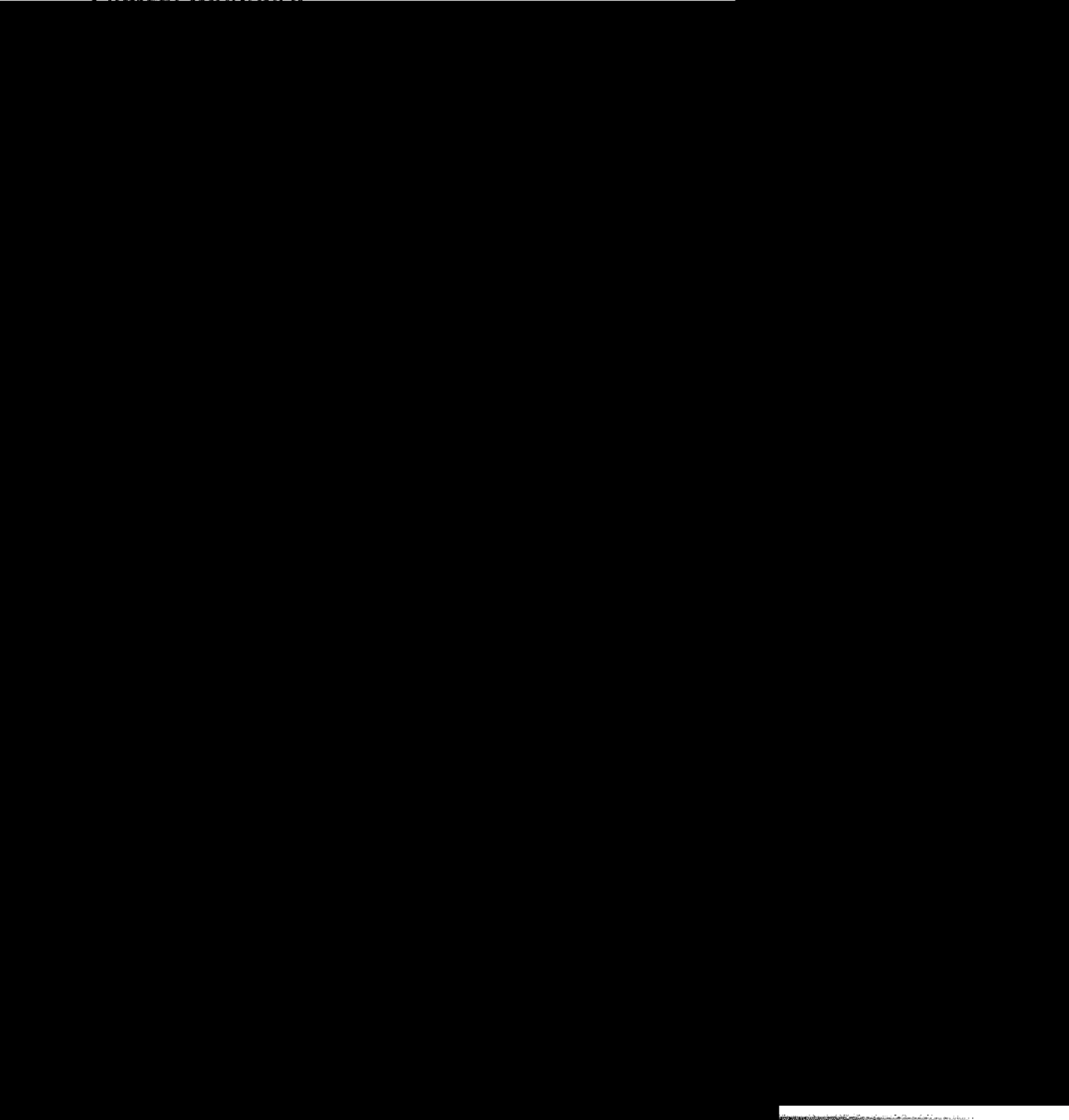
PSB 17-3, Item 1, I-17-4296
Tri-State Tollway, Roadway Reconstruction
95th Street (M.P. 17.8) to LaGrange Road (M.P. 20.7)

Steve S. Pasinski, P.E.



BRIAN L. PAWULA, P.E., PMP

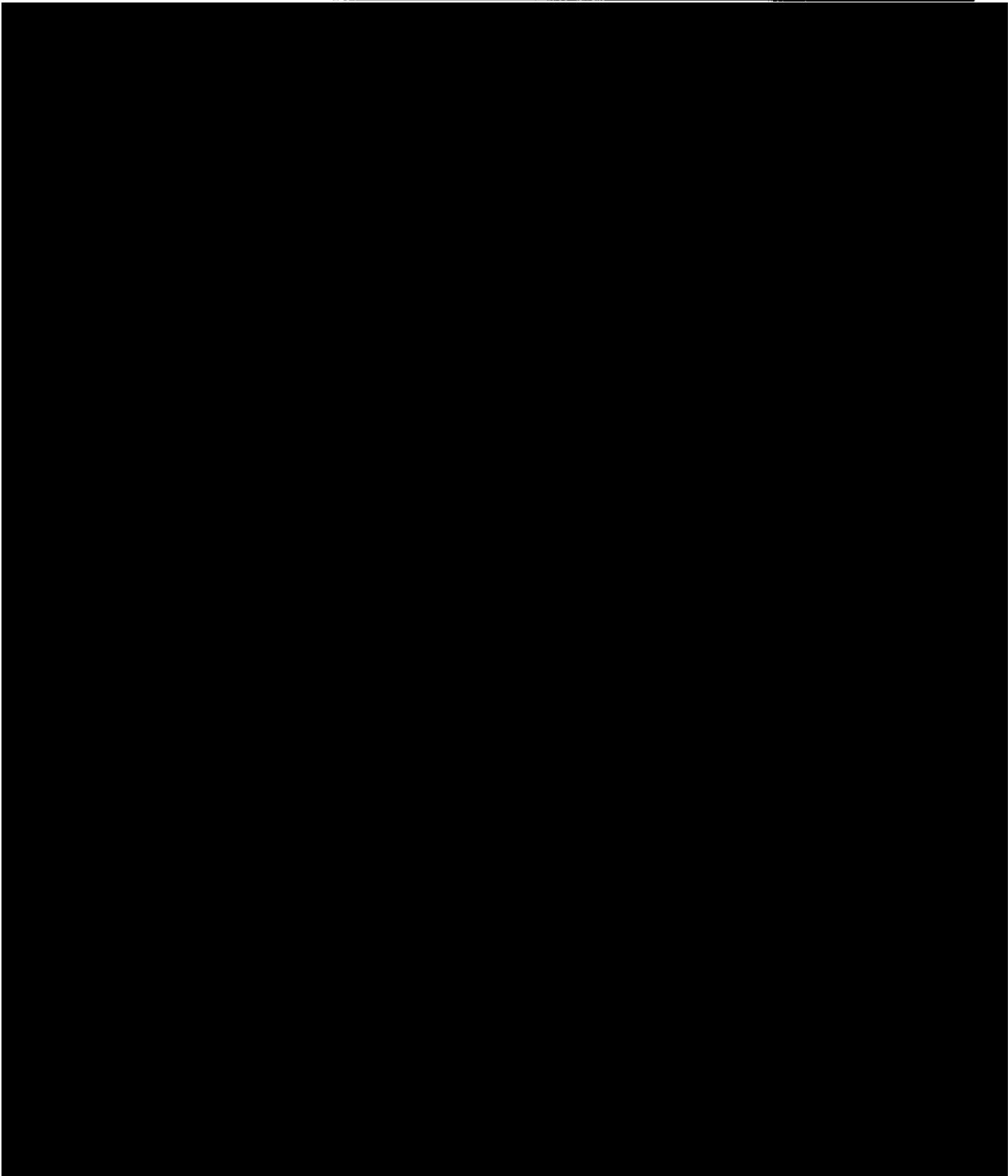
PROJECT MANAGER



...the highest grade.

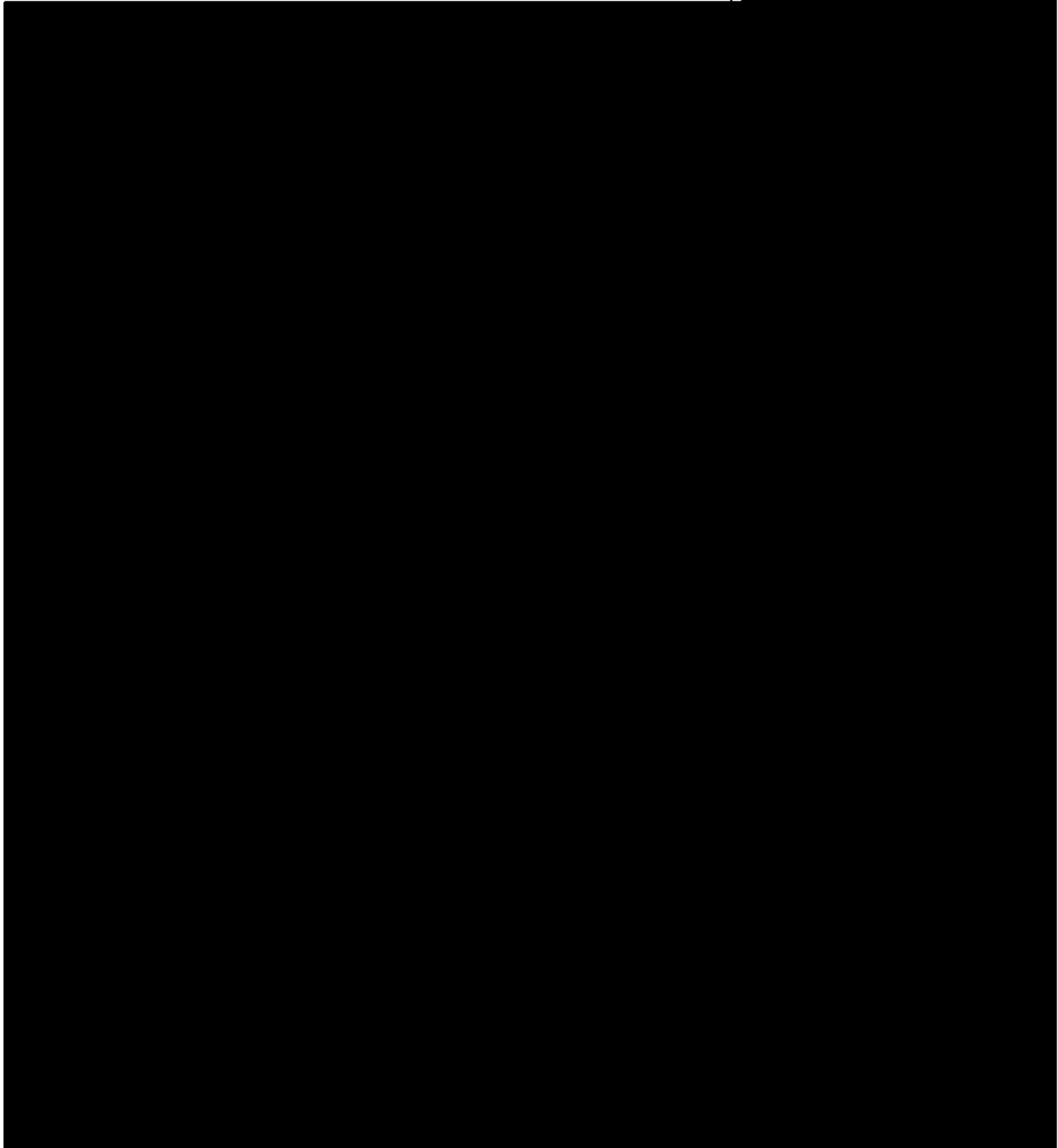
PSB 17-3, Item 1, I-17-4296
Tri-State Tollway, Roadway Reconstruction
95th Street (M.P. 17.8) to LaGrange Road (M.P. 20.7)

Brian L. Pawula, P.E., PMP



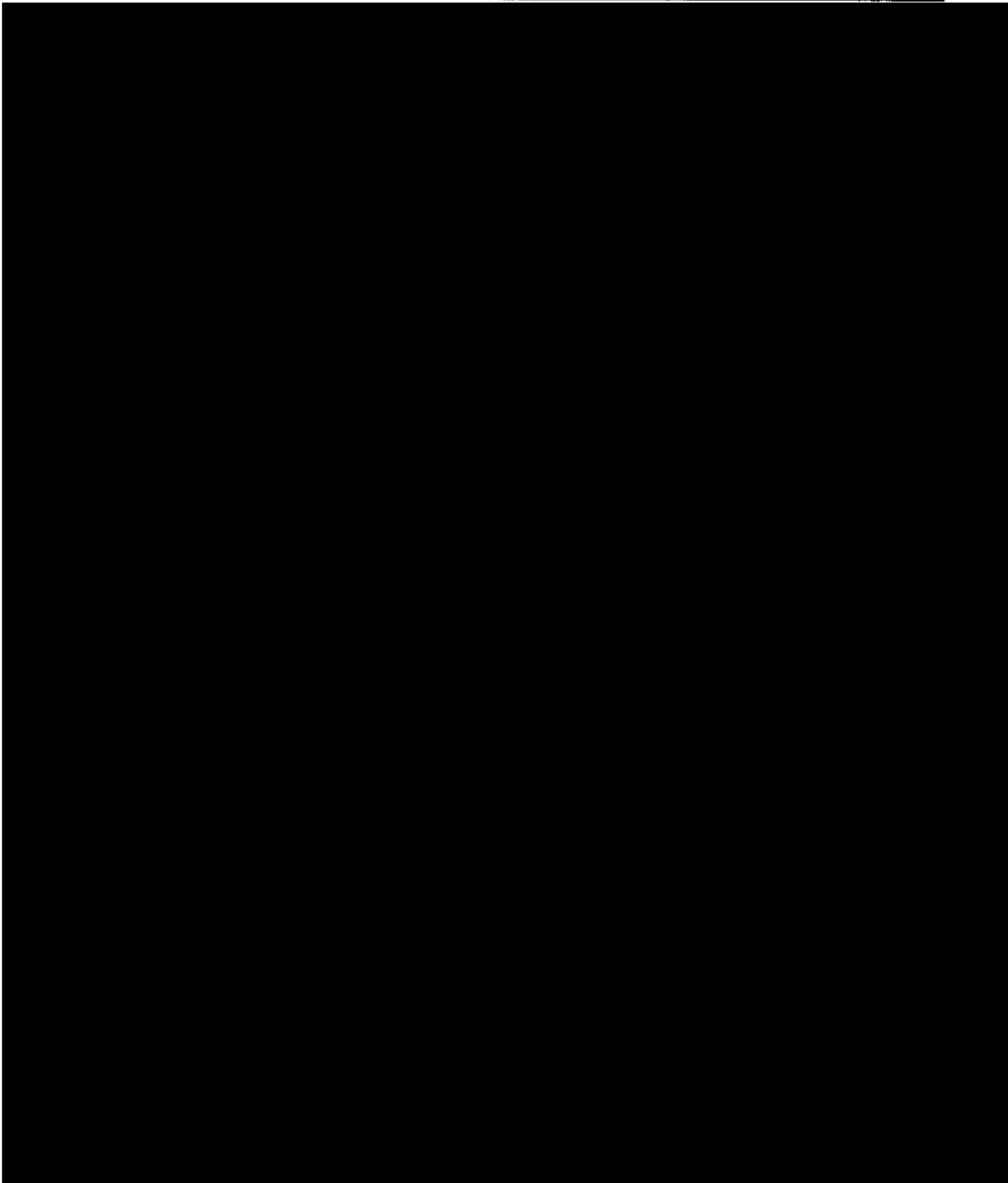
CURTIS R. CORNWELL, P.E., PTOE

PROJECT ENGINEER



**PSB 17-3, Item 1, I-17-4296
Tri-State Tollway, Roadway Reconstruction
95th Street (M.P. 17.8) to LaGrange Road (M.P. 20.7)**

Curtis R. Cornwell, P.E., PTOE

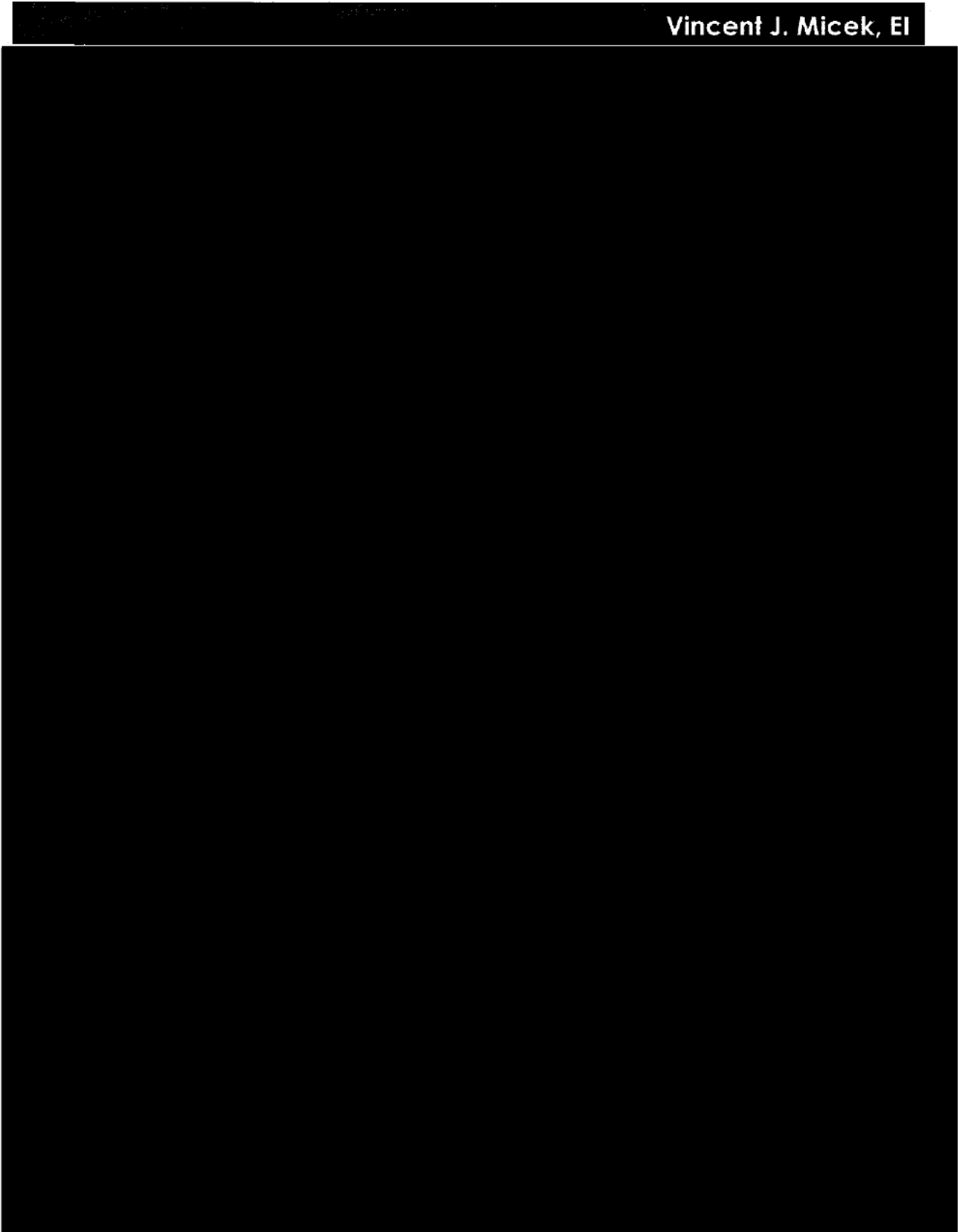


VINCENT J. MICEK, EI

ROADWAY AND DRAINAGE PROJECT STAFF

PSB 17-3, Item 1, I-17-4296
Tri-State Tollway, Roadway Reconstruction
95th Street (M.P. 17.8) to LaGrange Road (M.P. 20.7)

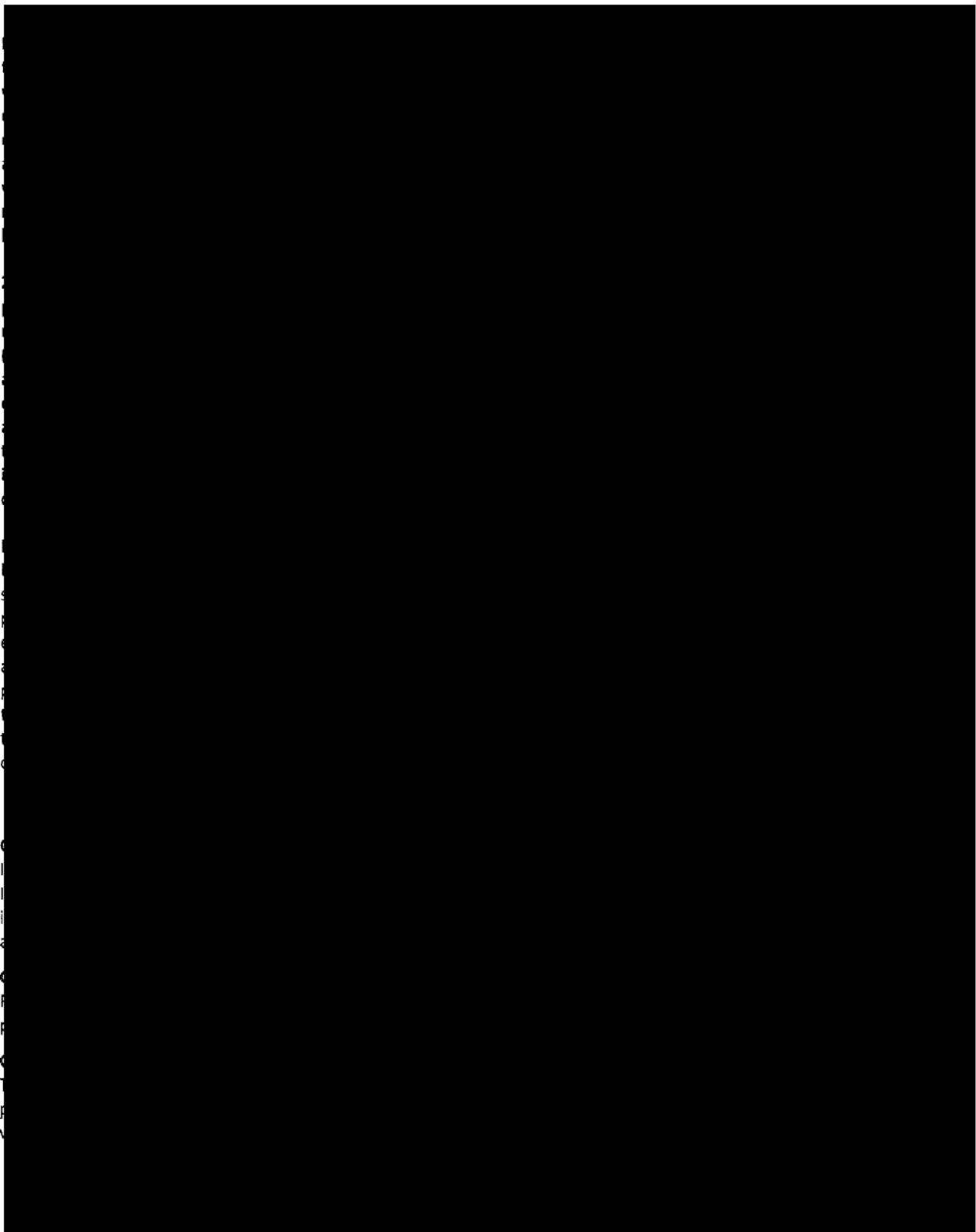
Vincent J. Micek, EI



NATHAN P. HOLMER, PE, SE
STRUCTURAL STAFF

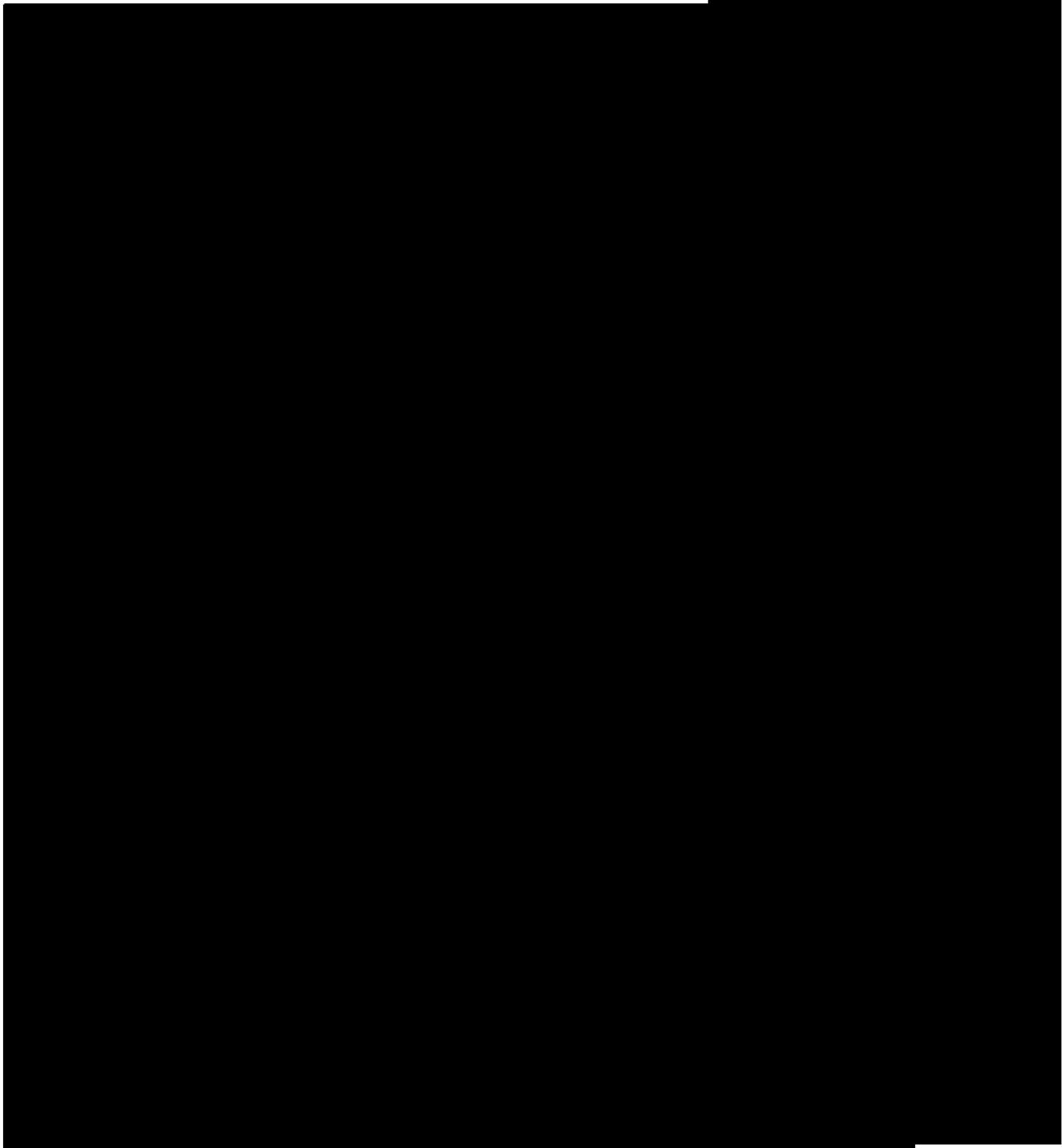
PSB 17-3, Item 1, I-17-4296
Tri-State Tollway, Roadway Reconstruction
95th Street (M.P. 17.8) to LaGrange Road (M.P. 20.7)

Nathan P. Holmer, P.E., S.E.



NICHOLAS J. ORF, P.E., CFM, CPESC

PROJECT MANAGER/DRAINAGE ENGINEER



PSB 17-3, Item 1, I-17-4296
Tri-State Tollway, Roadway Reconstruction
95th Street (M.P. 17.8) to LaGrange Road (M.P. 20.7)

Nicholas I. Orf P.E. CFM CPESC



ERIC E. ROSE, P.E.

PROJECT MANAGER



PSB 17-3, Item 1, I-17-4296
Tri-State Tollway, Roadway Reconstruction
95th Street (M.P. 17.8) to LaGrange Road (M.P. 20.7)

Eric E. Rose, P.E.

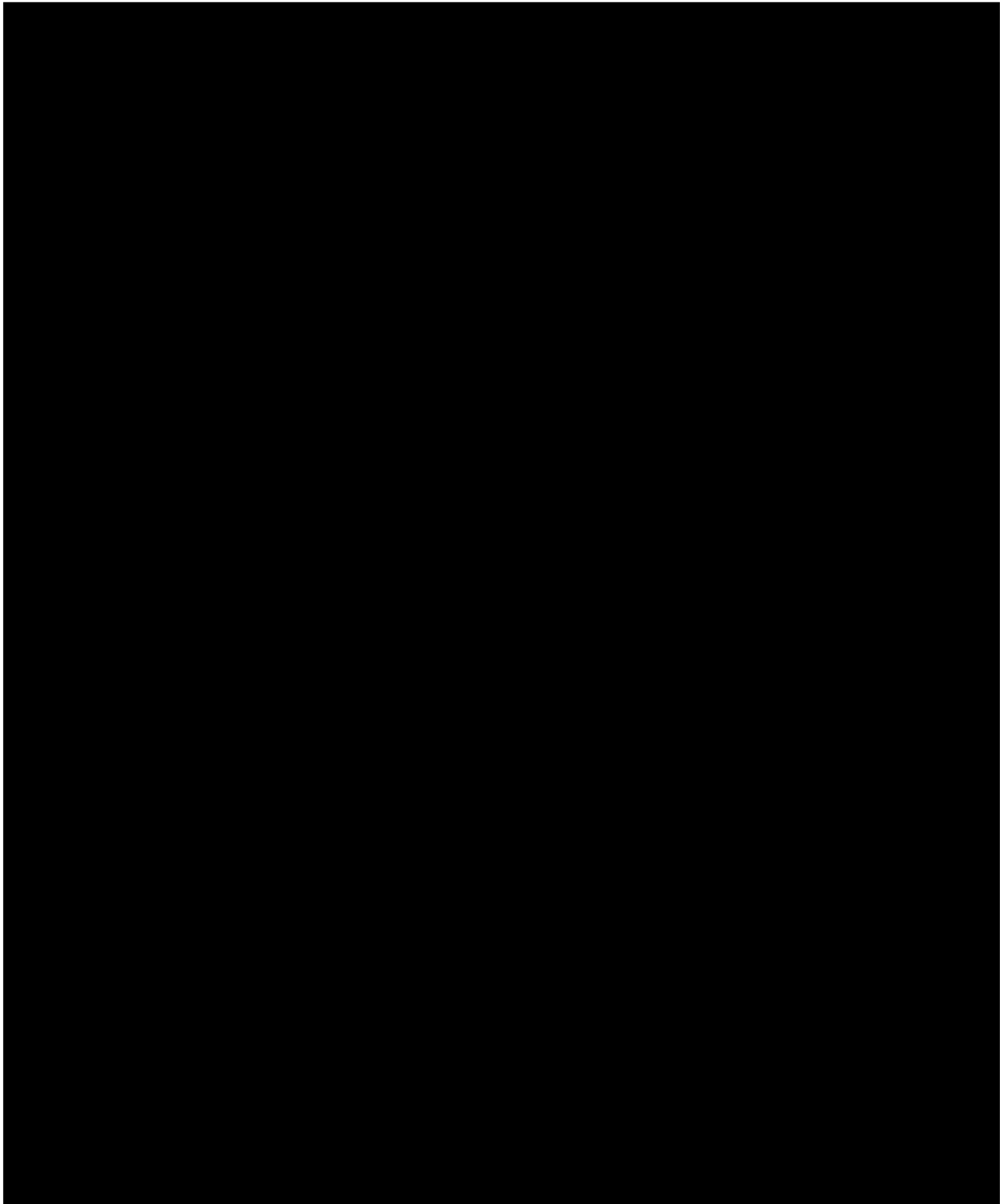


EXHIBIT F

Contract No. I-17-4296

Thomas Engineering Group, LLC

SCOPE OF SERVICES

Refer to attached Exhibit F: Scope of Work
For Subconsultant:
Thomas Engineering Group, LLC

Exhibit F

Scope of Work

**Tri-State Tollway, Roadway Reconstruction,
95th Street (M.P. 17.8) to LaGrange Road (M.P. 20.7)**

Contract No. I-17-4296

Illinois State Toll Highway Authority

For Subconsultant:

Thomas Engineering Group, LLC

Scope of Work – Thomas Engineering Group, LLC

This scope of work supplements and expands upon the overall project scope of work for prime consultant HDR Engineering, Inc. (HDR). It is exclusive to subconsultant Thomas Engineering Group, LLC (TEG). TEG's primary roles on this project include (1) structure inspections, (2) retaining wall design, and (3) sanitary sewer and water main design. TEG's work has been subdivided into the following 7 tasks.

1. Structure Inspections

The purpose of this task is to perform cursory inspections of existing structures that are to be rehabilitated to provide repair recommendation verification to supplement the Bridge Condition Reports (BCRs) or Structure Condition Reports (SCRs) developed by others in a previous phase of the project. Cursory inspections are intended as an opportunity for the HDR Team to compare current structural conditions to the previously developed BCRs and SCRs and for the HDR Team to accept their recommendations or adjust them, if necessary, early in the Phase II process.

The structures to be inspected in this task include bridges, retaining walls, and noise walls within the project limits that are to be rehabilitated. Additionally, portions of the bridges within the project limits that will be partially demolished and carrying traffic during staged construction will be inspected.

Pre-inspection activities include accessing and compiling reports, drawings, and other information necessary for efficient field inspection work.

Cursory inspection teams will be led by IDOT-Certified Bridge Inspection Program Managers or IDOT-Certified Bridge Inspection Team Leaders.

HDR will provide:

- a. BCRs and SCRs from the previous design phase for the structures included in this task
- b. CADD files for the condition sketches in these BCRs and SCRs
- c. Coordination of inspection activities with parties outside of the HDR Team
- d. Maintenance of Traffic Support

Post-inspection activities include the development of the deliverables for this task. The deliverables for this task include a Supplemental BCR for each of the bridges and a Supplemental SCR for each of the retaining wall or noise wall structures. These documents will describe what was done for the cursory inspections and will modify and/or add to the information provided in the BCRs/SCRs from the previous design phase. At a minimum, the Supplemental BCRs and Supplemental SCRs will include a cover page, a table of contents, a description of the cursory inspection activities performed, and inspection photos with captions. Where additional modifications and/or additions are required, the Supplemental document will describe them using the same organization as the BCRs/SCRs from the previous design phase. The Supplemental BCRs/SCRs developed in this task will not address cost estimates, load ratings, or analysis of alternatives – this work is intended to identify conditions that differ from the BCRs/SCRs from the previous design phase.

This task is anticipated to be required to be completed within the first 6 months following Notice to Proceed (NTP). Assuming NTP on December 1, 2017, this task is due to be completed by the end of May 2018.

The following structures are included in this task:

a. Bridges

- i. Bridge 179, EB Archer Avenue over I-294:
Recommended alternative is complete replacement. Portions of the existing bridge will be used to carry traffic in staged condition.
- ii. Bridge 181, WB Archer Avenue over I-294:
Recommended alternative is complete replacement. Portions of the existing bridge will be used to carry traffic in staged condition.
- iii. Bridge 171, I-294 over 87th Street:
Recommended alternative is bridge widening with superstructure replacement. Portions of the existing bridge will be used to carry traffic in staged condition.
- iv. Bridge 173, I-294 over Roberts Road:
Recommended alternative is bridge widening with superstructure replacement. Portions of the existing bridge will be used to carry traffic in staged condition.
- v. Bridge 175, I-294 over 87th Street and Roberts Road:
Recommended alternative is bridge widening with superstructure replacement. Portions of the existing bridge will be used to carry traffic in staged condition.

b. Retaining Walls

The recommended alternative for all retaining walls listed here is repair.

- i. NB Wall ID TS19.50R, NB (Partial): Sta. 1032+20 to 1043+89, 1,169' length (RWall A)
- ii. NB Wall ID TS19.50R, NB (Partial): Sta. 1047+72 to 1050+40, 268' length (RWall B)
- iii. SB Wall ID TS17.70R, SB(R): Sta. 938+70 to 940+50, 180' length (RWall C)
- iv. SB Wall ID TS19.70R, SB: Sta. 1044+40 to 1050+30, 590' length (RWall D)

Retaining Wall Summary

Total length of retaining walls for cursory inspection = 2,207'

c. Noise Walls

The noise walls included here are listed in good to fair condition and are assumed to be recommended for repair.

- i. NB Wall ID TS19.00N, NB (Partial): Sta. 1014+32 to 1022+50, 818' length (NWall A)
- ii. NB Wall ID TS19.40N, NB: Sta. 1026+30 to 1032+40, 610' length (NWall B)
- iii. NB Wall ID TS19.50N, NB (Partial): Sta. 1032+30 to 1043+89, 1,159 length (NWall C)
- iv. SB Wall ID TS17.55N, SB(R): Sta. 930+40 to 938+80, 840' length (NWall D)
- v. SB Wall ID TS17.69N, SB(R): Sta. 938+45 to 938+60, 15' length (NWall E)
- vi. SB Wall ID TS17.70N, SB(R): Sta. 938+60 to 940+50, 190' length (NWall F)

Noise Wall Summary

Total length of noise walls for cursory inspection = 3,632'

2. Retaining Wall Design

The purpose of this task is to develop the structural plan sets for proposed Wall ID PR-TS18.20R, NB. This is anticipated to be a fill wall constructed using a mechanically stabilized earth (MSE) retention system built in one construction stage. The wall is horizontally curved and is parallel to the outside edge of the shoulder of NB I-294. The wall is anticipated to have a parapet at the top. The wall runs from approximately 963+00 to 974+69, about 1,169 feet long. The wall height varies and is anticipated to be about 3.6 feet tall, maximum.

Design, detailing, and requirements for each submittal will be developed in the latest versions of the applicable Tollway manuals and standards.

TEG will perform roadway work to interpret roadway geometry to determine wall geometry.

No alternatives analysis or Wall Type Study is to be performed – the structure type is assumed to be MSE wall.

HDR will provide TEG with information related to any items that influence the design of the wall, including but not limited to signing, lighting or other attachments, as well as any items to be buried within the reinforced soil zone behind the MSE panels. TEG will develop details to accommodate these items.

The deliverables developed as part of this task will be incorporated into a larger package developed by HDR.

This is largely a geometric design task as the design of the reinforcing straps, MSE panels, and other proprietary components will be developed by the contractor's MSE wall supplier and submitted to the Tollway's CM team for this contract. TEG staff will design and detail the reinforced concrete moment slab and barrier that will attach to the top of the MSE wall.

Per Section 3.0 TYPE, SIZE & LOCATION (TS&L) PLANS of the Illinois Tollway Structure Design Manual, TS&L plans will be submitted with the 30% design submittal. The TS&L is anticipated to have two (2) General Plan & Elevation (GP&E) sheets and one (1) detail sheet including a cross section of the wall and miscellaneous details.

Final Plans, Specifications, and Estimates (PSE) will be submitted for the 60% construction review, and refined for the 90% and 100% submittals. This package will build on the drawings developed for the TS&L and will be refined for use in the PSE package. PSE plans are anticipated to include two (2) GP&E sheets, one (1) detail sheet for the MSE wall with an MSE cross section and details for accommodating components within the reinforced soil zone, and six (6) sheets detailing the plan, elevation and reinforcement for the moment slabs and parapets. One (1) sheet will be required to detail light pole attachments (3 poles anticipated to be attached to this retaining wall) to parapet. Additional sheets may be necessary to accommodate ITS elements (traffic data/management components, CCTV camera poles, conduit, etc.). 15 sheets are assumed in this scope of work.

Review of standard specifications and development of specifications, if required, is included in this task.

Quantities and cost estimates will be developed for the subject MSE wall at the TS&L stage and refined at each subsequent submittal.

Each of the TS&L (30%), PSE (60%, 90%, and 100%) submittals include hours for addressing review comments.

3. Sanitary Sewer and Water Main Design

The purpose of this task is to develop the following utility relocation plans for sanitary sewer and water main.

- a. Sanitary Sewer Relocation Plans for Village of Justice (VOJ)
- b. Water Main Relocation Plans for VOJ
- c. Water Main Relocation Plans for West Suburban Water Commission (WSWC)

Furthermore, TEG reviewed the Master Plan dated July 27, 2017 and estimated the following relocation lengths. Unfortunately, exact impacts and relocation lengths cannot be determined at this time but will have to wait until the overall design has progressed to beyond a preliminary (60%) level.

- a. Sanitary Sewer1,430 linear feet
- b. 6" Water Main350 linear feet
- c. 8" Water Main1,590 linear feet
- d. 20" Water Main2,840 linear feet

Coordination with VOJ and WSWC is included in this task. For each agency, two (2) four-hour meetings (which include drive time) will be attended by two (2) TEG staff, for a total of 32 man-hours. Sign-in sheets, agendas, and minutes will be prepared. TEG will strive to learn their respective design standards, sequencing strategies (i.e. shut downs), and permitting requirements. If necessary, TEG will request exploratory potholing by the agencies to help refine utility relocation designs. If exploratory potholing is deemed necessary, but the agencies do not cooperate, alternate means may become necessary, and these means are not included in TEG's scope of work.

Permitting with the Illinois Environmental Protection Agency (IEPA) is included in this task. Meetings with the IEPA, which are not typical, are not included in TEG's scope of work.

HDR will provide TEG with information related to any items that influence these designs, including but not limited to, drainage, lighting, and other items that may affect existing sanitary sewer and water main. TEG will develop plans and details to accommodate these items.

The deliverables developed as part of this task will be incorporated into a larger package developed by HDR.

Final Plans, Specifications, and Estimates (PSE) will be submitted for the 60% construction review and refined for the 90% and 100% submittals. Design, detailing, and requirements for each submittal will be developed in the latest versions of the applicable Tollway manuals and standards as well as those of the impacted municipalities and/or agencies. Review of standard specifications and development of specifications, if required, is included in this task. Quantities and cost estimates will be developed for the sanitary sewer and water main relocations and refined at each subsequent submittal. Each of the PSE (60%, 90%, and 100%) submittals include hours for addressing review comments.

4. Roadway Support

TEG will provide roadway support to the project team as requested by HDR. It is anticipated that this task will be performed on an as-needed basis in years 3, 4, and 5 of the overall contract duration.

5. QA/QC

TEG will perform QA/QC reviews on our deliverables for milestone submittals. QA/QC activities and reporting for all submittals, studies, inspections, and reports will be in compliance with the Master QA/QC Plan for this project. This task covers project Quality Assurance Review and disposition of internal comments as well as review of all disciplines for constructability and discrepancies after completion of studies and/or assembly of the plans. QA/QC reviewers will be asked to back check their review comments against the revised documents.

6. Meetings and Field Checks

a. Meetings

It is anticipated that bi-weekly internal project team meetings of one (1) hour duration are anticipated in years 1 and 2. One (1) Senior TEG staff will attend. An additional hour per week is anticipated coordinating work with TEG staff and other disciplines within the HDR Team. This task includes coordination effort to support information sharing, team communications, discipline coordination meetings, weekly team conference calls or meetings. It is anticipated that meeting attendance by TEG will decrease in years 3, 4, and 5.

This task does not include external meetings.

b. Field Checks

It is anticipated that periodic field checks will be necessary to initiate, perform, and complete retaining wall design and sanitary sewer and water main design throughout years 1 and 2. During the first round of field checks, special attention will be paid to changes to the existing conditions since the completion of the Master Plan related to topography, vegetation, drainage, above- and below-utilities (if located), side roads, driveways, etc. The final round of field checks will be plan-in-hand field checks. At the time, it will be assumed that all major design work will have been completed including roadway design, traffic items, erosion control plans, right of way design, etc. The goal of this round of field checks will be to ensure that all details and commitments have been satisfactorily incorporated into the plans and specifications and that this project is ready to advance to construction.

7. Administration

This task includes project management and coordination, scheduling and budgeting resources, and preparation of invoices and progress reports, both of which will be submitted on a monthly basis (typical).

EXHIBIT G
Contract No. I-17-4296
Thomas Engineering Group, LLC
CURRENT OBLIGATIONS FOR PROJECT

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
Illinois Tollway, Mile Long Bridge, RR-14-4221	Phase I/II, Bridge widening and reconstruction	\$355,000	\$29,000	12/31/2017
IDOT, Various routes, P-91-021-13	Phase I, Various/Variou, Various construction scopes of work	\$2,000,000	\$250,000	12/31/2017
IDOT, Weber Road, D-91-010-14	Phase II, Roadway widening and reconstruction	\$1,582,400	\$50,000	12/31/2017
IDOT, Maintenance contract, C-91-007-14	Phase III, Various roadside construction and maintenance projects	\$465,000	\$415,000	12/31/2018
IDOT, Various projects, C-91-234-17	Phase III, Various quality assurance for aggregate/HMA/PCC and other material inspection projects	TBD	TBD	TBD
Illinois Tollway, I-90 Fox River Bridge, I-12-4048	Phase III, Bridge widening and reconstruction	\$3,163,659	\$0 or TBD	12/31/2017

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>
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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): _____

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)

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9	<table border="0" style="width: 100%;"> <tr> <td style="width: 30%;">Direct Labor</td> <td style="width: 10%;"></td> <td style="width: 10%; text-align: right;">\$</td> <td style="width: 10%; text-align: center;">-</td> <td style="width: 10%;"></td> <td style="width: 10%;"></td> </tr> <tr> <td>Direct Costs</td> <td></td> <td style="text-align: right;">\$</td> <td style="text-align: center;">-</td> <td></td> <td></td> </tr> <tr> <td>Services by Others</td> <td></td> <td style="text-align: right;">\$</td> <td style="text-align: center;">-</td> <td></td> <td></td> </tr> <tr> <td>Additional Services **</td> <td></td> <td style="text-align: right;">\$</td> <td style="text-align: center;">-</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> <td></td> </tr> </table>	Direct Labor		\$	-			Direct Costs		\$	-			Services by Others		\$	-			Additional Services **		\$	-			Total this Subconsultant (ULC)		\$	-		
Direct Labor		\$	-																												
Direct Costs		\$	-																												
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10	<table border="0" style="width: 100%;"> <tr> <td style="width: 30%;">Direct Labor</td> <td style="width: 10%;"></td> <td style="width: 10%; text-align: right;">\$</td> <td style="width: 10%; text-align: center;">-</td> <td style="width: 10%;"></td> <td style="width: 10%;"></td> </tr> <tr> <td>Direct Costs</td> <td></td> <td style="text-align: right;">\$</td> <td style="text-align: center;">-</td> <td></td> <td></td> </tr> <tr> <td>Services by Others</td> <td></td> <td style="text-align: right;">\$</td> <td style="text-align: center;">-</td> <td></td> <td></td> </tr> <tr> <td>Additional Services **</td> <td></td> <td style="text-align: right;">\$</td> <td style="text-align: center;">-</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> <td></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)		\$	-																												

** 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: \$ -

Contract Information Sheet

Complete the following information and it will be populated on every exhibit.

Consultant Name: AMERICAN SURVEYING &
ENGINEERING, P.C.

Contract Number: I-17-4296

Proposal Date: 9/29/2017

Exhibit Pointers Editable cells in each exhibit are underlined in red

Notes and guidance for each exhibit are on the right of the exhibits in yellow text boxes

A full set of instructions to complete the exhibits is available on the Tollway's website

Contract Number: I-17-4296

Consultant: AMERICAN SURVEYING & ENGINEERING, P.C.

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		Grand Total Exhibit A Hours
1.0 Existing Utility Information													20	20
2.0 Supplemental SUE B													7	7
3.0 SUE Level A													1	1
4.0 QA/QC													4	4
5.0 Administration													4	4
6.0 Meetings													4	4
TOTALS													40	40

Contract Number: I-17-4296

Consultant: AMERICAN SURVEYING & ENGINEERING, P.C.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2018												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
1.0 Existing Utility Information	20	20	10	10	10	2	2	2	2	2	2	2	2	84
2.0 Supplemental SUE B	7	7	7	7	7	85	85	85	85	85	85	85	85	630
3.0 SUE Level A				70	70	70	70	131	135	70	70	70	70	686
4.0 QA/QC	2	1	2	2	1	2	2	1	2	1	2	1	1	19
5.0 Administration	2	1	2	2	1	2	2	1	2	1	2	1	1	19
6.0 Meetings	2		2	2	2				2					14
TOTALS	33	29	23	93	91	161	163	220	228	159	163	89		1452

Contract No.: I-17-4296 Consultant: AMERICAN SURVEYING & ENGINEERING, P.C.

Date: 9/29/2017

EXHIBIT C-1: PAYROLL CLASSIFICATION ESCALATION TABLE

CONTRACT TERM: 60 No. OF MONTHS
 SCHEDULED START DATE: 12/1/2017
 RAISE DATE: 1/1/2018
 PERCENT OF RAISE: 0%

ESCALATION PER YEAR Year 1 through 5

Date	Date	Date	Date	Date	Date	Date
12/1/2017 - 12/31/2017	1/1/2018 - 12/31/2018	1/1/2019 - 12/31/2019	1/1/2020 - 12/31/2020	1/1/2021 - 12/31/2021		
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%	20.00%	20.00%	20.00%	20.00%	20.00%	20.00%
Factor First Period	Escalation Factor Second Period	Escalation Factor Third Period	Escalation Factor Fourth Period	Escalation Factor Fifth Period		

ESCALATION PER YEAR Year 6 through 10

Date	Date	Date	Date	Date	Date	Date
1/1/2022 - 11/30/2022						
11.0						
60.0	60.0	60.0	60.0	60.0	60.0	60.0
18.33%						
Escalation Factor Sixth Period	Escalation Factor Seventh Period	Escalation Factor Eighth Period	Escalation Factor Ninth Period	Escalation Factor Tenth Period		

The escalation factor for this project is: 100.00%

Contract No.: I-17-4296

Consultant: AMERICAN SURVEYING & ENGINEERING, P.C.

Date: 9/29/2017

Escalation Factor: 100.00%

(From Exhibit C-1)

EXHIBIT C-2: DIRECT LABOR CLASSIFICATION MAN-HOURS AND RATES							DIRECT COST OVERTIME PREMIUM				
Classification Eligible for Premium Overtime?	Tollway Classification	Tollway MINIMUM Hourly Rate for Classification	Tollway MAXIMUM Hourly Rate for Classification	Average Hourly Rate for Classification (See Note A to Right)	Escalated Average Hourly Rate for Classification (See Note B to Right)	Estimated Work Hours (Including Overtime)	Total Direct Labor		Escalated Average Premium Overtime Hourly Rate (See Note C to Right)	Estimated Overtime Hours (Overtime Hours Only) (See Note D to Right)	
							Estimated Work Hours:	Average Hourly Rate:			
No	Principal	\$50.00	\$70.00	\$70.00	\$70.00	30.00	2,210.00	\$37.73			
No	Project Manager	\$40.00	\$70.00	\$67.51	\$67.51	209.00					
No	Senior Engineer/Planner	\$40.00	\$70.00								
No	Resident Engineer	\$40.00	\$70.00								
No	Project Engineer/Planner	\$25.00	\$60.00	\$54.59	\$54.59	248.00					
No	Staff Engineer/Planner	\$20.00	\$40.00	\$35.00	\$35.00	477.00					
No	Engineer /Accountant	\$20.00	\$60.00								
No	Senior Technical Specialist	\$25.00	\$60.00	\$35.00	\$35.00	720.00					
No	Technical Specialist	\$15.00	\$50.00	\$22.41	\$22.41	510.00					
No	Architect	\$30.00	\$70.00								
No	Realty Specialists	\$20.00	\$70.00								
No	Intern	\$8.25	\$20.00								
No	Admin/Clerical	\$8.25	\$40.00	\$19.50	\$19.50	16.00					
EXHIBIT "1"											

Contract No.: I-17-4296

Consultant: AMERICAN SURVEYING & ENGINEERING, P.C.

Date: 9/29/2017

EXHIBIT C-3: DIRECT LABOR EMPLOYEE CLASSIFICATION LIST

Tollway Classification	Consultant Classification (specific to each company)	Consultant Employee Name (SEE NOTE 1 TO RIGHT)	Range per Hour
Principal	PRINCIPAL IN CHARGE	COVENTINE FIDIS	\$50 - \$70
Project Manager	PROJECT MANAGER	COVENTINE FIDIS	\$40 - \$70
	PROJECT MANAGER	MARK M. WOOD	
	PROJECT MANAGER	STEVEN M. RIENKS	
	PROJECT MANAGER	JAY P. HOWELL	
	PROJECT MANAGER	JOHN A. DYBAS, III	
	PROJECT MANAGER	LARRY D. MARTIN	
	PROJECT SURVEYOR/ENG IV	PAUL F. STANTON	
	PROJECT SURVEYOR/ENG IV	CRAIG L. DUY	
	PROJECT SURVEYOR/ENG III	THOMAS A. SANDERSON	
	Senior Engineer/Planner		
Resident Engineer			\$40 - \$70
Project Engineer/Planner	PROJECT SURVEYOR/ENG III	ERIC J. SLADEK	\$25 - \$60
	PROJECT SURVEYOR/ENG I	ROBERT MICHAEL BACHARA	
	PROJECT SURVEYOR/ENG II	THANO D. TZIFOROS	
Staff Engineer/Planner	PROJECT SURVEYOR/ENG II	ROBERT S. SAXER	\$20 - \$40
Engineer /Accountant			\$20 - \$60
Senior Technical Specialist	CADD TECHNICIAN	CRAIG A. HILLS	\$25 - \$60
	CADD TECHNICIAN	WILLIAM BARAN	
	CADD TECHNICIAN	BRANNDON D. ELSBREE	
	CADD TECHNICIAN	JESSE J. NOCON	
	CADD TECHNICIAN	AMANDA J. JOHNSON	
	CADD TECHNICIAN	JOSEPH B. MAGNOTTA	
	ENGINEER/SURVEY TECH III	THOMAS H. HOYLE	
	ENGINEER/SURVEY TECH III	DARYL F. EDWARDS	
	ENGINEER/SURVEY TECH III	GUSTAVO ALEX AGUILAR	
	ENGINEER/SURVEY TECH III	KRISTOPHER M. MCALLISTER	
Technical Specialist	ENGINEER/SURVEY TECH III	JEFFREY F. MUMMERT	
	ENGINEER/SURVEY TECH II	GARY R. BRANDT	\$15 - \$50
	ENGINEER/SURVEY TECH II	LUCAS S. MCDONALD	
	ENGINEER/SURVEY TECH II	BRADLY J. DUFFY	
	ENGINEER/SURVEY TECH II	LAWRENCE T. DEMANCHE	
	ENGINEER/SURVEY TECH II	ROBERTO ASCENCIO	
	ENGINEER/SURVEY TECH II	MATTHEW W. WOJTOWICZ	
	ENGINEER/SURVEY TECH I	DAVID W. CISKOWSKI	
Architect	ENGINEER/SURVEY TECH I	ANDREW T. BROWN	
	ENGINEER/SURVEY TECH I	DAVID J. MEEKS	
			\$30 - \$70

ALLOWABLE DIRECT COSTS

10.01.2013

Effective for contracts awarded on or after October 1, 2013, 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)
Vehicle Rental	\$55/day (Maximum)
Leased / Company-Owned Vehicles (does not include personal vehicles, not owned by the company)	\$65/day
Vehicle Half-day Rate	\$32.50/half day
Parking	Actual Cost
Tolls	Actual Cost
Overtime	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
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 a "tool of the trade."

ALLOWABLE DIRECT COSTS

Construction Inspection

Construction Inspection Communications:

Cell Phones	Unallowable
Radio Communication	Actual Cost
2-way Radio	Actual Cost

Vehicles (Only for Vehicles assigned to project)

Rental (Daily Rate Only) - Including Tolls	\$55/day (Maximum)
Leased / Company-Owned Vehicles (does not include personal vehicles, not owned by the company)	\$65/day

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:

- Parking is now an allowable cost
- Cell phones are now an unallowable direct cost
- 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.

Contract No.: I-17-4296

Consultant: AMERICAN SURVEYING & ENGINEERING,
P.C.

EXHIBIT E - KEY PROJECT PERSONNEL

Project Principal: COVENTINE FIDIS

Project Manager: MARK M. WOOD

Project Engineer: THOMAS A. SANDERSON

Resident Engineer: _____

Documentation Engineer: _____

Project Civil Engineer: _____

Project Structural Engineer: _____

Project Drainage Engineer: _____

Senior Engineer: _____

Others: Name: _____

Classification: _____

Name: _____

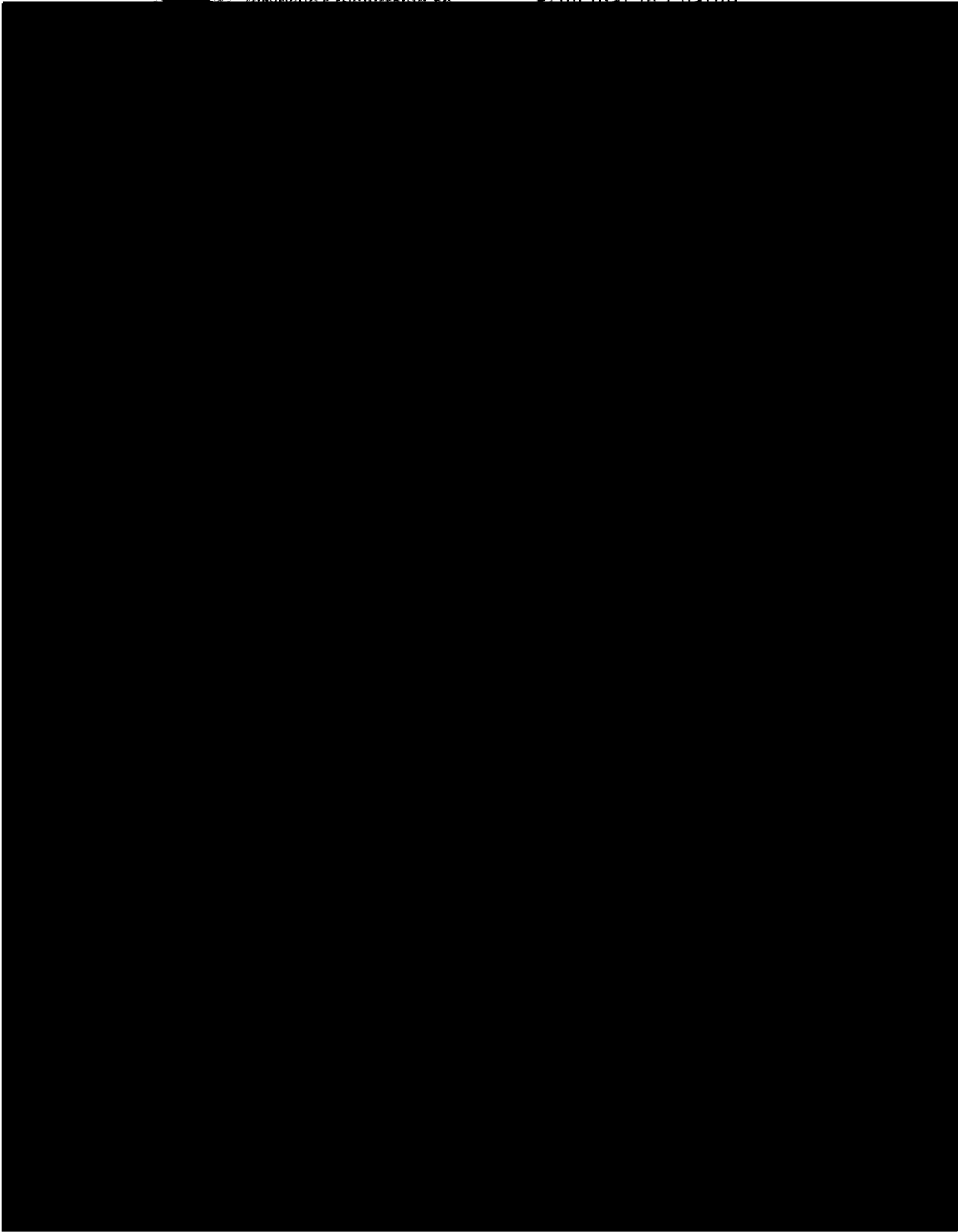
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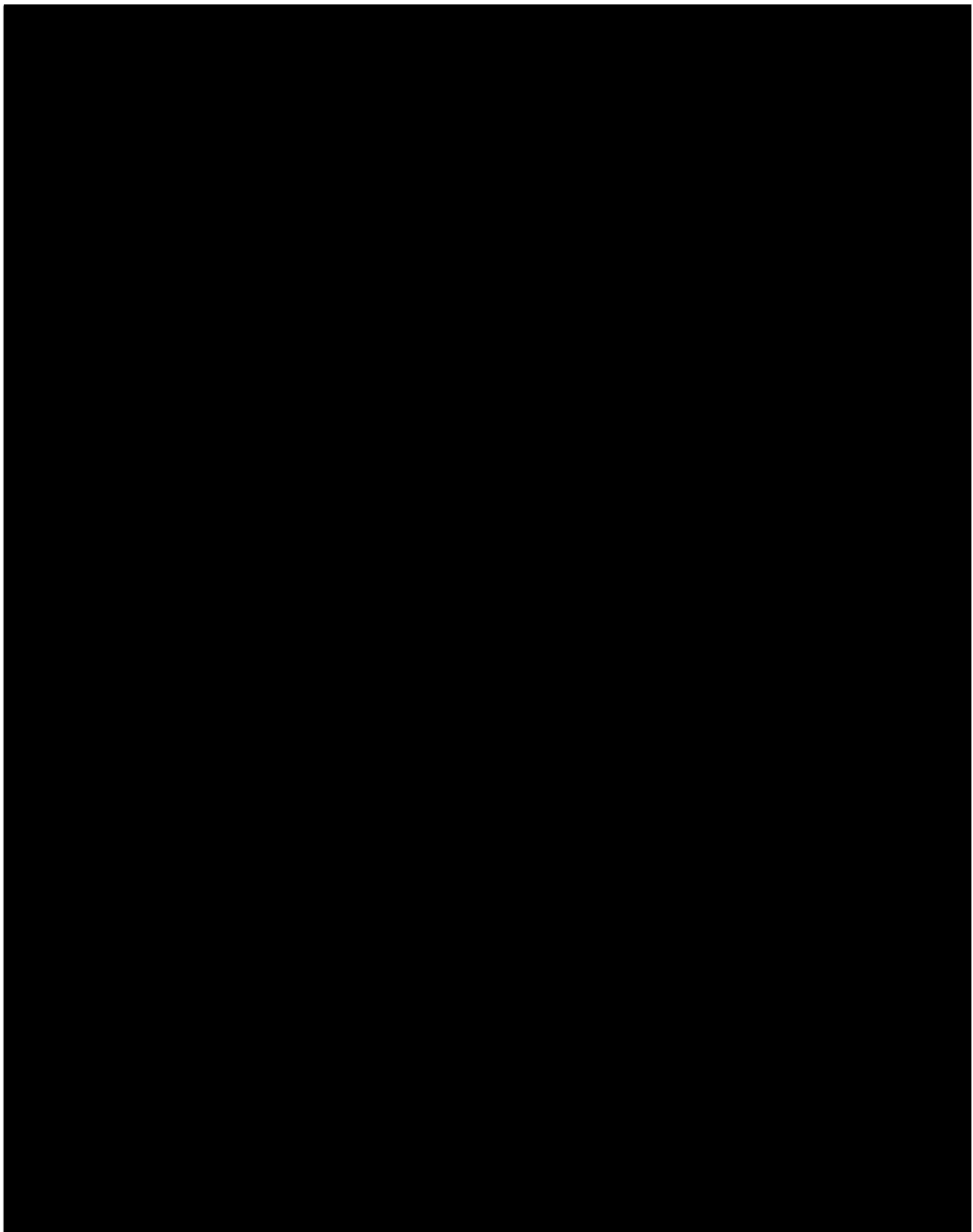
Name: _____

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Name: _____

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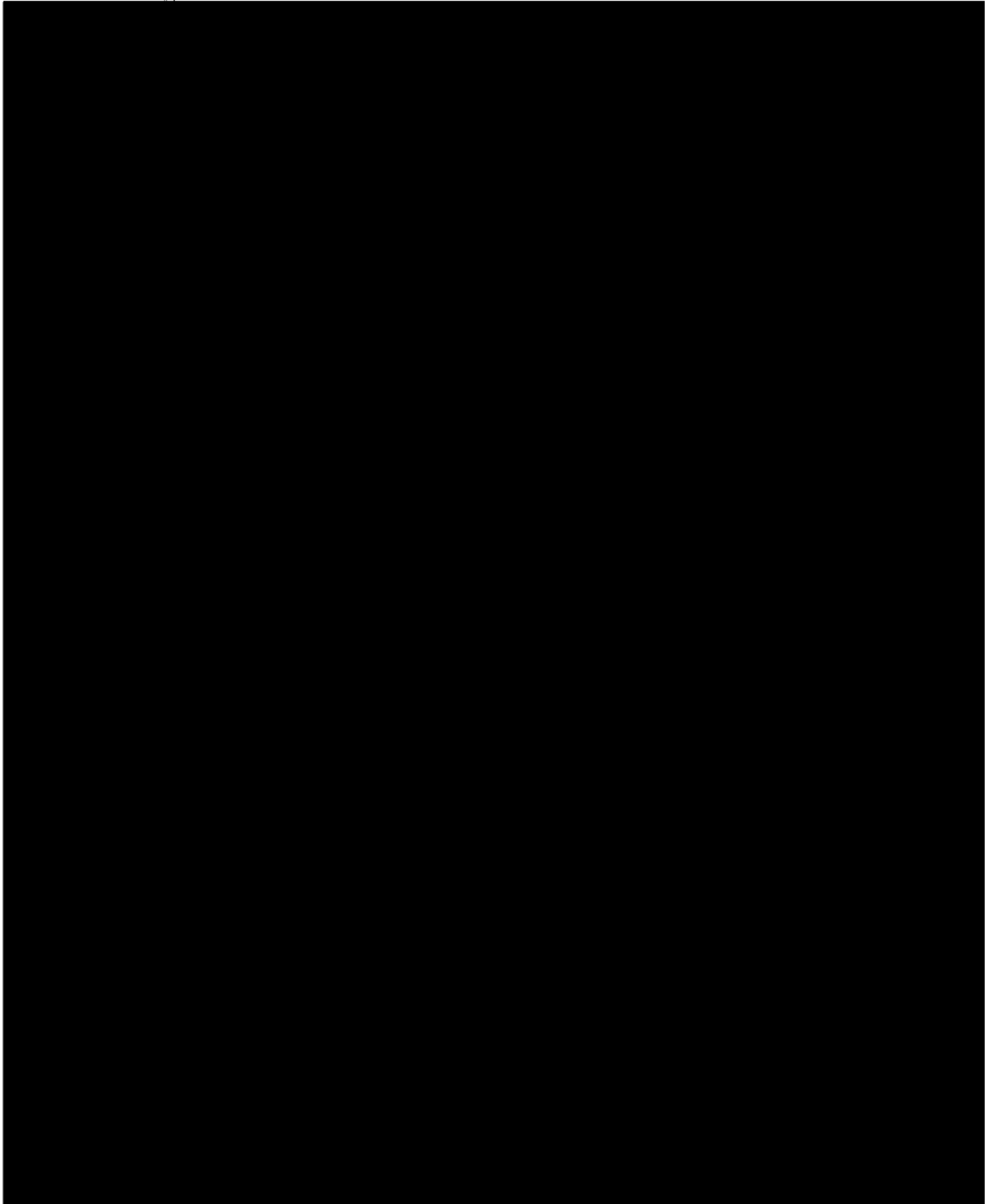






AMERICAN
SURVEYING & ENGINEERING, P.C.

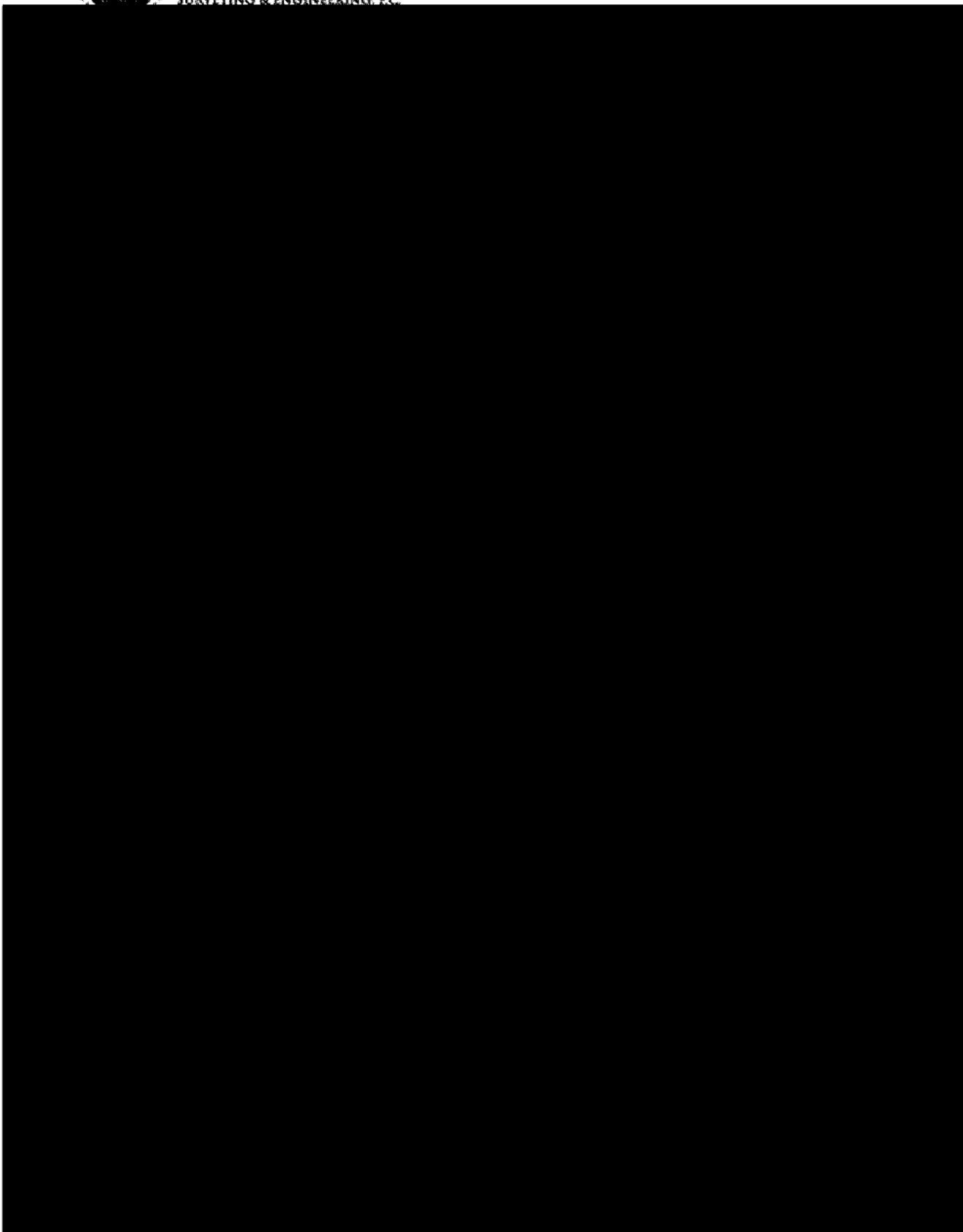
Mark M. Wood PLS
VP of Operations - Chicago

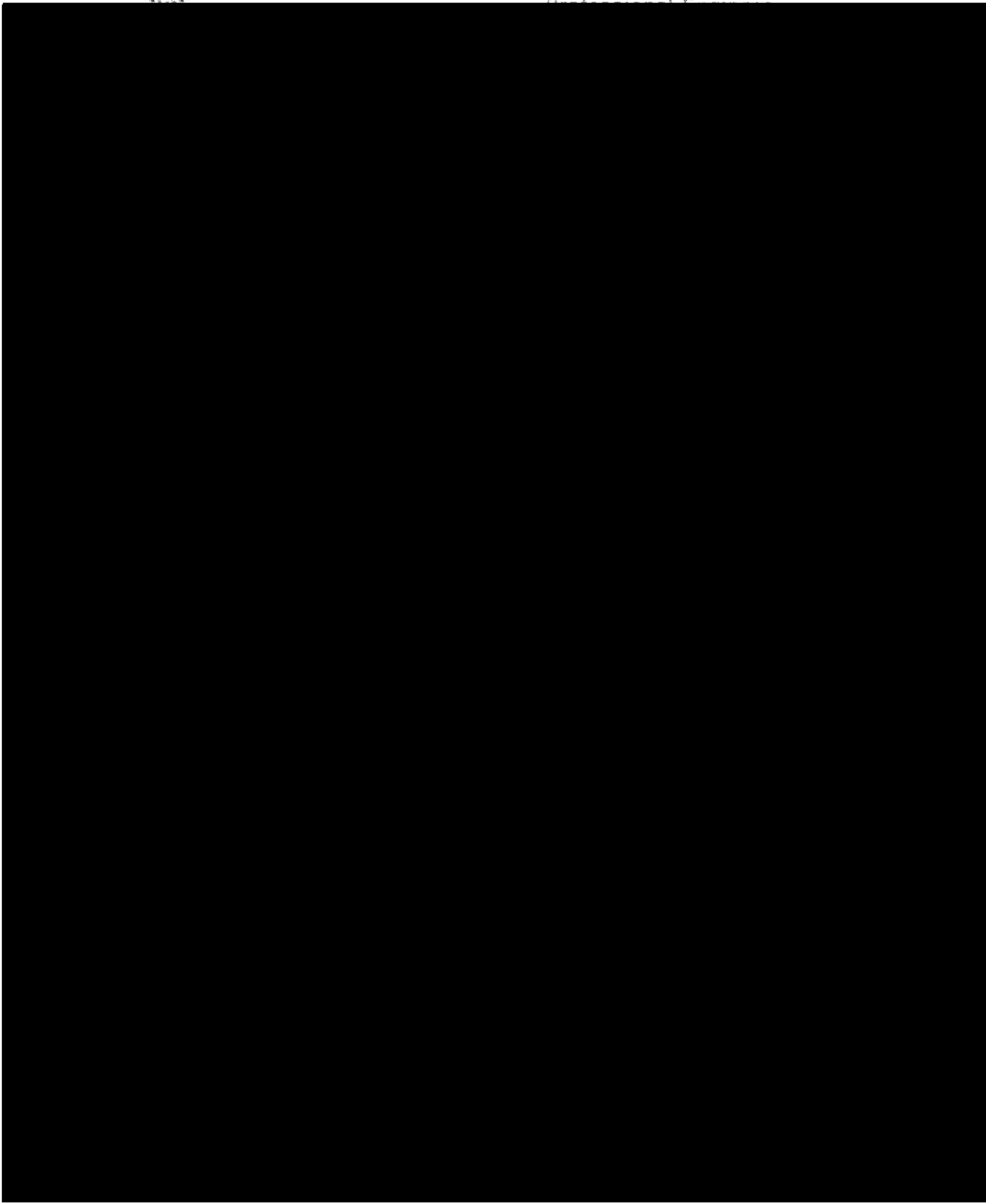




AMERICAN
SURVEYING & ENGINEERING, P.C.

Mark M. Wood PLS
VP of Operations - Chicago







AMERICAN
SURVEYING & ENGINEERING, P.C.

Thomas A. Sanderson PE
Professional Engineer

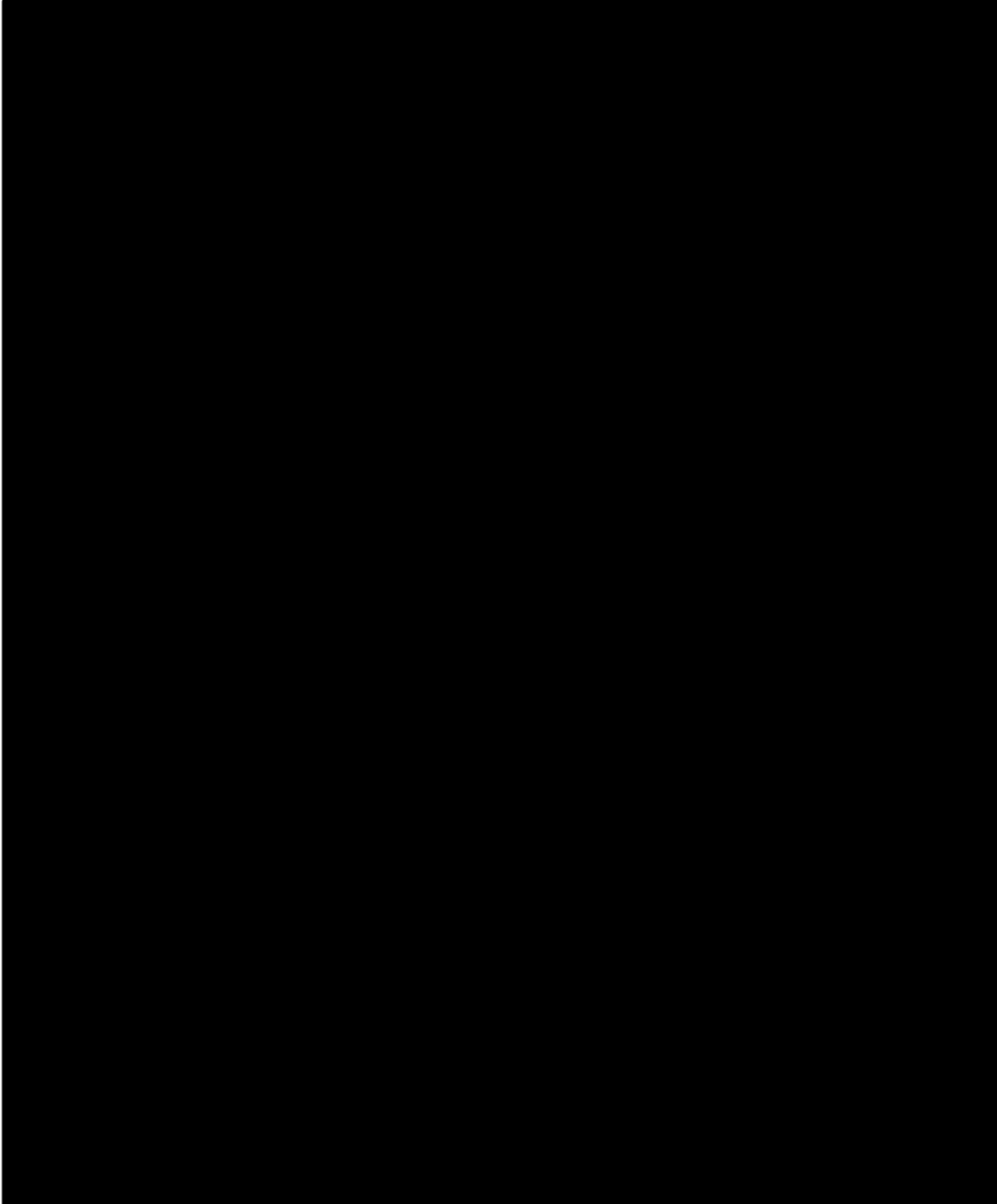


EXHIBIT F

Contract No. I-17-4296

AMERICAN SURVEYING & ENGINEERING, P.C.

SCOPE OF SERVICES

I. PROJECT DESCRIPTION

This project is to prepare Phase II engineering services for the preparation of contract drawings and specifications and project related permits for the proposed improvements including, but not limited to, reconstruction of the Tri-State Tollway (I-294) 95th Street (M.P. 17.8) to LaGrange Road (M.P. 20.7)

The scope of the proposed improvement includes: widened and reconstructed roadway; bridge widening and rehabilitation / replacement; retaining walls; noise walls; new drainage structures and modification of existing drainage system; erosion control for all construction zones; landscaping and soil erosion / sedimentation control measures as necessary; pavement markings, delineators and signage; new guardrail, anchors and terminals; roadway lighting; protection and relocation of utilities; and other appurtenant and miscellaneous construction.

Services to be performed by SUBCONSULTANT under this Agreement include Subsurface Utility Engineering (SUE).

II. SERVICES TO BE PERFORMED BY SUBCONSULTANT

Existing Utility Information -

Review applicable utility portions of Master Planning Documents as provided by the Design Corridor Manager (DCM). It is understood that Existing Base Utility mapping shall be provided by the Tollway / DSE. This includes Level D data, Level B data, and the source(s) of the other utilities such as atlases and as-builts.

Gather additional available utility information such as updated utility atlases. This would be completed via a request of Tollway utility permits completed since acquisition of the existing utility information provided. A design JULIE to acquire the most recent Atlas information would also be conducted.

Define Project Limits for Utility Impacts.

Design JULIE – SUE Level D Data.

Atlas/As-Built Recorded requests – Assume 10 utility entities.

Maintain Atlas Tracking Log.

Coordination & Communication with Utility Entities.

Review Atlas Records & Compare to Tollway Base mapping. Assume 50 Atlas Records.

Update CADD utility model. Level D Data Only.

Periodic site visits for utility data resolution.

Supplemental SUE Level C and B Services

Provide the field and office services necessary to provide updated SUE Level B data as needed to supplement the Level B data provided by the DSE / Tollway. An example of this is when a utility line may have been newly constructed, relocated or abandoned since the acquisition of the tollway's Level B data.

Obtain Survey data from Project Surveyor

Draw base file mapping for Sewer and Storm Lines (3D) (assume sewer and storm annotations by the project surveyor). Assume 100 structures.

Field Review of surface utility topo items – To Be Provided by Others.

Coordinate Obsolete or Missing Survey data – To Be Provided Others.

EXHIBIT F

Contract No. I-17-4296

AMERICAN SURVEYING & ENGINEERING, P.C.

SCOPE OF SERVICES

Supplemental SUE Level B (assume 47,520 LF needed)
Field survey missing pedestals, risers, utility manholes, switchgear. Utility vault structures sketches assumed not required. All parts provided by Project Surveyor.
Update Base Utility CADD files
Periodic Site Visits for data resolution

SUE Level A

Coordinate SUE Level A exposures of exiting utilities deemed to be in conflict with the proposed improvements.

Level A exposure result exhibits shall be prepared per Tollway requirements.

Establish traffic control requirements for Field work
Coordinate with Utility Owners for Watch & Protect
Prepare and track status of JULIE DIG tickets
Apply for Right of Entry Agreements for Railroads and /or other property owners
Apply for Roadway permits (when applicable). Assume five on non-tollway roads.
Core improved surfaces (when applicable). Assume 25 cores.
Vacuum excavate potential conflict locations to determine x,y,z location of existing utility (Assume 50 test hole locations).
Interpolate Sewer and Storm top of pipe elevations using structure data. To be provided by others.
Update SUE, D, C, and B line work in model file to represent Level A results. Maintain Conflict spreadsheet to depict Level A results and status
Prepare Deliverable (updated model file, Level A results, photos, and field book data). Periodic Site Visits for data resolution

Note: In some instances the DSE may be asked to apply for and pay any fees for new utility service on behalf of the Illinois Tollway. The Illinois Tollway will execute all service agreements as the Owner. All documentation for new service billing should be sent to "Illinois Tollway" to the attention of "Chief of Operations". No other names for the Illinois Tollway are acceptable and new service applications that do not follow this procedure will not be presented to the Chief Engineer for execution. To be provided by others.

Quality Assurance / Quality Control (QA/QC)

Develop a Consultant Quality Plan (CQP) in accordance with TOLLWAY guidelines. Submit the CQP to the ENGINEER. Execute internal QA/QC plan as defined in SUBCONSULTANT's CQP. Develop appropriate documentation. Assist ENGINEER in performing periodic reviews of SUBCONSULTANT's CQP.

Develop Consultant Quality Plan
Execute Internal QA/QC Plan
Review of CQP
Field QAQC of 5% of Level B Length (assume 2000 LF)

EXHIBIT F

Contract No. I-17-4296

AMERICAN SURVEYING & ENGINEERING, P.C.

SCOPE OF SERVICES

Administration

Develop monthly invoices and progress reports in accordance with TOLLWAY requirements. Submit invoices to ENGINEER.

Communication with client and/or client's agent. In house meetings. Progress reports. Scheduling, invoicing, etc.

Technical direction of staff.

Project management, coordination.

Meetings

Internal team meetings (approximately 4 meetings)

III. DELIVERABLES

Drawings & Specifications

Electronic version of utility drawings (included in PROJECT's model basemap in 3D format).

Updated Existing Utility Plan Sheets (Sections and Profiles assumed to not be required).

Reports

SUE Level A Tracking and Results Spreadsheet

Copies of Field Notes

Pole Asset field sketches

DIRECT COST ITEMS:

Traffic Control

Railroad protective liability insurance

EXHIBIT G

Contract No. I-17-4296

AMERICAN SURVEYING & ENGINEERING, P.C.

CURRENT OBLIGATIONS FOR PROJECT

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
P-98-080-17	Various Locations ASE #117105	\$300,000.00	\$300,000.00	TBD
RR-16-9396	Aerial Mapping Upon Request ASE #217100	TBD	TBD	TBD
I-17-4681	Elgin O'Hare ASE #217099	TBD	TBD	TBD
I-17-4303	O'Hare Oasis Balmoral Ave. ASE #217098	\$29,750.00	\$29,750.00	TBD
I-17-4295	I-55 Ramps to Ogden Ave. ASE #217097	TBD	TBD	TBD
I-17-4297	75th St. to I-55 Ramps ASE #217096	TBD	TBD	TBD
I-17-4296	95th St. to LaGrange Rd. ASE #217095	TBD	TBD	TBD
RR-15-99-75RR	Tollway Systemwide GEC ASE #217066	\$399,412.30	\$399,412.30	12/31/2019
RR-16-4265	Central Tri-State Design ASE #217038	\$989,805.00	\$989,408.80	4/14/2027
I-16-4266	IL-53 EIS ASE #216065	\$750,000.00	\$750,000.00	6/30/2019
I-15-4659	Wight - Phase II and Phase III ASE #215192	\$65,000.00	\$50,688.05	3/31/2019
I-15-4657	AMEC TY LIN EOWA I-294 ASE #515188	\$849,154.00	\$803,463.65	12/31/2021
P-91-001-16	IDOT Survey Various/Various ASE #215163	\$499,987.74	\$213,773.78	12/7/2025
RR-14-4223	Tri-State Tollway, Roadway Study, 95th Street (M.P. 17.5) to Cermak Road (M.P. 29.5) ASE #215079	\$503,981.18	\$426,988.47	TBD
P-94-008-14	IDOT Survey Various/Various ASE #114053	\$300,000.00	\$227,596.30	10/31/2024
RR-14-4181	Fiber Optic Maintenance #214009.2	\$1,172,560.00	\$64,290.13	4/15/2019
RR-14-4181	Fiber Optic Maintenance ASE #214009	\$425,000.00	\$133,552.22	4/15/2019
DOT14-LAC-D2-02	Land Acquisition-Parcels ASE #114008	\$800,000.00	\$365,418.34	1/17/2018
I-13-4623	Elgin O'Hare Western Access, I-290 to IL 83 Advance Work Contracts ASE #214003	\$144,876.45	\$71,584.74	3/27/2022
I-13-4119	I-88 Photo control: I-39 to Sterling, IL ASE #213056	\$105,000.00	\$15,245.03	TBD
D-91-317-13	Various Locations ASE #213070	\$300,000.00	\$112,525.13	9/30/2023
P-92-099-11	Various Survey Projects, Various Routes, Various Counties, Region Two/District Two ASE #111077	\$350,000.00	\$46,314.00	10/31/2021
I-11-4014	Elgin O'Hare Western Bypass Tollway, Design Corridor Management ASE #211098	\$8,162,850.20	\$2,288,086.29	TBD
RR-10-9973	Various Locations ASE #210098	\$536,969.61	\$285,266.82	12/31/2017
P-93-011-10	Various Locations ASE #210007	\$300,000.00	\$118,248.63	5/1/2019

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 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):

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)

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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: \$ _____ -

Contract Information Sheet

Complete the following information and it will be populated on every exhibit.

Consultant Name: EFK Moen, LLC

Contract Number: I-17-4296

Proposal Date: 9/29/2017

Exhibit Pointers Editable cells in each exhibit are underlined in red

Notes and guidance for each exhibit are on the right of the exhibits in yellow text boxes

A full set of instructions to complete the exhibits is available on the Tollway's website

Contract No.: I-17-4296

Consultant: EFK Moen, LLC

EXHIBIT B: FEE CALCULATIONS

A. DIRECT LABOR (without overtime)

<u>5,658.00</u>	X	<u>\$ 49.67</u>	=	TOTAL DIRECT SALARY \$	<u>281,032.86</u>
(Total Work Hours from Exhibit C-2)		(Average Hourly Rate from Exhibit C-2)			

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 \$ 786,892.01

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

TOTAL DIRECT COSTS \$8,763.12

C. SERVICES BY OTHERS

Total Allowable Fee DBE/MBEWBE Subconsultant (from Exhibit H) \$ -

Total Allowable Fee Non-DBE/MBEWBE Subconsultant (from Exhibit H (cont)) \$ -

TOTAL SERVICES BY OTHERS \$ -

D. ADDITIONAL SERVICES (Prime Consultant)

\$ -
(Requires prior authorization before use)

ADDITIONAL SERVICES (Subconsultants)

\$ -
(Requires prior authorization before use)

TOTAL ADDITIONAL SERVICES \$ -
(Requires prior authorization before use)

E. MAXIMUM ALLOWABLE FEE (Upper Limit of Compensation)

\$ 793,655.13

Contract No.: I-17-4296 Consultant: EFK Moen, LLC

Date: 9/29/2017

EXHIBIT C-1: PAYROLL CLASSIFICATION ESCALATION TABLE

CONTRACT TERM: 60 No. OF MONTHS
 SCHEDULED START DATE: 12/1/2017
 RAISE DATE: 6/1/2018
 PERCENT OF RAISE: 0%

ESCALATION PER YEAR Year 1 through 5

12/1/2017 - 5/31/2018	6.0	60.0	10.00%	Factor First Period
6/1/2018 - 5/31/2019	12.0	60.0	20.00%	Escalation Factor Second Period
6/1/2019 - 5/31/2020	12.0	60.0	20.00%	Escalation Factor Third Period
6/1/2020 - 5/31/2021	12.0	60.0	20.00%	Escalation Factor Fourth Period
6/1/2021 - 5/31/2022	12.0	60.0	20.00%	Escalation Factor Fifth Period

ESCALATION PER YEAR Year 6 through 10

6/1/2022 - 1/30/2022	6.0	60.0	10.00%	Escalation Factor Sixth Period
	6.0	60.0		Escalation Factor Seventh Period
	6.0	60.0		Escalation Factor Eighth Period
	6.0	60.0		Escalation Factor Ninth Period
	6.0	60.0		Escalation Factor Tenth Period

The escalation factor for this project is: 100.00%

Contract No.: I-17-4296 Consultant: EFK Moen, LLC

Date: 9/29/2017 Escalation Factor: 100.00%
 (From Exhibit C-1)

EXHIBIT C-2: DIRECT LABOR CLASSIFICATION MAN-HOURS AND RATES

DIRECT COST OVERTIME PREMIUM									
Total Estimated O/T Hours: 6.00 Average Premium O/T Hourly Rate: \$16.05 Total Overtime Premium: \$96.30									
Total Estimated Work Hours: 5,658.00 Average Hourly Rate: \$49.67 Total Direct Labor: \$281,032.86									
Classification Eligible for Premium Overtime?	Tollway Classification	Tollway MINIMUM Hourly Rate for Classification	Tollway MAXIMUM Hourly Rate for Classification	Average Hourly Rate for Classification (See Note A to Right)	Escalated Average Hourly Rate for Classification (See Note B to Right)	Estimated Work Hours (Including Overtime)	Escalated Average Premium Overtime Hourly Rate (See Note C to Right)	Estimated Overtime Hours (Overtime Only) (See Note D to Right)	Estimated Overtime Premium (See Note E to Right)
No	Principal	\$50.00	\$70.00	\$70.00	\$70.00	450.00			
No	Project Manager	\$40.00	\$70.00	\$64.42	\$64.42	900.00			
No	Senior Engineer/Planner	\$40.00	\$70.00	\$48.92	\$48.92	1,335.00			
No	Resident Engineer	\$40.00	\$70.00						
Yes	Project Engineer/Planner	\$25.00	\$60.00	\$32.51	\$32.51	500.00	16.26	1.00	
No	Staff Engineer/Planner	\$20.00	\$40.00						
Yes	Engineer /Accountant	\$20.00	\$60.00	\$54.27	\$54.27	1,270.00	27.14	1.00	
Yes	Senior Technical Specialist	\$25.00	\$60.00	\$38.00	\$38.00	901.00	19.00	1.00	
Yes	Technical Specialist	\$15.00	\$50.00	\$24.00	\$24.00	102.00	12.00	1.00	
No	Architect	\$30.00	\$70.00						
No	Realty Specialists	\$20.00	\$70.00						
Yes	Intern	\$8.25	\$20.00	\$17.00	\$17.00	100.00	8.50	1.00	
Yes	Admin/Clerical	\$8.25	\$40.00	\$26.84	\$26.84	100.00	13.42	1.00	

Contract No.: I-17-4296

Consultant: EFK Moen, LLC

Date: 9/29/2017

EXHIBIT C-3: DIRECT LABOR EMPLOYEE CLASSIFICATION LIST

Tollway Classification	Consultant Classification (specific to each company)	Consultant Employee Name (SEE NOTE 1 TO RIGHT)	Range per Hour
Principal	Project Principal	Darrell Eilers	\$50 - \$70
	Project Principal	Paul J. (PJ) Kronlage	
	Project Principal	Linda Moen	
Project Manager	Project Manager	Jeff Church	\$40 - \$70
	Project Manager	Ron Dal Ponte	
	Project Manager	Shelley Dintelman	
	Project Manager	Chris Ferrante	
	Project Manager	Joe Havel	
	Project Manager	Chris Linneman	
	Project Manager	Bob Orange	
	Project Manager	Chris Williams	
Senior Engineer/Planner	Senior Project Engineer	Joanna Dardeen	\$40 - \$70
	Senior Project Engineer	Ryan Gall	
	Senior Project Engineer	Michelle Spillers	
Resident Engineer			\$40 - \$70
Project Engineer/Planner	Project Engineer	Chris Chastain	\$25 - \$60
	Project Engineer	Steve Furrow	
	Project Engineer	Mike Tobiason	
	Project Engineer	Shirley Havel	
	Project Engineer	John Huebbe	
	Project Engineer	Mark Huebbe	
	Project Engineer	Angela Ng	
	Project Engineer	Jessy Rojas	
	Project Engineer	Lori Swank	
	Project Engineer	Maria Slick	
	Project Engineer	Kimberly White	
	Project Engineer	Alex Benz	
	Project Engineer	Alison MacNair	
Staff Engineer/Planner			\$20 - \$40
Engineer /Accountant	Accountant	Theresa DeBarry	\$20 - \$60
Senior Technical Specialist	Senior Design Technician	Jennifer Archibald	\$25 - \$60
	Senior Design Technician	Dennis Brown	
	Senior Design Technician	Mike Kirchner	
	IT Manager	Terry Moen	
	Professional Land Surveyor	Randall Brickey	
	Professional Land Surveyor	James Bube	
Technical Specialist	Design Technician	Matthew Beahan	\$15 - \$50

Contract No.: I-17-4296

Consultant: EFK Moen, LLC

Date: 9/29/2017

EXHIBIT C-3: DIRECT LABOR EMPLOYEE CLASSIFICATION LIST

Tollway Classification	Consultant Classification (specific to each company)	Consultant Employee Name (SEE NOTE 1 TO RIGHT)	Range per Hour
	Surveyor	Neil Schaeffer	
	Surveyor	Paul Schaeffer	
	Surveyor	Lee Wiley	
	Surveyor	Matt Wiley	
Architect			\$30 - \$70
Realty Specialists			\$20 - \$70
Intern	Intern	Bianca Smith	\$8.25 - \$20
	Intern	Lauren Werkmeister	
	Intern	Ishaq Umber	
Admin/Clerical	Administrative	Jennifer Roeder	\$8.25 - \$40
	Administrative	Patti Williams	

ALLOWABLE DIRECT COSTS

10.01.2013

Effective for contracts awarded on or after October 1, 2013, 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)
Vehicle Rental	\$55/day (Maximum)
Leased / Company-Owned Vehicles (does not include personal vehicles, not owned by the company)	\$65/day
Vehicle Half-day Rate	\$32.50/half day
Parking	Actual Cost
Tolls	Actual Cost
Overtime	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
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 a "tool of the trade."

ALLOWABLE DIRECT COSTS

Construction Inspection

Construction Inspection Communications:

Cell Phones	Unallowable
Radio Communication	Actual Cost
2-way Radio	Actual Cost

Vehicles (Only for Vehicles assigned to project)

Rental (Daily Rate Only) - Including Tolls	\$55/day (Maximum)
Leased / Company-Owned Vehicles (does not include personal vehicles, not owned by the company)	\$65/day

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:

- Parking is now an allowable cost
- Cell phones are now an unallowable direct cost
- 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.

Contract No.: I-17-4296

Consultant: EFK Moen, LLC

EXHIBIT E - KEY PROJECT PERSONNEL

Project Principal: _____

Project Manager: Joe Havel, P.E.

Project Engineer: _____

Resident Engineer: _____

Documentation Engineer: _____

Project Civil Engineer: _____

Project Structural Engineer: _____

Project Drainage Engineer: _____

Senior Engineer: _____

Others: Name: _____

 Classification: _____

 Name: _____

 Classification: _____

 Name: _____

 Classification: _____

 Name: _____

 Classification: _____

JOE HAVEL, PE

Vice President, Chicago Office Manager

EXHIBIT F

Contract No. I-17-4296

EFK Moen, LLC

SCOPE OF SERVICES

Structural engineering design assistance with retaining wall design.

Roadway engineering assistance with roadway design.

QA/QC of designs.

Administration, billing, budgeting, documentation.

EXHIBIT G

Contract No. I-17-4296

EFK Moen, LLC

CURRENT OBLIGATIONS FOR PROJECT

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
PTB149-019	US 67 North of Monouth	\$2,124,307	\$1,398,000	6/1/2019
PTB156-033	Il 19 over Vermillion River	\$375,167	\$111,000	6/1/2019
PTB158-022	I-74/CH 9	\$350,402	\$2,000	8/1/2018
PTB161-030	District 6 Various Work Orders	\$222,276	\$14,000	6/1/2019
PTB163-008	District 1 Various Work Orders	\$1,000,000	\$8,474	12/30/2017
PTB170-012	District 6 Various Work Orders	\$243,488	\$38,000	6/1/2019
PTB174-013	Poplar Street Complex Traffic Control	\$11,087	\$3,000	6/1/2019
PTB181-004	District 1 Various Work Orders	\$1,007,847	\$581,522	12/30/2017
PSB 13-2	RR-13-4117 - EW Connector	\$391,396	\$145,212	9/30/2017
PSB 14-3	RR-14-4222 - BNSF over I-294	\$227,040	\$141,269	6/30/2018
PSB 14-3	RR-14-4224	\$3,623,053	\$763,000	12/31/2017

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	NA		
	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)	\$ -	
3			
	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)	\$ -	
5			
	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)	\$ -	
7			
	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)	\$ -	
9			
	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): _____

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 (U/LC)	\$	-		Total this Subconsultant (U/LC)	\$	-
2				7			
	Direct Labor				Direct Labor	\$	-
	Direct Costs				Direct Costs	\$	-
	Services by Others				Services by Others	\$	-
	Additional Services **				Additional Services **	\$	-
	Total this Subconsultant (U/LC)	\$	-		Total this Subconsultant (U/LC)	\$	-
3				8			
	Direct Labor	\$	-		Direct Labor	\$	-
	Direct Costs	\$	-		Direct Costs	\$	-
	Services by Others	\$	-		Services by Others	\$	-
	Additional Services **	\$	-		Additional Services **	\$	-
	Total this Subconsultant (U/LC)	\$	-		Total this Subconsultant (U/LC)	\$	-
4				9			
	Direct Labor	\$	-		Direct Labor	\$	-
	Direct Costs	\$	-		Direct Costs	\$	-
	Services by Others	\$	-		Services by Others	\$	-
	Additional Services **	\$	-		Additional Services **	\$	-
	Total this Subconsultant (U/LC)	\$	-		Total this Subconsultant (U/LC)	\$	-
5				10			
	Direct Labor	\$	-		Direct Labor	\$	-
	Direct Costs	\$	-		Direct Costs	\$	-
	Services by Others	\$	-		Services by Others	\$	-
	Additional Services **	\$	-		Additional Services **	\$	-
	Total this Subconsultant (U/LC)	\$	-		Total this Subconsultant (U/LC)	\$	-

** 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: \$ -

Contract Information Sheet

Complete the following information and it will be populated on every exhibit.

Consultant Name: Lakeside Engineers, LLC.

Contract Number: I-17-4296

Proposal Date: 9/29/2017

Exhibit Pointers Editable cells in each exhibit are underlined in red

Notes and guidance for each exhibit are on the right of the exhibits in yellow text boxes

A full set of instructions to complete the exhibits is available on the Tollway's website

Contract Number: 1-17-4296 Consultant: Lakeside Engineers, LLC.

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		Grand Total Exhibit A Hours
Design and Plan Preparation													180	180
Maintenance of Traffic													20	20
TOTALS													200	200

Contract Number: I-17-4296

Consultant: Lakeside Engineers, LLC.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2020												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Design and Plan Preparation	26	26	26	26	26	26	26	26	26	26	26	26	26	312
Maintenance of Traffic	6	6	6	6	6	6	6	6	6	6	6	6	6	72
TOTALS	32	32	32	32	32	32	32	32	32	32	32	32	32	384

Contract Number: I-17-4296 Consultant: Lakeside Engineers, LLC.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2021												TOTAL HOURS
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	
Design and Plan Preparation	26	26	26	26	26	26	26	26	26	26	25	25	310
Maintenance of Traffic	6	6	6	6	6	6	6	6	6	6	6	6	72
TOTALS	32	32	32	32	32	32	32	32	32	32	31	31	382

Contract Number: I-17-4296 Consultant: Lakeside Engineers, LLC.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2022												TOTAL HOURS
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	
Design and Plan Preparation	25	25	25	25	25	25	25	25	25	24	24	24	273
Maintenance of Traffic	6	6	6	6	6	6	6	6	6	6	6	6	66
TOTALS	31	31	31	31	31	31	31	31	31	30	30	30	339

Contract No.: I-17-4296

Consultant: Lakeside Engineers, LLC.

EXHIBIT B: FEE CALCULATIONS

A. DIRECT LABOR (without overtime)

$$\frac{5,937.00}{\text{(Total Work Hours from Exhibit C-2)}} \times \frac{\$ 37.06}{\text{(Average Hourly Rate from Exhibit C-2)}} = \text{TOTAL DIRECT SALARY } \$ \underline{220,025.22}$$

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 \$ 616,070.62

B. REIMBURSABLE DIRECT COSTS NOT ELIGIBLE FOR PROFIT

(For Prime Consultant listed above.)

TOTAL DIRECT COSTS \$18,853.48

C. SERVICES BY OTHERS

Total Allowable Fee DBE/MBE/WBE Subconsultant (from Exhibit H) \$ _____

Total Allowable Fee Non-DBE/MBE/WBE Subconsultant (from Exhibit H (cont)) \$ _____

TOTAL SERVICES BY OTHERS \$ _____

D. ADDITIONAL SERVICES (Prime Consultant)

(Requires prior authorization before use)

ADDITIONAL SERVICES (Subconsultants)

(Requires prior authorization before use)

TOTAL ADDITIONAL SERVICES \$ _____
(Requires prior authorization before use)

E. MAXIMUM ALLOWABLE FEE (Upper Limit of Compensation)

\$ 634,924.10

Contract No.: I-17-4296 Consultant: Lakeside Engineers, LLC.

Date: 9/29/2017

EXHIBIT C-1: PAYROLL CLASSIFICATION ESCALATION TABLE

CONTRACT TERM: 60 No. OF MONTHS
 SCHEDULED START DATE: 12/1/2017
 RAISE DATE: 1/1/2018
 PERCENT OF RAISE: 0%

ESCALATION PER YEAR Year 1 through 5

12/1/2017 - 12/31/2017	1/1/2018 - 12/31/2018	1/1/2019 - 12/31/2019	1/1/2020 - 12/31/2020	1/1/2021 - 12/31/2021
Date	Date	Date	Date	Date
1.0	12.0	12.0	12.0	12.0
60.0	60.0	60.0	60.0	60.0
1.67%	20.00%	20.00%	20.00%	20.00%
Factor First Period	Escalation Factor Second Period	Escalation Factor Third Period	Escalation Factor Fourth Period	Escalation Factor Fifth Period

ESCALATION PER YEAR Year 6 through 10

1/1/2022 - 11/30/2022				
Date	Date	Date	Date	Date
11.0				
60.0	60.0	60.0	60.0	60.0
18.33%				
Escalation Factor Sixth Period	Escalation Factor Seventh Period	Escalation Factor Eighth Period	Escalation Factor Ninth Period	Escalation Factor Tenth Period

The escalation factor for this project is: 100.00%

Contract No.: I-17-4296

Consultant: Lakeside Engineers, LLC.

Date: 9/29/2017

Escalation Factor: 100.00%
(From Exhibit C-1)

EXHIBIT C-2: DIRECT LABOR CLASSIFICATION MAN-HOURS AND RATES										DIRECT COST OVERTIME PREMIUM	
Classification Eligible for Premium Overtime?	Tollway Classification	Tollway MINIMUM Hourly Rate for Classification	Tollway MAXIMUM Hourly Rate for Classification	Average Hourly Rate for Classification (See Note A to Right)	Escalated Average Hourly Rate for Classification (See Note B to Right)	Estimated Work Hours (Including Overtime)	Escalated Premium Overtime Hourly Rate (See Note C to Right)	Estimated Overtime Hours (Overtime Hours Only) (See Note D to Right)	Total Estimated O/T Hours:		
									Total Estimated O/T Hours:	Average Premium O/T Hourly Rate:	
							Total Overtime Premium:				
No	Principal	\$50.00	\$70.00								
No	Project Manager	\$40.00	\$70.00	\$48.85	\$48.85	2,460.00					
No	Senior Engineer/Planner	\$40.00	\$70.00								
No	Resident Engineer	\$40.00	\$70.00								
No	Project Engineer/Planner	\$25.00	\$60.00	\$28.72	\$28.72	3,477.00					
No	Staff Engineer/Planner	\$20.00	\$40.00								
No	Engineer /Accountant	\$20.00	\$60.00								
No	Senior Technical Specialist	\$25.00	\$60.00								
No	Technical Specialist	\$15.00	\$50.00								
No	Architect	\$30.00	\$70.00								
No	Realty Specialists	\$20.00	\$70.00								
No	Intern	\$8.25	\$20.00								
No	Admin/Clerical	\$8.25	\$40.00								
Total Estimated Work Hours:							5,937.00				
Average Hourly Rate:							\$37.06				
Total Direct Labor							\$220,025.22				

Contract No.: I-17-4296 Consultant: Lakeside Engineers, LLC.

EXHIBIT D

REIMBURSABLE DIRECT COSTS - WORKSHEET ESTIMATES

- A. **VEHICLE REIMBURSEMENT - rate based on link below**
<http://www2.illinois.gov/cms/Employees/travel/Pages/TravelReimbursement.asp>

- B. **ALLOWABLE DIRECT COSTS - based on link below**
http://www.illinoistollway.com/documents/10157/2389762/12_LG_TOLLWAY_XX_ALLOWABLEDIRECTCOSTS_10012013.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

None

TOTAL DIRECT COSTS (Vehicles, Allowable and Itemized) \$ 18,853.48

ALLOWABLE DIRECT COSTS

10.01.2013

Effective for contracts awarded on or after October 1, 2013, 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)
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Overnight Delivery/Postage Courier Service	Actual Cost
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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
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 a "tool of the trade."

ALLOWABLE DIRECT COSTS

Construction Inspection

Construction Inspection Communications:

Cell Phones	Unallowable
Radio Communication	Actual Cost
2-way Radio	Actual Cost

Vehicles (Only for Vehicles assigned to project)

Rental (Daily Rate Only) - Including Tolls	\$55/day (Maximum)
Leased / Company-Owned Vehicles (does not include personal vehicles, not owned by the company)	\$65/day

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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:

- Parking is now an *allowable* cost
- Cell phones are now an *unallowable* direct cost
- 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.

Contract No.: I-17-4296

Consultant: Lakeside Engineers, LLC.

EXHIBIT E - KEY PROJECT PERSONNEL

Project Principal: _____

Project Manager: Michael R Ernst, Christopher M Quesnell

Project Engineer: Anthony J Bublitz, Rebecca N Jonardi

Resident Engineer: _____

Documentation Engineer: _____

Project Civil Engineer: _____

Project Structural Engineer: _____

Project Drainage Engineer: _____

Senior Engineer: _____

Others: **Name:** _____

Classification: _____

Name: _____

Classification: _____


Name: _____

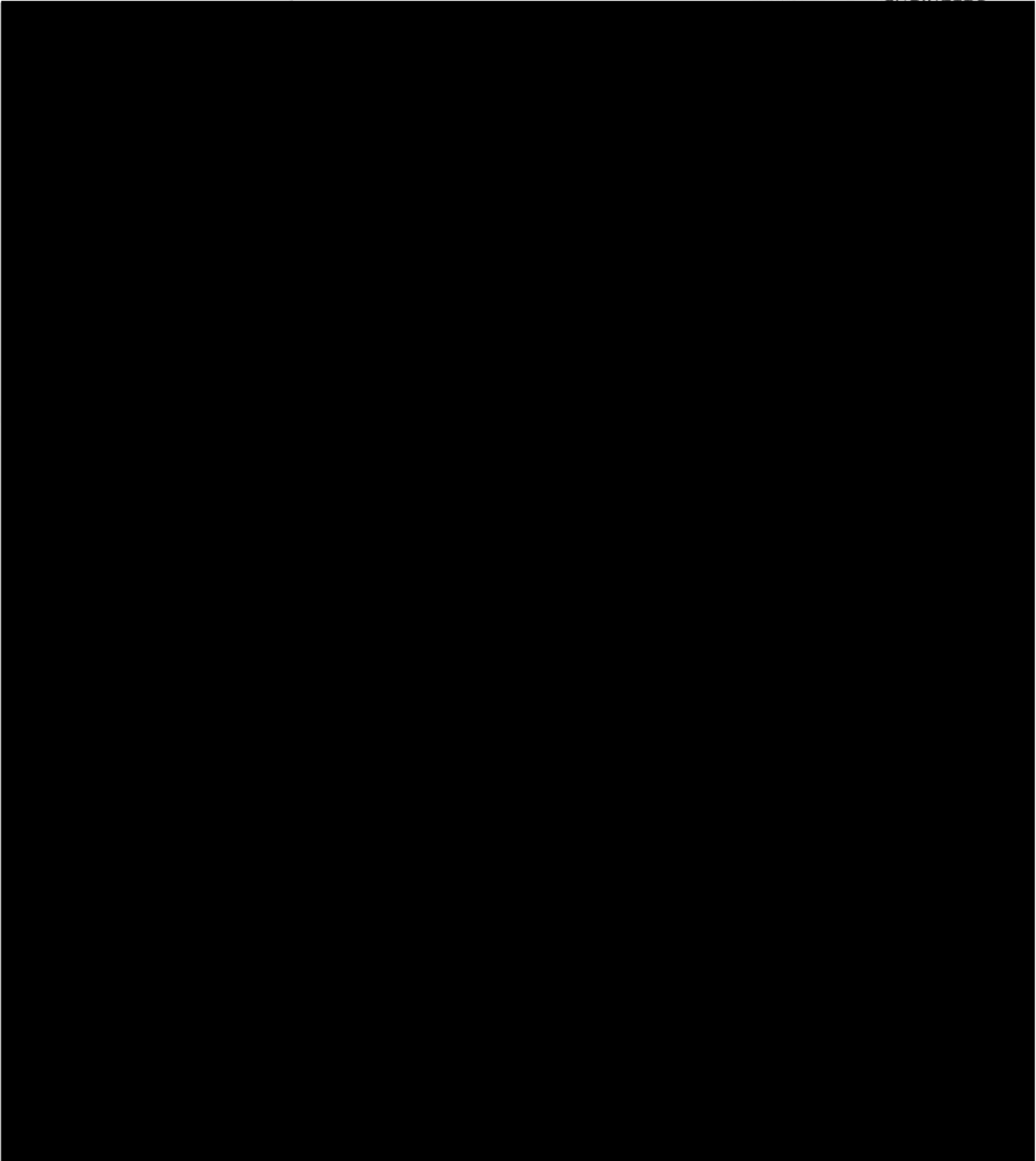
Classification: _____

Name: _____

Classification: _____

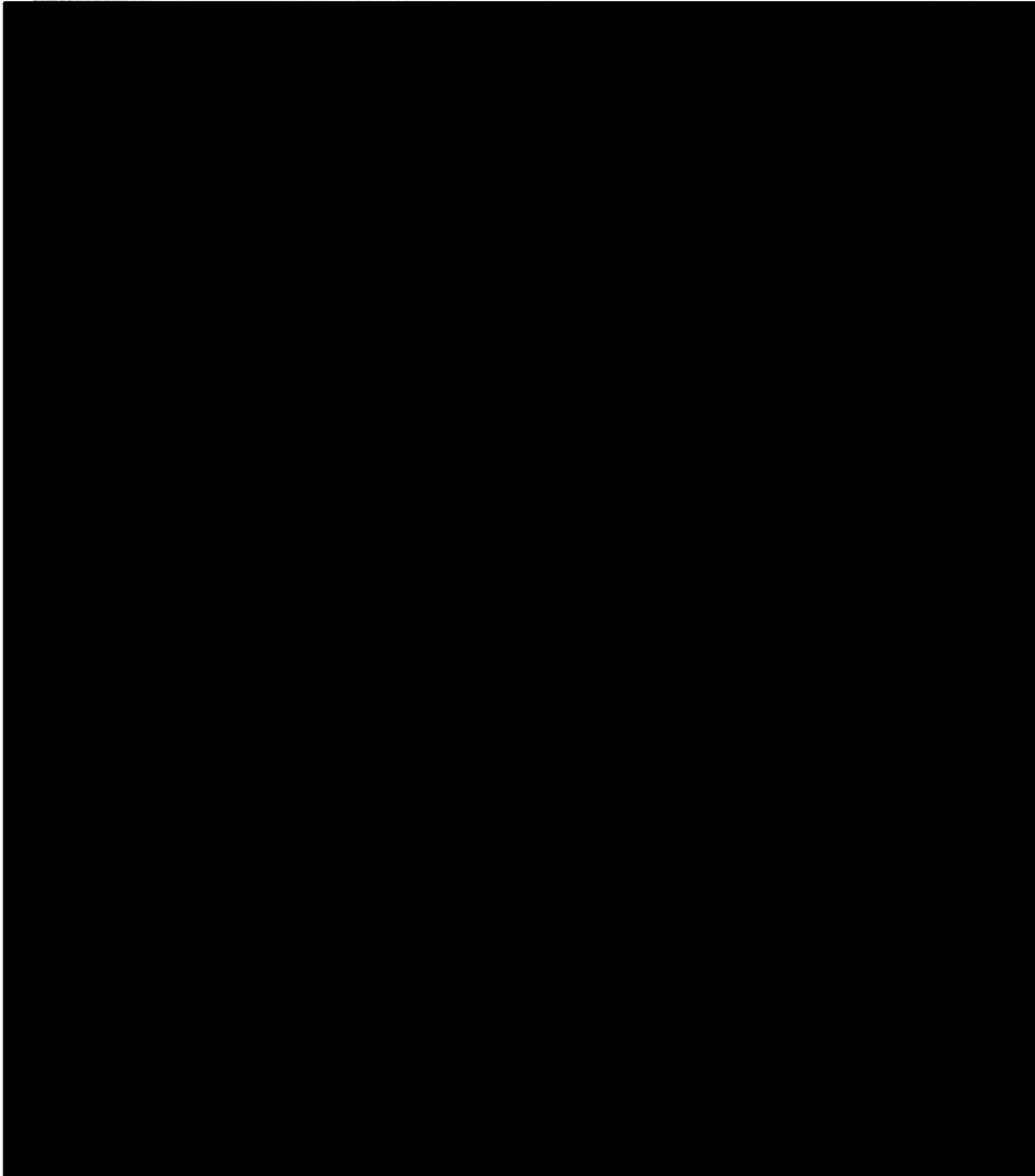
Michael R. Ernst, PE
Transportation Design Director



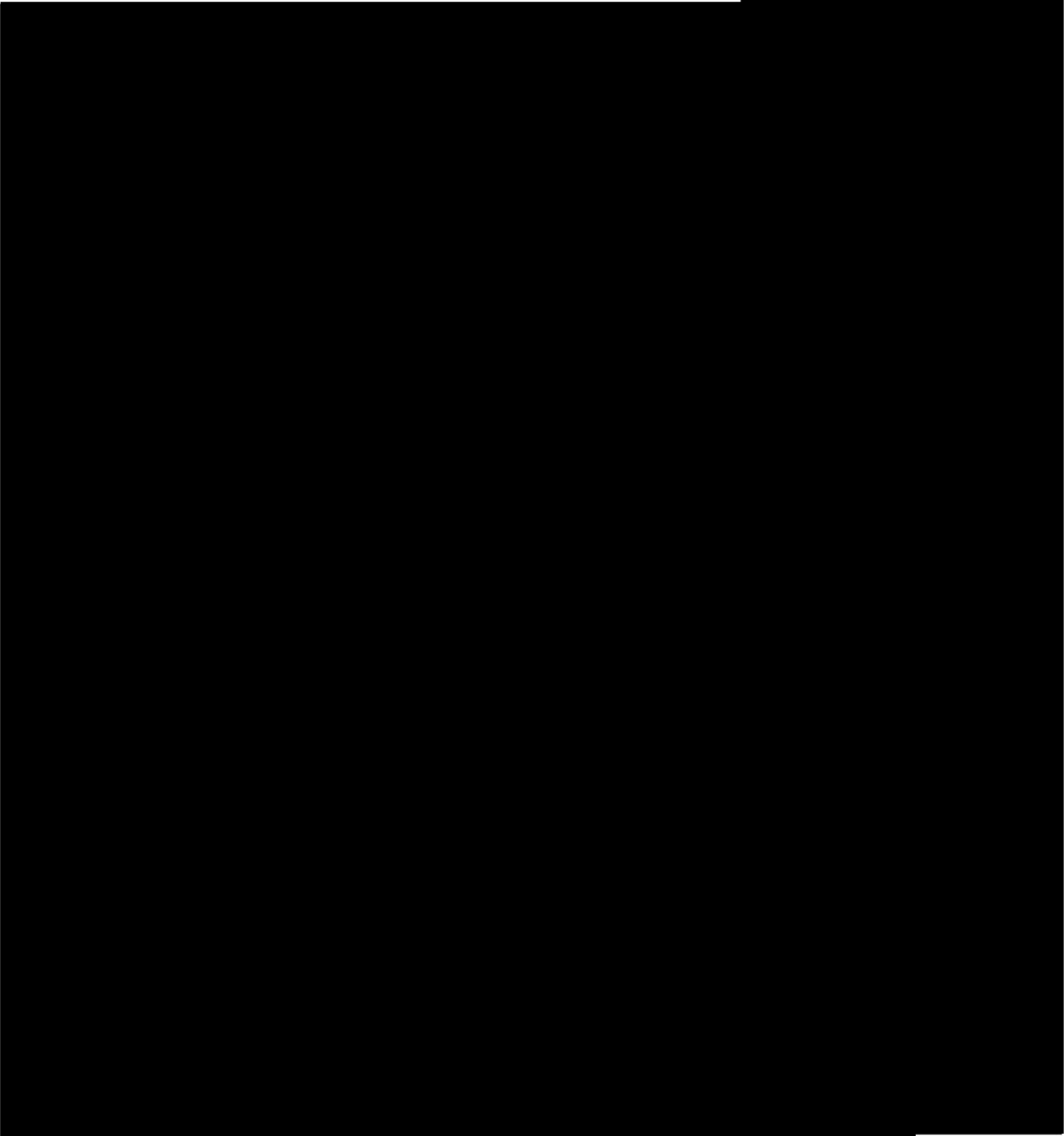


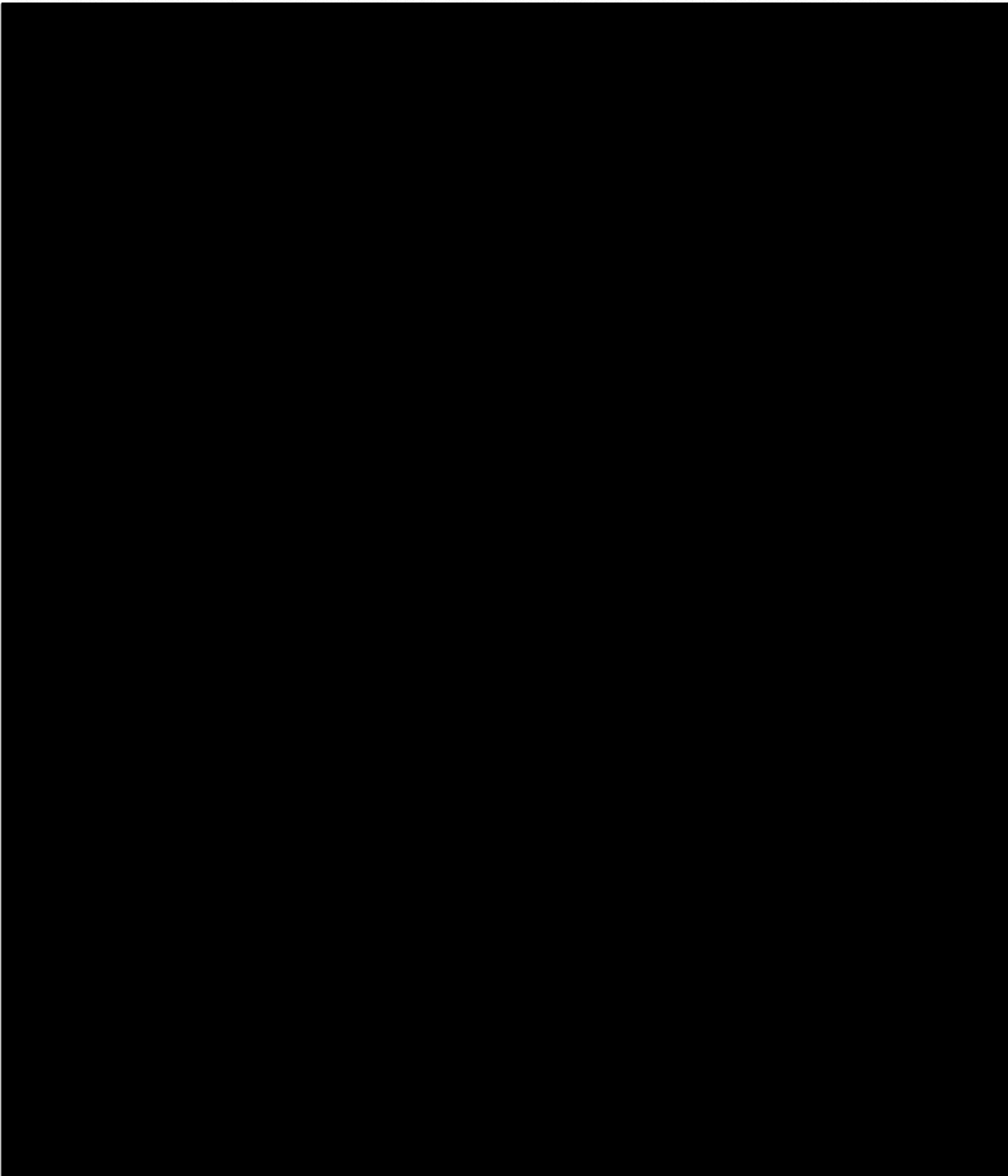
Christopher M. Quesnell, PE, PTOE
Traffic Engineering Director

www.lakesideengineers.com



Anthony J. Bublitz, PE
Project Engineer





Rebecca N. Jonardi, PE
Project Engineer

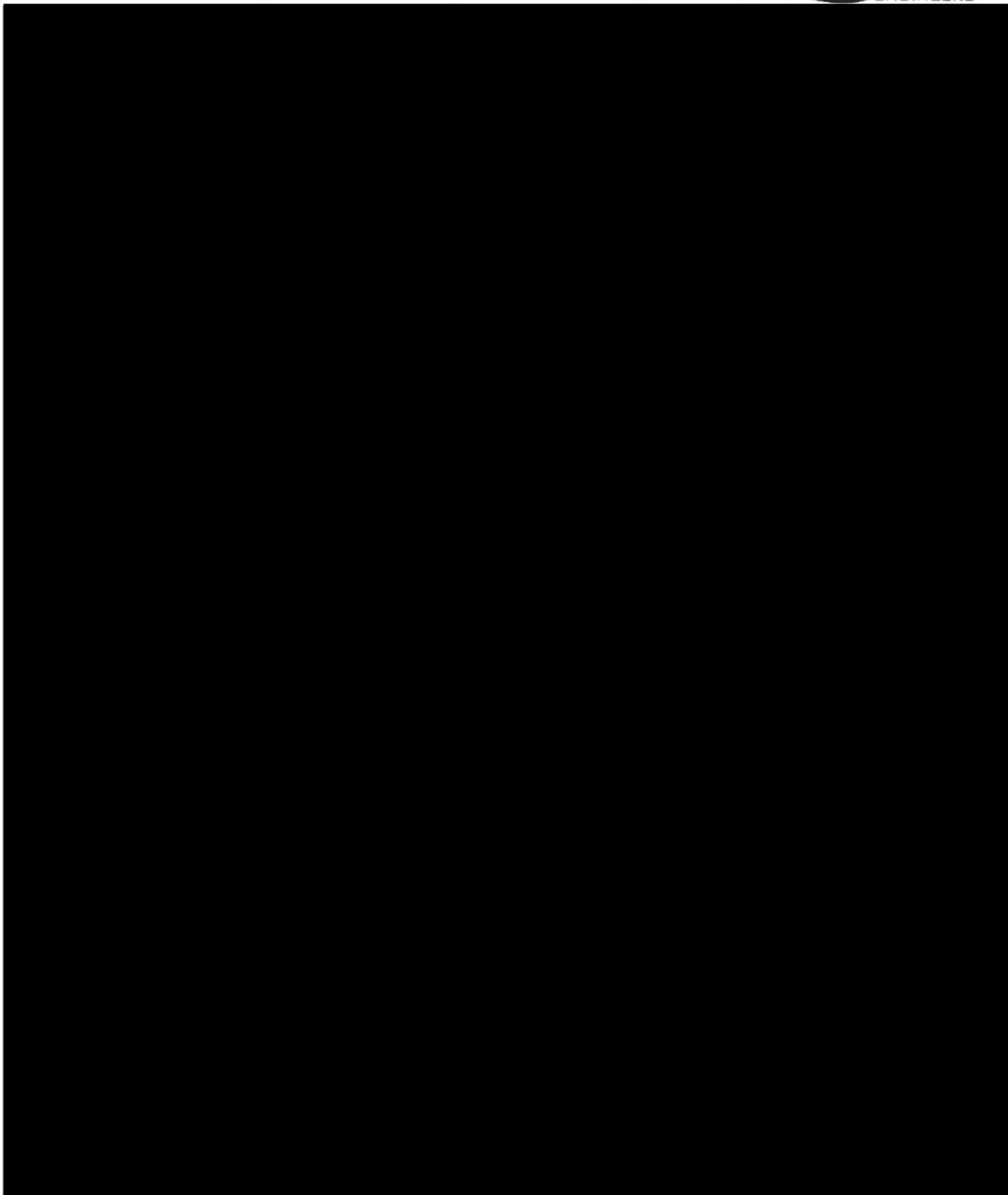


EXHIBIT F

Contract No. I-17-4296

Lakeside Engineers, LLC.

SCOPE OF SERVICES

Support for roadway plan production tasks including maintenance of traffic, signing and marking, quantity, and roadway geometry.

EXHIBIT G

Contract No. I-17-4296

Lakeside Engineers, LLC.

CURRENT OBLIGATIONS FOR PROJECT

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
2250-12-00	WisDOT WIS 20, Waterford, Racine County	\$185,021.85	\$9,400.00	2017
1450-02-00	WisDOT IH 43 Wis 60 to CTH D, Ozaukee County	\$461,610.43	\$140,000.00	2019
2270-04-00	WisDOT WIS 57, Teutonia Avenue to Mequon Rd, Ozaukee Couty	\$769,464.25	\$992,500.00	2020

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: \$ _____ -

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</p> <hr/> <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> <hr/> <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> <hr/> <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> <hr/> <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> <hr/> <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> <hr/> <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> <hr/> <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> <hr/> <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> <hr/> <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> <hr/> <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: \$ -

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

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

Contract Information Sheet

Complete the following information and it will be populated on every exhibit.

Consultant Name: Quigg Engineering Inc.

Contract Number: I-17-4296

Proposal Date: 9/29/2017

Exhibit Pointers Editable cells in each exhibit are underlined in red

Notes and guidance for each exhibit are on the right of the exhibits in yellow text boxes

A full set of instructions to complete the exhibits is available on the Tollway's website

Contract Number: I-17-4296

Consultant: Quigg 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
Permits												10	10
Concept Design Verification												24	24
INVEST													
Environmental Studies and Reports												40	40
Survey												362	362
Coordination												4	4
QA/QC												3	3
Admin												1	1
TOTALS												444	444

Contract Number: I-17-4296

Consultant: Quigg Engineering Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2018												TOTAL HOURS
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	
Permits	10	10	10	10	10	10	10	40	40	40	60	40	290
Concept Design													
Verification													
INVEST													
Environmental Studies													
and Reports				240	80								320
Survey	300	300	300	300	300	200	200	200	182	80	80	80	2522
Coordination	4	4	5	4	4	4	4	5	4	4	4	4	50
QAQC	3	3	3	3	3	3	4	3	3	3	3	3	37
Admin	1	1	1	1	1	1	1	1	1	1	1	1	12
TOTALS	318	318	319	558	398	218	219	249	230	128	148	128	3231

Contract Number: 1-17-4296

Consultant: Quigg Engineering Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2019												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
Permits	40	60	40	40	40	40	40	40	40	40	40	40	40	500
Concept Design Verification INVEST														
Environmental Studies and Reports	8	8	8	8	12	8	8	8	8	8	8	8	8	100
Survey	80	80	80	80	80	80	80	80	80	80	80	80	80	890
Coordination	4	4	4	4	4	4	4	4	4	4	4	4	4	48
QAQC	3	3	3	3	3	3	3	3	3	3	3	3	3	38
Admin	1	1	1	1	1	1	1	1	1	1	1	1	1	12
TOTALS	136	156	137	136	140	136	136	136	137	136	106	96	1588	

Contract Number: I-17-4296

Consultant: Quigg Engineering Inc.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2021												TOTAL HOURS
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	
Permits	16	16	16	16	20	16	16	16	20	16	16	16	200
Concept Design Verification INVEST													
Environmental Studies and Reports			10		16								42
Survey	10	10	10	10	10	10	10	10	10	10	10	10	120
QAQC	2	2	2	2	2	2	2	2	2	2	2	2	24
Admin	2	2	1	1	1	1	1	1	1	1	1	1	14
	1	1	1	1	1	1	1	1	1	1	1	1	12
TOTALS	31	31	40	30	50	30	46	30	34	30	30	30	412

Contract No.: I-17-4296

Consultant: Quigg Engineering Inc.

EXHIBIT B: FEE CALCULATIONS

A. DIRECT LABOR (without overtime)

<u>6,536.00</u> (Total Work Hours from Exhibit C-2)	X	<u>\$ 42.60</u> (Average Hourly Rate from Exhibit C-2)	=	TOTAL DIRECT SALARY \$ <u>278,433.60</u>
---	---	---	---	---

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	\$ <u>779,614.08</u>
---	----------------------

B. REIMBURSABLE DIRECT COSTS NOT ELIGIBLE FOR PROFIT

(For Prime Consultant listed above.)

	TOTAL DIRECT COSTS \$ <u>85,470.01</u>
--	---

C. SERVICES BY OTHERS

Total Allowable Fee DBE/MBE/WBE Subconsultant (from Exhibit H)	\$ <u>-</u>
--	-------------

Total Allowable Fee Non-DBE/MBE/WBE Subconsultant (from Exhibit H (cont))	\$ <u>-</u>
---	-------------

	TOTAL SERVICES BY OTHERS \$ <u>-</u>
--	---

D. ADDITIONAL SERVICES (Prime Consultant)

(Requires prior authorization before use)	

ADDITIONAL SERVICES (Subconsultants)

(Requires prior authorization before use)	

	TOTAL ADDITIONAL SERVICES \$ _____
(Requires prior authorization before use)	

E. MAXIMUM ALLOWABLE FEE (Upper Limit of Compensation)

	\$ 865,084.09
--	----------------------

Contract No.: I-17-4296 Consultant: Quigg Engineering Inc.

Date: 9/29/2017

EXHIBIT C-1: PAYROLL CLASSIFICATION ESCALATION TABLE

CONTRACT TERM: 60 No. OF MONTHS
 SCHEDULED START DATE: 12/1/2017
 RAISE DATE: 7/1/2018
 PERCENT OF RAISE: 0%

ESCALATION PER YEAR Year 1 through 5

12/1/2017 - 6/30/2018	7/1/2018 - 6/30/2019	7/1/2018 - 6/30/2020	7/1/2020 - 6/30/2021	7/1/2021 - 6/30/2022
Date	Date	Date	Date	Date
7.0	12.0	12.0	12.0	12.0
60.0	60.0	60.0	60.0	60.0
11.67% Factor First Period	20.00% Escalation Factor Second Period	20.00% Escalation Factor Third Period	20.00% Escalation Factor Fourth Period	20.00% Escalation Factor Fifth Period

ESCALATION PER YEAR Year 6 through 10

7/1/2022 - 11/30/2022				
Date	Date	Date	Date	Date
5.0				
60.0	60.0	60.0	60.0	60.0
8.33% Escalation Factor Sixth Period				

The escalation factor for this project is: 100.00%

Contract No.: 1-17-4296

Consultant: Quigg Engineering Inc.

Date: 9/29/2017

Escalation Factor: 100.00%

(From Exhibit C-1)

EXHIBIT C-2: DIRECT LABOR CLASSIFICATION MAN-HOURS AND RATES

						<u>DIRECT COST</u>		
						<u>OVERTIME PREMIUM</u>		
						Total Estimated O/T Hours:	395.00	
						Average Premium O/T Hourly Rate:	\$11.99	
						Total Overtime Premium:	\$4,736.05	
						Total Estimated Work Hours:	6,536.00	
						Average Hourly Rate:	\$42.60	
						Total Direct Labor	\$278,433.60	
Classification Eligible for Premium Overtime?	Tollway Classification	Tollway MINIMUM Hourly Rate for Classification	Tollway MAXIMUM Hourly Rate for Classification	Average Hourly Rate for Classification (See Note A to Right)	Escalated Average Hourly Rate for Classification (See Note B to Right)	Estimated Work Hours (Including Overtime)	Escalated Average Premium Overtime Hourly Rate (See Note C to Right)	Estimated Overtime Hours (Overtime Hours Only) (See Note D to Right)
No	Principal	\$50.00	\$70.00	\$70.00	\$70.00	10.00		
No	Project Manager	\$40.00	\$70.00	\$70.00	\$70.00	400.00		
No	Senior Engineer/Planner	\$40.00	\$70.00	\$65.10	\$65.10	1,686.00		
No	Resident Engineer	\$40.00	\$70.00					
No	Project Engineer/Planner	\$25.00	\$60.00	\$38.95	\$38.95	350.00		
Yes	Staff Engineer/Planner	\$20.00	\$40.00	\$26.68	\$26.68	350.00	13.34	40.00
No	Engineer/Accountant	\$20.00	\$60.00	\$51.20	\$51.20	30.00		
No	Senior Technical Specialist	\$25.00	\$60.00	\$43.68	\$43.68	1,392.00		
Yes	Technical Specialist	\$15.00	\$50.00	\$23.79	\$23.79	2,258.00	11.90	350.00
No	Architect	\$30.00	\$70.00					
No	Realty Specialists	\$20.00	\$70.00					
No	Intern	\$8.25	\$20.00					
Yes	Admin/Clerical	\$8.25	\$40.00	\$15.65	\$15.65	60.00	7.83	5.00

EXHIBIT "1"

Contract No.: I-17-4296

Consultant: Quigg Engineering Inc.

Date: 9/29/2017

EXHIBIT C-3: DIRECT LABOR EMPLOYEE CLASSIFICATION LIST

Tollway Classification	Consultant Classification (specific to each company)	Consultant Employee Name (SEE NOTE 1 TO RIGHT)	Range per Hour
Principal	President	Lori L. Quigg	\$50 - \$70
Project Manager	Vice President	Todd A. Welz	\$40 - \$70
Senior Engineer/Planner	Engineer VI	David R. Booher	\$40 - \$70
	Engineer VI	Michael D. Cima	
	Engineer VI	Ross A. Benson	
	Engineer V	Donald R. Hayden, Jr.	
	Engineer V	Michael C. Vail	
	Engineer V	Keith W. Benting	
Resident Engineer			\$40 - \$70
Project Engineer/Planner	Engineer IV	Francis B. Nelson	\$25 - \$60
	Engineer IV	Herbert K. Jung	
	Engineer III	David L. Bayler	
	Engineer III	Steven C. Dulakis	
	Engineer III	James D. Berge	
	Engineer III	Robert P. Whiteside	
Staff Engineer/Planner	Engineer II	Claire F. Stokes	\$20 - \$40
	Engineer II	Sean D. Maxwell	
	Engineer II	Nicole L. Sullivan	
	Engineer II	Jessica B. Barrow	
	Engineer I	Rachel N. Birdsell	
Engineer /Accountant	Vice President-Admin Principal	Rebecca L. Stocker	\$20 - \$60
Senior Technical Specialist	Land Surveyor V	William A. Kenter	\$25 - \$60
	Environmental Scientist IV	Elizabeth L. Serdynski	
	Engineering Technician V	David M. Holden	
	Land Surveyor IV	Edward D. Stewart	
	Engineering Technician V	Gregory L. Turner	
	Engineering Technician V	Rick A. Goertz	
Technical Specialist	Land Surveyor III	William J. Kenter	\$15 - \$50
	Land Surveyor I	Joshua P. Dieterich	
	Land Surveyor I	Clinton T. Jones	
	Environmental Scientist II	April Y. Holmes	
	Environmental Scientist II	Bradley T. Hayes	
	Engineering Technician III	Ronda L. Laughlin	
	Engineering Technician III	Eldon P. Fritz	
	Engineering Technician II	Elaina H. Hilyard	
Architect			\$30 - \$70
Realty Specialists			\$20 - \$70
Intern			\$8.25 - \$20
Admin/Clerical	Administrative Assistant	Lainey J. Lutkehus	\$8.25 - \$40

Contract No.: I-17-4296

Consultant: Quigg Engineering Inc.

Date: 9/29/2017

EXHIBIT C-3: DIRECT LABOR EMPLOYEE CLASSIFICATION LIST

Tollway Classification	Consultant Classification (specific to each company)	Consultant Employee Name (SEE NOTE 1 TO RIGHT)	Range per Hour
	Administrative Assistant	Joyce I. King	
	Administrative Assistant	Melissa L. Tomlin	
	Administrative Assistant	Caroline S. Michel	
	Administrative Assistant	Sophie L. Quigg	

Contract No.: I-17-4296 Consultant: Quigg Engineering Inc.

EXHIBIT D

REIMBURSABLE DIRECT COSTS - WORKSHEET ESTIMATES

- A. **VEHICLE REIMBURSEMENT - rate based on link below**
<http://www2.illinois.gov/cms/Employees/travel/Pages/TravelReimbursement.aspx>

- B. **ALLOWABLE DIRECT COSTS - based on link below**
http://www.illinoistollway.com/documents/10157/2389762/12_LG_TOLLWAY_XX_ALLOWABLEDIRECTCOSTS_10012013.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

- Railroad Safety Classes** _____
- Railroad Flaggers** _____
- Railroad Entry Permit** _____
- Tree Tags** _____
- Scanner** _____
- Shoulder closure** _____
- _____
- _____
- _____
- _____
- _____
- _____
- _____
- _____
- _____
- _____
- _____
- _____

TOTAL DIRECT COSTS (Vehicles, Allowable and Itemized) \$ 80,733.96

ALLOWABLE DIRECT COSTS

10.01.2013

Effective for contracts awarded on or after October 1, 2013, 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)
Vehicle Rental	\$55/day (Maximum)
Leased / Company-Owned Vehicles (does not include personal vehicles, not owned by the company)	\$65/day
Vehicle Half-day Rate	\$32.50/half day
Parking	Actual Cost
Tolls	Actual Cost
Overtime	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
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 a "tool of the trade."

ALLOWABLE DIRECT COSTS

Construction Inspection

Construction Inspection Communications:

Cell Phones	Unallowable
Radio Communication	Actual Cost
2-way Radio	Actual Cost

Vehicles (Only for Vehicles assigned to project)

Rental (Daily Rate Only) - Including Tolls	\$55/day (Maximum)
Leased / Company-Owned Vehicles (does not include personal vehicles, not owned by the company)	\$65/day

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:

- Parking is now an allowable cost
- Cell phones are now an unallowable direct cost
- 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.

Contract No.: I-17-4296

Consultant: Quigg Engineering Inc.

EXHIBIT E - KEY PROJECT PERSONNEL

Project Principal: Lori L. Quigg, P.E.

Project Manager: Todd A. Welz, P.E.

Project Engineer: _____

Resident Engineer: _____

Documentation Engineer: _____

Project Civil Engineer: _____

Project Structural Engineer: _____

Project Drainage Engineer: _____

Senior Engineer: _____

Others: Name: April Y. Holmes

Classification: Environmental Scientist II

Name: Elizabeth L. Serdynski

Classification: Environmental Scientist IV

Name: William A. Kenter, P.L.S.

Classification: Land Survey V

Name: _____

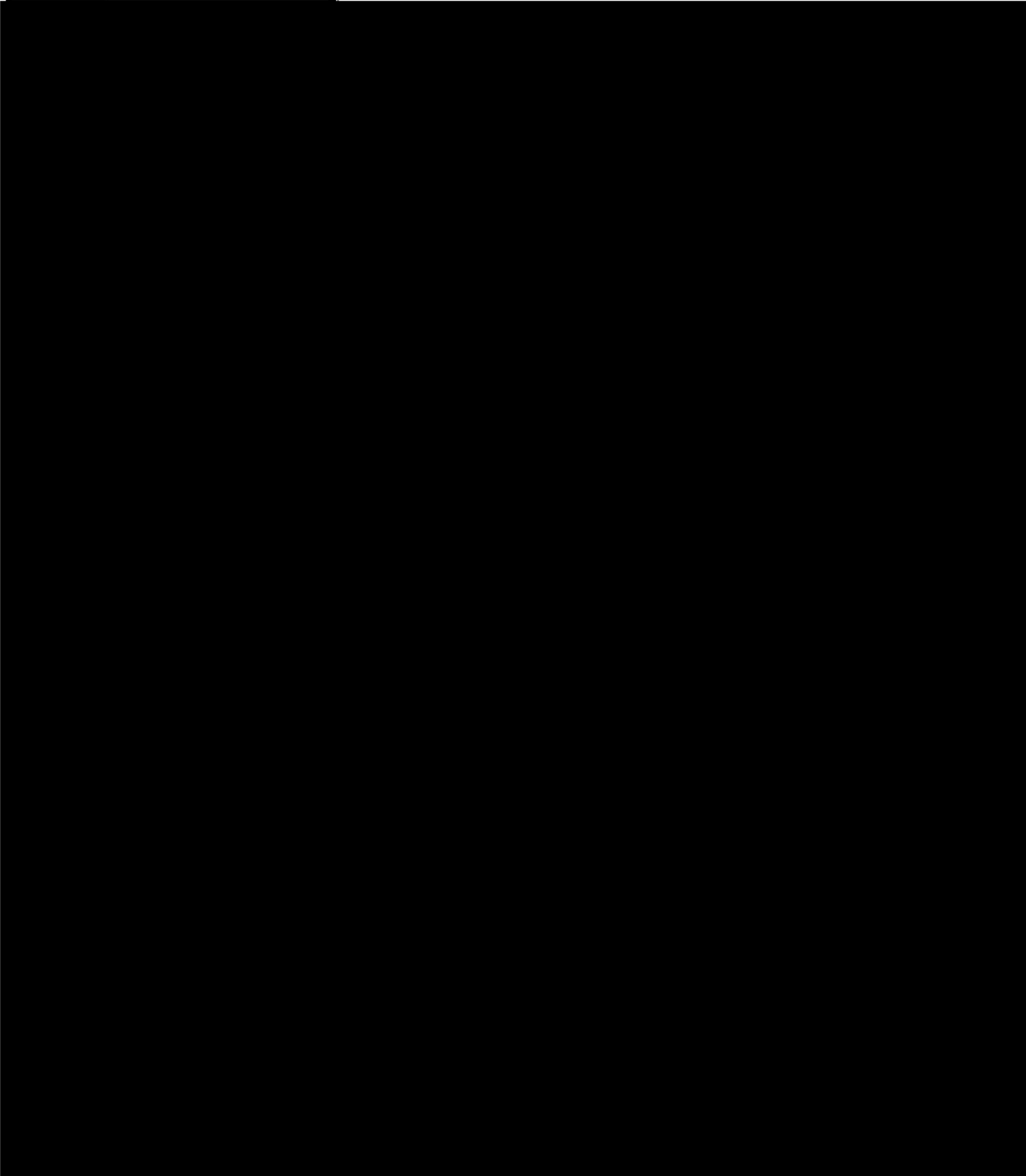
Classification: _____



QUIGG ENGINEERING INC

Lori L. Quigg, PE

President/CEO

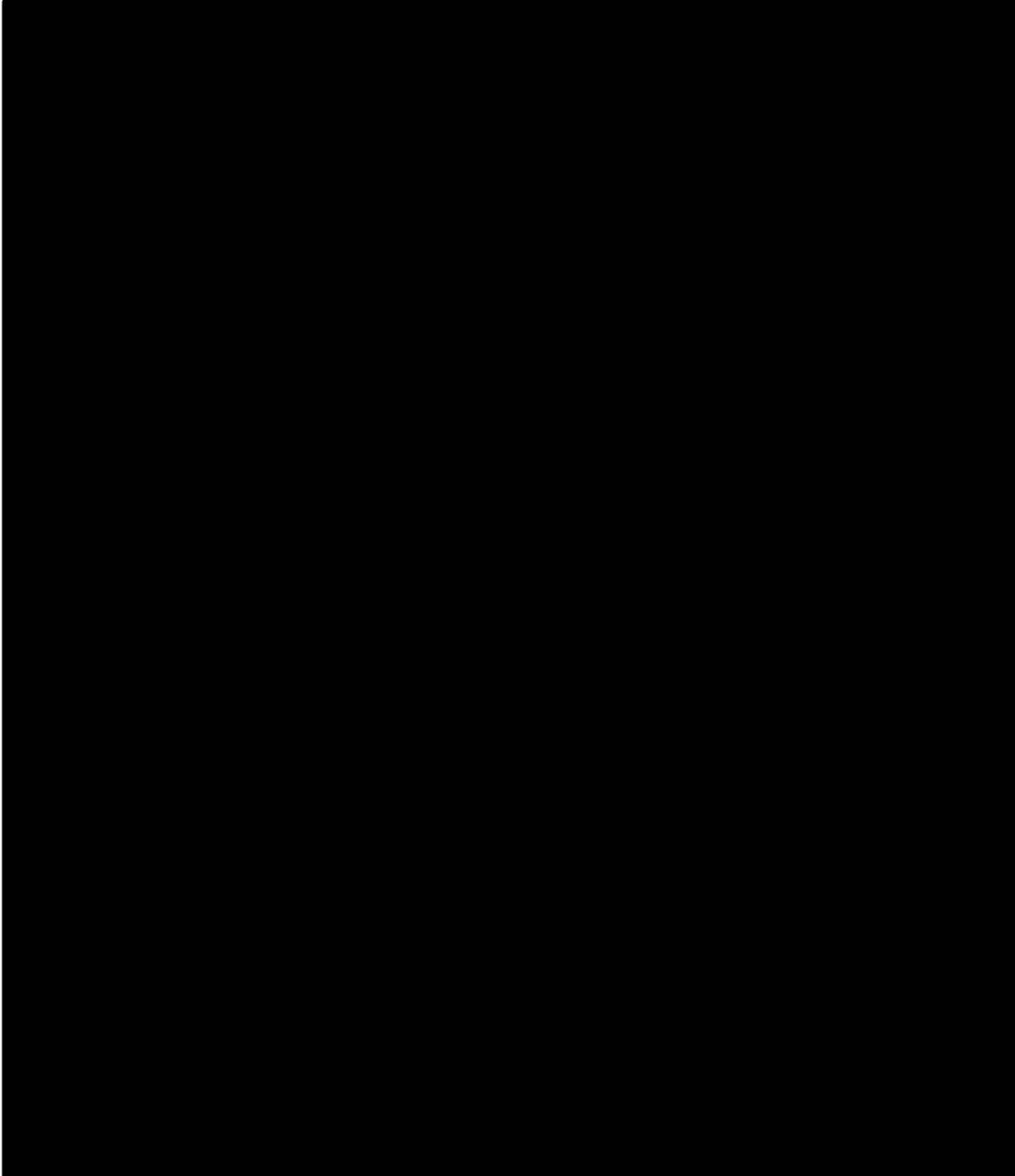




QUIGG ENGINEERING INC

Lori L. Quigg, PE

President/CEO





QUIGG ENGINEERING INC

Todd A. Welz, PE

Senior Project Manager

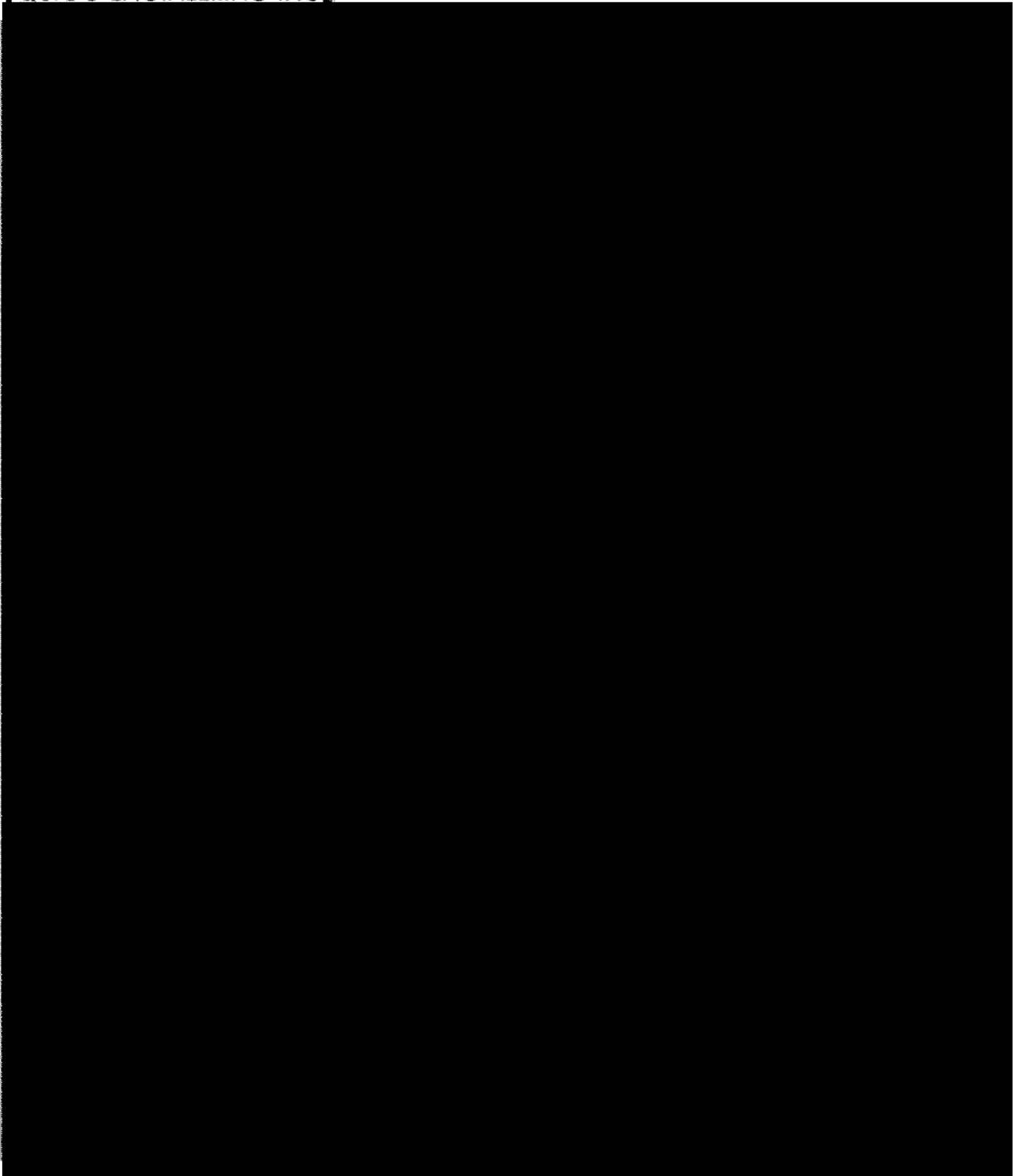


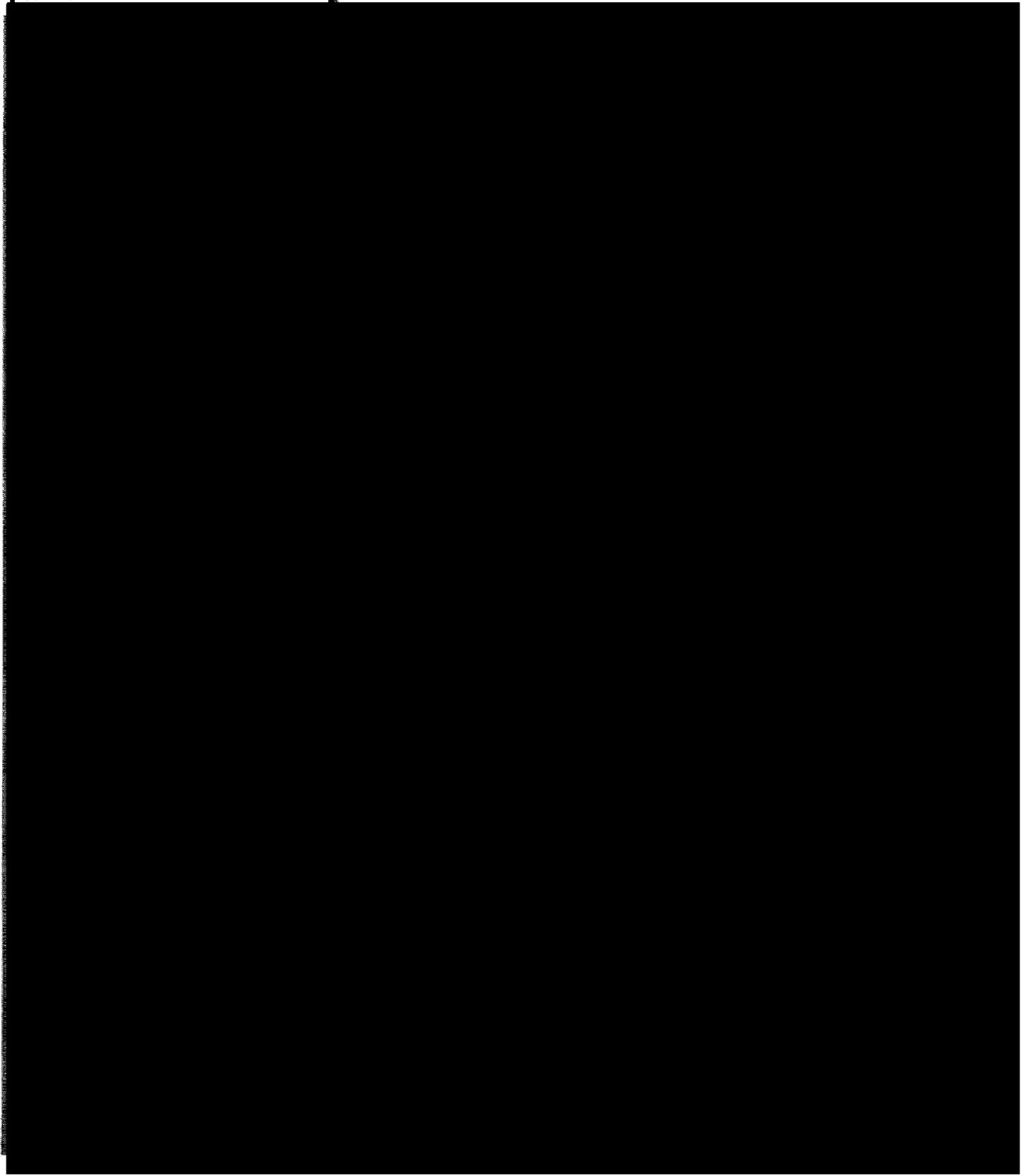
EXHIBIT "1"



QUIGG ENGINEERING INC

Todd A. Welz, PE

Senior Project Manager





QUIGG ENGINEERING INC

April Y. Holmes, MPH

Environmental Project Manager

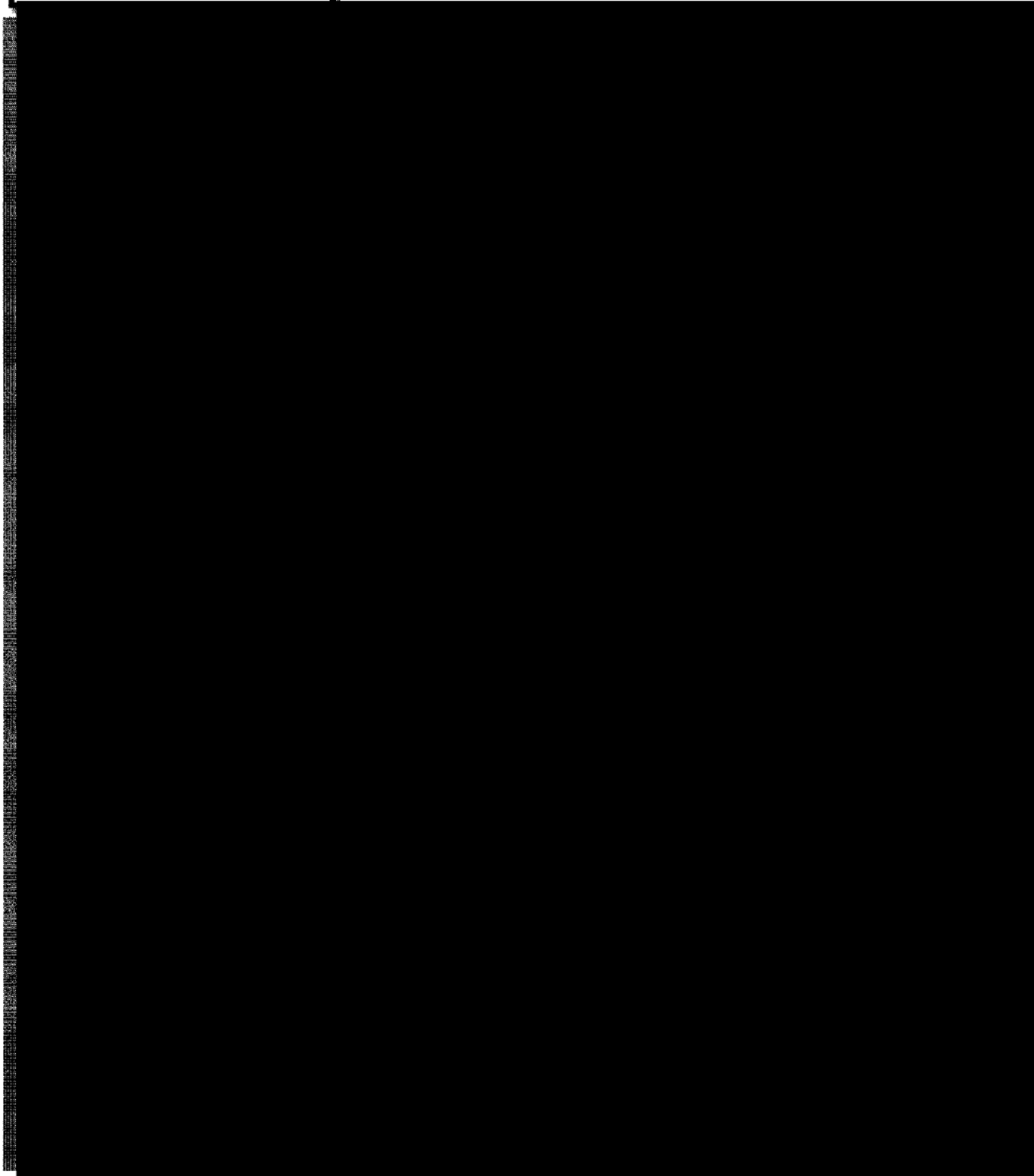




QUIGG ENGINEERING INC

April Y. Holmes, MPH

Environmental Project Manager

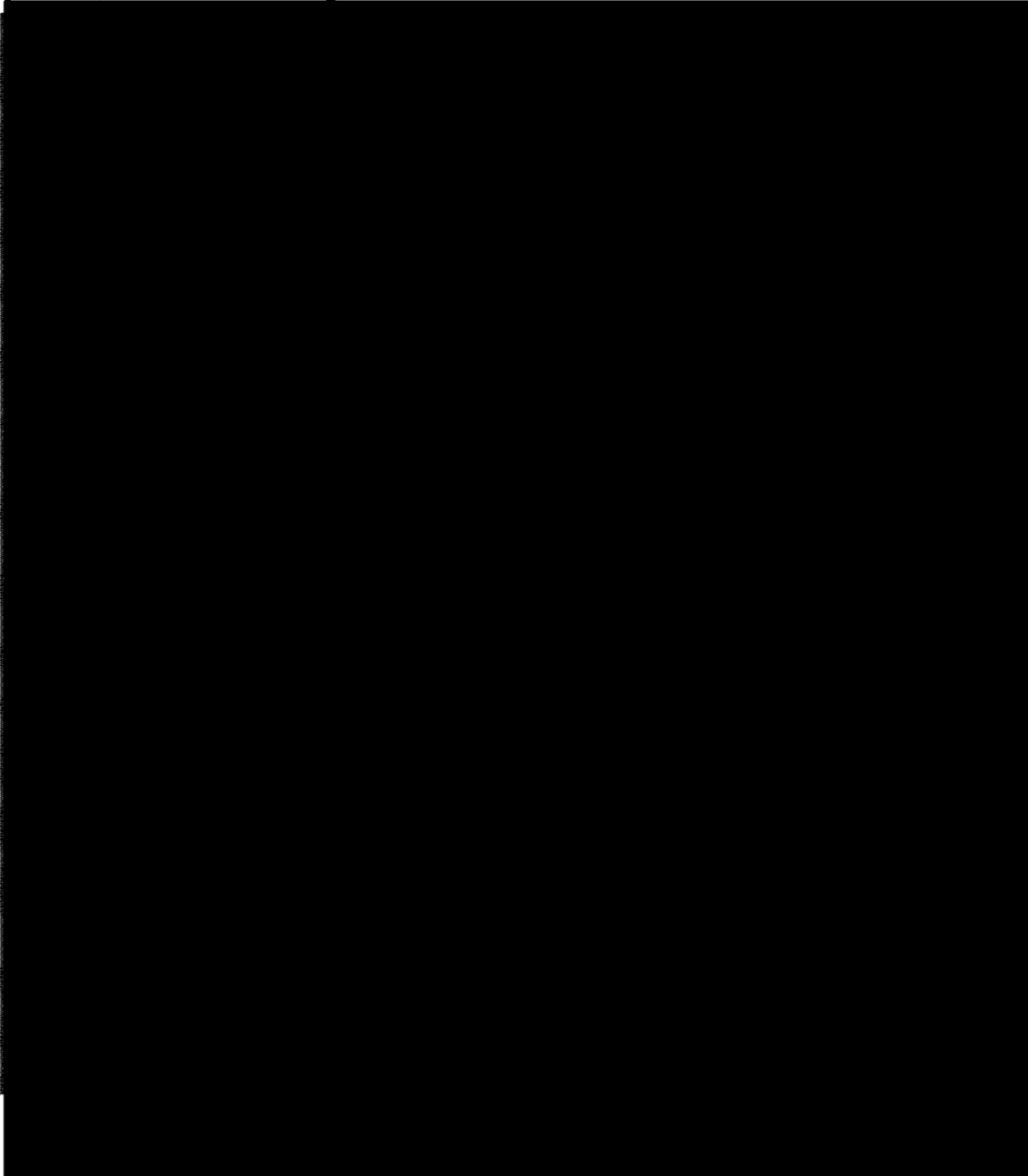




QUIGG ENGINEERING INC

Elizabeth L. Serdynski

Environmental Services Manager

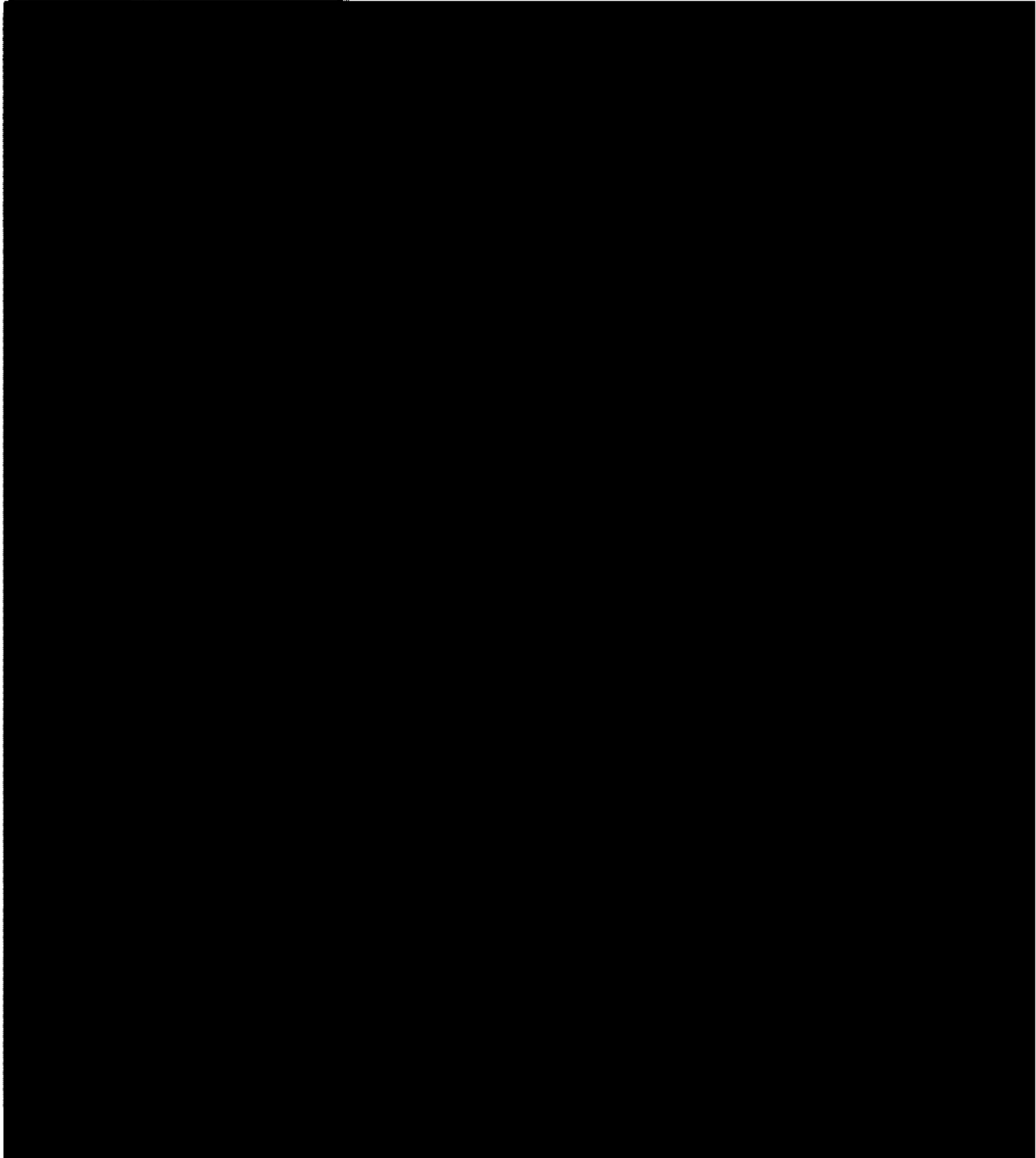




QUIGG ENGINEERING INC

Elizabeth L. Serdynski

Environmental Services Manager

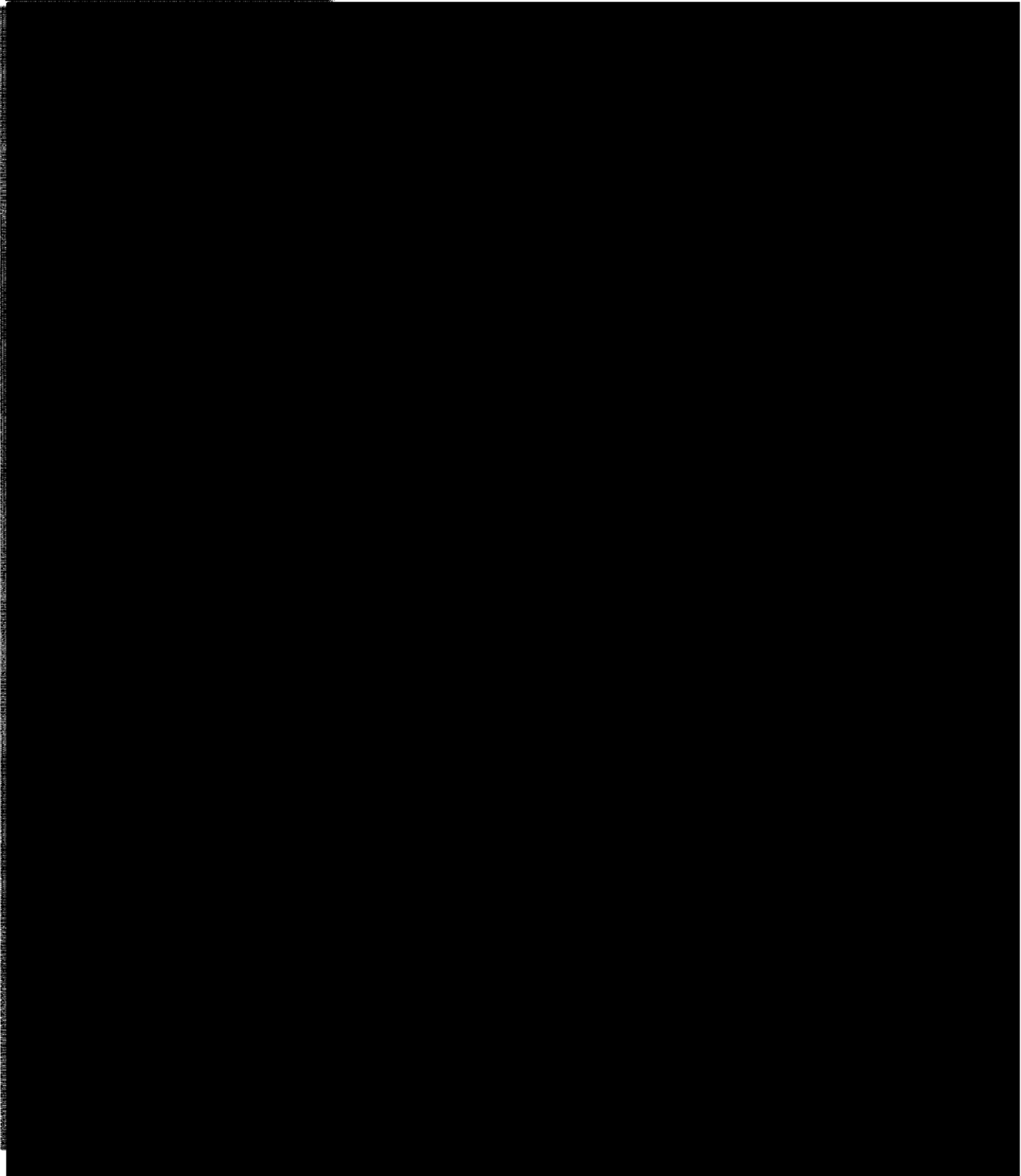




QUIGG ENGINEERING INC

William A. Kenter, PLS

Survey Services Manager





QUIGG ENGINEERING INC

William A. Kenter, PLS

Survey Services Manager

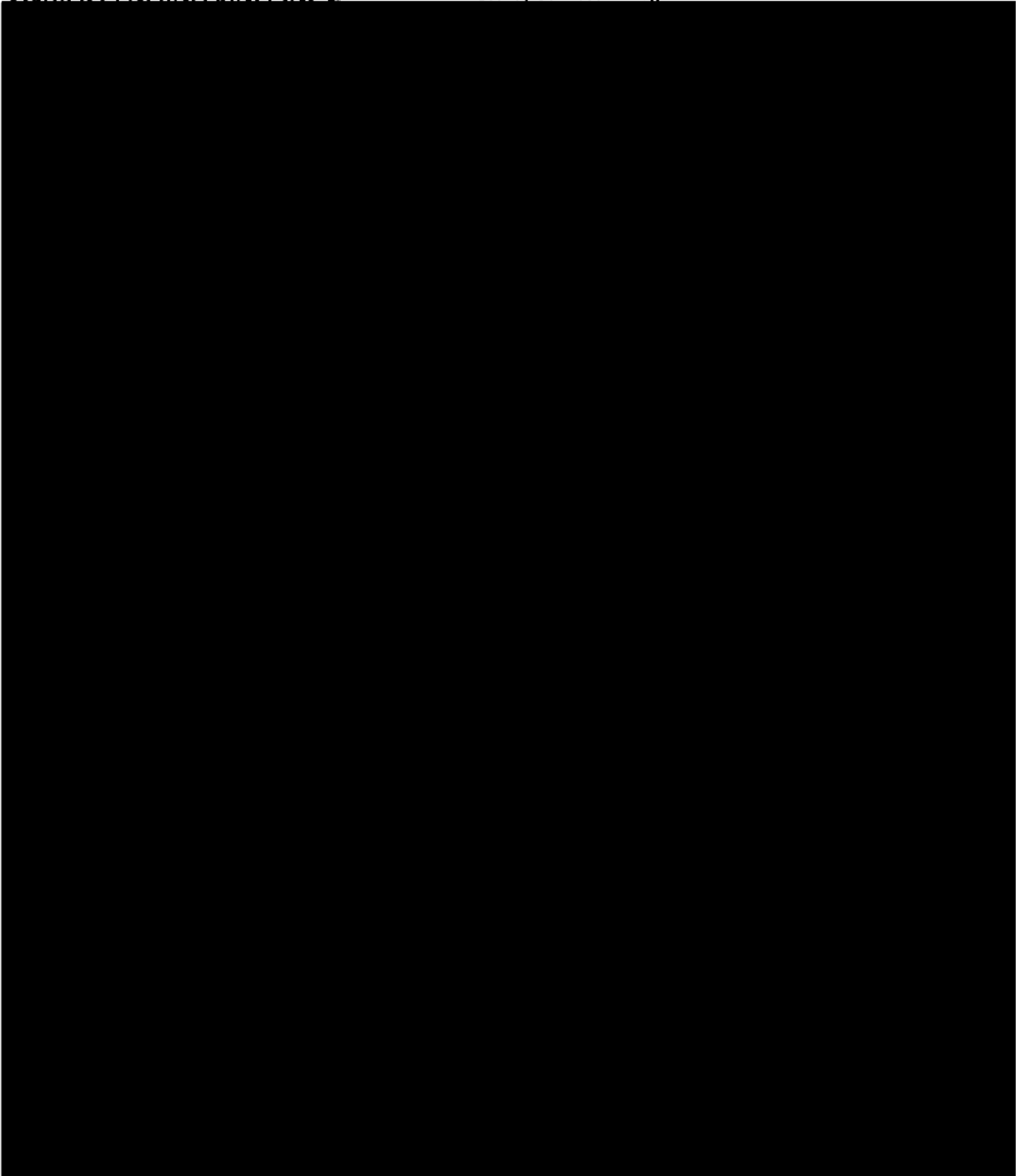


EXHIBIT F

Contract No. I-17-4296

Quigg Engineering Inc.

SCOPE OF SERVICES

See Attachment.

Exhibit F
Refinement to Scope of Services
Tollway Contract I-17-4296
Quigg Engineering Inc.

1. Introduction

This document is a refinement to the Exhibit F Scope of Work provided by the Illinois State Toll Highway Authority for Contract No. I-17-4296.

This project is to prepare Phase II engineering services for the preparation of contract plans and specifications and project related permits for the proposed improvements including, but not limited to, the reconstruction of the Tri-State Tollway (I-294) between 95th Street (M.P. 17.8) to La Grange Road (M.P. 20.7).

The anticipated scope of services for Quigg Engineering Inc. is described in the following sections.

2. Environmental

QEI will review Phase I Biological Resource Review, Wetland Delineation Reports, cultural resource investigations, stream/water quality investigations, tree transect survey, special waste assessment, and traffic noise analysis. It is assumed that all Phase I environmental resource surveys are complete. Should additional field surveys be required due to additional right-of-way needs, it will be considered a contingency item.

QEI will review all Phase I environmental resources. QEI will reevaluate those environmental impacts at preliminary, pre-final and final design. Those impacts will be relayed to the appropriate resource agencies.

QEI will complete the Part II of the Environmental Studies and Inventory Sheets (ESIS) at preliminary and pre-final plans. This may require additional field visits to verify resources.

QEI will be responsible for performing a detailed tree classification survey that includes species, size, form, and health. The tree survey will be completed inside the proposed right-of-way presented in the RR-14-4223 Final Master Plan.

Coordination with resource agencies is assumed to occur throughout the project's duration with the U.S. Army Corps of Engineers, Illinois Environmental Protection Agency, Illinois Department of Natural Resources, U.S. Fish and Wildlife Service, Forest Preserve District of Cook County, Forest Preserve District of DuPage County, Local Soil and Water Conservation Districts, Illinois Department of Transportation, and Metropolitan Water Reclamation District. QEI will assist in the preparation of environmental exhibits for these meetings as well as attend as necessary. It is assumed that monthly environmental coordination meetings will occur for the duration of the project.

3. INVEST

QEI will attend one meeting at the 95% design submittal to determine the as-designed INVEST score.

4. Permits

QEI will review and confirm the overall permits inventory as identified by the DCM. QEI will support the DCM in securing other required construction permits in conformance with the established schedule, including preparation of permits not being prepared by the DCM. QEI will work with discipline leads to provide plans, calculations, etc. as required for permit submittals. QEI shall coordinate permit requirements with the DCM throughout the design phase. QEI shall be responsible for ensuring that permit submittals and approvals are consistent with contract schedules.

QEI will work with the DCM to provide updated plans at agreed upon intervals for the corridor wide Clean Water Act Section 404 Permit to the U.S. Army Corps of Engineers, the Clean Water Act Section 401 Permit from the Illinois Environmental Protection Agency, and the Federal Aviation Administration.

QEI will work with other discipline leads and the DCM to prepare and submit other permits needed for construction. QEI will assemble and coordinate the permits. Discipline leads will be required to provide plans, calculations, and other information as necessary. QEI will prepare the following permits as needed:

Permit	QEI's Responsibility	Number of Revisions/Submittals
404/401 Joint Permit	QEI will assist the DCM on submitting the required information for the Corridor-Wide 401/404 Joint Permit	Submittals at preliminary, pre-final, and final plans for two contracts. (6 submittals total)
Soil and Water Conservation Districts (North Cook and Kane/DuPage SWDC's)	QEI will assist in the 95% plan review of SESC plans with SWCD	Review at pre-final plans for two contracts. (2 submittals total)
Floodway Construction Permit	QEI will assist the drainage lead in verification of stream hydrology, permit application, and permit acquisition	One permit submitted both in Draft and Final Form to the DCM/Tollway. (2 submittals total)
FAA 7460 Permit	QEI will assist the DCM in obtaining permit acquisition	One permit submitted in Draft and Final form to the DCM/Tollway (2 submittals total)
Federal/State/Local Construction Permits	QEI will complete permit applications with plans, and calculations provided by discipline leads.	Construction contracts for three agencies and two contracts. (6 submittals total)
MWRD Plan Review and Approval	QEI will assist the drainage lead in preparing a permit application.	One permit submitted both in Draft and Final Form to the DCM/Tollway. (2 submittals total)
402 Permit/NPDES Construction Permits	QEI will prepare the S.P.111.2 and NOI	It is assumed the S.P. 111.2 will be prepared at preliminary, pre-final and final plans for two contracts. (6 submittals total)

Permit	QEI's Responsibility	Number of Revisions/Submittals
IEPA Watermain Relocation Permit	QEI will lead the permit application for all water main relocations with plans and calculations provided by discipline leads	It is assumed there will be no more than 6 water main relocations.
Other Utility Permits	QEI will assist the Utility Leads as necessary to obtain utility permits	Up to 5 utility permits

5. Field Surveys

This project requires the survey of the I-294 roadway from 95th Street (M.P. 17.8) to LaGrange Road (M.P. 20.7). The work to be performed will be Supplemental Topographic surveys along the corridor to supplement the provided survey information, LIDAR data and the detail surveys of the Roberts Road bridge structure, verify clearances of existing bridge structures of the West bound and East bound Archer Avenue and. Perform additional Surveys for drainage design needs. All survey work shall be performed in accordance with the appropriate sections of the DSE's design Manual.

Assumptions:

1. The provided control is of sufficient accuracies and precision for Phase II Design
2. The provided topographic provided by the Tollway documents and the Phase I efforts is of sufficient accuracies and precision for Phase II design.
3. The supplemental surveys needed throughout the project limits will constitute approximately 20 percent of the overall length of the project.
4. No additional Right of way exhibits will be required.

5.1 Control

Review the main project horizontal and vertical control provided by the DCM and conduct control check surveys. Coordinate with the DCM on any discrepancies found in the review of the documents supplied and the field checks. Add additional control as needed to perform supplemental surveys and additional right of way and boundary surveys. Prepare a project control report with final coordinates and elevation and location ties for additional control set.

5.2 Supplemental Surveys

Conduct supplemental surveys for roadway, bridge and drainage designs as needed throughout the corridor. These surveys may incorporate traditional ground survey and LIDAR survey methods.

These surveys may include, areas where supplied LIDAR information is missing along corridor of project. Location of drainage and sanitary structures, inventory each structure as to Pipe size, type and depth prepare sketch of each structure and photograph each structure. Locate existing Utilities above ground and underground based on visible evidence within the project limits. Conduct additional surveys as needed for roadway design as needed and to insure Potential obstacles are identified for determining barrier warrant analysis. Utilizing stationing for Tollway record drawings locate any and all structures not adequately represented in provided information.

5.3 Topography Verification

Conduct field surveys to verify the accuracy of the provided record drawings and phase I Engineering documents. This effort is not intended to resurvey all topographic features presented in the provided documents by to verify up to 10 percent of the data presented to offer an opinion on the accuracies and precision of the data.

5.4 Coordination

Assemble information and documents necessary for the Tollway to perform coordination with other agencies within the project limits and coordinate with the Railroads for access and any additional training required by the railroads if needed, coordination will be conducted through the DCM, per the DSE's manual. Coordinate with the prime on survey schedule and document delivery schedule.

5.5 CADD and LIDAR Incorporation

Prepare drawing in Micro Station format in compliance with the Tollway requirements of the supplemental surveys and incorporate supplied LIDAR data with the surveyed data. Review and address any abnormalities along the merge line between the supplied LIDAR data and the ground surveys.

Prepare topographic project report, report shall contain but not limited to an ASCII file listing of all point, field notes taken during survey and complete the Tollway topographic checklist.

6 Plats and Legal Descriptions

The preparation of Parcel of Acquisition Plats, legal descriptions and Plat of Highways will be necessary for the acquiring of additional lands being Fee take or Easements along the corridor. All survey work shall be performed in accordance with the appropriate sections of the DSE's design Manual.

Conduct research to obtain record data on Tollway interest and possible affected parcels within the project limits and review information collected.

Conduct survey to locate existing public land corners, existing right of way and private land corners within the project limits. Analyze information collected from field survey and create an overall right of way and boundary file to be used for design and land acquisition purposes.

Prepare right of way exhibits showing all existing right of way interest the Tollway may have along the corridor and show permanent right of way, permanent easements and temporary easement requirements for the corridor

6.1 Plat Preparation

It is anticipated to Prepare individual Plat of Acquisition for approximately 45 parcels affected by the projects design either by Fee take or temporary and/or permanent easements. It is anticipated that no more than 10 revisions due to design changes or Title commitments will be required.

Conduct review of Plat of Acquisitions according to Tollway policies and prepare Survey right of way checklist forms.

Prepare Right of Way checklist for the Plat of acquisition and the Plat of Highways prepared for this project.

6.2 Legal Preparation

Prepare legal descriptions to submit with plats for the effected property owners within the project limits.

Deliverables

- Project Control Report.
- Micro Station drawing of all primary control points.
- ASCII listing of primary control points.
- Field notes and recovery sketches of primary control points.
- Survey Control Checklist.
- ASCII file of all topographic points.
- Micro Station drawing of topographic survey with supplied LIDAR data incorporated.
- Geopac File for all survey data.
- Copy of Field notes taken during survey.
- Final POA's in Micro Station and PDF format.
- Final Legal descriptions in Word and PDF format.
- Signed & Dated Survey Control Check List in Excel and PDF.
- Signed & Dated Topographic survey Check List in Excel and PDF.
- Signed & Dated Right of Way Check List in Excel and PDF.
- Photos with photo log.
- Topography verification report.

EXHIBIT G

Contract No. I-17-4296

Quigg Engineering Inc.

CURRENT OBLIGATIONS FOR PROJECT

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-294 RR-14-4221	Mile Long Bridge Reconstruction Phase I/II	\$4,150,000.00	\$1,500,000.00	4/1/2020
MO 12-137	Materials Engineering	\$4,665,000.00	\$180,000.00	12/31/2017
I-13-4111	CUR Audits	\$1,665,000.00	\$600,000.00	12/31/2018
IL 97 PTB 156-35	Phase II Engineering, IDOT Dist. 6	\$1,163,000.00	\$430,000.00	12/31/2018
I-290 PTB 169-01	Phase I BCR and TSL, IDOT Dist. 1	\$861,000.00	\$140,000.00	12/31/2017
PTB 171-16	Project Management Phase I/II IDOT Dist. 8	\$1,000,000.00	\$170,000.00	12/31/2017
PTB 173-25	Phase III, High Speed Rail IDOT Dist. 6	\$3,990,000.00	\$400,000.00	12/31/2017
PTB 176-28	BMPR Technicians	\$2,500,000.00	\$372,000.00	12/31/2020
PTB 178-14	Ph III, Var/Var IDOT Dist 6	\$1,000,000.00	\$300,000.00	3/31/2017
Various	Subconsultant Work for IDOT and Private clientele	\$4,165,000.00	\$2,527,000.00	12/31/2018

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> <hr/> <p>Direct Labor _____</p> <p>Direct Costs _____</p> <p>Services by Others _____</p> <p>Additional Services ** _____</p> <p>Total this Subconsultant (ULC) <u>\$ -</u></p>	<p>6</p> <hr/> <p>Direct Labor _____</p> <p>Direct Costs <u>\$ -</u></p> <p>Services by Others <u>\$ -</u></p> <p>Additional Services ** <u>\$ -</u></p> <p>Total this Subconsultant (ULC) <u>\$ -</u></p>
<p>2</p> <hr/> <p>Direct Labor _____</p> <p>Direct Costs _____</p> <p>Services by Others _____</p> <p>Additional Services ** _____</p> <p>Total this Subconsultant (ULC) <u>\$ -</u></p>	<p>7</p> <hr/> <p>Direct Labor _____</p> <p>Direct Costs <u>\$ -</u></p> <p>Services by Others <u>\$ -</u></p> <p>Additional Services ** <u>\$ -</u></p> <p>Total this Subconsultant (ULC) <u>\$ -</u></p>
<p>3</p> <hr/> <p>Direct Labor _____</p> <p>Direct Costs <u>\$ -</u></p> <p>Services by Others <u>\$ -</u></p> <p>Additional Services ** <u>\$ -</u></p> <p>Total this Subconsultant (ULC) <u>\$ -</u></p>	<p>8</p> <hr/> <p>Direct Labor _____</p> <p>Direct Costs <u>\$ -</u></p> <p>Services by Others <u>\$ -</u></p> <p>Additional Services ** <u>\$ -</u></p> <p>Total this Subconsultant (ULC) <u>\$ -</u></p>
<p>4</p> <hr/> <p>Direct Labor _____</p> <p>Direct Costs <u>\$ -</u></p> <p>Services by Others <u>\$ -</u></p> <p>Additional Services ** <u>\$ -</u></p> <p>Total this Subconsultant (ULC) <u>\$ -</u></p>	<p>9</p> <hr/> <p>Direct Labor _____</p> <p>Direct Costs <u>\$ -</u></p> <p>Services by Others <u>\$ -</u></p> <p>Additional Services ** <u>\$ -</u></p> <p>Total this Subconsultant (ULC) <u>\$ -</u></p>
<p>5</p> <hr/> <p>Direct Labor _____</p> <p>Direct Costs <u>\$ -</u></p> <p>Services by Others <u>\$ -</u></p> <p>Additional Services ** <u>\$ -</u></p> <p>Total this Subconsultant (ULC) <u>\$ -</u></p>	<p>10</p> <hr/> <p>Direct Labor _____</p> <p>Direct Costs <u>\$ -</u></p> <p>Services by Others <u>\$ -</u></p> <p>Additional Services ** <u>\$ -</u></p> <p>Total this Subconsultant (ULC) <u>\$ -</u></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): _____

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

6	<hr/>		
	Direct Labor	<hr/>	
	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)	\$	-
8	<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)	\$	-
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: \$ -

Contract Information Sheet

Complete the following information and it will be populated on every exhibit.

Consultant Name: SE3, LLC

Contract Number: I-17-4296

Proposal Date: 9/29/2017

Exhibit Pointers Editable cells in each exhibit are underlined in red

Notes and guidance for each exhibit are on the right of the exhibits in yellow text boxes

A full set of instructions to complete the exhibits is available on the Tollway's website

Contract Number: I-17-4296

Consultant: SE3, LLC

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		Grand Total Exhibit A Hours
Barrier Warrant														
Analysis QA													12	12
ESC Plans													94	94
TOTALS													106	106

Contract Number: I-17-4296 Consultant: SE3, LLC

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2020												TOTAL HOURS
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	
Barrier Warrant	0	0	0	0	0	0	0	0	0	0	0	0	0
Analysis QA	4	4	4	4	4	4	4	4	4	4	4	4	4
ESC Plans													
TOTALS	4	4	4	4	4	4	4	4	4	4	4	4	4
													48

Contract No.: I-17-4296 Consultant: SE3, LLC

Date: 9/29/2017

EXHIBIT C-1: PAYROLL CLASSIFICATION ESCALATION TABLE

CONTRACT TERM: 60 No. OF MONTHS
 SCHEDULED START DATE: 12/1/2017
 RAISE DATE: 1/1/2018
 PERCENT OF RAISE: 0%

ESCALATION PER YEAR Year 1 through 5

Date	Date	Date	Date	Date	Date
12/1/2017 - 12/31/2017	1/1/2018 - 12/31/2018	1/1/2019 - 12/31/2019	1/1/2020 - 12/31/2020	1/1/2021 - 12/31/2021	
1.0	12.0	12.0	12.0	12.0	
60.0	60.0	60.0	60.0	60.0	
1.67% Escalation Factor First Period	20.00% Escalation Factor Second Period	20.00% Escalation Factor Third Period	20.00% Escalation Factor Fourth Period	20.00% Escalation Factor Fifth Period	

ESCALATION PER YEAR Year 6 through 10

Date	Date	Date	Date	Date	Date
1/1/2022 - 11/30/2022					
11.0					
60.0	60.0	60.0	60.0	60.0	
18.33% Escalation Factor Sixth Period					

The escalation factor for this project is: 100.00%

Contract No.: I-17-4296

Consultant: SE3, LLC

Date: 9/29/2017

Escalation Factor: 100.00%

(From Exhibit C-1)

EXHIBIT C-2: DIRECT LABOR CLASSIFICATION MAN-HOURS AND RATES										DIRECT COST		
Classification Eligible for Premium Overtime?	Tollway Classification	Tollway MINIMUM Hourly Rate for Classification	Tollway MAXIMUM Hourly Rate for Classification	Average Hourly Rate for Classification (See Note A to Right)	Escalated Average Hourly Rate for Classification (See Note B to Right)	Estimated Work Hours (Including Overtime)	Total					
							Estimated O/T Hours:	Average Premium O/T Hourly Rate:	Total Overtime Premium:			
No	Principal	\$50.00	\$70.00	\$70.00	\$70.00	20.00						
No	Project Manager	\$40.00	\$70.00	\$70.00	\$70.00	688.00						
No	Senior Engineer/Planner	\$40.00	\$70.00	\$51.93	\$51.93	750.00						
No	Resident Engineer	\$40.00	\$70.00									
No	Project Engineer/Planner	\$25.00	\$60.00	\$45.08	\$45.08	590.00						
No	Staff Engineer/Planner	\$20.00	\$40.00	\$28.73	\$28.73	416.00						
No	Engineer/Accountant	\$20.00	\$60.00	\$27.75	\$27.75	20.00						
No	Senior Technical Specialist	\$25.00	\$60.00	\$42.23	\$42.23	742.00						
No	Technical Specialist	\$15.00	\$50.00									
No	Architect	\$30.00	\$70.00									
No	Realty Specialists	\$20.00	\$70.00									
No	Intern	\$8.25	\$20.00									
No	Admin/Clerical	\$8.25	\$40.00	\$22.65	\$22.65	60.00						

EXHIBIT "1"

Contract No.: I-17-4296

Consultant: SE3, LLC

Date: 9/29/2017

EXHIBIT C-3: DIRECT LABOR EMPLOYEE CLASSIFICATION LIST

Tollway Classification	Consultant Classification (specific to each company)	Consultant Employee Name (SEE NOTE 1 TO RIGHT)	Range per Hour
Principal	President	Vernal Stewart	\$50 - \$70
Project Manager	Senior Project Manager	Jason R. Martin	\$40 - \$70
		Raymond K. Kumapley	
		Brian K. Scifers	
Senior Engineer/Planner	Project Manager	Keith L. Keslinke	\$40 - \$70
		Steve M. Schuessler	
Resident Engineer			\$40 - \$70
Project Engineer/Planner	Project Engineer	David W. Bennett	\$25 - \$60
		Adam R. Moline	
		Ryan R. Doerrer	
Staff Engineer/Planner	Staff Engineer	Evelina Perry	\$20 - \$40
		Stanley Y. Cho	
		Brooke A. Snow	
		Alice W. Ha	
Engineer /Accountant	Accountant	Sandra O. Clocuh	\$20 - \$60
Senior Technical Specialist	Technician	Steven V. Johnson	\$25 - \$60
Technical Specialist			\$15 - \$50
Architect			\$30 - \$70
Realty Specialists			\$20 - \$70
Intern			\$8.25 - \$20
Admin/Clerical	Administrative Assistant	Kristen M. Martin	\$8.25 - \$40
		Nancy J. Carlson	
		Pamela A. Corrello	

ALLOWABLE DIRECT COSTS

10.01.2013

Effective for contracts awarded on or after October 1, 2013, 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)
Vehicle Rental	\$55/day (Maximum)
Leased / Company-Owned Vehicles (does not include personal vehicles, not owned by the company)	\$65/day
Vehicle Half-day Rate	\$32.50/half day
Parking	Actual Cost
Tolls	Actual Cost
Overtime	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
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 a "tool of the trade."

ALLOWABLE DIRECT COSTS

Construction Inspection

Construction Inspection Communications:

Cell Phones	Unallowable
Radio Communication	Actual Cost
2-way Radio	Actual Cost

Vehicles (Only for Vehicles assigned to project)

Rental (Daily Rate Only) - Including Tolls	\$55/day (Maximum)
Leased / Company-Owned Vehicles (does not include personal vehicles, not owned by the company)	\$65/day

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:

- Parking is now an allowable cost
- Cell phones are now an unallowable direct cost
- 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.

Contract No.: 1-17-4296

Consultant: SE3, LLC

EXHIBIT E - KEY PROJECT PERSONNEL

Project Principal: _____

Project Manager: _____

Project Engineer: _____

Resident Engineer: _____

Documentation Engineer: _____

Project Civil Engineer: _____

Project Structural Engineer: _____

Project Drainage Engineer: _____

Senior Engineer: _____

Others: Name: _____

Classification: _____

Name: _____

Classification: _____

Name: _____

Classification: _____

Name: _____

Classification: _____

EXHIBIT F

Contract No. I-17-4296

SE3, LLC

SCOPE OF SERVICES

ASSUMPTIONS

General

- 1) Revisions to the drawings for Construction Revisions, if required, will be performed under a separate agreement or supplement.
- 2) All survey data will be performed by others and provided to SE3.
- 3) It is anticipated that the Contract will include five construction contracts, summarized below:
 - a) Contract 4296-1 (Archer I-294 Bridge)
 - b) Contract 4296-2 (Advanced NAW and Retaining Wall)
 - c) Contract 4296-3 (95th Street to Plaza 39)
 - d) Contract 4296-4 (Plaza 39 to Plaza 36)
 - e) Contract 4296-5 (Plaza 36 to LaGrange Road)

Barrier Warrant Analyses (BWA) QA Review

- 1) BWA calculations, report preparation, design coordination, and comment resolution shall be by others.
- 2) No field investigation/reconnaissance required

Erosion and Sediment Control Plans

- 1) Plans will be developed in accordance with the Tollway's 2017 Erosion and Sediment Control Landscape Design Criteria Manual.
- 2) All printing and production costs will be performed by others.

SCOPE - TASK SUMMARY

Barrier Warrant Analyses (BWA) QA Review

- 1) Perform Quality Assurance review of Concept Verification materials developed by others.
- 2) Perform Quality Assurance review of BWA report for milestone submittals of each construction contract.

Erosion and Sediment Control Plans

- 1) SE3 shall prepare Erosion Control Plans with the following assumed sheet counts, as well as prepare quantity tabulations and special provisions.
 - a) Contract 4296-1 (10 Plan Sheets, 8 Notes/Details Sheets)
 - b) Contract 4296-2 (10 Plan Sheets, 8 Notes/Details Sheets)
 - c) Contract 4296-3 (6 Plan Sheets, 8 Notes/Details Sheets)
 - d) Contract 4296-4 (3 Plan Sheets, 8 Notes/Details Sheets)
 - e) Contract 4296-5 (5 Plan Sheets, 8 Notes/Details Sheets)
- 2) Attend comment resolution meetings, as well as final plan check, for each construction contract.

Administration

- 1) Attend internal and external project related meetings.
- 2) Develop and maintain Consultant QA/QC Plan. Includes performing periodic quality control reviews at the various project milestones.
- 3) General project administration and preparation of invoices.

EXHIBIT G

Contract No. I-17-4296

SE3, LLC

CURRENT OBLIGATIONS FOR PROJECTS

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-10-9973	Illinois Tollway, GEC Contract	\$6,696,691.21	\$616,577.23	12/31/2017
PTB 159/11	IDOT, US 45 from IL 132 to Washington ST.	TBD	TBD	TBD
P-91-346-15	IDOT, Phase I Various Geometrics Program Management	\$83,402.63	\$ 6,124.63	5/31/2019
RR-16-4265	Illinois Tollway, DCM Contract	13,315,050.50	TBD	4/01/2023
D-91-008-14	IDOT, IL 47 from Charles Road to North of IL Route 120, Phase II	TBD	TBD	TBD
D-91-199-16	IDOT Phase II Various-Variou	TBD	TBD	TBD
MO-12-1237	Illinois Tollway, Pavement Management Services	\$135,000.00	\$1,944.68	12/31/2017
I-13-4613	Illinois Tollway, Elgin-O'Hare CUR, CM	\$500,000.00	\$10,647.14	12/31/2017
D-91-434-12	IDOT, Various/Variou Phase II Traffic Signal Design	\$400,000.00	\$43,637.83	06/30/2018
D-91-104-14	IDOT, Phase II Various-Variou	\$250,000	\$12,579.57	12/31/2017
P-91-119-14	IDOT, Various/ Variou Phase 1	\$103,566.18	\$ 13,425.02	8/31/2017
PTB 173/12	IDOT, Various/ Variou Phase II Traffic Signal Design	\$600,000	\$600,000	12/31/2019
PTB 164/4	IDOT, US 45 (Milburn Bypass)Phase II	\$157,886.21	\$1,137.64	12/31/2017
RR-13-4116	Illinois Tollway, I-88, Reconstruction, York to I-290	\$263,745.22	\$33,684.21	9/30/2017
P-91-120-14	IDOT, Various Phase I	TBD	TBD	TBD
RR-14-4223	Central Tri-State Tollway Master Plan	\$860,000.00	\$62,395.32	12/31/2017
I-15-4654	Illinois Tollway, Elgin O'Hare Western Access Corridor CUR, CM	\$300,000.00	\$56,895.83	2/28/2019
RR-16-9189	Systemwide Facilities CUR	\$248,000.00	\$120,754.85	12/31/2018
RR-16-4255	Roadway and Bridge Rehab, I-355, MP 12.3 to MP 22.3	\$653,569.90	\$456,337.73	11/30/2022
RR-16-4256	Roadway and Bridge Rehab, I-355, MP 22.3 to MP 29.8	\$255,484.00	\$213,111.51	11/30/2022
P-92-017-10	I-280 over the Mississippi River near Milan, PI/II	TBD	TBD	TBD
P-92-005-15	IDOT Various Phase I/II Projects	\$243,414.00	TBD	8/31/2020
I-17-4674	Tollway Westbound Collector Distributor Rd. Phase II	\$224,250.00	TBD	11/03/2019
I-17-4675	Tollway Eastbound Collector Distributor Rd. Phase II	\$92,500.00	TBD	12/31/2019

Rev 6/2016

Version 15

EXHIBIT G

Contract No. I-17-4296

SE3, LLC

CURRENT OBLIGATIONS FOR PROJECTS

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-16-4276	Tollway Systemwide Design Services Upon Request. Phase II	\$100,000.00	TBD	5/31/2019
RR-13-4117	Tollway East West Connector CMS	\$213,000.00	TBD	5/31/2019
MO-17-1238	SW PRMS	TBD	TBD	TBD
I-17-4304	ISTHA I-294 DUR	TBD	TBD	TBD
I-17-4308	ISTHA I-294 ITS&Light Install, 95 th to Balmoral	TBD	TBD	TBD
I-17-4315	ISTHA I-294 CUR	TBD	TBD	TBD
I-17-4296	ISTHA I-294 Recon, 95 th to LaGrange	TBD	TBD	TBD
RR-17-4293	SW CUR	TBD	TBD	TBD
I-17-4297	ISTHA I-294 Recon, 75 th to I-55	TBD	TBD	TBD
I-17-4298	ISTHA I-294 Recon, I-55 Ramps to Ogden Ave	TBD	TBD	TBD
I-17-4302	ISTHA I-294 Recon, Bridge&Rehab, Wolf to O'hare Oasis	TBD	TBD	TBD

TBD values, no contract has been executed as of the time of this submittal

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): _____

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)

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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: \$ -

Contract Information Sheet

Complete the following information and it will be populated on every exhibit.

Consultant Name: Singh & Associates, Inc.

Contract Number: I-17-4296

Proposal Date: 9/29/2017

Exhibit Pointers Editable cells in each exhibit are underlined in red

Notes and guidance for each exhibit are on the right of the exhibits in yellow text boxes

A full set of instructions to complete the exhibits is available on the Tollway's website

Contract No.: I-17-4296 Consultant: Singh & Associates, Inc.

Date: 9/29/2017

EXHIBIT C-1: PAYROLL CLASSIFICATION ESCALATION TABLE

CONTRACT TERM: 60 No. OF MONTHS

SCHEDULED START DATE: 12/1/2017

RAISE DATE: 1/1/2018

PERCENT OF RAISE: 0%

ESCALATION PER YEAR Year 1 through 5

12/1/2017 - 12/31/2017	1/1/2018 - 12/31/2018	1/1/2019 - 12/31/2019	1/1/2020 - 12/31/2020	1/1/2021 - 12/31/2021
Date	Date	Date	Date	Date
1.0	12.0	12.0	12.0	12.0
60.0	60.0	60.0	60.0	60.0
1.67%	20.00%	20.00%	20.00%	20.00%
Factor First Period	Escalation Factor Second Period	Escalation Factor Third Period	Escalation Factor Fourth Period	Escalation Factor Fifth Period

ESCALATION PER YEAR Year 6 through 10

1/1/2022 - 11/30/2022				
Date	Date	Date	Date	Date
11.0				
60.0	60.0	60.0	60.0	60.0
18.33%				
Escalation Factor Sixth Period	Escalation Factor Seventh Period	Escalation Factor Eighth Period	Escalation Factor Ninth Period	Escalation Factor Tenth Period

The escalation factor for this project is: 100.00%

ALLOWABLE DIRECT COSTS

10.01.2013

Effective for contracts awarded on or after October 1, 2013, 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)
Vehicle Rental	\$55/day (Maximum)
Leased / Company-Owned Vehicles (does not include personal vehicles, not owned by the company)	\$65/day
Vehicle Half-day Rate	\$32.50/half day
Parking	Actual Cost
Tolls	Actual Cost
Overtime	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
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 a "tool of the trade."

ALLOWABLE DIRECT COSTS

Construction Inspection

Construction Inspection Communications:

Cell Phones	Unallowable
Radio Communication	Actual Cost
2-way Radio	Actual Cost

Vehicles (Only for Vehicles assigned to project)

Rental (Daily Rate Only) - Including Tolls	\$55/day (Maximum)
Leased / Company-Owned Vehicles (does not include personal vehicles, not owned by the company)	\$65/day

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:

- Parking is now an allowable cost
- Cell phones are now an unallowable direct cost
- 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.

Contract No.: I-17-4296

Consultant: Singh & Associates, Inc.

EXHIBIT E - KEY PROJECT PERSONNEL

Project Principal: _____

Project Manager: _____

Project Engineer: Rashesh Kumar Patel

Resident Engineer: _____

Documentation Engineer: _____

Project Civil Engineer: _____

Project Structural Engineer: _____

Project Drainage Engineer: _____

Senior Engineer: _____

Others: Name: _____

Classification: _____

Name: _____

Classification: _____

Name: _____

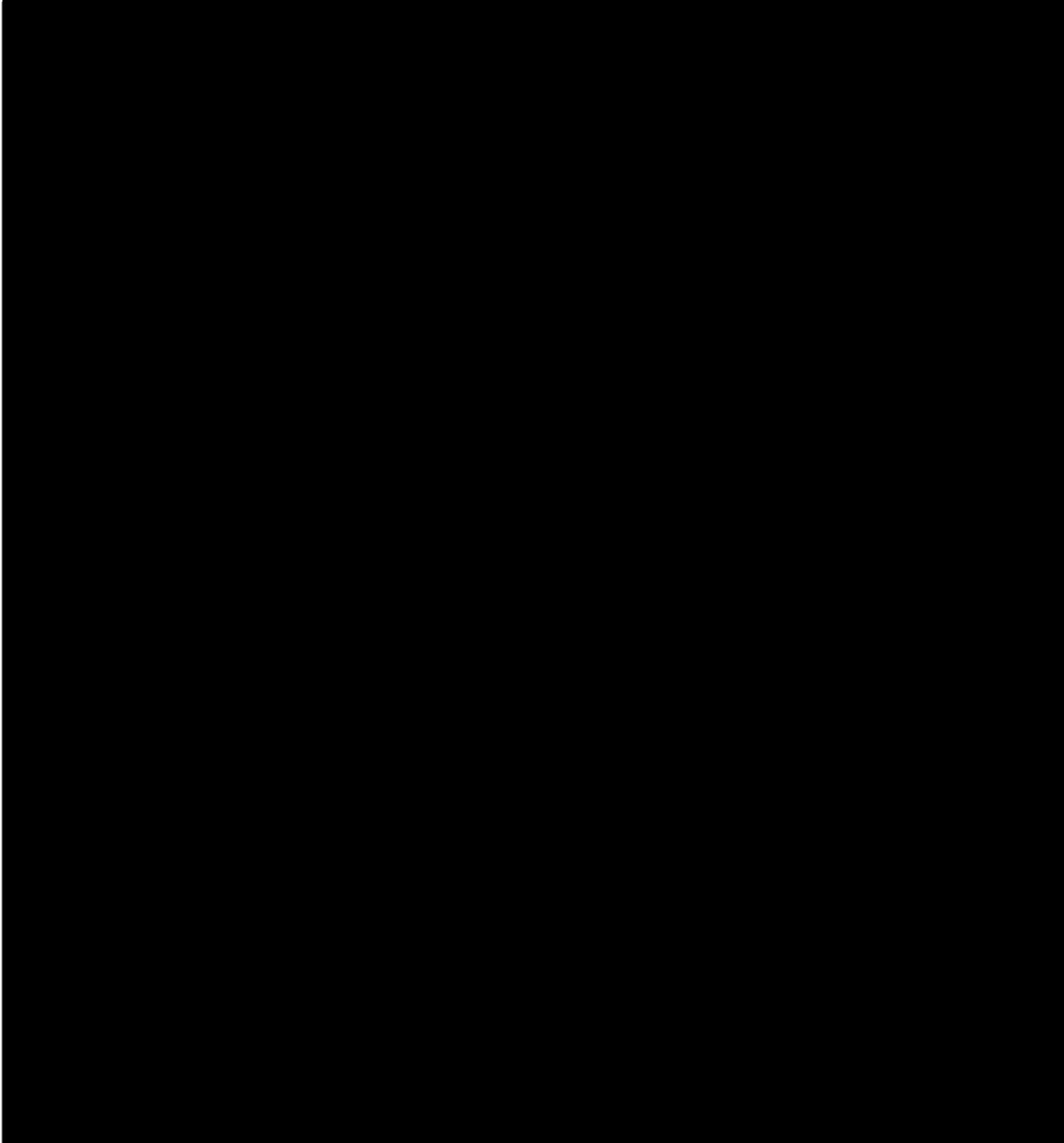
Classification: _____

Name: _____

Classification: _____

SINGH

|| RASHESH KUMAR PATEL, PE
|| PROJECT ENGINEER



SINGH

RASHESH KUMAR PATEL, PE

page 2

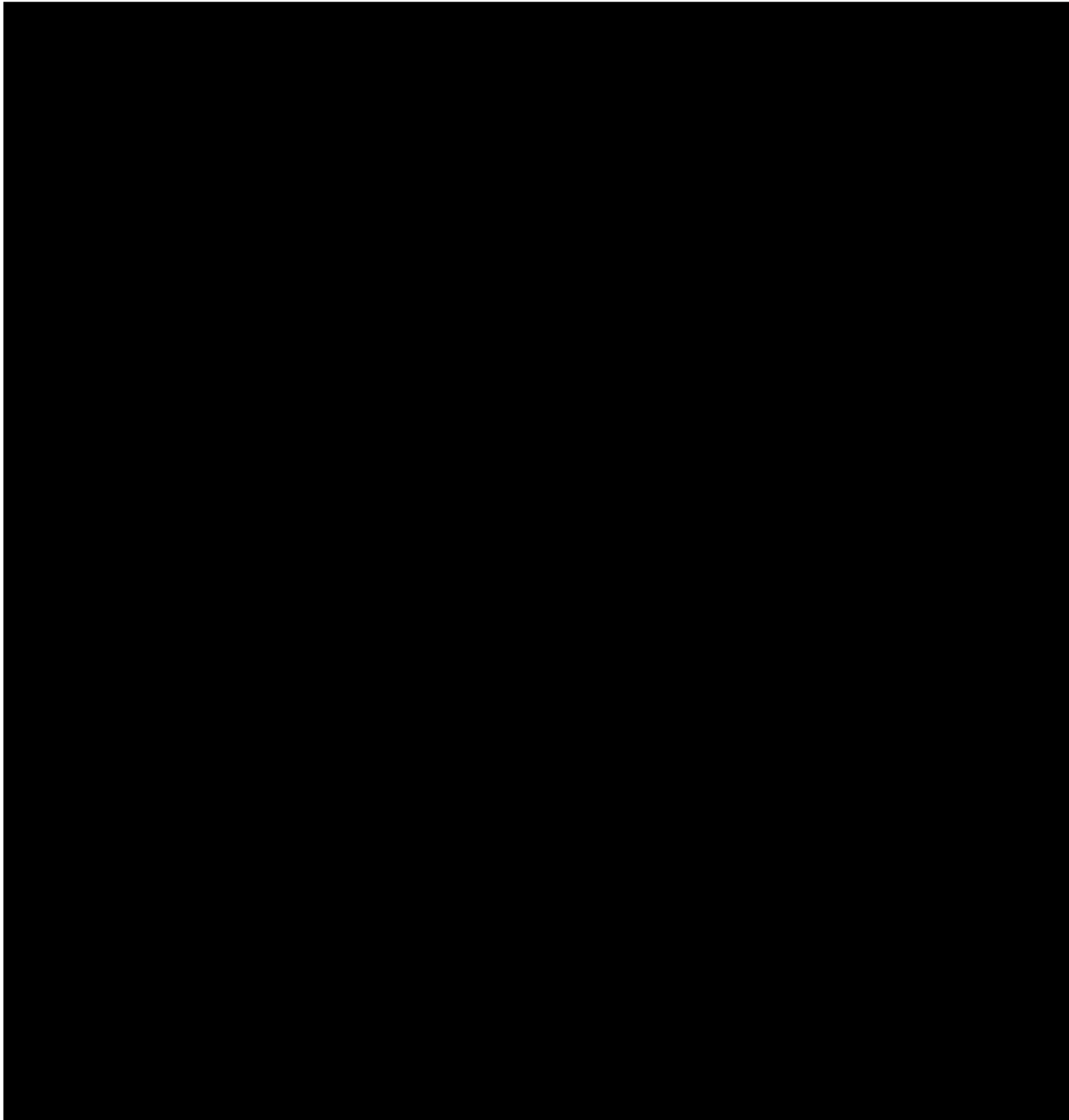


EXHIBIT F

Contract No. I-17-4296

Singh & Associates, Inc.

SCOPE OF SERVICES

Singh & Associates, Inc. (SINGH), as a sub-consultant to HDR will perform lighting, electrical and ITS design services for Tri-State Tollway, Roadway Reconstruction and Bridge Rehabilitation, I-294 between 95TH Street (M.P.17.8) and Lagrange Road (M.P. 20.7) for Design Contract I-17-4296. The services will be performed in accordance to ISTHA standards.

Scope of Work:

The scope of work includes review of Phase I report, review of design criteria, preparation of concept lighting design for IDOT/local agencies, coordination with DCM, other DSEs, review of concept lighting design for Tollway system prepared by I-17-4308 and preparation of various contract packages.

ITS/Fiber/AET Scope:

The scope anticipated to be included as part of the construction contract(s) is to be limited to the installation of IPDC foundations, ITS Gantry and DMS foundations, and the underground backbone duct package along the roadway corridor which will contain power and fiber optic cable installed under separate contract(s). ITS device design shall be performed under separate contracts. The I-17-4296 DSE shall be required to coordinate with the DCM and I-17-4307 DSE for Advance ITS and Fiber Relocation to ensure operational and communication requirements are fulfilled for each stage of MOT. The I-17-4296 DSE shall be required to coordinate with the DCM and I-17-4308 DSE to ensure that final ITS device design is in conformance with the corridor requirements and all assets are properly transferred between contracts.

List of ITS Tasks:

Concept Design Verification:

- Review of Phase I documents and Tollway Design criteria
- Concept design verification
- Concept level cost estimate

PS&E documents:

- Proposed ITS plans
- Conduit Transition plans for four bridge
- All electronic Toll plaza at SB Archer Ave
- Specification
- Cost estimate

Lighting:

Develop working drawings and contract documents for updating existing roadway/underpass lighting systems for the installation of new roadway/underpass lighting systems as required by the Illinois Tollway Guidelines for Roadway Illumination, design criteria, and corridor roadway lighting design concept. The DSE shall coordinate with the DCM and the I-17-4308 DSE for the corridor roadway lighting design concept. The I-17-4296 DSE shall be responsible for the design of temporary lighting systems as required for the maintenance of existing illumination and as required for special illumination during construction; shall include provisions for the maintenance of existing, temporary and final lighting systems through the duration of the contract; shall determine the actual locations of final roadway and underpass lighting systems; shall coordinate with the DCM to determine lighting system control options; shall prepare contract plans, special provisions, and estimates for the temporary and final roadway and underpass lighting.

EXHIBIT F

Contract No. I-17-4296

Singh & Associates, Inc.

SCOPE OF SERVICES

List of Lighting Tasks:

Concept Design:

- Review of Phase I documents and Tollway Design criteria
- Concept design verification for Tollway Lighting system
- IDOT/local agency concept design for lighting and traffic signal
- Concept level cost estimate

PS&E documents:

- Existing removal, Temporary and Proposed Lighting plans
- Underpass lighting plans for Tollway, IDOT/local agency
- Traffic Signal and interconnect design for 87th Street to Robert Road and 87th Street and Robert Road
- Archer Ave interchange lighting (IDOT)
- Specification
- Cost estimate

PM, Coordination and site visits

- Review Value Management Study
- INVEST planning
- Site Visits and field investigation
- Coordination with DCM, other DSEs, and Tollway
- Utility, and local agency coordination
- Project Management and Invoicing
- QA/QC

Considered not part of the SINGH's scope of work:

- Concept submittal for Tollway ITS and Lighting system, including photometric computations
- Concept submittal and design development for IDOT/local agencies ITS system
- Existing removal and temporary ITS plans and design for Tollway system
- All above group ITS facilities and fiber optic cable design for Tollway system
- IPDC electrical work
- Plaza 36 & 39 electrical work
- ITS redesign due to advancement in technologies
- Foundation design for ITS equipment

EXHIBIT G
Contract No. I-17-4296
Singh and Associates, Inc.
CURRENT OBLIGATIONS FOR PROJECT

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
I-12-4041	Elgin-O'Hare Western Access, US 20 to IL 83	\$ 1,600,691	\$ 25,300	09/01/17
I-14-4645	Elgin-O'Hare Western Access CA (sub)	\$ 192,100	\$ 40,000	
RR-13-5660	Roadway Resurfacing, Reagan Memorial Tollway (I-88), US 30 to US 52 (sub)	\$ 229,700	\$ -	11/30/14
I-13-4106	I-90, Bridge Construction, Roselle Road (Sub)	\$ 203,200	\$ 3,000	12/31/17
I-13-5336	I-355 (SB) Roadway Widening, 71st-75th Street (sub)	\$ 161,400	\$ -	06/30/15
RR-13-4116	I-88, York Road to I-290 (Sub)	\$ 348,300	\$ 52,400	10/15/15
I-13-4623	EOWA at IL 19 Interchange (sub)	\$ 195,000	\$ 55,000	06/01/17
I-14-4196	Jane Addams Memorial Tollway (I-90) and Systemwide, DUR (Sub)	\$ 293,750	\$ 110,000	12/31/16
RR-14-5703	Design Upon Request - Systemwide	\$ 2,300,000	\$ 1,353,660	06/30/23
RR-14-5703	TO1: Truck Parking Report			
RR-14-5703	TO2: I-94 NV CD at IL Rte 132			
RR-14-5703	TO3: US 6 Bridge over I-294			
RR-14-5703	TO4: CCTV Camera Enhancement			
RR-14-5703	TO5: Fencing & Site Improvement			
RR-14-4224	Tri-State Tollway Roadway Study	\$ 367,000	\$ 72,000	12/31/17
I-16-4249	I-90 and Systemwide Construction Management Services Upon Request (Sub)	TBD		
RR-16-4267	Maintenance Facility Design (Sub)	TBD		
I-17-4296 / 22040482	Tri-State Tollway Reconstruction, 95th Street to LaGrange Road (Sub)	TBD		
I-17-4299 / 22040488	Tri-State Tollway Reconstruction, EW Connector to Roosevelt Rd. (Sub)	TBD		
I-17-4303 / 22040503	Tri-State Tollway Reconstruction and Bridge Rehabilitation, O'Hare Oasis to Balmoral Avenue (Sub)	TBD		
I-17-4305 / 22040505	Tri-State Tollway Bridge Rehabilitation, Repairs & Demolition, Various Locations (Sub)	TBD		
I-17-4306 / 22040506	Tri-State Tollway, Bridge Rehabilitation, Repairs, & Demolition, Various Locations (Sub)	TBD		

EXHIBIT G
Contract No. I-17-4296
Singh and Associates, Inc.
CURRENT OBLIGATIONS FOR PROJECT

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
I-17-4309 / 22040511	Tri-State Tollway, Advanced MOT Rehabilitation, 95th Street to EW Connector (Sub)	TBD		
RR-16-4253 / 22040516	Reagan Memorial Tollway, Roadway and Bridge Rehabilitation, IL 251 to Annie Glidden Road, CM Services (Sub)	TBD		
I-17-4681 / 22040494	Elgin O'Hare Western Access, I-490 at IL 19 Interchange. CM Services	TBD		
PTB 157/001	I-290 Traffic Study (sub)	\$ 974,210	\$ 150,000	09/01/17
D-92-026-11; PTB 158-016	Various Phase I/II Projects (Sub)	\$ 40,500	\$ 17,500	
D-92-026-11; PTB 158-016	Various Phase I/II Projects (Sub)	\$ 20,000	\$ 5,000	
PTB 168-011	District 1 Various Signals	\$ 345,500	\$ 4,000	12/31/16
PTB 168-006 & P-91-376-13	I94/US 40 Smart Highway Corridor Design (sub)	\$ 369,000	\$ 247,000	12/31/16
PTB 168-007 & D-91-314-13	Various Phase II Projects (sub)	\$ 77,000	\$ 4,000	12/31/16
PTB 168-016 & D-92-073-11	US 30 BR (West State Street), from Day Avenue to Independence Avenue (sub)	\$ 45,600	\$ 2,000	12/31/16
PTB 171-006 & P-91-195-14	Phase I Various ADA Projects (sub)	\$ 51,000	\$ 24,000	08/07/19
PTB 172-008 / D-91-354-14	Various ITS and Electrical Projects	\$ 500,000	\$ 450,000	01/23/17
PTB 172-006 / D-91-333-14	Various Phase II Traffic Signal Design Project (sub)	\$ 65,000	\$ 49,000	
PTB 152-016 & P-91-505-09	Phase I Lighting Assessments (sub)	\$ 99,500	\$ -	12/31/15
PTB 173-006 & P-91-442-14	Phase I Various/Various Projects (sub)	\$ 89,000	\$ 56,000	
PTB 174-017 & D-30-003-15	Various Pump Station Projects (sub)	\$ 30,000	\$ 28,000	10/15/25
PTB 174-008	FAP 344 (IL 83) at IL 171 (Archer Avenue) - South Junction (sub)	\$ 30,000	\$ 2,000	12/31/16
PTB 174-001	Phase I Various Various Projects (sub)	TBD by WO		
PTB 175-011; P-91-224-15	Phase I Various Various Projects (sub)	\$ 95,000	\$ 45,800	12/15/23

EXHIBIT G
Contract No. I-17-4296
Singh and Associates, Inc.
CURRENT OBLIGATIONS FOR PROJECT

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
PTB 175-015; D-91-113-15	IL 53 & IL 68 (Sub)	\$ 82,650	\$ 7,000	03/31/17
PTB 174-003; P-91-130-15	IL 53, West Arsenal Rd to US 52 (Sub)	\$ 41,800	\$ 30,000	08/18/17
D-91-115-17; PTB 182-004	Various Phase II Projects (Sub)	TBD by WO	\$ -	

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): _____

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: 20%;">Direct Labor</td> <td style="width: 10%; border-bottom: 1px solid black;"></td> <td style="width: 10%;"></td> <td style="width: 10%;"></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)		\$	-		<table border="0" style="width: 100%;"> <tr> <td style="width: 20%;">Direct Labor</td> <td style="width: 10%; border-bottom: 1px solid black;"></td> <td style="width: 10%;"></td> <td style="width: 10%;"></td> </tr> <tr> <td>Direct Costs</td> <td style="border-bottom: 1px solid black;"></td> <td style="text-align: right;">\$</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> <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> <td style="text-align: right;">-</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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** 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: \$ -

Contract Information Sheet

Complete the following information and it will be populated on every exhibit.

Consultant Name: Orion Engineers, LLC

Contract Number: I-17-4296

Proposal Date: 9/29/2017

Exhibit Pointers Editable cells in each exhibit are underlined in red

Notes and guidance for each exhibit are on the right of the exhibits in yellow text boxes

A full set of instructions to complete the exhibits is available on the Tollway's website

Contract Number: I-17-4296

Consultant: Orion Engineers, LLC

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2019												TOTAL HOURS
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	
Admin/PM/QA/QC	12	12	12	12	12	12	12	12	12	12	12	12	144
Utility Coordination	74	74	74	74	74	74	74	74	74	74	74	74	818
Roadway Design	6	6	6	6	6	6	6	6	6	6	6	6	66
TOTALS	92	92	92	92	92	92	92	92	92	92	92	92	1028

Contract No.: I-17-4286 Consultant: Orion Engineers, LLC

Date: 9/29/2017

EXHIBIT C-1: PAYROLL CLASSIFICATION ESCALATION TABLE

CONTRACT TERM: 60 No. OF MONTHS
 SCHEDULED START DATE: 12/1/2017
 RAISE DATE: 1/1/2018
 PERCENT OF RAISE: 0%

ESCALATION PER YEAR Year 1 through 5

Date	Date	Date	Date	Date	Date	Date
12/1/2017 - 12/31/2017	1/1/2018 - 12/31/2018	1/1/2019 - 12/31/2019	1/1/2020 - 12/31/2020	1/1/2021 - 12/31/2021		
1.0	12.0	12.0	12.0	12.0		
60.0	60.0	60.0	60.0	60.0		
1.67%	20.00%	20.00%	20.00%	20.00%		
Factor First Period	Escalation Factor Second Period	Escalation Factor Third Period	Escalation Factor Fourth Period	Escalation Factor Fifth Period		

ESCALATION PER YEAR Year 6 through 10

Date	Date	Date	Date	Date	Date	Date
1/1/2022 - 11/30/2022						
11.0						
60.0	60.0	60.0	60.0	60.0		
18.33%						
Escalation Factor Sixth Period	Escalation Factor Seventh Period	Escalation Factor Eighth Period	Escalation Factor Ninth Period	Escalation Factor Tenth Period		

The escalation factor for this project is: 100.00%

Contract No.: I-17-4296

Consultant: Orion Engineers, LLC

Date: 9/29/2017

Escalation Factor: 100.00%

(From Exhibit C-1)

EXHIBIT C-2: DIRECT LABOR CLASSIFICATION MAN-HOURS AND RATES										DIRECT COST	
Classification Eligible for Premium Overtime?	Tollway Classification	Tollway MINIMUM Hourly Rate for Classification	Tollway MAXIMUM Hourly Rate for Classification	Average Hourly Rate for Classification (See Note A to Right)	Escalated Average Hourly Rate for Classification (See Note B to Right)	Estimated Work Hours (Including Overtime)	Total Overtime Premium:				
							Escalated Average O/T Hourly Rate:	Total O/T Hours:			
No	Principal	\$50.00	\$70.00	\$65.00	\$65.00	120.00					
No	Project Manager	\$40.00	\$70.00	\$60.00	\$60.00	600.00					
No	Senior Engineer/Planner	\$40.00	\$70.00								
No	Resident Engineer	\$40.00	\$70.00								
No	Project Engineer/Planner	\$25.00	\$60.00	\$35.00	\$35.00	1,733.00					
No	Staff Engineer/Planner	\$20.00	\$40.00	\$28.85	\$28.85	300.00					
No	Engineer /Accountant	\$20.00	\$60.00								
No	Senior Technical Specialist	\$25.00	\$60.00								
No	Technical Specialist	\$15.00	\$50.00								
No	Architect	\$30.00	\$70.00								
No	Realty Specialists	\$20.00	\$70.00								
No	Intern	\$8.25	\$20.00								
No	Admin/Clerical	\$8.25	\$40.00								
Total Direct Labor							\$113,120.77				
Total Estimated Work Hours:							2,753.00				
Average Hourly Rate:							\$41.09				
Total Overtime Premium:											
Escalated Average Premium Overtime Hourly Rate (See Note C to Right)											
Estimated Overtime Hours (Overtime Hours Only) (See Note D to Right)											

ALLOWABLE DIRECT COSTS

10.01.2013

Effective for contracts awarded on or after October 1, 2013, 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)
Vehicle Rental	\$55/day (Maximum)
Leased / Company-Owned Vehicles (does not include personal vehicles, not owned by the company)	\$65/day
Vehicle Half-day Rate	\$32.50/half day
Parking	Actual Cost
Tolls	Actual Cost
Overtime	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
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 a “tool of the trade.”

ALLOWABLE DIRECT COSTS

Construction Inspection

Construction Inspection Communications:

Cell Phones	Unallowable
Radio Communication	Actual Cost
2-way Radio	Actual Cost

Vehicles (Only for Vehicles assigned to project)

Rental (Daily Rate Only) - Including Tolls	\$55/day (Maximum)
Leased / Company-Owned Vehicles (does not include personal vehicles, not owned by the company)	\$65/day

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:

- Parking is now an allowable cost
- Cell phones are now an unallowable direct cost
- 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.

Contract No.: I-17-4296

Consultant: Orion Engineers, LLC

EXHIBIT E - KEY PROJECT PERSONNEL

Project Principal: _____

Project Manager: _____

Project Engineer: _____

Resident Engineer: _____

Documentation Engineer: _____

Project Civil Engineer: _____

Project Structural Engineer: _____

Project Drainage Engineer: _____

Senior Engineer: _____

Others: Name: _____

 Classification: _____

 Name: _____

 Classification: _____

 Name: _____

 Classification: _____

 Name: _____

 Classification: _____

EXHIBIT F

Contract No. I-17-4296

Orion Engineers, LLC

SCOPE OF SERVICES

EXHIBIT F SCOPE OF WORK

Orion Engineers, LLC (Subconsultant) will assist HDR (DSE) in the preparation of contract plans and specifications for the reconstruction and rehabilitation of the Central Tri-State Tollway (I-294) between 95th Street (M.P. 17.8) and LaGrange Road (M.P. 20.7); work that is anticipated to be constructed in five construction packages:

- Reconstruction of Archer Avenue and Archer Avenue bridges over I-294.
- Advance Noise and Retaining Walls (M.P. 17.8 to M.P. 20.7).
- Mainline contract from 95th Street to Plaza 39.
- Mainline contract for Toll Plazas 36 and 39.
- Mainline contract from Toll Plaza 36 to LaGrange Road.

Orion Engineers, LLC (Subconsultant) role is to protect and/or relocate utilities for construction of proposed roadway, bridge, and other improvements and will assist HDR (DSE) in the preparation of existing utility drawings, conflict analyses, coordination, and roadway design support throughout the duration of the project.

EXHIBIT G

Contract No. I-17-4296

Orion Engineers, LLC

CURRENT OBLIGATIONS FOR PROJECT

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-15-4659	EOWA DUR/CUR	\$65,000.00	\$65,000.00	12/1/2017
RR-16-4250	Systemwide CUR	\$300,000.00	\$150,000.00	12/1/2018
RR-16-4251	Systemwide CUR	\$150,000.00	\$15,000.00	12/1/2018
RR-16-4255	I-355 Rehabilitation Design	\$46,300.00	\$44,443.38	11/1/2019
RR-15-9976R	Traffic Engineer	\$136,000.00	\$124,647.92	12/31/2019
RR-15-9975R	Consulting Engineer	\$857,856.60	\$857,856.60	12/31/2021
RR-16-4276	Systemwide DUR	\$100,000.00	\$100,000.00	12/31/2018
RR-16-4278	Systemwide CUR	\$75,000.00	\$75,000.00	12/31/2020
RR-16-4280	Systemwide CUR	\$60,000.00	\$60,000.00	12/31/2018
I-17-4304	Tri-State Tollway DUR	\$150,213.20	\$150,213.20	9/30/2022
I-17-4676	I-90 @ EOWA Interchange Design	\$401,940.00	\$401,940.00	4/30/2020
I-17-4307	I-294 Advanced ITS	\$132,000.00	\$132,000.00	10/31/2022
RR-17-4313	Systemwide DUR	\$30,000.00	\$30,000.00	12/31/2019
I-17-4311	Systemwide Geotechnical Services	\$500,000.00	\$500,000.00	9/30/2022
RR-17-4293	Systemwide CUR	\$60,000.00	\$60,000.00	12/31/2019
I-17-4298	I-294 Reconstruction - I-55 to Ogden	\$225,000.00	\$225,000.00	12/31/2022
I-16-4274	I-88 Road and Bride Rehabilitation	\$51,328.00	\$51,328.00	12/31/2018

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)	\$	-														

** 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): _____

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)

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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: \$ -

Contract Information Sheet

Complete the following information and it will be populated on every exhibit.

Consultant Name: GEO SERVICES, INC.

Contract Number: I-17-4296

Proposal Date: 9/29/2017

Exhibit Pointers Editable cells in each exhibit are underlined in red

Notes and guidance for each exhibit are on the right of the exhibits in yellow text boxes

A full set of instructions to complete the exhibits is available on the Triway's website

Contract Number: I-17-4296 Consultant: GEO SERVICES, INC.

EXHIBIT A: ESTIMATED TASK WORK HOURS

												Grand Total Exhibit A Hours	3,422	
												TOTAL HOURS		
MONTHS of YEAR 2017														
TASK	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
GENERAL WORK ITEMS												200	200	
TOTALS												200	200	

Contract Number: I-17-4296

Consultant:

GEO SERVICES, INC.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2019												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
GENERAL WORK ITEMS	100	100	100	100	100	100	50	50	50	50	50	50	50	900
TOTALS	100	100	100	100	100	100	50	50	50	50	50	50	50	900

Contract Number: I-17-4296 Consultant: GEO SERVICES, INC.

EXHIBIT A: ESTIMATED TASK WORK HOURS

TASK	MONTHS of YEAR 2021												TOTAL HOURS	
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec		
GENERAL WORK ITEMS	10	10	10	10	10	10	10	10	10	10	10	10	10	120
TOTALS	10	10	10	10	10	10	10	10	10	10	10	10	10	120

Contract No.: I-17-4296

Consultant: GEO SERVICES, INC.

EXHIBIT B: FEE CALCULATIONS

A. DIRECT LABOR (without overtime)

$$\begin{array}{r} \underline{3,422.00} \\ \text{(Total Work Hours} \\ \text{from Exhibit C-2)} \end{array} \times \$ \begin{array}{r} \underline{43.72} \\ \text{(Average Hourly} \\ \text{Rate from Exhibit} \\ \text{C-2)} \end{array} = \text{TOTAL DIRECT SALARY } \$ \underline{149,609.84}$$

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 \$ 418,907.55

B. REIMBURSABLE DIRECT COSTS NOT ELIGIBLE FOR PROFIT

(For Prime Consultant listed above.)

TOTAL DIRECT COSTS \$ 892,210.72

C. SERVICES BY OTHERS

Total Allowable Fee DBE/MBE/WBE Subconsultant (from Exhibit H) _____

Total Allowable Fee Non-DBE/MBE/WBE Subconsultant (from Exhibit H (cont)) \$ _____ -

TOTAL SERVICES BY OTHERS \$ _____ -

D. ADDITIONAL SERVICES (Prime Consultant)

(Requires prior authorization before use)

ADDITIONAL SERVICES (Subconsultants)

(Requires prior authorization before use)

TOTAL ADDITIONAL SERVICES \$ _____ -
(Requires prior authorization before use)

E. MAXIMUM ALLOWABLE FEE (Upper Limit of Compensation)

\$ 1,311,118.27

Contract No.: I-17-4296 Consultant: GEO SERVICES, INC.

Date: 9/29/2017

EXHIBIT C-1: PAYROLL CLASSIFICATION ESCALATION TABLE

CONTRACT TERM: 60 No. OF MONTHS

SCHEDULED START DATE: 12/1/2017

RAISE DATE: 7/1/2018

PERCENT OF RAISE: 0%

ESCALATION PER YEAR Year 1 through 5

12/1/2017 - 6/30/2018	7.0	60.0	11.67%	Factor First Period
7/1/2018 - 6/30/2019	12.0	60.0	20.00%	Escalation Factor Second Period
7/1/2019 - 6/30/2020	12.0	60.0	20.00%	Escalation Factor Third Period
7/1/2020 - 6/30/2021	12.0	60.0	20.00%	Escalation Factor Fourth Period
7/1/2021 - 6/30/2022	12.0	60.0	20.00%	Escalation Factor Fifth Period

ESCALATION PER YEAR Year 6 through 10

7/1/2022 - 11/30/2022	5.0	60.0	8.33%	Escalation Factor Sixth Period
				Escalation Factor Seventh Period
				Escalation Factor Eighth Period
				Escalation Factor Ninth Period
				Escalation Factor Tenth Period

The escalation factor for this project is: 100.00%

Contract No.: I-17-4296

Consultant: GEO SERVICES, INC.

Date: 9/29/2017

Escalation Factor: 100.00%

(From Exhibit C-1)

EXHIBIT C-2: DIRECT LABOR CLASSIFICATION MAN-HOURS AND RATES										DIRECT COST OVERTIME PREMIUM		
Classification Eligible for Premium Overtime?	Tollway Classification	Tollway MINIMUM Hourly Rate for Classification	Tollway MAXIMUM Hourly Rate for Classification	Average Hourly Rate for Classification (See Note A to Right)	Escalated Average Hourly Rate for Classification (See Note B to Right)	Escalated Work Hours (Including Overtime)	Total Estimated Work Hours:	Average Hourly Rate:	Total Direct Labor	Estimated O/T Hours:	Average Premium O/T Hourly Rate:	Total Overtime Premium:
										22.00	\$17.50	\$385.00
No	Principal	\$50.00	\$70.00	\$70.00	\$70.00	215.00	3,422.00	\$43.72	\$149,609.84			
No	Project Manager	\$40.00	\$70.00	\$65.50	\$65.50	360.00						
No	Senior Engineer/Planner	\$40.00	\$70.00	\$47.50	\$47.50	700.00						
No	Resident Engineer	\$40.00	\$70.00									
No	Project Engineer/Planner	\$25.00	\$60.00	\$38.75	\$38.75	900.00						
No	Staff Engineer/Planner	\$20.00	\$40.00	\$30.25	\$30.25	102.00						
Yes	Engineer/Accountant	\$20.00	\$60.00	\$35.00	\$35.00	1100.00				17.50		22.00
No	Senior Technical Specialist	\$25.00	\$60.00									
No	Technical Specialist	\$15.00	\$50.00									
No	Architect	\$30.00	\$70.00									
No	Realty Specialists	\$20.00	\$70.00									
No	Intern	\$8.25	\$20.00									
No	Admin/Clerical	\$8.25	\$40.00	\$28.50	\$28.50	45.00						

Contract No.: I-17-4296

Consultant: GEO SERVICES, INC.

Date: 9/29/2017

EXHIBIT C-3: DIRECT LABOR EMPLOYEE CLASSIFICATION LIST

Tollway Classification	Consultant Classification (specific to each company)	Consultant Employee Name (SEE NOTE 1 TO RIGHT)	Range per Hour
Principal	Principal	Julian Rueda	\$50 - \$70
Project Manager	Project Manager	Andrew J. Ptak	\$40 - \$70
Senior Engineer/Planner	Senior Geotechnical Engineer	Stephen A. Bucher	\$40 - \$70
	Engineering Geologist	Richard W. Catalano	
	Senior Project Engineer	Arun Tailor	
Resident Engineer			\$40 - \$70
Project Engineer/Planner	Project Engineer	Alex U. Barlan	\$25 - \$60
Staff Engineer/Planner	Staff Engineer	Richard R. Realeza	\$20 - \$40
Engineer /Accountant	Field Engineer	Vahan Hovakimian	\$20 - \$60
Senior Technical Specialist			\$25 - \$60
Technical Specialist			\$15 - \$50
Architect			\$30 - \$70
Realty Specialists			\$20 - \$70
Intern			\$8.25 - \$20
Admin/Clerical	Administrative Assistant	Bhavika A. Tailor	\$8.25 - \$40

EXHIBIT D

REIMBURSABLE DIRECT COSTS - WORKSHEET ESTIMATES

- A. **VEHICLE REIMBURSEMENT - rate based on link below**
<http://www2.illinois.gov/cms/Employees/travel/Pages/TravelReimbursement.a>

- B. **ALLOWABLE DIRECT COSTS - based on link below**
http://www.illinoistollway.com/documents/10157/36206/LG_TO_LLWAY_XX_ALLOWABLEDIRECTCOSTS_10012013.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

See Additional Direct Cost Items attached

TOTAL DIRECT COSTS (Vehicles, Allowable and Itemized) \$ 891,825.72

Contract No.: I-17-4296
 Date: 29-Sep-17

Sub Consultant: GEO SERVICES, INC.

Description (1)	Unit (2)	Unit Cost (4)
--------------------	-------------	------------------

ITEMIZED DIRECT COSTS

Drilling		
ATV Mob/Demob.	HOUR	\$ 225.00
Drilling (2 man crew)-day	HOUR	\$ 365.00
Drilling (2 man crew)-ATV-day, (truck-rig or ATV - night-time)	HOUR	\$ 385.00
Drilling (2 man crew) - Sun. and Holidays	HOUR	\$ 730.00
NX-coring bit wear	FT	\$ 10.00
NX-core boxes (cardboard)	EACH	\$ 25.00
Pavement coring (1 man crew)	HOUR	\$ 200.00
Pavement coring (1 man crew) - o.t./night	HOUR	\$ 300.00
Flagger (day-time)	HOUR	\$ 100.00
Flagger (night-time)	HOUR	\$ 110.00
Flagger (o.t.) (daytime)	HOUR	\$ 150.00
Flagger (o.t.) (night-time)	HOUR	\$ 165.00
Signs, cones	DAY	\$ 125.00
Borehole Grouting	FT	\$ 6.00
Concrete/Asphalt/Bentonite Chips/Sand	BAG	\$ 15.00
3" Shelby Tubes	EACH	\$ 25.00
Core/Bore Patch	EACH	\$ 15.00
Lights	DAY	\$ 100.00
Generator	DAY	\$ 100.00
Mapping Grade GPS	DAY	\$ 100.00
RR Permits (estimated-at cost)	EACH	\$ 1,000.00
RR Liability Insurance (estimated-at cost)	EACH	\$ 5,500.00
RR Flaggers (estimated-at cost)	DAY	\$ 1,200.00
Clearing/Grubbing/Landcape Repair 2 Man Crew	HOUR	\$ 250.00
Fence Repair (at cost - estimated)	HOUR	\$ 250.00
Environmental Field Kit (gloves, bags, cleaning solutions)	DAY	\$ 50.00
PID Meter	WEEK	\$ 300.00

ALLOWABLE DIRECT COSTS

10.01.2013

Effective for contracts awarded on or after October 1, 2013, 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)
Vehicle Rental	\$55/day (Maximum)
Leased / Company-Owned Vehicles (does not include personal vehicles, not owned by the company)	\$65/day
Vehicle Half-day Rate	\$32.50/half day
Parking	Actual Cost
Tolls	Actual Cost
Overtime	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
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 a “tool of the trade.”

ALLOWABLE DIRECT COSTS

Construction Inspection

Construction Inspection Communications:

Cell Phones	Unallowable
Radio Communication	Actual Cost
2-way Radio	Actual Cost

Vehicles (Only for Vehicles assigned to project)

Rental (Daily Rate Only) - Including Tolls	\$55/day (Maximum)
Leased / Company-Owned Vehicles (does not include personal vehicles, not owned by the company)	\$65/day

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:

- Parking is now an allowable cost
- Cell phones are now an unallowable direct cost
- 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.

Contract No.: I-17-4296

Consultant: GEO SERVICES, INC.

EXHIBIT E - KEY PROJECT PERSONNEL

Project Principal: Julian Rueda

Project Manager: Andrew J. Ptak

Project Engineer: _____

Resident Engineer: _____

Documentation Engineer: _____

Project Civil Engineer: _____

Project Structural Engineer: _____

Project Drainage Engineer: _____

Senior Engineer: _____

Others: Name: _____

Classification: _____

Name: _____

Classification: _____

Name: _____

Classification: _____

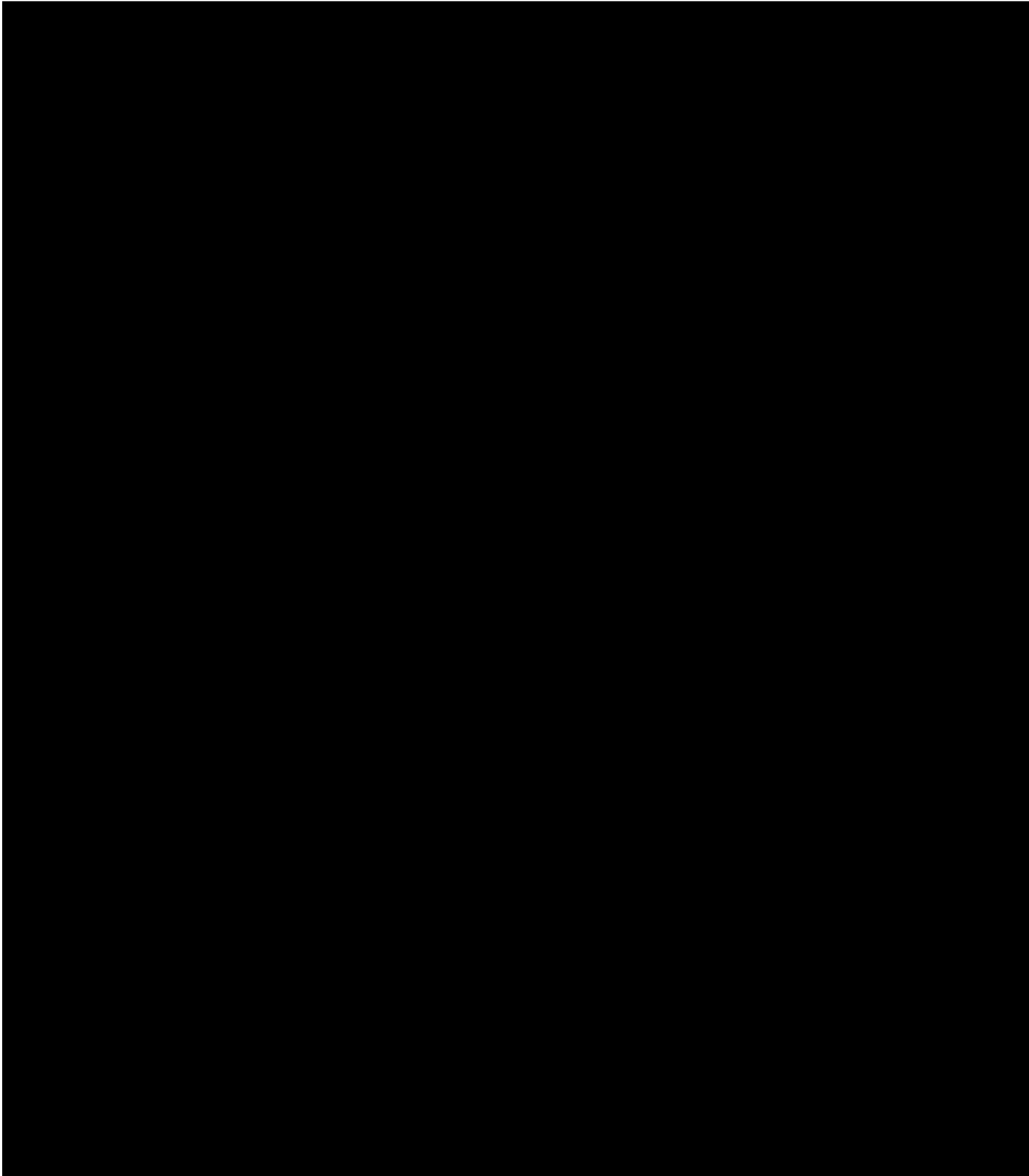
Name: Stephen A. Bucher

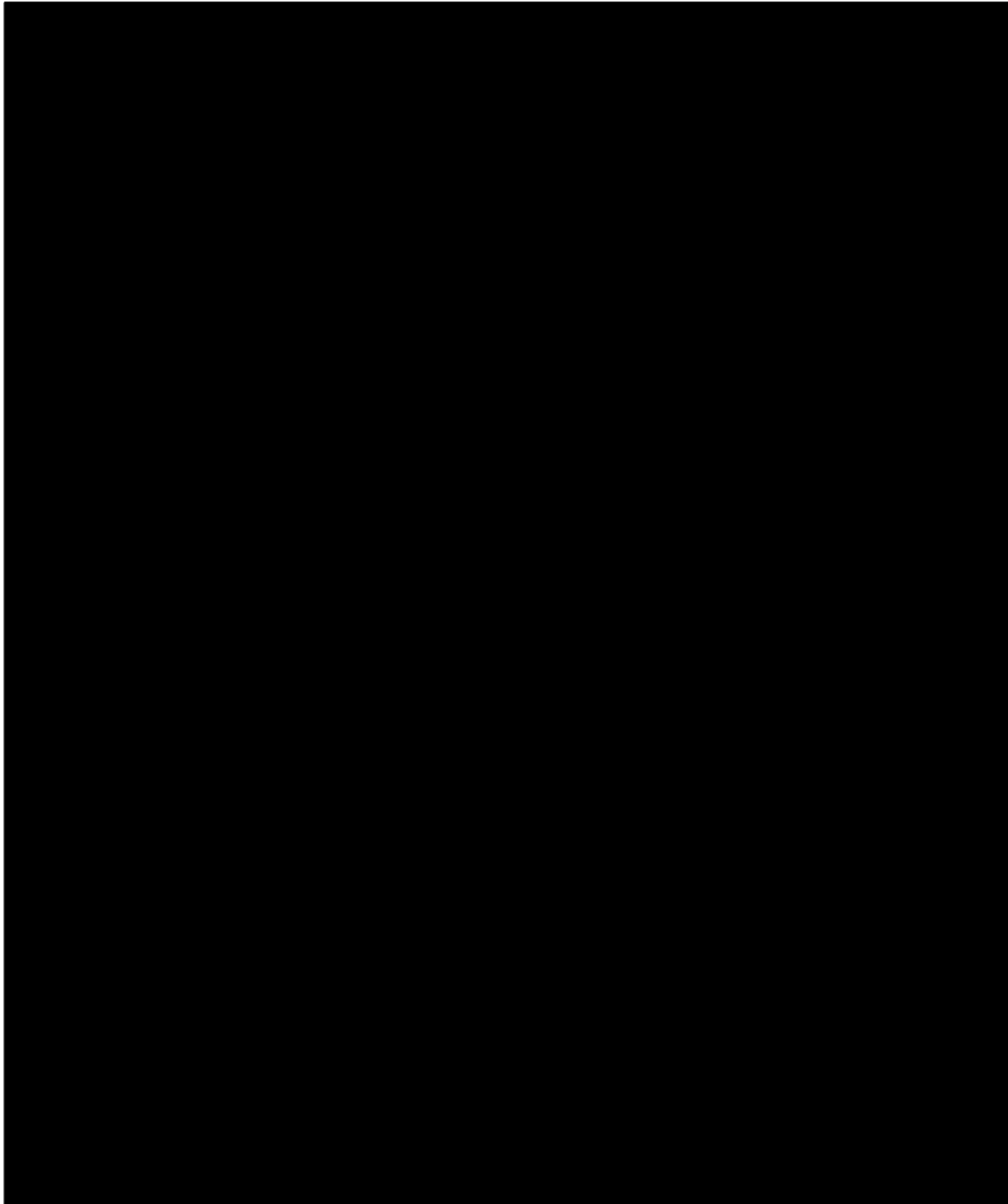
Classification: Senior Geotechnical Engineer



Geo Services, Inc.
Geotechnical, Environmental and Civil Engineering
INC. 1982 1989

JULIAN RUEDA, P.E.
PRINCIPAL ENGINEER

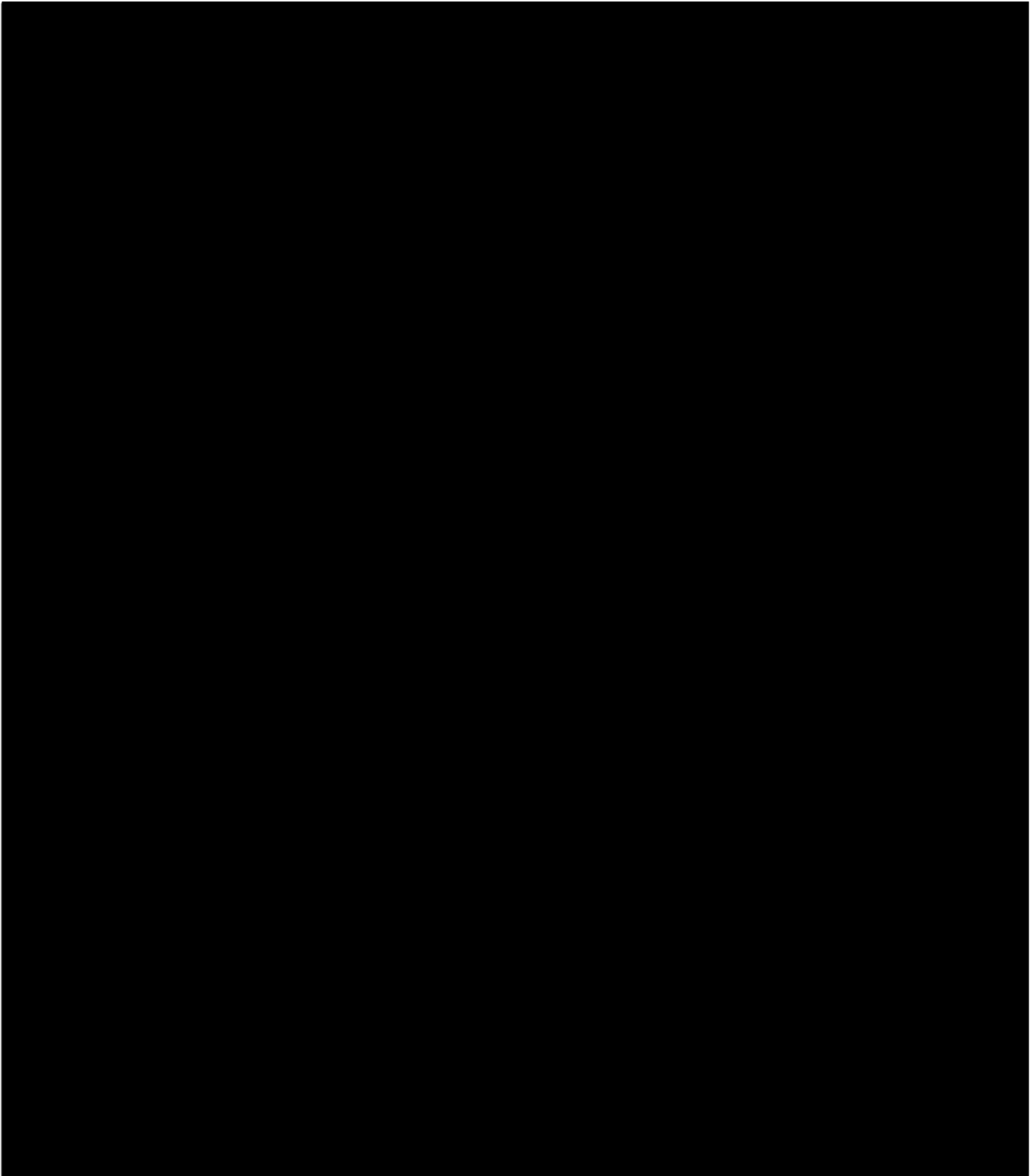


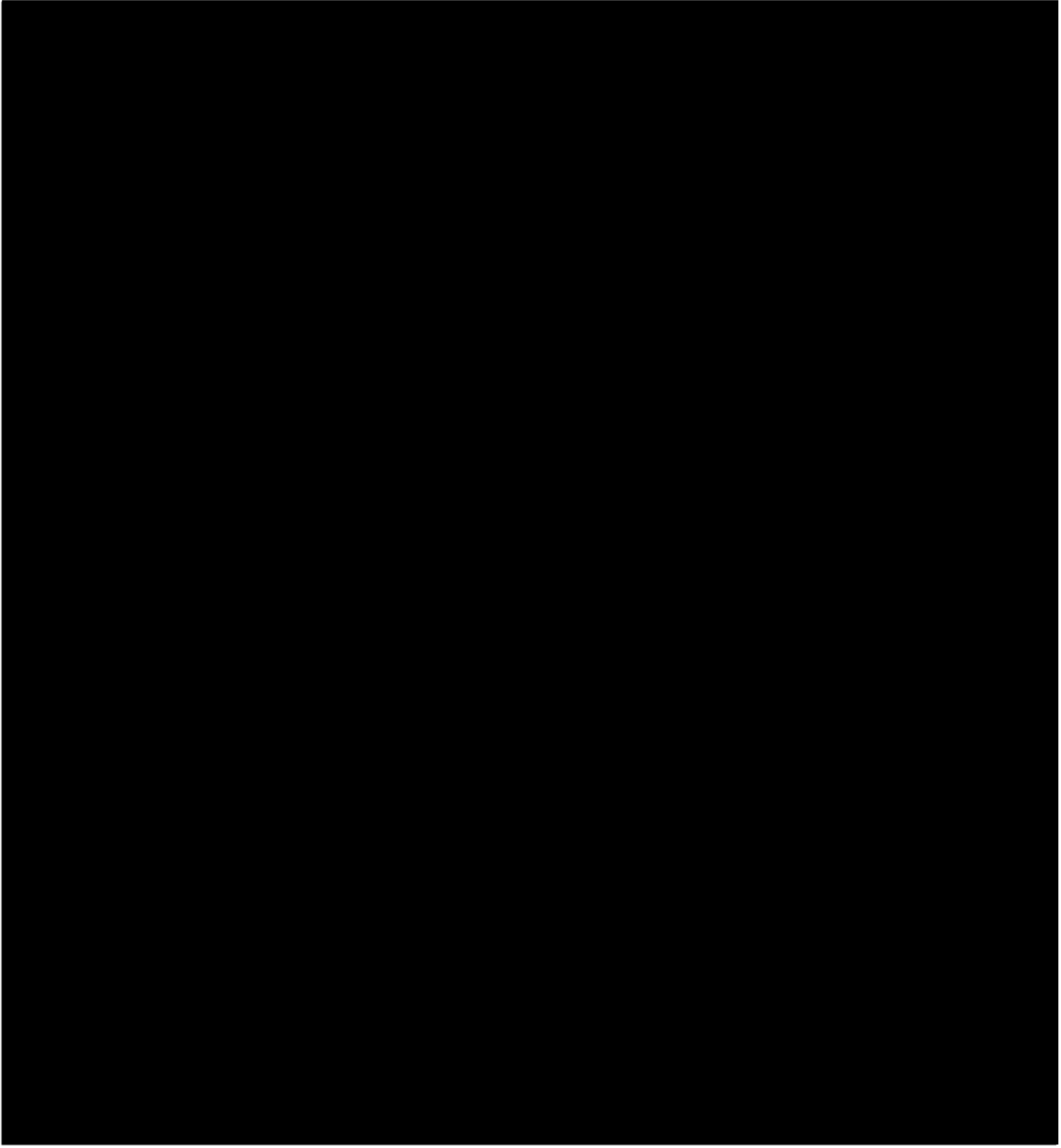


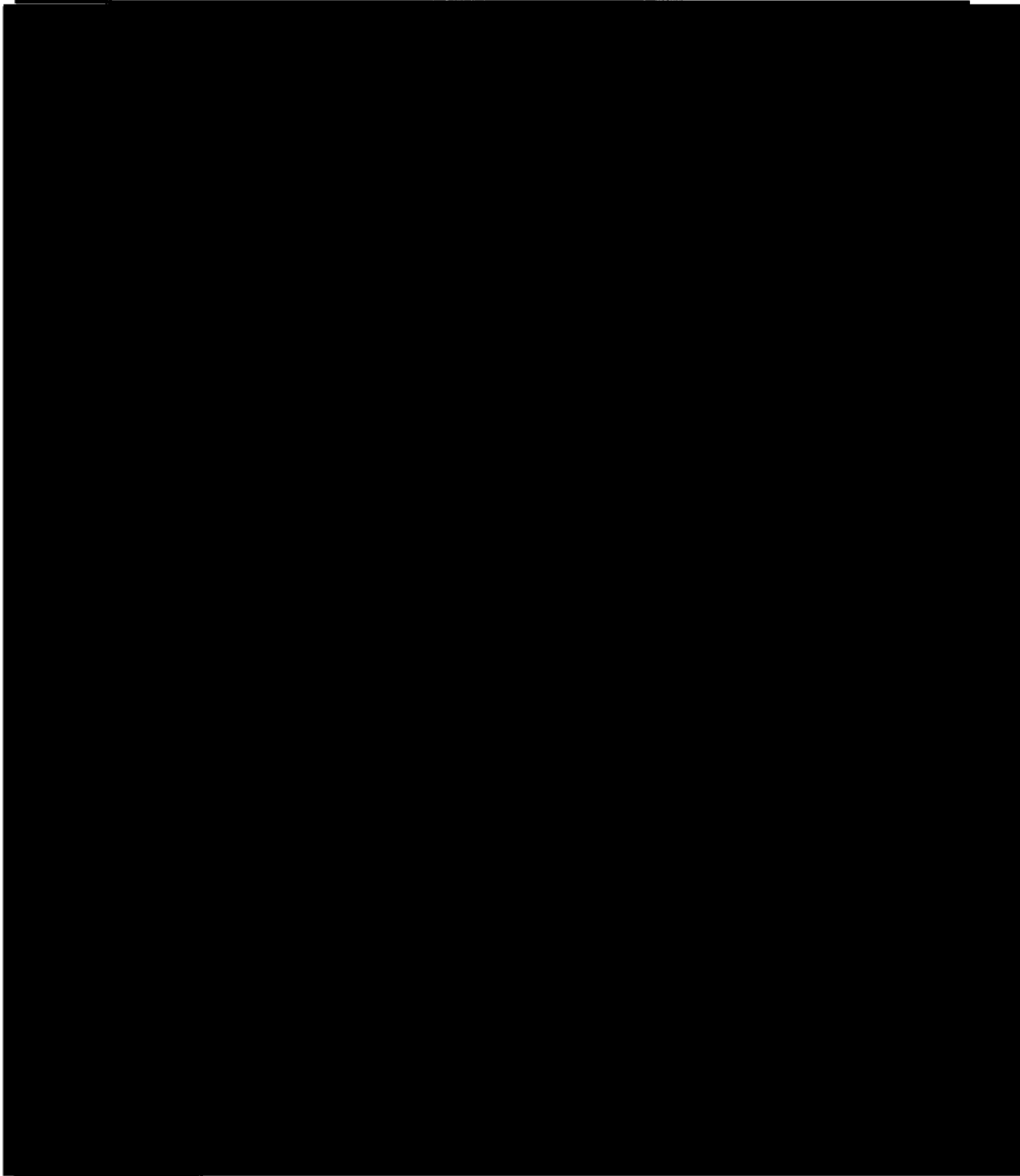


Geo Services, Inc.
Geotechnical, Environmental and Civil Engineering
An AES - CEE Firm

ANDREW J. PTAK, P.E.
PROJECT MANAGER







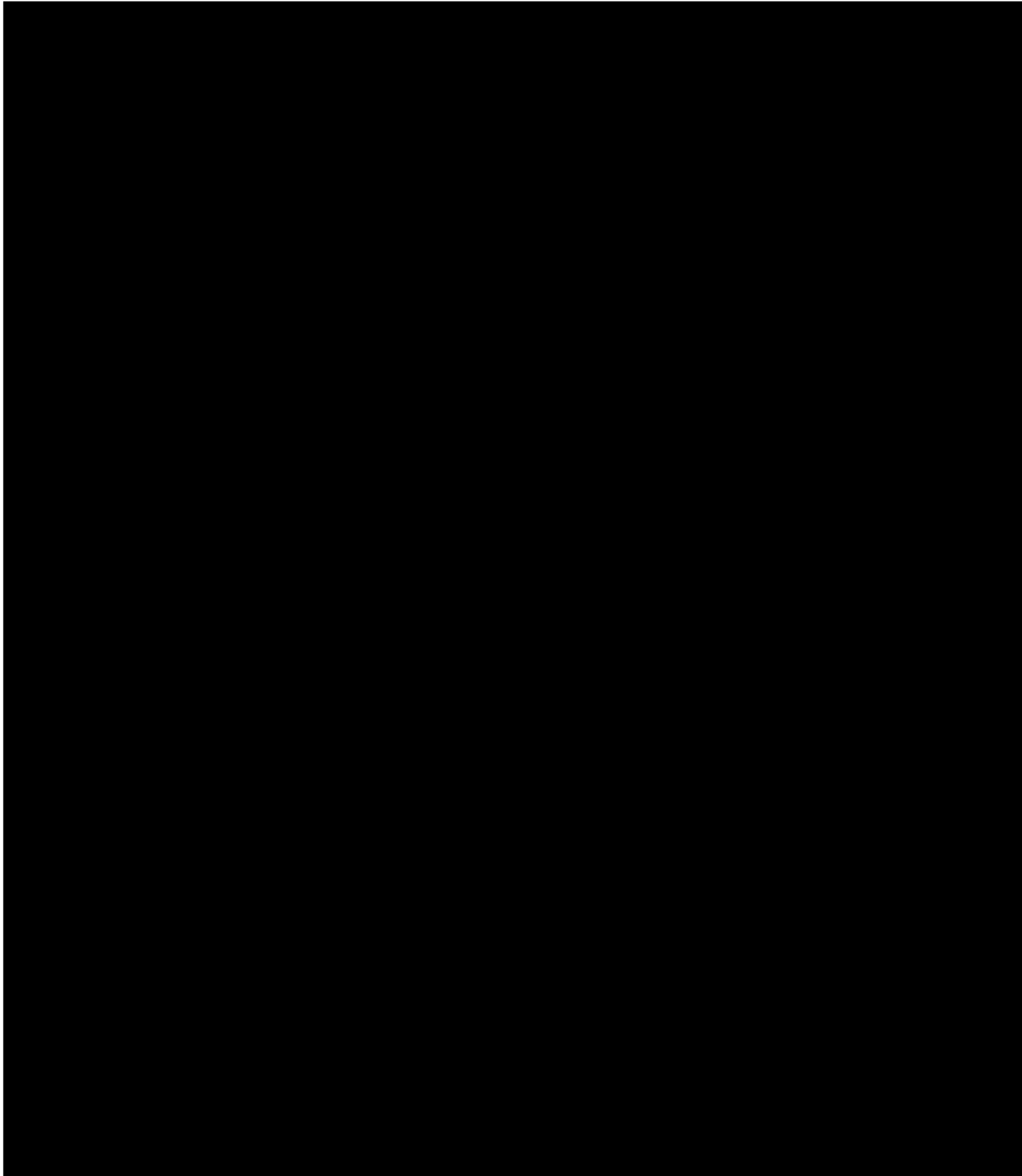


EXHIBIT F
CONTRACT I-17-4296
GEO SERVICES, INC.
SCOPE OF SERVICES
Geotechnical Investigation Services

Geotechnical Services

1. Project Description

The project includes engineering services for the reconstruction and widening of I-294 from approximately 95th Street to LaGrange Road in Cook County. The distance of the improvement is approximately 3 miles. Multiple new retaining walls and noise walls will be associated with this project.

2. General

All of the Geotechnical work will be performed in accordance with the ISTHA Geotechnical Engineer Manual dated October 2007. All necessary laboratory tests will be performed in an AMRL certified laboratory. This scope included limited CCDD environmental testing but all environmental reporting by HDR.

3. Field Investigations

The proposed drilling scope includes a total lineal footage of 10,850 lineal feet of drilling and 32 pavement cores and is summarized below:

BRIDGE STRUCTURE : 6 Bridges included in project. No bridge borings included in scoping.

ROADWAYS/EMBANKMENT: 3 miles of mainline and associated toll plazas and ramps. 48 soil survey borings to a depth of 10 feet and 20 borings to 16 foot depth. Total lineal footage of 800 lineal feet of drilling. 32 pavement cores on approx 1000-ft on center NB and SB.

RETAINING/NOISE WALLS: 25,000 lineal feet of retaining wall and noisewall. 271 structure borings to depth varying from 20 to 70 foot depth on 75-ft centers. Total lineal footage of drilling for 271 borings totaling 9,400 lineal feet of drilling.

SIGN/LIGHT STRUCTURES: Locations TBD. 10 structure borings to an estimated depth of 35 feet. Total lineal footage of 350 lineal feet of drilling.

CCDD Environmental: Locations TBD after Phase I Enviro. Study completed by HDR 20 environmental borings to depth of 15 feet. Total lineal footage of 300 lineal feet.

4. Laboratory Testing

Moisture content tests will be performed on all samples recovered. Particle size and index property tests will be performed on representative portions of the samples to assist with soil classification. Select samples will be tested for consolidation and consolidated triaxial testing. Organic content tests will be performed on representative portions of the organic soils.

5. Geotechnical Report

Geotechnical report for each of the following items:

1. Mainline Roadway, Ramps, Sign/Light Structure RGR
2. Assume 10 Retaining Wall SGR reports
3. Enviro/CCDD data report

Below is the detailed information that will be included but not limited to in the SGR reports.

1. Soil conditions
2. Ground water elevations
3. Site preparation recommendations
4. Pavement construction recommendations
5. Foundation recommendations
6. Lateral earth recommendations
7. Slope Stability Analysis
8. Copies of boring logs, core logs, soil profile, test results and location diagram
9. Recommendations relative to any unusual design or construction techniques which may be required due to subsurface conditions

Soil profiles will be prepared along the entire limits of the project as part of the reports. Electronic plan and profile base sheets shall be prepared by HDR for GSI's use in preparing soil profile plans.

EXHIBIT G
CONTRACT I-17-4296
GEO SERVICES, INC.
CURRENT OBLIGATIONS FOR PROJECT

Route & Job No.	Work Scope & Description of Project	Fee (Including all Supplemental and Extra Work Orders)	Fee Remaining To Be Earned	Estimated Date of Completion
System wide I-14-4639	Geotechnical Investigation upon request	\$ 3,000,000	\$ 1,296,658	12/31/2020
EO Western Access I-5-4657	Geotechnical Investigation	\$ 1,096,521	\$ 1,086,483	12/31/2021
Task Order RR-15-4242	Geotechnical Investigation	\$ 150,000	\$ 12,349	12/31/2019
Tri-State Tollway I-17-4311	Geotechnical Investigation upon request	\$ 5,000,000	\$ 5,000,000	9/22/2022

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	\$ _____
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Total this Subconsultant (ULC)	\$ _____

9

Direct Labor	\$ _____
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5

Direct Labor	\$ _____
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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)

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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: \$ _____