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|---|--|---------------------------------------|
| <p align="center">Local Agency A&E Professional Services Supplemental Agreement</p> | <p>Consultant/Address/Telephone WSP USA, Inc. 101 Fourth Avenue, Suite 3100 Seattle, WA 98154</p> | |
| <p>Supplement Number Supplement No. 3</p> | <p>Contact Name / E-Mail Address Greg Banks / greg.banks@wsp.com Telephone 206-431-2253 Fax N/A</p> | |
| <p>Agreement Number CCF02-22</p> | <p>Execution Date 12/16/2022</p> | <p>Completion Date 12/31/2027</p> |
| <p>Project Title Design Services, Granite Falls Bridge 102</p> | <p>New Maximum Amount Payable Remains Unchanged at \$3,755,681.00</p> | |
| <p>Description of Work <i>Provide all design services necessary to complete final plans, special provision preparation and estimates (PS&E), to provide NEPA approval and permits, and to provide Construction Phase services for Granite Falls Bridge 102 that carries the Mountain Loop Highway over the South Fork of the Stillaguamish River.</i></p> | | |

The Local Agency of Snohomish County desires to supplement the Agreement entered into with **WSP USA, Inc.** and executed on December 16, 2022, as amended by Supplement No. 1 on June 14, 2023, as amended by Supplement No. 2 on October 18, 2023 and identified as Agreement No. **CCF02-22**. All provisions in the basic agreement remain in effect except as expressly modified by this supplement.

The changes to the Agreement are described as follows:

I

EXHIBIT D Prime Consultant Cost Computations – Fee Schedule, attached hereto and by this reference made part of the original Agreement, has been amended and hereby replaces the previously amended EXHIBIT D.

II

EXHIBIT E Sub-consultant Cost Computations – Fee Schedule, attached hereto and by this reference made part of the original Agreement, has been amended and hereby replaces the specific Fee Schedule for Ott-Sakai & Associates, LLC included in the previously amended EXHIBIT E.

If you concur with this supplement and agree to the changes as stated above, please sign in the appropriate spaces below and return to this office for final action.

By: **WSP USA, INC.**

By: **SNOHOMISH COUNTY**

Consultant Signature

Approving Authority Signature

Date

Exhibit D

Prime Consultant Cost Computations

Fee Schedule

Consultant: WSP USA, Inc.

| Position Classification | Direct Salary Rate | ICR @140.62% | Profit @29.95% | Max Rate Per Hour |
|---|--------------------|--------------|----------------|-------------------|
| Vice President/Business Line Leader | \$103.49 | \$145.52 | \$30.99 | \$280.00 |
| Senior Director, Structural Engineer | \$103.49 | \$145.52 | \$30.99 | \$280.00 |
| Senior Director, Civil Engineer | \$103.49 | \$145.52 | \$30.99 | \$280.00 |
| Director, QA/QC | \$92.00 | \$129.37 | \$27.55 | \$248.92 |
| Director, Structural Engineer | \$97.00 | \$136.40 | \$29.05 | \$262.45 |
| Director, Civil Engineer | \$97.00 | \$136.40 | \$29.05 | \$262.45 |
| Sr. Lead Consultant, Structural Engineer | \$79.46 | \$111.74 | \$23.80 | \$215.00 |
| Sr. Lead Consultant, Civil Engineer | \$74.00 | \$104.06 | \$22.16 | \$200.22 |
| Lead Consultant, Structural Engineer | \$64.00 | \$90.00 | \$19.17 | \$173.16 |
| Lead Consultant, Civil Engineer | \$64.00 | \$90.00 | \$19.17 | \$173.16 |
| Sr. Consultant, Structural Engineer | \$57.00 | \$80.15 | \$17.07 | \$154.22 |
| Sr. Consultant, Civil Engineer | \$57.00 | \$80.15 | \$17.07 | \$154.22 |
| Consultant, Structural Engineer | \$49.00 | \$68.90 | \$14.68 | \$132.58 |
| Consultant, Civil Engineer | \$52.00 | \$73.12 | \$15.57 | \$140.70 |
| Associate Consultant, Structural Engineer | \$47.00 | \$66.09 | \$14.08 | \$127.17 |
| Associate Consultant, Civil Engineer | \$43.00 | \$60.47 | \$12.88 | \$116.35 |
| Assistant Consultant, Structural Engineer | \$38.00 | \$53.44 | \$11.38 | \$102.82 |
| Assistant Consultant, Civil Engineer | \$38.00 | \$53.44 | \$11.38 | \$102.82 |
| Senior Consultant, Environmental Scientist | \$70.22 | \$98.75 | \$21.03 | \$190.00 |
| Sr. Director, Water Resources Engineer | \$83.16 | \$116.94 | \$24.91 | \$225.00 |
| Manager, Design Support | \$59.13 | \$83.15 | \$17.71 | \$160.00 |
| Lead Consultant, Water Resources Engineer | \$57.00 | \$80.15 | \$17.07 | \$154.22 |
| Consultant, Water Resources Engineer | \$48.00 | \$67.50 | \$14.38 | \$129.87 |
| Biologist | \$55.08 | \$77.45 | \$16.50 | \$149.03 |
| Lead Consultant, Traffic Engineer | \$65.00 | \$91.40 | \$19.47 | \$175.87 |
| Consultant, Traffic Engineer | \$47.00 | \$66.09 | \$14.08 | \$127.17 |
| Sr. Lead Consultant, Environmental | \$64.00 | \$90.00 | \$19.17 | \$173.16 |
| Lead Design Support Specialist | \$55.44 | \$77.96 | \$16.60 | \$150.00 |
| Design Support Specialist | \$37.00 | \$52.03 | \$11.08 | \$100.11 |
| Lead Technical Engineering Support Specialist | \$44.00 | \$61.87 | \$13.18 | \$119.05 |
| Senior Consultant, Resident Engineer | \$70.00 | \$98.43 | \$20.97 | \$189.40 |
| Sr. Lead Consultant, Resident Engineer | \$75.77 | \$106.54 | \$22.69 | \$205.00 |
| Sr. Manager, Project Accounting | \$46.20 | \$64.96 | \$13.84 | \$125.00 |
| Sr. Consultant, Project Accounting | \$46.20 | \$64.96 | \$13.84 | \$125.00 |
| Consultant, Project Accounting | \$46.20 | \$64.96 | \$13.84 | \$125.00 |
| Manager, Contracts | \$46.20 | \$64.96 | \$13.84 | \$125.00 |

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| Position Classification | Direct Salary Rate | ICR @140.62% | Profit @29.95% | Max Rate Per Hour |
|--------------------------------|---------------------------|---------------------|-----------------------|--------------------------|
| Sr. Consultant, Contracts | \$46.20 | \$64.96 | \$13.84 | \$125.00 |
| Consultant, Contracts | \$46.00 | \$64.69 | \$13.78 | \$124.46 |
| Construction Coordinator | \$36.96 | \$51.97 | \$11.07 | \$100.00 |

The indirect cost rate (ICR), profit, and max rate per hour listed above are the maximum rates payable under this AGREEMENT. Rates invoiced shall be based on the direct salary of the individual employee plus ICR plus profit and shall not exceed the Max Rate Per Hour for each classification listed in this Exhibit D without prior written consent of the COUNTY.

Subconsultant Services and Other Direct Costs (ODC) will be reimbursed at the Actual Cost to the Consultant with no markup. ODCs are limited to the following items:

| Reimbursable Classifications | Rates |
|-------------------------------------|------------------|
| Mileage | Current IRS Rate |
| Outside Vendor Costs | At Cost |
| _____ | _____ |
| _____ | _____ |
| _____ | _____ |

Any ODC not included in the above list shall not be eligible for payment without prior written consent of the County. All reimbursable charges must be necessary for the services provided under this AGREEMENT.



July 20, 2023

WSP USA, Inc.
One Penn Plaza
250 West 34th Street
New York, NY 10119

Subject: Acceptance FYE 2022 ICR – CPA Report

Dear Christopher Kidd:

We have accepted your firms FYE 2022 Indirect Cost Rate (ICR) based on the “Independent CPA Report,” prepared by Deloitte & Touche, LLP as follows:

- General Services Office: 140.62% of direct labor (rate includes 0.32% Facilities Capital Cost of Money)
- Base Field: 104.45% of direct labor (rate includes 0.22% Facilities Capital Cost of Money)


This rate will be applicable for WSDOT Agreements and Local Agency Contracts in Washington only. This rate may be subject to additional review if considered necessary by WSDOT. Your ICR must be updated on an annual basis.

Costs billed to agreements/contracts will still be subject to audit of actual costs, based on the terms and conditions of the respective agreement/contract.

This was not a cognizant review. Any other entity contracting with the firm is responsible for determining the acceptability of the ICR.

If you have any questions, feel free to contact our office at (360) 704-6397 or via email consultantrates@wsdot.wa.gov.

Regards;


Schatzie Harvey
Schatzie Harvey (Jul 20, 2023 09:35 PDT)
SCHATZIE HARVEY, CPA
Contract Services Manager

SH:BJO

Exhibit E

Sub-consultant Cost Computations

Fee Schedule

Subconsultant: Ott-Sakai

| Position Classification | Direct Salary Rate | ICR @83.91% | Profit @29.95% | Max Rate Per Hour |
|---|--------------------|-------------|----------------|-------------------|
| Principal | \$118.00 | \$99.01 | \$35.34 | \$252.35 |
| Senior Construction Specialist (Charlie McCoy, David Doles and Tom Nielsen) | \$116.37 | \$97.65 | \$34.85 | \$248.87 |
| Senior Construction Specialist | \$100.53 | \$84.36 | \$30.11 | \$215.00 |
| Construction Specialist (Bing Ma) | \$109.47 | \$91.86 | \$32.79 | \$234.11 |
| Construction Specialist | \$95.86 | \$80.43 | \$28.71 | \$205.00 |
| Contracts Administrator | \$58.45 | \$49.04 | \$17.51 | \$125.00 |
| Book Keeper | \$54.00 | \$45.31 | \$16.17 | \$115.48 |

The indirect cost rate (ICR), profit, and max rate per hour listed above are the maximum rates payable under this AGREEMENT. Rates invoiced shall be based on the direct salary of the individual employee plus ICR plus profit and shall not exceed the Max Rate Per Hour for each classification listed in this Exhibit E without prior written consent of the COUNTY.

Other Direct Costs (ODC) will be reimbursed at the Actual Cost to the subconsultant with no markup. ODCs are limited to the following items:

| Reimbursable Classifications | Rates |
|------------------------------|------------------|
| Mileage | Current IRS Rate |
| Outside Vendor Costs | At Cost |
| | |
| | |
| | |

Any ODC not included in the above list shall not be eligible for payment without prior written consent of the County. All reimbursable charges must be necessary for the services provided under this AGREEMENT.

Agreement Number: CCF02-22



May 16, 2023

Ott-Sakai & Associates, LLC
PO Box 247
Mountlake Terrace, WA 98043

Subject: Acceptance FYE 2022 ICR – Audit Office Review

Dear Kimberly McShea:

Transmitted herewith is the WSDOT Audit Office's memo of "Acceptance" of your firm's FYE 2022 Indirect Cost Rate (ICR) of 83.91 % of direct labor (rate includes 0.05% Facilities Capital Cost of Money). This rate will be applicable for WSDOT Agreements and Local Agency Contracts in Washington only. This rate may be subject to additional review if considered necessary by WSDOT. Your ICR must be updated on an annual basis.

Costs billed to agreements/contracts will still be subject to audit of actual costs, based on the terms and conditions of the respective agreement/contract. This was not a cognizant review. Any other entity contracting with your firm is responsible for determining the acceptability of the ICR.

If you have any questions, feel free to contact our office at (360) 704-6397 or via email consultantrates@wsdot.wa.gov.

Regards;

Schatzie Harvey

Schatzie Harvey (May 16, 2023 12:24 PDT)

SCHATZIE HARVEY, CPA
Contract Services Manager

May 16, 2023

SH:BJO