

This is **EXHIBIT K**, consisting of 2 pages, referred to in and part of the **Agreement between OWNER and ENGINEER for Professional Services** dated November 15, 2010.

**AMENDMENT TO OWNER-ENGINEER AGREEMENT**  
**Amendment No. 1**

1. *Background Data:*

- a. Effective Date of OWNER-ENGINEER Agreement: November 15, 2010
- b. OWNER: City of Franklin
- c. ENGINEER: Ruekert & Mielke, Inc.
- d. Project: Ryan Creek Interceptor - 124th Street to 60th Street

2. *Description of Modifications:*

- a. ENGINEER shall perform or furnish the following Additional Services: Provide limited Phase II ESA.
- b. The Scope of Services currently authorized to be performed by ENGINEER in accordance with the Agreement and previous amendments, if any, is modified as follows: Per attached letter dated February 7, 2011.
- c. The responsibilities of OWNER are modified as follows: None
- d. For the Additional Services or the modifications to services set forth above, OWNER shall pay ENGINEER the following additional or modified compensation: \$19,700.00
- e. The schedule for rendering services is modified as follows: None
- f. Other portions of the Agreement (including previous amendments, if any) are modified as follows: None

3. *Agreement Summary (Reference only):*

- a. Original Agreement amount: \$1,630,241.45
- b. Net change for prior amendments: \$ 0.00
- c. This amendment amount: \$ 19,700.00
- d. Adjusted Agreement amount: \$1,649,941.45

The foregoing Agreement Summary is for reference only and does not alter the terms of the Agreement, including those set forth in Exhibit C.

OWNER and ENGINEER hereby agree to modify the above-referenced Agreement as set forth in this Amendment. All provisions of the Agreement not modified by this or previous Amendments remain in effect. The Effective Date of this Amendment is March 1, 2011.

OWNER:	City of Franklin	ENGINEER:	Ruekert & Mielke, Inc.
By:	John M. Bennett, P.E.	By:	Joseph W. Eberle, P.E.
Title:	Director of Public Works/City ENGINEER	Title:	Senior Project Manager
Date Signed:	_____	Date Signed:	_____

cc: Anthony D. Petersen, P.E., Ruekert/Mielke  
Jonathan P. Cameron, M.P.A., Ruekert/Mielke

February 7, 2011

Mr. John M. Bennett, P.E.  
City Engineer/Director of Public Works  
City of Franklin  
9229 West Loomis Road  
Franklin, WI 53132

RE: Ryan Creek Interceptor  
Phase I Environmental Site Assessment

Dear Mr. Bennett:

We have completed the Phase I Environmental Site Assessment of the approximate 5 mile route of the Ryan Creek Interceptor. A copy of the DRAFT report is enclosed for your use and a copy has been sent to MMSD. This assessment reviewed properties within a roughly one mile corridor on either side of the proposed sewer.

The purpose of this Phase I ESA was to identify if the current and historical land use activities within the Project corridor might have caused or have the potential to cause significant on-site environmental concern, and recommend, if considered necessary, a list of sites for additional investigation (Phase II ESA). These identified sites may have hazardous materials impact(s) that could potentially be displaced and require additional management during the proposed construction activities.

This research was done using historical records, aerial photos, communication with property owners and the City Fire Department and field reconnaissance of the Project corridor.

Based on our Project Team's records search and the location and type of proposed construction activities, only one potentially Hazardous Material site was identified within the Project corridor. Considering the potential for construction activities to encounter contaminated materials (i.e. proposed sewer excavations ranging from 15 to 30 feet below grade), we recommend further hazardous materials investigation (Phase II ESA) for this Site #2 referred to in the enclosed report.

Per the Intergovernmental Cooperation Agreement between MMSD and the City of Franklin, the City is responsible for "...any required repair, clean-up, remediation or detoxification arising out of any Hazardous Materials brought onto or introduced into the construction zones of the RCI...". It is therefore imperative that the City categorize the location and extent of any possible hazardous environmental condition on any property adjacent to the proposed interceptor so that a proper plan can be devised to mitigate the impacts of construction.



**Ruekert·Mielke**

engineering solutions for a working world

Mr. John M. Bennett, P.E.  
City of Franklin  
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The estimated cost of this Phase II ESA is \$19,700.00 based upon the scope detailed in the attached correspondence dated February 4, 2011 from AECOM.

Our existing Professional Services agreement with the City only covered the Phase I ESA because it is only after completing the Phase I ESA that we would know what, if any, properties would require a Phase II ESA. Fortunately, the City will only have to address a Phase II ESA for one of the properties.

We, therefore, request an amendment to our Agreement to cover this additional work.

Please contact me with any questions.

Thank you.

Very truly yours,

RUEKERT/MIELKE

Joseph W. Eberle, P.E.  
Principal/Senior Project Manager

JWE:sjs  
Enclosure

cc: Jesse A. Wesolowski, City Attorney  
Anthony D. Petersen, P.E., Ruekert / Mielke  
File



AECOM 414.359.3030 tel  
11425 W Lake Park Dr, Ste 100 414.359.0822 fax  
Milwaukee, WI 53224  
www.aecom.com

February 4, 2011

Sent via E-mail ([jeberle@ruekert-mielke.com](mailto:jeberle@ruekert-mielke.com)) and U.S. Mail

Mr. Joseph Eberle, P.E.  
Principal/Senior Project Manager  
Ruekert-Mielke  
W233 N2080 Ridgeview Parkway  
Waukesha, WI 53188

RE: Proposal for Phase II Environmental Services for the Proposed Ryan Creek Interceptor Sewer in Franklin, Wisconsin

Dear Mr. Eberle:

AECOM and its environmental consultant Himalayan Consultants, LLC (Himalayan) prepared a Phase I Environmental Assessment along the alignment of the proposed interceptor sewer. Based on the research that was completed for this report, it was determined that one site with known environmental impacts was immediately adjacent to the proposed alignment. Based on this discovery, AECOM and Himalayan recommend a Phase II Environmental Site Assessment (Phase II ESA) be performed in the proposed sewer alignment in the vicinity of this property. The Phase II ESA will determine if impacted soils are present within the actual alignment.

#### Scope of Services

AECOM and its subconsultants will perform the proposed Phase II ESA activities in general accordance with the existing Wisconsin Department of Natural Resources (WDNR) rules and regulations, and other commonly accepted environmental engineering practices. The Phase II ESA will involve the following tasks:

- Perform two soil borings in the alignment. The borings will extend to a depth of 30 feet below the ground surface.
- Collect continuous samples from the boring (without any break in the sample column) for purposes of the proposed Phase II ESA. The subsurface soil samples will be collected using Standard Penetration Test (SPT) Procedure (ASTM D-1586)
- Field-screen the collected soils samples for volatile organic vapors, using a Photo-Ionization Detector (PID).
- Collect two soil samples at selected depths from each boring based on the following criteria: the interval of the proposed sewer (approximately 25 feet bgs); location of fill materials, obvious staining / odor, elevated PID readings; and the vadose zone / water table interface. Considering the prior land use of the site (as an auto repair facility), the samples will be analyzed by a state-certified laboratory for diesel range organics (DRO), gasoline range organics (GRO), volatile organic compounds (VOCs), polychlorinated biphenyls (PCBs), and RCRA Metals (arsenic, barium, cadmium, chromium, lead, selenium, silver, and mercury). Protocol B testing will be performed on an aggregate sample to provide information necessary to arrange for disposal of the materials in the event that contamination is encountered.
- Toxicity characteristic leaching procedure (TCLP) extraction will be performed on metals and VOC constituents [trichloroethylene (TCE) and tetrachlorotethylene (PCE)] from the samples that exceed 20 times the NR 661 regulatory or landfill acceptance limits (assumed two TCLP tests for metals and two tests for VOCs).
- Convert one soil boring to a temporary groundwater monitoring well (1-inch diameter PVC, 5 to 10-foot slotted PVC screen) for groundwater sampling and evaluation of groundwater quality.



- Collect a groundwater grab sample from the temporary well and have the sample analyzed by a state-certified laboratory for VOCs and RCRA Metals. Groundwater levels will be measured and documented. The temporary well will not be purged.
- Collect trip blank samples for soil (methanol blank) and groundwater for quality assurance/quality control (QA/QC) purposes to examine if cross-contamination occurs during handling and shipping of the samples.
- The drilling contractor will abandon the soil borings and temporary well per requirements of NR 141. After collection of groundwater sample, the temporary well will be abandoned on the same day as installation.
- Evaluate and interpret the results of field and laboratory testing.

All soil cuttings will be containerized in 55 gallon steel drums during the course of drilling operations. AECOM will coordinate the disposal of these drums. Temporary onsite storage will be necessary while laboratory testing is performed and drum pickup and disposal are coordinated.

A Phase II Environmental Site Assessment Report documenting the findings of the Phase II environmental assessment and recommendations for management of excavation during construction will be prepared.

#### **Cost Estimates**

AECOM will perform the above outlined scope of work on a time and materials basis for an estimated fee. A breakdown of our fees are provided below.

#### **Pricing**

Environmental Drilling	\$:	3,600
Field Screening	\$:	1,800
Laboratory Testing	\$:	3,500
Phase II ESA Report	\$:	8,800
Drum Disposal	\$:	2,000
<b>Total Estimated Price</b>	<b>\$:</b>	<b>\$19,700</b>

In the event that our initial findings indicate that a change in scope of services from that outlined above will be appropriate, we will discuss potential work scope changes with you and request your concurrence prior to their implementation. Any changes in our total fees, based upon approved work scope changes, will be made in accordance with the attached Fee Schedule.

#### **Work Schedule**

We can commence our field work within 10 days after we receive your authorization to proceed. Our draft report will be issued within fifteen to twenty business days after completion of the subsurface exploration due to the time associated with the laboratory testing. Our final report will be issued within one week of receipt of written comments from the Engineer.

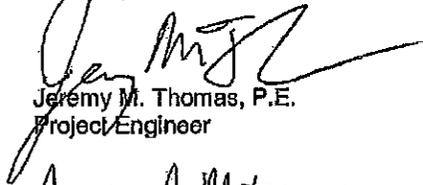


**Terms and Conditions**

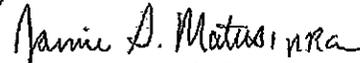
The Phase II ESA will be performed under the terms and conditions previously agreed to between AECOM and Ruekert-Mielke.

Should you have any questions with regard to this proposal, please do not hesitate to contact us. We thank you for the opportunity to submit this proposal and look forward to working with you on this project.

Sincerely,



Jeremy M. Thomas, P.E.  
Project Engineer



Jamie S. Matus, CPG  
Vice President

AECOM 2011, ALL RIGHTS RESERVED

Responsible for Payment and Accepted by:

Signature: \_\_\_\_\_

Name (please print): \_\_\_\_\_

Title (please print): \_\_\_\_\_

Firm: \_\_\_\_\_

Date: \_\_\_\_\_

Cc: Anthony Petersen, Ruekert-Mielke, [apetersen@ruekert-mielke.com](mailto:apetersen@ruekert-mielke.com)

**CITY OF FRANKLIN  
COMMON COUNCIL MEETING MINUTES  
MARCH 1, 2011**

- ROLL CALL                    A.        The regular meeting of the Common Council was held on March 1, 2011 and called to order at 6:30 p.m. by Mayor Taylor in the Franklin City Hall Council Chambers, 9229 W. Loomis Road, Franklin, Wisconsin. On roll call, the following were in attendance: Aldermen Olson, Solomon, Wilhelm, Taylor, Schmidt and Skowronski. Also present were City Engineer Bennett, Director of Administration Luberda, City Attorney Wesolowski and City Clerk Wesolowski.
- CITIZEN COMMENT        B.1.     Citizen comment period was opened at 6:32 p.m. and closed at 6:56 p.m.
- APPROVAL OF  
MINUTES-2/15/11        C.1.     Alderman Skowronski moved to approve the minutes of the regular meeting of February 15, 2011. Seconded by Alderman Schmidt. All voted Aye; motion carried.
- PUBLIC HEARING-  
AMEND 2025  
COMPREHENSIVE  
MASTER PLAN            D.1.     A public hearing was opened at 7:00 p.m. regarding a proposed ordinance to amend the City of Franklin 2025 Comprehensive Master Plan to incorporate updated changes to the Comprehensive Outdoor Recreation Plan, including, but not limited to updated population and demographic information, parkland inventory and proposed future park sites. This public hearing was closed at 7:02 p.m.
- COMPREHENSIVE  
OUTDOOR  
RECREATION PLAN  
AND  
2025  
COMPREHENSIVE  
MASTER PLAN            G.1.     Alderman Olson moved to table to the April 4, 2011, Committee of the Whole meeting, a Resolution for adoption of the Comprehensive Outdoor Recreation Plan: 2025 for the City of Franklin Milwaukee County, Wisconsin; and an Ordinance to amend the City of Franklin 2025 Comprehensive Master Plan to incorporate the Comprehensive Outdoor Recreation Plan: 2025 for the City of Franklin, Milwaukee County, Wisconsin. Seconded by Alderman Wilhelm.  
Alderman Wilhelm moved for an amendment to the motion that Aldermen be allowed to provide their comments to staff for the preparation of a list identifying minor and major amendments, to be presented to the Council prior to the meeting. Seconded by Alderman Taylor. All voted Aye; motion carried.  
On the main motion as amended, all voted Aye; motion carried.
- RES. 2011-6694  
RYAN CREEK  
INTERCEPTOR-  
PUBLIC ACQUISITION    G.2.     Alderman Skowronski moved to adopt Resolution No. 2011-6694, A RESOLUTION DETERMINING THE NECESSITY OF THE PUBLIC ACQUISITION OF EASEMENT RIGHTS AND INTEREST IN PROPERTY AND APPROVING AN ACQUISITION MAP (RELOCATION ORDER) FOR THE LOCATION, EXTENSION, INSTALLATION AND MAINTENANCE OF PUBLIC SANITARY SEWER FACILITIES TO PROVIDE SANITARY SEWER SERVICE TO THE SOUTHWEST AREA OF THE CITY OF FRANKLIN BY WAY OF THE RYAN CREEK INTERCEPTOR SEWER

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RYAN CREEK  
INTERCEPTOR  
PUBLIC  
ACQUISITION-  
CONTINUED

INSTALLATION UPON PROPERTY IN THE AREA FROM THE INTERSECTION OF SOUTH 60TH STREET AND WEST RYAN ROAD GENERALLY FOLLOWING THE RYAN CREEK TO THE INTERSECTION OF WEST RYAN ROAD AND SOUTH 112TH STREET, THENCE WESTERLY ALONG WEST RYAN ROAD TO THE WEST CITY LIMITS. Seconded by Alderman Taylor. On roll call, Aldermen Olson, Solomon, Taylor, Schmidt and Skowronski voted Aye; Alderman Wilhelm voted No. Motion carried.

CONCEPT REVIEW-  
SENIOR LIVING APT.  
BLDG. (APPROX. 7712  
S. 51ST STREET)

G.3. No action was taken on concept review for proposed senior apartment building at approximately 7712 South 51st Street, Joseph Schwenker, Applicant.

Alderman Olson moved that henceforth all concept reviews be conducted at meetings of the Committee of the Whole. Seconded by Alderman Taylor. All voted Aye; motion carried.

RES. 2011-6695  
WATER TOWER  
EASEMENT-  
AMENDMENT NO. 1

G.4. Alderman Olson moved to adopt Resolution No. 2011-6695, A RESOLUTION AUTHORIZING CERTAIN OFFICIALS TO ACCEPT AMENDMENT NO. 1 TO THE WATER TOWER EASEMENT TO PROVIDE FOR THE CONSTRUCTION OF A BOOSTER PUMPING STATION (LOCATED ON THE MILWAUKEE COUNTY HOUSE OF CORRECTION LANDS ON THE SOUTHEAST CORNER OF S. 76TH STREET AND W. PUETZ ROAD). Seconded by Alderman Taylor. All voted Aye; motion carried.

PHASE II  
ENVIRONMENTAL  
SITE ASSESSMENT

G.5. Alderman Taylor moved to authorize staff to proceed with the Phase II Environmental Site Assessment on the parcel located on the southeast corner of W. Loomis Road and W. Ryan Road at a cost of \$19,700. Seconded by Alderman Wilhelm. All voted Aye; motion carried.

FINANCE  
COMMITTEE REVIEW  
OF TID #2 TAX  
REVENUES

G.6. Alderman Taylor moved to place on file that the 2012 budget be prepared without consideration of the available Tax Increment Finance increment with the goal of applying the TIF increment to reduce the levy otherwise required for the 2012 budget year. Seconded by Alderman Olson. All voted Aye; motion carried.

RES. 2011-6696  
TAX INCREMENTAL  
DISTRICT NO. 2

G.7. Alderman Taylor moved to adopt Resolution No. 2011-6696, A RESOLUTION TO EXPRESS THE INTENT OF THE COMMON COUNCIL TO APPROPRIATE 100% OF THE TAX INCREMENTAL DISTRICT NO. 2 TAX REVENUES UPON THE ANTICIPATED TERMINATION OF THE DISTRICT IN LATE 2011 TO TAX LEVY REDUCTION, as amended. Seconded by Alderman Olson. At 9:14 p.m. Mayor Taylor passed the gavel to Council President Taylor, who then chaired the meeting. At 9:18 p.m. the gavel was returned to Mayor Taylor, who returned to chairing the meeting. At 9:22 p.m.

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TAX INCREMENTAL  
DISTRICT NO. 2

Mayor Taylor passed the gavel to Council President Taylor, who then chaired the meeting. At 9:25 p.m. the gavel was returned to Mayor Taylor, who returned to chairing the meeting. Alderman Taylor moved to call the question. Seconded by Alderman Olson. All voted Aye; motion carried. On roll call for the main motion, all voted Aye; motion carried.

2012 BUDGET  
PREPARATION  
TIMETABLE

G.8. Alderman Solomon moved to approve the timetable for 2011 preparation of the 2012 budget. Seconded by Alderman Taylor. All voted Aye; motion carried.

BAPTISTA'S  
BAKERY, INC.

G.9. No action was necessary on the request of the Community Development Authority consideration of preliminary resolution for Industrial Development Revenue Bond Issuance for Baptista's Bakery, Inc.

RES. 2011-6697  
INVESTMENT POLICY  
STATEMENT

G.10. Alderman Solomon moved to adopt Resolution No. 2011-6697, A RESOLUTION TO AMEND THE CITY OF FRANKLIN INVESTMENT POLICY STATEMENT-RESERVE & LIQUIDITY INVESTMENTS. Seconded by Alderman Taylor. All voted Aye; motion carried.

RES. 2011-6698  
INVESTMENT POLICY  
STATEMENT

G.11. Alderman Taylor moved to adopt Resolution No. 2011-6698, A RESOLUTION TO AMEND THE INVESTMENT POLICY STATEMENT FOR THE CITY OF FRANKLIN POST EMPLOYMENT BENEFITS TRUST. Seconded by Alderman Olson. All voted Aye; motion carried.

INVESTMENT  
MANAGEMENT  
AGREEMENT

G.12. Alderman Taylor moved to authorize the Director of Finance & Treasurer as employer representative of the OPEB Trust to enter into an investment management agreement with Montage Asset Management, LLC. Seconded by Alderman Schmidt. All voted Aye; motion carried.

RES. 2011-6699  
INVESTMENT POLICY  
STATEMENT

G.13. Alderman Solomon moved to adopt Resolution No. 2011-6699, A RESOLUTION TO ESTABLISH AN INVESTMENT POLICY STATEMENT FOR THE CITY OF FRANKLIN BARGAINING EMPLOYEES (DEPARTMENT OF PUBLIC WORKS) DEFINED BENEFIT RETIREMENT PLAN. Seconded by Alderman Taylor. All voted Aye; motion carried.

MISCELLANEOUS  
LICENSES

H.1. Alderman Solomon moved to grant the following licenses:

Operator License to Mathew J. Ennocenti, 3095 S. Fountain Square Boulevard #109, New Berlin with warning letter from City Clerk; Dawn L. Clark, 415 Montana Avenue, South Milwaukee; Romeo E. Guerra, 718 W. Greenfield Avenue, Milwaukee and Judith A. Jung, 8612 W. Montana Avenue, West Allis;

MISCELLANEOUS  
LICENSES-  
CONTINUED

Also moved to hold Operator License for Desi J. Huerta, 11133 W. St. Martins Road and Cassondra R. Klein, W1427 Hwy. 11, Burlington, both subject to appearing before the License Committee. Seconded by Alderman Taylor. All voted Aye; motion carried.

VOUCHERS AND  
PAYROLL

- I.1. Alderman Schmidt moved to approve the net City vouchers in the range of Nos. 137491 through 137634 in the amount of \$2,744,511.82. Seconded by Alderman Skowronski. On roll call, all voted Aye; motion carried.

Alderman Schmidt moved to approve the net payroll of February 25, 2011 in the amount of \$354,108.73. Seconded by Alderman Solomon. On roll call, all voted Aye; motion carried.

ADJOURNMENT

- J. Alderman Taylor moved to adjourn the meeting at 9:52 p.m. Seconded by Alderman Schmidt. All voted Aye; motion carried.