



ROCKY MOUNT, NC
THE CENTER OF IT ALL

City Manager's Office
City Council Agenda

Date: May 15, 2018

Subject: Rocky Mount Event Center change order #5

Summary of Requested Action: Approve Barnhill/Holt Owner Design Builder change order number 5 for the Rocky Mount Event Center construction project and amendment to CMTS (owner's representative) construction management contract. The change order also includes a request to extend the contractual date of substantial completion by 12 days due to weather.

Department Requesting Action: City Manager

Budgetary Impact: Change order # 5 is a no cost change order for the contractor. The proposed changes will be covered by the design builder's construction contingency. Change order # 2 for CMTS, construction management for the event center, is an increase of \$25,000 and due to the extended time to close out the project.

City Manager's Recommendation: *Recommend approval. P. D. Honey 5/20/19*

**MEMORANDUM TO THE CITY COUNCIL OF ROCKY MOUNT, NORTH CAROLINA
AND LENDERS FOR THE ROCKY MOUNT EVENT CENTER PROJECT**

TO: Honorable Mayor and City Council;
Kelly Milham, Disbursement Administrator, Wells Fargo
FROM: Amy Staton, Director of Finance, City of Rocky Mount, North Carolina
DATE: May 14, 2019
PROJECT: Rocky Mount DCF LLC – Downtown Community Facility
SUBJECT: Request for Approval of Design-Builder Change Order No. 5 and CMTS Change Order No. 2 to Owner’s Representative Agreement¹, under Section 6 of the CONSTRUCTION MONITORING AND DISBURSEMENT AGREEMENT

I. REQUEST TO CITY COUNCIL AND LENDERS FOR APPROVAL OF CHANGE ORDER NO. 5 TO THE OWNER-DESIGN-BUILDER CONTRACT

In accordance with Section 6 of the Construction Monitoring and Disbursement Agreement (“CMDA”), the City of Rocky Mount, North Carolina (“City”) hereby requests that the Servicer and the Lenders, as defined in the CMDA, consent to and authorize the City to enter into and execute Change Order No. 5 (dated: May 14, 2019) to that certain Standard Form of Agreement between the Owner (City) and Design-Builder (Barnhill/Holt Brothers, a Design-Build Joint Venture), dated as January 2, 2017 (“Design-Build Contract”).

The approval of the City Council and the Lenders is hereby requested to approve a change in the contractually established “Date of Substantial Completion” from October 4, 2018 to October 16, 2018. Substantial Completion of the Project was achieved on October 16, 2018.

Owner Design-Builder Change Order No. 5 is a “no costs” change order to the City and RMDCF, LLC, and no increase in the GMP of \$34,802,939.00 (which was previously approved by the City Council and Lenders in Change Order No. 4, dated 9-19-18), is requested. The approval of the Lenders and the City Council is required to approve the twelve (12) day increase in the Date of Substantial Completion and no other contract changes are requested.

Design-Builder has submitted its final two (2) pay applications in the form of Pay Application No. 28 (Final Changes Paid out of Design-Builder Contingency), dated 3/31/19 and Pay Application No. 29 (Retention), dated April 30, 2019.

Change Order No. 5, with the backup documentation, is attached hereto as **Exhibit A**. Pending Pay Application 28 is attached hereto as **Exhibit B**. Pending Pay Application 29, is attached hereto as **Exhibit C**.

¹ The approval of the Lenders is not required for Change Order No. 2 to the Owner’s Representative Agreement. The approval of City Council is required. The request to City Council for its approval, is provided to the Lenders for the information only.

There is a one (1) year warranty on the Project from the Design-Builder. The one (1) year warranty expires on October 16, 2019. Normal and customary warranty services are currently being provided by the Design-Builder.

Upon the approval of the City Council and the Lenders of Change Order No. 5, these two (2) pay applications will be processed and the Owner's Project team will complete the financial close-out of the Project.

We request that City Council and the Lenders approve Change Order No. 5.

II. REQUEST FOR APPROVAL OF CHANGE ORDER NO. 2 TO THE OWNER'S REPRESENTATIVE'S AGREEMENT.

We request the City Council's approval of CMTS Change Order No. 2, to increase the compensation in the Owner's Representative's Agreement with the City from \$269,529.70 to \$294,529.70. This is an increase of \$25,000 and is requested to compensate the Owner's Representative for time and expenses incurred as follows:

- Additional time on the Project through April 2019, including participation in site visits in January, February and March, 2019 for project site visits with the Lender's Representatives.
- Review of Pay Applications 28 and 29.
- Participation in Owner/Design-Builder meetings via conference call and the preparation of meeting minutes in January, February, March and April 2019.
- Site visits to the Project in December, January, February and March 2019 in connection with warranty visits associated with the roof, drywall, and exterior work.

The Owner's Representative requested \$30,000 for the additional services. The Project management team negotiated a proposed fee of \$25,000 and recommends that it be approved. This fee includes compensation and expense reimbursement for the September and October 2019 eleven-month walkthrough associated with the completion of the one (1) year warranty and associated warranty close out inspections and paperwork.

A Memorandum from Charles W. Penny, President, dated May 15 is attached hereto as **Exhibit D.**

III. Conclusion and Request for Authorization to Execute

The City hereby requests the approval of the Servicer, the Lenders and the City Council to execute Owner Design-Builder Change Order No. 5 and Owner's Representative Agreement Change Order No. 2. Please review this request and advise us of any questions or additional information that you need to consider and act upon these requests.

EXHIBIT A

DRAFT AIA® Document G701™ - 2017

Change Order

PROJECT: (Name and address) Rocky Mount Downtown Community Facility 285 NE Main Street	CONTRACT INFORMATION: Contract For: Rocky Mount Event Center Date: 11-02-16	CHANGE ORDER INFORMATION: Change Order Number: 5 Date: 5-14-19
OWNER: (Name and address) The City of Rocky Mount 331 S. Franklin Street P.O. Box 1180 Rocky Mount, NC 27802	ARCHITECT: (Name and address) N/A	CONTRACTOR: (Name and address) Barnhill/Holt Brothers JV 800 Tiffany Blvd, Suite 200 Rocky Mount, NC 27804

THE CONTRACT IS CHANGED AS FOLLOWS:

(Insert a detailed description of the change and, if applicable, attach or reference specific exhibits. Also include agreed upon adjustments attributable to executed Construction Change Directives.)

Change Proposal includes the following:

All change proposals in attach backup have been covered by Design Builders Construction Contingency

The original Contract Sum was
 The net change by previously authorized Change Orders
 The Contract Sum prior to this Change Order was
 The Contract Sum will be increased by this Change Order in the amount of
 The new Contract Sum including this Change Order will be

\$	36,762,767.00
\$	-1,959,828.00
\$	34,802,939.00
\$	0.00
\$	34,802,939.00

The Contract Time will be increased by twelve days (12) days.
 The new date of Substantial Completion will be October 16, 2019

NOTE: This Change Order does not include adjustments to the Contract Sum or Guaranteed Maximum Price, or the Contract Time, that have been authorized by Construction Change Directive until the cost and time have been agreed upon by both the Owner and Contractor, in which case a Change Order is executed to supersede the Construction Change Directive.

NOT VALID UNTIL SIGNED BY THE ARCHITECT, CONTRACTOR AND OWNER.

N/A	Barnhill/Holt Brothers JV 800 Tiffany Blvd, Suite 200 Rocky Mount, NC 27804	The City of Rocky Mount 331 S. Franklin Street P.O. Box 1180 Rocky Mount, NC 27802
_____ ARCHITECT (Firm name)	_____ CONTRACTOR (Firm name)	_____ OWNER (Firm name)
_____ SIGNATURE	_____ SIGNATURE	_____ SIGNATURE
_____ PRINTED NAME AND TITLE	Barry Harden _____ PRINTED NAME AND TITLE	Rochelle D Small-Toney _____ PRINTED NAME AND TITLE
_____ DATE	_____ DATE	_____ DATE

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_____ SIGNATURE	_____ SIGNATURE	_____ SIGNATURE
_____ PRINTED NAME AND TITLE	Barry Harden _____ PRINTED NAME AND TITLE	Rochelle D Small-Toney _____ PRINTED NAME AND TITLE
_____ DATE	_____ DATE	_____ DATE

Change Order Proposal Log Rocky Mount DCF						Job #
COP #	Description	Date Sent	Type	CMTS/City Review	Amount	CO #
1	OIC / City Upgrades	4/21/2017	COP	APP	(\$2,729,752)	Change Order #1
2	Pemberton tanks (CC #0002)		COP	APP	\$19,291.00	Change Order #2
3	Stokes tanks (CC #0003)		COP	Rejected Part of undercut		
4	Pemberton Steel Tank, cork, & concrete slab removal (CC #0004)		COP	APP	\$ 3,299.00	Change Order #2
5	Communication Duct bank renters cost plus cities inner duct request		COP	APP	\$ 28,647.00	Change Order #2
6	Metering or sub-metering (city to select option of separate metering or taking off BAS readings)		COP	APP	\$ 24,935.00	Change Order #2
7	Additional insurance for NMTC		COP	APP	\$ 4,075.00	Change Order #2
8	AME stone and paving at parking lot		COP	REJ	\$ 18,872.00	VOID
9	Concealed #0005 debris and retainage walls under slab (750 cy @ \$35 per yard)		COP	APP	\$ 28,444.00	Change Order #2
10	Undercut over the allowance through 8-28		COP	APP	\$ 99,885.00	Change Order #2
11	Security cameras in parking lot & around the building		COP	APP	\$ 122,466.00	Change Order #2
12	Building interior Signage (code compliant)		COP	APP	\$ (9,035.00)	Change Order #2
13	Remote Command Center		COP	APP	\$ 17,559.00	Change Order #2
14	OIC medical equipment change layout revision #3 (x-ray and mammography)		COP	APP	\$ 135,596.00	Change Order #3
15	Marque Sign 15MM		COP	Pending Review	\$ 128,494.00	VOID combined below
16	Marque Sign 10MM (Per owners meeting 9-25-17 do not need to price this option due to cost)		COP	REJ		VOID
17	Marque infrastructure (part of site lighting allowance)		COP	REJ	\$ -	
18	Marque wiring and fiber		COP	Pending Review	\$ 21,679.00	VOID combined below
19	Scrolling Sign (red)		COP	APP	\$ 26,025.00	Change Order #2
20	Scrolling Sign Infrastructure		COP	APP	\$ 1,824.00	Change Order #2
21	Scrolling sign Wiring & fiber		COP	APP	\$ 12,012.00	Change Order #2
22	Planter sign 10MM		COP	Pending Review	\$ 101,911.00	VOID combined below
23	Planter sign 15MM		COP	Pending Review	\$ 48,015.00	VOID
24	Planter infrastructure		COP	APP	\$ 4,296.00	Change Order #2
25	Planter Wiring and Fiber		COP	Pending Review	\$ 14,475.00	VOID combined below
26	Site Lighting Allowance		COP	APP	\$ (93,289.00)	Change Order #2
27	Parking Lot post change to black powder coated		COP	APP	\$ 8,046.00	Change Order #2
28	Exterior Building Signage (Branding & Back lit)		COP	APP	\$ 73,746.00	Change Order #2
29	Exterior Building Signage (Halo Affect)		COP	APP	\$ 7,460.00	Change Order #2
30	Interior Wayfinding Lettering		COP	APP	\$ 29,281.00	Change Order #2
31	Exterior Post and Panel Signage		COP	APP	\$ 15,561.00	Change Order #2
32	Planter 10MM Extended Warranty		COP	Pending Review	\$ 7,862.00	VOID combined below
33	Additional Floor boxes and conduit for Balcoity, Clip Climb, and Redemntion area		COP	APP	\$ 23,809.00	Change Order #3
34	SSIT Room		COP	APP	\$ 13,794.00	Change Order #3
35	Vault Room		COP	APP	\$ 9,961.00	Change Order #3
36	Party Room Doors		COP	APP	\$ 6,157.00	Change Order #3
37	Extended Warranty for Generator		COP	APP	\$ 2,882.00	Change Order #3
38	Rollup door power and motors at all 5 locations		COP	APP	\$ 23,475.00	Change Order #3
39	OIC Medical equipment credit for equipment that will not fit or part of program including telehealth		COP	APP	\$ (177,255.00)	Change Order #3
40	OIC Contengency part of GMP		COP	APP	(\$56,962.00)	Change Order #3
41	Below line OIC items		COP	APP	\$ (37,700.00)	Change Order #3
42	Allowance for pots and pans (100K)		COP	APP	\$ (100,000.00)	Change Order #3
43	Mezzanine Chair credit and Ecoglow addition		COP	APP	\$ (3,653.00)	change Order #3
44	Added data and receptacles per SFA/BCC review		COP	APP	\$ 22,800.00	Change Order #3
45	Floor Box Voltage Change		COP	APP	\$ 3,657.00	Change Order #3
46	Additional Porter Goal Supports		COP	APP	\$ 16,824.00	Change Order #3
47	Parking Lot Planting Revision		COP	APP	\$ 1,362.00	Change Order #3
48	Roof Warranty Extension		COP	APP	\$ 2,096.00	Change Order #3
49	Divider curtain conduit to Porters Panel		COP	REJ	\$ 1,370.00	VOID

Change Order Proposal Log Rocky Mount DCF							
COP #	Description	Date Sent	Type	CMTS/City Review	Amount	CO #	
50	Blocking for Portraits		COP	APP	\$ 1,561.00	Change Order #3	
51	Infrastructure for Stage Sound/Lighting		COP	APP	\$ 26,944.00	Change Order #3	
52	Stewart Testing Credit		COP	APP	\$ 18,000.00	Change Order #3	
53	Proposed Mezz Storage Rooms		COP	REJ	\$ 25,175.00	VOID	
54	Combined 10MM Planter Sign		COP	Pending Review revised pricing	\$ 128,644.00	Change Order #4	Both Signs are unavailable for order and waiting on pricing for 2019 signage from AOA
55	Combined 15MM Marquee Sign		COP	Pending Review revised pricing	\$ 154,571.00	Change Order #4	Both Signs are unavailable for order and waiting on pricing for 2019 signage from AOA
56	Event Area Humidity Detection		COP	APP	\$ 4,294.00	Change Order #4	
57	Fire Protection upgrade to Storage room per Fire Marshall		COP	APP	\$ 29,037.00	Change Order #4	
58	Infrastructure & painting of Scoreboards provided by SFM		COP	APP	\$ 5,481.00	Change Order #4	
59	Concealed Tank at Dumpster pad		COP	APP	\$ 2,795.00	Change Order #4	
60	Ballocity Sprinkler Line addition (allowance)		COP	Void	\$ 18,337.00	VOID	
61	Conners Championship options (with full crew and equipment)			APP	\$ 106,377.00	Change Order #4	
62	Bandwidth upgrade for firewall to support 1 GIG for future expansion			APP	\$ 15,566.00	Change Order #4	
63	Card reader and Security per SFM south Entry (non emergency circuit)			APP	\$ 8,975.00	Change Order #4	
64	Portrait Installation for Hall of Fame			APP	\$ 7,461.00	Change Order #4	
65	BCC-Holt Labor Rate for Sundays if required			Pending Review		VOID	
66	Onsite Security until Sub. Completion			Void	\$ -	VOID	
67	120 Wiring of pole light receptacles and outlets in planters along main street paver area			APP	\$ 4,490.00	Change Order #4	
68	FEC damaged light by Waltopia				\$ 2,637.00	Change Order #4	
69	Plaque				\$ 6,118.00	Covered with Design Builders Construction Contingency	complete
70	Douglas block storm damage by boring				\$ 12,806.00	Covered with Design Builders Construction Contingency	complete
71	Conner extra trips for SFM				\$ -	VOID	
72	Mezz framing out pipe and structure				\$ 5,017.00	Covered with Design Builders Construction Contingency	complete
73	Carpet at prefuction to hide crack				\$ -	Covered with Design Builders Construction Contingency	complete
74	Landscaping three planters around perimeter				\$ 6,173.00	Covered with Design Builders Construction Contingency	complete
75	Back retaining wall (remove stone, low Maintenance plants and mulch)				\$ 7,883.00	Covered with Design Builders Construction Contingency	Waiting for weather to warm up and get above freezing
76	Bike Racks and Trash can supply only				\$ 2,226.00	Covered with Design Builders Construction Contingency	On site currently
77	Light fixtures (LED's)				\$ 6,726.00	Covered with Design Builders Construction Contingency	Need to verify turned over
78	Hanging paper towel & soap dispenser				\$ -	VOID	
79	Pads at waltopia				\$ 6,576.00	Covered with Design Builders Construction Contingency	complete
80	Reception desk closure and door				\$ 5,239.00	Covered with Design Builders Construction Contingency	Started but need to verify
81	Data Drops in Kitchen for PDS with power now				\$ 5,782.00	Covered with Design Builders Construction Contingency	complete
82	Additional Bleacher padding				\$ 37,819.00	Covered with Design Builders Construction Contingency	Tube framing installed & pads on hand installed. However, waiting on HH for other pads to arrive
83	Additional signage for meeting rooms & additional Lettering for HOF				\$ 4,181.00	Covered with Design Builders Construction Contingency	will check on
84	HC ramp and pavers				\$ 31,864.00	Covered with Design Builders Construction Contingency	Just got approval this week with ASI #42
85	Raise lights at north scoreboard location				\$ -	VOID	
86	Badging system and software				\$ 7,859.00	Covered with Design Builders Construction Contingency	will check on
87	OIC Exterior Signage Change				\$ 6,371.00	Covered with Design Builders Construction Contingency	will check on
88	Added receptacles for Scoreboard & paint				\$ 3,170.00	Covered with Design Builders Construction Contingency	complete

 Change Order Proposal Log Rocky Mount DCF		Job #						
COP #	Description	Date Sent	Type	CMTS/City Review	Amount	CO #		
89	Eco Glow top and bottom row of steps				\$ 10,541.00	Covered with Design Builders Construction Contingency		sample tomorrow
90	Waltopia sports flooring				\$ 32,606.00	Covered with Design Builders Construction Contingency		ordered will followup
91	Key pad for loading dock storage rollup door				\$ 655.00	Covered with Design Builders Construction Contingency		will check on
92	Added Cameras per SFM					VOID		
93	Envirocon speical Event setting					VOID		
94	Turn logo 180 on Championship Floor				\$ -	VOID		
95	Additional Bleacher Pads - Face				\$ 55,053.00	Covered with Design Builders Construction Contingency		
96	UPS Backup system				\$ 23,166.00	Covered with Design Builders Construction Contingency		
97	AV tablet extra				\$ 1,137.00	Covered with Design Builders Construction Contingency		
98	HDMI covers				\$ 669.00	Covered with Design Builders Construction Contingency		
99								
100								
					\$ 283,867.00			

Change Order (COP) Added Work

Rejected (R/D)

Pending (PND)

	#REF!
	#REF!



Barnhill/Holt Brothers JV Notice of Delay & Time Extension Request

THIS IS A TO DISCUSS THE ROCKY MOUNT DOWNTOWN COMMUNITY FACILITY. PLEASE REVIEW THE INFORMATION BELOW TO GET THE LATEST UPDATE ON THE PROJECT.

Project Name:	Rocky Mount Downtown Community Facility	Project No.:	1896
Update Date:	2/20/2018	Time:	

- As of September 7th 2018 that state of North Carolina was under a state of emergency due to the approaching Hurricane.
- We shifted our focus to Hurricane preparations on September 10th and got the job site as ready as possible for upcoming storm
 - o All the lay down yards cleaned up to prevent flying debris
 - o The dumpsters were removed from the site
 - o The portable toilets have been taken off site
 - o Filling sand bags and securing doors from possible water infiltration at south entry and loading dock area
- Event Center site was shut down on September 13th at noon officially
 - o However, some subcontractors pulled off the site prior due to safety concerns of their employees overall well being. They had to give them time to get off the roads and home in advance of the storm.
 - Conner's Flooring pulled off and went back to Michigan
 - September 24th is new ETA to come back to complete flooring install and lining
 - Back on site as of 9-24-18 as required
 - SE&M pulled off
 - PWI pulled off
 - Premiere Communication pulled off Monday with crews from South Carolina and not all of them have returned due to road conditions
 - SPC plumbing and HVAC pulled off and did not return until the

September 18, 2018 per their corporate office due potential localized flooding

- Updated schedule is attached
 - o The critical path is through the floor and finishes
 - 5 days of direct impact from the storm
 - 7 days of impact after the storm to get Conner's back onsite once determined the site was safe to return to
 - Total number of days per this request is 12 days
 - Substantial completion Oct 16th
 - Final completion Nov 5th
- In addition to this issue we have requested internet and phone lines be installed 8-20-18 in order to perform testing of the systems in the facility supported by the internet and required dial tone.
 - o The internet was installed 9-7-18 and was not in operation until 9-17-18
 - There is enough band width to perform testing
 - o The phone lines with dial tone 9-13-18
 - There is at least two weeks of testing devices in order to get NFPA 72 for fire alarm
 - This couldn't start until lines are confirmed and fire alarm guys start the testing process
 - Working on getting tested currently and will advise if any issues
 - With regards to the elevator once we have phone lines installed will call for pretest which will take a week to setup and verify (have confirmed have dial tone)
 - Pre inspection was setup September 5th no dial tone
 - Pre inspection rescheduled for September 10th no dial tone
 - Dial tone September 13th (storm next day)
 - BCC/Holt called in favor and got pre-test
 - Waiting on DOL for final installation date
 - o Week of 9-24 all inspector in Raleigh getting ready for fair according to Elevator contractor
 - o Right now holding pending DOL and cannot occupy facility until have this signed off
- Per article 8 of the contract we are advising of delay and giving notice due to weather impacts and possible DOL inspection issue
 - o Updated schedule with critical activities that are influencing the critical path and will present.

Respectfully submitted,

Carey Walker

CC: Joe Schacht , David Wiest, Marcus Coppola, Perry Gardner, All parties involved in the project.

Activity ID	Activity Name	Org Dur	Rem Dur	% Compl	Start	Finish	Total Float	2017												2018											
								Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	
								ar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov			
Storage / OIC / Lockers																															
FND 420	Construct Footings & Grade Beams in Storage/Lockers/OIC	10	0	100%	02-Oct-17 A	16-Oct-17 A		06-Feb-18 A, Storage / OIC / Lockers																							
CH102 100	OIC Mammography Equipment Selection Process	42	0	100%	30-Aug-17 A	27-Oct-17 A		OIC Mammography Equipment Selection Process																							
CH102 105	DOR Determine/Confirm Under-Slab Electrical & Plumbing	10	0	100%	30-Oct-17 A	19-Dec-17 A		DDR Determine/Confirm Under-Slab Electrical & Plumbing																							
FND 405	Install Grease Interceptor	5	0	100%	27-Dec-17 A	03-Jan-18 A		Install Grease Interceptor																							
FND 410	Below-Slab Electrical - Storage / OIC / Lockers	10	0	100%	07-Dec-17 A	16-Jan-18 A		Below-Slab Electrical - Storage / OIC / Lockers																							
FND 400	Below-Slab Plumbing - Storage / OIC / Lockers	10	0	100%	07-Dec-17 A	16-Jan-18 A		Below-Slab Plumbing - Storage / OIC / Lockers																							
FND 415	Prep & Place Slab-on-Grade - Storage / OIC / Lockers	5	0	100%	17-Jan-18 A	06-Feb-18 A		Prep & Place Slab-on-Grade - Storage / OIC / Lockers																							
Structural Work																															
Sports Arena																															
STR 105	Erect PEMB Structure - CLs S-A	20	0	100%	13-Sep-17 A	03-Oct-17 A		Erect PEMB Structure - CLs S-A																							
STR 115	PME Hanger Supports Above Vinyl Membrane-CLs S-A	20	0	100%	06-Oct-17 A	06-Oct-17 A		PME Hanger Supports Above Vinyl Membrane-CLs S-A																							
STR 100	Paint Exposed PEMB Structure - CLs S-K	5	0	100%	03-Oct-17 A	06-Oct-17 A		Paint Exposed PEMB Structure - CLs S-K																							
STR 120	PEMB Insulation & Roof Panels - CLs S-A	20	0	100%	06-Oct-17 A	31-Oct-17 A		PEMB Insulation & Roof Panels - CLs S-A																							
STR 110	Paint Exposed PEMB Structure - CLs K-A	5	0	100%	06-Oct-17 A	06-Nov-17 A		Paint Exposed PEMB Structure - CLs K-A																							
STR 125	Regrade Stone & Prep/Place SOG in 'Big Box'	30	0	100%	01-Nov-17 A	07-Dec-17 A		Regrade Stone & Prep/Place SOG in 'Big Box'																							
STR 130	PEMB Upper Level Interior Siding - CLs S-A (after East-side exterior studs)	10	0	100%	01-Nov-17 A	23-Feb-18 A		PEMB Upper Level Interior Siding - CLs S-A (after East-side exterior studs)																							
STR 135	Gutters & Downspouts - CLs S-A	15	0	100%	19-Feb-18 A	27-Apr-18 A		Gutters & Downspouts - CLs S-A																							
Lobby 115, Concessions, Toilets & Family Ent.																															
STR 200	Erect PEMB Structure - Lobby/Concess	12	0	100%	13-Nov-17 A	15-Dec-17 A		Erect PEMB Structure - Lobby/Concess																							
STR 205	PME Hanger Supports Above Vinyl Membrane - Lobby/Concess	7	0	100%	14-Dec-17 A	26-Dec-17 A		PME Hanger Supports Above Vinyl Membrane - Lobby/Concess																							
STR 220	Elevated Concrete Slab - Offices & Mezzanine	5	0	100%	19-Dec-17 A	26-Jan-18 A		Elevated Concrete Slab - Offices & Mezzanine																							
STR 210	PEMB Insulation & Roof Panels - Lobby/Concess	10	0	100%	30-Jan-18 A	05-Feb-18 A		PEMB Insulation & Roof Panels - Lobby/Concess																							
STR 215	Roof Curbs - Lobby/Concess	5	0	100%	16-Apr-18 A	19-Apr-18 A		Roof Curbs - Lobby/Concess																							
Cafe, Kitchen & Prefunction																															
STR 305	PEMB Insulation & Roof Panels - Cafe/Kit/Prefunct	10	0	100%	11-Jan-18 A	17-Jan-18 A		PEMB Insulation & Roof Panels - Cafe/Kit/Prefunct																							
STR 300	Erect PEMB Structure & Decking - Cafe/Kit/Prefunct	10	0	100%	05-Dec-17 A	06-Feb-18 A		Erect PEMB Structure & Decking - Cafe/Kit/Prefunct																							
STR 320	Exterior Insulation & Wall Panels - North Elevation	5	0	100%	05-Feb-18 A	23-Feb-18 A		Exterior Insulation & Wall Panels - North Elevation																							
STR 315	Elevated Concrete Slab - Meeting Rooms & Mezzanine	10	0	100%	26-Feb-18 A	05-Mar-18 A		Elevated Concrete Slab - Meeting Rooms & Mezzanine																							
STR 325	Masonry for Elevator Shaft	5	0	100%	26-Feb-18 A	07-Mar-18 A		Masonry for Elevator Shaft																							
STR 310	Roof Curbs - Cafe/Kit/Prefunct	5	0	100%	16-Apr-18 A	19-Apr-18 A		Roof Curbs - Cafe/Kit/Prefunct																							
Storage / OIC / Lockers																															
STR 400	Erect Structural Steel & Decking - Storage / OIC / Lockers	15	0	100%	30-Oct-17 A	07-Feb-18 A		Erect Structural Steel & Decking - Storage / OIC / Lockers																							
STR 405	Exterior Insulation & Wall Panels - East Elevation	10	0	100%	08-Feb-18 A	19-Feb-18 A		Exterior Insulation & Wall Panels - East Elevation																							
Exterior Cladding																															
West Elevation																															
CL W 100	Exterior Closure Masonry - West Elevation	10	0	100%	04-Jan-18 A	17-Jan-18 A		Exterior Closure Masonry - West Elevation																							
CL W 105	Metal Studs & Sheathing - West Elevation	15	0	100%	16-Jan-18 A	12-Apr-18 A		Metal Studs & Sheathing - West Elevation																							
CL W 110	Fluid-Applied Air Barrier - West Elevation	5	0	100%	28-Feb-18 A	12-Apr-18 A		Fluid-Applied Air Barrier - West Elevation																							
CL W 115	Brick/Masonry Veneer - West Elevation	15	0	100%	22-Mar-18 A	01-May-18 A		Brick/Masonry Veneer - West Elevation																							
CL W 155	Metal Framing for Exterior Entrance Soffits - West Elevation	15	0	100%	16-Apr-18 A	02-May-18 A		Metal Framing for Exterior Entrance Soffits - West Elevation																							
CL W 160	Electrical Attachments & Lay-Ins to Exterior Soffit Framing - West Elevation	10	0	100%	08-May-18 A	11-Jun-18 A		Electrical Attachments & Lay-Ins to Exterior Soffit																							
CL W 130	Electrical R/I in Entrance Soffit Spaces - West Elevation	15	0	100%	08-May-18 A	11-Jun-18 A		Electrical R/I in Entrance Soffit Spaces - West Elevation																							
CL W 165	Install Exterior Entrance Soffit Panels - West Elevation	10	0	100%	23-May-18 A	03-Jul-18 A		Install Exterior Entrance Soffit Panels - West Elevation																							
CL W 125	Hardie-Plank Siding - West Elevation	15	0	100%	22-Jun-18 A	03-Jul-18 A		Hardie-Plank Siding - West Elevation																							
CL W 120	Complete Steps & Pavements Abutting Building - West Elevation	20	0	100%	06-Mar-18 A	17-Aug-18 A		Complete Steps & Pavement																							
CL W 140	Exterior Hardie 2.0 Reveal System - West Elevation	15	0	100%	11-Jun-18 A	17-Aug-18 A		Exterior Hardie 2.0 Reveal System																							
CL W 145	Curtainwall & Storefront - West Elevation	30	0	100%	12-Mar-18 A	29-Aug-18 A		Curtainwall & Storefront -																							

- ▬ Remaining Level of Effort
- ▬ Actual Level of Effort
- ▬ Actual Work
- ▬ Remaining Work
- ▬ Critical Remaining Work
- ◆ Milestone

Rocky Mount DCF
Barnhill - Holt - A Joint Venture
Update 17 - Full Detail

Data Date 24-Sep-18 - Project Start 20-Mar-17 - Project Finish 05-Nov-18
page 4 of 11 pages

EXHIBIT B

APPLICATION AND CERTIFICATION FOR PAYMENT

AIA DOCUMENT G702

TO OWNER:
 City of Rocky Mount
 PO Box 1180
 Rocky Mount, NC 27801

FROM CONTRACTOR:
 Barnhill / Holt Brothers, a Design-Build Joint Venture
 800 Tiffany Blvd., Suite 200
 Rocky Mount, NC 27804

PROJECT:
 City of Rocky Mount Downtown Community
 Downtown Community Facility Project
 Rocky Mount, North Carolina

VIA ARCHITECT:

APPLICATION NO: #28
PERIOD TO: 3/31/2019
PROJECT NOS: 1896
CONTRACT NO:
CONTRACT DATE:

Distribution to:
 OWNER
 ARCHITECT
 CONTRACTOR

CONTRACTOR'S APPLICATION FOR PAYMENT

Application is made for payment, as shown below, in connection with the Contract. Continuation Sheet, AIA Document G703, is attached.

1. ORIGINAL CONTRACT SUM	\$ 336,762,767.00
2. Net change by Change Orders	\$ (\$1,959,828.00)
3. CONTRACT SUM TO DATE (Line 1 + 2)	\$ 334,802,939.00
4. TOTAL COMPLETED & STORED TO DATE (Column G on G703)	\$ 334,802,939.00
5. RETAINAGE:	
a. 5 % of Completed Work (Column D + E on G703)	\$870,073.59
b. 5 % of Stored Material (Column F on G703)	\$0.00
Total Retainage (Lines 5a + 5b or Total in Column I of G703)	\$ 870,073.59
6. TOTAL EARNED LESS RETAINAGE (Line 4 Less Line 5 Total)	\$ 333,932,865.41
7. LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate)	\$ 333,104,616.57
8. CURRENT PAYMENT DUE	\$ 828,248.84
9. BALANCE TO FINISH, INCLUDING RETAINAGE (Line 3 less Line 6)	\$ 870,073.59

CHANGE ORDER SUMMARY	ADDITIONS	DEDUCTIONS
Total changes approved in previous months by Owner	\$894,886.00	(\$2,854,714.00)
Total approved this Month		
TOTALS	\$894,886.00	(\$2,854,714.00)
NET CHANGES by Change Order		(\$1,959,828.00)

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown here is correct.

DESIGN-BUILDER: Barnhill/Holt Brothers, a Design-Build Joint Venture

By: _____ Date: _____

State of: North Carolina
 County of: Nash

Subscribed and sworn to before me this _____ day of _____

Notary Public:
 My Commission expires:

ARCHITECT'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and the data comprising this application, the Architect certifies to the Owner that to the best of the Architect's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.

AMOUNT CERTIFIED .. \$ _____

(Attach explanation if amount certified differs from the amount applied for. Initial all figures on this Application and on the Continuation Sheet that are changed to conform with the amount certified.)

ARCHITECT:

By: _____ Date: _____

This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

TO OWNER:
CITY OF ROCKY MOUNT
P O BOX 1180
ROCKY MOUNT, NC 27801

PROJECT:
RM DOWNTOWN COMM FACILITY

APPLICATION NO: 28
PERIOD TO: 03/31/2019
PROJECT NOS: 1896
CONTRACT NO:
CONTRACT DATE:

Distribution to:
 OWNER
 ARCHITECT
 CONTRACTOR

FROM CONTRACTOR:
Barnhill - Holt
800 Tiffany Blvd
Ste 200
Rocky Mount, NC 27804

VIA ARCHITECT:

CUSTOMER NO: 1801

CONTRACTOR'S APPLICATION FOR PAYMENT

Application is made for payment, as shown below, in connection with the Contract. Continuation Sheet is attached.

1. ORIGINAL CONTRACT SUM	\$	665,069.00
2. Net change by Change Orders	\$	34,137,870.00
3. CONTRACT SUM TO DATE (Line 1 + 2)	\$	34,802,939.00
4. TOTAL COMPLETED & STORED TO DATE (Column G on attached)	\$	34,802,939.00
5. RETAINAGE:		
a. 2.5% of Completed Work (Columns D + E on attached)	\$	870,073.59
b. 0.0% of Stored Material (Column F on attached)	\$	0.00
Total Retainage (Line 5a + 5b or Total in Column I on the attached)	\$	870,073.59
6. TOTAL EARNED LESS RETAINAGE (Line 4 less line 5 total)	\$	33,932,865.41
7. LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate)	\$	33,104,616.57
8. CURRENT PAYMENT DUE	\$	828,248.84
9. BALANCE TO FINISH, INCLUDING RETAINAGE (Line 3 less Line 6)	\$	870,073.59

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information, and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown here is correct.

CONTRACTOR: Barnhill - Holt

By:

Date:

State of:
County of:

Subscribed and sworn to before
me this day of

Notary public:
My Commission expires:

ARCHITECT'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and the data comprising this application, the Architect certifies to the Owner that to the best of the Architect's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the Amount Certified.

AMOUNT CERTIFIED: \$

(Attach explanation if amount certified differs from the amount applied for. Initial all figures on this Application and on the Continuation Sheet that are charged to conform to the Amount Certified)

ARCHITECT

By:

Date:

This Certification is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment, and acceptance of Payment are without prejudice to any rights of the Owner or Contractor under this Contract.

CHANGE ORDER SUMMARY	ADDITIONS	DEDUCTIONS
Change orders approved in previous months by owner	36,992,584.00	-2,854,714.00
Total changes approved this month	0.00	0.00
TOTALS		
NET CHANGES by Change Order		34,137,870.00

AIA DOCUMENT G702, APPLICATION AND CERTIFICATION FOR PAYMENT, containing Contractor's signed Certification, is attached. In tabulations below, amounts are stated to the nearest dollar. Use Column I on Contracts where variable retainage for line items may apply.

APPLICATION NO: 28
 APPLICATION DATE: 02/28/2019
 PERIOD TO: 03/31/2019
 PROJECT NO: 1896
 PROJECT NAME: RM DOWNTOWN COMM FACILITY

A	B	C	D	E	F	G		H	I
ITEM NUMBER	DESCRIPTION OF WORK	SCHEDULED VALUE	WORK COMPLETED FROM PREVIOUS APPLICATION (D + E)	WORK COMPLETED THIS PERIOD	MATERIALS PRESENTLY STORED (NOT IN D OR E)	TOTAL COMPLETED AND STORED TO DATE (D + E + F)	% (G / C)	BALANCE TO FINISH (C - G)	RETAINAGE (IF VARIABLE RATE)
00100	General Conditions & CM Fee	61,637.00	61,637.00	0.00	0.00	61,637.00	100.00	0.00	1,540.93
00200	Design Programming & Schematic Design	578,360.00	578,360.00	0.00	0.00	578,360.00	100.00	0.00	14,459.00
00300	Design Reimbursables	30,551.48	30,551.48	0.00	0.00	30,551.48	100.00	0.00	763.79
00400	LNTF 2A Design Fee	397,142.00	397,142.00	0.00	0.00	397,142.00	100.00	0.00	9,928.55
00500	LNTF 2A GC's & CM Fee	84,775.00	84,775.00	0.00	0.00	84,775.00	100.00	0.00	2,119.38
00600	LNTF 2B Design Fee	397,142.00	397,142.00	0.00	0.00	397,142.00	100.00	0.00	9,928.55
00700	LNTF 2B GC's & CM Fee	84,775.00	84,775.00	0.00	0.00	84,775.00	100.00	0.00	2,119.38
00705	LNTF 3A Design Fee	202,691.00	202,691.00	0.00	0.00	202,691.00	100.00	0.00	5,087.28
00710	LNTF 3A GC's and CM Fee	46,165.00	46,165.00	0.00	0.00	46,165.00	100.00	0.00	1,154.13
00715	Completion of Design	318,394.00	318,394.00	0.00	0.00	318,394.00	100.00	0.00	7,959.85
00716	Remaining Precon Fee	45,254.00	45,254.00	0.00	0.00	45,254.00	100.00	0.00	1,131.35
00717	Qued Wall Reimbursement	11,185.00	11,184.09	0.91	0.00	11,185.00	100.00	0.00	279.63
00718	Owners FF&E Movables Package	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
00720	Construction Administration	250,072.00	250,072.00	0.00	0.00	250,072.00	100.00	0.00	6,251.80
00721	Early Foundation Design Fee	11,800.00	11,800.00	0.00	0.00	11,800.00	100.00	0.00	295.00
00722	Additional Structural Design	39,492.00	39,492.00	0.00	0.00	39,492.00	100.00	0.00	987.30
00725	Payment and Performance Bond	265,782.00	265,782.00	0.00	0.00	265,782.00	100.00	0.00	6,644.55
00730	Insurances	228,236.00	228,236.00	0.00	0.00	228,236.00	100.00	0.00	5,705.90
00735	Builders Risk Insurance	27,252.00	27,252.00	0.00	0.00	27,252.00	100.00	0.00	681.30
00740	Sub Guard (subcontractor Bond)	293,055.00	284,808.32	8,246.68	0.00	293,055.00	100.00	0.00	7,326.38
00745	BCC-Holt General Conditions	1,688,472.00	1,688,472.00	0.00	0.00	1,688,472.00	100.00	0.00	42,211.80
00750	Design Build Fee	1,221,859.00	1,221,859.00	0.00	0.00	1,221,859.00	100.00	0.00	30,546.48
00751	Contingency	349,340.00	0.00	349,340.00	0.00	349,340.00	100.00	0.00	8,733.50
00755	Demo & Asbestos Removal	268,944.00	268,944.00	0.00	0.00	268,944.00	100.00	0.00	6,723.60
00758	General Trades package	327,383.52	302,187.94	25,195.58	0.00	327,383.52	100.00	0.00	8,184.59
00759	Final Cleaning	40,000.00	40,000.00	0.00	0.00	40,000.00	100.00	0.00	1,000.00
00760	Site work & Utilities	2,156,914.00	2,083,235.40	73,678.60	0.00	2,156,914.00	100.00	0.00	53,922.85
00761	OIC & Pad Stone Change Order	55,858.00	55,858.00	0.00	0.00	55,858.00	100.00	0.00	1,396.45
00765	Communications Duct Bank	88,590.00	88,590.00	0.00	0.00	88,590.00	100.00	0.00	2,214.75

AIA DOCUMENT G702, APPLICATION AND CERTIFICATION FOR PAYMENT, containing Contractor's signed Certification, is attached. In tabulations below, amounts are stated to the nearest dollar. Use Column I on Contracts where variable retainage for line items may apply.

APPLICATION NO: 28
 APPLICATION DATE: 02/28/2019
 PERIOD TO: 03/31/2019
 PROJECT NO: 1896
 PROJECT NAME: RM DOWNTOWN COMM FACILITY

A	B	C	D	E	F	G		H	I
ITEM NUMBER	DESCRIPTION OF WORK	SCHEDULED VALUE	WORK COMPLETED FROM PREVIOUS APPLICATION (D + E)	WORK COMPLETED THIS PERIOD	MATERIALS PRESENTLY STORED (NOT IN D OR E)	TOTAL COMPLETED AND STORED TO DATE (D + E + F)	% (G / C)	BALANCE TO FINISH (C - G)	RETAINAGE (IF VARIABLE RATE)
00766	Site Lighting	218,190.00	218,190.00	0.00	0.00	218,190.00	100.00	0.00	5,454.75
00770	Geo Piers	136,700.00	136,700.00	0.00	0.00	136,700.00	100.00	0.00	3,417.50
00772	Exterior Paver Package	129,708.00	123,155.00	6,551.00	0.00	129,708.00	100.00	0.00	3,242.65
00775	Concrete Package	1,798,450.00	1,782,450.00	16,000.00	0.00	1,798,450.00	100.00	0.00	44,961.25
00777	Landscaping	92,156.00	79,606.00	12,550.00	0.00	92,156.00	100.00	0.00	2,303.90
00780	Masonry	562,249.00	561,899.00	350.00	0.00	562,249.00	100.00	0.00	14,056.23
00785	PreEngineered Metal Building	3,109,074.00	3,109,073.16	0.84	0.00	3,109,074.00	100.00	0.00	77,726.85
00790	Metal Building Erection	1,362,200.00	1,343,025.00	19,175.00	0.00	1,362,200.00	100.00	0.00	34,055.00
00795	Miscellaneous Metals	617,116.00	580,611.00	36,505.00	0.00	617,116.00	100.00	0.00	15,427.90
00800	Hardie Siding Package	208,495.00	208,495.00	0.00	0.00	208,495.00	100.00	0.00	5,212.36
00805	Interior Millwork Package	174,208.00	169,208.00	5,000.00	0.00	174,208.00	100.00	0.00	4,355.15
00810	Roofing Package	330,334.00	318,162.57	12,171.43	0.00	330,334.00	100.00	0.00	8,258.35
00815	Caulking Waterproofing	31,334.00	31,334.00	0.00	0.00	31,334.00	100.00	0.00	783.35
00820	Overhead Doors Package	81,192.00	77,626.00	3,566.00	0.00	81,192.00	100.00	0.00	2,029.80
00825	Curtain-Glazing Package	582,541.00	582,541.00	0.00	0.00	582,541.00	100.00	0.00	14,563.53
00830	Hardware/Doors/Div10 Install	51,850.00	51,850.00	0.00	0.00	51,850.00	100.00	0.00	1,296.25
00835	Hardware/Doors,Div10 Supply	371,256.00	362,251.94	9,004.06	0.00	371,256.00	100.00	0.00	9,281.40
00840	Drywall Framing Package	1,913,572.00	1,913,572.00	0.00	0.00	1,913,572.00	100.00	0.00	47,839.30
00845	Flooring Package	437,714.00	406,096.00	31,618.00	0.00	437,714.00	100.00	0.00	10,942.65
00850	Gym Flooring Package	1,032,013.00	1,032,013.00	0.00	0.00	1,032,013.00	100.00	0.00	25,800.33
00851	Bone Dry Floor sealer	101,500.00	101,500.00	0.00	0.00	101,500.00	100.00	0.00	2,537.50
00855	Signage Package	329,910.00	140,071.00	189,839.00	0.00	329,910.00	100.00	0.00	8,247.76
00860	Painting	416,518.00	410,618.00	5,900.00	0.00	416,518.00	100.00	0.00	10,412.95
00865	Locker Package	32,272.00	32,272.00	0.00	0.00	32,272.00	100.00	0.00	806.80
00870	Qued Divider Wall System	168,031.00	168,031.00	0.00	0.00	168,031.00	100.00	0.00	4,200.78
00875	Food Service	695,140.00	695,140.00	0.00	0.00	695,140.00	100.00	0.00	17,378.50
00876	Pots and Pan Allowance	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
00880	Operable Partition	175,960.00	175,960.00	0.00	0.00	175,960.00	100.00	0.00	4,399.00
00885	OIC Below line Items	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00

AIA DOCUMENT G702, APPLICATION AND CERTIFICATION FOR PAYMENT, containing Contractor's signed Certification, is attached. In tabulations below, amounts are stated to the nearest dollar. Use Column I on Contracts where variable retainage for line items may apply.

APPLICATION NO: 28
 APPLICATION DATE: 02/28/2019
 PERIOD TO: 03/31/2019
 PROJECT NO: 1896
 PROJECT NAME: RM DOWNTOWN COMM FACILITY

A	B	C	D	E	F	G		H	I
ITEM NUMBER	DESCRIPTION OF WORK	SCHEDULED VALUE	WORK COMPLETED FROM PREVIOUS APPLICATION (D + E)	WORK COMPLETED THIS PERIOD	MATERIALS PRESENTLY STORED (NOT IN D OR E)	TOTAL COMPLETED AND STORED TO DATE (D + E + F)	% (G / C)	BALANCE TO FINISH (C - G)	RETAINAGE (IF VARIABLE RATE)
00890	Elevator	79,037.00	79,037.00	0.00	0.00	79,037.00	100.00	0.00	1,975.93
00895	Wall Padding	52,400.00	39,500.00	12,900.00	0.00	52,400.00	100.00	0.00	1,310.00
00900	OIC Contingency	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
00905	OIC Medical Equipment	282,171.00	282,171.00	0.00	0.00	282,171.00	100.00	0.00	7,054.28
00906	CBI Dynarad X-Ray Deposit	2,000.00	2,000.00	0.00	0.00	2,000.00	100.00	0.00	50.00
00910	OIC Furniture	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
00915	Bleacher Package	1,690,152.00	1,685,152.00	5,000.00	0.00	1,690,152.00	100.00	0.00	42,253.80
00920	Fire Protection	16,312.00	16,312.00	0.00	0.00	16,312.00	100.00	0.00	407.80
00945	Fire Protection	286,925.00	286,925.00	0.00	0.00	286,925.00	100.00	0.00	7,173.13
00950	Plumbing Package	818,614.00	815,742.00	2,872.00	0.00	818,614.00	100.00	0.00	20,465.35
00955	HVAC Package	2,907,769.00	2,904,962.00	2,807.00	0.00	2,907,769.00	100.00	0.00	72,694.23
00960	Electrical	3,021,661.00	3,018,287.00	3,374.00	0.00	3,021,661.00	100.00	0.00	75,541.53
00975	Low-AV Package	913,011.00	895,224.10	17,786.90	0.00	913,011.00	100.00	0.00	22,825.28
00980	Portrait Installation (HOF)	2,087.00	2,086.50	0.50	0.00	2,087.00	100.00	0.00	52.18
99999	Remaining Balance for Packages	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	GRAND TOTAL	34,802,939.00	33,953,506.50	849,432.50	0.00	34,802,939.00	100.00	0.00	870,073.59

EXHIBIT C

APPLICATION AND CERTIFICATION FOR PAYMENT

AIA DOCUMENT G702

TO OWNER:
 City of Rocky Mount
 PO Box 1180
 Rocky Mount, NC 27801

FROM CONTRACTOR:
 Barnhill / Holt Brothers, a Design-Build Joint Venture
 800 Tiffany Blvd., Suite 200
 Rocky Mount, NC 27804

PROJECT:
 City of Rocky Mount Downtown Community
 Downtown Community Facility Project
 Rocky Mount, North Carolina

VIA ARCHITECT:

APPLICATION NO: #29
PERIOD TO: 4/30/2019
PROJECT NOS: 1896
CONTRACT NO:
CONTRACT DATE:

Distribution to:
 OWNER
 ARCHITECT
 CONTRACTOR

CONTRACTOR'S APPLICATION FOR PAYMENT

Application is made for payment, as shown below, in connection with the Contract. Continuation Sheet, AIA Document G703, is attached.

- 1. **ORIGINAL CONTRACT SUM** \$ \$36,762,767.00
- 2. **Net change by Change Orders** \$ (\$1,959,828.00)
- 3. **CONTRACT SUM TO DATE** (Line 1 + 2) \$ \$34,802,939.00
- 4. **TOTAL COMPLETED & STORED TO DATE** (Column G on G703) \$ \$34,802,939.00
- 5. **RETAINAGE:**
 - a. 5 % of Completed Work \$0.00
(Column D + E on G703)
 - b. 5 % of Stored Material \$0.00
(Column F on G703)
 Total Retainage (Lines 5a + 5b or Total in Column I of G703) \$ \$0.00
- 6. **TOTAL EARNED LESS RETAINAGE** (Line 4 Less Line 5 Total) \$ \$34,802,939.00
- 7. **LESS PREVIOUS CERTIFICATES FOR PAYMENT** (Line 6 from prior Certificate) \$ \$33,932,865.41
- 8. **CURRENT PAYMENT DUE** \$ \$870,073.59
- 9. **BALANCE TO FINISH, INCLUDING RETAINAGE** (Line 3 less Line 6) \$ \$0.00

CHANGE ORDER SUMMARY	ADDITIONS	DEDUCTIONS
Total changes approved in previous months by Owner	\$894,886.00	(\$2,854,714.00)
Total approved this Month		
TOTALS	\$894,886.00	(\$2,854,714.00)
NET CHANGES by Change Order		(\$1,959,828.00)

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown here is correct.

DESIGN-BUILDER: Barnhill/Holt Brothers, a Design-Build Joint Venture

By: _____ Date: _____

State of: North Carolina
 County of: Nash

Subscribed and sworn to before me this _____ day of _____

Notary Public:
 My Commission expires: _____

ARCHITECT'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and the data comprising this application, the Architect certifies to the Owner that to the best of the Architect's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.

AMOUNT CERTIFIED \$ _____

(Attach explanation if amount certified differs from the amount applied for. Initial all figures on this Application and on the Continuation Sheet that are changed to conform with the amount certified.)

ARCHITECT:

By: _____ Date: _____

This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

TO OWNER:
 CITY OF ROCKY MOUNT
 P O BOX 1180
 ROCKY MOUNT, NC 27801

PROJECT:
 RM DOWNTOWN COMM FACILITY

APPLICATION NO: 29
PERIOD TO: 04/30/2019
PROJECT NOS: 1896
CONTRACT NO:
CONTRACT DATE:

Distribution to:
 OWNER
 ARCHITECT
 CONTRACTOR

FROM CONTRACTOR:
 Barnhill - Holt
 800 Tiffany Blvd
 Ste 200
 Rocky Mount, NC 27804

VIA ARCHITECT:

CUSTOMER NO: 1801

CONTRACTOR'S APPLICATION FOR PAYMENT

Application is made for payment, as shown below, in connection with the Contract. Continuation Sheet is attached.

1. ORIGINAL CONTRACT SUM	\$	665,069.00
2. Net change by Change Orders	\$	34,137,870.00
3. CONTRACT SUM TO DATE (Line 1 + 2)	\$	34,802,939.00
4. TOTAL COMPLETED & STORED TO DATE (Column G on attached)	\$	34,802,939.00
5. RETAINAGE:		
a. 0.0% of Completed Work (Columns D + E on attached)	\$	0.00
b. 0.0% of Stored Material (Column F on attached)	\$	0.00
Total Retainage (Line 5a + 5b or Total in Column I on the attached)	\$	0.00
6. TOTAL EARNED LESS RETAINAGE (Line 4 less line 5 total)	\$	34,802,939.00
7. LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate)	\$	33,932,865.41
8. CURRENT PAYMENT DUE	\$	870,073.59
9. BALANCE TO FINISH, INCLUDING RETAINAGE (Line 3 less Line 6)	\$	0.00

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information, and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown here is correct.

CONTRACTOR: Barnhill - Holt

By: _____ **Date:** _____

State of:
 County of:

Subscribed and sworn to before
 me this _____ day of _____

Notary public:
 My Commission expires:

ARCHITECT'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and the data comprising this application, the Architect certifies to the Owner that to the best of the Architect's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the Amount Certified.

AMOUNT CERTIFIED: \$ _____

(Attach explanation if amount certified differs from the amount applied for. Initial all figures on this Application and on the Continuation Sheet that are charged to conform to the Amount Certified)

ARCHITECT
By: _____ **Date:** _____

This Certification is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment, and acceptance of Payment are without prejudice to any rights of the Owner or Contractor under this Contract.

CHANGE ORDER SUMMARY	ADDITIONS	DEDUCTIONS
Change orders approved in previous months by owner	36,992,584.00	-2,854,714.00
Total changes approved this month	0.00	0.00
TOTALS		
NET CHANGES by Change Order		34,137,870.00

AIA DOCUMENT G702, APPLICATION AND CERTIFICATION FOR PAYMENT, containing Contractor's signed Certification, is attached. In tabulations below, amounts are stated to the nearest dollar. Use Column I on Contracts where variable retainage for line items may apply.

APPLICATION NO: 29
 APPLICATION DATE: 04/30/2019
 PERIOD TO: 04/30/2019
 PROJECT NO: 1896
 PROJECT NAME: RM DOWNTOWN COMM FACILITY

A	B	C	D	E	F	G		H	I
ITEM NUMBER	DESCRIPTION OF WORK	SCHEDULED VALUE	WORK COMPLETED FROM PREVIOUS APPLICATION (D + E)	WORK COMPLETED THIS PERIOD	MATERIALS PRESENTLY STORED (NOT IN D OR E)	TOTAL COMPLETED AND STORED TO DATE (D + E + F)	% (G / C)	BALANCE TO FINISH (C - G)	RETAINAGE (IF VARIABLE RATE)
00100	General Conditions & CM Fee	61,637.00	61,637.00	0.00	0.00	61,637.00	100.00	0.00	0.00
00200	Design Programming & Schematic Design	578,360.00	578,360.00	0.00	0.00	578,360.00	100.00	0.00	0.00
00300	Design Reimbursables	30,551.48	30,551.48	0.00	0.00	30,551.48	100.00	0.00	0.00
00400	LNTP 2A Design Fee	397,142.00	397,142.00	0.00	0.00	397,142.00	100.00	0.00	0.00
00500	LNTP 2A GC's & CM Fee	84,775.00	84,775.00	0.00	0.00	84,775.00	100.00	0.00	0.00
00600	LNTP 2B Design Fee	397,142.00	397,142.00	0.00	0.00	397,142.00	100.00	0.00	0.00
00700	LNTP 2B GC's & CM Fee	84,775.00	84,775.00	0.00	0.00	84,775.00	100.00	0.00	0.00
00705	LNTP 3A Design Fee	202,691.00	202,691.00	0.00	0.00	202,691.00	100.00	0.00	0.00
00710	LNTP 3A GC's and CM Fee	46,165.00	46,165.00	0.00	0.00	46,165.00	100.00	0.00	0.00
00715	Completion of Design	318,394.00	318,394.00	0.00	0.00	318,394.00	100.00	0.00	0.00
00716	Remaining Precon Fee	45,254.00	45,254.00	0.00	0.00	45,254.00	100.00	0.00	0.00
00717	Qued Wall Reimbursement	11,185.00	11,185.00	0.00	0.00	11,185.00	100.00	0.00	0.00
00718	Owners FF&E Movables Package	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
00720	Construction Administration	250,072.00	250,072.00	0.00	0.00	250,072.00	100.00	0.00	0.00
00721	Early Foundation Design Fee	11,800.00	11,800.00	0.00	0.00	11,800.00	100.00	0.00	0.00
00722	Additional Structural Design	39,492.00	39,492.00	0.00	0.00	39,492.00	100.00	0.00	0.00
00725	Payment and Performance Bond	265,782.00	265,782.00	0.00	0.00	265,782.00	100.00	0.00	0.00
00730	Insurances	228,236.00	228,236.00	0.00	0.00	228,236.00	100.00	0.00	0.00
00735	Builders Risk Insurance	27,252.00	27,252.00	0.00	0.00	27,252.00	100.00	0.00	0.00
00740	Sub Guard (subcontractor Bond)	293,055.00	293,055.00	0.00	0.00	293,055.00	100.00	0.00	0.00
00745	BCC-Holt General Conditions	1,688,472.00	1,688,472.00	0.00	0.00	1,688,472.00	100.00	0.00	0.00
00750	Design Build Fee	1,221,859.00	1,221,859.00	0.00	0.00	1,221,859.00	100.00	0.00	0.00
00751	Contingency	349,340.00	349,340.00	0.00	0.00	349,340.00	100.00	0.00	0.00
00755	Demo & Asbestos Removal	268,944.00	268,944.00	0.00	0.00	268,944.00	100.00	0.00	0.00
00758	General Trades package	327,383.52	327,383.52	0.00	0.00	327,383.52	100.00	0.00	0.00
00759	Final Cleaning	40,000.00	40,000.00	0.00	0.00	40,000.00	100.00	0.00	0.00
00760	SRe work & Utilities	2,156,914.00	2,156,914.00	0.00	0.00	2,156,914.00	100.00	0.00	0.00
00761	OIC & Pad Stone Change Order	55,858.00	55,858.00	0.00	0.00	55,858.00	100.00	0.00	0.00
00765	Communications Duct Bank	88,580.00	88,580.00	0.00	0.00	88,580.00	100.00	0.00	0.00

AIA DOCUMENT G702, APPLICATION AND CERTIFICATION FOR PAYMENT, containing Contractor's signed Certification, is attached. In tabulations below, amounts are stated to the nearest dollar. Use Column I on Contracts where variable retainage for line items may apply.

APPLICATION NO: 29
 APPLICATION DATE: 04/30/2019
 PERIOD TO: 04/30/2019
 PROJECT NO: 1896
 PROJECT NAME: RM DOWNTOWN COMM FACILITY

A	B	C	D	E	F	G		H	I
ITEM NUMBER	DESCRIPTION OF WORK	SCHEDULED VALUE	WORK COMPLETED FROM PREVIOUS APPLICATION (D + E)	WORK COMPLETED THIS PERIOD	MATERIALS PRESENTLY STORED (NOT IN D OR E)	TOTAL COMPLETED AND STORED TO DATE (D + E + F)	% (G / C)	BALANCE TO FINISH (C - G)	RETAINAGE (IF VARIABLE RATE)
00766	Site Lighting	218,190.00	218,190.00	0.00	0.00	218,190.00	100.00	0.00	0.00
00770	Geo Piers	136,700.00	136,700.00	0.00	0.00	136,700.00	100.00	0.00	0.00
00772	Exterior Paver Package	129,706.00	129,706.00	0.00	0.00	129,706.00	100.00	0.00	0.00
00775	Concrete Package	1,798,450.00	1,798,450.00	0.00	0.00	1,798,450.00	100.00	0.00	0.00
00777	Landscaping	92,156.00	92,156.00	0.00	0.00	92,156.00	100.00	0.00	0.00
00780	Masonry	562,249.00	562,249.00	0.00	0.00	562,249.00	100.00	0.00	0.00
00785	PreEngineered Metal Building	3,109,074.00	3,109,074.00	0.00	0.00	3,109,074.00	100.00	0.00	0.00
00790	Metal Building Erection	1,362,200.00	1,362,200.00	0.00	0.00	1,362,200.00	100.00	0.00	0.00
00795	Miscellaneous Metals	617,116.00	617,116.00	0.00	0.00	617,116.00	100.00	0.00	0.00
00800	Hardie Siding Package	208,495.00	208,495.00	0.00	0.00	208,495.00	100.00	0.00	0.00
00805	Interior Millwork Package	174,206.00	174,206.00	0.00	0.00	174,206.00	100.00	0.00	0.00
00810	Roofing Package	330,334.00	330,334.00	0.00	0.00	330,334.00	100.00	0.00	0.00
00815	Caulking Waterproofing	31,334.00	31,334.00	0.00	0.00	31,334.00	100.00	0.00	0.00
00820	Overhead Doors Package	81,192.00	81,192.00	0.00	0.00	81,192.00	100.00	0.00	0.00
00825	Curtain-Glazing Package	582,541.00	582,541.00	0.00	0.00	582,541.00	100.00	0.00	0.00
00830	Hardware/Doors/Div10 Install	51,850.00	51,850.00	0.00	0.00	51,850.00	100.00	0.00	0.00
00835	Hardware/Doors,Div10 Supply	371,256.00	371,256.00	0.00	0.00	371,256.00	100.00	0.00	0.00
00840	Drywall Framing Package	1,913,572.00	1,913,572.00	0.00	0.00	1,913,572.00	100.00	0.00	0.00
00845	Flooring Package	437,714.00	437,714.00	0.00	0.00	437,714.00	100.00	0.00	0.00
00850	Gym Flooring Package	1,032,013.00	1,032,013.00	0.00	0.00	1,032,013.00	100.00	0.00	0.00
00851	Bone Dry Floor sealer	101,500.00	101,500.00	0.00	0.00	101,500.00	100.00	0.00	0.00
00855	Signage Package	329,910.00	329,910.00	0.00	0.00	329,910.00	100.00	0.00	0.00
00860	Painting	416,518.00	416,518.00	0.00	0.00	416,518.00	100.00	0.00	0.00
00865	Locker Package	32,272.00	32,272.00	0.00	0.00	32,272.00	100.00	0.00	0.00
00870	Qued Divider Wall System	168,031.00	168,031.00	0.00	0.00	168,031.00	100.00	0.00	0.00
00875	Food Service	695,140.00	695,140.00	0.00	0.00	695,140.00	100.00	0.00	0.00
00876	Pots and Pan Allowance	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
00880	Operable Partition	175,960.00	175,960.00	0.00	0.00	175,960.00	100.00	0.00	0.00
00885	OIC Below line Items	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00

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APPLICATION NO: 29
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A	B	C	D	E	F	G		H	I
ITEM NUMBER	DESCRIPTION OF WORK	SCHEDULED VALUE	WORK COMPLETED FROM PREVIOUS APPLICATION (D + E)	WORK COMPLETED THIS PERIOD	MATERIALS PRESENTLY STORED (NOT IN D OR E)	TOTAL COMPLETED AND STORED TO DATE (D + E + F)	% (G / C)	BALANCE TO FINISH (C - G)	RETAINAGE (IF VARIABLE RATE)
00890	Elevator	79,037.00	79,037.00	0.00	0.00	79,037.00	100.00	0.00	0.00
00895	Wall Padding	52,400.00	52,400.00	0.00	0.00	52,400.00	100.00	0.00	0.00
00900	OIC Contingency	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
00905	OIC Medical Equipment	282,171.00	282,171.00	0.00	0.00	282,171.00	100.00	0.00	0.00
00906	CBI Dynarad X-Ray Deposit	2,000.00	2,000.00	0.00	0.00	2,000.00	100.00	0.00	0.00
00910	OIC Furniture	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
00915	Bleacher Package	1,690,152.00	1,690,152.00	0.00	0.00	1,690,152.00	100.00	0.00	0.00
00920	Fire Protection	16,312.00	16,312.00	0.00	0.00	16,312.00	100.00	0.00	0.00
00945	Fire Protection	286,925.00	286,925.00	0.00	0.00	286,925.00	100.00	0.00	0.00
00950	Plumbing Package	818,614.00	818,614.00	0.00	0.00	818,614.00	100.00	0.00	0.00
00955	HVAC Package	2,907,769.00	2,907,769.00	0.00	0.00	2,907,769.00	100.00	0.00	0.00
00960	Electrical	3,021,661.00	3,021,661.00	0.00	0.00	3,021,661.00	100.00	0.00	0.00
00975	Low-AV Package	913,011.00	913,011.00	0.00	0.00	913,011.00	100.00	0.00	0.00
00980	Portrait Installation (HOF)	2,087.00	2,087.00	0.00	0.00	2,087.00	100.00	0.00	0.00
99999	Remaining Balance for Packages	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	GRAND TOTAL	34,802,939.00	34,802,939.00	0.00	0.00	34,802,939.00	100.00	0.00	0.00

Exhibit D

CW Penny Consulting, LLC

MEMORANDUM

TO: Mayor and Members of the Rocky Mount City Council
Rochelle Small-Toney, City Manager

FROM: Charles W. Penny, Project Consultant

DATE: May 15, 2019

RE: Change Order #2 for CMTS and Project Related Matters

The purpose of this memo is to update the Mayor, City Council and City Manager on the status and proposed closeout of the construction of the Rocky Mount Event Center. I have reviewed the attached memo in reference to the Change Order #2 for CMTS, the Owner's Representative, and to advise the Council of a couple of other matters related to the Rocky Mount Event Center.

I have reviewed the attached memo related to the Change Order # 2 for CMTS, and I recommend approval of the change order. The project closeout has extended beyond the original expectation of February 2019, and the owner's representative has continued to be engaged in the construction and closeout process. I recommend the City Council approve the additional \$25,000.00 for CMTS, the total contract if the final change order is approved for CMTS is less than one percent of the total cost of the Rocky Mount Event Center.

On December 8-9, 2018, the City experienced its only snowfall of the season. As a result of the snowstorm, a major leak occurred at the Event Center. The leak was not due to a faulty roof or roof failure, but was due to a design error by Varco Pruden, the manufacturer of the building. A storm drain on the roof was covered with snow and created a dam effect on the roof, which caused the water to backup into seams on the roof. The water came into the mezzanine of the building and damaged most of the insulation and some office areas. The design flaw has been corrected by Varco Pruden and all the damage inside the building has been repaired at their expense.

In the family entertainment area, a rubberized cushion has been installed for the Walltopia Climbing Walls. We had not experienced any problem with children or adults falling; however, the rubber flooring is an extra safety measure for users of the climbing walls. If you have not seen the area with the flooring, I would encourage you to do so. It really puts the finishing touch on the climbing wall area.

Additional cushions have been ordered for the north end of the building around the retractable seating. The padding will be put in place during volleyball tournaments and other events as appropriate. We were concerned with a tournament participant in pursuit of a ball having a major accident; therefore, the cushions have been ordered and should be in place by June.

CW Penny Consulting, LLC

Overall the Rocky Mount Event Center project has gone very well, and I appreciate the opportunity to work on the completion of the development. If you have any questions, please free to contact me. Again, I recommend the approval of the Change Order #2 for CMTS.