



Professional Services Agreement

This AGREEMENT (Agreement) is made today May 18, 2020 by and between VILLAGE OF COTTAGE GROVE, WISCONSIN (OWNER) and MSA PROFESSIONAL SERVICES, INC. (MSA), which agree as follows:

Project Name: Glacial Drumlin Path – Clark Street Real Estate Services

The scope of the work authorized is: See Attachment B

The schedule to perform the work is: Approximate Start Date: 5/18/2020
Approximate Completion Date: 3/31/2021

The estimated fee for the work is: \$45,850

All services shall be performed in accordance with the General Terms and Conditions of MSA, which is attached and made part of this Agreement. Any attachments or exhibits referenced in this Agreement are made part of this Agreement. Payment for these services will be on a time and expense basis.

Approval: Authorization to proceed is acknowledged by signatures of the parties to this Agreement.

VILLAGE OF COTTAGE GROVE

MSA PROFESSIONAL SERVICES, INC.

John Williams
Village President
Date: _____

Kevin Lord, P.E., P.L.S.
Team Leader
Date: 5/01/2020

221 E Cottage Grove Road
Cottage Grove, WI 53527
Phone: 608-839-4704

1702 Pankratz Street
Madison, WI 53704
Phone: 608-242-7779

**Village of Cottage Grove – Clark Street Real Estate Services
Scope of Services
MSA Project #00094102**

Project Name: Right of Way Acquisition
ID 3625-00-04, Clark Street
Glacial Drumlin Trail, Cottage Grove, Dane County

Project Description: The Village of Cottage Grove will construct a portion of the Glacial Drumlin Trail from the trail head on the east side of CTH N, along Clark Street and through Fireman’s and Phoebe Bakken Park within the Village of Cottage Grove, Dane County, Wisconsin. The project is partially funded with a TAP Grant from WisDOT. This AGREEMENT is based on real estate rights required for the project as shown on a preliminary aerial sketch provided April 24, 2020 for WisDOT ID 3625-00-04. The aforementioned sketch includes acquisitions from 13 parcels, each being Temporary Limited Easement (TLE)-only parcels. Permanent interests are not included. The parcels are a mix of commercial, industrial, and residential properties. There are no railroad parcels.

The need for or number of Temporary Utility Release parcels that will require coordination, the need for “compensable utility relocation” coordination, and the existence of encroachments are not known and are included as Contingency items in the compensation table below. There are no Partial Releases of Mortgages included for the parcels, since they are all TLE-only parcels.

Please note that the above estimated number of parcels are approximations based on a preliminary sketch and are subject to change upon further design and TLE Exhibit development, and if there are changes, the costs will be adjusted accordingly.

A. Project Schedule

The schedule assumes the Right-of-Way Plat (or TLE Exhibit) and Relocation Order are approved and filed and a copy supplied to MSA no later than July 1, 2020, the Village approves the Sales Study and Nominal Payment Parcel Report by August 15, 2020, and the WisDOT PSE deadline for acquisitions to be complete is no earlier than January 1, 2021. Based on nominal acquisitions, MSA will attempt to meet a January 1, 2021 target date for the acquisitions, with final deadline being approximately February 1, 2021. The acquisition work can begin upon receiving the signed TLE Exhibit, legal descriptions, conveyance documents, and a copy of the final signed TLE Exhibit and recorded Relocation Order. The acquisition process normally takes a minimum of 150 days assuming a negotiated settlement.

B. Scope of Services: Real Estate Acquisition Services will be provided in accordance with the Federal Uniform Relocation Act and Wisconsin State Statutes, and under the Terms and Conditions attached.

- 1) Review of the Title Reports is included. MSA has included costs for the title reports in our estimate.
- 2) Right-of-Way Plat Exhibit (or TLE Exhibit) preparation.
- 3) Relocation Order referencing the Right-of-Way Plat Exhibit. Separate exhibit showing the path location through the existing Village Parks.
- 4) Legal Descriptions of the TLE areas with recording document.
- 5) One-time temporary appraisal staking. Staking will occur after the Right-of-Way Plat exhibit and Relocation Order are approved and filed.

- 6) Prepare Acquisition Capability Statement for Village to print on their letterhead and to submit to WisDOT.
- 7) Prepare an introduction letter that will be mailed to all of the property owners along with the Owner's Rights brochure and information on the project, including:
 - a. Staking schedule
 - b. Contact information for the MSA project negotiator
- 8) Determine Values. All parcels are anticipated to be acquired through the nominal acquisition process and no appraisals are included in the scope.
 - a. Determine land values of the TLE acquisitions. Subconsultant AJ Appraisals will prepare a Sales Study with information for similar-zoned properties located near the subject property and valuations of impacted property features (existing improvements), if applicable, located within the lands to be acquired. Included is up to one site visit by the valuation specialist.
 - b. The procedures for approving the Sales Study and Nominal Payment Parcel Report will be coordinated with the Village.
 - c. If the negotiations of the nominal offer do not result in a negotiated settlement as coordinated with the Village, appraisals would be required and are listed as an extra service in the Contingency Acquisition Services compensation table herein.
 - d. If requested by the Village, attend meeting with the Village to explain Sales Study or Nominal Payment Parcel Report. Attending this meeting is an extra service as listed in the Contingency Acquisition Services compensation table herein.
- 9) Negotiations
 - a. Send offer package by Certified Mail to the landowners, soon after Nominal Payment Parcel Report is approved.
 - b. Provide follow-up call to landowners to answer questions regarding the information provided. Meetings will be scheduled as requested by landowners to address concerns regarding the project. Meetings with landowners are anticipated to be held locally in the Cottage Grove area.
 - c. When a negotiated settlement has been reached, a payment request will be provided to the Village. The Village will provide the check to MSA. MSA will distribute the check to the landowner using regular mail.
 - d. Prepare negotiation diary to document coordination with the landowner.
 - e. Mail signed documents to the Dane County Register of Deeds with request to invoice the Village directly. If invoicing the Village directly is not possible, MSA will pass along recording fees (\$30/document) as an additional cost to the Village.
 - f. Electronic Transfer Return form will be created for any fee acquisitions (if fee parcels are later added with amendment). Electronic Transfer Return Forms are now required to record deeds at the County Register of Deeds offices. This requirement became effective February 4, 2016 when signed in to law by the Governor.
 - g. Regular updates will be provided to keep the Village informed of the progress and any negotiation issues.
 - h. Approved final documents will be entered into READS, WisDOT's documentation software, as required by WisDOT.
 - i. This scope is based on obtaining a negotiated settlement.
 - j. If a negotiated settlement can't be reached on a parcel with value determined through the Nominal Payment Parcel Report, then an appraisal of value will be required under the Owner's rights as set forth in the Federal Uniform Relocation Act to continue with eminent domain, if requested by the Village. An Appraisal will be provided as an extra service as listed herein. If a negotiated settlement can't be reached based on the appraisal, MSA can

then prepare the Jurisdictional Offer, Lis Pendens and Award of Damages for signature and delivery by the Village, as an extra service. We anticipate the Village’s Attorney will handle the condemnation proceeding after the Award of Damages.

10) Extra Services not included in Scope:

- a. No services are included for services if a negotiated settlement can't be reached.
- b. Appraisals and services related to preparing the Jurisdictional Offer, Lis Pendens and Award of Damages for signature and delivery by the Village.
- c. Difficult negotiations with a landowner, including but not limited to more than one meeting, will be considered extra services.
- d. Attendance at Village or Village Meetings or the Public Informational Meeting if requested by Village is an extra service as listed in the Contingency Acquisition Services compensation table herein.
- e. Should the TLE Exhibit be revised and any changes made to parcels already acquired by MSA, or parcels where significant progress has been made, the parcel will be considered to be a new parcel and a new fee negotiated with the Village. TLE Exhibit changes have the potential to delay the acquisition delivery schedule. The acquisition agents normally require a minimum of 120 days between the time the offer is presented to the landowners and title is acquired, in order to meet the requirements of the process.

C. Services Provided by client

- 1) Timely approvals of Right-of-Way Plat (or TLE Exhibit), Relocation Order, Nominal Payment Parcel Report and parcel payments with checks are critical to keeping the project on schedule and obtaining the parcels by the Village’s desired acquisition date.
- 2) Prepare Federal 1099-S Forms for fee parcels, if payment is greater than \$600.

D. Compensation for the work is as follows:

- 1) **Payment for** Real Estate Acquisition services will be an estimated fee based on the following basis.

Service Provided	Estimated Cost
Title Policies (Dane County Title)	\$5,200
Right-of-Way Plat Exhibits	\$8,600
Conveyance Documents	\$1,000
Appraisal Staking	\$1,000
Sales Study	\$2,500
Nominal Payment Parcel Report	\$2,000
Acquisition for TLE, average complexity (8 @\$1,600/ea)	\$12,800
Acquisition for TLE, above-average complexity (5 @\$2,000/ea)	\$10,000
Acquisition Capability Statement	\$400
Certificate of Right of Way	\$450
Project Management & Administration	\$1,900
Estimated Fee	\$45,850

* = The number of affected parcels are approximate and may change upon the final TLE Exhibit. The invoicing and final costs will reflect the final number of parcels of each type.

Additional Acquisition Services, if needed	
Abbreviated Standard Appraisal	\$1,600/ea

ATTACHMENT B

Preparation of Jurisdictional Offer, Lis Pendens and Award of Damages (per parcel)	\$1,500
Attendance at meetings with Village officials or Public Info Meeting, if requested (1 MSA staff)	\$900/ea
Utility Release of Rights Parcels	\$500/ea
Encroachments	\$400/ea
Coordination of Compensable Utilities	Time & Materials
Partial Releases of Mortgage	Time & Materials