

**AMENDMENT NO. 8
TO PROFESSIONAL SERVICES AGREEMENT
BETWEEN COUNTY OF MONTEREY AND
WOOD RODGERS, INC.**

THIS AMENDMENT NO. 8 to the Professional Services Agreement between the County of Monterey, a political subdivision of the State of California (hereinafter, "County") and Wood Rodgers, Inc. (hereinafter, "CONTRACTOR") is hereby entered into between the County and the CONTRACTOR (collectively, the County and CONTRACTOR are referred to as the "Parties") as of the last date opposite the respective signatures below.

WHEREAS, CONTRACTOR entered into a Professional Services Agreement with County on May 10, 2007, (hereinafter, "Agreement"); and

WHEREAS, Agreement was amended by the Parties on November 7, 2008 (hereinafter, "Amendment No. 1"), April 1, 2010 (hereinafter, "Amendment No. 2"), September 10, 2010 (hereinafter, "Amendment No. 3"), October 31, 2011 (hereinafter, "Amendment No. 4"), February 1, 2012 (hereinafter, "Amendment No. 5"), February 18, 2014 (hereinafter, "Amendment No. 6"), and February 20, 2015 (hereinafter, "Amendment No. 7"); and

WHEREAS, the Project Approval & Environmental Document (PA&ED) for the State Highway 1 Climbing Lane between Carmel Valley Road and Rio Road (hereinafter, "Project") has been completed; and

WHEREAS, the Geometric Layout of the PA&ED, and the roadway base plans, roadway design, and draft Plans, Specifications and Engineer's Estimate (PS&E) for the Project require revision to comply with the Department of Transportation's (Caltrans) updated Highway Design Manual requirements; and

WHEREAS, due to additional coordination and revisions required by CONTRACTOR, additional time and funding are necessary to allow CONTRACTOR sufficient time to complete the final design of the Project; and

WHEREAS, the Parties wish to further amend the Agreement to extend the term to December 31, 2016 and to increase the amount by \$143,560 to continue to provide tasks identified in the Agreement and as amended by this Amendment No. 8.

NOW, THEREFORE, the Parties agree to further amend the Agreement as follows:

1. Amend Paragraph 1, "Services to be Provided", to read as follows:

The County hereby engages CONTRACTOR to perform, and CONTRACTOR hereby agrees to perform, the services described in **Exhibits A, A-1, A-2, A-3, A4 and A-5** in conformity with the terms of this Agreement. The services are generally described as follows: **Provide** Phase 1 – Project Approval and Environmental Documentation and Phase 2 - Plans, Specifications and Engineer's Estimate as described in Exhibits A, A-1, A-2, A-3, A-4 and A-5 to obtain Caltrans approval for the State Highway 1 Climbing Lane between Carmel Valley Road and Rio Road.

2. Amend Paragraph 2, "Payments by County", to read as follows:

County shall pay the CONTRACTOR in accordance with the payment provisions set forth in **Exhibits A, A-1, A-2, A-3, A-4 and A-5**, subject to the limitations set forth in this Agreement. The total amount payable by County to CONTRACTOR under this Agreement shall not exceed the sum of \$638,884.64.

3. Amend the first sentence of Paragraph 3, "Term of Agreement", to read as follows:

The term of this Agreement is from April 15, 2007 to December 31, 2016, unless sooner terminated pursuant to the terms of this Agreement.

4. Amend Paragraph 4, "Additional Provisions/Exhibits", by adding "Exhibit A-5 – Scope of Services/Payment Provisions".
5. All other terms and conditions of the Agreement remain unchanged and in full force.
6. This Amendment No. 8 shall be attached to the Agreement and incorporated therein as if fully set forth in the Agreement.
7. The recitals to this Amendment No. 8 are incorporated into the Agreement.

IN WITNESS WHEREOF the Parties hereto have executed this Amendment No. 8 to the Agreement as of the last date opposite the respective signatures below.

COUNTY OF MONTEREY

CONTRACTOR*

By: _____
Contracts/Purchasing Officer

Wood Rodgers, Inc.
Contractor's Business Name

Date: _____

By: *Ali A. Hemmati*
(Signature of Chair, President or Vice President)

Its: All A. Hemmati, Vice President
(Print Name and Title)

Date: 4/29/15

Approved as to Form and Legality
Office of the County Counsel

By: *Maya Shapiro*
Deputy County Counsel

By: *Timothy R. Crush*
(Signature of Secretary, Asst. Secretary, CFO,
Treasurer or Asst. Treasurer)

Its: Timothy R. Crush, Secretary
(Print Name and Title)

Date: 4-29-2015

Date: 4/28/15

Approved as to Fiscal Provisions

By: *[Signature]*
Auditor/Controller

Date: 4-29-15

COUNTY OF MONTEREY
APPROVED AS TO INDEMNITY/
INSURANCE LANGUAGE

By: *[Signature]*
Risk Management

Date: 4-30-15

*INSTRUCTIONS: IF CONTRACTOR is a corporation, including limited liability and non-profit corporations, the full legal name of the corporation shall be set forth above together with the signatures of two specified officers. If CONTRACTOR is a partnership, the name of the partnership shall be set forth above together with the signature of a partner who has authority to execute this Agreement on behalf of the partnership. IF CONTRACTOR is contracting in an individual capacity, the individual shall set forth the name of the business, if any, and shall personally sign the Agreement.

EXHIBIT A-5 – SCOPE OF SERVICES/PAYMENT PROVISIONS

**To Agreement by and between
County of Monterey, hereinafter referred to as "County"
and
Wood Rodgers, Inc., hereinafter referred to as "CONTRACTOR"**

PROJECT APPROVAL & ENVIRONMENTAL DOCUMENTATION (PA&ED) REVALIDATION

The PA&ED for the State Highway 1 Climbing Lane between Carmel Valley Road and Rio Road (hereinafter, "project") was approved, as part of Phase 1, on May 12, 2012. The 2009 approved project Geometric Layout was the basis for approval of the PA&ED and the Project Report (PR) documents for the project. Caltrans is now requesting to revise the project Geometric Layout to comply with the requirements of their updated Highway Design Manual. Based on numerous meetings, correspondences, and bi-weekly conference calls with Caltrans, TAMC and County staff, CONTRACTOR has Caltrans concurrence on the refined project alignment. The revised Geometric Approval Drawing (GAD) requires significant revisions to the original design, processing of a new set of Design Exception Fact Sheets (DEFS), and preparation of an Environmental Revalidation Form with supporting technical memoranda by LSA Associates, Inc. (hereinafter, "LSA"). The revalidation is to determine if the approved PA&ED for the project remains valid given the proposed design changes. In addition to preparation of a detailed revised Geometric Layout, a revised hydrology/drainage study memo is also required to document that the modification to vertical alignment of State Route (SR) 1, south of Rio Road, will not impede or redirect flood flows within the Carmel River floodplain.

As a result of additional coordination and revisions to the GAD, LSA and CONTRACTOR's scope of work expanded and budget exhausted to complete this effort.

Project Management

The completion of the Environmental Revalidation process and the revised Geometric Layout of the project are expected to take approximately six (6) months. If the actual project duration exceeds this time period, the scope of work and budget may need to be modified to include additional project management activities. The CONTRACTOR's Project Manager will monitor and direct work activities on this project in accordance with the contracted work scope, schedule, and budget. CONTRACTOR will respond to various inquiries from County and Caltrans; attend meetings and conference calls with Caltrans, TAMC and County staff to obtain concurrence from Caltrans on the revised project. LSA will participate via conference at meetings with the agencies for responding to any inquires about the Environmental Revalidation Form and supporting technical memoranda.

The level of effort associated with the above change is estimated as:

Wood Rodgers, Inc. Classification	Hours	Hourly Rate	Fee
Project Manager/Principal	36	\$185	\$6,660
Administrative Assistant	8	\$70	\$ 560
<u>TOTAL</u>			<u>\$7,220</u>

EXHIBIT A-5 – SCOPE OF SERVICES/PAYMENT PROVISIONS

Task 1.7: Environmental Revalidation

LSA with assistance from CONTRACTOR will prepare an Environmental Revalidation Form and supporting technical memoranda necessary to support the Environmental Revalidation document in order to determine if the original approved Initial Study/Mitigated Negative Declaration (IS/MND) remains valid given the proposed design refinements. It is assumed that County Planning Department will prepare the application for the Coastal Development Permit (CDP).

The level of effort associated with the above change is estimated as:

Task	LSA	Wood Rodgers, Inc.	Fee
Environmental Revalidation	\$20,000	\$2,000	\$22,000
<u>TOTAL</u>			<u>\$22,000</u>

Task 2R.1: Revise Conceptual Geometric Drawing

CONTRACTOR will prepare alternatives studies and a 100-scale Revised Conceptual Geometric Drawing (RCGD) of the project improvements for Caltrans and County review and approval. CONTRACTOR will also prepare supporting documents for required DEFS to obtain concurrence from Caltrans on the revised project geometry and layout.

The level of effort associated with the above change is estimated as:

Wood Rodgers, Inc. Classification	Hours	Hourly Rate	Fee
Project Manager/Principal	12	\$185	\$2,220
Engineer III	84	\$125	\$10,500
<u>TOTAL</u>			<u>\$12,720</u>

Task 3.6.1: Drainage Technical Memorandum

CONTRACOT will prepare a Drainage Technical memo to document that the modification to vertical alignment of SR 1, south of Rio Road, will not impede or redirect flood flows within the Carmel River floodplain.

The level of effort associated with the above change is estimated as:

Wood Rodgers, Inc. Classification	Hours	Hourly Rate	Fee
Project Manager/Principal	4	\$185	\$740
Engineer III	36	\$125	\$4,500
Engineer II	24	\$115	\$2,760
Administrative Assistant	8	\$70	\$ 560
<u>TOTAL</u>			<u>\$8,560</u>

FINAL DESIGN

The roadway design and draft Plans, Specifications and Engineer’s Estimate (PS&E) package for the project was completed and submitted to Caltrans for review, as part of Phase 2, in July of 2012 based on the approved Geometric Layout of the proposed Improvements that were included in the approved PR. The

EXHIBIT A-5 – SCOPE OF SERVICES/PAYMENT PROVISIONS

roadway base plans, roadway design, and draft PS&E package now requires significant revision to comply with various new requirements from Caltrans.

Project Management

The completion of the Design (PS&E) phase is expected to take approximately twelve (12) additional months. If the actual project duration exceeds this time, the scope of work and budget may need to be modified to include additional project management activities. The CONTRACTOR's Project Manager will monitor and direct work activities on this project in accordance with the contracted work scope, schedule, and budget. CONTRACTOR will respond to various inquiries from County and Caltrans; attend meetings and conference calls with Caltrans, TAMC and County staff to obtain concurrence from Caltrans on the PS&E package.

The level of effort associated with the above change is estimated as:

Wood Rodgers, Inc. Classification	Hours	Hourly Rate	Fee
Project Manager/Principal	80	\$185	\$14,800
Administrative Assistant	16	\$70	\$ 1,120
<u>TOTAL</u>			\$15,920

Task 3R.2: Revise Roadway Base Plans

The Roadway Base Plans were completed and submitted to Caltrans for review in July 2012 based on the approved Geometric Layout of the proposed improvements that were included in the approved PR. Upon approval of the RCGD, CONTRACTOR will make any necessary revisions to the geometric base map, profiles, and superelevation diagrams for the proposed improvements, and will prepare the improvement plan sheets.

The level of effort associated with the above change is estimated as:

Wood Rodgers, Inc. Classification	Hours	Hourly Rate	Fee
Engineer III	24	\$125	\$3,000
CAD Technician	32	\$95	3,040
<u>TOTAL</u>			\$6,040

Task 3R.5: Revise Roadway Design

Task 3R.5.1: Roadway Plans

In close coordination with the County and Caltrans, CONTRACTOR will prepare the Revised Roadway Plans for the project associated with revised roadway realignments and widening. Approved revised Geometric Layouts will provide the base for the final roadway plans and will be used to create the revised 65%, 95% and 100% (Final) submittal packages.

Task 3R.5.2: Revised Special Provisions

CONTRACTOR will prepare updated Technical Special Provisions for the project based on Caltrans' Standard Special Provisions and Standard Specifications. Specifications will be modified as appropriate to the specific requirements of the County for the project. Lane closure requirements will also be specified.

EXHIBIT A-5 – SCOPE OF SERVICES/PAYMENT PROVISIONS

Task 3R.5.3: Engineer's Estimate

CONTRACTOR will prepare an updated construction cost estimate based upon approved plans and special provisions. The Engineer's Estimate will be prepared in the Caltrans "BEES" format.

Task 2R.5.4: Revised Draft PS&E Submittal

CONTRACTOR will prepare and furnish the revised draft PS&E for the proposed project to the County and Caltrans for review and comment.

The level of effort associated with the above changes is estimated as:

Wood Rodgers, Inc. Classification	Hours	Hourly Rate	Fee
Project Manager/Principal	48	\$185	\$8,880
Engineer III	196	\$125	\$24,500
Engineer II	164	\$115	\$18,860
CAD Technician	124	\$95	\$ 11,780
<u>TOTAL</u>			\$64,020

Task 3R.6: Revise Hydrology and Storm Drainage Design

CONTRACTOR's Water Resources staff will prepare a preliminary revised drainage report summarizing the changes in drainage patterns and recommendations for drainage facility improvements. As for lowering the highway profile and adjusting the superelevation rates south of Rio Road, we will obtain the existing Carmel River channel model from FEMA and adjust it to assess the impacts of lowering the highway profile on properties immediately upstream and downstream during the 100-year flood in the Carmel River. CONTRACTOR is assuming that the FEMA model is readily available, along with supporting topographic mapping of the river and the existing Carmel River floodplain mapping. The result of this evaluation will be documented in a technical memorandum, with the assumption that the proposed modification will have no impact to the existing floodplain or increase flooding risk to the private properties downstream of the State highway during the 100-year or higher flood events.

The level of effort associated with the above change is estimated as:

Wood Rodgers, Inc. Classification	Hours	Hourly Rate	Fee
Engineer III	24	\$125	\$3,000
Assistant Engineer	16	\$95	\$ 1,520
<u>TOTAL</u>			\$4,520

Task 3R.8: Revise Conceptual Storm Water Pollution Prevention Plan

CONTRACTOR will revise the previously prepared Conceptual Storm Water Pollution Prevention Plan (CSWPPP) to address the National Pollutant Discharge Elimination System General Construction Permit requirements for the project per the requirements of the Caltrans Project Planning and Design Guide. CONTRACTOR is assuming that infiltration rates of existing native material is sufficient to allow the local runoff to infiltrate into the ground at the proposed infiltration trench at the base of the fill slopes, and no other water quality treatment facilities beyond an infiltration trench is required.

EXHIBIT A-5 – SCOPE OF SERVICES/PAYMENT PROVISIONS

The level of effort associated with the above change is estimated as:

Wood Rodgers, Inc. Classification	Hours	Hourly Rate	Fee
Engineer III	16	\$125	\$2,000
Administrative Assistant	8	\$70	\$ 560
TOTAL			\$2,560

Summary of Proposed Budget

TASK	CONTRACTOR	LSA	Total Budget
PA&ED Revalidation			
Project Management	\$7,220		\$7,220
Task 1.7: Environmental Revalidation	\$2,000	\$20,000	\$22,000
Task 2R.1: Revise CGD	\$12,720		\$12,720
Task 3.6.1: Drainage Technical Memo	\$8,560		\$8,560
Final Design			
Project Management	\$15,920		\$15,920
Task 3R.2: Revise Roadway Base Plans	\$6,040		\$6,040
Task 3R.5: Revise Roadway Design	\$64,020		\$64,020
Task 3R.6: Revise Hydrology and Storm Drainage Design	\$4,520		\$4,520
Task 3R.8: Revise Conceptual SWPPP	\$2,560		\$2,560
Total Additional Budget	\$123,560	\$20,000	\$143,560