

**FIRST AMENDMENT
TO PROFESSIONAL SERVICES AGREEMENT NUMBER F001125
WITH GHD FOR PREPARATION OF AN ENVIRONMENTAL IMPACT REPORT AND
RELATED SERVICES**

This First Amendment to Agreement number F001125, dated February 23, 2016, ("Agreement") is made as of this 20th day of June, 2017, by and between the City of Santa Rosa, a municipal corporation ("City"), and GHD, a California corporation ("Consultant").

RECITALS

- A. City and Consultant entered into the Agreement for Consultant to provide consulting services to prepare an Environmental Impact Report ("EIR") for the Spring Lake Village East Grove project located at Melita Road / Los Alamos / Highway 12 on the property known as Assessor Parcel Number 031-101-026.
- B. City and Consultant now desire to amend the Agreement for the purpose of revising the scope of services, increasing total compensation, and extending the time of performance.

AMENDMENT

NOW, THEREFORE, the parties agree to amend the Agreement as follows:

1. Section 1. Scope of Services

Exhibit A to the Agreement is supplemented by Exhibit A-1 to this Amendment.

2. Section 2. Compensation

Section 2(c) is amended to increase the compensation payable to Consultant under the Agreement by \$113,546 to read as follows:

"Notwithstanding any other provision in this Agreement to the contrary, the total maximum compensation to be paid for the satisfactory accomplishment and completion of all tasks set forth above shall in no event exceed the sum of two hundred eighty-six thousand four hundred eighteen dollars and no cents (\$286,418). The City's Chief Financial Officer is authorized to pay all proper claims from Charge Number 00633."

3. Section 12. Time of Performance

The last sentence of Section 12 is amended to read as follows:

"Consultant shall complete all the required services and tasks and complete and tender all deliverables to the reasonable satisfaction of City, not later than December 31, 2018."

All other terms of the Agreement shall remain in full force and effect.

Executed as of the day and year first above stated.

CONSULTANT:

CITY OF SANTA ROSA
a Municipal Corporation

Name of Firm: GHD

TYPE OF BUSINESS ENTITY (*check one*):

- Individual/Sole Proprietor
- Partnership
- Corporation
- Limited Liability Company
- Other (please specify: _____)

By: _____

Print Name: _____

Title: _____

Signatures of Authorized Persons:

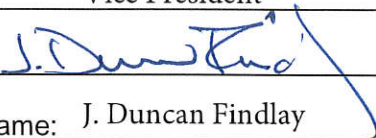
By: 

Print Name: Theodore B. Whiton, P.E.

Title: Vice President

APPROVED AS TO FORM:


Office of the City Attorney

By: 

Print Name: J. Duncan Findlay

Title: Secretary

Attachment: Exhibit A-1 Scope of Services

City of Santa Rosa Business Tax Cert. No.
9997025684

**Amendment #1 to Original Agreement
Spring Lake Village – East Grove EIR**

BACKGROUND

The following scope of work has been developed to address additional services requested for the Environmental Impact Report (EIR) for the Spring Lake Village East Grove project. This amendment is organized using the same tasks as in the original scope of work for Agreement Number F001125, dated February 23, 2016.

TASK 1: PROJECT DESCRIPTION, NOTICE OF PREPARATION, AND SCOPING

Update EIR Project Description

Episcopal Senior Communities (ESC) has initiated plans to modify the originally proposed project (Modified Original Project) through the acquisition of additional property on Melita Road. The Modified Original Project would expand onto the neighboring property to include an additional four cottages, raising the number of proposed units to 32.

ESC has also identified an EIR alternative called the Main Street Alternative. ESC considers the EIR alternative as a viable project option and has requested that the alternative be evaluated at the same level of detail as the proposed project. The EIR alternative proposes 32 total units, but would avoid the filling of an on-site wetland. Differences from the project include development of a 3-story Villa as opposed to a 2-story Villa, development of a 2-story community building as opposed to a single-story community building, and differences in the layout of proposed on-site buildings and parking areas.

Consultant will revise the EIR project description and figures to account for the Modified Original Project. In addition, Consultant will prepare an EIR project description and figures for the Main Street Alternative in sufficient detail to allow a project-level analysis of potential impacts. It is assumed the Applicant will provide project details and site plans needed to update and prepare a clear and accurate project description in compliance with Section 15124 Project Description and Appendix F of the CEQA Guidelines. The project descriptions will be submitted to the Applicant and the City for review. Upon receipt of the Applicant's and City's comments, GHD will finalize the EIR project description for both the Modified Original Project and the Main Street Alternative.

Prepare and Circulate Notice of Preparation #2

A Notice of Preparation (NOP) of an EIR was issued in May 2016, and a 30-day EIR scoping period occurred between May 11, 2016 and June 9, 2016. Given the proposed changes to the project, Consultant will prepare and circulate a second NOP for the modified project and the proposed alternative. The NOP will be submitted to the Applicant and the City for review. Upon receipt of the Applicant's and City's comments, GHD will finalize the NOP. GHD will then mail copies of the NOP to the State Clearinghouse and other Responsible and Trustee Agencies and California Native American Tribes, initiating the 30-day scoping period. GHD will rely on the City to mail the NOP to neighbors and interested parties.

Update Scoping Comments Summary

Following the 30-day scoping period, Consultant will revise the previous EIR scoping summary memorandum to account for written comments received in response to the second NOP. GHD will determine whether any modifications to this scope of work are necessary to address concerns raised by the public or agencies. It is assumed that no more than 25 comments will be received.

Task 1 Meetings: None

Task 1 Deliverables: Draft updated project description (electronic); draft NOP (electronic); final NOP (electronic); scoping comments summary (electronic).

TASK 2: REVIEW APPLICANT REPORTS

The Applicant will coordinate the update of the following technical studies and simulations to account for the Modified Original Project, as well as for the project-level analysis of the Main Street Alternative.

- Biological Constraints Analysis
- Tree Inventory Report
- Visual Simulations
- Preliminary Standard Urban Storm Water Mitigation Plan
- Drainage Analysis
- Traffic Impact Study
- Air Quality Assessment
- Noise Study
- Archaeological Resources Study
- Historical Resources Study
- CAP New Development Checklist
- Energy Use Estimates
- Groundwater Availability Study

Consultant will review each of the above-listed updated studies/simulations and provide the Applicant with review comments, as deemed necessary, to allow the Applicant and its subconsultants adequate time to incorporate revisions prior to submitting the studies for City review. It is assumed that the comments will be adequately addressed after the first review, and subsequent reviews will not be necessary.

Task 2 Meetings: No meetings are anticipated for Task 2; it is assumed that issues regarding the technical reports can be discussed informally with the Applicant.

Task 2 Deliverables: No deliverables are anticipated for Task 2, except to convey review comments to the Applicant.

TASK 3: PREPARE ADMINISTRATIVE DRAFT EIR

GHD will update the Administrative Draft EIR, consistent with the requirements of CEQA, including the following sections:

Introduction and Summary

GHD will expand the Introduction and Summary chapter of the EIR to summarize significant impacts and mitigation measures associated with the Main Street Alternative. The impacts and mitigation measures will be tabulated in a manner that allows for a comparison of impacts and mitigation measures associated with the Modified Original Project and the Main Street Alternative. The Introduction and Summary section will also include updated information on the project background, a summary of the additional public scoping process, areas of known controversy, and an overview of the findings presented in the EIR.

Project Description

GHD will use the updated and new project descriptions developed in Task 1.

Environmental Settings, Impacts, and Mitigation Measures

Consultant will update the Administrative Draft EIR to account for the modifications to the original project. This will include a review and update of the environmental setting, regulatory framework, and analysis of the direct and indirect environmental impacts of the proposed project based on evaluation criteria and significance thresholds.

Consultant will evaluate potential impacts associated with construction and operation of the Main Street Alternative at a project-level. Potential direct and indirect environmental impacts will be based on the same significance criteria and thresholds as the original project for each resource area. Technical studies, described in EIR Task 2, will be used to inform the analysis of potential impacts for several sections. Feasible mitigation measures that could lessen or avoid significant impacts will be identified.

Cumulative Impacts

Consultant will review and update the cumulative analysis for the Modified Original Project, and will evaluate potential cumulative impacts associated with construction and operation of the Main Street Alternative for each topic covered in the environmental analysis.

Growth Inducement and Other CEQA-required Topics

Consultant will review and update the growth inducement analysis, summary of significant impacts, significant irreversible environmental changes, and potential energy impacts of the project. A similar evaluation will be provided for the proposed EIR alternative. Consultant will identify the environmentally superior alternative.

Analysis of Alternatives

Consultant will update the comparative analysis of the impacts of the project versus those of the alternatives. The EIR will be updated to also summarize alternatives that may be posed during the second scoping process, but that were found to not meet the qualification for alternatives as required under CEQA.

Task 3 Meetings: No additional meetings are anticipated for Task 3.

Task 3 Deliverables: No additional deliverables are anticipated for Task 3, as the updated analysis will be incorporated into the Administrative Draft EIR deliverable.

TASK 4: PREPARE DRAFT EIR

Following City review, GHD will revise the Administrative Draft EIR to respond to City comments related to the EIR alternative, and will describe the alternative in required notices.

Task 4 Meetings: No additional meetings are anticipated for Task 4.

Task 4 Deliverables: No new deliverables are anticipated for Task 4.

TASK 5: RESPONSES TO COMMENTS DOCUMENT (FINAL EIR) AND MITIGATION MONITORING AND REPORTING PROGRAM

This scope of work assumes that evaluation of the Main Street Alternative at a project-level would result in an additional 25 comments on the Draft EIR. Upon completion of the 45-day public review period for the Draft EIR, GHD will compile comments received on the Main Street Alternative and prepare responses to comments. If more than 25 comments are received or the comments require substantial new research, a scope and budget amendment may be necessary.

Task 5 Meetings: No additional meetings are anticipated for Task 5.

Task 5 Deliverables: No additional deliverables are anticipated for Task 5.

TASK 6: PROJECT MANAGEMENT

The original scope of work included 14 months of project management, from March 2016 through May 2017. Additional services to be provided include project management for an additional twelve months, from June 2017 through May 2018.

Task 6 Meetings: No additional meetings are anticipated for Task 6; it is assumed that project management issues can be discussed informally with the City.

Task 6 Deliverables: Monthly Progress Reports

BUDGET

Consultant proposes a time-and-materials fee not to exceed \$113,546. This fee includes a 10 percent contingency that would only be used with written permission from the City. A detailed spreadsheet with staff hours and billing rates is attached.

Spring Lake Village East Grove - Amendment to Agreement Number F001125 - Preparation of EIR and Related Services

Task	PIC - QA/QC		Project Manager		SR, Planner SR, Scientist		Engineer		Planner Scientist		Planner		Graphics		Production Admin Staff		Total Labor Hours	Labor Cost	Office Consumable	Direct Expenses	Total
	Collins	\$210	Basciarini	\$150	Meyer Gaspar Nadolicki	\$145	Hooshiafsad	\$150	Colby Rais	\$115	Bates	\$90	Romillard	\$125	Overton	\$110					
Task 1 - NOP and Scoping																					
Update Description for Modified Original Project	4		12														22	\$3,960	\$132		\$3,960
Prepare Description for Main Street Alternative	4		16														26	\$3,960	\$156		\$3,960
Prepare and Circulate Updated Notice of Preparation	2		16														30	\$4,000	\$180		\$4,270
Scoping Summary Memo	2		8														28	\$3,200	\$168		\$3,440
Task 1 Subtotal	12	52	52	0	0	0	0	0	0	0	20	20	10	12	12	100	\$14,000	\$936	\$0	\$15,326	
Task 2 - Review Applicant Reports																					
Biological Resources Assessment	2		4														10	\$1,000	\$60		\$1,060
Tree Inventory Report	2		4														10	\$1,000	\$60		\$1,060
Visual Simulations	1		4														9	\$1,310	\$54		\$1,364
Preliminary SUBMP	1		4														9	\$1,410	\$54		\$1,464
Drainage Analysis	1		4														9	\$1,410	\$54		\$1,464
Traffic Impact Study	1		2														3	\$510	\$18		\$528
Air Quality Assessment	4		4														8	\$1,440	\$48		\$1,488
Noise Study	2		6														8	\$1,320	\$48		\$1,368
Archaeological Resources Study	2		8														10	\$1,820	\$60		\$1,880
Historical Resources Study	2		4														6	\$1,000	\$36		\$1,036
CAP New Development Checklist / Energy Use	2		2														2	\$300	\$12		\$312
Groundwater Availability Study	2		4														6	\$1,000	\$36		\$1,036
Task 2 Subtotal	20	80	80	8	8	0	0	0	0	0	0	0	4	0	0	90	\$14,560	\$540	\$0	\$15,100	
Task 3 - Prepare Administrative Draft EIR																					
Introduction and Summary - Update and Add Alternative	6		6														14	\$1,660	\$54		\$1,744
Project Description (mainly completed in Task 1)	8		8														12	\$1,870	\$72		\$1,942
Settling, Impacts, and Mitigation Measures	24		64														202	\$30,160	\$1,212		\$31,362
Cumulative Impacts	4		4														20	\$2,800	\$120		\$2,920
Growth-Inducement & Other CEQA-required Topics	2		2														10	\$1,410	\$60		\$1,470
Analysis of Alternatives	2		8														16	\$2,310	\$96		\$2,406
Quality Assurance / Quality Control	24		24														24	\$5,040	\$144		\$5,184
Task 3 Subtotal	62	92	92	92	92	0	0	0	0	0	0	0	0	0	16	298	\$45,040	\$1,788	\$0	\$46,828	
Task 4 - Prepare Draft EIR																					
Prepare Screen Check Draft EIR	8		12														40	\$5,000	\$240		\$5,240
Prepare Draft EIR & Notices	8		8														22	\$2,620	\$132		\$2,752
Task 4 Subtotal	8	20	20	8	8	0	0	0	0	0	0	0	0	0	12	62	\$5,620	\$372	\$0	\$5,992	
Task 5 - Prepare Responses to Comments Document																					
Administrative Draft Response to Comments (+25 comments)	8		12														52	\$7,570	\$312		\$7,882
Screen Check Draft (1 hard copy) & Final (25 hard copies)	8		12														6	\$660	\$36		\$696
Task 5 Subtotal	8	12	12	12	12	0	0	0	0	0	0	0	0	0	6	58	\$8,230	\$348	\$0	\$8,578	
Task 6 - Project Management																					
Project Management (12 months, June 2017 - May 2018)	36		36														60	\$8,040	\$360		\$8,400
Task 6 Subtotal	0	36	36	0	0	0	0	0	0	0	0	0	0	0	24	60	\$8,040	\$360	\$0	\$8,400	
SUBTOTAL	100	262	262	120	120	8	8	0	0	0	0	0	0	0	72	674	\$99,180	\$4,044	\$0	\$103,224	
TOTAL	100	262	262	120	120	8	8	0	0	0	0	0	0	0	72	674	\$99,180	\$4,044	\$0	\$103,224	

Assumptions:
 1) Noticing costs related to mailing and postage will be handled by the City.
 2) Contingency will not be used for any purpose without authorization from the City.