

**SECOND AMENDMENT
TO PROFESSIONAL SERVICES AGREEMENT NUMBER F002252
WITH MV Transportation, Inc.,**

This Second Amendment to Agreement number F002252, dated January 1, 2021 ("Agreement") is made as of this _____ day of _____, 2023, by and between the City of Santa Rosa, a municipal corporation ("City"), and MV Transportation, Inc., a California corporation ("Contractor").

RECITALS

- A. City and Consultant entered into the Agreement for Contractor to provide ADA Paratransit Service for Santa Rosa and deviated fixed route service for Oakmont.
- B. City and Contractor now desire to amend the Agreement for the purpose of increasing the cost per hour rate in Exhibit B under the Agreement.

AMENDMENT

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

1. Section 2. Compensation

Effective July 1, 2023, Exhibit B-2 attached to this Amendment replaces the corresponding pricing for Year Three set forth throughout Exhibit B. Section 2(c) is amended to increase the compensation payable to Contractor under the Agreement by \$1,850,000, to add charge number 120202 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 services to be performed hereunder shall in no event exceed the sum of five million eight hundred eighty-five thousand three hundred thirty-one dollars and no cents (\$5,885,331.00). The City's Chief Financial Officer is authorized to pay all proper claims from Charge Number 320805 or 120202."

The following provision is added at the beginning of Exhibit B:

The Parties agree to automatically amend this Exhibit B to reduce the City's current reimbursement levels for Contractor's rental costs on a proportionate basis reflective of any reduction in Contractor's rental obligations related, including any change to Contractor's lease, contracts or sublet agreements, effective as of the date of any such Contractor reduction.

2. Section 12. Time of Performance

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

"Contractor shall complete all the required services and tasks and complete and tender all deliverables to the reasonable satisfaction of the City, not later than June 30, 2024."

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: MV Transportation, Inc.

TYPE OF BUSINESS ENTITY (*check one*):

By: _____

____ Individual/Sole Proprietor

Print Name: _____

____ Partnership

Title: Mayor _____

x Corporation

APPROVED AS TO FORM:

____ Limited Liability Company
____ Other (please specify: _____)

Office of the City Attorney

Signatures of Authorized Persons:

By: _____

ATTEST:

Print Name: Kevin Klika _____

Title: COO _____

City Clerk

By: _____

Print Name: Marie Graul _____

Title: CFO _____

City of Santa Rosa Business Tax Cert. No.

41556 _____

Exhibit B-2 – Compensation

EXHIBIT B-2 TO PSA - COMPENSATION

SANTA ROSA PARATRANSIT

YEAR THREE

July 2023- June 2024

a. MONTHLY ADMINISTRATIVE COSTS (FIXED COSTS)

\$ 49,544.57 per month x 12 months \$ 594,534.85

b. VARIABLE COSTS* OPERATIONS

\$ 55.75 per hour x 17,500 hours \$ 975,650.12

SUBTOTAL FOR YEAR THREE

\$ 1,570,184.97

SANTA ROSA PARATRANSIT	
COST PROPOSAL DETAIL	
	YEAR THREE
ESTIMATED ANNUAL SERVICE HOURS	17,500
	Jul 2023 - Jun 2024
Fixed Costs	
Management Wages	\$ 94,808.82
Management Benefits	\$ 13,479.33
Dispatcher/Scheduler/Clerical Wages	\$ 66,208.09
Dispatcher/Scheduler/Clerical Benefits	\$ 12,586.24
Performance Bond	\$ 2,035.65
Other Equipment	\$ -
Office Supplies	\$ 6,400.51
Materials and Supplies	\$ -
Other Equipment (list)	\$ -
Trapeze ASP Server Lic.	\$ 39,930.09
Telephone System	\$ 2,323.35
Shop Tools	\$ 7,130.80
Office Equipment	\$ 14,978.90
Facility Costs	\$ 131,995.08
Telephone/Radio Expenses	\$ 36,422.03
Interest	\$ 5,618.02
Insurance	\$ 49,491.55
One-time Start-up Costs	\$ -
Management Fee and Profit	\$ 111,126.40
Subtotal (Fixed Costs)	\$ 594,534.85
Variable Costs	
Paratransit Operator Wages	\$ 528,348.35
Paratransit Operator Benefits	\$ 191,947.15
Vehicle Maintenance Costs	\$ 41,170.17
Vehicle Equipment and Parts	\$ -
Vehicle Fuel and Lubricants	\$ -
Recruitment and Training Costs	\$ 11,636.82
Physicals	\$ 2,076.71
Uniforms	\$ 4,519.38
Other Materials and Supplies (specify)	\$ -
Other Variable Expenses (specify)	\$ -
Maintenance Wages	\$ 159,662.43
Maintenance Benefits	\$ 36,289.11
Subtotal (Variable Expenses)	\$ 975,650.12
Total Costs (Fixed + Variable Costs)	\$ 1,570,184.97

Santa Rosa Deviated Fixed-Route	
COST PROPOSAL DETAIL	
	YEAR THREE
ESTIMATED ANNUAL SERVICE HOURS	1,900
	July 2023-June 2024
Fixed Costs	
Management Wages	\$ 10,293.53
Management Benefits	\$ 1,463.47
Dispatcher/Scheduler/Clerical Wages	\$ 7,188.31
Dispatcher/Scheduler/Clerical Benefits	\$ 1,366.51
Performance Bond	\$ 221.01
Other Equipment	\$ -
Office Supplies	\$ 694.91
Materials and Supplies	\$ -
Other Equipment (list)	\$ -
Trapeze ASP Server Lic.	\$ 4,290.18
Telephone System	\$ 252.25
Shop Tools	\$ 774.20
Office Equipment	\$ 1,626.28
Facility Costs	\$ 5,487.25
Telephone/Radio Expenses	\$ 3,954.39
Interest	\$ 609.96
Insurance	\$ 5,373.37
One-time Start-up Costs	\$ -
Management Fee and Profit	\$ 11,865.01
Subtotal (Fixed Costs)	\$ 55,460.63
Variable Costs	
Paratransit Operator Wages	\$ 57,370.32
Paratransit Operator Benefits	\$ 20,839.98
Vehicle Maintenance Costs	\$ 4,469.90
Vehicle Equipment and Parts	\$ -
Vehicle Fuel and Lubricants	\$ -
Recruitment and Training Costs	\$ 1,263.43
Physicals	\$ 225.47
Uniforms	\$ 490.68
Other Materials and Supplies (specify)	\$ -
Other Variable Expenses (specify)	\$ -
Maintenance Wages	\$ 17,334.78
Maintenance Benefits	\$ 3,939.96
Subtotal (Variable Expenses)	\$ 105,934.52
Total Costs (Fixed + Variable Costs)	\$ 161,395.15