

## SECOND AMENDMENT TO PROFESSIONAL SERVICES AGREEMENT

This Second Amendment to Professional Services Agreement (“Amendment”) is made as of March 26, 2015 by and between the South Bay Cities Council of Governments, a California joint powers authority (“SBCCOG”) and Atkins (“Consultant”).

### RECITALS

- A. SBCCOG and Consultant entered into a Professional Services Agreement as of January 23, 2013 (the “Agreement”) wherein SBCCOG engaged the services of Consultant as an independent contractor to provide specified professional services to SBCCOG as set forth in Exhibit A – Scope of Work of the Agreement to draft the Energy Efficiency Chapter of Climate Action Plans (EECAPs) for the South Bay cities and the sub-region.
- B. On August 28, 2014 the parties entered into Amendment 1 to the increase the budget by \$20,000 and increase the Scope of Work to include the identification of natural gas strategies and estimate GHG emissions to reduce natural gas consumption in the South Bay cities and develop an implementation plan for these strategies. The total budget was increased to \$425,000.
- C. The parties desire to extend the agreement through December 31, 2015.
- D. The parties desire to amend the Consultant’s Scope of Work as defined in Exhibit A.
- E. The parties desire to increase the current \$425,000 budget of the Agreement by \$32,080 as compensation for the additional scope of work.

**NOW, THEREFORE**, in consideration of the foregoing, the parties agree to amend the Agreement as follows:

- 2. **Term of Agreement.** The Contract shall continue until December 31, 2015 unless terminated earlier pursuant to paragraph 14 of the “Agreement”.
- 3. **Compensation.** SBCCOG shall pay for services based on the estimated budget. The total compensation is not to exceed \$457,080.

**Exhibit A** of the Agreement is hereby amended to include the following tasks:

#### **Task 4: City-Specific and Sub-regional Energy Efficiency Measures, Programs and Policies Analysis Report (Measures Report)**

The original scope of work assumed consolidated meetings to discuss measure development; however, jurisdiction scheduling needs have required additional meetings. In addition, Atkins proposes another round of meetings to review the initial results of the measures. In total, sixteen (16) meetings are included in this task (one meeting per jurisdiction plus one meeting with the COG). There is flexibility for the meetings to occur as part of Task 5. Atkins anticipates approximately two (2) hours per meeting, plus one and one-half (1 ½) of preparation per meeting and one-half ( ½ ) hour debrief per meeting. Atkins anticipates multiple meetings in a day when possible to be efficient with direct travel costs.

The estimated costs for each task is divided up between SCE and SCG: The following costs for Task 4 shown below are allocated to the SCE portion of the Grant estimated on the effort in electricity related measures:

Estimated additional labor costs:

\$618.75 per meeting x 16 meetings =	\$9,900.00
Estimated additional expenses: Direct Costs (travel, meeting handouts etc.):	\$3,000.00

**Task 5: Draft EECAP**

The original scope of work included one set of revisions of the draft EECAP. This amendment allows a second revision for the draft EECAP for each city and the subregion, including re-quantification of measures if needed. This assumes no new measures would be added from the original menu of measures provided in Task 4. However it would allow measures not previously identified by a city, but included in the menu, to be added in this revision. Atkins assumes five and one-half (5½ ) hours of Atkins’ staff time per document would be used to re-quantify and edit each draft, which equals eighty-eight (88) hours total for the sixteen draft EECAPs.

The original scope of work includes training of COG and city staff to use the monitoring tool during a 1-day, 2-session training. This amendment clarifies that the tool is the SEEC inventory tool.

The following costs for Task 5 shown below are allocated to the SCE portion of the grant funding:

Estimated additional labor costs: \$556.25 per document x 16 Draft EECAP =	\$ 8,900.00
Estimated additional expenses: Direct Costs (printing, conf. calls etc.):	\$ 500.00

**Task 6: Final EECAP**

The original scope of work included no revisions to the final EECAP. This amendment allow for an additional round of minor edits to the EECAP, based on feedback from city staff. This assumes no additional quantification of measures. Three and one-half (3½) hours of Atkins’ staff time per report is anticipated for this effort, which equals fifty-six (56) hours total. In addition, four (4) hours of senior level staff time will be provided for quality assurance /quality control,

The following costs for Task 6 shown below are allocated to the SCE portion of the grant funding:

Estimated additional labor costs: \$356.25 per EECAP x 16 reports =	\$ 5,700.00
Estimated additional expenses: Direct Costs (travel.):	\$ 500.00

**So Cal Gas Scope of Work**

**Task 7: City-Specific and Sub-regional Energy Efficiency Measures, Programs and Policies Analysis Report (Measures Report)**

Atkins will be attending meetings with jurisdictions to discuss GHG reduction measures associated with electricity. This amendment will allow inclusion of discussions of natural gas related measures in discussions with cities during one-on-one meetings.

The estimated costs for each task is divided up between SCE and SCG: The following costs for Task 4 shown below are allocated to the SCG portion of the Grant estimated on the effort in natural gas related measures:

Estimated additional labor costs: \$41.25 per meeting x 16 meetings =	\$ 660.00
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**Task 8: Draft EECAP**

The original scope of work included one set of revisions of the draft EECAP. This amendment allows a second revision for the draft EECAP for each city and the subregion, including re-quantification of natural gas measures if needed. This assumes no new measures would be added from the original menu of measures provided in Task 4. However it would allow measures not previously identified by a city, but included in the menu, to be added in this revision. This work would be concurrent with electricity-related work.

The original scope of work references training of COG and city staff to use the monitoring tool during a 1-day, 2-session training. This amendment clarifies that the tool is the SEEC inventory tool.

The following costs for Task 5 shown below are allocated to the SCG portion of the Grant estimated on the effort in natural gas related measures:

Estimated additional labor costs: \$91.25 per document x 16 Draft EECAP = \$1,460.00

**Task 9: Final EECAP**

The original scope of work included no revisions to the final EECAP. This amendment allow for an additional round of minor natural gas related edits to the EECAP simultaneous with electricity-related edits, based on feedback from city staff. This assumes no additional quantification of measures. The following costs for Task 6 shown below are allocated to the SCG portion of the Grant estimated on the effort in natural gas related measures:

Estimated additional labor costs: \$91.25 per EECAP x 16 reports = \$1,460.00

**Budget and Schedule:** The total not-to-exceed budget for Tasks 1-7 is \$457,080.

Except as modified above, all other provisions of the Agreement remain in full force and effect.

**IN WITNESS WHEREOF**, the parties have executed this Agreement as of the date first written above.

"SBCCOG"  
South Bay Cities Council of Governments

By: \_\_\_\_\_  
James F. Goodhart

Title: Chairman

Date: \_\_\_\_\_

"Consultant"  
Atkins

By: \_\_\_\_\_  
Suzanne Leta Liou

Title: Senior Division Manager

Date: \_\_\_\_\_

Attest: \_\_\_\_\_  
SBCCOG Secretary – Marcy Hiratzka