

AMENDMENT NO. 3

AGREEMENT FOR PROFESSIONAL SERVICES
FOR
ENVIRONMENTAL SERVICES
BETWEEN
THREE RIVERS LEVEE IMPROVEMENT AUTHORITY AND
AECOM TECHNICAL SERVICES, INC.

THIS THIRD AMENDATORY AGREEMENT is made effective 4-9-13, 2013, by and between Three Rivers Levee Improvement Authority ("TRLIA") and AECOM Technical Services, Inc. ("the Consultant"), who agree as follows:

1. **Recitals.** This Amendment is made with reference to the following background recitals:
 - 1.1. Effective February 6, 2012 the parties entered into an Agreement for Professional Services relating to Environmental Services for TRLIA's Construction Program.
 - 1.2. Effective August 7, 2012 the parties entered into the first Amendatory Agreement to increase the budget by \$25,000 to a total of \$125,000.
 - 1.3. Effective December 18, 2012 the parties entered into the second Amendatory Agreement to increase the budget by \$44,955 to a total of \$169,955.
 - 1.4. Article C.23 of the AGREEMENT, states that modifications or amendments to the terms of the AGREEMENT shall be in writing and executed by both parties;
 - 1.5. TRLIA and the CONSULTANT desire to amend the AGREEMENT;

NOW, THEREFORE, TRLIA and the CONSULTANT agree as follows.

2. **Third Amendment to Agreement.** The Professional Services Agreement is hereby amended as follows:
 - 2.1. The scope of services (Attachment A to the Agreement for Professional Services between TRLIA and AECOM Technical Services, Inc.) is amended by the addition of effort as described in Exhibit 1 attached to this Amendatory Agreement to the original and past amended tasks.
 - 2.2. The payment, budget, and not-to-exceed amounts, Condition B.1 in Attachment B to the Agreement for Professional Services between TRLIA

and AECOM Technical Services, Inc. are amended to include the additional amount of \$74,000 for a total contract amount of \$243,955.

3. **No Effect on Other Provisions.** Except for the amendments in Section 2, the remaining provisions of the Professional Services Agreement shall be unaffected and remain in full force and effect.

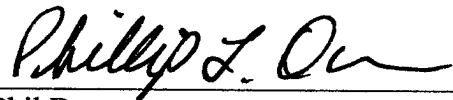
IN WITNESS WHEREOF, the parties hereto have executed this Agreement on April 9, 2013.

THREE RIVERS LEVEE
IMPROVEMENT AUTHORITY



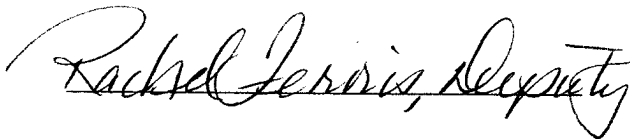
Paul G. Brunner
Executive Director

AECOM TECHNICAL SERVICES,
INC.



Phil Dunn
Vice President

ATTEST:
DONNA STOTTLEMEYER
CLERK OF THE BOARD OF DIRECTORS



APPROVED AS TO FORM:
SCOTT L. SHAPIRO
GENERAL COUNSEL

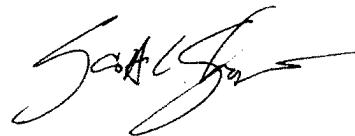


EXHIBIT 1

YUBA GOLDFIELDS HIGH GROUND PROJECT

AECOM SCOPE OF WORK TO PROVIDE CEQA COMPLIANCE

March 18, 2013

PROPOSED PROJECT

The Three Rivers Levee Improvement Authority (TRLIA) is proposing the Yuba Goldfields High Ground Project (proposed project). TRLIA is evaluating the potential flood risk to south Yuba County as a result of potential flooding from the Yuba Goldfields (Goldfields). The Goldfields play an important part in TRLIA's program to provide 200-year flood protection to urban areas in south Yuba County. The first phase of the project includes providing 100-year protection from Yuba River flooding through the Goldfields. TRLIA is evaluating potential 100-year alternatives in the Goldfields to reduce the flood risk by containing flood waters within the Goldfields.

APPROACH

AECOM will assist TRLIA with California Environmental Quality Act (CEQA) compliance for the selected 100-year alternative (proposed project). This Scope of Work (SOW) addresses tasks associated with CEQA compliance for the selected 100-year alternative. The approach to CEQA compliance described below assumes that avoidance or mitigation of all significant environmental effects is possible, and that an Initial Study/Mitigated Negative Declaration (IS/MND) is the appropriate CEQA compliance document (and an environmental impact report [EIR] is not required).

CEQA TASK 1: CONDUCT FIELD STUDIES

CEQA Task 1A: Conduct Biological Resources Surveys

AECOM biologists will conduct a 1-day reconnaissance-level survey in the project site to evaluate the existing biological resources. Prior to conducting this field survey, existing documentation pertinent to the biological resources on the proposed project site and associated features will be compiled and reviewed. This will include a review of (1) the California Department of Fish and Wildlife's (CDFW's) California Natural Diversity Data Base (CNDDDB) for information regarding sensitive species potentially occurring on the sites; (2) the California Native Plant Society's Inventory of Rare and Endangered Vascular Plants for information on special-status plants; and (3) any other pertinent biological reports. Special-status wildlife species that could potentially occur within the project area include, but are not limited to Swainson's hawk, giant garter snake, burrowing owl, valley elderberry longhorn beetle, and western pond turtle.

Habitat types occurring on the project site will be characterized and their locations and extent will be mapped onto aerial photographs. Important biological resources (e.g., special-status species occurrences, sensitive habitats) identified on the project site will be documented and mapped. The potential of the site to support additional special-status species that may not be identifiable at the time of the reconnaissance-level field survey will be evaluated. The previously completed valley elderberry longhorn beetle survey data will be incorporated into this biological review. Based on existing mining companies' Waste Discharge requirements (WDRs), it is assumed the potential wetlands/waters of the U.S. within the project site are not jurisdictional under Section 404 or 401 of the Clean Water Act and a wetland delineation will not be

conducted. This has not been discussed with USACE and if USACE disagrees with the mining companies assertion a revised scope of work may be required to include a wetland delineation. t

CEQA Task 1B: Conduct Cultural Resources Investigations and Prepare Cultural Resources Report

AECOM will conduct pre-field research, Native American consultation, and a cultural resources field survey to evaluate potential impacts on cultural resources. Pre-field research will include documentary research through a number of relevant state and regional agencies, organizations, and societies to determine if any previously documented cultural resources are present within and in the immediate vicinity of the study area. This initial cultural resources investigation will include a review of previous archaeological survey and excavation reports, archaeological site records, and formal property listings on file at the North Central Information Center (NCIC) of the California Historical Resources Information System. The collection of existing information on archaeological surveys, excavations, and site records, and mapped historical data for the project area may be supplemented with additional research. This research may include contacting local historical organizations in an effort to determine if cultural resources not formally recorded are present within the project site.

AECOM will also initiate contact with the Native American Heritage Commission (NAHC) to request a search of the Sacred Lands Files and a list of suitable Native American tribal representatives from the region. AECOM will contact each individual/group on the list with a letter and follow-up phone calls if necessary to solicit any information or concerns that they might have regarding the project area.

Guided by the results of the pre-field efforts, AECOM archaeologists will conduct a field survey of the project site. The purpose of this survey will be to familiarize AECOM cultural resource specialists with the nature and extent of the project site, the locations of any previously documented cultural resources, and to record any previously unknown prehistoric or historic sites that may lie within or in the immediate vicinity of the project site. It is assumed that the field survey for cultural resources can be completed in 3 days by four archaeologists.

Upon completion of the prefield research and field survey, AECOM will prepare a stand-alone cultural resources report. A draft cultural resources report will be provided electronically to TRLIA for review and approval. Following receipt of comments and approval, this document will be finalized and six (6) copies will be transmitted to TRLIA. The report will be referenced in the IS/MND and information from the report will be incorporated into the document as appropriate.

Deliverables:

- 1.
2. One (1) electronic copy of the draft cultural resources report
3. One (1) electronic copy and six (6) hard copies of the final cultural resources report

CEQA TASK 2: PREPARE CEQA COMPLIANCE DOCUMENTATION

CEQA Task 2A. Prepare Project Description and Implement Project Start-Up Activities

Following a project kickoff meeting with TRLIA and/or MBK Engineers (see CEQA Task 3), AECOM will prepare a project description (based on information provided by MBK Engineers) that will include the following components:

- A thorough and complete description of the proposed project, including a list of potential permitting actions and other required regulatory approvals;
- The regional and local setting, including the project location shown on a map;
- The project background, context, and history;
- The project characteristics, including on- and off-site components; infrastructure support required to serve the project; timing; construction and operational characteristics; and any other information relevant to an understanding of the project.
- Construction methods, including the number and types of construction equipment, staging and borrow areas, schedule, personnel, and phasing.
- Any project design features intended to avoid, eliminate, minimize, or reduce potential environmental impacts.

To maximize efficiency, AECOM assumes that the project description will be reviewed and approved by TRLIA and MBK Engineers before the environmental impact analysis is initiated, and no changes to the approved project description will occur. It is also assumed that the proposed project will be within the alignment identified by ENGEO as Alternative 12 or the optional route for Alternative 12 (provided on 1/9/13); that all borrow or fill material needed for the proposed project would be obtained from within this alignment, and that the identification of new or enhanced access roads, or any other ground disturbances involved in constructing the proposed project will be completed prior to completion of the project description.

AECOM will attend up to two meetings with TRLIA and/or MBK Engineers staff, as well as affected regulatory agencies with jurisdiction over the proposed project if desired, to discuss and identify project issues to be addressed in the CEQA document (included in Task 3).

As stated in CEQA Guidelines, Section 15063 (g), Consultation, as soon as the lead agency (TRLIA) has determined that an IS will be required for the proposed project, the Lead Agency shall consult informally with all Responsible Agencies and all Trustee Agencies responsible for resources affected by the project to obtain the recommendations of those agencies as to whether an EIR or MND/ND should be prepared. AECOM will assist in determining the Responsible and Trustee agencies for the proposed project.

CEQA Task 2B. Prepare Administrative Draft Initial Study/Mitigated Negative Declaration

AECOM will prepare an administrative draft Initial Study/proposed Mitigated Negative Declaration (IS/MND) for the proposed 100-year alternative (proposed project).

AECOM will prepare the Administrative Draft IS/proposed MND and submit an electronic copy to TRLIA and MBK Engineers for review and comment. The Administrative Draft IS/proposed MND will be prepared using the IS checklist in accordance with Appendix G of the State CEQA Guidelines. Consequently, the IS will cover aesthetics, agricultural and forest resources, air quality, biological resources, cultural resources, geology and soils, greenhouse gas emissions, hazards and hazardous materials, hydrology and water quality, land use and planning, mineral resources, noise, population and housing, public services, recreation, transportation/traffic, utilities and service systems, and mandatory findings of significance (including cumulative impacts). MBK Engineers will provide appropriate information related to hydrology. The IS is presumed to focus primarily on biological resources, land use, mineral resources, and air quality. The IS will include the following required sections:

- Project Description
- Environmental Checklist
- Explanation of Checklist
- Mitigation Measures

CEQA Task 2C. Prepare Screencheck Draft and Final Public Initial Study/Mitigated Negative Declaration

After TRLIA provides comments on the Administrative Draft IS/proposed MND, AECOM will meet with TRLIA and/or MBK Engineers to discuss incorporation of comments into the document.

AECOM will make changes to the Administrative Draft IS/proposed MND based on the comments received from TRLIA and MBK Engineers. AECOM will then draft the Proposed IS/proposed MND as well as the required Mitigation Monitoring and Reporting Plan (MMRP). Preparation of the MMRP is covered under CEQA Task 2E below. AECOM will submit an electronic version of the Screencheck Draft IS/MND with the Draft MMRP to TRLIA and MBK Engineers.

AECOM will incorporate comments received from TRLIA and MBK Engineers on the Screencheck Draft IS/proposed MND and submit the Final Public IS/proposed MND to TRLIA for approval.

CEQA Task 2D. Prepare Response to Comments

TRLIA is not required to provide formal responses to any comments received on the IS/MND, but must “consider” such comments in its decision making. Following close of the public comment period and receipt of all comments, AECOM will review and discuss the comments with TRLIA and MBK Engineers and/or provide a brief written response to comments received on the publicly circulated IS/proposed MND. TRLIA will consider the public comments as required under CEQA, as well as AECOM’s written responses to comments. AECOM will provide one electronic draft of the response to comments to TRLIA and assumes that 40 hours of technical time is sufficient to address the comments appropriately.

CEQA Task 2E. Prepare Draft and Final Mitigation Monitoring and Reporting Plan

AECOM will prepare the Draft Mitigation Monitoring and Reporting Plan (MMRP) and submit an electronic version to TRLIA for review along with the Screencheck Draft IS/proposed MND. Following the public comment period, AECOM will incorporate revisions and submit the Final MMRP to TRLIA with the Response to Comments and “Notice of Intent to Adopt CEQA Mitigated Negative Declaration” (NOI). Preparation of the NOI is covered under CEQA Task 2F below.

CEQA Task 2F. Prepare Draft and Final CEQA Notices

AECOM will prepare a draft and final NOI, a draft and final “Notice of Completion” (NOC), and a draft and final “Notice of Determination” (NOD) for the proposed project. The draft NOI and NOC will be submitted to TRLIA with the Screencheck Draft IS/proposed MND, and the final NOI and NOC will be submitted to TRLIA with the Final Public IS/proposed MND. The draft NOD will be prepared during the public comment period for the IS/proposed MND and the final NOD will be submitted with the Response to Comments and Final MMRP.

AECOM will publish an abbreviated version of the NOI in one newspaper of general circulation in the project area (the Appeal Democrat). AECOM will also file the NOC and NOD with the State Clearinghouse and Yuba County. It is assumed that TRLIA will pay any and all fees

associated with publication and/or filing of these notices. AECOM will circulate the IS/proposed MND to the public, responsible agencies, trustee agencies, and the county clerk, sufficiently prior to adoption by TRLIA and in accordance with CEQA Guidelines Section 15072. For budgeting purposes, up to 100 CDs will be prepared and mailed to interested parties. AECOM will provide the document electronically to TRLIA for posting on its website.

AECOM will attend the TRLIA public meeting to adopt the proposed MND.

Deliverables:

1. One (1) electronic copy of the Administrative Draft IS/proposed MND
2. One (1) electronic copy of the Screencheck Draft IS/proposed MND and Draft MMRP.
3. One hundred (100) CDs of the Final Public IS/proposed MND.
4. One (1) electronic copy of the draft "Notice of Intent to Adopt CEQA Mitigated Negative Declaration", "Notice of Completion", and "Notice of Determination".
5. One hundred (100) CDs of the final "Notice of Intent to Adopt CEQA Mitigated Negative Declaration".
6. One (1) electronic copy of the final "Notice of Completion", and "Notice of Determination".
7. One (1) electronic copy and t10 hard copies of the Final MMRP.
8. One (1) electronic copy of the Response to Comments (if needed).

CEQA TASK 3: Manage Project, Coordinate with TRLIA and the Project Team, and Attend Team Meetings

AECOM will communicate as necessary with TRLIA and TRLIA's project team members for compliance with the schedule, scope of work, and budget. AECOM will manage and coordinate its work efforts with TRLIA and TRLIA team members. AECOM will provide ongoing and specific strategic guidance on compliance with CEQA.

AECOM will participate in a kick-off meeting and up to seven other meetings/conference calls as needed for a total attendance at eight meetings/conference calls with TRLIA and/or other team members. The kick-off meeting is intended to discuss the details of the proposed project and review engineering materials. This meeting will also serve as a forum to identify potential additional data needs that may be required, to establish communication protocols, and discuss the overall CEQA schedule.

AECOM assumes one of the other seven meetings is to discuss comments on the administrative draft IS/proposed MND, one is to discuss public comments on the IS/proposed MND and draft response to comments.

The project kickoff meeting will be attended by AECOM's project director, project manager, and up to one other technical team member. It is assumed that all other meetings will be attended by AECOM's project manager and one AECOM technical team member, as appropriate. All meetings are assumed to be 2 hours with an additional 1 hour for preparation and 1 hour for compilation of meeting minutes and action items.

Meetings:

1. Participation in one (1) project kick-off meeting by the AECOM project director, project manager and up to one other technical team member.

2. Participation in up to 7 project meetings/conference calls by the AECOM project manager and one technical team member.

ASSUMPTIONS

This Scope of Work and Cost Estimate are based on the following assumptions:

1. Any and all assumptions defined above under each task or subtask.
2. An IS/MND is assumed to be the appropriate CEQA compliance document. If additional environmental documents (i.e., EIR, EA, EIS) are required, additional tasks, processing, and costs not part of this scope of work would be required.
3. It is assumed that no new archaeological sites will be encountered during field surveys, and recordation in a manner consistent with the Secretary of the Interior's Standards and Guidelines for Identification of Cultural Resources (48CFR 44720-23), and preparation of California Department of Parks and Recreation (DPR) Series 523 forms, along with appropriate supporting forms (e.g., Archaeological Site Record, Linear Feature Record, Site Sketch Map, Location Map) will not be required. If new archaeological sites are identified, additional tasks, processing, and costs not part of this scope of work may be required.
4. This task order does not include permitting, construction monitoring, or mitigation implementation that may be required. It only covers CEQA compliance.
5. TRLIA and its project team members will provide sufficient information to develop the Project Description section of the IS.
6. If changes to the work program are required after the Project Description is finalized based on meetings with TRLIA, project team members, responsible agencies, permitting agencies, and/or public comments on the IS/MND, an amended task order and budget augmentation may be required (no environmental analysis will be initiated until the Project Description is finalized).
7. NEPA compliance is not included in this task order.
8. TRLIA or its representative will arrange all necessary rights of entry.
9. TRLIA or its representatives will provide one copy of all existing background documents that show the location of the proposed project components and proposed ground-disturbance areas (levee improvement footprints, locations of borrow sources, truck routes, and access roads), and/or CADD or GIS files regarding the proposed project to enable AECOM to perform its work in the most efficient manner. Generally, about a 10% level of design is satisfactory.

- C. Deliverables/Milestones:** Deliverables/Milestones are as specified in the above Scope of Work.

COST:

Contractor shall invoice all services according to the Budget Detail and Payment Provisions and associated Labor Billing Rates. The total cost for this task order, including all costs for consulting services, shall not exceed \$74,000.

SCHEDULE:

AECOM will work closely with TRLIA and its project team to determine an appropriate schedule. Typically, 3 months is necessary from definition of the project description to public release of an IS/MND.

**The foregoing instrument is a Correct Copy
of the original on file in this office
ATTEST: BONNA STOTTEMEYER
Clerk of the Board of Supervisors of the
County of Yuba, State of California**

By _____
Date: _____



SCHEDULE:

AECOM will work closely with TRLIA and its project team to determine an appropriate schedule. Typically, 3 months is necessary from definition of the project description to public release of an IS/MND.

**The foregoing instrument is a Correct Copy
of the original on file in this office
ATTEST: DONNA STOTTLEMEYER
Clerk of the Board of Supervisors of the
County of Yuba, State of California**

By *Rachel Jervis*
Date: *April 10, 2013*

