

AMENDMENT NO. 4

AGREEMENT FOR PROFESSIONAL SERVICES
FOR
PHASE 4 FEATHER RIVER LEVEE REPAIRS
BETWEEN
THREE RIVERS LEVEE IMPROVEMENT AUTHORITY AND
BOOKMAN-EDMONSTON/GEI CONSULTANTS

THIS AMENDMENT TO AGREEMENT is made effective January 16, 2007, by and between Three Rivers Levee Improvement Authority ("TRLIA") and Bookman-Edmonston/GEI Consultants, a division of GEI Consultants, Inc. ("Consultant"), who agree as follows:

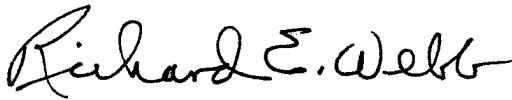
1. **Recitals.** This Amendment is made with reference to the following background recitals:
 - 1.1. Effective December 13, 2005, the parties entered into the Agreement for Professional Services relating to TRLIA's Phase 4 Feather River Levee project with a contract value of \$1,439,400.
 - 1.2. Effective April 25, 2006, the parties entered into Amendment No. 1 to the Agreement for Professional Services relating to TRLIA's Phase 4 Feather River Levee Repair design in the amount of \$3,082,240 for a total contract value of \$4,521,640.
 - 1.3. Effective June 27, 2006, the parties entered into Amendment No. 2 to the Agreement for Professional Services relating to TRLIA's Phase 4 Feather River Levee Repair design in the amount of \$32,700 for a total contract value of \$4,554,340.
 - 1.4. Effective October 30, 2006, the parties entered into Amendment No. 3 to the Agreement for Professional Services relating to TRLIA's Phase 4 Feather River Levee Repair design in the amount of \$262,500 for a total contract value of \$4,816,840.
 - 1.5. The parties now desire to amend the Professional Services Agreement to expand scope of services and base contract fee.
2. **Fourth 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 B-E/GEI, dated December 13, 2005) is amended to expand the scope of work to include initiation of early permitting and right-of-way support activities for the Feather River setback levee, as

described in the attached letter dated January 8, 2007.

- 2.2. The payment, budget, and not-to-exceed amounts (Professional Services Agreement Attachment B) are amended to include the additional amount of \$115,000 for a total contract of \$4,931,840.
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
January 16 _____, 2007.

THREE RIVERS LEVEE IMPROVEMENT
AUTHORITY OF YUBA COUNTY



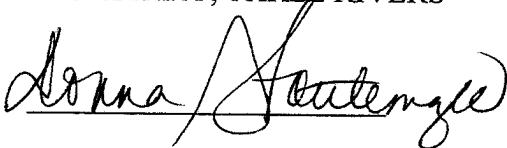
Richard E. Webb, Chairman

BOOKMAN-EDMONSTON, A
DIVISION OF GEI
CONSULTANTS, INC.



Raymond D. Hart
Senior Vice President

ATTEST:
DONNA STOTTEMEYER
SECRETARY, THREE RIVERS



APPROVED AS TO FORM:
DANIEL G. MONTGOMERY
COUNTY COUNSEL





2201 Broadway, Suite 321
Oakland, California 94612
510-835-9838
FAX 510-835-9842

January 8, 2007
050110

Mr. Paul Brunner, Executive Director
Three Rivers Levee Improvement Authority
915 Eighth Street, Suite 115
Marysville, CA 95901

Dear Mr. Brunner:

**Re: Phase 4 Feather River Levee Repair Project -
Segment 2 Setback Levee – Early Permitting and Right-of-Way Activities**

This letter is a follow up to your request to prepare a scope of work and budget to perform critical tasks supporting initial permitting and right-of-way activities for the Feather River Setback Levee. In order to meet TRLIA's schedule for completion of the setback levee by the end of 2008, TRLIA is initiating early permitting and right-of-way activities in advance of TRLIA selection of the setback levee project. The intent of this scope is to address activities that can be undertaken between December 2006 and February 2007 that are critical to meeting the overall planned schedule for the setback levee project. This contract amendment addresses the early permitting activities and engineering support for right-of way to be performed by GEI and EDAW. The right-of way scope of work will be addressed by Bender Rosenthal under separate contract to TRLIA.

SCOPE OF WORK

The scope of work for early permitting and right-of-way support includes the following activities:

Wetland Delineation

Field surveys will be conducted in support of a wetland delineation on properties where access is available in the setback area and along the setback levee alignment. Currently, sufficient access is not available to complete a field delineation in all areas. It is anticipated that access issues will not be resolved in sufficient time to complete a field delineation within the planned project schedule. Therefore, aerial photographs and observations from adjacent properties and public areas will be used to complete the

delineation for properties where access is not available. This approach could result in a somewhat greater area being identified as jurisdictional features than would have occurred had full site access been available. A wetland delineation report will be prepared for verification by the U.S. Army Corps of Engineers (Corps).

Biological Resources Field Surveys

Biological resource field surveys will be conducted on properties where access is available in the setback area and along the setback levee alignment. Surveys will focus on clearly identifying and mapping suitable habitat for giant garter snake (GGS) and mapping the locations of elderberry shrubs. Where access is available, resource surveys and mapping will be at sufficient detail to identify locations where avoidance by construction activities may be a desirable approach, and to quantify impacts to assist with agency consultation and permitting. Currently, sufficient access is not available to complete biological resource field surveys in all areas where sensitive resources may occur. Therefore, in order to meet the planned project schedule, aerial photographs and observations from adjacent properties and public areas will be used to estimate resource locations and extents in these areas. This information will be used to assist with natural resource agency coordination and permitting as described below. However, it should be noted that this approach may result in a greater area being identified as a sensitive resource than would have occurred had full site access been available.

Preliminary concepts will be developed for on-site GGS mitigation in the project vicinity based on findings of the field surveys.

Evaluation of Cultural Resources Site CA-Yub-5

Shovel testing will be conducted along the eastern side of cultural resources site CA-Yub-5 to assist in determining the eastern boundary of the site. The location of the eastern boundary of CA-YUB-5 will be used to determine whether the location of the setback levee alignment should be adjusted to avoid the site.

Additional shovel tests will be conducted around the site, where property access is available, to determine the site boundary and where other project activities (e.g., soil borrow) should be avoided. At this time, property access is available along a portion of the northern and southern boundaries of the site. It is unclear at this time whether the eastern portion of the site spreads into a property where access is currently not available.

In order to meet the planned project schedule, it may be necessary to fully avoid Site CA-Yub-5 during project construction. Although it is anticipated that the site will be avoided, it may still be necessary to determine the significance of the site through further testing to fulfill Corps requirements under Section 106 of the National Historic Preservation Act (NHPA). The site may also need to be protected from future erosion and exposure, as it would be inundated on a more frequent basis once the existing levee is degraded. The potential for protection of the site may also influence the need to determine the significance of the site (e.g., eligibility for listing under the NHPA). Testing programs to determine NHPA eligibility may be significant undertakings, depending on the requirements of the Corps and other agencies. Because of the uncertainty associated with

the testing requirements, and the potential for testing to be a significant cost item, this scope does not address testing of site CA-Yub-5 beyond the identification of the site boundaries described above. As coordination with the Corps proceeds, it will be determined whether further site testing is required, which would be included in a future contract amendment.

Cultural Resources Field Surveys

Cultural resources field surveys will be conducted on properties where access is available in the setback area and along the setback levee alignment. Surveys will focus on areas that were not surveyed in detail when the Phase 4 Feather River Repair Project EIR was prepared. Cultural resource surveys require a clear view of the ground surface to determine whether artifacts or other evidence of cultural resources are present. If, in certain areas, vegetation or other materials obscure the ground surface to the extent that surveys cannot be completed, TRLIA's land agent will be consulted with to determine whether landowners can clear the area (e.g., mow, disk, plow). Areas that cannot be cleared of ground surface obstructions may require cultural resources surveys during detailed design.

Coordination with Corps

Talks with the Corps will be initiated regarding permitting for the setback levee option. Topics of discussion will include permitting under Section 404 of the Clean Water Act, implementation of the 408 process, interaction between the 404 and 408 processes, and NEPA compliance. Specific tasks to be undertaken will consist of coordination of meeting times and dates, preparation of materials for meetings (e.g., agendas, handouts), preparation/compilation of information materials in support of permitting approaches, and preparation/distribution of meeting notes. It is assumed the primary factor affecting the number of meetings to be attended is the availability of Corps staff. This scope includes attendance at up to nine meetings and/or conference calls involving coordination with the Corps, including internal team coordination and strategy meetings.

Coordination with Natural Resources Agencies

Talks will be initiated with the U.S. Fish and Wildlife Service (USFWS), National Marine Fisheries Service (NMFS), and California Department of Fish and Game (DFG) regarding permitting under the federal Endangered Species Act, California Endangered Species Act, and applicable portions of the California Fish and Game Code (e.g., Streambed Alteration Agreements). Specific tasks to be undertaken will consist of coordination of meeting times and dates, preparation of materials for meetings (e.g., agendas, handouts, results of field surveys), preparation/compilation of information materials in support of permitting approaches (e.g., summaries of resources present and impacts, summaries of potential mitigation options), and preparation/distribution of meeting notes. It is assumed the primary factor affecting the number of meetings to be attended is the availability of agency staff. This scope includes attendance at up to 12 meetings and/or conference calls involving coordination with the natural resources agencies, including internal team coordination and strategy meetings.

Reclamation Board Application

Preparation of the encroachment permit application package for The Reclamation Board will begin for construction of the setback levee and tie-ins. This task will involve filling out the application forms, responding to the environmental questionnaire, and compiling necessary documents/information based on the most current understanding of the project. A completed application package will require design drawings as well as relatively detailed information construction activities. Since this information will not be available until well after detailed design has been initiated, application submittal is not a part of this scope.

Setback Levee Alignment

In order to proceed with the early land acquisition and permitting activities, it will be necessary to define the setback levee alignment and footprint, including landside and waterside access corridors. The alignment presented in the Alternatives Analysis Report will be refined to minimize land impacts while maintaining the intended regional water surface reduction benefits. In addition, potential borrow areas and other project impacted areas will be identified and coordinated with TRLIA's land agent.

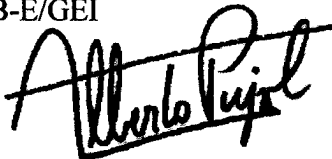
COSTS

The estimated cost to complete the above scope of work is \$115,000.

We are pleased with the opportunity to work with you and your staff on this project. Please call me or Dan Wanket if you have any questions.

Sincerely,

B-E/GEI

A handwritten signature in black ink that reads "Alberto Pujol". The signature is written in a cursive style with a horizontal line striking through the middle of the name.

Alberto Pujol, P.E., G.E
Project Manager