

AMENDMENT NO. 7
AGREEMENT FOR PROFESSIONAL SERVICES
FOR
CONSTRUCTION MANAGEMENT
BETWEEN
THREE RIVERS LEVEE IMPROVEMENT AUTHORITY AND
THE HANDEN COMPANY, INC.

THIS SEVENTH AMENDATORY AGREEMENT is made effective December 18, 2012, by and between Three Rivers Levee Improvement Authority ("TRLIA") and the Handen Company, Inc. ("Consultant"), who agree as follows:

1. **Recitals.** This Amendment is made with reference to the following background recitals:
 - 1.1. Effective March 15, 2006, the parties entered into an Agreement for Professional Services relating to Construction Management for TRLIA's Construction Program.
 - 1.2. Effective December 12, 2006, the parties entered into Amendment 1 to the AGREEMENT in the amount of \$144,000 for a total contract value of \$311,200 and to extend the contract end date to December 31, 2007 .
 - 1.3. Effective January 29, 2008, the parties entered into Amendment 2 to the AGREEMENT in the amount of \$143,800 for a total contract value of \$455,000 and to extend the contract end date to December 31, 2008.
 - 1.4. Effective January 27, 2009, the parties entered into Amendment 3 to the AGREEMENT in the amount of \$197,640 for a total contract value of \$652,640 and to extend the contract end date to December 31, 2009.
 - 1.5. Effective December 15, 2009, the parties entered into Amendment 4 to the AGREEMENT in the amount of \$254,730 for a total contract value of \$907,370 and to extend the contract end date to December 31, 2010.
 - 1.6. Effective November 16, 2010 the parties entered into Amendment 5 to the AGREEMENT in the amount of \$181,700 for a total contract value of \$1,089,070 and to extend the contract end date to December 31, 2011.
 - 1.7. Effective December 6, 2011, the parties entered into Amendment 6 to the AGREEMENT in the amount of \$123,060 for a total contract value of \$1,212,130 and to extend the contract end date to December 31, 2012.
 - 1.8. The parties now desire to amend the Professional Services Agreement to extend the term of services and amend the scope of services.
2. **Seventh Amendment to Agreement.** The Professional Services Agreement is hereby amended as follows:

- 2.1. The Termination Date in Clause 2 and A.2 is amendment to extend to December 31, 2013.
 - 2.2. The scope of services (Attachment A to the Agreement for Professional Services between TRLIA and The Handen Company, Inc.) is replaced by the scope of services attached to this amendment agreement.
 - 2.3. The payment, budget, and not-to-exceed amounts (Professional Services Agreement Attachment A) are amended to include the additional amount of \$127,020 for a total contract amount of \$1,339,150.
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.

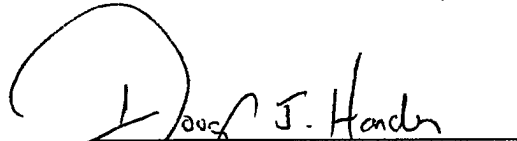
IN WITNESS WHEREOF, the parties hereto have executed this Agreement on _____, 2012.

THREE RIVERS LEVEE IMPROVEMENT
AUTHORITY OF YUBA COUNTY



Paul G. Brunner
Executive Director

THE HANDEN COMPANY, INC.



Douglas J. Handen
President

ATTEST:
DONNA STOTTEMEYER
CLERK OF THE BOARD OF DIRECTORS



APPROVED AS TO FORM:
SCOTT L. SHAPIRO
GENERAL COUNSEL



**The Handen Company, Inc.
3250 Monier Circle, Suite D
Rancho Cordova, CA 95742**

November 30, 2012

Paul Brunner
Executive Director
Three Rivers Levee Improvement Authority
1114 Yuba Street, Suite 218
Marysville, CA 95901

**Re: Scope of Work for Construction Project Management/Consulting for Three
Rivers Levee Improvement Authority- 2013
Feather and Yuba River Levee Projects**

Dear Mr. Brunner,

Please find the enclosed scope of work for The Handen Company, Inc. for the above referenced projects.

The work shall be performed on a time and material basis. The rates have not been increased from the 2009 rates. The proposal includes budgets for separate phases of work to reflect the potential deviations in TRLIA's work for this year. The proposal includes a base scope of work not to exceed the amount of \$ 127,020.

I look forward to continued service to you and TRLIA on these projects. Please contact me to discuss the scope of work to ensure that this scope accurately reflects your needs.

Sincerely,

Douglas J. Handen

SCOPE OF WORK

Services Provided- Project Management Consulting:

Project Descriptions:

- Upper Yuba Levee Improvement Project- Project Closeout and Reporting, Relocation of Utility Poles
- Feather River Segment 3 Elderberry relocation, fence relocation and construction of landside patrol road
- Land Management and environmental coordination for the Bear and Feather River Setback Areas
- Goldfields- Field Coordination/CM
- 200 year certification, construction requirements/CM
- Yuba Levee at Shad Pad Road Repairs- Construction Management/project closeout

Summary of Tasks:

1. Attend TRLIA management meetings
2. Participate in construction meetings
3. Participate in weekly design meeting/conference calls
4. Participate in construction budget review
5. Conduct regular site visits to current projects
6. Coordinate with Construction Management team and Contractors
7. Review and process contract change orders

8. Assist in the preparation of contract documents
9. Track construction schedules
10. Assist in the preparation of reimbursement requests
11. Prepare staff reports and make presentations to the TRLIA Board as necessary
12. Assist in coordination and compliance with project Environmental Permits and requirements
13. Assist TRLIA in acquisition and management of estate as required
14. Assist in coordination with property owners associated with construction activities and project requirements.
15. Inspect TRLIA owned real estate and direct correctional activities and cleanup as required.
16. Work with local Police, Fire, and Reclamation District to with respect to public access, where applicable, on TRLIA owned property
17. Coordinate security camera installation and maintenance, coordinate replacement of public protection signage as required

Fee and Payment:

The above referenced services shall be billed monthly at the following rates:

Principal	\$ 165/hour
Transportation	\$ 0.445/mile

Budget

Please refer to the table below for time/effort budgets for the following time periods:

PRINCIPAL SCOPE	Nov/Dec 2012		January-April 2013		May-December 2013		total hours	\$ @ 165/hour
	avg. hrs./mo	hours	avg. hrs./mo	hours	avg. hrs./mo	hours		
Yuba-Upper Yuba Levee Project Closeout/CM, utility pole relocation	14	28	10	40	4	32	100	16,500
Feather River Segment 3 elderberry relocation, fence relocation, landside patrol road CM	10	20	11	44	22	176	240	39,600
Land Management and Environmental Coordination activities for the Bear and Feather River Setback areas	10	20	10	40	14	112	172	28,380
Goldfields- Field Coordination, CM	0	0	6	24	10	80	104	17,160
200 Year Certification, CM					8	64	64	10,560
Yuba Levee at Shad Pad Road project closeout/CM	20	40	7	28	0	0	68	11,220
		108		176		464	748	123,420

Total Labor base budget = 123,420

Expenses: budget \$300/month = 3,600

Total Budget \$ 127,020