



DATE: November 8, 2012

TO: Governing Board, Intermodal Container Transfer Facility Joint Powers Authority

FROM: Douglas A. Thiessen, Executive Director

SUBJECT: Second Amendment to Contract with Environ International Corporation

The proposed second amendment to the contract with Environ International Corporation (Environ) is for continued Environmental Impact Report (EIR) preparation services related to the Intermodal Container Transfer Facility (ICTF) Modernization and Expansion Project.

On November 10, 2011 the ICTF JPA entered into a one-year, \$150,000 contract with Environ for EIR preparation services. This initial authorization was executed to begin Environ's work with the understanding that additional funding would be needed to complete the EIR. On November 29, 2011 the ICTF JPA Board approved an additional \$1,060,000 bringing the total amount authorized to \$1,210,000. In addition, the ICTF JPA Board also extended the term of the contract until November 10, 2014. The proposed contract amendment includes an increase in the amount of \$350,120 to continue EIR preparation services bringing the total amount authorized to \$1,560,120. The additional authorization would cover Environ's effort related to reanalyzing the project baseline under CEQA.

It is recommended that the Governing Board approve the execution of the proposed amendment to the contract with Environ International Corporation authorizing additional funding in the amount of \$350,120.

It is also recommended that the Board make the following finding:
"The Board finds the activity is administrative activity that will not result in direct or indirect physical changes in the environment, and, as such, is not a "project" as defined by CEQA Guidelines section 15378."

A handwritten signature in blue ink, appearing to read 'D. Thiessen'.

Douglas A. Thiessen
Executive Director

SECOND AMENDMENT TO AGREEMENT BETWEEN
THE INTERMODAL CONTAINER TRANSFER FACILITY
JOINT POWERS AUTHORITY AND
ENVIRON INTERNATIONAL CORPORATION

This Second Amendment to Agreement dated for reference purposes as of October 1, 2012, is entered into between the INTERMODAL CONTAINER TRANSFER FACILITY JOINT POWERS AUTHORITY, a Joint Powers Authority ("ICTF") and ENVIRON INTERNATIONAL CORPORATION, a Virginia corporation ("Consultant")

WHEREAS, ICTF and Consultant entered into an Agreement dated November 11, 2011 for Consultant to provide professional, scientific, expert or technical services to assist the ICTF in preparing the Environmental Impact Report for the proposed ICTF facility modernization project, for a term of one year and compensation of \$150,000 ("Agreement"); and

WHEREAS, pursuant to the First Amendment to Agreement, the Agreement was amended to increase the term to a period of three years and to increase the compensation to \$1,210,000; and

WHEREAS, the parties desire to increase the scope of work and compensation of the Agreement as provided for herein.

NOW, THEREFORE, IT IS MUTUALLY AGREED that the Agreement is hereby amended as follows:

1. Section IV.A. "COMPENSATION," is amended to increase the maximum payable under this Agreement by Three Hundred Fifty Thousand One Hundred Twenty (\$350,120) to a maximum compensation of One Million Five Hundred Sixty Thousand One Hundred Twenty Dollars (\$1,560,120), by deleting the previous provision and replacing it with the following provision:

"A. The maximum payable under this Agreement, including reimbursable expenses (see Exhibit "A"), shall be One Million Five Hundred Sixty Thousand One Hundred Twenty Dollars (\$1,560,120)."

2. Exhibit A, Scope of Work, is hereby amended as follows:

a. The following shall be added the "ICTF *ADEIR Review*" section of Phase I:

"ENVIRON will perform a reanalysis of the ICTF ADEIR to include changing the 2008 Baseline scenario to a 2010 Baseline scenario, additional changes to update modeling/assumption changes. and revisions to the relevant chapters of the EIR and technical appendices."

- b. The Phase I Budget shall be increased by Three Hundred Fifty Thousand One Hundred Twenty Dollars (\$350,120) to Five Hundred Thousand One Hundred Twenty Dollars (\$500,120), by amending the last line under "Phase I" to read as follows:

"Phase I Budget: \$500,120"

Except as amended herein, all remaining terms and conditions of the Agreement shall remain in full force and effect.

IN WITNESS WHEREOF, the parties have executed this First Amendment to Agreement on the date to the left of their signatures.

THE INTERMODAL CONTAINER
TRANSFER FACILITY JOINT POWERS
AUTHORITY, a Joint Powers Authority

Dated: _____

By _____
Douglas Thiessen,
Executive Director

Attest: _____

(Print/type name and title)

ENVIRON INTERNATIONAL
CORPORATION
a Virginia corporation

Dated: _____

By: _____

(Print/type name and title)

Attest: _____

(Print/type name and title)

APPROVED AS TO FORM AND LEGALITY
_____, 20__

THOMAS A. RUSSELL,
ICTF General Counsel