AMENDMENT NO. 4

AGREEMENT FOR PROFESSIONAL SERVICES
FOR
BEAR RIVER LEVEE SETBACK DESIGN
BETWEEN
THREE RIVERS LEVEE IMPROVEMENT AUTHORITY AND
BOOKMAN-EDMONSTON/GEI CONSULTANTS

THIS AMENDMENT TO AGREEMENT is made effective January 23, 2006, by and between Three Rivers Levee Improvement Authority ("TRLIA") and Bookman-Edmonston/GEI Consultants ("Consultant"), who agree as follows:

1. Recitals. This Amendment is made with reference to the following background recitals:

1.1. Effective January 18, 2005, the parties entered into the Agreement for Professional Services relating to TRLIA's Bear River Levee Setback design.
1.2. Effective February 23, 2005, the parties entered into Amendment No. 1 to the Agreement for Professional Services relating to TRLIA's Bear River Levee Setback design for a total of $2,893,160.
1.3. Effective May 25, 2005, the parties entered into Amendment No. 2 to the Agreement for Professional Services relating to TRLIA's Bear River Levee Setback design for a total of $3,716,005.
1.4. Effective October 11, 2005, the parties entered into Amendment No. 3 to the Agreement for Professional Services relating to TRLIA's Bear River Levee Setback design for a total of $6,200,905.
1.5. The parties now desire to amend the Professional Services Agreement to expand scope of services and 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 January 18, 2005) is amended to expand and supplement the scope of work as described by letter dated December 30, 2005 (Exhibit A) to include the following:

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1
Archaeological Investigations $73,260
2006 Biological surveys and monitoring $88,154
Project Levee Designation $33,600
Assist TRLIA in Budget Allocation for DFG Funding $33,600
Grant Application Revisions $14,400
Drawings and Specifications for Second Contract $40,500
PG&E Design Fee $5,000
Additional Borrow Areas Investigations $26,750
Additional Investigations Along Levee Alignment per $42,225
BOSC Meeting

Total $481,214

2.2. The payment, budget, and not-to-exceed amounts (Professional Services Agreement Attachment B) are amended to include the additional amounts of $481,214 for a total contract of $6,682,119.

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 February 7, 2006.

THREE RIVERS LEVEE IMPROVEMENT AUTHORITY OF YUBA COUNTY

Charles K. McClain
Executive Director

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

Raymond D. Hart
Senior Vice President

ATTEST:
DONNA STOTLEMEYER
SECRETARY, THREE RIVERS

APPRISED AS TO FORM:
DANIEL G. MONTGOMERY
COUNTY COUNSEL

Richard E. Webb

2
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<th>Task</th>
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<td>$39,150</td>
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December 30, 2005
050110

Mr. Charles K. McClain, Executive Director
Three Rivers Levee Improvement Authority
915 Eighth Street, Suite 115
Marysville, CA 95901

Dear Mr. McClain:

Re: Change Order Request No. 4, Agreement between TRLIA and B-E/GEI dated January 8, 2005

As communicated to TRLIA staff, we have been performing engineering and environmental services for out-of-scope items, and have been tracking the costs and assessing the impacts to our approved budget. At this time we believe it is necessary to increase our budget to absorb these out-of-scope costs and restore the budget to allow completion of remaining Phase 3 activities. Specifically, B-E/GEI requests an additional $481,214 be added to our contract (original agreement dated January 18, 2005) for a new contract amount of $6,682,119.

The basis for the requested change in scope is described below, and the estimated budget is summarized in Table 1.

Additional Assignments
TRLIA has requested that B-E/GEI add additional work tasks to our current scope of work. These additional work tasks include the following:

- Environmental Mitigation Management – With the entry of Wildlands in the land acquisition and environmental restoration/mitigation process, TRLIA requested that Herb Greydanus assist TRLIA in coordination of the restoration and mitigation projects. The additional coordination requirements to date have included arranging and attending meetings and planning sessions, and preparation of memorandums. Change Order No. 2 addressed some of this additional coordination, but the labor effort included in that change order (80 hours) was not sufficient for the level of effort required. We anticipate that additional coordination for this activity will be required. The requested additional budget for this activity is $25,200.

- Elderberry Relocation – In September TRLIA requested that River Partners, through their subcontract with B-E/GEI, relocate, maintain, and monitor the elderberry shrubs related to the Phase 2 and Phase 3 work. In September 2005 River Partners relocated the two shrubs requiring relocation for the Setback Levee foundation contract, and in October 2005 River Partners relocated the five remaining elderberry bushes requiring relocation for the Phase 2 work. As part of the Stage 2 permitting, one additional shrub
will need to be relocated in 2006. The scope of work also includes irrigation, weed control, monitoring and reporting (per the USFWS "Conservation Guidelines for the Valley Elderberry Longhorn Beetle") from October 2005 to September 2006. The total budget for this activity is estimated to be $45,898.

- **Seed Collection** – In order to be able to begin restoration activities in fall 2006, TRLIA requested in August 2005 that River Partners, through their subcontract with B-E/GEI, collect native plant seeds from the project vicinity in preparation of nursery propagation beginning winter 2005/06. The total budget for this activity is estimated to be $7,525.

- **Phase 1 ESA/Borrow Area Sampling and Chemical Analysis** – CEQA compliance for the setback levee project required that TRLIA perform a Phase 1 environmental site assessment for the setback area and levee foundation, and also perform environmental sampling and analysis of the setback levee embankment borrow material. At the June 2005 TRLIA Management meeting, TRLIA requested that B-E/GEI perform this work. This work, which involved assessment of about 700 acres of land over 10 parcels plus evaluation of 13 abutting parcels, was conducted in July 2005. The total budget for this activity is $45,103.

- **Archaeological Investigations** – Discovery of human remains on the eastern end of the setback levee project area (site CA-Yub-1313 east of Road 512) required archaeological site testing and reporting, and treatment of the human remains. Coordination was conducted with Most Likely Descendant/tribal elders and with several representatives of the Coroner's office and the Sheriff's Department. Site testing has been completed and the report is currently being prepared. Note that work related to the cultural resource discovered during inspection of the trench excavation (site CA-Yub-1312 in the western portion of the site at approximate Sta. 22+00) was addressed under Change Order No. 3. The total budget for this activity is estimated to be $73,260.

- **2006 Preconstruction Surveys and Training, and Construction Monitoring** – Preconstruction surveys and training, and construction monitoring for the 2005 construction season were included in B-E/GEI's budget under Change Order No. 2. These activities for the 2006 construction season are not in our current contract. The following permitting activities are required, in compliance with Corps, USFWS, and DFG permits, prior to and during the 2006 construction:
  - Preconstruction surveys of biological resources
  - Awareness training for construction workers
  - Construction monitoring for sensitive biological resources
  - Construction monitoring for cultural resources when work is conducted near site CA-Yub-1313 (east of Road 512)

  The budget does not include testing and reporting in the unlikely event that additional cultural resources are discovered. The estimated cost also does not include costs for the Native American monitor since we believe there are sufficient funds remaining from the 2005 work (approved under Change Order No. 2). The total budget for this activity is estimated to be $88,154.

- **Project Levee Designation** – B-E/GEI has been assisting TRLIA with planning efforts, including coordination with the Reclamation Board and Corps, related to securing
permits for degradation of the existing levees and certification of the setback levee as the federal Project Levee. To date, efforts have included planning meetings, discussions and meetings with the DWR, Reclamation Board and Corps, and preparation of memorandums and draft letters. The primary lead for B-E/GEI on this effort has been Ray Hart. This activity is in progress. The permit process has been much more complicated than expected and continues to date. Additional budget needed to complete this activity is estimated to be $33,600.

- **Assist TRLIA in Budget Allocation for DFG Funding** – Herb Greydanus has been leading the TRLIA effort in developing the mechanism for DFG implementation funding, including coordination with DFG, developing the cost allocation, and preparation of a funding proposal for TRLIA submittal to DFG. Because DFG does not have precedents or regulations for administering grants of this type, the process is an evolving one with uncertain costs to completion. It is estimated that a total of 160 hours (including about 100 hours already expended) will be required. Additional budget needed to complete this activity is estimated to be $33,600.

- **Grant Application Revisions** – TRLIA has requested that B-E/GEI prepare revised design and implementation grant applications, and coordinate with DWR in grant application revisions. Revised implementation and design grant applications, including supplemental information, were prepared and issued to TRLIA for submittal to DWR. This effort is being lead by Herb Greydanus and is in progress. Additional budget needed to complete this activity is estimated to be $14,400.

**Project Acceleration – Drawings and Specifications for Second Contract**

- TRLIA requested that B-E/GEI proceed with an accelerated schedule that would allow for construction of the setback levee foundation and Feather River tie-in in 2005, and a separate contract for setback levee construction in 2006. While acceleration impacts to the project management and permitting budgets were included in Change Order No. 2, impacts to design activities were not included at the time. Project acceleration required splitting the construction package into two construction contracts. The two construction contracts required preparation of two sets of contract drawings and specifications. The total number of contract drawings is 18 percent greater than originally budgeted assuming a single construction contract, and the total number of specifications is 10 percent higher than budgeted for. While some of the drawings and specifications were similar for both contracts, even those that are similar required extensive modifications to tailor them to the specific construction contract. The cost impact is estimated to be about 4 percent of the budget for drawings and specifications. Additional budget needed to complete this activity is estimated to be $40,500.

**New Data / Design Concepts / Developments**

As the setback levee project has progressed, new data, concepts and developments have evolved that will require additional budget to resolve. These include:

- **PG&E Design Fee** – A $5,000 design fee was required to initiate PG&E processing of the relocated electrical powerlines and raised power poles. In June 2005 TRLIA requested that B-E/GEI include the fee in our design costs and pay PG&E.

- **Additional Investigations Along Levee Alignment per Board of Consultants (BOSC) Meeting** – Stemming from concerns related to the transition from the relatively stiff
Modesto Formation to the relatively soft soils to the east, the Corps and BOSC requested during the October 21, 2005 BOSC meeting that additional geotechnical investigations be conducted along the levee alignment just east of the Modesto Formation. The purpose of the investigation was to determine the lateral extent of soft clay soils and refine the soil properties in order to finalize the lateral extent and height of the stability berm. Investigations included drilling four borings, Shelby tube sampling, laboratory analysis of undisturbed samples, and field vane shear testing in the softer soils observed in the borings. An addendum to the Geotechnical Data Report was prepared to present the results of these investigations. This work enabled the design team to gain confidence with the characterization of the foundation conditions and reduce the proposed berm length by about 300 feet. Additional budget to cover the supplemental investigation is $26,750.

- **Additional Borrow Area Investigations** – Additional geotechnical investigations and laboratory testing were required to evaluate borrow material suitability. These additional investigations were required for several reasons:

  1. Detention basin capacity studies determined that the south detention basin would need to be expanded to develop the required detention capacity. Geotechnical investigations and laboratory testing were conducted in the expanded south detention basin to assess the suitability of the material for levee embankment construction.

  2. Due to the uncertainty in obtaining Reclamation Board and Corps approval for using existing levee material for setback levee construction, a more detailed investigation was performed in the setback levee area (as the preferred alternate borrow source) with the goal of more precisely delineating the usable material. In addition, other alternate borrow sources are being investigated in the event that there is not sufficient suitable material in the setback area for levee construction.

Additional budget to cover the supplemental investigation is $42,225.

A summary of the additional costs which cannot be absorbed in our budget is included in the attached table. We request that you approve a contract increase in the amount of $481,214 for a new amount of $6,682,119. We will continue to manage the project to respond to TRLIA’s needs, minimize cost increases to the extent practical, and communicate issues of concern to TRLIA as they occur.

Please call me, Alberto Pujol, or Dan Wanket if you have any questions.

Sincerely,

BOOKMAN-EDMONSTON

Raymond D. Hart
Senior Vice President

Enclosure