

AMENDMENT NO. 9

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

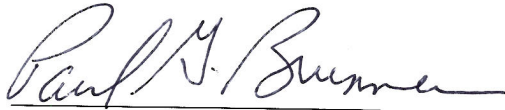
THIS AMENDMENT TO AGREEMENT is made effective September 3, 2008, by and between Three Rivers Levee Improvement Authority ("TRLIA") and Bookman-Edmonston/GEI Consultants, a division of GEI Consultants, Inc. ("Contractor"), who agree as follows:

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. Effective January 16, 2007, the parties entered into Amendment No. 4 to the Agreement for Professional Services relating to TRLIA's Phase 4 Feather River Levee Repair design in the amount of \$115,000 for a total contract value of \$4,931,840.
 - 1.6. Effective April 3, 2007, the parties entered into Amendment No. 5 to the Agreement for Professional Services relating to TRLIA's Phase 4 Feather River Setback Levee design in the amount of \$5,860,244 for a total contract value of \$10,792,084.
 - 1.7. Effective September 18, 2007, the parties entered into Amendment No. 6 to the Agreement for Professional Services relating to TRLIA's Phase 4 Feather

- River Setback Levee design in the amount of \$1,963,660 for a total contract value of \$12,755,744.
- 1.8. Effective April 15, 2008, the parties entered into Amendment No. 7 to the Agreement for Professional Services relating to TRLIA's Phase 4 Feather River Setback Levee design in the amount of \$636,300 for a total contract value of \$13,392,044.
 - 1.9. Effective June 17, 2008, the parties entered into Amendment No. 8 to the Agreement for Professional Services relating to TRLIA's Phase 4 Feather River Setback Levee design in the amount of \$5,671,000 for a total contract value of \$19,063,044.
 - 1.10. The parties now desire to amend the Professional Services Agreement to expand scope of services and base contract fee.
2. **Ninth 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 as described by letter dated September 3, 2008 (Exhibit A) to address an increased level of effort required to prepare the Environmental Impact Statement for Segment 2 and out of scope permitting/construction monitoring activities for the Feather River Levee Repair Project.
 - 2.2. The payment, budget, and not-to-exceed amounts (Professional Services Agreement Attachment B) are amended by the attached Exhibit A to include the additional amount of \$358,200 for a total contract of \$19,421,244.
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.

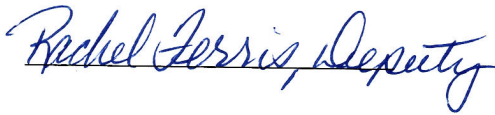
IN WITNESS WHEREOF, the parties hereto have executed this Agreement on
September 9, 2008.

THREE RIVERS LEVEE IMPROVEMENT
AUTHORITY OF YUBA COUNTY



Paul G. Brunner
Executive Director

ATTEST:
DONNA STOTTEMEYER
SECRETARY, THREE RIVERS



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



Raymond D. Hart
Senior Vice President

APPROVED AS TO FORM:
SCOTT L. SHAPIRO
GENERAL COUNSEL, TRLIA

