

## FIRST AMENDMENT TO AGREEMENT FOR CONSULTANT SERVICES

This AMENDMENT TO AGREEMENT is dated for identification this 19th day of August 2020 and amends that certain Agreement for Consultant Services dated April 18, 2018, made by and between the Town of Los Gatos, ("Town,") and Whitlock & Weinberger Transportation, Inc. (W- Trans), ( "Consultant"), whose address is 505 17<sup>th</sup> Street, 2nd Floor, Oakland, CA94612.

### RECITALS

- A. Town and Consultant entered into an Agreement for Consultant Services Agreement on April 18, 2018, ("Agreement"), a copy of which is attached hereto and incorporated by reference as Attachment 1 to this Amendment.
- B. The Town desires to engage Consultant to provide project management services for the Signal Traffic Signal Modernization (a.k.a. Los Gatos Smart Signals project) based on time and materials (T&M).
- C. The Consultant represents and affirms that it is willing to perform the desired work pursuant to this Agreement.
- D. Consultant warrants it possesses the distinct professional skills, qualifications, experience, and resources necessary to timely perform the services described in this Agreement. Consultant acknowledges Town has relied upon these warranties to retain Consultant.

### AMENDMENT

- 2.1 Scope of Services. Consultant shall provide services as described in that certain Proposal dated July 30, 2020, which is hereby incorporated by reference and attached as Exhibit A.
- 2.2 Term and Time of Performance. This contract will remain in effect until June 30, 2023.
- 2.6 Compensation. Compensation for Consultant's professional services for the additional scope of services **shall not exceed \$75,000**, for a **total agreement amount not to exceed \$200,000** inclusive of all costs. Payment shall be based upon Town approval of each task.

All other terms and conditions of the Agreement remain in full force and effect.

IN WITNESS WHEREOF, the Town and Consultant have executed this Amendment.

Town of Los Gatos

DocuSigned by:  
By: Laurel Prevetti 9/11/2020  
853FEE42EB39470  
Laurel Prevetti, Town Manager

Consultant by:

DocuSigned by:  
By: Mark Spencer 9/8/2020  
U88EEB16996A45B...  
Print Name, Title  
Mark Spencer, Vice President and Senior  
Principal

Department Approval:

DocuSigned by:  
Matt Morley 9/8/2020  
BBA0B3B0D8F4484  
Matt Morley  
Director of Parks and Public Works

Approved as to Form:

DocuSigned by:  
Robert W. Schultz 9/10/2020  
2FE0938555B744C  
Robert Schultz, Town Attorney

Attest:

DocuSigned by:  
Shelley Neis 9/11/2020  
B9666F65B1F34F6...  
Shelley Neis, MMC, CPMC  
Town Clerk



July 30, 2020

Ms. Ying Smith  
Town of Los Gatos  
41 Miles Avenue  
Los Gatos, CA 95030

## **Proposal for On-Call Services as Project Manager for Implementation Phase of the Los Gatos Smart Signals project**

Dear Ms. Smith;

W-Trans is pleased to present this proposal for continued project management services for the system evaluation and engineering phases of the controller upgrade and system purchase projects. Our original scope, written in April 2018, was prepared in response to the Town's broad request for on-call services and included our best estimation of work tasks at the time, including:

- Scheduling;
- Conducting meetings and preparing progress reports;
- Facilitating work of the selected System Vendors, Econolite, including providing Town-furnished items, reviewing materials submittals, monitoring schedule, budget, and contract completion status, and system acceptance;
- Facilitating work of the selected design consultant, Iteris, including providing Town-furnished items, coordinating work with system vendor, monitoring schedule, budget, and contract completion status, and reviewing plan submittals;
- Finalizing the Request for Proposals for the System Performance Measure and Virtual Bike Detection contract, reviewing proposals and selecting a vendor, providing Town-furnished items, monitoring schedule, budget, and contract completion status, and system acceptance; and
- Various on-call assignments that might become necessary.

Of these tasks, facilitating work and providing Town-furnished items of Econolite and Iteris has already begun, and preparing the first draft of the RFP for SPM and VBD vendor is complete

Tasks to be addressed over the next year of project development are described in the following section.

### **Scope of Services**

1. Project management and oversight, including:
  - a. Maintain schedule: To include tracking funding deadlines and E76 approval status.
  - b. Meetings and progress reports: W-Trans will continue to schedule periodic informal meetings with Town staff and other involved parties with a focus on deliverables and due dates. We will provide monthly progress reports. Following each meeting we will prepare meeting notes.
  - c. Grant funding: Includes coordination with MTC to determine requirements, verifying that the NEPA/CEQA filing already completed by MTC is adequate, and working with Town staff to submit reimbursement requests to MTC.
2. Facilitating work of the selected System Vendor, Econolite, including:
  - a. Monitoring schedule, budget, and contract completion status
  - b. Responding to requests for information or clarifications
  - c. Coordinating work with other vendors or consultants
  - d. Reviewing deliverables and coordinating comments with Town staff
  - e. Review signal timing recommendations
  - f. Attending or coordinating system training sessions

Ms. Ying Smith

Page 2

July 30, 2020

- g. Attending progress meetings every other week
3. Facilitating work of the selected design consultant, Iteris, including:
    - a. Monitoring schedule, budget, and contract completion status
    - b. Responding to requests for information or clarifications
    - c. Coordinating work with selected vendors
    - d. Reviewing deliverables and coordinating comments with Town staff
    - e. Attending progress meetings every other week and monitoring status of action items
  4. Finalizing the Request for Proposals for the System Performance Measure and Virtual Bike Detection vendor, reviewing proposals, developing a short list and interviewing firms (if needed), and selecting a vendor.
  5. Facilitating work of the selected System Performance Measure and Virtual Bike Detection vendor, including:
    - a. Monitoring schedule, budget, and contract completion status
    - b. Responding to requests for information or clarifications
    - c. Facilitating requests for information to be furnished by the Town or other contracted parties
    - d. Reviewing deliverables and coordinating comments with Town staff
    - e. Attending progress meetings every other week and monitoring status of action items
    - f. System acceptance
  6. On-Call Services: W-Trans will provide additional services that are not already described in Tasks 1 through 5 on an as-needed basis. All on-call work will be documented via an email describing the scope, fee, and schedule before starting work.

**Exclusions:** The scope of services does not include items that are not specifically identified above. Any additional services needed would be provided on a time and materials basis after receiving written authorization.

## Schedule and Budget

The schedule for services in Tasks 1 through 5 will match the schedule submitted to MTC. On-call services are expected to occur over the next 12 months.

Our services will be conducted on a time and materials basis at the rates indicated on the enclosed sheet; note that a new rate schedule will be provided in January 2021 for services that occur next year. Monthly invoices will be provided electronically unless a hard copy via mail is requested. The estimated maximum fee is \$75,000.

I will be your primary contact for these services. Please contact me at (650) 314-8313 or [sfitsimons@w-trans.com](mailto:sfitsimons@w-trans.com) if you have any questions about this proposal. Please issue a Purchase Order if you wish to initiate services. This proposal will remain a firm offer for 90 days from the date of this letter. Thank you for giving us the opportunity to propose on these services.

Sincerely,



Steve Fitzsimons, PE  
Principal

SMF/smf/LGA006.P3

Enclosures: 2020 Fee Schedule, Project Fee Estimate



## Fee Schedule

### 2020 Staff Billing Rates

Position	Billing Rate (per hour)
Senior Principal	\$280 – \$305
Principal	\$220 – \$260
Senior Engineer/Planner	\$195 – \$210
Engineer/Planner	\$150 – \$160
Associate Engineer/Planner	\$135 – \$150
Assistant Engineer/Planner	\$115 – \$125
Technician/Administrative	\$95 – \$110
Intern	\$30 – \$80
Field Technician	\$30 – \$75

### 2020 Expense Charges

Item	Charge
Mileage	\$0.63/mile*
Services and Expenses	10% surcharge

These rates are valid for work performed prior to December 31, 2020. Work performed after January 1, 2021, and any subsequent year may be billed at the revised rates established for that year.

\* Mileage charge will be based on the IRS Standard Mileage Rate (set at \$0.575 effective January 1, 2020) plus 10 percent.

490 Mendocino Avenue, Suite 201 **SANTA ROSA**, CA 95401 707.542.9500

505 17<sup>th</sup> Street, 2<sup>nd</sup> Floor **OAKLAND**, CA 94612 510.444.2600

1276 Lincoln Avenue, Suite 204 **SAN JOSE**, CA 95125 650.314.8313

[w-trans.com](http://w-trans.com)

**Los Gatos ATMS On-Call Support, Phase 3  
W-Trans Fee Estimate**

Task	HOURS BY STAFF MEMBER					Total Hours
	Steve Fitzsimons	Associate 4	Associate 2	Admin 2	Misc	
1. Project Management and Oversight	30	0	0	20	\$0	50
2. Facilitate Econolite Work	47	0	117	0	\$80	164
3. Facilitate Iteris Work	38	0	49	0	\$80	87
4. Finalize SPM-VDB Vendor RFP	39	22	0	8	\$40	69
5. Facilitate SPM-VBP Vendor Work	17	50	0	0	\$60	67
	171	72	166	28	\$260	437

Task	FEE AT HOURLY RATES INDICATED					TOTAL
	\$220	\$150	\$140	\$110	LS	
1. Project Management and Oversight	\$6,600	\$0	\$0	\$2,200	\$0	\$8,800
2. Facilitate Econolite Work	\$10,340	\$0	\$16,380	\$0	\$80	\$26,800
3. Facilitate Iteris Work	\$8,360	\$0	\$6,860	\$0	\$80	\$15,300
4. Finalize SPM-VDB Vendor RFP	\$8,580	\$3,300	\$0	\$880	\$40	\$12,800
5. Facilitate SPM-VBP Vendor Work	\$3,740	\$7,500	\$0	\$0	\$60	\$11,300
	\$37,620	\$10,800	\$23,240	\$3,080	\$260	\$75,000

These rates are valid for work performed prior to December 31, 2020. Work performed after January 1, 2021, and any subsequent year may be billed at the revised rates established for that year. Mileage charges will be based on the IRS Standard Mileage Rate (set at \$0.575 effective January 1, 2020; subject to change) plus 10 percent.