

**TOWN OF TRUCKEE
FIRST AMENDMENT TO
TRUCKEE SPRINGS RIVER FRONT OPEN SPACE AND TRAIL SYSTEM
COST SHARE AGREEMENT**

PARTIES: The Town of Truckee (“Town”) and Truckee Donner Land Trust, a California corporation (“TDLT”) (collectively, the “Parties”) hereby agree to enter into this First Amendment to the Truckee Springs River Front Open Space and Trail System Cost Share Agreement between the Parties dated December 2, 2020, under which Town and TDLT agreed to share costs with the development of several improvements on the Truckee Springs parcel (“Agreement”).

AMENDED TERMS OF AGREEMENT:

This First Amendment shall modify the Agreement as follows:

Pursuant to Section 1.1 of Article 1 of the Agreement, the Town and TDLT acknowledge that they have met and conferred because the low bid for bridge construction exceeded \$2,500,000. As a result of the meet and confer process, the Town and TDLT desire to establish the updated construction cost sharing amounts, as well as an updated TDLT payment schedule. The funding share percentages identified in Article 1 of the Agreement shall remain in effect, but the updated funding estimates are as follows:

Total Estimated Construction and Soft Costs

| Agency | Construction Amount | With 10% Contingency and Soft Costs |
|---------------|----------------------------|--|
| TDLT | \$ 5,600,091.77 | \$ 6,490,339.38 |
| TOT | \$ 6,354,343.65 | \$ 7,349,812.01 |
| TDPUD | \$ 440,851.89 | \$ 520,358.67 |
| Total | \$ 12,395,287.32 | \$14,360,510.05 |

Summary of TDLT Costs

| Item | Sum of Item-Specific Bid Items | Share of Construction General Items | Total Construction Bid Amount | 10% Contingency | Soft Costs | Total Construction Costs |
|---|---------------------------------------|--|--------------------------------------|------------------------|-------------------|---------------------------------|
| Bridge | \$4,016,790 | \$564,543 | \$4,581,333 | \$458,133 | \$270,796 | \$5,310,262 |
| Other Costs (trailhead, parking, S. River extension, etc.) | \$894,835 | \$123,924 | \$1,018,759 | \$101,876 | \$59,443 | \$1,180,078 |
| Total | \$4,911,625 | \$688,467 | \$5,600,092 | \$560,009 | \$330,238 | \$6,490,339 |

TDLT shall deposit with the Town the following amounts by the dates specified:

1. \$3,300,000 within 10 days of bid award.
2. \$1,650,000 by July 1, 2022.

The Town and TDLT mutually desire to maintain the 75% / 25% funding split for the bridge and TDLT's 100% funding share for the trailhead, parking, and extension of S. River Street. The Town will pursue potential cost-saving changes to the proposed bridge and any substantial change to the bridge design will need to be reviewed and approved by both Parties. TDLT shall diligently pursue fund-raising activities to fund its funding share (as calculated based on actual costs) and work with the Town to close funding gaps.

NO OTHER AMENDMENT: Except as modified by this First Amendment, the Agreement remains binding on the Parties in full force and effect according to its terms. In the case that the terms of this Amendment and the original Agreement conflict, the terms of this agreement shall supersede the original Agreement.

EFFECTIVE DATE: This First Amendment shall become effective as of the date of the latest signature set forth below.

INCORPORATION OF FIRST AMENDMENT: From and after the effective date of this First Amendment, wherever the term "Agreement" or contract appears in the Agreement, it shall be read and understood to mean the Agreement as amended by this First Amendment.

COUNTERPARTS: This First Amendment may be executed in counterparts, each of which shall constitute an original and all of which together shall constitute one fully executed First Amendment.

AUTHORITY TO EXECUTE: Each signatory executing this First Amendment on behalf of the Party below warrants that he or she is authorized to enter into and bind that Party to the terms of this First Amendment.

IN WITNESS WHEREOF, the Parties hereto have caused this First Amendment to be executed on the Effective Date.

TOWN OF TRUCKEE

Approved by:

Jen Callaway, Town Manager

Date

TRUCKEE DONNER LAND TRUST

Approved by:

John Svahn, Director

Date