

AMENDMENT NO. 5
to
AGREEMENT
between
SANTA BARBARA COUNTY ASSOCIATION OF GOVERNMENTS
and
WSP USA, Inc.

The Agreement (hereinafter AGREEMENT) made by and between the SANTA BARBARA COUNTY ASSOCIATION OF GOVERNMENTS (hereafter "SBCAG") and WSP USA, INC. (hereafter "CONTRACTOR") having its principal place of business at 425 Market Street, 17th Floor, San Francisco, CA 94105 and collectively referred to as the "PARTIES" and executed on June 27, 2017, is hereby amended ("AMENDMENT NO. 5") as follows:

1. Exhibit B "Agreement Cost & Payment Arrangements" Section A is deleted and replaced in its entirety as follows:
 - A. For CONTRACTOR services to be rendered under this AGREEMENT, CONTRACTOR shall be paid a total AGREEMENT amount, including cost reimbursements, up to and not to exceed **\$845,000**
2. Exhibit B "Agreement Cost & Payment Arrangements" Section F is deleted and replaced in its entirety as follows:

The table below summarizes funding allocation, funding authorization, and approved task orders, including TASK ORDER NO. 6

Agreement	Authorization Date	Amount Allocated	Exhibit B, Section A Agreement Amount Running Total Not to Exceed
Master Agreement	6/27/2017	\$250,000	\$250,000
Amendment No. 1	6/29/2018	\$175,000	\$425,000
Amendment No. 2	8/8/2019	\$125,000	\$550,000
Amendment No. 3 for Segment 4A	7/31/2020	\$25,000	\$575,000
Amendment No. 4 for Segments 4B-4E	7/31/2020	\$210,000	\$785,000
Amendment No. 5 for Segment 4A	TBD	\$60,000	\$845,000

Task Orders (TO)	Date	Agreement Amount/ Balance (A)	Amendment (B)	TO Amount (C)	Unused Agreement Amount (D) = (A)+(B)-(C)	TO Amount Remaining Unused (E)	Exhibit B, Section A Agreement Amount <u>Running Total</u> Not to Exceed (F) = (D) + (E)
TO No. 1	6/27/2017	\$250,000	\$0	\$197,330	\$52,670	\$0	\$52,670
TO No. 2	7/1/2018	\$52,670	\$175,000	\$225,436	\$2,234	\$90,436	\$92,670
TO No. 3 – 4A to 4E	8/8/2019	\$92,670	\$125,000	\$204,553	\$13,117	\$25,000	\$38,117
TO No. 4 for Segment 4A	7/31/2020	\$38,117	\$25,000	\$58,842	\$4,275	\$0	\$4,275
TO No. 5 for Segments 4B-4E	7/31/2020	\$4,275	\$210,000	\$206,759	\$7,516	\$0	\$7,516
TO No. 6 for Segment 4A	TBD	\$7,516	\$60,000	\$61,822	\$5,694	\$0	\$5,694

3. Exhibit A6 “Scope of Services – Task Order No. 6 for Segment 4A” is added to the AGREEMENT as attached hereto.
4. Exhibit B6 “Detailed Budget of Hours and Cost – Task Order No. 6 for Segment 4A” is added to the AGREEMENT as attached hereto.
5. **Counterparts.** This Amendment No. 5 may be executed in several counterparts, all of which taken together shall constitute a single agreement between the PARTIES.
6. **Ratifications.** The terms and provisions set forth in this AMENDMENT NO. 5 shall modify and supersede all inconsistent terms and provisions set forth in the AGREEMENT, AMENDMENT NO. 1, AMENDMENT NO. 2, AMENDMENT NO. 3, and AMENDMENT NO. 4. The terms and provisions of the AGREEMENT, AMENDMENT NO. 1, AMENDMENT NO. 2, AMENDMENT NO. 3, and AMENDMENT NO. 4, except as expressly modified and superseded by this AMENDMENT NO. 5, are ratified and confirmed and shall continue in full force and effect, and shall continue to be legal, valid, binding and enforceable obligations of the PARTIES.

(Signatures on following page.)

IN WITNESS WHEREOF, the PARTIES have executed this AMENDMENT NO. 5 to be effective on the date when fully executed by both PARTIES.

CONTRACTOR

**SANTA BARBARA COUNTY
ASSOCIATION OF GOVERNMENTS**

By: _____
John Fisher
San Francisco Office Area Mgr

By: _____
Holly Sierra
Chair, Board of Directors

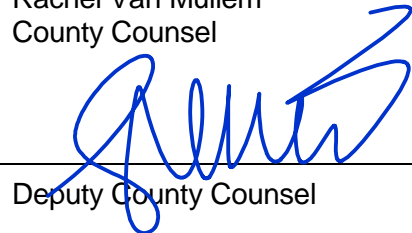
Date: _____

Date: _____

Attest:
Marjie Kirn
Executive Director
Clerk of the Board

By: _____

Approved as To Form:
Rachel Van Mullem
County Counsel

By: 

Deputy County Counsel

Exhibit A6

Scope of Services – Task Order No. 6 for Segment 4A

TASK 6A: Maps, Visuals, Graphics

Description: The CONTRACTOR will create Hwy 101 widening graphics including maps and materials for Segment 4A. These may include: component maps with staging color coded, road sign designs, detour maps, as well as presentation and report graphics and production, additional community outreach maps and graphics highlighting closures and temporary detours, and assistance with photo-simulations.

TASK 6B: Community Update Brochure and Mailing

Description: The CONTRACTOR will craft, design, and produce a community overview brochure for the Hwy 101: Carpinteria to Santa Barbara project highlighting progress, upcoming activities, and key project construction for Segment 4A.

TASK 6C: Photography for Public Outreach and Sims

Description: The CONTRACTOR will provide on-call photography, coordination of aerial photography, and background photography for photo-sims. Photography is based on construction progress in Segment 4A and used for construction updates, website updates and design. Every effort will be made to combine on-site photography trips across projects but will respond to construction schedules as needed.

Develop an online photo gallery with the option for users to view and download project photos.

TASK 6D: Corridor Improvement Video

Description: The CONTRACTOR will create a corridor improvement video for Hwy 101 funding submittals, project design, permitting, and public outreach as budget allows. Video can include up to 3 testimonials related to Hwy 101 congestion impacts and need for multimodal solutions.

TASK 6E: Milestone Event

Description: The CONTRACTOR will create a milestone event to mark the completion of construction for 4A. This can include a press release, speaker talking points, event coordination, display materials, event set-up, speaker preparation, and media coordination.

TASK 6F: Web Design

Description: The CONTRACTOR will create new webpage designs and content for SBROADS.com and the Current Construction site. Make annual design changes for detour routes per segment.

TASK 6G: Web Content Updates

Description: The CONTRACTOR will continue with ongoing weekly and biweekly website revisions and construction updates to both SBROADS.com and the Hwy 101: Carpinteria segment.

TASK 6H: Photo-sim Support

Description: The CONTRACTOR will provide support with planning, photos, strategy, and coordination for photo-sim development for parallel projects and 4A projects.

TASK 6I: Project Management, Admin. And Data Table Production

Description: The CONTRACTOR will provide project administration with spreadsheets of monthly contract billing separated into segment area. Following key incidents or community issues, the CONTRACTOR will provide a data table (baseline and up to 4 key issues for the year) showing key concerns and inquiries timed to coincide with the following billing cycle.

TASK 6J: Web Development and Programming

Description: The CONTRACTOR will continue web development and programming in support of ongoing weekly and biweekly website revisions and construction updates to both SBROADS.com and the Hwy 101: Carpinteria segment. The CONTRACTOR will support transition of the current web-based e-mail tool for SBRoads.com.

TASK 6K: Photo-simulations of Proposed Project

Description: The CONTRACTOR will develop photo-simulations of proposed final improvements for parallel projects and 4A projects as needed. Total number of photo-sims is assumed at approximately 20 views (2-3 views per 8 parallel projects, 4-8 other supporting views). Each view may contain alternatives or successive stages of development for up to 2 iterations of each view. The CONTRACTOR will capture required photographs for each view.

TASK 6L: Project Management and Administration

Description: The CONTRACTOR will provide overall project coordination, administration and billing support

**Exhibit B6
Detailed Budget of Hours and Cost – Task Order No. 6 for Segment 4A**

Task	Description	Project Segment 4A
6A	Maps, Visuals and Graphics for 101HOV	\$5,000
6B	Community Update Brochure and Mailing	\$5,500
6C	Photography for Public Outreach and Sims	\$6,152
6D	Corridor Improvement Video	\$3,200
6E	Milestone Event	\$15,015
6F	Web Design	\$3,000
6G	Web Content Updates	\$7,678
6H	Photosim Support	
6I	Project Management, Admin., Data Tables	\$750
6J	Web Development, Programming	\$2,000
6K	Photo-sim Production	
6L	Project Management and Admin.	\$2,000
Subtotal Labor		\$50,294
Expenses		
	Aerial Photography	\$1,700
	Videography/Drone Footage	\$2,000
	Brochure Printing and Postage	\$7,500
	Mileage	\$175
	Printing	\$153
	Travel Expense	
Subtotal Expenses		\$11,528
Total Task Order No. 6		\$61,822