

**FIFTH AMENDMENT TO CONSULTANT SERVICES CONTRACT BETWEEN THE
CITY OF WATSONVILLE AND MOORE IACOFANO GOLTSMAN, INC.,
A CORPORATION DBA MIG, INC.**

THIS FOURTH AMENDMENT TO CONTRACT for consultant services is entered into by and between the **City of Watsonville ("City")** and **Moore Iacofano Goltsman, Inc., a corporation dba MIG, Inc. ("Consultant")** this _____ day of _____, 20____. The City and Consultant agree as follows:

RECITALS

WHEREAS, City and Consultant have previously executed a Consultant Services Contract for on-call planning services dated July 23, 2018 for \$30,000; and

WHEREAS, the agreement was set to expire June 30, 2019; and

WHEREAS, a First Amendment to the Contract extended the time period from June 30, 2019 to June 30, 2020; and

WHEREAS, a Second Amendment to the Contract extended the time period from June 30, 2020 to June 30, 2021; and

WHEREAS, a Third amendment to the existing contract increased the total budget by \$235,000 in order to provide planning services for 5 development projects and extended the time period from June 30, 2021, to June 30, 2022, inclusive; and

WHEREAS, on January 25, 2022, the City Council approved a Fourth Amendment to the contract to add to the scope of work to include environmental review services for the proposed distribution facility at 200 Manabe Ow Road, and increase contract amount by \$127,386 (from contract amount prior to this amendment of \$265,000 to \$392,386); and

WHEREAS, on January 5, 2022, the City received an application for a Special Use Permit and Design Review with environmental review for a new logistics/distribution facility located at 100 Manabe Ow Road; and

WHEREAS, a Fifth amendment to the existing contract is requested in order to extend the timeline of the contract to June 30, 2023 inclusive, and to provide environmental review services for the proposed logistics/distribution facility at 100 Manabe Ow Road; and

WHEREAS, the amendment will increase the total budget by \$89,171; and

WHEREAS, the total compensation for the current contract and proposed amendment will not exceed \$481,557; and

WHEREAS, the City will recover costs for consultant services through a reimbursement agreement with the development proponents; and

WHEREAS, the amendment of the Contract for Consultant Services is in the best interest of the City of Watsonville.

NOW, THEREFORE, the City and the Consultant agree that the Contract shall be amended as follows:

Section 1 is hereby amended to read:

“Section 1 and Exhibit “A” both entitled “Scope of Services” of the Contract are hereby amended to include environmental services related to the Manabe-Ow West project at 100 Manabe-Ow Road specified in Exhibit “A” entitled “Fifth Amendment to Scope of Work,” which is attached hereto and incorporated herein.”

Section 2 is hereby amended to read:

“Section 2 entitled “Term of Contract” of the Contract is hereby amended to read, “The term of this Contract shall be from July 1, 2018 to June 30, 2023, inclusive.”

Section 4 is hereby amended to read:

“Section 4 and Exhibit “C” both entitled “Compensation” of the Contract are

hereby amended to provide an additional amount of compensation of Eighty nine thousand, one hundred and seventy one Dollars (\$89,171) for professional services specified in Exhibit "C" entitled "Fourth Amendment to Compensation", which is attached hereto and incorporated herein."

All other terms and conditions of the Contract dated July 23, 2018, as amended, shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have executed this First Amendment to Consultant Services Contract the day and year first hereinabove written.

CITY OF WATSONVILLE

**MOORE IACOFANO GOLTSMAN, INC.
A CORPORATION DBA MIG, INC.**

By _____
Tamara Vides, City Manager Pro-Tempore

By _____
Daniel S. Iacofano
President and CEO

ATTEST:

By _____
Beatriz Vázquez Flores, City Clerk

APPROVED AS TO FORM:

By _____
Samantha W. Zutler, City Attorney

EXHIBIT "A"

FIFTH AMENDMENT TO SCOPE OF WORK

MIG Inc. will provide general planning services to the City of Watsonville on a contract basis. Service may include, but are not limited to, development project review, environmental analysis in compliance with CEQA, long-range planning initiatives (e.g. General Plan and Zoning Ordinance revisions), and urban design services. All services will be provided as directed by the City's project manager.

MIG shall provide environmental services related to the Manabe-Ow West project at 100 Manabe-Ow Road as described in the Resolution approving the amendment.

memo berkeley

to **Matt Orbach, Principal Planner**

from **Mike Campbell, Director of Environmental Analysis**

re **City of Watsonville – Scope of Work and Budget Estimate for Ohlone Parkway Industrial Project CEQA Review**

date **3/10/22**

PROJECT UNDERSTANDING

The project site is a 13.4-acre property located at the southeast corner of Manabe Ow Road and Ohlone Parkway within the Manabe-Ow Business Park Specific Plan. The property has a land use designation of *Industrial Land* on the City's General Plan and is designated for *Business Park* uses by the Manabe Ow Business Park Specific Plan. The property is currently vacant and mostly disturbed by earthwork activities. Manabe Ow Road is fully improved along the northern frontage of the property and Ohlone Parkway is partially improved along the northeastern portion of the site.

Proposed Project

The project applicant is proposing to develop the subject property with a Class A logistics/distribution center that will include 170,328 square feet of warehouse space, 10,000 square feet of office space (inclusive of 5,000 square feet of mezzanine office), 38 dock loading doors, 129 auto parking stalls, 82 trailer stalls, and associated improvements. The proposed warehouse is a conditionally permitted use in the Manabe-Ow Business Park Specific Plan Business Park designation. The tenant is undetermined at this time, however, the project applicant intends to develop the property consistent with City zoning, policies, and the vision of the Specific Plan. Subsequent uses of the project could include indoor warehousing/storage for dry or cold goods, truck-trailer/container storage, and other uses permitted by the Specific Plan. The Specific Plan permits light industrial uses within the Business Park District, and warehouses exceeding 30 percent of the floor area of a business will require a Special Use Permit. In addition, a Special (Conditional) Use Permit is required for any use with the potential to generate significant impacts such as noise. The Watsonville Zoning Ordinance requires Design Review for new construction. The proposed project

would therefore be subject to the approval of a Design Review and a Tier Two Special Use Permit by the Planning Commission.

CEQA

The California Environmental Quality Act (CEQA) requires an initial study for subsequent projects for which a Master Environmental Impact Report (Master EIR) was prepared (CEQA Guidelines Section 15177). The initial study must analyze whether the project may cause any significant effect on the environment that was not examined in the Master EIR and whether the project was described in the Master EIR as being within the scope of the report. Because the Master EIR was certified October 26, 2010, additional analysis may also be required. Based on the initial study, if the City determines that the proposed project will have no additional significant effect on the environment that was not identified in the master environmental impact report and that no new or additional mitigation measures or alternatives may be required, no new environmental document would be required.

MIG has generated the following scope of work and cost estimate to be used as a Task Order under the existing contract. This scope assumes that the applicant will apply for a Special Use Permit, Design Review and Environmental Review, which must be approved by the Planning Commission.

This scope assumes an Initial Study (IS) will be required because the Master Environmental Impact Report (Master EIR) prepared for the Manabe-Ow Specific Plan was certified more than five years ago. Subject to the findings and conclusions, the IS would be assumed to result in a Mitigated Negative Declaration (MND). If the IS indicated that the project would result in significant unavoidable impacts, an EIR would be required, and a separate scope and fee proposal could be prepared.

SCOPE OF WORK

MIG will coordinate with City of Watsonville Staff to complete the following tasks.

Task 1 – Project Kickoff and Data Review

Upon authorization to proceed, MIG will coordinate a project kick-off meeting with the client/applicant. The kickoff meeting could include a site visit or a virtual meeting to discuss:

- Roles and responsibilities and lines of communication

- Identify project data needs
- Confirm project deliverables
- Identify potential regulatory or agency needs/concerns; and
- Confirm project schedule

The site visit will also allow us to gain an understanding of the project context, to document project site conditions for the project description and to document conditions of concern for the environmental analysis.

During this task MIG staff would prepare a comprehensive data request outlining the information needed from the client for the CEQA analysis. MIG would also begin to collect available project information (documents, maps, reports, etc.).

Task 2 – Administrative Draft Initial Study/Mitigated Negative Declaration

MIG will review the project site, review technical reports provided by the applicant, conduct additional desk top research, and review relevant regulatory plans. If at any point in the preparation of the IS MIG identifies a potential project impact that cannot be mitigated, MIG will notify the City immediately and engage in discussions of whether to proceed into preparation of an EIR.

Based on the project plans submitted by the applicant, MIG will draft a Project Description for City staff to review as part of this task. Upon approval of the Project Description by the City, MIG will proceed to prepare the Administrative Draft IS.

MIG will submit an Administrative Draft IS for review by the City and applicant that contains the following major sections

- Introduction – this section will describe the purpose and organization of the IS, the need for the IS pursuant to CEQA Guidelines, and the intent of the document. The intent is to provide the City with detailed information about the project’s environmental effects and any measures required to mitigate potentially significant impacts.
- Project Description – This will serve as the basis for all subsequent analysis of environmental impacts and thus is an essential chapter of the IS. The project description will provide a thorough and comprehensive description of all aspects of the proposed project including project purpose, design, construction and maintenance of the project, project timing and duration, and permits and approvals

required for the project. Information for the project description will be obtained in coordination with the Client and the City.

- CEQA Checklist – MIG will describe physical changes to the environment that would result from construction and operation of the project by answering the questions on the IS checklist contained in Appendix G of the State CEQA Guidelines (14 CCR 15000 et seq).

MIG anticipates that the project will have little or no impacts in many of the resource areas analyzed under CEQA, including Aesthetics, Agriculture and Forestry Resources, Energy, Geology and Soils, Land Use and Planning, Mineral Resources, Population and Housing, Public Services, Recreation, Utilities and Service Systems, and Wildfires. These areas will not be addressed in detail in the IS, however, answers will be provided for all checklist questions (answers may be grouped if appropriate). We anticipate the IS to address the following subject areas in more detail in order to demonstrate consistency with regulatory requirements (state, federal or local), address typical public concerns, and to substantiate less than significant impact findings: Air Quality and Greenhouse Gas Emissions, Biological Resources, Cultural Resources, Hazardous Materials, Hydrology and Water Quality, Noise, and Transportation.

This Task assumes that the following technical reports prepared by qualified consultants will be provided by the project applicant for use by MIG in the preparation of the IS:

- Noise
- Transportation (traffic)

Air Quality (Including Health Risk Assessment, or HRA)

MIG will prepare a clear and concise technical report that fully evaluates the proposed project's potential air quality impacts in accordance with Appendix G of the CEQA Guidelines. MIG proposes to use the California Emissions Estimator Model (CalEEMod, Version 2016.3.2) to estimate the potential emissions generated by the construction and operation of the proposed project. The model run would be based on project-specific information provided by the applicant and the City, including project-specific trip generation rates obtained from the project's traffic report. The resulting emissions estimates will be compared to CEQA significance thresholds maintained by the Monterey Bay Air Resources District (MBARD).

The proposed project site is located within 1,000 feet of sensitive residential receptors (located north of the site). In addition, the census tract for the

proposed project (6087110400) is considered a Disadvantaged Community pursuant to SB535. Due to this, MIG proposes to prepare a quantitative HRA that evaluates potential adverse health risk associated with diesel PM emitted by construction equipment and distribution trucks (including on-site idling emissions). MIG would use the U.S. EPA-approved and MBARD-recommended regulatory model (AERMOD) to predict exposure to concentrations of pollutants at sensitive receptor locations and quantify associated health risks. The project's potential health risks will be compared against MBARD carcinogenic and chronic risk thresholds. MIG anticipates control measures will be required to reduce construction equipment and truck emissions to the lowest feasible levels to reduce potential adverse health risks at sensitive receptor locations. Furthermore, the proposed project site is located directly east of another proposed project. MIG will evaluate potential cumulative air quality impacts pursuant to MBARD CEQA guidelines.

To achieve the proposed scope of work within the currently identified budget, MIG's proposal assumes:

- The Applicant will provide a plan set to base technical modeling information on.
- The Applicant will make reasonable attempts to respond to all requests for technical information necessary to prepare the technical reports, including requests pertaining to construction phasing, existing and proposed equipment operations and emissions levels, operating schedules, etc.
- MIG's SOW includes up to 4 CalEEMod runs to estimate unmitigated/mitigated project emissions and 2 AERMOD runs (for the proposed HRA).

The development of additional modeling inputs and files due to project changes made after MIG has completed these model runs may be subject to additional compensation (depending on the nature of the changes and budget remaining at the time of the change).

Biological Resources

MIG biologists will perform the following tasks to ascertain a current assessment of existing conditions in the Biological Resources section of the Initial Study:

- Review the existing reports, current database information (CNDDDB, IPac, NWI, eBird, iNaturalist, etc.), and recent aerial photography (Google Earth) for orientation to the project site.

- Following the initial review, a MIG biologist will visit the site and confirm existing conditions. If site conditions have changed, the changes will be mapped using a GPS unit, and the information will be uploaded to GIS.
- Once the site visit is completed MIG will prepare a Biological Resources Report that includes updated project setting and updated regulatory information, graphic exhibits, an assessment of impacts to sensitive habitats and Special-Status Species and recommended mitigation measures, as appropriate.

Greenhouse Gases/Energy

MIG will prepare a clear and concise technical report that fully evaluates the proposed project's potential greenhouse gas (GHG) and energy impacts in accordance with Appendix G of the CEQA Guidelines. MIG will quantify the increase in GHG emissions generated by the construction and operation of the proposed project using the same methodologies employed to prepare the project's Air Quality Technical Report. Applicable GHG reduction measures from the City of Watsonville's 2030 CAAP would be included in the project's emissions profile, and the resulting GHG emissions estimates would be evaluated in the context of local, regional, and state GHG reduction targets. Regarding energy resources, the report would include brief environmental and regulatory setting discussion that place energy resources in the appropriate context, quantify the project's potential energy consumption levels (using information from the emissions estimates and/or modeling conducted for the project), and evaluate whether the project would result in the wasteful, inefficient, or unnecessary consumption of energy resources. The analysis would document the energy saving site design (layout and orientation, proximity to regional arterials), building design (energy efficient building materials and systems), and operating characteristics (e.g., any trip reducing or other energy saving operations) that result in the efficient use of available energy resources.

Noise and Vibration

To prepare the CEQA analysis, MIG will first conduct a thorough and comprehensive analysis of the applicant's noise study for consistency with project description details, appropriate assumptions and methodology, and technical accuracy. MIG will ensure the reports are technically accurate by checking:

- Report assumptions are predicated upon facts or expert opinion and are consistent with the project description.

- Report methods use current, industry-accepted models, equations, and other guidance and recommendations; and
- Report conclusions are based on substantial evidence.

MIG will prepare a brief memorandum summarizing the results of our peer review. The memorandum will identify key issues and deficiencies, if any, in the technical studies and recommend revisions or supplemental analyses necessary to prepare an adequate CEQA analysis. The applicant's Noise Report and MIG's peer review will be included as an appendix to the CEQA document.

Transportation

Hexagon Transportation Consultants, Inc. will perform a peer review of the traffic analysis prepared for the subject project. The purpose of the review is to ensure that the completed traffic analysis prepared for the subject is technically adequate and that the conclusions and recommendations presented are appropriate and adequately mitigate any project impacts per local and CEQA requirements.

Hexagon's scope of services includes reviewing the traffic analysis prepared for the project to ensure that it meets City and CEQA requirements. However, it does not include updating/revising any of the analyses contained in the traffic study prepared for the project. The tasks to be included in the peer review of the completed traffic study are:

1. *Review of CEQA Required Analysis.* Per Senate Bill (SB) 743 and updated CEQA guidelines, beginning July 2020 the use of VMT as the metric to determine a development's impact on the transportation will supersede the use of level of service and delay. Therefore, an evaluation of VMT is required for the project. The report will be reviewed to ensure the required VMT evaluation is included in the completed traffic study and is adequate per CEQA requirements as recommended by Governor's Office of Research and Planning (OPR) Technical Advisory guidance on the evaluation of transportation impacts in CEQA.
2. *Review of Roadway Operations Analysis.* Though not required per CEQA, an evaluation of the project's effect on the surrounding roadway system should be included in the completed traffic study per the current City of Watsonville General Plan. The operations analysis for surrounding roadways, intersections and freeways will be reviewed for the following:

- Traffic count data upon which the analyses are based will be reviewed to ensure the count data is representative of current traffic conditions.
 - The trip generation estimates for the project will be reviewed to ensure that they represent the operations of the proposed distribution warehouse.
 - The directional distribution and assignment of site-generated traffic will be reviewed for consistency with existing travel patterns and the relative location of complementary land uses in the area.
 - LOS calculations output will be reviewed for accuracy. Project and cumulative conditions level of service calculations will be reviewed to ensure project traffic and traffic due to future traffic growth are accurately represented within the established traffic volumes.
 - The evaluation of the proposed project site access point(s) will be reviewed to ensure their adequacy and need for additional access points.
3. *Review Recommended Mitigation and Impact Fee.* Hexagon will review the identified mitigation measures to ensure they mitigate the project impacts. Hexagon also will review all applicable City and County traffic impact fees that may be required of the project. The need for implementation of improvements by the project or adequate project fair-share contribution will be identified.
 4. *Review Memorandum.* The results of the review will be documented in a technical memorandum report.
 5. *Second Round of Review.* Upon revision of the traffic study, Hexagon will review the traffic study a second time to ensure that all issues identified in the in the peer review memorandum were addressed. It is estimated that this task will take a maximum of six hours of staff time.

Tribal Consultation

Prior to the release of a negative declaration, mitigated negative declaration, or environmental impact report for a project, Tribal consultation will commence with formal notice to the Tribal contact(s) on the lead agency's tribal consultation request list. Once the application for the project is deemed complete by the City, MIG will provide formal notification in compliance with AB 52. MIG will facilitate responses within 30 days to requests for consultation, and will document, if necessary, agreed upon mitigation measures or a lack of good faith mutual agreement. On behalf of the City, MIG may request assistance

from the California Native American Heritage Commission in identifying the California Native American tribes that are traditionally and culturally affiliated with the project area. If requested by the City, the consultant will facilitate the consultation process as an optional task under a separate scope and subject to additional fees charged on an hourly basis, plus direct expenses.

Any work not specifically referenced in the above scope of services, for example reviewing additional traffic-related aspects of the project, attending meetings or public hearings, revising, or updating any traffic-related analyses, and providing cost estimates or feasibility drawings for mitigation measures shall be considered additional services. Additional services shall be provided upon authorization and, if requested, will be billed separately.

Task 3 Public Draft IS/ MND

MIG will address one round of comments on the Administrative Draft IS from the City and applicant, then provide a Screen Check IS/MND, and lastly prepare the Public Draft IS/MND for public circulation. MIG will provide up to four (4) hard/ print copies of the Public Draft IS/MND and one electronic (camera ready) version so the City can post it to their website.

MIG will assist the City in preparing the Notice of Intent (NOI) to Adopt the MND that the City will use to fulfill the public noticing requirements of CEQA Guidelines Section 15072. Posting the public notice consistent with CEQA requirements will be the responsibility of the City. The City will also be responsible for filing the NOI with the Santa Cruz County Clerk. Filing of the NOI with the County Clerk starts the 30-day public review and comment period.

Task 4 Response to Comments, MMRP and Public Hearings

MIG anticipates that public comment on the project would most likely be limited to surrounding residents of the proposed project site and that their concerns would likely be focused on the temporary construction impacts associated with the project, as well as truck traffic and noise. As such, MIG has planned a limited number of hours to prepare a response to public comments document for the City's incorporation into a staff report or materials presented to the Planning Commission and City Council. This task also includes the preparation of a Mitigation Monitoring and Reporting Plan (MMRP) in conformance with CEQA requirements, and attendance at Planning Commission and City Council hearings. MIG will attend two public hearings, one Planning Commission and one City Council, to provide additional support or expertise as needed regarding the IS/MND. All hearings and meetings will be attended virtually. This scope of

work assumes the City will prepare and file the Notice of Determination the after the MND is adopted.

Project Management, Coordination, and Administration

MIG has allocated budget for client and City communications (conference/video calls) and staff coordination to ensure we can communicate clearly and effectively. MIG recognizes that frequent communication is needed to move the project forward. Additionally, this task covers implementing our quality control review process and administrative time for contracting and invoicing.

The MIG Project Manager would be the point of contact with the City and the Client and would keep both apprised of project progress. If issues arise that would affect the schedule or budget, the Project Manager would immediately inform the client and discuss the best approach to resolving issues. The MIG Senior Project Manager will provide quality control and senior oversight of staff.

In preparing this scope of work, MIG Inc. has made the following assumptions regarding features of the proposed project and available data.

1. The City is the CEQA lead agency for the Project.
2. MIG will rely on input provided by the City's Public Works Department to support the transportation analysis provided by the project applicant.
3. The client will provide the estimated disturbance area of pervious and impervious surfaces, both existing and proposed, and topographic survey data.
4. The City will provide one consolidated set of comments on the Draft Initial Study.
5. MIG will complete and submit Administrative Draft and Screen Check versions of the IS for review by the City. Upon receipt of comments on the Screen Check draft, MIG will prepare a Public Review Draft IS/MND for publication on the City's website, public circulation, and review.
6. This scope of work includes attendance at two public hearings (1 Planning Commission and 1 City Council).

SCHEDULE AND BUDGET

MIG anticipates an overall timeline of approximately 30 weeks to complete the IS/MND process, as summarized in Table 1. MIG proposes a total budget of **\$89,171** as summarized in Table 2.

TABLE 1

Task	Product	Week
1	Kick-Off Meeting and Data Review	1
2	Prepare Project Description and Prepare Administrative Draft IS/MND	3
--	<i>City comments on draft project description</i>	4
--	MIG technical studies	1 through 8
--	Administrative Draft IS/MND	12
--	<i>City comments on Draft IS/MND</i>	14
3	Prepare Screencheck and Public Release IS/MND	17
--	<i>City approval of Screencheck IS/MND</i>	18
--	Public Release Draft IS/MND	19
--	Begin 30-day IS/MND public review	19
--	End of 30-day public review	24
4	Responses to Comments Memo, Mitigation Monitoring Checklist, and Public Hearings	28
--	Draft responses to comments	28
--	Final response to comments, MMRP	30
--	Planning Commission Meeting	TBD
--	City Council Hearing	TBD

TABLE 2

Ohlone Parkway Industrial Project		MIG Labor Totals		Direct Costs*	Hexagon Traffic Report Peer Review	Project Total
		Hours	Cost		Total	
Task 1: Project Kickoff and Data Review						
1.1	Project Kickoff	4	\$630			
1.2	Project Data Review	14	\$6,430			
<i>Subtotal</i>		18	\$7,060			\$7,060
Task 2: Admin. Draft IS/MND						
2.1	Draft Project Description	17	\$2,580			
2.2	Analysis per CEQA Appendix G Checklist/Admin. Draft IS/MND	307	\$50,505	\$1,390	\$14,000	
<i>Subtotal</i>		324	\$53,085	\$1,390	\$14,000	\$68,475
Task 3: Public Draft IS/MND						
3.1	Revised IS/MND per City Comments / Public Draft IS/MND	18	\$2,790			
<i>Subtotal</i>		18	\$2,790			\$2,790
Task 4: Response to Comments, MRRP & Public Hearings						
4.1	Response to Public/Agency Comments Memo	12	\$1,890			
4.2	MMRP	6	\$930			
4.3	Planning Commission Meeting	12	\$1,890			
4.4	City Council Hearing	12	\$1,890			
<i>Subtotal</i>		42	\$6,600			\$6,600
Professional Time and Costs		402	\$69,535	\$1,390	\$14,000	\$84,925
<i>5% Administration</i>						\$4,246
Total Project Cost						\$89,171

EXHIBIT "C"

FIFTH AMENDMENT TO COMPENSATION

The compensation is as follows:

An additional \$89,171 will be added to the compensation of this contract.

Original Contract:	\$30,000	(Account No. 150-315-7307)
Amendment #3	\$235,000	(Account No. 150-315-7309)
Amendment #4	\$127,386	(Account No. 150-315-7309)
Amendment #5	\$89,171	(Account No. 150-315-7309)

Total of Contract Not to Exceed: \$481,557