AGREEMENT AMENDMENT
City Manager's Office
701 Laurel St., Menlo Park, CA 94025
tel 650-330-6620

AGREEMENT FOR SERVICES BETWEEN
THE CITY OF MENLO PARK AND ICF JONES & STOKES, INC.

THIS EIGHTH AMENDMENT is made and entered into this _____ day of May, 20K, by and between the CITY OF MENLO PARK, a Municipal Corporation, hereinafter referred to as "CITY," and ICF Jones & Stokes, Inc., hereinafter referred to as "FIRST PARTY."

1. Pursuant to Section 4 Compensation and Payment of Agreement No. 2110, to read as follows:

"City shall pay FIRST PARTY an all-inclusive fee that shall not exceed $1,129,826.20 as describe in Exhibit "A" Scope of Service. This compensation shall be based on the rates described in Exhibit "A". All payments, including fixed hourly rates, shall be inclusive of all indirect and direct charges to the Project incurred by FIRST PARTY. The CITY reserves the right to withhold payment if the City determines that the quality of the work performed is unacceptable"

Except as modified by this Amendment, all other terms and conditions of Agreement No. 2110 remain the same.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement on the day and year first above written.

SIGNATURE PAGE TO FOLLOW
FOR FIRST PARTY:

Trina L. Prince-Fisher
Printed name
94-1730361
Tax ID#

APPROVED AS TO FORM:

William L. McClure, City Attorney

FOR CITY OF MENLO PARK:

Alex D. McIntyre, City Manager

ATTEST:

Judi A. Herren, City Clerk

May 8, 2018
Date
Contracts Administrator
Title

5/22/18
Date

5/30/18
Date

5/31/18
Date
November 27, 2017

City of Menlo Park
Community Development Department
Attn: Kyle Perata, Senior Planner

Re: Budget Amendment 8 for the Facebook Expansion Project Environmental Impact Report Addendum (revised from October 16, 2017)

Dear Mr. Perata

ICF Jones & Stokes, Inc. (ICF) submitted a Scope of Work (scope) for the environmental review of the Facebook Expansion Project Environmental Impact Report (EIR) on April 29, 2015, with Budget Amendment 1 (also known as Phase II) submitted on June 11, 2015; Budget Amendment 2 submitted on October 19, 2015; Budget Amendment 3 submitted on February 29, 2016; Budget Amendment 4 submitted on June 6, 2016; Budget Amendment 5 submitted on August 26, 2016; Budget Amendment 6 (also known as the Addendum) submitted on March 13, 2017; and Budget Amendment 7 submitted on July 20, 2017. As outlined in the attachment, this budget amendment is for ICF to complete out of scope tasks for the Addendum (as described in more detail below). This version of Budget Amendment 8 replaces the version submitted on October 16, 2017 due to additional out-of-scope tasks that have been performed since.

The following tasks completed by ICF, which reference the task numbers in our original Amendment scope of work included in Budget Amendment 6, were out-of-scope and caused us to deplete our budget:

- **Task 3. Administrative Draft Addendum (Air Quality and Greenhouse Gas Emissions).** Extra iterations of the AQ and GHG analyses, including re-running the CalEEMod and revising the Health Risk Analysis (HRA) were required as a result of a revised baseline that was contrary to what ICF had previously discussed with the City and were not included in our scope of work. Specifically, in the revised analysis, the demolition of Buildings 307-309 was included in the operational baseline and the demolition of Building 305 was considered part of the Project. Thus, the Air Quality and Greenhouse Gas analysis required a greater level of effort than anticipated in our original scope and budget.

- **Task 3. Administrative Draft Addendum (Population and Housing).** Our original scope of work assumed that impacts related to population and housing for the Proposed Revised Project would be similar to the Previously Proposed Project if the number of existing Building 305 employees was equal to or less than the number of employees generated by the proposed hotel. It was assumed that this topic would not be evaluated in detail in the Addendum. However, after further discussions with Facebook, it was determined that there are more Building 305 employees than hotel employees. Thus, impacts related to Population and Housing were analyzed in greater detail than anticipated in our original scope and budget.

- **Task 3. Administrative Draft Addendum (Aesthetics and Project Description).** Our scope of work included the preparation of figures depicting the existing conditions, the photosimulations from the previous EIR, and the new photosimulations for the Proposed Revised Project. As a result of revisions to the site plans and minor changes to the Project, the figures in the Addendum needed to be revised multiple times. Thus, the preparation of the figures required more effort than anticipated in our original scope and budget.
• **Task 4. Screncheck and Final Addendum.** ICF attended a Planning Commission hearing on October 16, 2017 and a City Council hearing on November 7, 2017. These hearings were an opportunity for the Planning Commission and City Council to consider the Addendum and ensure that the revised project was consistent with the certified EIR. Prior to the hearings, ICF reviewed applicable material and was prepared to answer questions from the Commissioners or Council members. After the Addendum was approved by City Council, ICF prepared a revised Notice of Determination (NOD) and submitted it to the State Clearinghouse on November 9, 2017.

• **Task 5. Project Management/Meetings.** Our scope of work assumed up to 10 conference calls. In addition to almost bi-weekly calls since early April, there have been other calls to discuss TJKM’s memo (April 21, 2017 and July 12, 2017), the HNA (July 6, 2017), the Population and Housing analysis (August 10, 2017), and numerous calls to discuss the Air Quality and Greenhouse Gas analyses (May 26, 2017; August 7, 2017; and August 25, 2017). Thus, we attended more conference calls than anticipated in our original scope of work and budget.

• **ODCs.** ICF printed the Addendum, as included in Budget Amendment 6. However, the original budget for the Addendum did not assume 27 copies. The additional copies are included in this budget. In addition, travel costs to and from the hearings have been added.

With the previous seven budget amendments, the current approved budget for the EIR is $1,116,762.20. ICF requests $13,064 be added to our contract, for a total budget of $1,129,826.20.

ICF will provide these services under the terms and conditions of its existing contract with the City dated May 18, 2015. If you agree to authorize the tasks and costs associated with these items, please indicate your acceptance of this notice to proceed by signing this letter and returning it to me. If you have any questions, please contact Erin Efner at 415-677-7181 or at erin.efner@icf.com.

Sincerely,

Jodi Young  
Contracts Manager

Acceptance for City of Menlo Park:

[Signature]

**ALEX D. MCINTYRE, CITY MANAGER**

Name and Title  

5/30/18  

Date

620 Folsom Street, 2nd Floor, San Francisco, CA 94107 USA  +1.415.677.7100  +1.415.677.7177 fax  icf.com
### Table 1. Cost Estimate for Budget Amendment 8

<table>
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<th>Project Role</th>
<th>Labor Classification</th>
<th>Consulting Staff</th>
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<th>Labor Total</th>
<th>Direct Expenses</th>
<th>Total Price</th>
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<td>Efner E</td>
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**Direct Expenses**
- 523.02 Reproductions: $400
- 523.05 Travel, Auto, incl. Mileage at current IRS rate (.535/mile): $150
- Mark up on all non-labor costs and subcontractors: 10%
- Direct expense subtotal: $605
- Total price: $13,064

Date printed 11/27/2017 3:19 PM

Approved by Finance (sh)