

**AMENDMENT NUMBER THREE TO
PROFESSIONAL SERVICES AGREEMENT
WITH
PLACEWORKS, INC.**

This Amendment Number Three ("Amendment") is dated December 17, 2024, ("Effective Date"), by and between the CITY OF COSTA MESA, a municipal corporation ("City") and PLACEWORKS, INC. a California corporation ("Consultant").

WHEREAS, City and Consultant entered into an agreement on August 1, 2023 for Consultant as an independent contractor to prepare the Fairview Developmental Center Specific Plan; and

WHEREAS, on August 1, 2024, the City and Consultant entered into Amendment No. One to increase the compensation from \$2,236,253.00 to \$2,264,503.00 (an increase of \$28,250.00) for additional services, i.e., preparation for and participation in City Council Closed Study Session; and

WHEREAS, on August 1, 2024, the City and Consultant entered into Amendment No. 2 to increase Consultant's maximum compensation from \$2,264,503.00 to an amount not to exceed to Two Million Two Hundred Seventy-Seven Thousand Nine Hundred Ninety-Two Dollars (\$2,277,992.00), to account for the additional work requested by City.

WHEREAS, Section 2.1 of the Agreement provides for Consultant's total compensation and City has requested additional services to cover the extension of the project schedule and changes to the scope of work; and

WHEREAS, memoranda dated August 23, 2024, and October 30, 2024 (attached as Exhibit "A" to this Amendment), reflect the Consultant's requested changes to the scope of the project and an extension of the project schedule, and further justify an increase in compensation; and

WHEREAS, City and Consultant now desire to increase the total compensation from \$2,277,992.00 to an amount not to exceed Two Million Five Hundred Forty-Three Thousand One Hundred Ninety-Two Dollars (\$2,543,192.00), (an increase of \$265,200.00) to account for the extension of the project schedule, changes to the scope of the project and additional work requested by City and consented to by Consultant; and


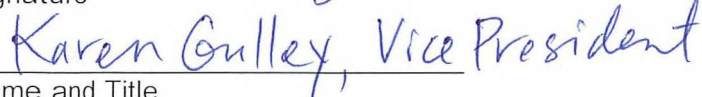
WHEREAS, City and Consultant intend and desire that this Amendment Number Three be retroactive to the Effective Date.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

1. Recitals set forth above are true and correct and incorporated herein by this reference.
2. This Amendment shall be retroactive to the Effective Date.
3. Section 2.1 of the Agreement is amended to increase Consultant's not-to-exceed compensation to Two Million Five Hundred Forty-Three Thousand One Hundred Ninety-Two Dollars (\$2,543,192.00), (an increase of \$265,200.00) to account for the extension of the project schedule, change in scope of work, and additional work requested by City and consented to by Consultant.
4. Exhibit C of the Agreement, (Consultant's Cost Proposal), is augmented/supplemented with this Exhibit "A" to reflect the increase in compensation.
5. All terms not defined herein shall have the same meaning and use as set forth in the Agreement, as amended.
6. All other terms, conditions, and provisions of the Agreement, as amended, shall remain in full force and effect.
7. This Amendment may be executed in one or more counterparts, each of which shall be deemed an original. All counterparts shall be construed together and shall constitute one agreement.

IN WITNESS WHEREOF, the Parties hereto have caused this Amendment to be executed by and through their respective authorized officers, as of the date first above written.

CONSULTANT


 Signature _____ Date: 12/19/2024

 Name and Title _____

CITY OF COSTA MESA


 _____ Date: 1/14/2025
 Lori Ann Farrell Harrison
 City Manager

ATTEST:



Brenda Green

Brenda Green
City Clerk

Date: 1/21/2025

APPROVED AS TO FORM:

[Signature]

Kimberly Hall Barlow
City Attorney

Date: 1/13/25

APPROVED AS TO INSURANCE:

[Signature]

Ruth Wang
Risk Management

Date: 1/7/25

APPROVED AS TO CONTENT:

[Signature]

P. Nanthavaongdouangsy
Project Manager

Date: 1-7-25

DEPARTMENTAL APPROVAL:

[Signature]

Carrie Tai
Economic and Community Development Director

Date: 1/8/25

PURCHASING APPROVAL:

[Signature]

Carol Molina
Finance Director

Date: December 23, 2024

EXHIBIT A

MEMORANDA FROM PLACEWORKS REQUESTING
INCREASE IN COMPENSATION



MEMORANDUM

DATE August 23, 2024

TO Phayvanh Nanthavongdouangsy | Principal Planner

ADDRESS 77 Fair Drive | Costa Mesa | CA 92626

FROM Suzanne Schwab, AICP | Associate Principal

SUBJECT **Augment Request for Additional Fuscoe Labor and Expenses**

PROJECT NUMBER CSM-09.0

PO NUMBER 16864

In support of recent project milestones Fuscoe Engineering completed additional work to support existing / baseline conditions and analysis of the 3 Land Use Concepts.

The following request is for a budget augment for the work described in the table below:

Item	Scope Description	Amount	Place Works Mark-up 10%	Total
Expense: Dry Utility Maps	Reimbursable for cost of the dry utility maps ordered from SCE / SoCal Gas to expand existing conditions report for dry utilities per the City's request to expand existing condition narratives and status of the existing systems. Cost receipts to be provided upon invoice.	\$896	\$89.60	\$985.60
Task 4.4: Existing Conditions Additional Research	Expand existing conditions discussion and disposition of the off-site utility systems that would support the future land uses.	\$2,100	\$210.00	\$2,310.00
Task 6.1: Mark Lane Dry Utility Evaluation	Mark Lane Dry Utility Evaluation to provide recommendations and estimated costs to separate dry utility service to Mark Lane and disconnect from primary State of CA service from campus (not in original scope)	\$2,400	\$240.00	\$2,640.00
Task 6.1: Preferred Land Uses Sewer Evaluation	Using the flow monitoring data, evaluate peak flow demands and hydraulic capacity of the existing sewer lines in Harbor Blvd for all three land use scenarios including cost estimates resulting in three different recommendations. Coordinate with Costa Mesa Sanitary District (CMSD) on the evaluation methodology and level of detail for the 3 land uses.	\$2,694	\$269.40	\$2,963.40
Task 4.4: Additional Coordination	Budget to provide additional coordination with CMSD, Placeworks, City Public Works, E4 Design (dry utility sub-consultant) for meetings, coordination on methodologies and analysis, and deliverables.	\$4,500	\$450.00	\$4,950.00
Total		\$12,590.00	\$1,259.00	\$13,849.00



MEMORANDUM

DATE October 30, 2024

TO Anna McGill | Planning Manager
Phayvanh Nanthavongdouangsy | Principal Planner

ADDRESS 77 Fair Drive | Costa Mesa | CA 92626

FROM Suzanne Schwab, AICP | Associate Principal
Mariana Zimmermann | Senior Associate

SUBJECT **Augment – Fairview Developmental Center Specific Plan and EIR**

PROJECT NUMBER CSM-09.0

PO NUMBER 16864

Dear Phayvanh-

PlaceWorks is requesting an augment to add budget to cover the extension of the project schedule and changes to the scope as detailed below:

Total augment authorization requested for: \$265,200

- Task 1 - **\$40,180** – Project Management
 - To cover the extension of the schedule and additional state agency coordination.
 - Task 1.2 Call and Meetings: \$16,604
 - Task 1.3 Day to Day Project Management: \$23,576
- Task 2 - **\$66,000** – Community Outreach
 - Task 2.3 Community Workshops: Workshop/Open House 5, expected to take place after the Draft Specific Plan is available for public review \$30,000.
 - Task 2.6 Outreach Materials: Adding additional budget to cover additional materials needed to support the workshop, web site, etc. \$6,000.
 - Task 2.7 Commission/Council Study Sessions: To cover briefings and 2 study sessions and 1 hearing for the preferred plan \$30,000.
- Task 3- **\$30,000**– Market Feasibility
 - Task 3.1 Market Demand and Economic Feasibility: Additional time to analyze variations in land use concepts and the preferred plan.
- Task 4 - **\$1,500** – Comprehensive Existing Conditions Report
 - To cover the inclusion of additional reports and finalize for City use. No additional rounds of City review/comments are assumed.
- Task 5- N/A



- Task 6- N/A
- Task 7 - **\$12,000** – Preferred Plan
 - Task 7.1 Preferred Plan: Time to refine and test concepts including new information from the State including the EOC road alignment and location of Complex Needs Housing.
- Task 9- **\$961**
 - To cover the extension of the project schedule.
- Task 10- **\$9,308**
 - To cover the extension of the project schedule.
- Task 11- **\$1,937**
 - To cover the extension of the project schedule.
- Task 12- **\$2,397**
 - To cover the extension of the project schedule.
- Task 13- **\$917**
 - To cover the extension of the project schedule.
- Contingency- **\$100,000**
 - Building in flexibility for additional tasks or analysis, especially related to CEQA items that are unknown at this time. Other items could include additional coordination with the State, greater than expected EIR comments/ response to comments required, additional studies, etc. some of which will not be known until Task 10 has officially commenced with the approval of a Project Description.