

**FIRST AMENDMENT
TO THE
JULY 1, 2008 THROUGH JUNE 30, 2009 (PHASE 4)
ANNUAL PROJECT AGREEMENT
FOR PROFESSIONAL SERVICES
BETWEEN THE
COUNTY OF SANTA CLARA
AND
JONES & STOKES ASSOCIATES
FOR
HABITAT CONSERVATION PLAN/
NATURAL COMMUNITY CONSERVATION PLAN
LEAD CONSULTANT SERVICES**

WHEREAS, the County of Santa Clara ("County") and Jones & Stokes Associates ("Contractor") entered into an agreement effective July 1, 2005, whereunder Contractor provides services relating to Habitat Conservation Plan/Natural Community Conservation Plan Lead Consultant Services ("PSA"); and

WHEREAS, the PSA is structured such that the parties enter into an Annual Project Agreement for each fiscal year (July 1 through June 30); and

WHEREAS, the parties previously entered into an Annual Project Agreement for the July 1, 2008 through June 30, 2009 period ("2008/09 Annual Project Agreement"); and

WHEREAS, it is necessary for Contractor to perform additional Work during the July 1, 2008 through June 30, 2009 period, which necessitates changes to the Work Program (Exhibit A) and Maximum Fee provisions of the 2008/09 Annual Project Agreement.

NOW THEREFORE, the parties agree to amend the 2008/09 Annual Project Agreement as follows:

1. Exhibit A (Work Program) is hereby modified to reflect the revisions shown on Attachment 1. All other aspects of the Work Program remain unchanged.

2. Section 6 (Maximum Fee) is hereby modified to read as follows:

6. Maximum Fee. The Maximum Fee that may be paid to Consultant pursuant to this Project Agreement is \$692,996. The Maximum Fee is expected to be sufficient to pay for all authorized Work to be performed and Reimbursable Expenses during the fiscal year covered by the Project Agreement and Consultant is fully responsible for performing all Work within the scope of the Work Program for this amount. The Maximum Fee may only be increased pursuant to section 2.3 of the PSA.

Except as provided herein, all other provisions of the 2008/09 Annual Project Agreement shall remain in full force and effect.

IN WITNESS WHEREOF, the Parties hereto have executed this First Amendment to the 2008/09 Annual Project Agreement effective June 1, 2009.

JONES & STOKES ASSOCIATES

Patty Cook, Vice-President Northern
California Region

COUNTY

Sylvia Gallegos, Deputy County Executive

APPROVED AS TO FORM AND LEGALITY:

Lizanne Reynolds, Deputy County Counsel

Exhibits:

Exhibit A - Work Program Revisions (Phase 4) and Budget

Jones & Stokes Scope of Work for the Santa Clara Valley HCP/NCCP

Phase 4 Amendment

This Phase 4 Amendment identifies additional tasks and expenses being incurred in preparation of the Santa Clara Valley HCP/NCCP. The original Scope of Work for Phase 4 was approved by the County Board of Supervisors on June 24, 2008. This amendment coincides with the timing of Phase 4 which extends through June 30, 2009 and identifies additional costs totaling \$31,132. The tasks and costs are consistent with the Professional Services Agreement amended on May 19, 2009.

Jones & Stokes will freeze billing rates at 2008 rates for the remainder of the contract.

Amended Project Tasks

Task 5. Biological/Conservation Analysis, Impacts, Mitigations, and Implementation

Subtask 5.12. Nitrogen Deposition Analysis

The modeling work was extended and the cost augmented due to the need to acquire additional data (the best data source was unavailable due to a researcher's unwillingness to share the data). It is anticipated the Draft Model analysis will be completed during Phase 4 with additional edits and changes to be finalized during Phase 5.

Phase 4 Additional Costs: \$15,000

Task 6. Document Preparation

Subtask 6.2. Prepare 2nd Administrative Draft HCP/NCCP

Under this task, Jones & Stokes is preparing an administrative draft HCP/NCCP for review by the Management Team, Wildlife Agencies, and Stakeholder Group. Several out-of-scope requests necessitate additional work under this task. These requests are described below.

Response to Comments and Other Requests. An extensive number of comments were received from the Wildlife Agencies, project partners, and stakeholders. These requests are summarized below:

- Three letters were received from the Wildlife Agencies in October and November, 2008. These letters were in addition to the comments they had already submitted on the 1st Administrative Draft document, and were therefore unexpected. The first letter required a written response (All letters required several follow-up meetings, which are discussed

- separately under the meeting task above.)
- Comments on the first administrative draft Habitat Plan were expected to be substantially less than the comments received on the individual chapters and with each comment having less substance (we expected less than 2,000 comments). Instead, over 4,200 comments were received on the first administrative draft document, many of which were substantive. The volume and depth of Agency comments, along with questions from County staff, was unexpected and out of scope. The project team had erroneously assumed that the majority of the Local Partner comments were made on the working draft chapters. Some agencies and individuals commented on the 1st Administrative Draft plan for the first time. Additional time and resources are being allocated to address these comments.
 - The Wildlife Agencies requested revisions to the covered-activities descriptions. An expansion of these descriptions goes beyond what was previously required in other regional plans and will require additional time. Additional work is also required to evaluate and define conservation actions on State Park lands due to unexpected concerns from Wildlife Agencies.
 - The Wildlife Agencies request additional work to complete the biological goals and objectives. While the proposed goals and objectives are comprehensive, providing more detail and reflecting more combined effort (i.e., numerous integrated workshops) than seen in other regional plans, increased temporal and geographic specificity is requested. The time and effort required to determine what specifically is needed and to integrate these requirements into the planning document will require additional funds.
 - The USFWS requested an expansion of the covered species described in the Alternatives chapter. Though this has not been required in other approved plans, the request will help the Partners meet their obligations towards non-listed but covered wildlife species and will assist the FWS in making their findings.
 - Additional detail, beyond that required in other plans, will be needed in the impact analysis and conservation strategy chapters to address substantive comments from the Wildlife Agencies.

Aquatic conservation strategy. On December 10, 2008, the Wildlife Agencies presented a proposed aquatic conservation strategy. This strategy had some elements in common with the Habitat Plan, but was developed without reference to the Habitat Plan or to its aquatic conservation strategy. Since then, Jones & Stokes staff have been preparing extensive tables and summary documents to (1) address the proposed strategy elements, and (2) demonstrate to the Wildlife Agencies that the existing aquatic conservation strategy meets regulatory requirements and contains many of the elements that they requested in their own strategy.

Three Creeks Integration. There have been significant delays in the progress of the Three Creeks HCP because of the extensive comments provided by NMFS on early drafts. Because of these delays and changes, the Santa Clara Valley Habitat Plan team has had to conduct increased coordination with the Three Creeks HCP team to ensure that the documents are consistent. The Santa Clara Valley Habitat Plan requires integration with the Three Creeks HCP, so Jones & Stokes staff must cross check both documents to ensure that materials are up-to-date, and all elements of the Three Creeks Plan are properly referenced. New material and details are currently being integrated into the Santa Clara Valley Habitat Plan from the Three Creeks HCP Administrative Draft, and future coordination will be required as well.

Impact Analyses. Changes to the level of detail and the substance of the impact analysis are described below.

- The scope of the impact analysis has grown considerably based on requests from the Wildlife Agencies and exceeds both what is described in the scope of work (SOW) and what

is typically required in a regional HCP/NCCP. The Wildlife Agencies have requested a detailed write-up of each component of the methodological approach (a GIS analysis that synthesizes impacts programmatically) as well as additional detail on the individual impact mechanisms of each covered activity. This level of detail is not found in similar regional plans and exceeds the task as described in the project scope.

- The Wildlife Agencies have requested a more detailed analysis of certain covered species, including fish and plant covered species. This level of analysis exceeds what is described in the SOW and what is typically required in a regional HCP/NCCP that addresses species impacts through a programmatic assessment of impacts to land cover (habitat for species).
- Impervious surface analysis – This analysis was not contemplated in the original scope of work but was requested by the National Marine Fisheries Service. The analysis quantifies impacts to streams from the increased impervious surface associated with urban growth. The modeling, analysis and write-up for this task require additional funds.
- NMFS requested an extensive new analysis of impacts to fish using an approach that uses four population viability parameters. After review of example biological opinions where this evaluation was conducted, we conclude that it will take approximately 60 hours of additional work to complete this task.

Additional Permittee (Open Space Authority). In November 2008, the Board of the Santa Clara County Open Space Authority decided to join the Habitat Plan as a permittee. This will require substantive changes in chapter 2 and 4, and minor changes in a number of other chapters.

Phase 4 Additional Costs: \$16,132

Attachment: Table 1. Phases 4, 5 and 6 Costs, Jones & Stokes

Table 1. Phases 4, 5, and 6 Costs, Jones & Stokes				
TASK	Phase 4 Costs	Additional Phase 4 Costs (through June 30, 2009)	Estimated Phase 5 Costs (July 1, 2009 - June 30, 2010)	Phase 6 Costs (July 1, 2010 - June 30, 2011) TBD
Task 1 Project Administration and Meeting				
Task 1.1	Develop work plan	\$0	\$0	\$0
Task 1.2	Manage contract, budget and schedule	\$17,500	\$0	\$12,000
Task 1.3	Conduct quality assurance and quality control	\$0	\$0	\$0
Task 1.4	Attend meetings	\$75,000	\$0	\$60,000
Task 1.5	Assist with selection of economic and EIR/EIS consultant	\$0	\$0	\$0
Task 1.6	Conduct HCP 101 training	\$0	\$0	\$0
Task 1.7	Data Portal	\$5,500	\$0	\$6,500
Task 2 Coordination				
Task 2.1	Coordinate with stakeholder group	\$0	\$0	\$4,000
Task 2.2	Support economic analysis	\$0	\$0	\$15,000
Task 2.3	Support CEQA/NEPA documentation	\$0	\$0	\$10,000
Task 2.4	Coordinate with science advisors	\$0	\$0	\$0
Task 3 Project Delineation				
Task 3.1	Strategic planning	\$0	\$0	\$0
Task 3.2	Review and finalize project boundary	\$0	\$0	\$0
Task 3.3	Establish covered activities list	\$0	\$0	\$0
Task 3.4	Establish covered species list	\$0	\$0	\$0
Task 3.5	Finalize interim project review process	\$0	\$0	\$0
Task 4 GIS/Data Development and Analysis				
Task 4.1	Conduct GIS planning	\$0	\$0	\$0
Task 4.2	Compile data	\$10,000	\$0	\$0
Task 4.3	Assess data gaps and determine data to be acquired	\$0	\$0	\$0
Task 4.4	Gather data	\$0	\$0	\$0
Task 4.5	Prepare graphics products	\$18,000	\$0	\$0
Task 5 Biological/conservation analysis, impacts, mitigations, & implementation				
Task 5.1	Prepare species and natural community profiles	\$0	\$0	\$0
Task 5.2	Review land use information and other covered activities	\$0	\$0	\$0
Task 5.3	Develop biological goals and objectives	\$0	\$0	\$0
Task 5.4	Develop species habitat suitability models	\$0	\$0	\$0
Task 5.5	Assess impacts and level of take	\$0	\$0	\$0
Task 5.6	Develop conservation strategy and preserve design principles	\$8,461	\$0	\$0
Task 5.7	Develop reserve system, conservation measures, conservation alternatives	\$0	\$0	\$0
Task 5.8	Prepare monitoring program	\$3,123	\$0	\$0
Task 5.9	Prepare adaptive management program	\$9,945	\$0	\$0
Task 5.10	Prepare Implementation Plan and Requested Assurances	\$0	\$0	\$0
Task 5.11	Conduct Analysis of CEQA Species Benefit (Task Dropped)	\$0	\$0	\$0
Task 5.12	Conduct Impact Analysis for Nitrogen Deposition	\$72,697	\$15,000	\$5,000
Task 6 Document Preparation				
Task 6.1	Prepare 1st administrative draft HCP/NCCP		\$0	\$0
Task 6.2	Prepare 2nd administrative draft HCP/NCCP	\$188,000	\$16,132	\$0
Task 6.3	Prepare public review draft HCP/NCCP	\$20,000	\$0	\$97,500
Task 6.4	Prepare final HCP/NCCP	\$22,775	\$0	\$62,500
Task 6.5	Prepare addendum materials to final HCP/NCCP	\$0	\$0	\$15,000
Task 7 Implementation				
Task 7.1	Provide assistance on implementation agreement	\$4,000	\$0	\$5,000
Task 7.2	Provide assistance with permit processing	\$0	\$0	\$40,000
Task 8 Public outreach				
Task 8.1	Prepare public outreach workplan	\$0	\$0	\$0
Subtotal		\$455,001		
Task 9 Other costs				
Task 9.1	Direct Expenses	\$45,000	\$0	\$14,000
Task 9.2	Inflation	\$12,407	\$0	\$0
Task 9.9	Contingency	\$34,812	\$0	\$50,000
	Total Labor	\$1,002,221	\$31,132	\$382,500
	Savings w/ rates held at 2008 levels (Included in total)		n/a	n/a
	Total Direct Expenses	\$45,000	\$0	\$14,000
	Total Inflation	\$12,407	\$0	\$0
	Grand Total	\$547,220	\$31,132	\$395,500

HCP and NCCP/Jones and Stokes Contract 2009-2010/Budget/Phases 4 and 5 Costs