

**AMENDMENT NO. 3
TO THE PROFESSIONAL SERVICES AGREEMENT
BETWEEN THE CITY OF CALISTOGA AND
LARRY WALKER ASSOCIATES**

**Ongoing Permit Assistance Services Related to the
City's Current Wastewater Treatment Plant
NPDES Permit and the State's General Water Reuse Permit
(Authorizing Agreement No. 0288-03
Amending Agreement No. 0288-02)**

THIS AMENDMENT NO. 3 to the Professional Services Agreement between the City of Calistoga and Larry Walker Associates, for ongoing permit assistance services related to the City's current Wastewater Treatment Plant NPDES Permit and the State's General Water Reuse Permit (hereinafter Amendment No. 3) is hereby entered into as of the ___ day of July, 2011, by and between the City of Calistoga, a municipal corporation (hereinafter referred to as "City") and Larry Walker Associates, (hereinafter referred to as "Consultant").

RECITALS

WHEREAS, City and Consultant have previously entered into a Professional Services Agreement for ongoing permit assistance services related to the City's current Wastewater Treatment Plant NPDES Permit and the State's General Water Reuse Permit, said Agreement being dated August 16, 2005, Amendment No. 1, being dated March 4, 2008, and Amendment No. 2, being dated July 21, 2009; and

WHEREAS, City and Consultant now desire to enter into this Amendment No. 3 to provide the additional ongoing permit assistance relating to the City's Wastewater Treatment Plant NPDES Permit and the State's General Water Reuse Permit as described in "Scope of Services for Ongoing Water/Wastewater Permit Assistance" dated June 9, 2011.

NOW, THEREFORE, the parties do hereby mutually agree to amend the Agreement as follows:

1. Under Paragraph 1, Scope of Services, Subsection C is added as follows:

C. Subject to such policy direction and approvals as the City through its staff may determine from time to time, Consultant shall perform the additional ongoing permit assistance services set forth in Consultant's letter dated June 9, 2011. (See Exhibit "A".)

2. Under Paragraph 3, Compensation and Method of Payment, Subsection A and C are revised as follows:

A. Compensation. The compensation to be paid to Consultant shall be at the fees included in the Agreement, Amendment No. 1 and Amendment No. 2 (\$110,173) and also as indicated in Exhibit "A," being the "Scope of Services for Ongoing Assistance with Recycled Water/Wastewater Permits" dated June 9, 2011, attached hereto and incorporated herein by reference (\$15,795), plus a correction to Amendment No. 2 in the amount of \$90. However, in no event shall the total amount exceed One Hundred Twenty Six Thousand Fifty Eight Dollars (\$126,058), with such amount including the original Agreement, Amendment No. 1, Amendment No. 2 and the additional fees associated with this Amendment No. 3. Payment by City under this Agreement shall not be deemed a waiver of defects, even if such defects were known to the City at the time of payment.

C. Changes in Compensation. Consultant will not undertake any work that will incur costs in excess of the amount of One Hundred Twenty Six Thousand Fifty Eight Dollars (\$126,058).

3. Except as specifically modified by Amendment No. 3, all other terms and conditions of the Agreement shall remain in full force and effect.

IN WITNESS WHEREOF, the City and Consultant have executed this Amendment No. 3 as of the date first above written.

CITY OF CALISTOGA

LARRY WALKER ASSOCIATES

By: _____

By: _____

Richard D. Spitler

Gil Wheeler

Title: City Manager

Title: Vice-President

ATTEST:

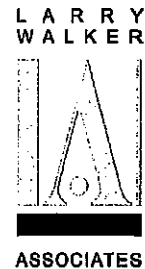
APPROVED AS TO FORM:

Susan Sneddon
City Clerk

Michelle Marchetta Kenyon
City Attorney

EXHIBIT "A"

SCOPE OF WORK & FEE SCHEDULE



Scope of Services for City of Calistoga

Contract Amendment No. 3

Ongoing Assistance with Recycled Water/Wastewater Permits

(July 1, 2011 to June 30, 2012)

The City of Calistoga (City) has requested a scope of services and cost estimate from Larry Walker Associates (LWA) for assistance with several activities associated with implementation of its NPDES and Recycled Water Use Permits. The following Scope of Services describes the tasks predicted during the 2011/12 Fiscal Year. The tasks specified include review or assistance with preparation of Self-Monitoring Reports and various Annual Reports, general consulting on NPDES or Recycled Water Permit issues, pollution prevention program assistance, and implementation of the Cease and Desist Order (CDO) for disinfection byproduct compliance.

A cost estimate is included as Attachment A. The cost estimate is presented in terms of the specific tasks outlined in this scope and includes the number of hours for each LWA staff member that may assist with the project. LWA's current hourly rate sheet (effective through June 30, 2011) is included as Attachment B. The cost estimate includes projected rates until final rates are determined (typically June 1st).

Task 1 – Review or Assist with Preparation of SMRs and Annual Reports

Monthly Self-Monitoring Reports and various Annual Reports are specified as conditions of Calistoga's NPDES and Recycled Water Permits. These reports must be submitted to the Regional Water Board and are subject to penalties related to delayed submittals and incomplete information. Annual reporting is required for wastewater treatment plant operation, biosolids disposal, collection system operation, and the Recycled Water Program. When requested, LWA will review draft reports and cover letters prepared by Calistoga staff or to ensure completeness and identify any issues of concern for permit compliance.

Task 2 – General Consulting

Under the General Consulting task, funds are allocated to assist the City with new or emerging issues that were not included under the other identified contract tasks. During previous years, this task was used for evaluating compliance concerns, reviewing spill reports, communicating with the Regional Water Board, considering emergency discharge approval, and following TMDLs and other regulatory

developments. Significant regulatory developments are anticipated during the 2011/12 Fiscal Year including a statewide toxicity policy, nutrient criteria (i.e., total nitrogen and phosphorus), and electronic reporting. Upon request of City staff, LWA will utilize these funds for assistance with any special issues that may arise.

Task 3 – Pollution Prevention Assistance

As part of its NPDES permit, the City is required to undertake pollution prevention activities to reduce the amount of pollutants received at the wastewater treatment plant. The pollutants of concern include constituents identified by the City and the Regional Water Board that could cause or contribute to an exceedance of water quality objectives in the Napa River. For Calistoga, these constituents include mercury, antimony, cyanide, chlorodibromomethane, dichlorobromomethane, copper, and oil and grease. In 2011, PCBs will be added to this list. LWA will provide advice to the City when implementing pollution prevention activities to reduce contributions of these constituents. LWA will also prepare a draft 2011 Annual Pollution Prevention Report. The draft report will be submitted to City staff for review and approval before finalizing for submittal.

Task 4 – Disinfection Byproducts Compliance Schedule

The City received a CDO in 2010 that contains interim limits and a time schedule for compliance with final limits for chlorodibromomethane and dichlorobromomethane. The time schedule contains specific actions to be completed by the City over 5 years, including the reduction of effluent chlorination (while still meeting bacteria requirements) and periodic reporting on compliance status to the Regional Water Board. Per requirements specified in Table 2, a work plan was submitted to the Regional Water Board on October 19, 2010. LWA will provide assistance (as needed) to Calistoga staff during implementation of these work plan activities (e.g., review data, communicate with the Regional Water Board, and develop regulatory strategy). LWA will also assist City staff during preparation of the final report that is required to detail the activities undertaken, report monitoring results, and evaluate compliance with final effluent limits. The report is due by September 1, 2011.

Task 5 – Napa River Collaborative Monitoring

Collaborative monitoring of upstream Napa River quality (shared effort between Calistoga, Yountville, and St. Helena) was completed in June 2009, per requirements specified in the City's previous NPDES permits. The current NPDES permit does not include this requirement. No additional activities are predicted during the 2011/2012 Fiscal Year.

Task 6 – Project Management

LWA activities under this task will include attendance at one meeting in Calistoga to discuss project/contract status, managing budgets and schedules, and preparing monthly progress reports for City staff.

Task 7 – Calibration/Modeling for Mixing Zone Study

A mixing zone model was utilized during the 2009/10 Fiscal Year to characterize the dilution, travel time, and mixing zone size at the City's wastewater outfalls in the Napa River. This effort was completed in April 2010, and the results were used by the Regional Water Board to establish dilution credits in the City's current NPDES permit. No additional activities are predicted during the 2011/2012 Fiscal Year.

Attachment A

City of Calistoga
Professional Services by Larry Walker Associates
Contract Amendment No. 3

Estimated Costs for Ongoing Assistance with Recycled Water/Wastewater Permits
(July 1, 2011 to June 30, 2012)

Task No.	Description	LWA Labor Hours (1)										Total Hours	Labor Cost	Other Direct Costs	Total Project Costs
		Project Manager: Denise Connors \$225	Monitoring Data Review: Gorman Lau \$175	Pollution Prevention Program: Kate Lundberg \$160	Project Engineer: Patrick Wong \$130	Contract Admin: Sue Fishel \$140	Cost/hour:	SMRs and Annual Reports	Review and/or assist with preparation of monthly and Annual Reports required by the NPDES and Recycled Water Permits.	General Consulting	Pollution Prevention Assistance				
1	Review and/or assist with preparation of monthly and Annual Reports required by the NPDES and Recycled Water Permits.	6	4	0	4	0	4	4	0	0	0	14	\$2,570	\$0	\$2,570
	Total for Task 1	6	4	0	4	0	4	4	0	0	14	\$2,570	\$0	\$2,570	
2	General Consulting Answer questions from City staff, address permit issues that may arise, and update City staff of new regulatory requirements.	12	4	0	4	0	4	4	0	0	20	\$3,920	\$0	\$3,920	
	Total for Task 2	12	4	0	4	0	4	4	0	0	20	\$3,920	\$0	\$3,920	
3	Pollution Prevention Assistance Assist with implementation of the pollution prevention program, revise program (as needed) to address new constituents of concern, prepare Annual Pollution Prevention Report.	2	0	16	0	0	0	0	0	0	18	\$3,010	\$0	\$3,010	
	Total for Task 3	2	0	16	0	0	0	0	0	0	18	\$3,010	\$0	\$3,010	
4	Disinfection Byproducts Compliance Schedule Provide advice and data review during workplan implementation.	4	2	0	0	0	0	0	0	0	6	\$1,250	\$0	\$1,250	
	Assist City with preparation of disinfection byproducts study report (due 9/1/11).	2	2	0	12	0	0	0	0	0	16	\$2,360	\$0	\$2,360	
	Total for Task 4	6	4	0	12	0	0	0	0	0	6	\$3,610	\$0	\$3,610	
5	Napa River Collaborative Monitoring This task was completed in June 2009. No additional funding is predicted.	0	0	0	0	0	0	0	0	0	0	\$0	\$0	\$0	
	Total for Task 5	0	0	0	0	0	0	0	0	0	0	\$0	\$0	\$0	
6	Project Management Prepare monthly progress reports, track budgets and schedules; attend one meeting in Calistoga to discuss project/contract implementation.	9	0	0	0	0	0	0	0	0	13	\$2,585	\$100 (2)	\$2,685	
	Total for Task 6	9	0	0	0	0	0	0	0	0	13	\$2,585	\$100	\$2,685	
7	Calibration/Modeling for Mixing Zone Study This task was completed in April 2010. No additional funding is predicted.	0	0	0	0	0	0	0	0	0	0	\$0	\$0	\$0	
	Total for Task 7	0	0	0	0	0	0	0	0	0	0	\$0	\$0	\$0	
	Total Project Costs (3)	35	12	16	20	4	71	\$15,695	\$100	\$15,795					

Notes: (1) LWA rates for FY 2011-12. Rates are typically adjusted on July 1 of each year. LWA will provide the City with 30-days notice of any expected rate increases.
(2) Transportation costs for LWA attendance at one meeting in Calistoga.
(3) The cost estimate for this project is based on best available information at time of production. LWA will provide monthly progress reports to the City which will itemize the activities completed by task. If it appears that a task budget may be exceeded, LWA will notify the City to discuss a possible approach.

**Attachment B
Schedule of Rates**

LARRY WALKER ASSOCIATES

Rate Schedule

Effective July 1, 2011 – June 30, 2012

PERSONNEL	Rate \$/Hour
Principals	
Ashli Cooper Desai	\$244.00
Tom Grovhoug	\$256.00
Larry Walker	\$256.00
Mack Walker	\$244.00
Associates	
Karen Ashby	\$225.00
Denise Conners	\$225.00
Betsy Elzufon	\$225.00
Brian Laursen	\$225.00
Chris Minton	\$225.00
Mitch Mysliwiec	\$225.00
Claus Suverkropp	\$225.00
Senior Staff	
Kristine Corneillie	\$198.00
Karen Cowan	\$198.00
Diana Engle	\$198.00
Sandy Mathews	\$198.00
Stephen McCord	\$198.00
Mike Troughon	\$198.00
Rebecca Winer-Skonovd	\$198.00
Project Staff	
Alina Constantinescu	\$175.00
Gorman Lau	\$175.00
Rachel Warren	\$175.00
Airy Krich-Brinton	\$160.00
Brian Loux	\$160.00
Kate Lundberg	\$160.00
Michael R. Marson	\$160.00
Hope M. Taylor	\$160.00
Amy Storm	\$160.00
Jeff Walker	\$160.00
Susan Fishel	\$140.00
Kathryn Walker	\$140.00
Steve Maricle	\$140.00
Reni Keane-Dengel	\$140.00
Jeannette Sager	\$140.00
Patrick Wong	\$130.00
Greg Reide	\$105.00
Michelle Boeckx	\$85.00
Alyssa Glimm	\$75.00
Adriana Stovall	\$75.00
Mashon Jones	\$75.00

REIMBURSABLE COSTS

Travel:

Local mileage	• Current IRS rate
Transportation	• Actual expense
Auto rental	• Actual commercial rate
Fares	• Actual expense
Room	• Actual expense
Subsistence ⁽¹⁾	• 48.00 per day

The rate for each meal as follows: ⁽¹⁾

Breakfast	\$9.00
Lunch	\$13.00
Dinner	\$21.00
Incidentals	\$5.00

Report Reproduction and Copying:

- Actual outside expense
- \$0.08 per black and white copy, in-house
- \$0.89 per color copy, in-house
- \$1.95 per binding, in-house

Special Postage and Express Mail:

- Actual expense

Other Direct Costs:

- Actual expense

Daily Equipment Rental Rates:

• All single parameter field meters (pH, EC, D.O., Turbidity)	\$25.00 each
• Multi-parameter field meters	\$35.00
• Peristaltic Sampling Pump	\$35.00
• Professional grade GPS unit	\$25.00
• Digital Flow Meter	\$45.00
• Digital Fluorometer	\$45.00
• Multi-parameter Data Sonde (with telemetry)	
- first day	\$200.00
- each additional day	\$40.00

Subcontractors:

Actual expense plus 10% fee

Note: ⁽¹⁾ Charged when overnight lodging is required.