

**AMENDMENT NO. 13 OF
NAPA COUNTY FLOOD PROTECTION AND WATERSHED
IMPROVEMENT AUTHORITY AGREEMENT NO. 19
and
CITY OF CALISTOGA AGREEMENT NO. 0042
(MEASURE A FUNDING AGREEMENT)**

THIS AMENDMENT NO. 13 OF NAPA COUNTY FLOOD PROTECTION AND WATERSHED IMPROVEMENT AUTHORITY AGREEMENT NO. 19 and CITY OF CALISTOGA AGREEMENT NO. 0042 (“Agreement”) is made and entered into as of the ____ day of _____, 2017, by and between the NAPA COUNTY FLOOD PROTECTION AND WATERSHED IMPROVEMENT AUTHORITY, a public authority established pursuant to section 7285.5 of the Revenue and Taxation Code (“NCFPWIA”) and the CITY OF CALISTOGA (“CITY”);

RECITALS

WHEREAS, on or about November 18, 2003, NCFPWIA and CITY entered into the Agreement for funding by NCFPWIA to CITY of proceeds from the Flood Protection Sales Tax, a voter-approved special tax authorized by Measure A, for the purpose of providing One Hundred Eighty Five Thousand Dollars (\$185,000) for the Kimball Reservoir Treatment Plant Maintenance Dredging Project; and

WHEREAS, on or about July 13, 2004, NCFPWIA and CITY amended the Agreement to extend the term of the Agreement (“Amendment No. 1”); and

WHEREAS, on or about April 19, 2005, NCFPWIA and CITY amended the Agreement to extend the term of the Agreement and add \$85,408 in Measure A funding for the purpose of funding the Grant Street Drainage Improvements (“Amendment No. 2”); and

WHEREAS, on or about October 4, 2005, NCFPWIA and CITY amended the Agreement to add \$34,315 in additional Measure A funding for the Grant Street Drainage Improvements, for a new maximum amount of Measure A funding of CITY’s projects in the amount of \$304,723 (“Amendment No. 3”); and

WHEREAS, on or about July 5, 2006, NCFPWIA and CITY amended the Agreement to extend the term of the Agreement (“Amendment No. 4”); and

WHEREAS, on June 24, 2008, NCFPWIA and CITY amended the Agreement to extend the term and to add \$16,000 in additional Measure A funding for culvert repair at Fischer and Lake Streets for a new maximum amount of Measure A funding in the amount of \$320,723 (“Amendment No. 5”); and

WHEREAS, on June 23, 2009, NCFPWIA and CITY amended the Agreement further extending the term through FY 2017/2018 to provide \$3,161,700 Measure A funds for a USDA loan debt service payment for Phase I and II of the Kimball Reservoir Water Treatment Plant reliability improvements and a onetime cost-share payment of \$2,700,000 for construction of a water storage tank for a new maximum amount of \$6,182,423 (“Amendment No. 6”); and

WHEREAS, on June 29, 2010, NCFPWIA and CITY amended the Agreement because only \$405,000 of the \$2,700,000 cost share disbursement for the 1.5 million gallon water tank was expended in FY 2009/10. The Agreement as amended allowed the remaining balance of \$2,295,000 be paid out in future Fiscal Years (“Amendment No. 7”); and

WHEREAS, on October 5, 2010, NCFPWIA and CITY amended the Agreement adding \$600,000 in additional Measure A funds for FY 2010/11 to provide for a drainage improvement project to reduce flooding in Southeastern Calistoga for existing and future developments. New maximum amount under the Agreement as amended is \$6,782,423 (“Amendment No. 8”); and

WHEREAS, on August 9, 2011, NCFPWIA and CITY amended the Agreement to add \$1,100,000 in additional Measure A funds for the Kimball Dam Intake Tower, Drain Valve, Bypass Structure, and Water Rights Protection project. The amendment also adjusted the maximum allowances for completed projects 1 and 2 as referenced in Exhibit A-5 to reflect actual project costs. New maximum amount under the Agreement as amended is \$7,876,190 (“Amendment No. 9”);

WHEREAS, on January 10, 2012, NCFPWIA AND CITY amended the Agreement to adjust the yearly allocations of the \$1,100,000 Kimball Dam Intake Tower, Drain Valve, Bypass Structure, and Water Rights previously approved by this Board with Amendment 9, to reflect expenditures in FY 10/11 and to request approval to pay invoices for this project which are over one year old. The maximum amount under the Agreement as amended remains at \$7,876,190 (“Amendment No. 10”);

WHEREAS, on September 24, 2013, NCFPWIA and CITY amended the Agreement to decrease the authorized maximum amount for certain completed projects and debt service payments; increase the budget for the Kimball Dam Intake Tower, Drain Valve, Bypass Structure, and Water Rights project; and adding three new projects that comply with the Measure A Ordinance for funding. The new maximum amount under the Agreement as amended is \$7,016,110.31 (“Amendment No. 11”);

WHEREAS, on December 8, 2015, NCFPWIA AND CITY amended the Agreement to add \$867,901 to Project #9 – Grant Street Drainage Improvements between Maggie Street and Michael Way (formerly called the Grant Street Culvert Repair between Redwood Avenue and Michael Way). The new maximum amount under the Agreement as amended is \$7,884,011.31 (“Amendment No. 12”); and

WHEREAS, NCFPWIA and CITY now wish to amend the Agreement to do the following: add \$1,414,150 to Project #7 – Kimball Dam Intake Tower, Drain Valve, Bypass Structure, and Water Rights Protection; add a new project called the Grant Street Phase II

Drainage Improvements (Project #11) in the amount of \$1,328,443; and close out Project #8 (Abandon Old Water Transmission Main) and Project #9 (Grant Street Drainage Improvements between Maggie and Michael) and return the remaining balance of \$130,313 and \$8,176, respectively, to available Measure A funds (“Amendment No. 13”), resulting in the new maximum amount under the Agreement as hereby amended being \$10,488,116.

TERMS

NOW, THEREFORE, NCFPWIA and CITY hereby amend the Agreement as follows:

1. Section 2 of the Agreement is hereby amended and replaced to read in full as follows:
 2. **Funding.** NCFPWIA hereby agrees to transfer to CITY the amounts of Measure A funds corresponding to the Project Costs for each of the Projects described in Exhibit A-9 (for Projects 1 through 11), which is attached hereto and incorporated into the Agreement by this reference, replacing in full the previous exhibits denoted as Exhibits A and A-1 through A-8, all inclusive. The total amount of such disbursements for all of the described Projects shall not exceed a maximum of TEN MILLION FOUR HUNDRED EIGHTY EIGHT THOUSAND, ONE HUNDRED SIXTEEN DOLLARS (\$10,488,116). Notwithstanding the foregoing, the maximum amounts noted in Exhibit A-9 are not guaranteed sums, and such amounts shall be disbursed only as set forth in Section 3 (Disbursal of Funds) as reimbursement to CITY for expenditures it has made or is legally committed to make, and subject to the Measure A revenues being available. CITY acknowledges that if the Measure A revenues are not available or insufficient, the CITY shall either fund the remainder of the projects with other sources of revenue or reduce the size of the projects.
2. This Amendment No. 13 shall be effective as of the date first above written.
3. Except as provided in Paragraphs 1 and 2, above, the terms and provisions of the Agreement shall remain in full force and effect as previously amended.

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IN WITNESS WHEREOF, the duly authorized representatives of the parties to this Agreement have executed this Amendment No. 13 as of the date first above written.

CITY OF CALISTOGA

By _____
Dylan Feik
City Manager

“CITY”

ATTEST: KATHY FLAMSON
Calistoga City Clerk

By _____

APPROVED AS TO FORM:
Michelle Kenyon
Calistoga City Attorney

By _____

NAPA COUNTY FLOOD PROTECTION AND
WATERSHED IMPROVEMENT AUTHORITY

By _____
Belia Ramos
Chair of the Governing Board of NCFPWIA

“NCFPWIA”

<p>APPROVED AS TO FORM NCFPWIA Legal Counsel</p> <p>By: <u>Jeffrey M. Richard</u> <i>(e-signature)</i> Legal Counsel</p> <p>Date: <u>June 26, 2017</u></p>	<p>APPROVED BY THE GOVERNING BOARD OF THE NCFPWIA</p> <p>Date: _____</p> <p>Processed by: _____ Deputy Secretary</p>	<p>ATTEST: GLADYS I. COIL Secretary of the NCFPWIA</p> <p>By: _____</p>
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EXHIBIT A-9

PROJECT DESCRIPTIONS

Project #1 - Stabilization and Enhancement of Kimball Reservoir (Project Completed)

The Kimball Canyon Dam was constructed for flood control and to provide a water supply for the community of Calistoga. The original storage capacity was estimated to be 409 acre-feet. Since its construction, Kimball Reservoir has accumulated sediment and debris, especially during periods of high runoff. Reservoir soundings taken in 1991 indicated sedimentation had reduced the reservoir capacity to about 312 acre-feet. This sedimentation accumulation has reached a level that is affecting the operation of the intake facilities for the water treatment plant and degrading water quality.

Measure A funds will be utilized to hire a contractor to complete CEQA documents, secure permits, secure grant funding applications and deliver a bid package including plans, specifications and estimates to complete the dredging of Kimball Reservoir by the end of Fiscal year 2005-2006.

Total Amount Authorized for Project #1 prior to Amendment No. 11 is \$185,000.00.

Actual Amount Spent:

FY 03/04	-	\$104,500.61	
FY 04/05	-	\$ 17,713.53	
FY 05/06	-	\$ 3,524.17	
Total Amount Spent as of 6/30/2011			\$125,738.31

Balance as of July 1, 2013: \$59,261.69

Amendment No. 11 – Calistoga requested to close out Project #1 as dredging was determined to not be cost effective. Amendment No. 11 amended the amount previously authorized from \$185,000 to **\$125,738.31**.

Project #2 - Flood Protection and Drainage Improvements in the Grant Street Area (Project Completed)

The drainage improvements in the area of Grant Street from Stevenson Street to Lake Street consist of an open swale that carries water to the drainage system. Installation of approximately 670' of 12" storm drain improvements will direct water to an underground piping system and will help prevent street flooding in this area.

Total Amount Authorized for Project #2 is \$117,470.04

Actual Amount Spent:

FY 06/07 - \$117,470.04

Project #3 – 24” Culvert Repair - Fischer Street at Lake Street (Project Completed)

The culvert at Fischer Street and Lake Street is collapsing and slowing the flow of water through the drainage ditch. The project will repair/replace the 24” culvert to prevent the drainage ditch from overflowing and flooding the areas.

Total Amount Authorized for Project #3 is \$12,020.

Actual Amount Spent:

FY 08/09 - \$12,020

Project #4 – 1.5 Million Gallon Water Storage Tank (Project Completed)

The purpose of this Project is in accordance with CDPH Compliance Order 02-03-96CO-003 and to provide enhanced water supply reliability. The 1.5 million gallon water storage tank shall be used to store water from Kimball Reservoir and other sources and enhance water supply reliability from Kimball Reservoir. While the total cost of the water storage tank construction exceeds \$6 million, the City will use Measure A funds to cover a one-time cost share.

Total Amount Authorized for Project #4 is \$2,700,000.

Actual Amount Spent:

FY 09/10 - \$ 405,000
FY 10/11 - \$ 90,941
FY 11/12 - \$1,709,059
FY 12/13 - \$ 495,000

Total Spent as of July 1, 2013 \$2,700,000

Project #5 - Schedule of Debt Payments on \$2.5M USDA Loan for Phase I and II of the Kimball Water Facilities Improvement Project (Ongoing)

Total Amount Authorized for Project #5 prior to Amendment No. 11 is \$3,161,700

Actual Debt Payments:

FY 2008/09	\$ 125,659.00
FY 2009/10	\$ 379,850.00
FY 2010/11	\$ 368,993.00
FY 2011/12	\$ 117,880.00
FY 2012/13	\$ 113,068.00
Total Payments:	\$1,105,450.00
Balance as of July 1, 2013:	\$2,056,250 (\$3,161,700 - \$1,105,450)

Amendment No. 11: Calistoga was informed by USDA that accelerated payments are not possible. Therefore, Calistoga requests to revise its debt service payment schedule to reflect the original schedule it entered with USDA. The remainder of the payment schedule is as follows:

FY 2013/14	\$ 134,125
FY 2014/15	\$ 133,813
FY 2015/16	\$ 134,456
FY 2016/17	\$ 134,013
FY 2017/18	\$ 134,525

Revised Total Amount Requested for FY 2014 thru FY2018: \$670,932

Revised Total Amount for Project #5 with Amendment No. 11 is \$1,776,382 (\$1,105,450+\$670,932)

Project #6 – Drainage Improvements in Southeastern Calistoga (Completed Project)

A bypass culvert will be installed from Central Creek to the Main Ditch at a point downstream of the Chateau Calistoga Mobile Home Park for the purpose of handling increases in flows. Main Ditch will be widened to create a bottom of 15 feet and a 2:1 side slope on the east & north sides of the channel from the Chateau Calistoga Mobile Home Park south and east to the existing 48-inch culverts. Additionally, the Main Ditch will be widened to a 33-foot bottom, with a 2:1 side slope, from the existing two 48-inch diameter culverts to its outlet at the Napa River. The project will also include the replacement of two 48-inch diameter culverts with a bridge designed with a minimum width of 12 feet, concrete abutments and steel beams supporting a wood or metal deck.

Total Amount Authorized for Project #6 is \$600,000.

Actual Amount Spent -

FY 10/11 - \$600,000

Project #7 – Kimball Dam Intake Tower, Drain Valve, Bypass Structure, and Water Rights Protection (Ongoing)

This project will support water supply reliability for Kimball Reservoir. Certain dam structures are inadequate, and if not replaced, may result in catastrophic flooding from dam failure. City water rights for Kimball Reservoir were also challenged, requiring hydrology studies, fishery biologist studies, and legal support costs. The City’s bypass structure and level sensor need to be upgraded to better support fish habitat.

Total Amount Authorized for Project #7 is \$1,100,000

Actual Amount Spent -

FY 11-12 - \$ 700,000

FY 12-13 - \$ 0

Balance as of July 1, 2013 - \$400,000

Amendment No. 11 - The design and construction of the intake tower repairs and drain valve replacement have yet to be completed, and is expected to cost more than initially planned. A survey of the bottom of the reservoir after it is drained is necessary and may require minimal dredging in and around the intake structure. Calistoga requests an additional \$250,000 for this Project. With the balance of \$400,000, the budget is as follows:

FY 13-14 - \$150,000

FY 14-15 - \$500,000

Total Amount for Project #7 with Amendment No. 11 is \$1,350,000.

Amendment No. 13 – The design of the intake tower replacement, drain valve and piping improvements is complete. The City’s estimate to complete the construction is \$1,804,693 which includes construction, construction inspection services and environmental permit inspection services and a 15% contingency. Calistoga is requesting additional funds in the amount of \$1,414,150.

Revised Total Amount for Project #7 with Amendment No. 13 is \$2,764,150.

Project #8: Abandon Old Water Transmission Main from Kimball Reservoir and Connect Existing Water Services to New Water Transmission Main (Completed Project)

This Project will complete the Kimball Water Transmission Main project along Bennett Lane by abandoning the old water transmission main that runs through vineyards to serve six existing City water customers. These customers will be reconnected to the new water line with a water line easement across APN 017-130-061. Relocation of these water services will provide water supply reliability.

Total Amount for Project #8 with Amendment No. 11 is \$152,000.

Amendment No. 13 - Calistoga has expended \$21,687.36 to date leaving a balance of \$130,312.64. Calistoga wishes to close out this project and return the unspent balance of \$130,312.64 to Measure A.

Revised Total Amount for Project #8 with Amendment No. 13 is \$21,687.36 (actual amount spent).

Project #9: Grant Street Drainage Improvements Between Maggie Street and Michael Way (formerly called the Grant Street Culvert Repair between Redwood Avenue and Michael Way) (Completed Project)

The original Project was going to replace a collapsed drainage box culvert. The revised project will not only replace the failed culvert, but also extends the master planned drainage improvements on Grant Street between Maggie Street and Michael Way to address long standing flooding issues. The proposed project includes design and construction of the following:

1. Install a storm drain system of various diameters (48", 54" and 21") in Grant Street.
2. Relocate existing sewer, water and recycled water utility lines to allow for the placement of the storm drain system. The new utility lines will be the same diameters.
3. The Grant Street area drains to the Napa River through the existing drainage ditch that crosses the Mount St. Helena golf course. The channel needs to be deepened by several feet to accommodate the new storm drain.
4. The paved roadway will be torn up for construction, and new paving will be installed.

Total Amount for Project #9 with Amendment No. 11 is \$175,000

Total Amount for Project #9 with Amendment No. 12 is \$1,042,901

Amendment No. 13 – Project #9 is complete. A total of \$1,034,725.11 has been spent, leaving a balance of \$8,175.89 to be returned to Measure A.

Revised Total Amount for Project #9 with Amendment No. 13 is \$1,034,725.11 (actual amount spent).

Project #10: Grant Street Napa River Outfall Repair (Completed Project)

This Project will repair the erosion to support the outfall and pipe from further scour.

Total Amount for Project #10 with Amendment No. 11 is \$7,500.

Proposed Project #11: Grant Street Phase II Drainage Improvements (New Project)

The Phase II Grant Street improvements Project will replace the existing 36" storm drain with two 48" pipes that runs through the Napa County Fairgrounds, which has been a bottleneck to the Grant Street watershed. Some concrete culverts along with new junction structures and drain inlets will also be constructed. This second phase of the project will complete the lower Grant Street and Michael Way improvements and will convey the 100 year anticipated storm water flows thereby eliminating localized flooding and associated damages to structures, roadway and other improvements. This is a new project request. The project meets the Measure A ordinance, Section 8.C.2, which states "flood protection and drainage improvements in the Grant Street area and other critical areas to protect residents and businesses from flooding."

Total Amount for Project #11 with Amendment No. 13 is \$1,328,443.

FUNDING SUMMARY

Projects	Total Amount Authorized	
	Prior to Amendment #13	Proposed Amendment #13
1	\$125,738.31	\$125,738.31
2	\$117,470	\$117,470
3	\$12,020	\$12,020
4	\$2,700,000	\$2,700,000
5	\$1,776,382	\$1,776,382
6	\$600,000	\$600,000
7	\$1,350,000	\$2,764,150
8	\$152,000	\$21,687.36
9	\$175,000	\$1,034,725.11
10	\$7,500	\$7,500
11	---	\$1,328,443
	\$7,016,110.31	\$10,488,115.78