

AMENDMENT NO. 13 OF

NAPA COUNTY FLOOD PROTECTION AND WATERSHED
 IMPROVEMENT AUTHORITY AGREEMENT NO. 180070B (FPWIA)
 and C New Agreement No. 19
 CITY OF CALISTOGA AGREEMENT NO. 0042 (FPWIA)
 (MEASURE A FUNDING AGREEMENT) 180070B (FPWIA)

THIS AMENDMENT NO. 13 OF NAPA COUNTY FLOOD PROTECTION AND WATERSHED IMPROVEMENT AUTHORITY AGREEMENT NO. 180070B and CITY OF CALISTOGA AGREEMENT NO. 0042 ("Agreement") is made and entered into as of the 1st day of August, 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

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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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.

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.

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	\$1,042,901	\$1,034,725.11
10	\$7,500	\$7,500
11	---	\$1,328,443
	\$7,884,011.31	\$10,488,115.78