



Harris & Associates

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AMENDMENT NO. 2 -PIEDMONT PINES PHASE II UTILITY UNDERGROUNDING DISTRICT

Dear Wlad:

The Piedmont Pines Phase II utility undergrounding and street lighting project was successfully formed in July 2021, achieving a significant milestone that was more than four years in the making. However, there is significant work remaining, including completing the design work, obtaining construction bids, administering cash collections from interested property owners, issuing municipal bonds, and the undergrounding of existing overhead utilities and installation of new streetlights.

As previously discussed, the “District Update” portion of our services outlined in Amendment No.1 to the agreement between Harris and the City did not include all the hours Harris expended on the project due to the expanded scope of services. In addition, Amendment No.1 expired on December 31, 2021, with remaining work occurring throughout 2022 and expected to continue throughout 2027.

This Amendment No. 2 work completed to-date that was not included in the Original Contract scope of work or Amendment No. 1 and Harris’ remaining scope of work. The scope of work has been expanded to include additional support during the financing stage as well as assistance managing the project throughout the design phase, streetlight design services, and an optional task for assistance during construction. Harris is including Urban Design Consulting Engineers (UDCE) as the streetlight engineer consultant who will provide photometric calculations and prepare the streetlight design.

PROJECT TEAM

Alison Bouley, PE is a Vice President and in charge of Harris’ Municipal and District Finance team. She will serve as the assessment engineer and provide overall support to the team for the District Formation work. Alison has over 23 years of public finance experience including utility undergrounding districts.

Donna Segura will serve as the overall Project Manager for the contract and will oversee the completion of the Task 1, District Formation work. Donna is a Director at Harris and has over 23 years of experience in CFD and Assessment District Formation and Administration. Donna leads Harris’ District formation and Administration team.

Sindy Mikkelsen will serve as the lead on Tasks 2, 3 and 4, assisting the City with support during the design and construction phases. Over the last 30 years, Sindy has established herself as a trusted expert in municipal and civil design, with a specialty in utility undergrounding. Her experience encompasses a variety of achievements including developing a corrective action plan for Pacific Gas & Electric’s Rule 20A Program.

Luella Gabriel will provide support to Sindy for Tasks 2, 3 and 4. Luella has over 28 years of civil engineering experience, which includes paving, utility undergrounding design and coordination, substation civil design, grading, drainage, stormwater

treatment, slide repair, site layout, and pipe design. She is skilled in Civil 3D 2020 and has extensive experience in civil computer programs such as AutoCAD 2020, StormCad and FlowMaster.

Harris will be supported by our sub, UDCE. UDCE is an urban Civil Engineering design firm focused on complex, urban engineering issues. Formed in 2005 by highly experienced professionals in the industry, they have completed hundreds of site development, streetscape, joint trench, transportation, utility, and land development projects in the Bay Area. Their staff have decades of experience designing solutions for the most challenging urban projects.

The Harris team will be supported by other staff as necessary for successful completion of the project.

TASK 1 - DISTRICT FORMATION

EXPANDED SCOPE OF WORK COMPLETED AND ASSOCIATED COSTS THROUGH DECEMBER 31, 2021

Harris' scope of work completed under Amendment No. 1 was expanded to meet unforeseen needs of the project as a result of the three-year project delay that occurred while waiting for the CPUC to approve certain roadways for undergrounding, along with a significant turnover of individuals working on the project during that time. The expanded scope of work and associated costs, during the term of Amendment #1 are as follows:

Piedmont Pines Phase II

<u>Expanded Scope of Work Completed through 12/31/2021</u>	<u>Harris Staff</u>	<u>Hours</u>	<u>Rate</u>	<u>Cost</u>
a. Meetings (PPNA, City, Bond Financing Team)	Senior Analyst	48	\$140.00 per hour	\$6,720
b. Property Owner Inquiries/Field Review	Senior Analyst	20	\$140.00 per hour	\$2,800
c. Project Coordination	Senior Analyst	37.5	\$140.00 per hour	<u>\$5,250</u>
Subtotal				\$14,770

EXTENDED SCOPE OF SERVICES AND ASSOCIATED COSTS 2022 THROUGH JUNE 2023

After Amendment No. 1 expired in December of 2021, Harris' extended the scope of work into 2022. This work included meeting with the City staff to assist with staff changes and with continuity on the project, addressing issues with the first phase accounting issues and to help keep the PPNA committee informed. The extended scope of work completed in 2022 and the first half of 2023, and associated costs, are as follows:

<u>Extended Scope of Work Completed 2022 Year-to-Date</u>	<u>Harris Staff</u>	<u>Hours</u>	<u>Rate</u>	<u>Cost</u>
a. PPNA Meetings (one hour, monthly)	Senior Analyst	5	\$150.00 per hour	\$750
	Project Supervisor	2	\$205.00 per hour	\$410
b. Meetings with City (half hour, weekly)	Senior Analyst	12.25	\$150.00 per hour	\$1,838
	Project Supervisor	4	\$205.00 per hour	\$820
c. Project Coordination	Senior Analyst	19.5	\$150.00 per hour	\$2,925
	Project Supervisor	1.5	\$205.00 per hour	\$308
	Senior Project Manager	1	\$250.00 per hour	<u>\$250</u>
Subtotal				\$7,300

REMAINING FINANCE SCOPE OF WORK AND ASSOCIATED COSTS

An outline of Harris's remaining tasks and project milestones are shown below based on an estimated construction start date of September 2025. Harris has included additional hours in Task D to provide support and coordination to the City through bond sale. Should the hours exceed those listed, or if there are significant changes to the listed timeframe, an amendment may be necessary.

Remaining Scope of Work	Harris Staff	Hours	Rate	Cost
a. Prepare/Mail 1st Notice of Assessment	Senior Analyst	12	\$170.00 per hour	\$2,040
	Project Director	2	\$265.00 per hour	\$530
b. Prepare/Mail 2nd Notice of Assessment	Senior Analyst	12	\$170.00 per hour	\$2,040
	Project Director	2	\$265.00 per hour	\$530
c. Prepare Paid/Unpaid List	Senior Analyst	12	\$170.00 per hour	\$2,040
d. Coordination/Bond Issuance Support/Prepare Official Statement Tables *	Senior Analyst	20	\$170.00 per hour	\$3,400
	Project Director	60	\$265.00 per hour	\$15,900
e. Confirmed Engineer's Report	Senior Analyst	12	\$170.00 per hour	\$2,040
	Project Director	4	\$265.00 per hour	\$1,060
	Assessment Engineer	4	\$275.00 per hour	\$1,100
f. Prepare/Record Final Assessment Liens	Senior Analyst	8	\$170.00 per hour	\$1,360
	Project Director	2	\$265.00 per hour	\$530
g. PPNA Meetings (one hour, monthly through 9/30/2023)	Project Director	14	\$265.00 per hour	\$3,710
h. Bond Financing Team Meetings and Coordination (one hour, six meetings)	Project Director	12	\$265.00 per hour	\$3,180
i. Meetings with City (half hour, weekly through 9/30/2025)	Project Director	55	\$265.00 per hour	\$14,575
			Subtotal	\$54,035
			3% Escalation	\$1,621
			Total	\$55,656

Timeframe	Description	Milestone/Task
Q2 2023	Project Design/Bid Phase Commences	Project Milestone
Q3 2023	Cash Collection Period Commences	Project Milestone
	1st Notice of Assessment Mailing	Harris Task
Q4 2024	Project Design/Bid Phase Completed	Project Milestone
Q1 2025	Bond Financing Phase Commences	Project Milestone
	2nd Notice of Assessment Mailing	Harris Task
	Bond Issuance Support/OS Tables	Harris Task
Q2 2025	Cash Collection Period Ends	Project Milestone
	Prepare Paid/Unpaid List	Harris Task
	Bond Issuance	Project Milestone
	Engineer's Report Confirmed	Harris Task
	Final Assessment Lien Recorded	Harris Task
Q3 2025	Project Construction Commences	Project Milestone
Q4 2027	Project Construction Completed	Project Milestone
Q3 2023-Q2 2025	Coordination with City and Bond Team	Harris Task

TASK 1: FEE FOR DISTRICT FORMATION SERVICES

The following table summarizes the total amendment requested for District Formation Services including coordination with the City's team through the bond sale.

EXPANDED SCOPE OF WORK THROUGH 12/31/ 2021	\$14,770
EXTENDED SCOPE OF WORK 2022 THROUGH JUNE 2023	\$7,300
REMAINING SCOPE OF WORK	\$55,656
TOTAL DISTRICT FORMATION SERVICES	\$77,726

TASKS 2-4: PROJECT MANAGEMENT DURING DESIGN AND CONSTRUCTION PHASE

The following scope of work has been included for support during the design phase of the project as well as an optional task for support during the construction phase. This scope also includes Streetlight Design and construction support from our subconsultant, UDCE.

Our first task is to meet with City staff and PG&E to discuss the composite design process in which PG&E has taken the lead and presumably began work in April. We will continue to provide project management support until November 2024, when PG&E completes the final composite plans and Form B.

Harris has assumed that the construction phase will occur between July 2025 through end of 2027. If the timeframe is extended or additional work requested, an additional scope may be warranted.

HARRIS SCOPE OF WORK		
Task Description	Scope	Deliverables
TASK 2: PROJECT MANAGEMENT (DURING DESIGN PHASE)		
2.1 Project Meetings	<p>Meet with City Staff (20 meetings) – Meet with City staff to discuss design process and coordinate the schedule. These meetings will mainly be virtual and a few in person when required. Follow-up with items as needed.</p> <p>Meet with residents within the district (5 meetings) to assist the city in answering questions. These meetings will be virtual.</p> <p>Meet with PG&E and all joint trench participants (10 meetings) to discuss various plan submittals (Initial and Final Composites, and Form B). These meetings will be virtual.</p>	<p>Meeting minutes and update schedule.</p> <p>Meeting minutes</p> <p>Meeting minutes</p>
2.2 Site Walks	Project site walk – Walk the site with City staff and PG&E.	Field notes and photos
TASK 3: Streetlight Design		
Streetlight Design	Coordination with Streetlight Consultant UDCE to prepare streetlight design. A detailed scope of work is included below for our subconsultant UDCE.	Photometric calculations, streetlight layout and exhibits
TASK 4: PROJECT MANAGEMENT (DURING CONSTRUCTION PHASE) (OPTIONAL)		
4.1 Project Meetings	Meet with City Staff and Utility Agencies (40 meetings) – Meet with City staff and utility agencies to provide construction support.	Meeting minutes
4.2 Streetlight Construction Support	UDCE will be available for construction administrative support for bidding, permitting, addendas, review submittals, respond to RFI's, issue structural bulletins, attend meetings (3), punchlist walk, review contractor redlines and closeout	Submittal reviews, RFI responses, structural bulletins, field meeting notes

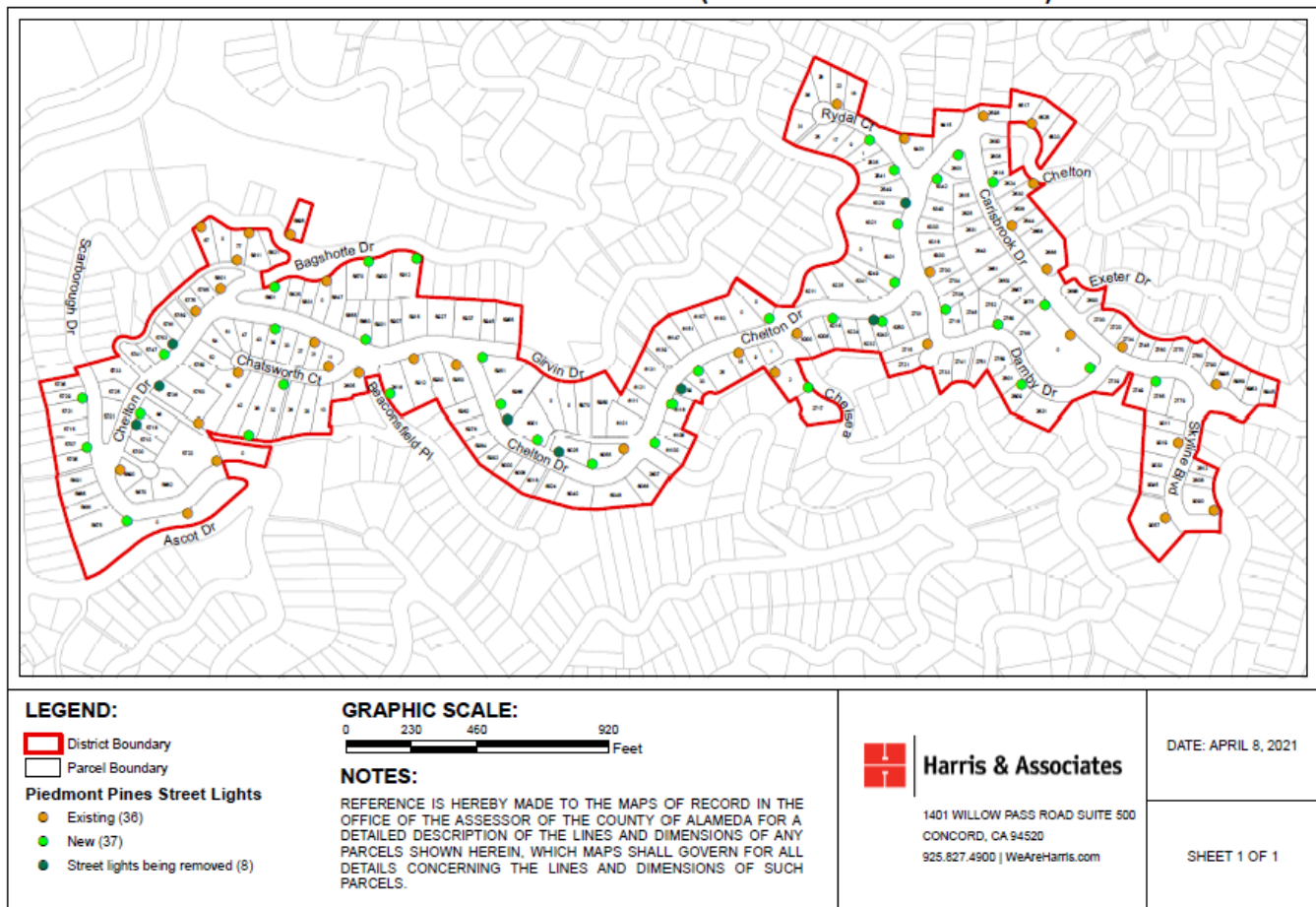
Task 3: Streetlight Design Scope for UDCE

The following scope elements are included as part of this scope of work:

- Design and Prepare Streetlight Construction Documents (conduits, routing, trench sections, crossings, vaults, and circuits).
- Design and Prepare Single Line Diagram

The following limits of work have been assumed and include public streets and sidewalks.

**STREET LIGHT EXHIBIT
CITY OF OAKLAND
ASSESSMENT DISTRICT 2021-232 (PIEDMONT PINES PHASE II)**



STANDARDS AND DELIVERABLES

Work will be performed using the following standards unless otherwise requested in advance:

- AutoCAD, using National CAD Standard, current editions
- VISUAL software for photometric analysis
- Plans will be in PDF 34 x 22 size, or to match that used by the design team
- Specifications will be in Construction Specifications Institute (CSI) 6-digit format or on the Plans

BASIC SERVICES

Photometrics and Construction Documents

1. Request record drawings from PG&E
2. Receive and review streetlight records from City of Oakland
3. Review Client provided topographic field survey and advise on any supplemental survey needs
4. Perform engineer's field review to validate field survey, existing streetlight type and wattage, proposed streetlight locations
5. Perform photometrics analysis in accordance with IES-RP8 guidance
 - a. Existing plus Proposed minus Select removed streetlights
 - b. Re-iteration may be required to adjust for conformity
6. Attend up to (5) **five** virtual meetings of up to one hour each to coordinate the design with the team
7. Design and Prepare Plans, submit in PDF

- a. Streetlight Plans
- b. Streetlight Construction Details
- c. Specifications – using City’s standard Special Provisions to the Public Works Greenbook
8. Receive, review, respond to City comments, and update the Construction Documents up to (2) two rounds
9. Construction Documents (Stamped and Signed) up to two full size sets
10. Submit to Client exhibit for streetlight electric secondary service points for submission of PGE service application by City

EXCLUDED SERVICES

- Bulk printing services for submissions
- Application, Utility Company Engineering Advancements, and Permit fees
- Coordination, submission, and issuance of any AHJ permit applications
- Field Topographic and Underground Utility Surveying
- Coordination and/or performing potholing, vacuum extraction potholing, or underground utility locating
- Coordination and/or revision of design documents due to potholing or underground locating after Design Development Phase will require an Additional Service Request.
- 3D modelling
- Drafting of Easements and Plats
- Determination of Sea Level Rise
- Design of Geotechnical, Environmental, Structural, Electrical, Landscape Architecture, Planting, Irrigation, Site Lighting, Traffic Signal, and other work not specified.
- Preparation of PG&E Form B
- Work related to agencies not specified in the Scope of Work

ASSUMPTIONS

Regular attendance at weekly or bi-weekly OAC-type meetings is excluded from this proposal. UDCE plans to update the design team with coordination information via email prior to these types of meetings for review and comment, reserving meetings included in the various design phases of this proposal to focus directly on dry utility coordination items.

ADDITIONAL SERVICES

Any services not included above shall be considered Additional Services and shall be paid for by the Client in addition to the compensation for Basic Services. Additional Services shall only be provided if authorized in writing by Client. Additional Services shall include, but not be limited to:

- Making revisions to drawings, specifications, or other documents when such revisions are a) inconsistent with approvals or instructions previously given by Client; b) required by revision of codes, laws or regulations subsequent to the preparation of such documents; or c) due to changes required as a result of Client’s failure to render decisions in a timely manner.
- Providing services required due to significant changes in the project, including but not limited to, size, quality, complexity, schedule, or method of contracting for construction.
- Preparing drawings, specifications, or other documents and providing other services in connection with construction change orders.
- Providing services in connection with substitutions proposed by the construction contractor.
- Providing services made necessary by default of the construction contractor, or by major defects of deficiencies in the work of the construction contractor.
- Providing services in evaluating an extensive number of claims submitted by the construction contractor or others in connection with the work.

- Providing services in connection with a public hearing, arbitration proceeding, or legal proceeding except where Consultant is a party thereto.
- Preparing documents for alternate, separate, or sequential bids.

Additional Services will be performed on a time and materials basis per Urban Design Consulting Engineer’s Fee Schedule in effect at time services are performed, or for a mutually agreed upon lump sum, as negotiated by Client and Consultant prior to commencing such services.

TOTAL FEE FOR SUPPORT DURING DESIGN AND CONSTRUCTION

The following tables summarizes the fee for support during design and construction including the streetlight design.

	Harris & Associates						Subconsultants	COST PER TASK
	Project Director	Senior Project Manager	Project Manager	Project Engineer	Financial/District Engineer	Financial Assessment Analyst	Urban Design Consulting Engineers (SL)	
Hourly Rate	\$285	\$250	\$205	\$145	\$240	\$140		
	HOURS							COST
TASK 2 - PROJECT MANAGEMENT (During Design Phase) 2023-2024								
2.1 Project Meetings								
Meetings with City Staff and Utility Agencies (20 meetings)	4	80	40					\$29,340
Meetings with Residents (5 meetings)		40	20					\$14,100
Meetings with Utility Agencies (10 meetings)	4	40	20					\$15,240
2.2 Site Walks								
Project Site Walks	2	24	24					\$11,490
Task 2 Subtotal	295	434	309	145	240	140	\$ -	\$70,170
3% Escalation for 2024 Rates								\$2,105
TASK 2 TOTAL	295	434	309	145	240	140	\$ -	\$72,275
TASK 3 - Streetlight Design								
Streetlight Design w/ markup							\$ 68,750	\$68,750
Coordination with UDCE		24	40					\$14,200
Task 3 Subtotal	600	1,076	762	290	480	280	\$ 68,750.00	\$82,950
3% Escalation for 2024 Rates								\$2,489
TASK 3 TOTAL	600	1,076	762	290	480	280	\$ 68,750.00	\$85,439
OPTIONAL TASK 4 - PROJECT MANAGEMENT (During Construction Phase) 2025-2027								
4.1 Project Meetings								
Meetings with City Staff and Utility Agencies (40 meetings)	10	360	80					\$109,250
4.2 Streetlight Construction Support								
Streetlight Construction Support w/ markup		20	20				\$ 11,000.00	\$20,100
Task 4 Subtotal	10	380	100	0	0	0	\$ 11,000.00	\$129,350
3% Escalation for 2025-2027 Rates								\$11,994
OPTIONAL TASK 4 TOTAL	10	380	100	0	0	0	\$ 11,000.00	\$141,344
TOTAL								\$299,058

Assumptions:

1. Hours and fee subject to adjustment during scoping session with the City
2. Hours and fee for individual tasks are a guide; the total hours and cost for the project take precedence
3. Hours and fee may be renegotiated if the project is delayed by factors beyond Harris' control
4. The number of budgeted meetings is indicated on the spreadsheet
5. Fees shown are based on Harris 2023 standard rates
6. Task 1 rates assume a July 2023 start date
7. Optional Task 2 rates assume a July 2025 start date
8. Tasks performed by Financial/District Engineer & Assessment Analyst are included in separate scope
9. Land acquisition, contracting, and permitting tasks are not included