

FILED
OFFICE OF THE CITY CLERK
OAKLAND

**REDEVELOPMENT AGENCY
OF THE CITY OF OAKLAND**
AGENDA REPORT

2011 NOV 17 PM 4:21

TO: Office of the City Administrator
ATTN: Deanna J. Santana
FROM: Community and Economic Development Agency
DATE: November 29, 2011

RE: Agency and City Resolutions Authorizing a Waiver of the Advertising and Request for Proposal/Qualifications Process and a Request to Authorize the Agency/City Administrator to Negotiate and Execute an Amendment to the Professional Services Agreement with Kennedy and Associates to Increase the Contract by an Amount Not To Exceed One Hundred Fifty Thousand Dollars (\$150,000) for a Total Contract Amount of Three Hundred Thousand Dollars (\$300,000) for Additional Civil Engineering Services for the Former Oakland Army Base Project

SUMMARY

In early 2010, the Redevelopment Agency determined that timely, quality technical assistance on a dedicated basis was required to move forward with the engineering and design aspects of the Master Planning process on the former Oakland Army Base. The Agency issued a Request for Qualifications for civil engineering services and as a result contracted Kennedy and Associates (K&A) in August 2010.

K&A's input was critical in defining the scope of work for the infrastructure master plan and in determining the scopes of services of the various contractors involved in the work. K&A's contract amount of \$150,000 is nearly expended while the master planning process continues to ramp up. The process is moving toward a design/build approach, which will enable the Agency to start construction before the end of 2013 and meet a critical Trade Corridor Improvement Fund deadline. The approach, however, is technically more challenging than the traditional design/bid/build method of project delivery, and requires rapid responses to engineering issues. Increasing K&A's contract amount by \$150,000 ensures the Agency will have the necessary expertise available over the next year as the project moves forward. During that time, staff will determine what, if any, additional technical assistance will be required going forward, and will procure such assistance through another competitive process.

FISCAL IMPACT

The amount of the professional services contract with Kennedy and Associates is currently capped at \$150,000. Increasing the contract by an amount not to exceed \$150,000 will bring the total contract amount to \$300,000. The funding is available in Fiscal Year 2011-2013 Oakland Army Base Redevelopment funds from OBRA Leasing and Utility Fund (9575), West Oakland

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Base Reuse Organization (88679), OBRA Leasing and Utility Project (S294210). There is no impact on the General Purpose Fund.

This contract amendment is not affected by the current California Supreme Court stay prohibiting redevelopment agencies from executing new contracts. The stay does not apply to Agency actions needed to comply with existing enforceable contracts. The ENA is an existing enforceable contract. The ENA requires that the Agency review the Developer's technical submissions. The Agency does not have existing staff to provide this function. Accordingly, the Agency can retain K&A to help fulfill the Agency's existing contractual obligations under the ENA.

Should the Court find in favor of the State in the suit, California Redevelopment Association v. Ana Matosantos, and the City decides to assume the contract with Kennedy and Associates, the funding source will remain OBRA Leasing and Utility Fund (9575), West Oakland Base Reuse Organization (88679), OBRA Leasing and Utility Project (S294210). These funds come from Army Base leasing income and would be unaffected by State claims on redevelopment funding from tax increment.

BACKGROUND

In August 2009, the Port of Oakland entered into an Exclusive Negotiating Agreement (ENA) with the joint venture of AMB Property, L.P. and California Capital Group (AMB/CCG) for the master lease of the Port-owned portion of the former Oakland Army Base and other Port properties. Shortly thereafter, in January 2010, the Agency also entered into an ENA with the same developer for the master development of up to 118 acres of the Agency-owned portion of the Army Base¹.

Having a master developer in common encouraged the Agency and Port to share their resources and work together on an infrastructure master plan for the entire Army Base. On July 27, 2011, the Agency and Port entered into a Cost Sharing Agreement, which defined the terms of their shared efforts. In return for an Agency commitment of \$32,000,000 for the planning and design of public infrastructure, and other eligible expenses, the Port agrees to provide up to \$62,000,000 of its \$242,000,000 California Trade Corridor Improvement Fund (TCIF) allocation toward the construction of streets and utilities on Agency land. The Agency's contract with K&A, which was hired to review technical aspects of the master plan and to coordinate Agency and Port planning, is an eligible cost under the Cost Share Agreement and counts toward the Agency's Cost Share contribution.

¹ The developer entity is now Prologis/CCIG. In June 2011, AMB Property Corporation merged with ProLogis, and consequently AMB was renamed Prologis Property, L.P. California Capital Group assigned its interests and obligations under the Agency and Port ENAs to a newly created, related entity, CCIG Oakland, LLC. Both the Agency and Port approved the change in developer entity from AMB/CCG to Prologis/CCIG.

K&A was selected through a competitive Request for Qualifications procurement process and the K&A team meets the Small/Local Business Enterprise Program requirements. In addition to K&A, the team includes Harris & Associates, a local firm specializing in planning, design and construction management; Van Maren & Associates, a small local firm specializing in structural design and analysis; and VSCE, a local firm specializing in project delivery. The services of these subcontractors will be increasingly called upon as infrastructure development progresses and the nature of the work becomes more detail oriented.

KEY ISSUES AND IMPACTS

The Agency is at a critical juncture regarding development of the Army Base. The deadline for both accessing TCIF funding and completing environmental remediation of sites identified in the Oakland Army Base Remedial Action Plan and Risk Management Plan is 2013.

To meet the TCIF deadline, the master developer is considering a design/build approach for the infrastructure. This method enables a much earlier construction start than the traditional design/bid/build approach, which involves several levels of design and approvals, bidding and contracting phases for selection of contractors, and finally a construction phase, which often may be extended due to change orders. In the design/build process, design can be completed in phases to allow start of construction well before final documents are complete.

Because of the overlap of design and construction in a design/build approach, the project is required to have a civil engineer on hand to review and assess design plans as they develop, and advise staff on engineering issues as they arise. The day-to-day presence of the engineer also provides assurance of construction quality, regulatory compliance, and implementation of development objectives.

The phasing of remediation activities adds another layer of complexity. The Agency is aiming to complete remediation activities before August 7, 2013 when the environmental remediation insurance policy jointly held by the Agency and the Port expires. Some parts of the environmental remediation program may be phased to coincide with planned infrastructure upgrades or soil surcharging to take advantage of efficiencies in effecting improvements immediately after site remediation. The sequencing of activities, however, no longer necessarily follows a linear timeline, and scheduling becomes a more intricate task, which further requires technical expertise to make informed decisions.

The Agency currently has a contract with K&A for engineering services, which have been invaluable in understanding cost structures and development options, and in constructing development and funding timelines. K&A's on-going review of Prologis/CCIG's proposed development for the Army Base provides staff with the technical support necessary for the negotiation of a Lease Disposition and Development Agreement with the developer. K&A's analysis, supported by its estimates and calculations, informed the Agency's understanding of the developer's estimated costs for fill, grading, utility and infrastructure demands, and other site

preparation work. K&A also played an active role in developing the contracts with the infrastructure subconsultants. K&A reviewed each contract's scope, schedule, and work plan to ensure there would be adequate coverage for the work to be performed. In the past year, K&A has also assisted staff with the preparation of applications for TIGER II, TIGER III, and Economic Development Agency funding.

The original contract was in an amount not to exceed \$150,000, which is expected to be expended by the end of November 2011. Amending the contract to increase the contract amount would allow K&A to continue providing technical assistance as infrastructure development progresses from planning and design into construction. K&A's depth of knowledge of this multi-faceted process would be difficult to replace at this stage. To have to rebid K&A's services could seriously delay decisions regarding infrastructure development and negatively impact meeting the TCIF and remediation deadlines. Having K&A available for the initial design/build phase of infrastructure development gives staff time to determine what other technical assistance will be needed going forward and to advertise and issue a Request for Qualifications for those services in mid 2012.

PROJECT DESCRIPTION

K&A acts in the interest of the Agency and attends weekly infrastructure meetings with the master developer and reports back to Agency staff on planning and design developments. In addition, K&A provides critical analysis on engineering aspects of overall development issues including but not limited to the following:

- Development planning
- Coordination of Agency and Port infrastructure planning
- Coordination of infrastructure development and environmental remediation activities
- Coordination of developments within the Army Base
- Utilities assessment, planning, design, engineering
- Financial implications of infrastructure improvements
- Storm water quality/National Pollutant Discharge Elimination System permitting program/storm water control
- Roads – alignments, improvements, new roads
- Demolition of utility systems, buildings, and roads
- Development and construction phasing
- Railway expansion
- Review and signoff on all Payment and Change Order requests

EVALUATION OF PAST PERFORMANCE

The Agency first contracted K&A through an under \$15,000 contract, which ran from March 2010 through December 2010. This contract closely followed the execution of the ENA with the

Army Base master developer, and was intended to provide Agency staff with immediate technical assistance for discussions with the master developer. K&A meticulously read through the voluminous studies and reports previously prepared for the Army Base, and was quickly able to offer detailed and insightful analysis of the master developer's proposal.

The contract gave the Agency time to undertake an advertising and Request for Qualifications (RFQ) process for civil engineering services. Only two firms responded to the RFQ, and K&A was the better qualified. Resolution No. 2010-0102 C.M.S. authorized the Agency Administrator to execute a contract with K&A in an amount not to exceed \$150,000. This contract was for a period of one year effective August 30, 2010. The term was recently extended by another year through an administrative action with the option of another one-year extension available.

Under the current contract, K&A has played an important role in supporting the Agency's Army Base development efforts. In addition to providing technical advice on the master plan, K&A has been helpful on a number of peripheral tasks such as grant applications and state funding requests, and assisting staff with defining and cosfing smaller, fundable projects within the master development. K&A's contract performance evaluation is attached as *Attachment A*.

SUSTAINABLE OPPORTUNITIES

Economic: Development of the Army Base will provide jobs during construction and create thousands of new jobs after construction.

Environmental: K&A will assist in determining environmentally sustainable methods of construction.

Social Equity: K&A complies with the City's Local and Small Local Business Enterprise (L/SLBE) Program.

DISABILITY AND SENIOR CITIZEN ACCESS

Development in the Army Base will comply with all City, state, and federal American Disability Act requirements.

RECOMMENDATION AND RATIONALE

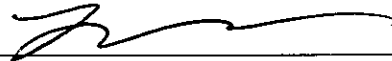
Staff recommends that the Agency/City Administrator be authorized to negotiate and execute an amendment to the Professional Services Agreement with Kennedy and Associates to increase the contract by an amount not to exceed one hundred fifty thousand dollars (\$150,000). This action ensures that the agency will have condnuous access to the expertise needed to address complex issues related to the development of the Army Base, such as development coordination, sequencing, materials, and costs.

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ACTION REQUESTED OF THE CITY COUNCIL

Staff requests the Agency Board to adopt the resolutions authorizing the Agency/City Administrator to negotiate and execute an amendment to the Professional Services Agreement with Kennedy and Associates to increase the contract by an amount not to exceed one hundred fifty thousand dollars (\$150,000) for a total contract amount of three hundred thousand dollars (\$300,000) for civil engineering services for the former Oakland Army Base

Respectfully submitted,



Fred Blackwell, Assistant City Administrator
Community and Economic Development Agency

Reviewed by: 
Gregory D. Hunter, Deputy Director
Community and Economic Development Agency

Prepared by:
Hui Wang, Urban Economic Analyst III
Redevelopment

**APPROVED AND FORWARDED TO THE
COMMUNITY AND ECONOMIC DEVELOPMENT COMMITTEE**


Office of the Agency Administrator

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ATTACHMENT A

Contractor's Performance Evaluation

CONTRACTOR PERFORMANCE EVALUATION

Assessment Guidelines

Outstanding	Performance exceeds contractual requirements.
Satisfactory	Performance meets contractual requirements.
Needs Improvement	Performance meets contractual requirements only after extensive corrective action was taken.
Unsatisfactory	Performance does not meet contractual requirements. The contractual performance being assessed reflects serious problems for which corrective actions were ineffective.

Section 1: General Evaluation

Contractor

Contractor Type

If Other

Contract Amount (Amount must be \$5,000 or more)

Date of Notice to Proceed

Date of Projected Completion

Date of Final Completion

Evaluator Name

Evaluator Title

Type of Contract

If Other

Amend Amount YES NO

Amend Time YES NO

SCOPE OF WORK AND PERFORMANCE		Unsatisfactory	Needs Improvement	Satisfactory	Outstanding
1	How would you describe the overall quality of the Contractor's performance based upon the contract's scope of work?	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input checked="" type="radio"/>
1a	Was there a need to take corrective actions? ☞ If "Yes", please specify date(s) and reason(s) for the correction(s) and proceed to 1B. If "No", Skip to Question 2 <input type="text"/>			<input type="radio"/> YES	<input checked="" type="radio"/> NO
1b	If corrective actions were required, how would you rate the quality of the Contractor's corrections?	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2	How would you rate the organization, presentation, clarity and conciseness of the work/reports prepared by the Contractor? Please use Section 2: Contract-Specific Criteria to provide more detailed information.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input checked="" type="radio"/>
3	How would you rate the expertise and skills of the personnel assigned by the Contractor to satisfactorily perform the work required under the contract?	<input type="radio"/>	<input type="radio"/>	<input checked="" type="radio"/>	<input type="radio"/>
4	How would you rate the coordination of the Contractor with sub-contractors and others involved in the project? If N/A, Skip to Question 5 Please use Section 2: Contract-Specific Criteria to provide more detailed information.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
5	Were there <u>other</u> issues related to "Work Performance"? ☞ If "Yes", please explain. <input type="text"/>		<input type="radio"/> YES, Major Issues	<input type="radio"/> YES, Minor Issues	<input checked="" type="radio"/> NO
6	Would you select this firm again for this type of project or program? ☞ If "No", please explain. <input type="text"/>			<input checked="" type="radio"/> YES	<input type="radio"/> NO

	TIMELINESS	Unsatisfactory	Needs Improvement	Satisfactory	Outstanding
7	How would you rate the Contractor's performance in completing the work/services within the time required by the contract?	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input checked="" type="radio"/>
8	How would you rate the timeliness of any Contractor requests for amendments extending the time of the contract? If N/A , Skip to Question 9	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input checked="" type="radio"/>
9	Were there <u>other</u> issues related to timeliness? ☞If "Yes", please explain. <input type="text"/>		<input type="radio"/> YES, Major Issues	<input type="radio"/> YES, Minor Issues	<input checked="" type="radio"/> NO

	FINANCIAL ADMINISTRATION	Unsatisfactory	Needs Improvement	Satisfactory	Outstanding
10	How would you rate the accuracy and completeness of the Contractor's billings?	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input checked="" type="radio"/>
11	Did the contractor request any increase to the contract amount based on the <u>original</u> scope of work? ☞If "Yes", please list the requested increase in contract amount Number of Requests <input type="text"/> Total Requested Amounts <input type="text"/> Total Settlement Amount: <input type="text"/>		<input type="radio"/> YES, Major Requests	<input type="radio"/> YES, Minor Requests	<input checked="" type="radio"/> NO
12	How would you rate the reasonableness of the Contractor's price quotes for changed or additional work? If N/A , Skip to Question 13	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input checked="" type="radio"/>
13	Were there any billing disputes? ☞If "Yes", please explain. <input type="text"/>		<input type="radio"/> YES Major Disputes	<input type="radio"/> YES Minor Disputes	<input checked="" type="radio"/> NO
14	Were there any <u>other</u> financial issues? ☞If "Yes", please explain. <input type="text"/>		<input type="radio"/> YES, Major Issues	<input type="radio"/> YES, Minor Issues	<input checked="" type="radio"/> NO

	COMMUNICATION	Unsatisfactory	Needs Improvement	Satisfactory	Outstanding
15	How would you rate the Contractor's responsiveness to the Project Manager's questions, requests, changes, etc.?	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input checked="" type="radio"/>
16	Please rate whether the Contractor communicated with the <u>Project Manager</u> in a timely manner regarding the following items:				
	16a. Notification of any significant issues that arose? If N/A, Skip to Question 16b	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
	16b. Critical staffing issues (changes, replacements, additions, etc.)? If N/A, Skip to Question 16c	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
	16c. Periodic progress reports if required by the contract (both verbal and written)? If N/A, Skip to Question 17	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input checked="" type="radio"/>
17	How would you rate the Contractor's interaction, courtesy and helpfulness in dealing with: <ul style="list-style-type: none"> • City/ ORA Staff • General public • Partners/ Stakeholders • Other public agencies 	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input checked="" type="radio"/>
18	Please rate the quality of the contractor's public presentation(s). If N/A, Skip to Question 19	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
19	Were there any <u>other</u> issues related to communication issues? ☞ If "Yes", please explain. <div style="border: 1px solid black; height: 15px; width: 50%; margin-top: 5px;"></div>		<input type="radio"/> YES, Major Issues	<input type="radio"/> YES, Minor Issues	<input checked="" type="radio"/> NO

Based on the weighting factors below, the Contractor's overall score has been calculated from the four categories above.

RATING - SECTION 1	Possible Score	Actual Score
1. Score for Scope of Work and Performance	30	29
2. Score for Timeliness	15	15
3. Score for Financial Administration	25	25
4. Score for Communication	20	20

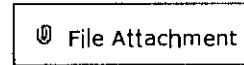
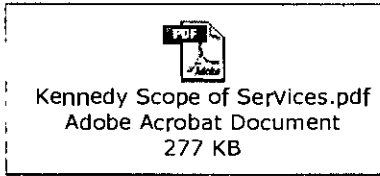
TOTAL SCORE	90	89
PERCENTAGE	99	

Outstanding: 100% to 90%
Satisfactory: 89% to 70%
Needs Improvement: 69% to 60%
Unsatisfactory: 59% or less

Section 2: Contract-Specific Criteria

Use this section to highlight contract-specific information and any other performance criteria not covered in Section 1.

- Click the 'File Attachment' icon to attach applicable documentation (scope of work, evaluation matrices, deliverable tracking templates, etc.).



- Enter comments summarizing/explaining your attachments in the blank field provided.

The Scope of Services details the work that Kennedy and Associates performed under the Contract.

- Rate the Contractor based on the information and comments submitted.

RATING - SECTION 2	Unsatisfactory	Needs Improvement	Satisfactory	Outstanding
Rate your Contractor's overall performance in relation to information provided in Section 2.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input checked="" type="radio"/>

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Approved as to form and legality



Agency Counsel

REDEVELOPMENT AGENCY
OF THE CITY OF OAKLAND

Resolution No. _____ C.M.S.

RESOLUTION AUTHORIZING A WAIVER OF THE ADVERTISING AND REQUEST FOR PROPOSAL/QUALIFICATIONS PROCESS AND A REQUEST TO AUTHORIZE THE AGENCY ADMINISTRATOR TO NEGOTIATE AND EXECUTE AN AMENDMENT TO THE PROFESSIONAL SERVICES AGREEMENT WITH KENNEDY AND ASSOCIATES TO INCREASE THE CONTRACT BY AN AMOUNT NOT TO EXCEED ONE HUNDRED FIFTY THOUSAND DOLLARS (\$150,000) FOR A TOTAL CONTRACT AMOUNT OF THREE HUNDRED THOUSAND DOLLARS (\$300,000) FOR ADDITIONAL CIVIL ENGINEERING SERVICES FOR THE FORMER OAKLAND ARMY BASE PROJECT

WHEREAS, the Redevelopment Agency (“Agency”) and the Port of Oakland own respective parcels of the former Oakland Army Base; and

WHEREAS, in January, 2010, the Agency executed an Exclusive Negotiating Agreement (“ENA”) with a joint venture entity, ProLogis Property, L.P., and CCIG Oakland Global, LLC (“CCIG”), the potential developer of a portion of the Agency’s Army Base land (“Developer”); and

WHEREAS, the ENA requires: (1) CCIG to perform the master planning and design of certain infrastructure work at the Army Base (“Infrastructure Work”); and (2) the Developer to submit detailed plans for design, construction and development of its proposed Army Base project; and

WHEREAS, the ENA requires the Agency to review the technical and development submittals of CCIG for the Infrastructure Work, and the submittals of the Developer for its overall Army Base development proposal; and

WHEREAS, the Agency and the City do not have staff with expertise to review and advise on CCIG’s technical submissions for the Infrastructure Work, or the Developer’s submittals regarding its overall development proposal; and

WHEREAS, at the recommendation of the Public Works Agency, the Agency undertook a formal competitive Request for Qualifications ("RFQ") procurement process to solicit, evaluate, and select the most qualified civil engineering team to provide engineering review and construction management services in connection with the Infrastructure Work, and the Developer's overall Army Base development proposal; and

WHEREAS, on completion of the RFQ process, staff recommended using the team of Kennedy and Associates ("Contractor") for civil engineering services; and

WHEREAS, by way of Agency Resolution No. 2010-0102 C.M.S., approved on August 24, 2010, the Agency Administrator negotiated and executed a Professional Services Agreement with the Contractor in an amount not to exceed \$150,000; and

WHEREAS, staff finds the Contractor's performance under the Professional Services Agreement has been outstanding; and

WHEREAS, the Developer is pursuing a design/build approach to meet the Trade Corridor Improvement Fund ("TCIF") deadline of December 31, 2013 for construction to begin, and so preserve the Port of Oakland's TCIF award and secure for the Agency a \$62,000,000 allocation of the award; and

WHEREAS, the design/build approach to project delivery proposed by the Developer under the ENA requires staff to have continuous technical support in order to make informed decisions about development issues in a timely manner; and

WHEREAS, the City and the Agency lack sufficient personnel with the required expertise to provide continuous technical support for review of the Infrastructure Work, and the Developer's overall project proposal under the ENA; and

WHEREAS, the Contractor's original contract amount of \$150,000 is nearly expended and must be increased to assure staff of continuing access to the Contractor's services for another year as CCIG initiates the design/build process, and to provide staff time to assess the technical assistance that may be needed after the design/build process is underway and to procure such assistance through a competitive process; and

WHEREAS, the Agency finds that the amendment to Contractor's contract will be for services of a professional nature, and the services under this contract will be temporary; and

WHEREAS, the Agency finds that the amendment to Contractor's contract will not result in the loss of employment or salary by any person having permanent status in the competitive service; and

WHEREAS, Oakland Municipal Code section 2.04.051.B authorizes the Agency Board to dispense with advertising and the request for proposal/qualification process for civil engineering services upon a finding that it is in the Agency's best interests to do so; and

WHEREAS, this contract amendment is not affected by the current California Supreme Court stay prohibiting redevelopment agencies from executing new contracts or contract amendments because: (1) the ENA is an existing enforceable contract pre-dating the

issuance of the stay; (2) the ENA requires that the Agency review the proposed Army Base master developer's technical submissions; (3) neither the Agency nor the City have staff available to provide this function; and (4) the Agency must retain K&A to help fulfill the Agency's existing contractual obligations under the ENA; and

WHEREAS, staff recommends that it is in the Agency's best interests to waive the advertising and request for proposal/qualifications process for civil engineering services to provide staff with technical support regarding its ENA-required review of the Infrastructure Work, and the Developer's overall development proposal for the former Oakland Army Base because the support will help the Port preserve its TCIF award and secure for the Agency a \$62,000,000 allocation of the award, and because there is no one currently available on staff with the expertise to provide these services; now, therefore, be it

RESOLVED: That pursuant to Oakland Municipal Code section 2.04.051 and for the reasons stated above and in the Agency Administrator's report accompanying this Resolution, the Agency Board finds that it is in the Agency's best interests to waive advertising and the request for proposal/qualifications process for civil engineering services to provide staff with technical support for its ENA-required review of Infrastructure Work and the Developer's overall development proposal for the Oakland Army Base, and so waives the requirements; and be it

FURTHER RESOLVED: That the Agency Administrator is hereby authorized to negotiate and enter into an amendment to the Professional Services Agreement with the Contractor to increase the contract by an amount not to exceed \$150,000 for a total contract amount of \$300,000; and be it

FURTHER RESOLVED: That the funds in the amount of \$150,000 for said amendment are budgeted in the OBRA Leasing and Utility Fund (9575), West Oakland Base Reuse Organization (88679), OBRA Leasing and Utility Project (S294210); and be it

FURTHER RESOLVED: That the Agency Counsel shall review and approve the amendment authorized hereunder for form and legality and a copy shall be placed on file in the Office of the City Clerk.

IN AGENCY, OAKLAND, CALIFORNIA, _____

PASSED BY THE FOLLOWING VOTE:

AYES - BRUNNER, KERNIGHAN, NADEL, SCHAAF, DE LA FUENTE, BROOKS, KAPLAN, AND CHAIRPERSON REID

NOES -

ABSENT -

ABSTENTION -

ATTEST:

LATONDA SIMMONS
Secretary of the Redevelopment Agency
of the City of Oakland, California

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OFFICE OF THE CITY CLERK
OAKLAND

OAKLAND CITY COUNCIL


City Attorney

2011 NOV 17 PM 4:22 RESOLUTION No. _____ C.M.S.

RESOLUTION AUTHORIZING A WAIVER OF THE ADVERTISING AND REQUEST FOR PROPOSAL/QUALIFICATIONS PROCESS AND A REQUEST TO AUTHORIZE THE CITY ADMINISTRATOR TO NEGOTIATE AND EXECUTE AN AMENDMENT TO THE PROFESSIONAL SERVICES AGREEMENT WITH KENNEDY AND ASSOCIATES TO INCREASE THE CONTRACT BY AN AMOUNT NOT TO EXCEED ONE HUNDRED FIFTY THOUSAND DOLLARS (\$150,000) FOR A TOTAL CONTRACT AMOUNT OF THREE HUNDRED THOUSAND DOLLARS (\$300,000) FOR ADDITIONAL CIVIL ENGINEERING SERVICES FOR THE FORMER OAKLAND ARMY BASE PROJECT

WHEREAS, the Redevelopment Agency (“Agency”) and the Port of Oakland own respective parcels of the former Oakland Army Base; and

WHEREAS, the City may assume ownership of the Agency’s portion of the former Oakland Army Base, including the assumption of assets and liabilities associated with the redevelopment of the property; and

WHEREAS, on March 3, 2011, the City Council approved Resolution 83256 C.M.S. authorizing a funding agreement with the Redevelopment Agency of the City of Oakland to provide for Agency funding of City improvements and other redevelopment projects and programs; and

WHEREAS, in January, 2010, the Agency executed an Exclusive Negotiating Agreement (“ENA”) with a joint venture entity, ProLogis Property, L.P., and CCIG Oakland Global, LLC (“CCIG”), the potential developer of a portion of the Agency’s Army Base land (“Developer”); and

WHEREAS, the ENA requires: (1) CCIG to perform the master planning and design of certain infrastructure work at the Army Base (“Infrastructure Work”); and (2) the Developer to submit detailed plans for design, construction and development of its proposed Army Base project; and

WHEREAS, the ENA requires the Agency to review the technical and development submittals of CCIG for the Infrastructure Work, and the submittals of the Developer for its overall Army Base development proposal; and

WHEREAS, the Agency and the City do not have staff with expertise to review and advise on CCIG’s technical submissions for the Infrastructure Work, or the Developer’s submittals regarding its overall development proposal; and

WHEREAS, at the recommendation of the Public Works Agency, the Agency undertook a formal competitive procurement process, using a Request for Qualifications (“RFQ”) process to solicit, evaluate, and select the most qualified civil engineering team to provide engineering

review and construction management services in connection with Infrastructure Work and the Developer” overall Army Base development proposal; and

WHEREAS, on completion of the RFQ process, staff recommended using the team of Kennedy and Associates (“Contractor”) for civil engineering services; and

WHEREAS, by way of Agency Resolution No. 2010-0102 C.M.S., approved on August 24, 2010, the Agency Administrator negotiated and executed a Professional Services Agreement with the Contractor (“Contractor’s PSA”) in an amount not to exceed \$150,000; and

WHEREAS, staff finds the Contractor’s performance under the Contractor’s PSA has been outstanding;

WHEREAS, the Developer is pursuing a design/build approach to meet the Trade Corridor Improvement Fund (“TCIF”) deadline of December 31, 2013 for construction to begin, and so preserve the Port of Oakland’s TCIF award and secure for the City a \$62,000,000 allocation of the award; and

WHEREAS, the design/build approach to project delivery proposed by the Developer under the ENA requires staff to have continuous technical support in order to make informed decisions about development issues in a timely manner; and

WHEREAS, the City and the Agency lack sufficient personnel with the required expertise to provide continuous technical support for review of the Infrastructure Work, and the Developer’s overall project proposal under the ENA; and

WHEREAS, the Contractor’s PSA amount of \$150,000 is nearly expended and must be increased to assure staff of continuing access to the Contractor’s expertise for another year as the CCIG initiates the design/build process, and to provide staff time to assess the technical assistance that may be needed after the design/build process is underway and to procure such assistance through a competitive process; and

WHEREAS, Oakland Municipal Code section 2.04.051.B authorizes the City Council to dispense with advertising and the request for proposal/qualification process for civil engineering services upon a finding that it is in the City’s best interests to do so; and

WHEREAS, the City finds that the amendment to Contractor’s contract will be for services of a professional nature, and the services under this contract will be temporary; and

WHEREAS, the City finds that the amendment to Contractor’s contract will not result in the loss of employment or salary by any person having permanent status in the competitive service; and

WHEREAS, staff recommends that it is in the City’s best interests to waive the advertising and request for proposal/qualifications process for civil engineering services to provide staff with technical support for infrastructure development of the former Oakland Army Base because the support will help the Port preserve its TCIF award and secure for the City a \$62,000,000 allocation of the award; now, therefore, be it

RESOLVED: That pursuant to Oakland Municipal Code section 2.04.051 and for the reasons stated above and in the City Administrator’s report accompanying this Resolution, the City Council finds that it is in the City’s best interests to waive advertising and the request for proposal/qualifications process for civil engineering services to provide staff with technical

support regarding the Infrastructure Work, and the Developer's overall development proposal for the Oakland Army Base, and so waives the requirements; and be it

FURTHER RESOLVED: That the City Administrator is authorized to negotiate and execute a Professional Services Agreement on the same general terms as the Contractor's PSA, as further amended pursuant to the terms of the agenda report for this item reflecting an amendment to increase the contract by an amount not to exceed \$150,000 for a total contract amount of \$300,000; and be it

FURTHER RESOLVED: That the funds in the amount of \$150,000 for said amendment are budgeted in the OBRA Leasing and Utility Fund (9575), West Oakland Base Reuse Organization (88679), OBRA Leasing and Utility Project (S294210); and be it

FURTHER RESOLVED: That the City Administrator is authorized to take whatever other action is necessary to implement the Professional Services Agreement and amendment; and be it

FURTHER RESOLVED: That the City Attorney shall review and approve the Professional Services Agreement and amendment authorized hereunder for form and legality, and a copy or copies shall be placed on file in the Office of the City Clerk.

IN COUNCIL, OAKLAND, CALIFORNIA, _____, 20_____

PASSED BY THE FOLLOWING VOTE:

AYES - BROOKS, BRUNNER, DE LA FUENTE, KAPLAN, KERNIGHAN, NADEL, SCHAAF and PRESIDENT REID

NOES -

ABSENT -

ABSTENTION -

ATTEST: _____
LaTonda Simmons
City Clerk and Clerk of the Council
of the City of Oakland, California