

SECOND AMENDMENT TO AGREEMENT NO. 33388

33388

THIS SECOND AMENDMENT TO AGREEMENT NO. 33388 is made and entered, in duplicate, as of April 30, 2015, for reference purposes only, pursuant to a minute order adopted by the City Council of the City of Long Beach at its meeting on March 4, 2014, by and between HARLEY ELLIS DEVEREAUX CORPORATION, a Michigan corporation, with a place of business at 601 South Figueroa Street, Suite 500, Los Angeles, California 90017 ("Consultant"), and the CITY OF LONG BEACH, a municipal corporation ("City")

WHEREAS, City requires specialized services requiring unique skills to be performed in connection with architectural and engineering services for the Belmont Plaza Pool Facility Rebuild/Revitalization Project; and

WHEREAS, the parties entered Agreement No. 33388 whereby Consultant agreed to provide these Services and a First Amendment thereto adding additional services; and

WHEREAS, the parties again desire to amend and include additional services to the Scope of Work attached to the Agreement and to increase the total Agreement amount by \$223,580 for the additional services;

NOW, THEREFORE, in consideration of the mutual terms, covenants, and conditions herein contained, the parties agree as follows:

1. Section 1.A. of Agreement No. 33388 is hereby amended to read as follows:

"1. SCOPE OF WORK OR SERVICES.

A. Consultant shall furnish specialized services more particularly described in Exhibit "A" attached to the Agreement and Exhibit "A-1" attached to the First Amendment, both incorporated by this reference, in accordance with the standards of the profession, and City shall pay for these services in the manner described below, not to exceed Seven Million Eight Hundred Fifty-Eight Thousand Seven Hundred Thirty-One

OFFICE OF THE CITY ATTORNEY
CHARLES PARKIN, City Attorney
333 West Ocean Boulevard, 11th Floor
Long Beach, CA 90802-4664

1 Dollars (\$7,858,731), at the rates or charges shown in Exhibit "B".

2 2. The Scope of Work to the Agreement is hereby amended to include
3 additional services more particularly described in Exhibit "A-2", attached hereto and
4 incorporated by this reference.

5 3. Except as expressly modified herein, all of the terms and conditions
6 contained in Agreement No. 33388 are ratified and confirmed and shall remain in full
7 force and effect.

8 IN WITNESS WHEREOF, the parties have caused this document to be duly
9 executed with all formalities required by law as of the date first stated above.

10 _____, 2015

HARLEY ELLIS DEVEREAUX
CORPORATION, a Michigan corporation

By [Signature]
Name J. PETER DEVEREAUX
Title CEO

14 _____, 2015

By [Signature]
Name BRENT MILLER
Title Principal

"Consultant"

18 July 30, 2015

CITY OF LONG BEACH, a municipal
corporation
By [Signature] Assistant City Manager
City Manager

"City"

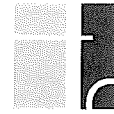
EXECUTED PURSUANT
TO SECTION 301 OF
THE CITY CHARTER

22 This Second Amendment to Agreement No. 33388 is approved as to form
23 on 7/22, 2015.

CHARLES PARKIN, City Attorney
By [Signature]
Deputy

EXHIBIT "A-2"

Exhibit "A-2"



HARLEY ELLIS DEVEREAUX

April 7, 2015

Mr. Dino D'Emilia
Project Manager
Anderson Penna Partners
1225 190th Street, Suite 255
Gardena, CA 90248

601 South Figueroa Street Suite 500
Los Angeles, California
90017 | USA

t 213.542.4500
f 213.542.4515
harleyellisdevereaux.com

Subject: **Belmont Beach and Aquatic Center – Modification 2
Fee Adjustment Proposal for Extended Project Scope - *Revised***
HED Project No. 2014-00006-000

Planning
Architecture
Engineering
Interior Architecture
Landscape Architecture
Construction Services

Dear Dino:

The following is our proposal for fee adjustment commensurate with the increased project scope and extended community outreach process requested by the City of Long Beach. Scope revisions were recommended by the project's Advisory Committee and approved by City Council on October 21, 2014. The extended community outreach process is the result of recent internal City discussions to present and review the project requirements and proposed design with community stakeholders. This proposal outlines the scope, anticipated scheduled and cost of professional services to provide additional design and documentation for Schematic Design and extended community outreach process only. Additional fee adjustments would be required for subsequent phases of the work which shall be requested and authorized prior to proceeding with Design Development.

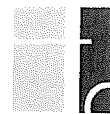
Adopting Your World
to Design

Background

The design team of Harley Ellis Devereaux commenced Concept Design work on March 5, 2014. During the Conceptual Design phase of the project, the team met in almost 20 occasions with City staff and selected stakeholder groups and confirmed the project program, developed a design concept, estimated budget and completed a Conceptual Design package submitted on May 9, 2014 that met the project parameters as defined by City staff through this phase.

On June 17, 2014, the design team and City staff presented the project program and parameters generated through the Conceptual Design phase to the Long Beach City Council. At this meeting, Council directed staff to set up an Advisory Committee made of community and selected stakeholder members to review the current design concept and project parameters. Between July 24 and August 11, 2014, the design team met three times with this group resulting in revisions to the program. The recommended program revisions were presented to the community via an open public meeting on September 17, 2014 and to the City Council on a follow up session on October 21, 2014. On that session, City Council directed staff to proceed with the revised program revisions and project parameters that

Los Angeles
Chicago
Detroit
San Diego
San Francisco



Mr. Dino D'Emilia
Anderson Penna Partners
April 1, 2015
Page 2

significantly expanded the scope of the original project outlined in the RFP. This increase in scope will result in additional effort to the design team as outlined below.

Upon further development of the design incorporating scope revisions directed by City Council, the City has also determined that an additional extended community outreach process will be required to engage stakeholders groups in discussion about project criteria and design.

Scope of Additional Services

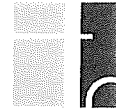
The revised program approved by City Council adds approximately 34,000 sq.ft. to the building area outlined in the RFP documents (from 60,000 sq.ft. to an estimated 94,000 sq.ft.) which will increase the construction cost from \$48M to a new estimated \$77M. The program expansion constitutes approximately a 57% increase in the project scope and translates into additional effort required by the design team on all phases of work from Schematic Design through Construction Administration. This additional effort is necessary to design and document a larger project and will include additional design time, detailing, preparation of drawings and specifications, review and interdisciplinary coordination. Additional time from the design team will also be required to support and extended duration of construction from an original 10 months to an expanded 18 months. The additional effort would impact primarily all disciplines involved in building design (architecture and engineering).

The extended community outreach process has not yet been defined by the City but we anticipate that it will include preparation and coordination for public meetings in the City of Long Beach. The design team will proceed with this extended outreach process as directed by City staff.

As requested by the City, this proposal includes only additional effort and fees for AE Services on the Schematic Design phase of the project and extended community outreach process. This proposal also includes the cost of developing nine presentation renderings (two in high resolution and seven in low resolution) of the current design concept developed by HED and its team.

Team Portal administration and subscription costs will be credited at this time to be added at a later date once the system set up is deployed by a Construction Manager to be selected by the City. The Project Management allowance will be reduced at this time to offset the cost of the additional outreach process and presentation renderings. Additional allowance for project management efforts to restore the original amount and to increase it commensurate with the expansion of the project scope and schedule will be added prior to the beginning of the Design Development phase.

Revisions to the Conceptual Design submittal resulting from City Council direction are included on a separate Modification 1 already authorized by the City and are shown on the attached exhibits for reference only.



Mr. Dino D’Emilia
Anderson Penna Partners
April 1, 2015
Page 3

Schedule

The original project schedule provided to the design team anticipated a duration of 14 months for design, documentation, approval and bidding and a duration of 12 months for construction and closeout. It is our understanding that the duration of design phases (from Schematic Design to Construction Documents and Bidding) will remain the same with an approximate start of Schematic Design in January 2015 following immediately the submittal of the revised Conceptual Design documents in December 2014. Construction Administration will be extended to a new duration of 18 months including closeout activities. Schedule for all services beyond Schematic Design is unknown at this time. Additional impacts to the project schedule delay will be assessed once schedule has been confirmed by the City.

Schedule for the extended community outreach process has not been confirmed but it is anticipated to begin mid-April 2015 with a duration to be defined by the City.

Fees

The attached *AE Services Agreement Fee Summary* details the fee increase for this proposal (Modification 2). The fee for scope increase (Schematic Design only), additional community outreach process and renderings included in this proposal for Modification 2 shall be **\$488,206.00 (four hundred and eighty-eight thousand two hundred and six dollars)**. This amounts to a net increase of **\$223,580.00 (two hundred and twenty-three thousand five hundred and eighty dollars)** over the basic services agreement when credits for Project Team Portal administration fees/expenses and reduction of the Project Management allowance are deducted as noted above. Services in support of the extended community outreach process shall be provided on an hourly basis to the maximum not-to-exceed amount of **\$100,000.00 (one hundred thousand dollars)** which shall include effort by all disciplines of the design team necessary to provide the requested support. The design team will continue to provide hourly services for the additional outreach process until the scope of the work is complete, direction to stop services is issued by the City or the not-to-exceed fee amount for this portion of the work is reached.

Summary of additional fees and reduction/credits is as follows:

Schematic Design Scope Increase	\$359,606.00
Additional Community Outreach	\$100,000.00 (NTE hourly)
<u>Presentation Renderings</u>	<u>\$ 28,600.00</u>
Subtotal Increase	\$488,206.00
Project Team Portal Costs	(\$136,026.00)
<u>Project Management Allowance</u>	<u>(\$128,600.00)</u>
Subtotal Reduction/Credit	(\$264,626.00)
TOTAL NET INCREASE	\$223,580.00



Mr. Dino D'Emilia
Anderson Penna Partners
April 1, 2015
Page 4

Fee increases previously proposed for revisions to Conceptual Design (Modification 1) are also outlined in the *AE Services Agreement Fee Summary* exhibit for reference only. The revised total value of the agreement including stipulated sum fee, hourly not-to-exceed fees allowances, alternates and expenses shall be **\$7,858,731.00 (seven million eight hundred and fifty-eight thousand seven hundred and thirty-one dollars)** including basic services and both Modifications 1 and 2. Given the direction provided by City Council, alternates to incorporate the separate dive well, moveable floor and additional geotechnical exploration (already included in the basic services fees) shall be assumed to be authorized by the City through Construction Documents; additional fees for these items and are not included in this proposal.

General Conditions

Terms and Conditions

Unless otherwise described in this proposal, terms and conditions of these additional services shall be in accordance to the terms and conditions specified in our Agreement No. 33388.

If this proposal meets with your approval, we expect that a formal addendum to our services will be processed and issued by the City of Long Beach. Please feel free to contact me if you have any questions regarding this proposal for services, or if you wish to discuss any aspect of the project. We look forward to this opportunity to continue to serve the City of Long Beach.

Sincerely,

A handwritten signature in black ink, appearing to read 'Brent Miller'.

Brent Miller, AIA
Project Manager

HARLEY ELLIS DEVEREAUX

**CITY OF LONG BEACH
BELMONT PLAZA POOL REVITALIZATION PROJECT**

AE SERVICE AGREEMENT FEE SUMMARY - Original, Mod 1 and Mod 2
April 26, 2015

ORIGINAL	MOD 1	ORIGINAL	MOD 2	ORIGINAL	TOTALS
Concept Design or Allowance	Concept Design Revision	Schematic Design	Schematic Design	Regulatory Permitting	Construction Administration
\$ 48,950.00	\$ 124,800.00	\$ (48,950.00)	\$ (68,076.00)		\$ 57,800.00
\$ 90,000.00	\$ 11,000.00				\$ 101,000.00
\$ 40,000.00					\$ 40,000.00
\$ 92,000.00					\$ 92,000.00
\$ 100,000.00					\$ 100,000.00
\$ 28,600.00					\$ 28,600.00
\$ 919,628.00	\$ 135,800.00	\$ (130,026.00)			\$ 919,400.00

GENERAL REQUIREMENTS
Project Team Portal (Shift time & training)
Project Team Portal (Subscription)
 Deleted to be added once system is deployed by CM
 Deleted to be added once system is deployed by CM
 Deduction (remitters, outreach): to be addressed in subsequent amendment after DEIR certified
 Added per City's request; T&M Allowance
 Added per City's request

SUBTOTAL \$ 919,628.00 \$ 135,800.00 \$ (130,026.00) \$ 919,400.00

AE SERVICES

ARCHITECTURE

HED	\$ 37,200.00	\$ 25,500.00	\$ 122,100.00	\$ 54,750.00	\$ 59,850.00	\$ 71,650.00	\$ 46,050.00	\$ 528,950.00	\$ 1,337,910.00
H+C	\$ 158,500.00	\$ 156,970.00	\$ 184,600.00	\$ 86,500.00	\$ 104,600.00	\$ 13,120.00	\$ 10,820.00	\$ 47,720.00	\$ 538,150.00
Per To	\$ 89,100.00	\$ 79,800.00	\$ 121,200.00	\$ 69,500.00	\$ 106,350.00	\$ 83,400.00	\$ 10,820.00	\$ 47,720.00	\$ 538,150.00

Additional building area to be designed and coordinated
 Building area to be designed and coordinated
 Additional building area to be designed and coordinated

OTHER AE DISCIPLINES

Outreach	\$ 68,950.00	\$ 71,250.00	\$ 2,500.00	\$ 5,000.00	\$ 2,500.00	\$ -	\$ -	\$ -	\$ 69,300.00
Programming	\$ 31,285.00	\$ 28,400.00	\$ 57,285.00	\$ 117,750.00	\$ 1,282.00	\$ 1,800.00	\$ -	\$ -	\$ 71,250.00
Civil	\$ 42,691.00	\$ 10,200.00	\$ 99,546.00	\$ 41,953.00	\$ 97,881.00	\$ 16,720.00	\$ 6,576.00	\$ 20,074.00	\$ 323,841.00
Structural	\$ 14,250.00	\$ 8,650.00	\$ 54,400.00	\$ 34,950.00	\$ 61,200.00	\$ 29,600.00	\$ 6,800.00	\$ 61,200.00	\$ 397,400.00
Electrical	\$ 41,800.00	\$ 10,720.00	\$ 62,700.00	\$ 22,998.00	\$ 62,200.00	\$ 12,440.00	\$ 6,850.00	\$ 82,850.00	\$ 448,620.00
Plumbing	\$ 12,000.00	\$ 4,800.00	\$ 38,800.00	\$ 77,800.00	\$ 120,550.00	\$ 12,740.00	\$ 6,740.00	\$ 85,000.00	\$ 407,750.00
Energy Management	\$ 95,000.00	\$ -	\$ 2,500.00	\$ 7,500.00	\$ 15,000.00	\$ 3,000.00	\$ 2,400.00	\$ 24,000.00	\$ 131,650.00
Geotechnical	\$ 24,400.00	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 24,400.00
Hazardous Materials	\$ 31,000.00	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 31,000.00
Public Art	\$ 8,000.00	\$ 4,500.00	\$ 16,000.00	\$ 3,800.00	\$ 20,000.00	\$ 41,000.00	\$ -	\$ -	\$ 20,000.00
Landscape Architecture	\$ 9,000.00	\$ 7,500.00	\$ 11,250.00	\$ 4,400.00	\$ 15,000.00	\$ 22,500.00	\$ 2,250.00	\$ 5,000.00	\$ 13,500.00
Lighting	\$ 7,500.00	\$ -	\$ 10,000.00	\$ 5,800.00	\$ 20,000.00	\$ 45,000.00	\$ 5,000.00	\$ 5,000.00	\$ 30,000.00
Signage / Graphics	\$ 30,000.00	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 30,000.00
Parking / Traffic	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Acoustics, Noise & Vibration	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Waterproofing	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Code	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
AV / IT / Security	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Fire Alarm	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Interior Design / FFRE	\$ 10,800.00	\$ 12,500.00	\$ 16,200.00	\$ 7,880.00	\$ 21,600.00	\$ 32,400.00	\$ 21,600.00	\$ 21,600.00	\$ 115,880.00
Interior Finishing	\$ 18,250.00	\$ 12,500.00	\$ 29,775.00	\$ 19,500.00	\$ 51,538.00	\$ 64,607.00	\$ 9,000.00	\$ 9,000.00	\$ 49,395.00
Scrubble	\$ 4,500.00	\$ 1,250.00	\$ 6,750.00	\$ 2,850.00	\$ 9,000.00	\$ 13,500.00	\$ 1,350.00	\$ 9,000.00	\$ 47,620.00
Life Cycle / Operations & Maintenance	\$ 5,000.00	\$ -	\$ 5,000.00	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 10,000.00
Restaurant	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
SUBTOTAL	\$ 636,361.00	\$ 385,050.00	\$ 921,641.00	\$ 395,606.00	\$ 1,182,677.00	\$ 1,723,540.00	\$ 176,722.00	\$ 1,030,414.00	\$ 6,683,831.00

Additional framing and foundation design
 Larger system requirements and equipment needs
 Additional fixtures and power to be scheduled/coordinated
 Additional fixtures to be scheduled, calculated and coordinated
 Additional fixtures to be scheduled, calculated and coordinated
 Extent of public art area expanded by larger building
 Additional fixtures to be scheduled, calculated and coordinated
 Additional signage to be designed, scheduled and coordinated
 Additional acoustical conditions relative to larger volume
 Additional code research due to larger volume and occupancy
 Additional waterproofing conditions to be reviewed and resolved
 Expanded system requirements to be coordinated
 Additional fixtures to be selected and scheduled
 Additional fixtures to be selected and scheduled
 Additional scope to be quantified and estimated
 Schedule extension requires additional coordination
 Additional equipment to be evaluated

ALLOWANCES

Movable Floor	\$ -	\$ -	\$ 4,330.00	\$ -	\$ 5,290.00	\$ 6,845.00	\$ 185.00	\$ -	\$ 1,850.00
Separate Dira Well	\$ -	\$ -	\$ 29,400.00	\$ -	\$ 28,200.00	\$ 44,600.00	\$ 800.00	\$ -	\$ 109,000.00
LEED Gold Certification	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 62,000.00	\$ -	\$ -	\$ 62,000.00
Green Additional Botings (after demo)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
SUBTOTAL	\$ 10,000.00	\$ -	\$ 27,730.00	\$ -	\$ 33,490.00	\$ 113,445.00	\$ 985.00	\$ -	\$ 245,500.00

TOTALS

\$ 1,765,987.00 \$ 480,850.00 \$ 949,371.00 \$ 223,450.00 \$ 1,216,061.00 \$ 1,836,985.00 \$ 176,722.00 \$ 108,911.00 \$ 1,090,264.00 \$ 7,869,731.00

TOTAL ORIGINAL

TOTAL MODIFICATION 1

MODIFICATION 2 (Increase)

MODIFICATION 2 (Reduction/Credit)

GRAND TOTAL

\$ 7,144,901.00 \$ 490,650.00 \$ 488,898.00 \$ (284,626.00) \$ 7,869,731.00
 Net Increase = \$223,450.00