

AMENDMENT NO. 2
NAPA COUNTY AGREEMENT NO. 240127B

PROFESSIONAL SERVICES AGREEMENT

THIS AMENDMENT NO. 2 OF AGREEMENT 240127B is made and entered into as of this _____ day of September, 2025, by and between NAPA COUNTY, a political subdivision of the State of California, hereinafter referred to as “COUNTY”, and Roundtable Technical Resource, LLC, a Colorado limited liability company, whose mailing address is 2155 Reliable Circle, Colorado Springs, CO 80906, hereinafter referred to as “CONTRACTOR.”

RECITALS

WHEREAS, on or about August 8, 2024, COUNTY and CONTRACTOR entered into Agreement No. 240127C for service and maintenance of the electrical systems located at the Napa County Airport; and

WHEREAS, on July 9, 2024, COUNTY and CONTRACTOR entered into Amendment 1 of Agreement 240127C, which at that time was renamed Agreement No. 240127B, for Design Engineering Services for the Fuel Farm Improvement Project at the Napa County Airport; and

WHEREAS, COUNTY wishes to obtain and CONTRACTOR wishes to provide additional services for the Fuel Farm Improvement Project to evaluate the condition and usability of an existing electrical shed at the Fuel Farm and to prepare design drawings, details and calculations for the relocation of an existing fuel tank to the Fuel Farm.

NOW, THEREFORE, COUNTY and CONTRACTOR hereby agree to amend Agreement 240127B (the “Agreement”) in the manner set forth below.

1. Paragraphs 2 and 3 of the Agreement shall be amended in full to read as follows:

2. Scope of Services.

CONTRACTOR shall provide COUNTY those services set forth in set forth in Exhibit “A”, “A-1”, and “A-2”, attached hereto and incorporated herein.

3. Compensation.

(a) Rates. In consideration of CONTRACTOR's fulfillment of the promised services, COUNTY shall pay CONTRACTOR at the rates set forth as follows:

(i) For the services set forth in Exhibit “A,” CONTRACTOR shall be paid at the rates set forth in Exhibit “B”, not to exceed THIRTY-EIGHT THOUSAND FOUR-HUNDRED SIXTY DOLLARS (\$38,460) for the work described in Exhibit

“A” and ELEVEN THOUSAND FIVE HUNDRED FORTY DOLLARS (\$11,540) for any separately requested task orders.

(ii) For the services set forth in Exhibit “A-1,” CONTRACTOR shall be paid at the rates set forth in Exhibit “B-1,” not to exceed NINETY-FIVE THOUSAND DOLLARS (\$95,000) for the work described in Exhibit “A-1.”

(iii) For the services set forth in Exhibit "A-2," CONTRACTOR shall be paid the rates set forth in Exhibit "B-2," not to exceed SIXTY-SEVEN THOUSAND NINE HUNDRED NINETY DOLLARS (\$67,990) for the work described in Exhibit “A-2” and TWENTY-ONE THOUSAND TWENTY DOLLARS (\$21,020) for any separately requested task orders.


(b) Expenses. No travel or other expenses will be reimbursed by COUNTY.

(c) Maximum Amount. Notwithstanding subparagraphs (a) and (b), the maximum payments under this Agreement shall be a total of TWO HUNDRED THIRTY-FOUR THOUSAND TEN DOLLARS (\$234,010); provided, however, that such amounts shall not be construed as guaranteed sums, and compensation shall be based upon services actually rendered and reimbursable expenses actually incurred.


2. Exhibits “A-2” and “B-2” referred to in this Amendment’s paragraph 1 are attached to this Amendment and shall become part of the Agreement.
3. This Amendment may be executed in multiple counterparts, each of which shall be deemed to be an original but all of which shall constitute one and the same agreement. This Amendment may be executed by facsimile or electronic (.pdf) signature and a facsimile or electronic (.pdf) signature shall constitute an original for all purposes.
4. All other terms and conditions of this Agreement and amendments thereto, except as amended herein, shall remain unchanged and in full force and effect.

IN WITNESS WHEREOF, COUNTY and CONTRACTOR have executed this Amendment No. 2 of Napa County Agreement No. 240127B as of the date first above written.

ROUNDTABLE TECHNICAL RESOURCE, LLC.

By 

Alex Nomikos, Engineering Manager

By 

Brian E. Lewis, President

"CONTRACTOR"

NAPA COUNTY, a political subdivision of
the State of California,

By _____
ANNE COTTRELL, Chair
Board of Supervisors

"COUNTY"

<p>APPROVED AS TO FORM Office of County Counsel</p> <p>By: <u>Sabrina S. Wolfson</u> Deputy County Counsel</p> <p>Date: <u>July 30, 2025</u></p>	<p>APPROVED BY THE NAPA COUNTY BOARD OF SUPERVISORS</p> <p>Date: _____ Processed By: _____ Deputy Clerk of the Board</p>	<p>ATTEST: NEHA HOSKINS Clerk of the Board of Supervisors</p> <p>By: _____</p>
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Exhibit “A-2” Scope of Work



Colorado Springs Office
2155 Reliable Circle
Colorado Springs, CO 80906
Phone: (801) 541-6685
Fax: (800) 660-6724
engineering@rtsglobal.com

Central Florida Office
1460 Breezy Way
Spring Hill, FL 34608
Phone: (352) 684-7275
Fax: (800) 660-6724
Alex.nomikos@rtsglobal.com

August 6, 2025

Mr. Mark Witsoe A.A.E. / CAE – Airport
Manager Napa County Airport (APC)
2000 Airport Road
Napa, CA 94558

Re: Proposal for engineering services:
Proposal for Electrical Shed Power Distribution Equipment
Study & Relocation of 12,000 gallon AST (Tank 3030)
@ Napa County Airport (APC)

Dear Mr. Witsoe:

Further to recent emails and telephone discussions, please accept our proposal for the above referenced power distribution equipment study of the equipment and installations in the existing shed, and relocation of an existing 12,000 gallon AST from it's current location on airport to the existing fueling facility being vacated by Atlantic Aviation at the Napa County Airport (APC) in Napa County, Napa, California.

Background:

Electrical Study:

The Napa County Airport (hereafter referred to as “APC”) has initiated the installation of a new 600 Amp, 480 Volt, 3 Phase electrical service to enhance power distribution for the new bulk fuel farm facilities currently under construction. While this new service is under construction, the airport has identified an opportunity to repurpose or remove an existing dilapidated electrical shed and associated electrical equipment, for the purposes of supporting the relocation of an existing 12,000 gallon Jet-A AST to the center area of the existing fueling facility being vacated by Atlantic Aviation. The intent of this study will be to assess the feasibility of reutilizing the existing electrical infrastructure within the shed or determining whether it is more advantageous to demolish and replace it with new equipment.

The primary purpose of this study will be to evaluate the condition and usability of the existing electrical shed and its associated power distribution equipment. The study will focus on the following:

Exhibit “A-2” Scope of Work

- Assessing the condition and functionality of the existing power distribution equipment, including power panels, motor starters, control panels, and fuel management systems.
- Determining whether the existing electrical components can be safely and efficiently modified to accommodate the relocated Jet-A fuel tank.
- Identifying any potential code compliance, safety, or operational issues associated with reusing the equipment.
- Evaluating the cost-effectiveness of reutilization versus full demolition and replacement.
- Providing a recommended course of action based on technical findings.

Tank Relocation:

APC has requested design drawings, details and calculations for the relocation of an existing 12,000 gallon Double Walled Steel, UL-142 horizontal AST (Tank 3030) from its current location adjacent to Sky Service’s existing facility on airport to the existing fueling facility which will be abandoned by Atlantic Aviation upon completion of the new bulk fueling facilities which are currently under construction. Roundtable Technical Resources, LLC (hereafter referred to as “RTTR”) is familiar with the tank intended to be relocated as it was inspected and cataloged at the request of APC staff during a previous inspection performed in 2023.

Supplied Data & Assumptions:

The intent of this proposal is to provide engineering, inspection phase services as noted above to ensure that the anticipated multi-tenant bulk fueling facility the airport authority is envisioning will be possible, and to gauge the efforts required to bring the existing facility into conformance with current mechanical and fire code requirements, and to ensure that the site will be a candidate for the upgraded/new electrical service which we believe will be required to support this new facility and the 2 adjacent bulk fueling facilities being proposed at this time and in the near future.

For the purposes of this proposal, it is assumed that;

1. The existing 12,000 gallon AST (Tank 3030) intended for relocation is currently being used for storage of Jet-A fuel, and has an epoxy lined interior appropriate for storage of Jet-A.
2. Airport maintenance staff will be available to discuss electrical services and the potential impact of the electrical upgrades being considered in this and other future projects on airport.
3. The facility operator and or owner of the existing fuel tank to be relocated to the site being abandoned by Atlantic aviation will provide any air quality permitting

Exhibit “A-2” Scope of Work

information they have for our research and preparation of new air quality filings with BAAQMD (Bay Area Air Quality Management District) if requested to do so by the airport authority. Efforts to do so have been provided as a line item in the fee section of this proposal.

4. For the purposes of this proposal, it is assumed that no permitting will be required for the upgrades and installations noted herein. In the instance that permitting is required, we have prepared an additional services line item for the permitting of the upgrades and installations defined herein.
5. For the purposes of this proposal, it is assumed that the filing of an FAA 7460-1 (Notice of Proposed Construction or Alteration) will not be required based on the fact that the relocated tank will be installed under an existing canopy and will not present any additional obstruction(s) beyond what currently exists.
6. For the purposes of this proposal, it is assumed that the construction phase oversight included in the Engineer’s scope of work will be performed remotely and if any on-site data collection is required, pictures and if required, video, can and will be provided for RTTR’s use in evaluation and design.

Engineer’s Scope of Work:

Electrical Scope Validation and Technical Reporting

In lieu of conducting a full electrical study, RTTR will utilize existing information obtained from previously conducted physical inspections to validate that the electrical scope of work outlined below is feasible and can be performed. A high-level technical report will be provided, summarizing the proposed installation scope and identifying the necessary actions to determine which existing equipment may be reused or must be replaced to meet the electrical needs of the tank relocation project. Upon approval of the proposed electrical scope, RTTR will proceed with the development of detailed technical electrical plans and prints for the renovation of the electrical shed and the relocation of the 12,000-gallon Jet-A AST.

Updated Electrical Scope – Electrical Shed and Tank Relocation:

The technical scope for the electrical shed will now consist of the following tasks:

- Provide and install one (1) new Tank Monitoring System with cloud-based reporting capabilities.
- Provide updated or refurbished outfall valve electrical controls.
- Investigate QT Pod credit card reader options and integration feasibility.
- Provide design for the replacement of existing conduits running from the existing electrical shed to the existing fuel farm. New conduit design will include design of required trenching, back fill and pavement restoration details.
- Provide solid options for either the demolition and replacement of the dilapidated electrical equipment shed or its reuse through appropriate

Exhibit “A-2” Scope of Work

renovation.

- Investigate and provide plans for the reuse of the existing generator and manual transfer switch.

Deliverables (Electrical):

1. A high-level technical report outlining the installation scope and feasibility, identifying actions required to reuse or replace electrical shed equipment.
2. Upon APC’s approval of the technical electrical scope, RTTR will prepare and provide full technical electrical plans and prints for:
 - Electrical shed renovations.
 - Relocation of the 12,000-gallon Jet-A AST.
 - New Electrical conduits and associated trenching + pavement repair details (from existing fuel farm area to location of existing electrical shed).

Deliverables (Tank Relocation & Associated Upgrades):

The following will be prepared and provided to APC for the purpose of relocating the existing 12,000 gallon Jet-A storage tank noted above;

1. RTTR Shall provide preliminary fuel farm layout and system schematic plans for the Jet- A fueling system to APC, for concept review and approval (electronic submittal).
2. Upon conceptual approval of the Jet-A system from APC, RTTR shall prepare full construction documents for the purpose of constructing the proposed upgrades and installations.
3. RTTR Shall address any and all comments related to the Jet-A system from APC until approval is received.
4. RTTR shall prepare and provide technical specifications for the proposed Jet-A fueling system in the form of shop drawings and mfg spec/cut sheets to be included in the plans prepared for approval by APC.
5. RTTR shall prepare and provide P.E. certified structural details, and P.E. certified structural calculations in support of the structural upgrades required at the existing fuel farm location to support the saddle style tank being relocated.
6. RTTR shall provide required PE sealed drawings and calculations related to the Jet-A Tank Relocation as required.
7. RTTR shall provide direction and details for the removal of the existing transformer slab located next to the existing electrical shed.

Bid Phase Support:

Upon acceptance of the design by APC staff, RTTR will provide Bid phase support providing the services noted below;

Exhibit “A-2” Scope of Work

1. It is understood that the bid procurement process will be initiated in conformance with the California Uniform Public Construction Cost Accounting Act (CUPCCAA) process. As such, for the purposes of this proposal, it is assumed that all front-end bid documents and bid coordination will be prepared and managed by County or APC staff, with all drawings, details, and technical specifications provided by RTTR being uploaded to the OpenGov procurement system for release to bidding contractors.
2. RTTR will provide Bid phase RFI review and response services providing clarifications and or design updates in response to bid contractor’s RFIs.
3. RTTR will provide bid review services and provide written notes, and recommendations regarding the various bids received for the proposed work. For the purposes of this proposal, it is assumed that no more than 5 bid packages will require review. If more than 5 bid packages require review, the time and effort to do so would be considered out of scope and would need to be agreed upon under separate cover.
4. Upon completion of bid review RTTR shall prepare a brief written narrative of bid deficiencies (if relevant) and bid recommendations for County and APC staff to consider when making their selection.

Remote Construction Phase Oversight:

RTTR will provide construction phase oversight as a remote function providing the services noted below;

5. RTTR Shall review and respond to all contractor’s product review submittals related to the engineered design work noted herein. Product review submittals will be reviewed and responded to in a timely manner with a maximum turnaround around time of 4 working days.
6. RTTR shall review and respond to Contractor Requests For Information (RFIs), with a maximum turnaround around time of 4 working days.
7. For the purposes of this proposal, it is assumed that the construction phase of this project including all the scope items noted herein will be completed in no more than 3 months from the date of construction initiation.

As-Built Preparation & P.E. Certification:

Upon completion of construction, RTTR will prepare As-Built record plans based on redlines of the proposed plans prepared by the contractor and/or their sub-contractors. All As-Built record plans will be P.E. Certified by our Professional Engineer licensed and registered with the state of California.

Summary:

The Electrical study defined herein will provide Napa APC Airport with the necessary information to make an informed decision regarding the best approach for the existing electrical shed. The findings will ensure that the new fuel farm development is supported by a safe, reliable, and cost-effective electrical solution that meets

Exhibit “A-2” Scope of Work

operational needs and regulatory requirements.

Engineering Fees:

Engineering services will be invoiced per the attached rate sheet up to the not to exceed limits for each task as defined in the contract Fee breakdown table below. All invoicing is payable net 30 days from date of invoice. See attached hourly breakdown for rates and anticipated hours.

Main Contract Fee Breakdown	
Electrical Shed Power Distribution Equipment Study	\$6,200.00
Tank Relocation – Mechanical Design	\$4,780.00
Tank Relocation – Electrical Design	\$14,180.00
Tank Relocation – Structural Design	\$6,380.00
Civil - Pavement repair and trenching Design	\$2,260.00
Review with Airport Authority and Address comments or concerns	\$4,040.00
Bid Phase Support	\$16,890.00
Remote Construction Phase Oversight	\$8,920.00
As-Built Record Drawing Preparation and P.E. Certification	\$4,340.00
Additional Services (If Required or Requested)	
SPCC Preparation & Certification	\$5,540.00
* Canopy Clean up and Painting Details and Specifications	\$6,020.00

** RTTR shall prepare details, direction, and specifications for the cleanup and repainting of the existing canopy. These details and specifications for the recommended products being proposed will be provided in the form of engineered details, pictures of the existing facility, and manufacturer's specifications to be included in the proposed plans referenced herein.*

Out of Scope Work:


Any engineering or inspection work not included in the project Scope of Work herein and caused by conditions currently unknown to RTTR will be considered out-of-scope work. Such services, if requested by APC would be quoted on a time and material basis as per the attached rate sheet. Out of Scope work will be performed only upon written approval from APC.

Sincerely,



Alex Nomikos – Engineering Manager
Roundtable Technical Resources, LLC

Exhibit “B-2” Rates

RTTR-APC Elect Study & AST Relocation Hourly Breakdown_08/06/2025										
 ROUNDTABLE TECHNICAL RESOURCES	Principal Engineer (PE)	Design mgr Senior Mechanical	Senior Civil	Senior Processing	Senior Structural	Senior Electrical	Senior CAD Designer	CAD Drafting	Admin (AR/AP)	Sub-Totals By Scope Item
Billing Rate	\$250.00	\$200.00	\$200.00	\$180.00	\$200.00	\$200.00	\$140.00	\$100.00	\$85.00	
Electrical Shed Power Distribution Equipment Study						28.00		6.00		\$6,200.00
Tank Relocation - Mechanical Design	6.00	8.00					12.00			\$4,780.00
Tank Relocation - Electrical Design	6.00					54.00	2.00	16.00		\$14,180.00
Tank Relocation - Structural Design	6.00				16.00		12.00			\$6,380.00
Civil - Pavement repair and trenching	2.00		6.00				4.00			\$2,260.00
Review with Airport Authority (APC)		2.00				2.00	2.00			\$1,080.00
Address APC Concerns or Comments		4.00			2.00	4.00	4.00	4.00		\$2,960.00
Bid Phase Support (Review & Respond to RFIs + Provide Design Clarifications)		16.00			20.00		6.00		8.00	\$8,720.00
Bid Phase Support (Review Bids and Prepare Notes and Narrative of Recommendations) - Up to 5 Bids		20.00			20.00				2.00	\$8,170.00
Remote Construction Phase Oversight		8.00	6.00		6.00	16.00	8.00	6.00		\$8,920.00
As-Built Record Drawings preparation and P.E. Certification	6.00	4.00			2.00	2.00	6.00	4.00		\$4,340.00
Sub-Totals by Discipline:	\$6,500.00	\$12,400.00	\$2,400.00	\$0.00	\$13,200.00	\$21,200.00	\$7,840.00	\$3,600.00	\$850.00	\$67,990.00


Additional Services (If Requested)										
 ROUNDTABLE TECHNICAL RESOURCES	Principal Engineer (PE)	Design Mgr Senior Mechanical	Senior Civil	Senior Processing	Senior Structural	Senior Electrical	Senior CAD Designer	CAD Drafting	Admin (AR/AP)	Sub-Totals By Scope Item
SPCC Preparation and Certification	6.00	16.00					6.00			\$5,540.00
Canopy Clean up and Painting Details and Specifications	2.00	12.00				10.00	8.00			\$6,020.00

Exhibit “B-2” Rates



Colorado Springs Office
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engineering@rtsglobal.com

Central Florida Office
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Spring Hill, FL 34608
Phone: (352) 684-7275
Fax: (800)660-6724
Alex.nomikos@rtsglobal.com

Roundtable Technical Resources 2025 fee schedule

Principal Engineer.....	\$275 per hour
Senior MEP Engineer.....	\$200 per hour
Senior Structural Engineer	\$200 per hour
Manager of Innovation Services	\$175 per hour
Senior Civil Engineer.....	\$200 per hour
Senior Electrical Engineer	\$200 per hour
Fire Suppression Engineer.....	\$250 per hour
Design Manager.....	\$190 per hour
Site Inspection Engineer.....	\$200 per hour
Site Inspection.....	\$200 per hour
Manager of Field Services.....	\$175 per hour
GIS Operator	\$150 per hour
3D CAD Operator	\$140 per hour
2D CAD Operator	\$100 per hour
2D CAD Design.....	\$140 per hour
Clerical/Administrative.....	\$50 per hour

Payment Schedule

Payment terms are net 30 days from the invoice date; invoices not paid within 30 days shall be subject to interest from the 31st day, at a rate of 1.5% per month (18% per annum).