

AMENDMENT NO. 2
OF NAPA COUNTY AGREEMENT NO. 250353B
PROFESSIONAL SERVICES AGREEMENT

THIS AMENDMENT NO. 2 of NAPA COUNTY AGREEMENT NO. 250353B is made and entered into as of this 14th day of April, 2026, by and between NAPA COUNTY, a political subdivision of the State of California, hereinafter referred to as “COUNTY”, and ADKO ENGINEERING, INC., a California corporation, whose mailing address is 140 Diamond Creek Place, Roseville CA 95747, hereinafter referred to as “CONTRACTOR”;

RECITALS

WHEREAS, on February 7, 2025, COUNTY entered into Napa County Agreement No. 250353B with CONTRACTOR (the “Agreement”) for \$348,447 to obtain additional specialized services, as authorized by Government Code section 31000, in order to provide engineering design and support services for the Rossi Road Bridge Project, hereinafter referred to as “the Project”; and

WHEREAS, on October 21, 2025, COUNTY amended the Agreement by removing and replacing Exhibits A and B in their entirety to expand the scope of services to include additional engineering design and support services for the Project and to increase the total compensation under the Agreement by \$206,931 for a revised not to exceed amount of \$555,378; and

WHEREAS, COUNTY and CONTRACTOR now desire to amend the Agreement by removing and replacing Exhibits A and B in their entirety to expand the scope of services to include additional engineering design and support services for Phase 2 of the Project and to increase the total compensation under the Agreement by \$211,465 for a revised not to exceed amount of \$766,843.

TERMS

NOW, THEREFORE, COUNTY and CONTRACTOR hereby amend the Agreement as follows:

1. Exhibit “A” (As Revised by Amendment 2) is attached hereto and incorporated by reference herein.
2. Exhibit “B” (As Revised by Amendment 2) is attached hereto and incorporated by reference herein.
3. Paragraph 1.1 of the Agreement is amended to read in full as follows:

1.1 Scope of Services. Consultant shall provide professional services to County as described in Exhibit A (As Revised by Amendment 2) to this Agreement, and in accordance with the Contract Documents. The Contract Documents consist of this Agreement and its Exhibits, the Request for Proposals or Qualifications issued by County (if any), and Consultant’s proposal or statement of qualifications.

4. Paragraph 1.2 of the Agreement is amended to read in full as follows:

1.2 Schedule. Consultant shall perform and complete the scope of services in accordance with the schedules set forth in Exhibit A (As Revised by Amendment 2). Consultant shall further perform the scope of services in compliance with any interim milestones or deadlines, as may be set forth in Exhibit A (As Revised by Amendment 2).

5. Paragraph 3.1 of the Agreement is amended to read in full as follows:

3.1 Amount of Compensation. County Shall pay Consultant for satisfactory performance of the scope of services, as follows:

3.1.1 Rates. County shall pay Consultant according to the compensation and fee schedule set forth in Exhibit B (As Revised by Amendment 2).

3.1.2 Expenses. Travel or other expenses will only be reimbursed by County if such expenses are specifically identified in Exhibit B (As Revised by Amendment 2). Any travel expenses must comply with the Napa County Travel Policy found in the Napa County policy Manual, Part I, Section 43, regardless of anything to the contrary in Exhibit B (As Revised by Amendment 2).

3.1.3 Maximum Amount. Notwithstanding paragraphs 3.1.1 and 3.1.2, the maximum payments under this Agreement shall not exceed seven hundred sixty six thousand eight hundred forty-three dollars and zero cents (\$766,843.00); provided, however, that such amounts shall not be construed as guaranteed sums, and compensation shall be based upon services actually provided and reimbursable expenses actually incurred.

6. Subparagraph 3.2.1 of the Agreement is amended to read in full as follows:

3.2.1 Content of Invoices. Invoices shall be in a form acceptable to the Napa County Auditor and include Consultant's name, address, Social Security or Taxpayer Identification Number, and the Napa County Agreement number. If this Agreement provides for payment based on unit prices or tasks completed, invoices shall include itemization of the hours worked, descriptions of the tasks completed during the billing period, the names and positions of person(s) performing the services, and the hourly or task rates. If the Agreement, Exhibit B (As Revised by Amendment 2) provides for a fixed or lump sum price and Consultant presents monthly invoices, each invoice must indicate the percentage of work completed (e.g., 50% of design or draft report) or the milestone(s) achieved in Exhibit B (As Revised by Amendment 1), which will allow Consultant to be paid the equivalent percentage of the fixed price.

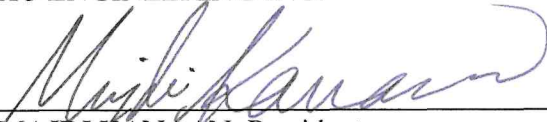
7. Subparagraph 9.4.2 of the Agreement is amended to read as follows:

9.4.2 Exhibits A (As Revised by Amendment 2), B (As Revised by Amendment 2), C, and D to this Agreement.

8. Except as provided in Paragraphs 1 - 7, above, all other provisions of the Agreement shall remain in full force and effect as approved previously.

IN WITNESS WHEREOF, COUNTY and CONTRACTOR have executed this Amendment No. 1 to Napa County Agreement No. 250322B as of the date first written above.

ADKO ENGINEERING INC.

By 
MAJDI KANAAN, President

By 
IMAN KANAAN, Chief Financial Officer

“CONTRACTOR”

NAPA COUNTY, a political subdivision of the State of California

By _____
AMBER MANFREE, Chair
Board of Supervisors

“COUNTY”

APPROVED AS TO FORM
Office of County Counsel

By: 
Deputy County Counsel **MLCF**

Date: 4-3-26

APPROVED BY THE NAPA
COUNTY BOARD OF
SUPERVISORS

Date: _____
Processed By: _____

Deputy Clerk of the Board

ATTEST: NEHA HOSKINS
Clerk of the Board of Supervisors

By: _____

EXHIBIT A (As Revised by Amendment 2)

During storm event around February 6th, significant damage occurred at Rossi Road Culverts, which is located above St. Helena. Rossi Road and on Conn Creek sustained significant damage consisting of damaged culverts and cracks on asphalt pavement roadway, due to settlement of the road in between the existing box culvert and three railroad circular culverts. The road was subsequently closed, limiting access for residents that live past the project site. ADKO Engineering has visited the site on January 11, 2025 and reviewed available project information provided by Napa County and met with local residents. We will coordinate with the client to obtain any additional data required for the design development.

Culverts Replacement with a One Lane Bridge

Due to the severity of the damage, the age of the structure, and the cost for repair; structure replacement should be considered. The existing bridge will be replaced with a new Baily Bridge (ACROW) supported by seat type abutments. The scope of work will include backfill, pavement reconstruction, and other related site work. The proposed width of the new structure will be approximately 100' long and single lane wide, in order to convey flood flows. ADKO Engineering will work closely with the geotechnical engineer, Miller Pacific Engineering Group and hydraulic engineer Shaaf and Wheeler, in consideration of the environmental impacts and FEMA approvals. The bridge will be designed to carry HL-93 Loading (40 tons) and permit loading using AASHTO LRFD design specifications, 8th edition with California Amendments (June 2024).

Advantages:

- Completely new structure for long service life (50 years plus).
- Meets the latest seismic requirements
- Lower lifespan maintenance costs
- Economical structure
- No falsework is required in the creek
- P15 Truck Loading per AASHTO
- HL-93 Vehicle Loading
- Does not require falsework in the channel
- Easy to assemble on site
- The superstructure can be set in place in two days

Disadvantages:

- Impacts to traffic. Road closure
- Higher vertical profile may be needed

Design of the bridge replacement or repair will utilize Napa County, Caltrans Standards, and other appropriate standards and guidance documents. Design will be based on geotechnical recommendations and other engineering studies and evaluations. Existing or pre-damage roadway widths, striping, and pavement section will be maintained unless geotechnical and engineering studies recommend otherwise. Safety and drainage features will be incorporated as appropriate.

ADKO Engineering shall provide the following engineering services for the project.

TASK 1: PROJECT MANAGEMENT

Task A1.1 - Project Management activities will include:

- Project administration, coordination with subconsultants, county and other stakeholders
- Attend meetings and prepare meeting minutes, and action items
- Prepare progress schedule and monitor schedule
- Manage project budget and prepare monthly invoices

Task A1.2: QC/QA Services

ADKO's Senior Engineer will provide QC and constructability reviews on the 65% and 100% submittals. The review will be documented and submitted to County at the request of the project manager. The QC engineer will back check work product to ensure comments were addressed. The reviews will BE documented and submitted to County at each phase of the project.

Task A1.4: Project Meetings and Site Visit

ADKO's team will participate in design development meetings and resolve technical issues as they arise and review project status and budget. A minimum of four design development meetings are proposed. ADKO will attend conference calls to receive and respond to review comments. One site visit is anticipated for the project.

Deliverables

- Meeting Minutes
- QA/QC review comments
- Schedules

TASK 2: PERFORM SURVEYS AND PREPARE BASE PLANS

Task 2.1: Field Survey and Mapping

Albion Surveys will provide the necessary project control and topographic surveys. The topographic surveys will cover the project limits as determined by the design consultants as well as the areas described in the Damage Assessment and Recommendation Report for each site. In addition, field reconnaissance and surveys for existing controlling monuments of record will be performed to assist in the placement of record right of way and ownership information onto the surveys. All field surveying activities will be overseen by John Albion, PLS, including planning, methodology and equipment. All office surveying activities will be overseen by John Albion, PLS, including data reduction, terrain modeling, boundary analysis and quality control. Albion Surveys assume any right of entry or encroachment permits will be

provided by others. Specific services for these projects would be as follows:

- Records research related to property boundaries, control and benchmarks.
- Prepare field survey plan and the necessary search coordinates for boundary and right of way information.
- Establish project control by GPS data logging and processing through the NGS OPUS web interface to obtain CCS83, Zone 2 horizontal control and NAVD 88 vertical control.
- Set a minimum of two permanent control points at each site which would be suitable for future construction uses.
- Tie existing controlling monuments found during field reconnaissance.
- Topographic field surveys to gather spot elevations sufficient for a design level topographic survey, including all grade breaks, high/low points and other features necessary to develop a proper terrain model.
- Field surveys to locate the existing improvements at the project site, visible surface utility features, such as manholes, valve boxes, utility poles, etc., existing trees, driveways, fences and other improvements that may be present within the project limits developed for each site. All accessible manholes and drain inlets will be investigated and pipe sizes and depths recorded.
- Office analysis of the field data to reconcile the record data with the evidence found in the field.
- Develop a digital terrain model of each site and process 1' contours across both.
- Prepare a 1"= 20' topographic survey exhibit for each site. Each exhibit will also include the existing right of way and ownership information available, the location of the project control and Information related to the horizontal and vertical datum's used.
- Prepare legal description and exhibit plat for Temporary Construction Easements

TASK 3: GEOTECHNICAL

Miller Pacific will provide geotechnical services and develop geotechnical recommendations for the project. The recommendations will be used by the design team to develop the design recommendations and prepare the construction plans and technical specifications for the project.

Task 3.1: Geotechnical Investigation

Our Phase 1 services will include subsurface exploration with soil borings near the two new bridge abutments. We will obtain required County encroachment permits and notify USA prior to our mobilization. Based on surface conditions, we anticipate relatively deep soils on the western side of Conn Creek and shallower bedrock on the eastern side. We therefore expect our new borings will extend to a depth of about 30 to 40 feet or refusal on hard rock, if encountered. We will obtain samples for laboratory testing, measure water levels and backfill the borings closed upon completion.

We will perform laboratory testing on select samples to determine pertinent engineering properties, including moisture content/density and strength, along with other pertinent tests, if subsurface conditions warrant. Our written report will include a summary of the site surface and subsurface conditions, a discussion of relevant geologic hazards and recommendations for the new structure. We will recommend criteria for new foundations and abutment/retaining walls, including seismic coefficients, bearing and lateral pressures, subsurface drainage needs, backfill criteria, pavement restoration and other items. We anticipate a drilled pier foundation will be appropriate at the site, but if "difficult" soil conditions such as flowing sands or high groundwater is encountered, we can provide

criteria for alternative foundation types including torque-down or driven piles. Our report will also include a site plan showing the location of our borings, our boring logs, laboratory data and other items.

Task 3.2: Supplemental Consultation

We will provide supplemental consultation, as requested, during the design and permitting of the work which may include plan review, site or office meetings. We will provide supplemental recommendations for the work, if needed. During design and permitting for removal of existing culverts, we will respond to agency questions that are within our geotechnical scope.

Task 3.3: Construction Observation and Testing (Allowance)

During construction, as with other projects we have worked with you and Napa County, we anticipate our services will include materials testing and coordination with the project's Construction Manager to answer questions about the geotechnical aspects of the work. We anticipate observing foundation excavations and testing backfill materials. Concrete sampling and strength testing will also be performed, if needed. If "structural" items (i.e. rip rap or concrete structures) are included in the creek restoration, we can observe those items if requested. Upon completion of the project site work, we will prepare a brief letter with a summary of our observations and tests.

Deliverables:

- Geotechnical Report
- Supplemental Consultation Memorandum
- Construction Observation and Testing report

TASK 4: HYDRAULICS/HYDROLOGY/PHASE 2 DESIGN

This scope of services will provide planning-level hydraulics and scour analyses for the Rossi Road bridge over Conn Creek in Napa County. Schaaf & Wheeler will gather field data, review all available data for the bridge site, perform a hydrologic and hydraulic analysis, and develop scour countermeasures to meet the County's goals. The work in this section is organized into major milestone deliveries with subtasks listed as appropriate. This organization is complimentary to the fee estimate and milestone schedule attached/within this proposal.

Field Reconnaissance and Site Assessment

Schaaf & Wheeler will conduct field visits and desktop research in order to develop a complete and detailed understanding of the existing conditions at the bridge. Task A includes analysis required to develop the existing conditions.

Task 4.1: Data Collection and Review

Schaaf & Wheeler's team will review available data regarding the bridge site, including as-built drawings, inspection reports, Federal Emergency Management Agency (FEMA) material, and other readily available documents, which may include hydrology and hydraulic studies. After review existing information, Schaaf & Wheeler's team will visit the project area to collect additional information and to document existing conditions. Schaaf & Wheeler does not anticipate the need for subsurface investigation, and no subsurface investigation/geotechnical work is included in this proposed scope of services.

Task 4.2: Existing Condition Hydraulic Analyses

Schaaf & Wheeler will develop hydrologic and hydraulic analyses. This study will include the development of hydrologic flow estimates using at least two methods, and hydraulic modeling (HEC-RAS) and scour

estimates of the channel under existing and proposed bridge conditions.

Task 4.3: Proposed Condition Hydraulic Analysis

Schaaf & Wheeler will develop a recommended solution to provide the proposed bridge with scour protection based on the results of Tasks 4.1 and 4.3. The proposed solution will meet design criteria, such as protection against critical velocities in the Conn Creek.

Task 4.4: Project Management and Coordination

Based on the results of Tasks 4.1 to 4.4, Schaaf & Wheeler will develop a Hydrology and Hydraulics Technical Memorandum. This technical memorandum will present the results of the analyses and estimates identified above. If appropriate, alternatives will be discussed, and the reasoning for the recommended alternative will be detailed. A draft of the memorandum will be submitted to the County for review.

Schaaf & Wheeler will schedule a meeting with the County to review the recommendation and its associated costs and construction. Following comments and discussions, Schaaf & Wheeler will submit a final technical memorandum.

Task 4.5: PHASE 2 DESIGN

Update the plans and specifications completed in Task 6 by incorporating work completed in phase 1 of construction and environmental permits for phase 2.

TASK 5: ENVIRONMENTAL

Task 5.1: Biological Resources Assessment and Letter Report

This task is comprised of a pre-field desktop evaluation of terrestrial wildlife and plant species and habitats, and a one-day reconnaissance-level biological field survey to document existing biological resources within the proposed project area.

Prior to the field survey, a query of the California Natural Diversity Database (CNDDDB), U.S. Fish and Wildlife Service (USFWS) Information for Planning and Consultation (IPaC) List, and California Native Plant Society (CNPS) databases will be performed to identify any occurrences of listed or special-status species and/or rare and endangered plants found within a one-mile radius of the site.

During the field survey, a Kleinfelder biologist will create a baseline biological resources map that will include vegetation communities and conspicuous sensitive species. Vegetation communities will be mapped on an appropriately scaled topographic map or aerial photograph of the project area. During the field survey, a general inventory of plant and animal species detected by sight, calls, tracks, scat, or other signs will be compiled. Vegetation communities and other biological resources, including any habitat that could potentially support special-status species or sensitive biological communities will also be recorded. A determination of sensitive or special-status species that could potentially use the site will also be made. Furthermore, potentially-occurring sensitive resources that are not apparent at the time of the survey and which require focused surveys will be noted, including rare annual plants, sensitive amphibian, reptile or bird species, and sensitive mammal species. We assume that Lake Hennesey blocks passage of anadromous fish, and a formal fish passage assessment is not necessary.

The results of the biological field survey will be presented in a technical letter report. The report will include a description of the project, a discussion of the survey methods, an assessment of existing vegetation communities, sensitive biological resources, potential jurisdictional waters present or likely to occur, the significance of potential project impacts in accordance with the California Environmental Quality Act, and recommended avoidance and mitigation measures.

Graphics will be prepared to illustrate the location of the site, the existing biological conditions, and any potential wetlands or waters of the U.S. or State. Proposed permitting requirements for potential impacts to sensitive resources will be discussed in terms of regional planning, state and federal laws and guidelines. This task includes one round of draft review by the County and subsequent editing/revision by Kleinfelder staff if necessary. Mileage is included at the 2025 standard IRS rate.

Task 5.2: Cultural Resources Section 106 Report

Kleinfelder will conduct a records search at the Northwest Information Center (NWIC), located at Sonoma State University to request all previous site records and reports completed within the project area and the surrounding 0.5-mile radius. Staff will also conduct site-specific research for the project area and surrounding vicinity including references on file from previous work conducted in the project vicinity and a review of historic maps (e.g., Sanborn Fire Insurance Maps, Government Land Office Plat Maps). The cultural resources review will identify any previous archaeological and/or historic period-built environmental resources reported in the area. A Sacred Lands File (SLF) search with the Native American Heritage Commission (NAHC) will be conducted to determine if any SLFs have been reported within the Project Area or surrounding vicinity.

Kleinfelder will also conduct a cultural resources survey and inventory of the project area to make an assessment of any cultural resources present on the site. This task assumes one archaeologist will perform one, 8-hour field survey and record and/or update resources within the project area. This estimate includes costs associated with pre-field preparation, travel, and other direct costs (e.g., mileage, GPS, and camera). Within approximately 30 business days after completion of the fieldwork, a Draft Cultural Resources Inventory Report will be prepared and submitted. One report will be prepared to satisfy both CEQA and Section 106 of NHPA. The report will describe the results of the background research, cultural context, records search and survey results, and any management recommendations.

Assumptions

- A map depicting the limits of ground disturbance with depth of ground disturbance per construction activity will be provided at notice to proceed.
- No Native American consultation support is needed.
- No in-person meetings are required for archaeological or tribal cultural resources.
- The cost of the records search at the NWIC will not exceed \$500.
- This scope assumes no more than one cultural resource will require recordation or updates. If additional cultural resources are encountered or if the project has the potential to impact a cultural resource, additional cultural resources technical studies may be required, and an augment prepared.
- Does not include completion or implementation of any proposed or required mitigation measures (e.g., additional documentation of historic structure).
- The final approved report will be submitted to the NWIC.
- The final approved report will be submitted to the NWIC. One electronic version of the Archaeological Assessment Report will be provided within 6 weeks of Notice to Proceed (NTP). Kleinfelder will respond to one round of comments (4 hours maximum) and provide a final electronic version of the Report.

Task 5.3: Aquatic Resources Delineation

Prior to a field investigation, a desktop review of the biogeography, elevation, vegetation, soils, and habitat on the site will be performed. During the field investigation, a Kleinfelder wetland specialist will delineate and map the extent of aquatic resources, which will include the identification of wetland and non-wetland jurisdictional waters within the project boundary that examines vegetation, soils, and hydrology. Routine on-site delineation forms based on the applicable Regional Supplement will be completed for sample areas to determine jurisdictional and wetland boundaries. The preliminary jurisdictional delineation of these areas will be made based on the regulations of the following agencies:

- Waters of the U.S., including wetlands, under the jurisdiction of the Army Corps of Engineers (ACOE) pursuant to Section 404 of the federal Clean Water Act.
- Wetlands under the jurisdiction of the Regional Water Quality Control Board (RWQCB) pursuant to Section 401 of the Clean Water Act and the Porter-Cologne Act.
- Wetlands under the jurisdiction of California Department of Fish and Wildlife (CDFW), pursuant to Section 1602 of the California Fish and Game Code.

The extent of any streams will be mapped to the Ordinary High Water Mark (OHWM) as defined by the ACOE Regulatory Guidance Letter No. 05-05 Ordinary High Water Mark Identification. Wetlands will be mapped using routine onsite methods as outlined in the ACOE Wetlands Delineation Manual (ACOE 1987) and the Regional Supplement to the Corps of Engineers Wetland Delineation Manual: Arid West Region (Version 2.0) (ACOE 2010). Other regulatory guidance documents will be used as necessary and datasheets will be completed to document the field verification. Mapping will be performed using a GPS unit capable of sub-meter accuracy. The field delineation is expected to require one field day.

Following the field delineation, Kleinfelder will prepare a preliminary wetland delineation report and associated figures/maps for submission to the applicable resource agencies to support CWA 404 permitting, CWA 401 permitting, and CDFW Section 1600 permitting. The figures/maps will be produced using USACE South Pacific Division (SPD) standards; if onsite conditions warrant, other maps depicting various agency jurisdictions may also be produced. The delineation report will include supporting materials such as geographic information system (GIS) data, aquatic resources spreadsheets, and submission cover letter(s) (e.g., requesting preliminary or approved jurisdictional determination, etc.). This task includes one round of draft review by the County and subsequent editing/revision by Kleinfelder staff if necessary.

Task 5.4: Permitting

Potential impacts to Conn Creek will be determined during the biological field assessment. Based on the extent of impacts to Conn Creek that are likely to be associated with partial or full removal of the old road embankment, we anticipate that the Project will require several permit applications including the following:

- Lake and Streambed Alteration Agreement from CDFW pursuant to Section 1602 of the California Fish and Game Code
- Authorization from the RWQCB under Section 401 of the Clean Water Act,
- Authorization from the Army Corps of Engineers (USACE) via a Nationwide Permit under Section 404 of the Clean Water Act.
- Section 7 consultation by the USACE with the United States Fish and Wildlife Service (USFWS). We assume that the technical memo report is sufficient for the consultation, and that a full Biological Assessment will not be required.

To facilitate preparation of the permit applications, the deliverables under Tasks 1, 2, and 3 will be required.

Kleinfelder will prepare and submit applications for regulatory permits to the USACE, RWQCB and CDFW, as necessary. Application requirements of each of the agencies differ, but there is a great deal of overlap such as providing a project description, discussion of avoidance and minimization measures, etc. To the extent feasible, processing with the agencies will be done concurrently; for example, if a site visit is required, Kleinfelder will attempt to coordinate a single meeting attended by all agencies rather than holding separate meetings for each agency. This task includes one round of review by the County, and one round of revisions after review by the agencies, as well as one field visit.

Assumptions

- No tasks outside the agreed scope of work will be performed without additional payment and prior authorization from the client in writing.
- Requests by agencies for additional information or meetings to discuss design elements can often occur following submittal of permit applications, and the extent to which Kleinfelder may be in the best position to provide that information is not definable at this stage. If required to provide notable support during the review stage of the permit applications, Kleinfelder will be please to provide a cost estimate for additional authorization at that time.
- Preparation of any required State Water Quality Control Board National Pollution Discharge Elimination System (NPDES) Notice of Intent (NOI) and Storm Water Pollution Prevention Plan (SWPPP) are not included in this scope of work. Kleinfelder will be happy to provide a scope and budget for these services upon request from the Client.

Task 5.5: Archaeological Monitoring, Phase 1

Kleinfelder will have one archaeological monitor on site for all Project-related ground disturbance.

- The Kleinfelder archaeological monitor will complete one on-site sensitivity training with the construction personnel regarding cultural resources prior to the start of construction. It is assumed that this cultural resource awareness training will occur on the first day of construction.
- The Kleinfelder monitor will conduct up to 13 days of monitoring during construction. It is assumed that the crews will work up to thirteen 10-hour days including travel. The purpose of archaeological monitoring is to identify the presence/absence of archaeological resources during ground disturbances within the Project site. Monitoring will be documented using field notes, digital photography, and a handheld GPS unit. The archaeological monitor will keep a daily log. The associated costs include travel expenses and administrative oversight.
- Monitoring may be modified, reduced, or suspended based on the conditions encountered in the field at the discretion of a professional archaeologist.
- This assumes that no site recordation will be required. Should subsurface archaeological materials be identified during monitoring, all work within 50 feet of the discovery will be temporarily halted to allow for the archaeologist to assess and record the find. Kleinfelder will immediately contact all required parties to inform them of the inadvertent discovery.

Task 5.6: Native American Monitoring

Kleinfelder will subcontract with the Mishewal Wappo Tribe of Alexander Valley to provide a Tribal monitor for all Project-related ground disturbance.

- For cost estimating purposes, it is assumed that a Native American monitor will be on site up to thirteen 10-hour days, including time for travel.
- Native American monitoring may be modified, reduced, or suspended based on the conditions encountered in the field at the discretion of a professional archaeologist and in consultation with the Mishewal Wappo Tribe of Alexander Valley.

Task 5.7: Biological Monitoring Phase 1

Kleinfelder will support Napa County by supplying a qualified biological monitor to conduct preconstruction surveys and monitor for special status species during ground disturbing and construction activities.

- The monitor will provide worker environmental awareness training for the construction crew and provide up to ten color copies of a brochure that describes the species of concern and each worker's individual responsibilities. It is assumed that this environmental awareness training will occur on the first day of construction.
- Kleinfelder will provide a pre-construction survey prior to the start of construction in the Fall of 2025. An additional pre-construction survey will be conducted prior to the resumption of construction in the Spring of 2026. Additional pre-construction surveys may be needed if there are additional breaks in construction.
- The Kleinfelder monitor will conduct up to 33 days of monitoring during construction. It is assumed that the crews will work up to thirty-three 10-hour days.
- Thirty-three days of monitoring are anticipated however; the client will be charged on a time and materials basis. ADKO will be billed only for actual time and materials spent. If additional monitoring time is required, Kleinfelder will provide an updated proposal to ADKO.
- In the event that a special status species is discovered on site, Kleinfelder staff have the authority to stop work and/or create an appropriate buffer zone and the animal will be allowed to leave on its own accord. If the animal does not leave on its own, US Fish and Wildlife services and/or California Department of Fish and Wildlife will be consulted before any individual is relocated.
- Kleinfelder staff will have authority to enforce standard conditions in typical Section 1602 Lake and Streambed Alteration agreement and Section 401 Clean Water Act permits even if permits are not complete at the time of construction.
- Protocol-level surveys will not be required.
- Kleinfelder staff will conduct preconstruction surveys daily before any equipment is moved, before any ground is disturbed, or before RSP is placed to determine if special status species are present onsite.
- The biological monitor will be present during construction in the event that special status species are unearthed or discovered during construction.

- The monitor will take representative photos each day and prepare a daily report which will be shared with ADKO on a weekly basis.
- Kleinfelder will prepare a post-construction report to submit to the California Department of Fish and Wildlife (CDFW) as a standard requirement of a Section 1602 Lake and Streambed Alteration Agreement. Kleinfelder will deliver the report to ADKO within 45 days of the completion of construction.

Task 5.8: CDFW Deliverables, Bio and Cultural Monitoring, Phase 2

Agency Deliverables and Coordination

Kleinfelder will prepare resumes for Qualified Biologists as defined in the environmental permit and submit them to the CDFW 30 days before surveys begin. Once approved, Qualified Biologists will prepare the Survey Methodologies for foothill yellow-legged frog, Species Capture and Relocation Plan, and Riparian Revegetation and Monitoring Plan. These documents will be submitted to the regulatory agencies as required by the environmental permits, after gaining approval from ADKO. All reports described below will be forwarded to CDFW after gaining approval from ADKO. If special-status species are observed during pre-construction or construction, Kleinfelder will submit up to five California Natural Diversity Database (CNDDDB) Field Survey Forms to CDFW. Following completion of construction, Kleinfelder will submit Photographic Documentation of Work to CDFW in accordance with the environmental permit.

Biological Surveys, Phase 2

Qualified Kleinfelder Biologists will perform the biological surveys prior to the start of construction as described below. Reports from each survey will be provided to ADKO for approval. Approved reports will be forwarded to the agencies as required prior to construction. Reports will include survey methodologies, findings, and recommendations for avoidance and minimization of impacts.

Special-Status Plants

Prior to the start of construction, a Qualified Biologist will conduct botanical surveys during the appropriate conditions and blooming period (or when species are identifiable) for all special-status plants with the potential to occur within or adjacent to the Project Area. Surveys shall be conducted following CDFW's *Protocol for Surveying and Evaluating Impacts to Special Status Native Plant Populations and Sensitive Natural Communities* and include checking reference sites for target special status plant species when feasible. In accordance with the protocol, three surveys will be conducted throughout the growing season. To follow the protocol guidance, the survey periods are proposed as follows: one early season survey in April, one mid-season survey in May/June, and one late-season survey in mid-July/August. If special-status plant species are observed, the biologist will establish an avoidance buffer. An avoidance plan will need to be submitted to CDFW, or consultation with CDFW will be required if full avoidance is not possible; if this additional task is required, Kleinfelder will provide a change order, as necessary.

Foothill yellow-legged frog

Upon CDFW approval of the foothill yellow legged frog survey methodology, a Qualified Biologist will implement the approved survey approach. The methodology is anticipated to include two wet stream surveys and one pre-construction survey within 72 hours of the start of construction, for a total of three surveys, to be conducted by two biologists. Should additional effort be required, a change order may be necessary.

Nesting Birds

A Qualified Biologist will conduct a survey for active bird nests within 7 days of the commencement of

Project activities. The Survey Area will cover entire Project Area and a 500-foot buffer. Portions of the Survey Area that are inaccessible will be surveyed with the use of binoculars or a spotting scope. If an active nest is found during surveys, the Qualified Biologist will establish a site- and species-specific nowork buffer to ensure the nest is not disturbed. If additional nesting bird surveys are required due to a 7 day or greater lapse in Project related activities, a change order may be necessary.

Western Pond Turtles

A Qualified Biologist will conduct a pre-construction survey for the western pond turtle (WPT) and nests within 48 hours of the commencement of Project activities. If a WPT or nest is detected at any time CDFW shall be notified immediately, and the Qualified Biologist will relocate the turtle to appropriate habitat within the stream it was found. Turtle nests shall be avoided. If a WPT or nest is located, a Western Pond Turtle Habitat Improvement Plan will be required for submittal to CDFW. Kleinfelder will submit a change order for the preparation and implementation of this document should it be necessary.

Pre-Construction Survey

A Qualified Biologist will conduct a pre-construction survey within 48 hours prior to the start of Project activities, focusing on the presence of special-status species including, but not limited to, those listed in the environmental permit.

Biological and Cultural Monitoring, Phase 2

Kleinfelder will support Napa County by supplying a Qualified Biologist to monitor dewatering activities and provide species rescue support as needed following the approved CDFW Species Capture and Relocation Plan. This effort is anticipated to require two, 10-hour work days for two people. Should additional effort be required, a change order may be necessary.

Kleinfelder will have one archaeological monitor on site for all Project-related ground disturbance.

- The Kleinfelder archaeological monitor will complete one on-site sensitivity training with the construction personnel regarding cultural resources prior to the start of construction. It is assumed that this cultural resource awareness training will occur on the first day of construction.
- The purpose of archaeological monitoring is to identify the presence/absence of archaeological resources during ground disturbances within the Project site. Monitoring will be documented using field notes, digital photography, and a handheld GPS unit. The archaeological monitor will keep a daily log. The associated costs include travel expenses and administrative oversight.
- Monitoring may be modified, reduced, or suspended based on the conditions encountered in the field at the discretion of a professional archaeologist.

- This assumes that no site recordation will be required. Should subsurface archaeological materials be identified during monitoring, all work within 50 feet of the discovery will be temporarily halted to allow for the archaeologist to assess and record the find. Kleinfelder will immediately contact all required parties to inform them of the inadvertent discovery.

Additionally, Kleinfelder will provide a Biological Monitor, as defined in environmental permits, to conduct daily preconstruction surveys and monitor for special-status species during ground disturbing and construction activities as required by Project permits.

- The biological monitor will provide worker environmental awareness training for the construction crew and provide up to ten (10) color copies of a brochure that describe the biology and general behavior of any sensitive species which may be in the area, how they may be encountered within the work area, and procedures to follow when they are encountered. It is assumed that this environmental awareness training will occur on the first day of construction.
- County t will be charged on a time and materials basis. ADKO will be billed only for actual time and materials spent. If additional monitoring time is required, Kleinfelder will provide an updated proposal to ADKO.
- Kleinfelder staff will conduct preconstruction surveys daily before any equipment is moved,

before any ground is disturbed, or before trees or vegetation are removed to determine if specialstatus species are in harm's way.

- The biological monitor will take representative photos each day and prepare a daily report which will be shared with ADKO monthly.

- Kleinfelder will prepare a post-construction report to submit to the regulatory agencies.

Kleinfelder will deliver the report to ADKO within 30 days of the completion of construction and will make one round of revisions before the report is submitted.

TASK 6: DESIGN

Task 6.1: Design Basis Memorandum

The ADKO (ADKO) Team will develop the Design Basis Memorandum which will investigate and discuss design and construction issues such as: any required temporary construction easement and right of entry, utility coordination. The new culvert will carry the load it was originally designed for 36 tons.

Deliverables:

- Design Basis Memorandum (.dwg, .xcl, .doc and PDF as applicable)

Task 6.2: 65% PS&E Submittal

The ADKO team will prepare 65% plans, specifications, and estimates for roadway design, retaining wall, drainage improvements, grading, paving, temporary water pollution control, permanent erosion control and any permit requirement design elements. The ADKO Team will follow 2023 Caltrans and County specifications wherever possible. ADKO will be responsible for the retaining wall design plans, specifications, and estimate. This effort will include addressing all of the County's comments on the 35% PS&E package.

Deliverables:

- 65% Plans, Technical Specifications, and Estimate (.dwg, .xcl, .doc and PDF as applicable)

Task 6.3 95%: PS&E Submittal

The ADKO Team will refine the 65% PS&E and generate the 95% PS&E design by addressing all of the County's comments on the 65% PS&E package.

Deliverables:

- 95% Plans, Technical Specifications, and Estimate (.dwg, .xcl, .doc and PDF as applicable)

Task 6.4: Issued for Bid PS&E Submittal

The ADKO Team will work with the County to issue a bid set of the PS&E documents. It is anticipated that the County will take the WRECO Team's technical specifications and combine with the County prepared front-end specifications to complete the bid package.

Deliverables:

- Issued for Bid Plans, Technical Specifications, and Estimate (.dwg, .xcl, .doc and PDF as applicable)

TASK 7: CONSTRUCTION SUPPORT PHASE 1&2

Task 7.1: Bid support

ADKO team will provide ongoing support to assist in responding to comments and inquiries, which includes the following tasks:

- Attend Pre-bid and Pre-construction Meetings
- Respond to Bid Inquiries

Task 7.2: Design Services during Construction

ADKO team as will provide the following services:

- Review Appropriate Construction Submittals
- Answer questions and address issues that may arise during construction (RFIs & CCOs)
- Perform close-out inspection and help County develop close-out punch list for Contractor
- Provide construction certification of completion

Deliverables:

- Approved submittals
- Respond to RFI
- Change order recommendations
- Construction close-out punch list and construction certification of completion (PDF)

Task 7.3: As-Built Design Plans

Following completion of construction, the County Construction Contractor will provide redline markups of the design plans. The ADKO team will incorporate the redlines into the CAD Files, clouding any changes made in construction, and submit them as final As-Built Plans.

Deliverables:

- Final As-Built Plans (DWG and PDF)

Task 8 – Construction Management PHASE 1&2

Task 8.1: Construction Inspection Services

The inspector will be responsible for the following:

- Coordination with contractor
- Address public concerns
- Daily inspections and preparing inspections reports
- Documenting progress of work, etc.

Task 9 – Acrow Bridge Submittal

Task 9.1: Acrow Bridge Submittal

ADKO will obtain a submittal for the 130-foot span of 13'-7" wide site-specific bridge design from Acrow Manufacturing to save engineering time during construction. This will be particularly useful in the event of an emergency if the existing culvert fails, and a bridge needs to be installed quickly.

Assumptions

- This Project will be designed to Caltrans 2023 Standard Plans and Specifications.
- County will obtain Encroachment Permit to cover the ADKO Team.
- The County will provide the right-of-way width information.
- County staff will prepare the Board Letters, advertise to the Project to bidders, open bids, and coordinate with affected property owners/ stakeholders.

Exhibit "B" (As Revised by Amendment 2)

RATES

ADKO Engineering, Inc.								CONSULTANTS								
		Majdi Kana'an PM	Yijin Yuan Structures Project Engineer	Lal Ahmadzi Road Design	Haron Hashimi Design Engineer	INSPECTOR (ADKO)	CM	Total Hours (ADKO)	Total Not To Exceed Cost (ADKO)	Acrow	(Miller Pacific)	(Schaaf & Wheeler)	Total Not To Exceed Cost (Albion)	Total Not To Exceed Cost (Kleinfeider)	(ADKO) (10%)	Total Not To Exceed Cost
BILLING RATES		\$239.00	\$195.00	\$185.00	\$175.00	\$175.00	\$185.00									
No.	Task Description															
1	TASK 1: PROJECT MANAGEMENT AND MEETINGS	32	0	0	0	0	0	32	\$ 7,648.00							\$ 7,648.00
	1.1 Project Management	8						8	\$ 2,912.00							\$ 2,912.00
	1.2 Project Meetings and Site Visit	24						24	\$ 5,736.00							\$ 5,736.00
2	TASK 2: PERFORM SURVEYS AND PREPARE BASE PLANS	1	0	0	0	0	0	1	\$ 239.00				\$ 15,800.00	\$ 1,580.00		\$ 17,619.00
	2.1 Field Surveys and Mapping	1						1	\$ 239.00				\$ 14,300.00	\$ 1,430.00		\$ 15,969.00
	2.2 Survey Verification Construction Phase							0	\$ -				\$ 1,500.00	\$ 150.00		\$ 1,650.00
3	TASK 3: GEOTECHNICAL	12	0	0	0	0	0	12	\$ 2,868.00	\$ 26,600.00	\$ -	\$ -	\$ -	\$ 2,660.00		\$ 32,128.00
	3.1 Geotechnical Investigation Report with Recommendation	4						4	\$ 956.00	\$ 9,600.00				\$ 950.00		\$ 11,516.00
	3.2 Supplemental Consultation	4						4	\$ 956.00	\$ 2,000.00				\$ 200.00		\$ 3,156.00
	3.3 Construction Observation and Testing	4						4	\$ 956.00	\$ 15,000.00				\$ 1,800.00		\$ 17,456.00
4	TASK 4: HWY/PHASE 2 DESIGN	16	0	0	0	0	0	16	\$ 7,648.00	\$ -	\$ 48,880.00	\$ -	\$ -	\$ 4,888.00		\$ 61,416.00
	4.1 Data Collection and Review	8						8	\$ 1,912.00		\$ 24,040.00				\$ 2,404.00	\$ 28,356.00
	4.2 Existing Conditions Hydraulic Analysis	8						8	\$ 1,912.00		\$ 10,700.00				\$ 1,070.00	\$ 13,682.00
	4.3 Proposed Conditions Hydraulic Analysis	8						8	\$ 1,912.00		\$ 9,400.00				\$ 940.00	\$ 12,252.00
	4.4 Project Management and Coordination	8						8	\$ 1,912.00		\$ 4,740.00				\$ 474.00	\$ 7,126.00
	4.5 Phase 2 Design	36	77					112	\$ 23,380.00							\$ 23,380.00
5	TASK 5: ENVIRONMENTAL STUDIES	16	0	0	0	0	0	16	\$ 7,648.00	\$ -	\$ -	\$ -	\$ 301,109.00	\$ 30,110.00		\$ 338,867.00
	5.1 Biological Resource Assessment and Letter Report	8						8	\$ 1,912.00				\$ 12,747.00	\$ 1,274.00		\$ 15,933.00
	5.2 Cultural Resources Assessment and Letter Report	8						8	\$ 1,912.00				\$ 15,962.00	\$ 1,596.00		\$ 19,360.00
	5.3 Aquatic Resources Assessment and Report	8						8	\$ 1,912.00				\$ 12,400.00	\$ 1,240.00		\$ 15,552.00
	5.4 Permit Applications	8						8	\$ 1,912.00				\$ 9,000.00	\$ 900.00		\$ 11,812.00
	5.5 Archaeological Monitoring, Phase 1							0	\$ -				\$ 13,000.00	\$ 1,300.00		\$ 14,300.00
	5.6 Native American Monitoring, Phase 1 and 2							0	\$ -				\$ 23,500.00	\$ 2,350.00		\$ 25,850.00
	5.7 Biological Monitoring, Phase 1							0	\$ -				\$ 49,500.00	\$ 4,950.00		\$ 54,450.00
	5.8 CDFW Deliverables, Bio and Cultural Monitoring, Phase 2							0	\$ -				\$ 185,100.00	\$ 18,510.00		\$ 181,610.00
6	TASK 6: DESIGN	24	292	268	292	0	0	876	\$ 163,356.00							\$ 163,356.00
	6.1 Design Basis Memorandum	4						12	\$ 2,436.00							\$ 2,436.00
	6.2 35% Plans and Estimate Submittal	8	80	80	80			248	\$ 48,312.00							\$ 48,312.00
	6.3 65% PS&E Submittal	4	100	120	120			324	\$ 60,156.00							\$ 60,156.00
	6.4 95% PS&E Submittal	4	80	40	80			204	\$ 37,956.00							\$ 37,956.00
	6.5 100% PS&E Submittal	4	32	20	32			88	\$ 16,496.00							\$ 16,496.00
7	TASK 7: CONSTRUCTION SUPPORT PHASE 1 & 2	111	44	40	56	0	0	184	\$ 52,309.00							\$ 52,309.00
	7.1 Bid Support	8	8	8	8			32	\$ 6,352.00							\$ 6,352.00
	7.2 Design Services During Construction	32	32	32	32			128	\$ 25,408.00							\$ 25,408.00
	7.3 As-Built Design Plans	4	4		16			24	\$ 4,536.00							\$ 4,536.00
	7.4 Resident Engineer/Structures Rep	67							\$ 16,013.00							\$ 16,013.00
8	TASK 8: CONSTRUCTION INSPECTION															\$ 82,500.00
	8.1 Construction Inspection Service - Phase 1&2									\$ 75,000.00					\$ 7,500.00	\$ 82,500.00
9	TASK 9: BRIDGE SUBMITTAL															\$ 11,000.00
	9.1 Acrow Bridge Submittal							0		10000					\$ 1,000.00	\$ 11,000.00
	TOTAL HOURS	212	336	308	348	0	0	1,137								
	TOTAL COST	\$ 50,668.00	\$ 65,520.00	\$ 56,980.00	\$ 60,900.00	\$ -	\$ -		\$ 241,716.00	\$ 26,600.00	\$ 48,880.00	\$ 15,800.00	\$ 301,109.00	\$ 39,238.00		\$ 766,843.00