



CEAC Board of Directors Meeting

CEAC Spring Conference 2010

Friday, March 19, 2010 · 11:00am – 1:00pm

Bondi Room

Sheraton Grand Hotel

Sacramento, California

-
- 11:00am
1. **Call to Order** (DeChellis)
 2. **Approval of Minutes, February 11, 2010** (Bueren) – **Attachment One**
 3. **Correspondence** (DeChellis)
 4. **CLODS Report** (CLODS)
 5. **NACE Report** (Johnson)
- 11:15am
6. **CSAC Report** (CSAC Staff)
 7. **Regional Directors Reports**
 8. **Treasurers Report** (Sadjadi) – **Attachment Two**
- 11:35am
9. **Committee Reports**
 - a) Flood Control and Water Resources
 - b) Solid Waste
 - c) Surveyor
 - d) Land Use
 - e) Transportation
 - f) Oversight and Special Tasks Committee
 10. **Other Committee Reports**
 - a) Fellowship
 - b) Scholarship (McGolpin)
 - c) Outside Committees (HBP, CUCCAC, CCSFCC, SHSIP, TRCC, Traffic Control Devices)
 11. **Life Membership**
- 12:00pm
14. **Lunch**
- 12:15pm
12. **Unfinished Business**
 - a) Policy of reimbursement for spouses to NACE and CEAC conferences (Rei/DeChellis)
 - b) NACE Conference 2014 (Johnson)
 - c) Associate membership: Jack Walton, US Forest Service (Rei)
 - d) 2010 Fall Conference planning (DeChellis)
 - e) Vision 2012 Action Plan Implementation (DeChellis)
 - f) CEAC Mission Statement (Gerety)
 13. **New Business**
 - a) Flood Control Needs Assessment -- Request to Amend Agreement for Services of Independent Contractor (Keene) – **Attachment Three**
 16. **Scheduled Conferences**
 - a) NACE Conference - Fort Worth, Texas, April 25-29, 2010
 - b) CSAC Legislative Conference - Sacramento, CA, June 2-3, 2010
 - c) NACo Annual Meeting, Washoe County (Reno), Nevada, July 16-20, 2010



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- d) CEAC Policy Conference, Sacramento, September 30-October 1, 2010
- e) CSAC Annual Meeting, Riverside County, November 16-19, 2010

17. **CEAC Board of Directors 2010 Meeting Schedule**

- a) Thursday, June 3, 2010, time tbd (Legislative Conference)
- b) October 1, 2010, time tbd (Policy Conference)
- c) November 19, 2010, time tbd (Annual Meeting)

1:00pm

Adjourn

ATTACHMENTS

Attachment OneFebruary 11, 2010 Board of Directors Meeting
Minutes

Attachment TwoTreasurer's Reports

Attachment Three.....Flood Control Needs Assessment: Request to Amend
Agreement for Services of Independent Contractor

Attachment One

February 11, 2010 Board of Directors Meeting Minutes



CEAC Board of Directors Meeting

Thursday, February 11, 2010 · 10:00am - 2:00pm

CSAC

1101 K Street, 1st Floor Conference Room

Sacramento, CA 95814 or CSAC Conference Line 916.445.5476

1. Call to Order (DeChellis) Meeting was called to order at 10:03 a.m.

Meeting Roster:

Officer	Office	County
Patrick DeChellis	President	Los Angeles
Julie Bueren	President Elect	Contra Costa
Daniel Woldesenbet	Secretary	Alameda
Mehdi Madjd-Sadjadi	Treasurer	Marin (Retired)
Doug Wilson	Parliamentarian	Tulare (Retired)
Ken Miller	Newsletter Editor	San Bernardino (Retired)
Peter Rei	Past President	Tuolumne
George Johnson	NACE Representative	Riverside
Bill McIntosh	Treasurer Emeritus	Lassen County (Retired)
Dave Gravenkamp	Historian	Siskiyou County (Retired)
Regional Directors		
Regional Directors	Region	County
Jim Porter	Central Coast	San Mateo
Tom Mattson	Northern California	Humboldt
Birgitta Corsello	North Bay	Solano
Michael Penrose	Sacramento Mother Lode	Sacramento
Matt Machado	San Joaquin Valley	Stanislaus
Paul Greenway	South Central Coast	Monterey
Ignacio Ochoa	Southern California	Orange
Committee Chairs		
Committee Chairs	Committee	County
Tom Mattson	Transportation	Humboldt
Pattie McNamee	Fellowship	Contra Costa
Mitch Avalon	Flood Control/Water Resources	Contra Costa
Wes Zicker	Land Use	Placer
Daniel Woldesenbet	Oversight	Alameda
Scott McGolpin	Scholarship	Santa Barbara
Susan Klassen	Solid Waste	Sonoma
Mike Emmons	Survey	Santa Barbara
CSAC/CEAC Staff		
CSAC/CEAC Staff	Title	Agency/County
DeAnn Baker	Senior Legislative Representative	CSAC
Karen Keene	Senior Legislative Representative	CSAC
Kiana Buss	Legislative Analyst	CSAC
Cara Martinson	Legislative Analyst	CSAC
Merrin Gerety	CEAC Program Manager	CSAC/CEAC
Other Attendees		
Other Attendees		
Pat Minturn	Public Works Director	Shasta County

All Officers, Regional Directors, Committee Chairs and Staff are listed. Those shown shaded were not in attendance.

2. **Approval of Minutes, November 20, 2009** (Bueren) - the minutes were approved. Motion by George Johnson, seconded by Mehdi Sadjadi.
3. **Correspondence** (DeChellis) – 11/23/09 letter from Michael Emmons re: thanking CEAC for Surveyor of the Year award. 1/2010 letter from Ulises Zarate re: information on engineering profession.
4. **CLODS Report** (CLODS) – Bill McIntosh has accepted the invitation to attend the Spring Conference. The CLODS will award the Buffalo Bill Award at the Spring Conference.
5. **NACE Report** (Johnson) – 2010 Conference in Fort Worth, Texas. There are several people registered for the Conference. Pat suggested some type of get together--dinner on Sunday at Fort Worth.
6. **CSAC Report** (CSAC Staff) –
 - **DeAnn Baker** – Discussed the proposal regarding the Tax Swap by the governor and Senate to fund transportation. Extensive discussions ensued as to which option is optimal for counties and the implications of the swap to transit. DeAnn shared a table showing the Tax Swap calculations and information on Public Transportation Account.
 - **Merrin Gerety** – reported that the annual report was sent out, draft roster will be going out soon, and the website is being kept up-to-date.
 - **Karen Keene** - CSAC has approved "Streamlining the 404 Process" as one of its principles and will be forwarded to NACo and lobbyists. Moving forward with the "Flood-Control Need Assessment"
 - **Kiana Buss** - No activity with the Road Report Contract with Maurice Shiu. The Contract has expired and will not require cancellation. There were discussions as to the need to get some resolution regarding the road report and the need for someone to champion the cause. Julie Bueren offered her staff to leads the project. It was agreed that Julie Bueren will present an action plan to the Oversight Committee at the Spring Conference.
7. **Regional Directors Reports**
 - **Tom Mattson (Northern California)** -- good meeting; Caltrans presented on Stimulus II and other local assistance issues. Pat DeChellis attended the meeting.
 - **Paul Greenway (South Central Coast)** Plan to meet on March 18, 2010. Future topics will include Municipal Storm water Permit. Paul mentioned that he has an issue with regional Agencies implementing construction projects and asking county public works to take over maintenance.
 - **Jim Porter (Central Coast)** Plan to meet next week on February 17, 2010 in Alameda County. Will be joined by the Maintenance Managers group to discuss equipment-sharing strategies.
 - **Mike Penrose (Sacramento Mother Lode)** – Met on 1/27/2010—good attendance. CSAC staff attended. Presentation by Caltrans on Stimulus II, local assistance. Presentation of the Traffic Operation Center was a success.
 - **Ignacio Ochoa (Southern California)** -- Scheduled but canceled due to storm.
8. **Treasurers Report** (Sadjadi) – Reviewed report and accepted. Moved by Rei seconded by Johnson.

Mehdi reported on payment of dues, and asked those who have not paid to submit their payment.

Public Works Secretary's Seminar (PWSS) host for 2010 will be San Luis Obispo County, May 5–7, 2010. They have requested \$1500 sponsorship from CEAC as in the past. Request was approved to include in the budget for next year. **Action Item: Pat DeChellis to send letter from CEAC President to all Public Works Directors personally inviting their secretaries to attend the PWSS.**

9. Committee Reports – no report

- a) **Flood Control and Water Resources**
- b) **Solid Waste**
- c) **Surveyor**
- d) **Land Use**
- e) **Transportation**
- f) **Oversight and Special Tasks Committee**

10. Other Committee Reports – none

- a) **Fellowship**
- b) **Scholarship**

11. Life Membership - none

12. Unfinished Business

- a) **NACE Conference 2014 (Johnson):** preparing targeted RFP to submit to cities. If all goes well, the process involves submitting a letter of interest at the annual NACo conference in July and making our presentation the following year. Should we host in California? (Johnson) discussed under item 5, NACE Report.
- b) **Fifth Annual Policy Conference (DeChellis) --** date set for September 30 through October 1, 2010. Conference cost to stay at Fifty Dollars.
- c) **Washington D.C. trip (Buss)**—reported that she is putting together information package for the trip. The main discussion points will be on 1. Streamlining; 2. Bridge funding; 3. Rural road safety and 4. Needs assessment.
- d) **Associate Member:** Jack Walton, US Forest Service (Rei)—Moved by Rei to approve and the item to be added in the Spring Conference for membership vote, seconded by Ochoa. CEAC to extend Jack Walton CEAC member rate to upcoming spring conference as a courtesy.

13. New Business

- a) Spring Conference 2011 MOU with League of Cities (DeChellis) – reviewed and approved; moved by Bueren, seconded by Rei.
- b) Local Streets and Roads (LSR) Needs Assessment (DeChellis) – Pat indicated that he has executed the contract amendment to update the LSR study.
- c) 2010 Fall Conference Planning (DeChellis) - Conference will be in Riverside County. Planning issues discussed were adequacy of hotel space and availability of alternative accommodations; CSAC staff is still working on the details. **Action: Merrin to send last year's schedule out to the officers.**
- d) Vision 2012 Action Plan Implementation (DeChellis) - Moved to future agenda.

- e) CEAC Mission Statement (Gerety) - Moved to future agenda.
- f) TRCC Committee Appointment (Matson) - Moved to appoint Jim Porter, seconded by Rei.

14. Scheduled Conferences

- a) NACo Legislative Conference - Washington, D.C., March 6-10, 2010
- b) CEAC Spring Conference - Sacramento, CA, March 17-19, 2010
- c) NACE Conference - Fort Worth, Texas, April 25-29, 2010
- d) CSAC Legislative Conference - Sacramento, CA, June 2-3, 2010
- e) NACo Annual Meeting, Washoe County (Reno), Nevada, July 16-20, 2010
- f) CEAC Policy Conference, Sacramento, September 30 – October 1, 2010
- g) CSAC Annual Meeting, Riverside County, November 16-19, 2010

15. CEAC Board of Directors 2010 Meeting Schedule

- a) Friday, November 20, 2009, CSAC 115th Meeting – Monterey, CA
- b) Friday, March 19, 2010, 11:00 - 1:00pm (CEAC Spring Conference)
- c) Thursday, June 3, 2010, time tbd (Legislative Conference)
- d) October 1, 2010, time tbd (Policy Conference)
- e) November 19, 2010, time tbd (Annual Meeting)

Meeting Adjourned at 12:55pm

Daniel Woldesenbet

Minutes Prepared by Daniel Woldesenbet, CEAC Secretary

2/18/2010

Date

Attachment Two
Treasurer's Reports

COUNTY ENGINEERS ASSOCIATION OF CALIFORNIA

TREASURER'S REPORT: For the Period January 1, 2009 to December 31, 2009

BALANCE AS OF JANUARY 1, 2009

\$742,481.02

INCOME	Estimate	Actual	Balance	
2009 Membership Dues	\$131,250.00	\$131,250.00	\$0.00	
Affiliate Dues and Misc. Income	10,000.00	12,000.00	2,000.00	
Spring Conference Income	40,000.00	42,576.87	2,576.87	
Fall Legislative Conference Income	5,000.00	2,850.00	(2,150.00)	
Annual Meeting Income	7,500.00	8,655.00	1,155.00	
Earned Interest on Checking Accounts	2,500.00	13,987.24	11,487.24	
LS&R Needs Assessment	15,000.00	3,000.00	(12,000.00)	
CEAC Memorial Fund Transfer	1,000.00	0.00	(1,000.00)	
TOTAL 2009 INCOME	\$212,250.00	\$214,319.11	\$2,069.11	\$214,319.11
TOTAL				\$956,800.13

EXPENDITURES	Amt. Budget	Amt. Exp.	Balance	Total Exp.	Total
NACE Dues	\$6,960.00	\$6,960.00	\$0.00		
NACE Conference Sponsorship	500.00	500.00	0.00		
CSAC Service	125,000.00	125,000.00	0.00		
Newsletter Service	4,200.00	4,200.00	0.00		
Website Upgrade	6,000.00	6,000.00	0.00		
Flood Control Needs Assessment	14,160.93	0.00	14,160.93		
LS&R Needs Assessment	515,994.00	181,050.20	334,943.80		
Road Report Study	10,000.00	0.00	10,000.00		
Tax Fees & Accounting	450.00	410.00	40.00		
TOTAL SERVICES	\$683,264.93	\$324,120.20	\$359,144.73	\$324,120.20	\$359,144.73

2009

Office Supplies & Expense	\$500.00	\$281.58	\$218.42		
Postage	500.00	306.83	193.17		
Telephone	500.00	293.91	206.09		
Scholarships	6,000.00	6,000.00	0.00		
Awards, Gifts	2,000.00	1,711.11	288.89		
TOTAL HOUSEKEEPING	\$9,500.00	\$8,593.43	\$906.57	\$8,593.43	\$906.57
Spring Conference Expense	30,000.00	20,525.12	9,474.88		
Fall Legislative Conference Expense	4,500.00	2,995.41	1,504.59		
CEAC BOD & CLODS Meeting Expense	5,000.00	1,871.46	3,128.54		
Annual Meeting Expense	10,000.00	16,023.07	(6,023.07)		
PWSS Reception	1,500.00	1,500.00	0.00		
TOTAL SPECIAL FUNCTIONS	\$51,000.00	\$42,915.06	\$8,084.94	\$42,915.06	\$8,084.94
Officers' Travel and Expense	\$20,000.00	\$7,014.38	\$12,985.62		
Trip to D.C. re Federal Reauthorization	\$30,000.00	\$1,918.20	28,081.80		
TOTAL TRAVEL	\$50,000.00	\$8,932.58	\$41,067.42	\$8,932.58	\$41,067.42
Travel Contingencies	\$20,000.00	\$0.00	20,000.00		
Misc. Contingencies	135,966.09	426.50	135,539.59		
TOTAL CONTINGENCIES	\$155,966.09	\$426.50	\$155,539.59	\$426.50	\$155,539.59
TOTALS & BALANCES				\$384,987.77	\$564,743.25
TOTAL EXPENDITURES JANUARY 1, 2009 TO DATE OF THIS REPORT					<u>\$384,987.77</u>
BALANCE AS OF DATE OF THIS REPORT					\$571,812.36

COUNTY ENGINEERS ASSOCIATION OF CALIFORNIA
TREASURER'S REPORT: For the Period January 1, 2010 to March 10, 2010

BALANCE AS OF JANUARY 1, 2010 \$571,812.36

INCOME	Estimate	Actual	Balance	
2010 Membership Dues	\$131,250.00	\$122,750.00	(\$8,500.00)	
Affiliate Dues and Misc. Income	10,000.00	9,750.00	(250.00)	
Spring Conference Income	25,000.00	14,925.00	(10,075.00)	
Fall Legislative Conference Income	5,000.00	0.00	(5,000.00)	
Annual Meeting Income	7,000.00	0.00	(7,000.00)	
Earned Interest on Checking Accounts	3,000.00	0.00	(3,000.00)	
CEAC Memorial Fund Transfer	1,000.00	0.00	(1,000.00)	
TOTAL 2010 INCOME	\$182,250.00	\$147,425.00	(\$34,825.00)	<u>\$147,425.00</u>

TOTAL \$719,237.36

EXPENDITURES	Amt. Budget	Amt. Exp.	Balance	Total Exp.	Total
NACE Dues	\$6,960.00	\$6,960.00	\$0.00		
NACE Conference Sponsorship	500.00	500.00	0.00		
CSAC Service and Expense Reimbursement	125,000.00	0.00	125,000.00		
Newsletter Service	4,200.00	700.00	3,500.00		
Flood Control Needs Assessment	14,160.93	0.00	14,160.93		
LS&R Needs Assessment	337,943.80	0.00	337,943.80		
Road Report Study	10,000.00	0.00	10,000.00		
Tax Fees & Accounting	500.00	20.00	480.00		
TOTAL SERVICES	\$499,264.73	\$8,180.00	\$491,084.73	\$8,180.00	\$491,084.73

Office Supplies & Expense	\$500.00	\$126.40	\$373.60		
Postage	500.00	0.00	500.00		
Telephone	500.00	48.48	451.52		
Scholarships	6,000.00	0.00	6,000.00		
Awards, Gifts	2,000.00	0.00	2,000.00		
TOTAL HOUSEKEEPING	\$9,500.00	\$174.88	\$9,325.12	\$174.88	\$9,325.12
Spring Conference Expense	18,000.00	0.00	18,000.00		
Fall Legislative Conference Expense	4,000.00	0.00	4,000.00		
CEAC BOD & CLODS Meeting Expense	5,000.00	0.00	5,000.00		
Annual Meeting Expense	10,000.00	0.00	10,000.00		
PWSS Reception	1,500.00	1,500.00	0.00		
TOTAL SPECIAL FUNCTIONS	\$38,500.00	\$1,500.00	\$37,000.00	\$1,500.00	\$37,000.00
Officers' Travel and Expense	\$20,000.00	\$568.50	\$19,431.50		
Trip to D.C. re Federal Reauthorization	\$30,000.00	\$355.20	29,644.80		
TOTAL TRAVEL	\$50,000.00	\$923.70	\$49,076.30	\$923.70	\$49,076.30
Travel Contingencies	\$20,000.00	\$0.00	20,000.00		
Misc. Contingencies	136,797.63	0.00	136,797.63		
TOTAL CONTINGENCIES	\$156,797.63	\$0.00	\$156,797.63	\$0.00	\$156,797.63
TOTALS & BALANCES				\$10,778.58	\$743,283.78
TOTAL EXPENDITURES JANUARY 1, 2010 TO DATE OF THIS REPORT					<u>\$10,778.58</u>
BALANCE AS OF DATE OF THIS REPORT					\$708,458.78

CEAC Budget 2010

Balance January 1, 2010		571,812.36
ESTIMATED INCOME		
2010 Member Dues	131,250.00	
Affiliate Dues	10,000.00	
Spring Conference Income	25,000.00	
Policy Conference Income	5,000.00	
Annual Meeting Income	7,000.00	
Earned Interest on Checking Account & Misc. Income	3,000.00	
CEAC Mem. Fund Transfer	1,000.00	
TOTAL ESTIMATED INCOME	182,250.00	<u>182,250.00</u>
TOTAL FUNDS AVAILABLE FOR 2010		754,062.36
NACE Dues	6,960.00	
NACE Conference Sponsorship	500.00	
CSAC Service & Expense Reimbursement	125,000.00	
Newsletter Editor Service	4,200.00	
Flood Control Needs Study	14,160.93	
LS&R Needs Study	337,943.80	
Road Report Study	10,000.00	
Tax Fees and Accounting	500.00	
TOTAL SERVICES	499,264.73	499,264.73
Office Supplies & Expenses	500.00	
Postage	500.00	
Telephone	500.00	
Scholarships	6,000.00	
Awards, Gifts	2,000.00	
TOTAL HOUSEKEEPING	9,500.00	9,500.00
Spring Conference Expense	18,000.00	
Policy Conference Expense	4,000.00	
CEAC BOD & CLODS Meeting Expense	5,000.00	
Annual Meeting Expense	10,000.00	
PWSS Reception Sponsorship	1,500.00	
TOTAL SPECIAL FUNCTIONS	38,500.00	38,500.00
Officers' Travel and Expense	20,000.00	
Trip to D.C. re Federal Reauthorization	30,000.00	
TOTAL TRAVEL AND EXPENSE	50,000.00	50,000.00
Travel Contingencies	20,000.00	
Misc. Contingencies	136,797.63	
TOTAL CONTINGENCIES	156,797.63	<u>156,797.63</u>
TOTAL 2010 CEAC BUDGET		754,062.36

Attachment Three

Flood Control Needs Assessment: Request to Amend
Agreement for Services of Independent Contractor



COUNTY ENGINEERS ASSOCIATION OF CALIFORNIA



OFFICERS 2009 - 2010

President - Patrick DeChellis
Deputy Director of Public Works
County of Los Angeles
900 S. Fremont Avenue
Alhambra, CA 91803

President-Elect - Julie Bueren
Director of Public Works
Contra Costa County
255 Glacier Drive
Martinez, CA 94553

Secretary - Daniel Woldesenbet
Director of Public Works
Alameda County
399 Elmhurst Street, Room 307A
Hayward, CA 94544

Past-President - Peter Rei
Director of Public Works
County of Tuolumne
2 South Green Street
Sonora, CA 95370

Treasurer - Mehdi Sadjadi
120 Round Court
Petaluma, CA 94952

Parliamentarian - Doug Wilson
735 W. Cambridge
Visalia, CA 93277

NACE Representative -
George Johnson
Director TLMA
County of Riverside
4080 Lemon Street, 14th Floor
Riverside, CA 92502

Historian - Dave Gravenkamp
105 4th Street
Yreka, CA 96097

Newsletter Editor - Ken A. Miller
11374 Oak Hill Lane
Yucaipa, CA 92399

Treasurer Emeritus - William McIntosh
1200 Running Springs Road, #6
Walnut Creek, CA 94595

DIRECTORS 2009 - 2010

Northern California - Tom Mattson
Director of Public Works
County of Humboldt
1106 Second Street
Eureka, CA 95501

North Bay - Birgitta Corsello
Resource Management Director
County of Solano
675 Texas Street Suite 5000
Fairfield, CA 94533

Central Coast - Jim Porter
Director of Public Works
County of San Mateo
555 County Center, 5th Floor
Redwood City, CA 94063

Sacramento-Mother Lode -
Mike Penrose
Director, Department of Transportation
County of Sacramento
827 7th Street, Room 304
Sacramento, CA 95814

San Joaquin Valley - Tom Flinn
Director of Public Works
County of San Joaquin
PO Box 1810
Stockton, CA 95201

South Central Coast - Paul Greenway
Assistant Public Works Director
County of Monterey
168 W. Alisal Street, 2nd Floor
Salinas, CA 93901

Southern California - Ignacio Ochoa
Director of Engineering
County of Orange
PO Box 4048
Santa Ana, CA 92702

February 23, 2010

TO: CEAC Board of Directors

FROM: Mitch Avalon, Chair, CEAC Flood Control Committee
Jeff Pratt, Manager, CEAC Flood Control Needs Assessment
Contract

RE: Flood Control Needs Assessment -- Request to Amend
Agreement for Services of Independent Contractor

As you know, in 2008 CEAC entered into a Memorandum of Understanding (MOU) with the Department of Water Resources (DWR) to collaborate on the development of a statewide needs assessment for regional flood control infrastructure. The purpose of the needs assessment is to gather information on the level of protection flood control facilities provide, the cost to improve flood control facilities, the cost to repair aging facilities, and the estimate to provide flood protection where none currently exists

During the earlier phase of this effort, CEAC contracted with a consulting firm, Dan Cloak Environmental Consulting, to perform various assignments which included interviews with counties and flood control agencies to gather information to scope the needs assessment, and the development of a report that described the outcome of these interviews. Mr. Cloak has also, at CEAC's request, provided comments on the DWR Request for Qualifications and the flood control components of the State Water Plan.

The CEAC Flood Control Needs Assessment Team was recently informed by DWR staff that they are moving forward with the needs assessment and continue to welcome CEAC's further input throughout the process. The CEAC Needs Assessment Team is interested in contracting with Mr. Cloak for additional work on the needs assessment; however, the current contract has expired. Consequently, we are asking the CEAC Flood Control Committee and the CEAC Board of Directors to approve the attached revised contract which includes two amendments. The first amendment on page one specifies that the term of the amended agreement is two (2) years after execution of agreement by both parties. The second amendment noted on Attachment A, Paragraph D, specifies that the consultant will assist in coordinating the needs assessment study with DWR and their selected consultant. We also updated Section 9 and the title block.

Please contact either of us should you have any questions.

**FIRST AMENDMENT
TO
AGREEMENT FOR SERVICES OF INDEPENDENT CONTRACTOR**
(Amended portions shown in italics)

This agreement is made by and between the COUNTY ENGINEERS ASSOCIATION OF CALIFORNIA, hereafter CEAC, and DAN CLOAK ENVIRONMENTAL CONSULTING, hereinafter CONTRACTOR, wherein CONTRACTOR agrees to provide, and CEAC agrees to accept, the services specified herein.

Now, therefore, in consideration of the mutual covenants and conditions contained herein, the parties agree as follows:

1. **DUTIES**: CONTRACTOR agrees to provide CEAC with professional services, in accordance with Attachment A, "Scope of Work."
2. **COMPENSATION**: CONTRACTOR shall be paid for performance under this Agreement in accordance with the terms as described in Attachment B, "Schedule of Compensation."
3. **TERM**: *The term of this amended agreement is two (2) years after execution of agreement by both parties.*
4. **EARLY TERMINATION**: Either party may terminate this agreement, provided that written notice must be given two weeks prior to such unilateral termination. In the event of such termination, CONTRACTOR shall be compensated for the fee for services and expenses incurred to the date of termination.
5. **INDEPENDENT CONTRACTOR STATUS**: The parties agree that CONTRACTOR is an independent contractor and not an employee of CEAC. CONTRACTOR is responsible for all payroll related taxes and obligations. CEAC agrees that CONTRACTOR shall have the right to control the manner and means of accomplishing the services contracted herein.
6. **STANDARD OF PERFORMANCE**: CONTRACTOR represents that he has the skills, expertise, and licenses/permits necessary to perform the services required under this Agreement. Accordingly, CONTRACTOR shall perform all such services in the manner and according to the standards observed by a competent practitioner of the same profession in which CONTRACTOR is engaged. All products of whatsoever nature that CONTRACTOR delivers to CEAC pursuant to this Agreement shall be prepared in a first class and businesslike manner and shall conform to the standards of quality normally observed by a person practicing in CONTRACTOR'S profession. CONTRACTOR shall correct or revise any errors or omissions, at CEAC'S request, without additional compensation. Permits and/or licenses shall be obtained and maintained by CONTRACTOR without additional compensation.
7. **COOPERATION BY CEAC**: CEAC agrees to make available to CONTRACTOR without cost all relevant material and staff involvement as reasonably may be required from time to time for the prompt and efficient performance by CONTRACTOR for services hereunder.

8. **DESIGNATED REPRESENTATIVES**: The following individuals are hereby designated as representatives of the CEAC and CONTRACTOR, respectively, to act as liaison between the parties:

CEAC: Jeff Pratt

CONTRACTOR: Dan Cloak

9. **NOTICES**: Notice by CEAC to CONTRACTOR shall be deemed delivered if sent by certified mail, return receipt requested, to Dan Cloak, Principal, 1824 Prince Street, Berkeley, California 94703. Notice by CONTRACTOR to CEAC shall be deemed delivered if sent by certified mail, return receipt requested, to Patrick DeChellis, Los Angeles County, 900 South Fremont Avenue, 11th Floor, Alhambra, CA 91803.

10. **ASSIGNMENT**: CONTRACTOR shall not assign any of his rights nor transfer any of his obligations under this Agreement without the prior written consent of CEAC and any attempt to so assign or so transfer without such consent shall be void without legal effect and shall constitute grounds for termination.

11. **SEVERABILITY**: If any one or more of the provisions contained herein shall for any reason be held to be invalid, illegal, or unenforceable in any respect, then such provision or provisions shall be deemed severable from the remaining provisions hereof, and such invalidity, illegality, or unenforceability shall not affect any other Agreement for Services with CONTRACTOR.

12. **ENTIRE AGREEMENT**: This Agreement shall constitute the entire agreement between the parties. Any amendments to, or clarification necessary to this Agreement shall be in writing and acknowledged by both parties to the Agreement.

IN WITNESS WHEREOF, the parties have executed this agreement to be effective on the date executed by CEAC.

COUNTY ENGINEERS ASSOCIATION OF CALIFORNIA

BY: _____ DATE: _____
Patrick V. DeChellis, President

CONTRACTOR

BY: _____ DATE: _____
Dan Cloak, Principal

Attachments: Scope of Work
Schedule of Compensation

Attachment A

Scope of Work

A. Preparation of Project Approach

1. Interview by telephone and/or email 5-10 selected managers and staff at California flood control agencies. Contact information and email/telephone introductions are to be provided by the CEAC Flood Control Committee.
2. Prepare a memorandum and/or presentation for the CEAC Flood Control Committee proposing a general approach to conducting the assessment project and listing the desired qualifications and experience of the consultant team.
3. Facilitate discussions with the CEAC Flood Control Committee (and others, including DWR staff, as determined by the committee) to obtain additional ideas and revise or refine the project approach. The budget includes one in-person meeting plus one conference call.

Budget for Task A: \$10,000

B. RFP.

1. Draft a detailed draft RFP describing the consensus project approach and enumerating scope, tasks, schedule, and budget to be pursued by the consultant team, proposal requirements, and evaluation criteria.
2. Assist with preparation of the list of consultants to be solicited.
3. Revise the draft RFP in response to comments and produce a final RFP ready for issuance to the consultant list.
4. Coordinate with California State Association of Counties staff to issue the RFP.

Budget for Task B: \$10,000

C. Additional Services—As Needed and as Budget Allows

- Assist with responses to questions from prospective consultants regarding the project and the RFP.
- Review and prepare a “compare and contrast” analysis of the proposals received.
- Assist with the consultant interview and selection process.
- Assist with negotiation of the final consultant scope of work.
- *Assist in coordinating the Needs Assessment study with DWR and their selected consultant.*

Anticipated Available Budget for Task C: \$5,000

D. The CEAC PROJECT MANAGER is designated as:

Jeff Pratt, P.E., Chair, CEAC Flood Control Committee
Director, Ventura County Watershed Protection District
800 South Victoria Avenue
Ventura, California 93009-1600

Attachment B

SCHEDULE OF COMPENSATION

- A. For CONTRACTOR services to be rendered under this contract, CONTRACTOR shall be paid a total contract amount, including cost reimbursements, not to exceed \$25,000.
- B. Payment for services shall be based on the hourly rate of \$130 per hour, and shall be made upon CONTRACTOR'S satisfactory performance, based upon the scope of work contained in Attachment A as determined by the CEAC PROJECT MANAGER. Reimbursement of travel, long distance telephone, telecommunications, photocopy, mailing and graphic reproduction expenses as well as conference/registration fees shall be based on actual cost. CONTRACTOR automobile mileage incurred for the project shall be reimbursed at the current IRS mileage rate. Invoices submitted for payment must be properly documented with sufficient detail of CONTRACTOR charges.
- C. CONTRACTOR shall submit to the CEAC PROJECT MANAGER, as defined in Attachment A, an invoice for the service performed on a monthly basis. The CEAC PROJECT MANAGER shall evaluate the quality of the service performed and, if found to be satisfactory and within the cost basis specified herein, shall initiate payment processing. CEAC shall pay invoices for satisfactory work within 30 days of presentation.
- D. CEAC'S failure to discover or object to any unsatisfactory work or billings prior to payment will not constitute a waiver of CEAC'S right to require CONTRACTOR to correct such work or billings or seek any other legal remedy.