

**AMENDMENT NO. 3 TO THE AGREEMENT
BETWEEN
CITY/COUNTY ASSOCIATION OF GOVERNMENTS OF SAN MATEO COUNTY
AND
ITERIS, INC.**

WHEREAS, the City/County Association of Governments for San Mateo County (hereinafter referred to as “C/CAG”) and Iteris, Inc. (hereinafter referred to as “Consultant”) are parties to an Agreement originally dated June 14, 2018, for Smart Corridor ITS Network Monitoring and Maintenance Support in the amount of \$112,306 (the “Agreement”); and

WHEREAS, Amendment No. 1, executed on January 23, 2019, adjusted the budgets between Tasks 2, 3 and 4 with no cost increase; and

WHEREAS, Amendment No. 2, executed on September 23, 2019, added “Task 5 – As-Needed Services” to account for unanticipated services to assist and coordinate with Smart Corridor cities, troubleshooting network and field device issues, and analyzing network monitoring reports in the amount of \$34,438 or a new contract total of \$146,744; and

WHEREAS, C/CAG determined that the Agreement should be extended for an additional two (2) years, extending the term from July 1, 2020 through June 30, 2022; and

WHEREAS, C/CAG determined that additional funds are needed for the existing “Task 1 - Project Administration and Management” in the amount of \$16,400 and “Task 2 – Smart Corridor Network Monitoring” in the amount of \$74,984, for the additional 2 years of services, beginning July 1, 2020 through June 30, 2022; and

WHEREAS, C/CAG determined that a new “Task 6 – Smart Corridor Program Management” is needed to provide an extension of C/CAG staff, allowing the Consultant to assist with the management of day-to-day activities, in the amount of \$48,888; and

WHEREAS the extension of current Tasks 1 and 2 and addition of Task 6 results in a new Agreement amount of \$287,016; and

WHEREAS, C/CAG and Consultant determined that “Exhibit B - Table 1. Cost Proposal” of the Agreement needs to be modified to reflect an additional Task 6 and additional costs in Tasks 1 and 2 due to the extended term; and

WHEREAS, C/CAG and Consultant desire to amend the Agreement as set forth herein.

IT IS HEREBY AGREED by C/CAG and Consultant as follows:

1. Section 2 “Payments” is amended to reflect a revised maximum amount of two hundred eighty-seven thousand and sixteen dollars (\$287,016).
2. Exhibit A “Scope of Work” is revised to include “Task 6 – Smart Corridor Program Management – Iteris will act as an extension to C/CAG staff and assist with the day-to-day management of the Smart Corridor Operations and Maintenance (O&M) overseeing activities of the maintenance and traffic management system contractors

and conduct bi-weekly conference calls with both contractors and include Caltrans District 4 staff as necessary and provide bi-weekly maintenance status reports to C/CAG as directed by the C/CAG Executive Director.”

3. “Exhibit B – Table 1. Cost Proposal” is replaced by the attached “Exhibit B – Budget (As of February 11, 2020), Table 1. Cost Proposal. ”
4. Except as expressly amended herein, all other provisions of the Agreement shall remain in full force and effect.
5. This amendment shall take effect on February 11, 2020.

City/County Association of Governments
(C/CAG)

Iteris, Inc.

Mary Ann Derwin, C/CAG Chair

By

Title: _____

Date: _____

Date: _____

Approved as to form:

Legal Counsel for C/CAG

EXHIBIT B

BUDGET

(As of February 11, 2020)

The proposed fee for these services is provided below in Table 1. Billing rates for assigned staff for Tasks 1 through 4 are effective through June 30, 2019. Billing rates for assigned staff for Task 5 and 6, which include an adjustment to reflect salary increases, is effective September 1, 2019 through June 30, 2020. Billing rates for assigned staff will be adjusted as a result of salary increases every June without changing the total not to exceed contract amount. This represents a total budget of \$287,016.

Table 1. Cost Proposal

Origin Contract and Amendment 1												
Task	Rich Shinn, Project Manager	George Gener, Sr. System Engineer	Paul Frisle, Engineer	Matt Redmond, Transportation Engineer	Omid Modaghegh, Associate Engineer	Kassra Raifee, Assistant Engineer		HOURS/ QUANT.	Iteris LABOR COST	Iteris Materials	Iteris ODC	Iteris Total
<i>(Effective July 1, 2018 - Jun 30, 2020)</i>												
1	Project Administration & Management	40	12					52	\$13,171		\$442	\$13,613
2	Smart Corridor Network Monitoring	40	44		80	52		268	\$40,620			\$40,620
3	Smart Corridor Network Monitoring Software Upgrades	8	48		48			104	\$18,802	\$11,709	\$3,500	\$34,011
4	As-Built Drawings	6		16	120		27	169	\$21,780		\$2,282	\$24,062
	Total	94	104	16	248	52	79	593	\$94,373	\$11,709	\$6,224	\$112,306
Amendment 2												
		\$284.01	\$243.74		\$148.96							
5	As-Needed Services*	66	22		66			154	\$33,938	\$0	\$500	\$34,438
	Total	66	22		66			154	\$33,938	\$0	\$500	\$34,438
<i>* Effective September 1, 2019</i>												
Amendment 3												
Task	Rich Shinn, Project Manager	George Gener, Sr. System Engineer	Paul Frisle, Engineer	Matt Wages, Senior Engineer	Tuan Nguyen, Sr. System Engineer	Omid Modaghegh, Associate Engineer	Admin					
		\$284.01	\$243.74	\$230.94	\$242.37	\$177.52	\$158.42	\$115.32				
1	Project Administration & Management*	48					24	72	\$16,400	\$0		\$16,400
2	Smart Corridor Network Monitoring*	52	52		52	104	104	364	\$74,984	\$0		\$74,984
6	Smart Corridor Program Management**	104	16	8	52			180	\$47,888	\$0	\$1,000	\$48,888
	Total	204	68	8	104	104	104	616	\$139,272	\$0	\$1,000	\$140,272
<i>* Effective July 1, 2020 - June 30, 2022</i>												
<i>** Based on a six month period effective March 1, 2020</i>												
								1,363	267,583	11,709	7,724	287,016