

**AMENDMENT NO. 4 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, Amendment No. 3, executed on February 27, 2020, extended the Agreement for an additional two (2) years through June 30, 2022, added funds to 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, and created a new “Task 6 – Smart Corridor Program Management” in the amount of \$48,888;

WHEREAS, Amendment No. 3 resulted in a new Agreement amount of \$287,016; and

WHEREAS, C/CAG determined that in order to support enhanced performance monitoring of the corridor and cover new and any unanticipated service needs that may arise, additional funds are needed for the existing “Task 2 – Smart Corridor Network Monitoring” in the amount of \$131,951, and for Task 5, “As-Needed” Services in the amount of \$101,517; and

WHEREAS, the new Agreement value after Amendment No. 4 would be \$520,484;

C/CAG and Consultant determined that “Exhibit B - Table 1. Cost Proposal” of the Agreement needs to be modified to reflect additional funding in Tasks 2 and 5; 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 five hundred twenty thousand and four hundred and eighty-four dollars (\$520,484).
2. Task 1. Project Administration and Management in Exhibit A “Scope of Work” is revised to remove reference to the Iteris Project Manager Mr. Richard Shinn, as Mr. Shinn is no longer with the firm. Mr. Matt Wages will be the new Project Manager assuming all project management activities.

3. Task 2. Smart Corridor Network Monitoring in Exhibit A, "Scope of Work" is revised to add a new deliverable of weekly network trouble ticket log.
4. Task 5. As-Needed Services in Exhibit A, "Scope of Work," is revised in entirety and replaced with the following:

"Iteris will provide as-needed services to C/CAG, stakeholder agencies and other C/CAG contractors as directed by C/CAG. Iteris will complete miscellaneous tasks, such as supporting PG&E service applications to connect additional local agency field devices. Other potential activities under this task may include, but not limited to, a Device Replacement Plan that determines the cost and schedule of systematically replacing the Smart Corridor's Intelligent Transportation System devices as they reach the end of useful life, and Concept of Operations document(s) for systems that leverage the Smart Corridor infrastructure.

Deliverable: Device Replacement Plan (Draft and Final)
Other - TBD"

5. "Exhibit B – Table 1. Cost Proposal" is replaced by the attached "Exhibit B – Budget (As of February 4, 2021), Table 1. Cost Proposal. "
6. Except as expressly amended herein, all other provisions of the Agreement shall remain in full force and effect.
7. This amendment shall take effect on February 11, 2021.

City/County Association of Governments
(C/CAG)

Iteris, Inc.

Marie Chuang, C/CAG Chair

By

Title: _____

Date: _____

Date: _____

Approved as to form:

Melissa Andrikopoulos
Legal Counsel for C/CAG

EXHIBIT B

BUDGET (As of February 4, 2021)

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 \$520,484.

Table 1. Cost Proposal

Origin Contract and Amendment 1												
Task	Rich Shinn, Project Manager	George Gener, Sr. System Engineer	Paul Frislie, 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>												
	\$261.34	\$226.44	\$195.87	\$121.71	\$109.71	\$91.57						
1 Project Administration & Management	40	12						52	\$13,171		\$442	\$13,613
2 Smart Corridor Network Monitoring	40	44		80	52	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 Frislie, 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	24	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>												

Amendment 4

Task	David Huynh, Associate VP	George Gener, Sr. System Engineer	Paul Frisle, Principal Engineer	Matt Wages, Project Manager	Monique Fuhrman, Senior Engineer	Tuan Nguyen, Sr. System Engineer	Kassra Raffie, Associate Senior Engineer	HOURS/ QUANT.	Iteris LABOR COST	Iteris Materials	Iteris ODC	Iteris Total	
	\$295.48	\$253.57	\$230.94	\$242.37	\$197.99	\$177.52	\$116.25						
2 Smart Corridor Network Monitoring		16		120	40	512		688	\$131,951	\$0		\$131,951	
5 As-Needed Services								0	\$0	\$0		\$0	
Device Replacement Plan	8	8		24		32	64	136	\$23,330	\$0		\$23,330	
Centralized EVP ConOps	8			20	40		24	92	\$17,921	\$0	\$250	\$18,171	
As-Needed Tasking	20	8	8	60	20	160	20	296	\$59,016	\$0	\$1,000	\$60,016	
Total	36	32	8	224	100	704	108	1,212	\$232,218	\$0	\$1,250	\$233,468	
* Effective February 11, 2021 - June 30, 2022.													
								Grand Total (Tasks 1-6)	2,575	\$499,801	\$11,709	\$8,974	\$520,484

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