

**AGREEMENT NO. 2021-6A**

**FIRST AMENDMENT TO SERVICE CONTRACT FOR CONSTRUCTION AND OPERATION SERVICES OF THE NORTH PLEASANT VALLEY DESALTER FACILITY PROJECT NO. WT-11-01 BETWEEN CITY OF CAMARILLO AND INFRAMARK LLC**

This First Amendment to Agreement No. 2021-6 (First Amendment) is entered into between the City of Camarillo, a California general law city and municipal corporation (City), and Inframark LLC, a Texas limited liability company, collectively referred to as the Parties. The effective date of this First Amendment is April 27, 2022.

**RECITALS**

A. On January 13, 2021, Camarillo City Council approved a Service Contract with Inframark LLC for Construction and Operation Services of the North Pleasant Valley Desalter Facility in the amount of \$11,415,942. The Parties entered into a written agreement entitled Service Contract for the Operation Services of the North Pleasant Valley Desalter Facility Project No. WT-11-01 between City of Camarillo and Inframark LLC, Agreement Number No. 2021-6 effective January 13, 2021 (Agreement).

B. All capitalized terms not defined in this First Amendment have the meaning set forth in the Agreement.

C. The parties desire to amend the Scope of Work in accordance with Section 4.5(D) and Section 4.8(A) of the Agreement.

**Section 1. First Amendment.** The Agreement is amended to add the following:

a. The Scope of Work of the Agreement is amended to add the following to the Construction Phase of Agreement:

Additional services for Camarillo construction startup and commissioning for period November 1, 2021 through June 30, 2022, in the amount of \$790,400 per proposal dated March 28, 2022 (attached as Exhibit A) for a total Construction Phase amount of \$1,166,840.

Operations Phase shall begin on July 1, 2022.

**Section 2. Compensation and Payment.** This First Amendment is for a not-to-exceed amount of \$790,400, for a total agreement amount of \$12,206,342.

**Section 3. Continuation of Terms of Agreement.** Except as expressly amended by the terms and provisions of this First Amendment, the remaining terms and provisions of the Agreement remain in full force and effect.

[Signatures on the following page]

THE AUTHORIZED REPRESENTATIVES of the Parties have caused this First Amendment, Agreement No. 2021-6A.

**CITY OF CAMARILLO**



\_\_\_\_\_  
Greg Ramirez, City Manager

ATTEST:



\_\_\_\_\_  
Kristy Buxkemper, City Clerk

APPROVED AS TO FORM:



\_\_\_\_\_  
Brian Pierik, City Attorney

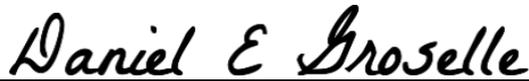
**INFRAMARK LLC, a Texas limited liability company**



\_\_\_\_\_  
By: John Eddlemon

Title: Executive Vice President

Date: 05 / 11 / 2022



\_\_\_\_\_  
By: Dan Groselle

Title: Chief Executive Officer

Date: 05 / 16 / 2022

Attachment: Exhibit A - Proposal

Camarillo Business Tax Certificate No: 045272 / Expiration Date: 05/31/2022

# EXHIBIT A



64 Alta Mesa Circle  
Monterey, CA 93940

March 28, 2022

Ken Matsuoka  
Deputy Director, Public Works  
City of Camarillo  
601 Carmen Drive  
Camarillo, CA 93010

Mr. Matsuoka,

In January 2021, the City of Camarillo (City) and Inframark, LLC entered into the Service Contract for the Operations Services of the North Pleasant Valley Desalter (NPVD) Facility Project No. WT 11-01, herein referred to as "the agreement". The agreement included (2) phases, Construction Period Services and Operations Period Services. As part of the agreement, the pricing for each period was included in Proposal Forms 1 and 2. Pricing for the Construction Period Services was based on the preliminary schedule for achieving Substantial Completion and the tasks to be performed by Inframark during the Construction Period. Inframark diligently performed its work during the Construction Period to ensure that the Acceptance Date Conditions are met. Unfortunately, the transition from the Construction Period to the Operations Period has been significantly delayed for reasons unrelated to Inframark's services during the subject period.

As anticipated prior to beginning operation, Inframark hired and has maintained a significant portion of the assigned operations staff to facilitate participation in contractor provided training, as well as day to day operational support for the project. Inframark agreed to discount the Construction Period rates for its onsite team and has discontinued billing any external labor to buffer the financial impact of the delay for the City. The discount and hours billed for each employee is detailed monthly in Inframark's invoice.

Due to the Construction Period delay which has extended beyond November 1, 2021, the Construction Period Service Fee included in Proposal Form 1 of the contract has been exceeded and an amendment to the budget is required. Inframark requests that the City amend the Construction Period Service Fee in accordance with Section 4.5(D) of the agreement to reimburse Inframark's costs for maintaining staff at the project consistent with the amended Cost Form 1(attached) through June 30, 2022. The maximum labor expense of the amendment is anticipated not to exceed \$ 790,400.

We appreciate our partnership with the City of Camarillo and the Inframark team looks forward to construction completion and moving forward to the Operations Phase. If you have any questions and would like to discuss this offer in more detail, please reach out to me at 346-205-4015.

Sincerely,

A handwritten signature in blue ink, appearing to read "Eric J. Sabolsice", written over a horizontal line.

Eric J. Sabolsice  
Vice President - West

cc: Michael Buckley, Project Director  
Iris Ramos, Regional Manager

# EXHIBIT A

Camarillo Construction Startup and Commissioning (Extension of Original Schedule From Nov. 2021 )					
Hours/ Tasks	Weeks*	Week	Hourly Rate	Estimated Labor	Estimated Travel Expenses
<b>Project Management</b>					
• Project Manager	32	40	\$150.	\$192,000	
• Chief Operator	32	40	\$140.	\$179,200	
• Operations Coordinator	32	40	\$140.	\$179,200	
<b>Startup and Commissioning/Training/Support</b>					
• Shift Operator	24	40	\$100.	\$96,000	
• Shift Operator	20	40	\$100.	\$80,000	
• Shift Operator	4	40	\$100.	\$16,000	
• Relief Operator	4	40	\$100	\$16,000	
• Operator in Training	8	40	\$100.	\$32,000	
<b>Subtotal</b>				<b>\$ 790,400</b>	
<b>Amendment Total</b>				<b>\$790,400</b>	
<b>Original Contract Approval</b>					<b>\$376,440</b>
<b>Amended Construction Phase Budget</b>					<b>\$1,166,840</b>

\* The Construction Period delay is estimated to be November 1, 2021 through June 30, 2022.