

- Finalize Draft Environmental Impact Report. Preparation of an EIR is laid out in tasks from project initiation; technical study peer review; preparation of setting, impacts, and mitigation measures for CEQA topics; identification and evaluation of alternatives; preparation of appropriate conclusions to fulfill CEQA requirements by providing an assessment of several mandatory impact categories; and responding to public comments.
- Schedule/Timeline. LSA anticipates completion of the CEQA process with a Final EIR within 3 months of the City's execution of the amendment.
- Budget. The contract amendment is proposed with a not-to-exceed amount of \$175,895 and captures additional scope items and tasks to complete the Final EIR. See Attachment 2 for scope and cost details.

ANALYSIS:

City Staff have been working to coordinate the Draft Environmental Impact Report for the Northgate Mall Redevelopment Project. The City, along with LSA, issued the Draft Environmental Impact Report on January 5, 2024. The public comment period began on January 5th and ended on March 5, 2024. LSA has begun to enumerate and bracket public comments based on CEQA relevancy and will respond to comments in the Final Environmental Impact Report. Upon completion, the Final Environmental Impact Report will be presented to the Planning Commission for acceptance.

The second amendment to the professional services agreement will support the completion of the outstanding administrative tasks associated with finalizing the Final Environmental Impact Report.

FISCAL IMPACT:

The proposal from LSA to finalize the Draft Environmental Impact Report totals \$175,895. This would increase the total contract amount to \$510,851.

The funds needed to cover the cost of these services will be covered by the project applicant as agreed upon in their executed Reimbursement Agreement.

OPTIONS:

The City Council has the following options to consider on this matter:

1. Authorize the City Manager to execute the contract amendment.
2. Do not authorize the City Manager to enter into the agreement and provide further direction to staff.
3. Take no action.

RECOMMENDED ACTION:

Staff recommends that the City Council:

Authorize the City Manager to execute the second amendment to the professional services agreement with LSA Associates, Inc. for additional environmental review services associated with the Northgate Townsquare Project, in the amount not to exceed \$175,895, for a total not-to-exceed contract amount of \$510,851.

ATTACHMENTS:

1. Second Amendment to the Professional Services Agreement with LSA Associates for environmental review services.
2. LSA Scope and Cost Proposals

**SECOND AMENDMENT TO THE PROFESSIONAL SERVICES AGREEMENT WITH
LSA ASSOCIATES, INC. FOR ENVIRONMENTAL CONSULTING SERVICES FOR
THE NORTHGATE MALL REDEVELOPMENT APPLICATION**

THIS SECOND AMENDMENT to the Professional Services Agreement by and between the **CITY OF SAN RAFAEL** (hereinafter “**CITY**”), and **LSA ASSOCIATES, INC.** (hereinafter “**CONSULTANT**”), is made and entered into as of the 6th day of June , 2024.

RECITALS

WHEREAS, the **CITY** and **CONSULTANT** entered into a Professional Services Agreement dated December 3, 2021 to perform professional services in connection with **CITY’S** Northgate Mall Redevelopment Application project, for an amount not to exceed \$260,350 (the “**Agreement**”); and

WHEREAS, **CITY** requires additional professional services from the **CONSULTANT**, and the **CONSULTANT** is willing to provide such services.

AMENDMENT TO AGREEMENT

NOW, THEREFORE, the parties hereby agree to amend the Agreement as follows:

1. Article II of the Agreement, entitled “**DUTIES OF CONSULTANT**” is hereby amended to include the additional services set forth in **CONSULTANT’S** proposal dated June 6, 2024, attached to this Second Amendment as Exhibit A and incorporated herein by reference.
2. Article IV of the Agreement, entitled “**COMPENSATION**” is hereby amended to include additional compensation payable to **CONSULTANT** for the services described in Exhibit A to this Second Amendment, on a fixed fee basis in accordance with the Exhibit A, in a not-to-exceed amount of \$175,895, and to change the total not-to-exceed amount under the Agreement to \$510,861.
3. Except as specifically amended herein, all of the other provisions, terms and obligations of the Agreement between the parties shall remain valid and shall be in full force.

IN WITNESS WHEREOF, the parties have executed this Second Amendment on the day, month, and year first above written.

CITY OF SAN RAFAEL

CONSULTANT

CRISTINE ALILOVICH, City Manager

By: _____

Name: _____

Title: _____

ATTEST:

[If Contractor is a corporation, add signature
of second corporate officer]

LINDSAY LARA, City Clerk

By: _____

Name: _____

APPROVED AS TO FORM:

Title: _____

ROBERT F. EPSTEIN, City Attorney



CARLSBAD
CLOVIS
IRVINE
LOS ANGELES
PALM SPRINGS
POINT RICHMOND
RIVERSIDE
ROSEVILLE
SAN LUIS OBISPO

June 6, 2024

April Talley
Project Director
City of San Rafael
1400 Fifth Avenue
San Rafael, CA 94901

Subject: Northgate Mall Redevelopment Project Environmental Review - Contract Modification Request #5 to Complete the Final Environmental Impact Report

Dear April:

The purpose of this letter is to formally request a Contract Modification for the Northgate Mall Redevelopment Project environmental review process, which was initiated in October 2021. LSA is requesting additional funds to respond to public comment and prepare and finalize the Final EIR for certification. As of the Draft EIR comment period close on March 15, 2024, approximately 260 comment letters have been received. While the majority are brief one-page submissions that include 1 to 5 individual comments requiring a response that cross references more substantive earlier comments and responses, approximately 20 of the letters submitted include detailed comments on technical items that require additional research and analysis in order to provide a thorough response. A number of these letters were submitted by law firms representing various public interest groups and organizations. These 20 letters alone comprise approximately 175 discrete comments. LSA estimates a total of approximately 500 total comments were received on the Draft EIR.

The original contract assumed a placeholder budget of \$18,230 to prepare the Administrative Draft Response to Comments Document and a total budget of \$29,605 for the entire Final EIR effort. Based on LSA's experience in preparing responses to comments and Final EIRs for similar large-scale projects subject to intense public scrutiny, LSA assumes an average cost of \$375 to respond to an individual comment; this takes into account reviews of each comment by planning and technical staff as necessary, bracketing of comments, organization and coordination with team members on draft responses, drafting of responses, revisions as needed, and QA/QC by LSA's document management staff. The use of master responses and cross-referencing is also assumed. This also assumes additional meetings and coordination with the project team, as well as up to two rounds of consolidated reviews by the City.

Assuming a total of 500 comments at an average cost of \$375 per comment; LSA's cost estimate to complete the Response to Comments Document is \$187,500. Please note that to date, and through submittal of the Administrative Draft of responses to all agency and organization comments, LSA has expended approximately \$116,605. This includes organization, bracketing and drafting of responses to all other comments. LSA is currently in the process of finalizing the responses to the individual comments and the public hearing transcript comments for submittal to the City for review.

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Given the above, **LSA is requesting a contract modification in the amount of \$157,895** to complete the Final EIR for the Northgate Mall Redevelopment Project. This would bring the total contract amount to \$510,851.

We would be glad to discuss this request further if you have any questions or suggestions. We request that written authorization for the requested contract modification be provided at your earliest possible convenience.

Sincerely,

LSA Associates, Inc.

A handwritten signature in black ink that reads "Theresa Wallace". The signature is written in a cursive, flowing style.

Theresa Wallace, AICP
Principal

