



SAN RAFAEL
THE CITY WITH A MISSION

Agenda Item No: 4.c

Meeting Date: December 16, 2024

SAN RAFAEL CITY COUNCIL AGENDA REPORT

Department: Community & Economic Development

Prepared by: Greg Minor, Assistant Director
Micah Hinkle, Director

City Manager Approval: 

TOPIC: NORTHGATE MALL REDEVELOPMENT PROJECT ENVIRONMENTAL CONSULTING SERVICES

SUBJECT: AUTHORIZE THE CITY MANAGER TO EXECUTE THE THIRD AMENDMENT TO THE PROFESSIONAL SERVICES AGREEMENT WITH LSA ASSOCIATES, INC. FOR ENVIRONMENTAL CONSULTING SERVICES FOR THE NORTHGATE MALL REDEVELOPMENT PROJECT IN AN AMOUNT OF \$105,000, FOR A TOTAL CONTRACT AMOUNT OF \$615,851

RECOMMENDATION:

Staff recommends that the City Council authorize the City Manager to execute a third amendment to the professional services agreement with LSA Associates, Inc. for additional environmental consulting services associated with the Northgate Mall Redevelopment Project, in the amount not to exceed \$105,000, for a total not to exceed contract amount of \$615,851.

BACKGROUND:

The Northgate Mall is a 44.76-acre site consisting of six parcels (APNs: 175-060-12, -40, -59, -61, -66 & 67). Originally opened in 1965 with The Emporium as its original anchor tenant, the Mall is currently developed with 766,512 square feet of commercial space, surface parking lots, and one parking garage structure. In 2017, Melone Geier acquired the project site and, in March 2021, applied for the phased redevelopment of the Mall through the demolition of most of the mall structure including the Sears, Macy's, and Kohl's anchor buildings, redevelopment of commercial spaces, the construction of new commercial pads at the northern periphery of the property, construction of new structured and surface level parking facilities, development of approximately 1,422 multi-family dwelling units, and new community open space and amenities. The applicant proposes to complete this redevelopment in two phases pursuant to its [2025 Master Plan and 2040 Vision Plan](#). The project requires environmental review pursuant to the California Environmental Quality Act (CEQA). The project requires environmental review pursuant to the California Environmental Quality Act (CEQA).

In September 2021, following a Request for Proposal (RFP) process, staff selected the firm of LSA Associates, Inc. ("LSA") as the consultant to prepare an Environmental Impact Report (EIR) for the Northgate Mall redevelopment project.

FOR CITY CLERK ONLY

Council Meeting:

Disposition:

ANALYSIS:

City staff have been coordinating the EIR for the Northgate Mall Redevelopment Project since 2021. The City and LSA issued the Draft EIR on January 5, 2024. The public comment period began on January 5, 2024, and ended on March 5, 2024. LSA then reviewed and responded to public comments and released the Final EIR in October 2024. The Planning Commission approved the Final EIR on October 29, 2024, and the City Council considered it at their meeting on December 2, 2024.

The third amendment to the professional services agreement covers the costs associated with finalizing the Final EIR. These additional administrative tasks include time LSA has spent in response to updates to the Project, reviewing additional comment letters, editing the public hearing transcript, and attending City Council meetings, as well as the transportation analysis of their subconsultant.

The contract amendment is proposed with a not-to-exceed amount of \$615,851 and captures additional scope items and tasks related to the Final EIR. See Attachment 1 for scope and cost details.

FISCAL IMPACT:

Approval of a third amendment to the professional services agreement with LSA will have no direct fiscal impact on the City's General Fund. The project applicant is responsible for the costs associated with the Final EIR 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 as proposed.
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 a third amendment to the professional services agreement with LSA Associates, Inc. for additional environmental consulting services associated with the Northgate Mall Redevelopment Project, in the amount not to exceed \$105,000, for a total not to exceed contract amount of \$615,851.

ATTACHMENTS:

1. Draft Third Amendment to the Professional Services Agreement with LSA Associates for environmental review services.

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

THIS THIRD 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 _____.

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, the **CITY** and **CONSULTANT** entered into a First Amendment to the Professional Services Agreement dated November 16, 2023 to perform additional professional services in connection with **CITY’S** Northgate Mall Redevelopment Application project, for an amount not to exceed \$74,606 and increasing the total not to exceed under the Agreement to \$334,956; and

WHEREAS, the **CITY** and **CONSULTANT** entered into a Second Amendment to the Professional Services Agreement dated July 22, 2024 to perform additional professional services in connection with **CITY’S** Northgate Mall Redevelopment Application project, for an amount not to exceed \$175,895 and increasing the total not to exceed under the Agreement to \$510,851; 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 November 21, 2024 attached to this Third 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 Third Amendment, on a time and materials basis in accordance with the Exhibit A, in a not-to-exceed amount \$105,000 and to change the total not-to-exceed amount under the Agreement to \$615,851.
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 Third Amendment on the day, month, and year first above written.

CITY OF SAN RAFAEL

CONSULTANT

CRISTINE ALILOVICH, City Manager

By: _____

Name: _____

Title: _____

ATTEST:

LINDSAY LARA, City Clerk

By: _____

Name: _____

Title: _____

APPROVED AS TO FORM:

ROBERT F. EPSTEIN, City Attorney