

ORIGINAL

FIRST AMENDMENT TO CONSULTANT SERVICES AGREEMENT WITH SCS ENGINEERS FOR LANDFILL GAS SYSTEM OPERATIONS, MAINTENANCE, AND GAS SUPPLY SERVICES AT THE MIRAMAR LANDFILL

This First Amendment to the Consultant Services Agreement between the City of San Diego (City) and SCS Engineers (SCS) dated August 17, 2017 for Interim Landfill Gas System Operations, Maintenance, and Gas Supply Services at the Miramar Landfill (First Amendment) is made and entered into by and between the City and SCS (Contractor), also referred to individually as "Party" and collectively as the "Parties."

RECITALS

1. City issued request for proposal on a sole source basis and accepted SCS Engineer's proposal, resulting in a contract between the City and Contractor (Contract) that was approved by City Council Resolution R-311925 on August 3, 2018 . The Contract is comprised of the scope of services, the successful proposal and the City's General Contract Terms and Provisions.
2. Resolution R-311925 recited the circumstances and purposes underlying the Contract, the background being that the Miramar Landfill gas collection system was owned and operated by NEO San Diego, LLC from 1998 through 2018, and that the City was in the process of soliciting for a new long term agreement for the operation and maintenance of the gas collection system together with an agreement to increase the capacity of landfill gas fueled electric generation.
3. The Contract is intended as an interim services agreement to bridge the period between the end of NEO San Diego's ownership of the gas collection system and the time that a new long term operator is contracted through the competitive solicitation which is ongoing.
4. At the time the Contract was entered in August of 2018 the gas collection system was still under the ownership of NEO San Diego and the City had not had the opportunity to fully assess its condition; after the City assumed ownership of the system on January 1, 2019 it became more fully aware of its condition.
5. Substantial Additional Services have been required under the Contract in 2019 to address issues with the landfill gas collection system that were discovered after City assumed its ownership, and these Additional Services have depleted budgetary allocations that were made for routine operation and maintenance.
6. The solicitation schedule for the future long term operation and maintenance services for the gas collection system and for expanded electric generating capacity has been extended, thus requiring extension of the interim operations and maintenance Contract.

Contract Amendment
Effective: October 13, 2014
OCA Document No. 861155_3

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Document No. **RR-312759**
Filed **DEC 10 2019**
Office of the City Clerk
San Diego, California

7. Contract Section 2.1 provides a Term of two years beginning July 1, 2018, plus three one year options which may be invoked at City in City's sole discretion.

8. Due to the extension of the solicitation schedule for the future long term operations and maintenance of the gas collection system the City desires to invoke its option to extend the contract for an additional year, with such one year extension commencing July 1, 2020.

2. The Contract may be amended by written agreement executed by duly authorized representatives of both Parties.

3. The Parties wish to amend the Contract to provide additional funding in an amount not to exceed \$2,500,000, to cover Additional Services that are required beyond routine maintenance and the costs of an additional year of interim operation and maintenance services, bringing the total contract value to \$4,500,000.

TERMS

1. The City hereby invokes its option under Section 2.1 to extend the Contract for one additional year commencing on July 1, 2020 and extending to June 30, 2021. All terms of the Contract shall apply during this one year extension. By invoking this option to extend the Contract for one additional year the City retains the right under Section 2.1 for two additional one year options after June 30, 2021.

2. Section 3.1 of the Contract is revised in its entirety to read as follows:

3.1 Amount of Compensation. City shall pay Consultant for performance of all Services rendered in accordance with this Agreement in an amount not to exceed \$4,500,000.

2. This First Amendment will be effective when signed by both parties and approved by the City Attorney in accordance with Charter section 40.

3. All provisions of the Agreement not addressed in this First Amendment remain in full force and effect.

IN WITNESS WHEREOF, this First Amendment is executed by City and Contractor acting by and through their authorized officers.

SCS Engineers

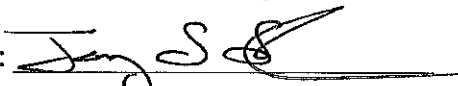
By: 

Name: Curtis Jang

Title: Sr. VP and CFO

Date: Sept. 26, 2019

City of San Diego

By: 

Name: Jerry S Sanchez

Title: Deo. - Internal Aff

Date: 12/24/19

Approved as to form this 3RD day of
January, 2020

MARA W. ELLIOTT, City Attorney

By: 
Deputy City Attorney

FREDERICK M. ORTLIEB
Print Name

RR- 312759

RESOLUTION NUMBER R- 312759

DATE OF FINAL PASSAGE DEC 12 2019

ITEM# 102
12/10/19

A RESOLUTION OF THE COUNCIL OF THE CITY OF SAN DIEGO AUTHORIZING THE FIRST AMENDMENT TO AGREEMENT WITH SCS ENGINEERS FOR INTERIM OPERATIONS AND MAINTENANCE SERVICES FOR MIRAMAR LANDFILL GAS COLLECTION SYSTEM.

WHEREAS, the City operates the Miramar Landfill pursuant to a lease with the United States Department of the Navy (Navy), and has responsibilities associated with controlling methane gas created by landfilling operations (Landfill Gas); and

WHEREAS, in 1998, the rights to the Landfill Gas were subleased by the City to NEO San Diego, LLC for twenty years, and the City assumed responsibility for the Landfill Gas collection system on January 1, 2019; and

WHEREAS, the City is conducting a solicitation for a new long term agreement for the operation of the Landfill Gas collection system in conjunction with the development of new electric generating capacity for Pure Water Program treatment facilities; and

WHEREAS, on July 31, 2018, the City and SCS Engineers (Consultant) entered into an Agreement, on file in the Office of the City Clerk as Document No. RR-311925, to provide interim Landfill Gas collection system operation and maintenance services while the solicitation for a long term private operator is pending; and

WHEREAS, the solicitation for the next long term operating agreement has been extended; and

WHEREAS, after the City assumed ownership of the gas collection system at the end of NEO San Diego's term it was discovered that certain repairs and improvements were needed; and

WHEREAS, the City desires to execute the First Amendment to the Agreement to provide additional funding in an amount not to exceed \$2,500,000, bringing the total contract value to \$4,500,000, for the Consultant to operate the gas collection system until the long term agreement solicitation is complete, and to complete ongoing Agreement tasks that are necessary to maintain regulatory compliance; NOW, THEREFORE,

BE IT RESOLVED, by the City Council of the City of San Diego as follows:

1. That the Mayor, or his designee, is authorized to execute, for and behalf of the City, the First Amendment to the Agreement with SCS Engineers, Inc., to provide additional interim operations, maintenance, and gas supply services as the Miramar Landfill, in an amount not to exceed \$2,500,000 bringing the total contract value to \$4,500,000, under the terms and conditions set forth in the First Amendment to the Agreement, on file in the Office of the City Clerk as Document No. RR- 312759.

2. That the Chief Financial Officer is authorized to appropriate and expend an amount not to exceed \$2,500,000 from Refuse Disposal Enterprise Fund Nos. 700039 and 700040 for interim operations, maintenance, and gas supply services at the Miramar Landfill, contingent upon Council approval of the Annual Appropriation Ordinance for the applicable fiscal year and upon the Chief Financial Officer first furnishing one or more certificates certifying that funds are, or will be, on deposit with the City Treasurer.

APPROVED: MARA W. ELLIOTT, City Attorney

By Frederick M. Ortlieb
Frederick M. Ortlieb
Deputy City Attorney

FMO:als
09/17/2019
Or.Dept: ESD
Doc. No.: 2169225

I certify that the foregoing Resolution was passed by the Council of the City of San Diego, at this meeting of DEC 10 2019.

ELIZABETH S. MALAND
City Clerk

By 
Deputy City Clerk

Approved: 12/12/19
(date)


KEVIN L. FAULCONER, Mayor

Vetoed: _____
(date)

KEVIN L. FAULCONER, Mayor

Passed by the Council of The City of San Diego on DEC 10 2019, by the following vote:

Councilmembers	Yeas	Nays	Not Present	Recused
Barbara Bry	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Jennifer Campbell	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Chris Ward	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Monica Montgomery	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Mark Kersey	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Chris Cate	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Scott Sherman	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Vivian Moreno	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Georgette Gómez	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Date of final passage DEC 12 2019

(Please note: When a resolution is approved by the Mayor, the date of final passage is the date the approved resolution was returned to the Office of the City Clerk.)

AUTHENTICATED BY:

(Seal)

KEVIN L. FAULCONER
Mayor of The City of San Diego, California.

ELIZABETH S. MALAND
City Clerk of The City of San Diego, California.

By Stacy Ruedy, Deputy

Office of the City Clerk, San Diego, California

Resolution Number R- 312759

Passed by the Council of The City of San Diego on December 10, 2019, by the following vote:

YEAS: BRY, CAMPBELL, WARD, MONTGOMERY, KERSEY, CATE, SHERMAN,
MORENO, GÓMEZ.

NAYS: NONE.

NOT PRESENT: NONE.

RECUSED: NONE.

AUTHENTICATED BY:

KEVIN L. FAULCONER

Mayor of The City of San Diego, California

ELIZABETH S. MALAND

City Clerk of The City of San Diego, California

(Seal)

By: Stacy D. Ready, Deputy

I HEREBY CERTIFY that the above and foregoing is a full, true, and correct copy of
RESOLUTION NO. R-312759 approved on December 10, 2019. The date of final
passage is December 12, 2019.

ELIZABETH S. MALAND

City Clerk of the City of San Diego, California

(Seal)

By: Stacy D. Ready, Deputy