

**AMENDMENT NO. 1 TO CONSULTING SERVICES AGREEMENT BETWEEN
THE CITY OF SAN LEANDRO AND ICF RESOURCES, L.L.C.**

This **Amendment No. 1** ("Amendment") is made by and between the City of San Leandro ("City") and ICF Resources, LLC ("Consultant") (together sometimes referred to as the "Parties") as of January 20, 2015, and amends that certain Consulting Services Agreement ("Agreement") dated August 1, 2014, between the Parties.

WHEREAS, City and Consultant have executed the Agreement, pursuant to which Consultant has provided certain consulting services to City with regard to implementation of the City Council's adopted medical cannabis dispensary program ordinance; and

WHEREAS, the Parties desire to amend the Agreement to continue the consultant's support for the City's medical cannabis dispensary application selection process; and

NOW THEREFORE, for good and valuable consideration, the sufficiency of which is hereby acknowledged, the Parties hereby agree to amend the Agreement as follows:

1. Section 1.1 of the Agreement entitled "Term of Services" is hereby amended to extend the term from July 31, 2015, to December 31, 2015; and
2. Section 2 of the Agreement entitled "Compensation" is hereby amended to pay Consultant a grand total sum not to exceed \$89,096; and
3. Exhibit A of the Agreement entitled "Scope of Services" is hereby amended to read:
"See attached ICF "Modified Proposal" dated October 20, 2014; and
4. Exhibit B of the Agreement entitled "Compensation Schedule & Reimbursable Expenses" is hereby amended to read:

Original Estimated Labor Hours/Budget:
351 hours/ \$49,969

Additional Requested Labor Hours/Budget:
286 hours/ \$39,127

Grand Total Modified project budget: \$89,096

5. All other terms shall remain in full force and effect.

This Amendment may be executed in multiple counterparts, each of which shall be an original and all of which together shall constitute one agreement.

SIGNATURES ON FOLLOWING PAGE

The Parties have executed this Amendment as of the date first written above. The persons whose signatures appear below certify that they are authorized to sign on behalf of the respective Party.

CITY OF SAN LEANDRO

CONSULTANT

Chris Zapata, City Manager

Jodi Young, Contract Manager

Attest:

Marian Handa, City Clerk

Approved as to Fiscal Authority:

David Baum, Finance Director

Account Number: 010-12-020-5120

Approved as to Form:

Richard D. Pio Roda, City Attorney

EXHIBIT A
MODIFIED SCOPE OF SERVICES

See attached "Request for Modification to ICF Contract" dated October 20, 2014



October 20, 2014

Eric Engelbart
Assistant to the City Manager
San Leandro City Manager's Office

SUBJECT: Request for Modification to ICF Contract - Consultant to Develop and Manage the Process to Select a Single Medical Cannabis Dispensary

Dear Mr. Engelbart:

ICF Resources, L.L.C. (hereafter referred to as "ICF") respectfully requests a modification to the above-referenced contract to continue our support on San Leandro's application and evaluation process to select a single medical cannabis dispensary. Our request, which is based on previous phone conversations with you, is explained in detail below.

As with many mission critical projects, ICF and the City's planned approaches, assumptions, and expected scope developed during the proposal stage have not always remained consistent with the project needs discovered during implementation. Throughout this effort, ICF has been responsive to the priorities of the project and the City's objectives, as these have continued to evolve. To that end, ICF has provided a higher level of support than was originally scoped and budgeted for in our June 16, 2014 proposal. In addition, the City has identified and requested support for additional services planned for a later phase of the effort that were not included in the original scope of work.

ICF has identified three primary areas where the work required was well above that proposed originally. These areas include:

Volume of pre-qualification applications:

- ICF's proposal assumed a lower volume of application review, both for the pre-qualification and RFP than the City expects to receive, thus, additional ICF resources will be needed to provide thorough application review of the anticipated pre-qualification and RFP applications. ICF's proposal assumed 10 pre-qualification applications would be received; however the City anticipates getting upwards of 50 applications. Due to the larger volume of pre-qualifications, the revised application process now includes review of 10 instead of 5 RFP applications.

Expanded meeting support:

- ICF's proposal assumed meeting support and attendance at two (2) City Council meetings. As the project has evolved, the City has requested that ICF also facilitate three (3) additional teleconferences, including meetings with the City Stakeholders to discuss feedback after the pre-qualification review, application review and interview review.

Interview process support:

- The City has requested that the application evaluation process include an applicant interview process as the last review round prior to recommendation. This step was not included as part of the original scope of work. Additional ICF support will be needed to prepare Staff Stakeholders for these interviews.

The following task-by-task discussion further details ICF's work beyond our original expectation to provide effective evaluation of medical cannabis dispensary applications.

Task 1 – Planning and Management

ICF will provide project support for the duration of the project contract period, through July 31, 2015, including project management and client communication throughout the duration of the contract. ICF's proposal anticipated a six- to eight-month project period; however the revised application timeline will require services to extend beyond that timeframe.

Task 2 – Pre-Qualification Support

ICF will provide additional project support beyond what was scoped in our proposal for Task 2, Pre-qualification Support. Specifically:

- ICF will provide thorough application review of up to 50 pre-qualification applications; including conducting a compliance review, application review, and preparing recommendations for each application. Two ICF subject matter experts will review each application and independently evaluate each application against the scoring criteria. Following each independent evaluation, ICF reviewers will convene to discuss the merits of each application. All reviewer results will be compiled and consolidated into a single results spreadsheet to allow for comparison of all submitted applications.
- ICF will facilitate a teleconference with the City Staff Stakeholders to review the results of the pre-qualification application review. The meeting will consist of a discussion, led by ICF, of each application's qualifications and a recommendation for advancing to the RFP round.

Task 3 – RFP Support

ICF will provide additional project support beyond what was scoped in our proposal for Task 3, RFP Support. Specifically:

- ICF will provide thorough application review of up to 10 RFP applications; including conducting a compliance review, application review, and preparing recommendations for each application.
- ICF will facilitate a teleconference with the City Staff Stakeholders to review the results of the RFP application review. The meeting will consist of a discussion, led by ICF, of each application's qualifications and a recommendation for advancing to the interview process.
- ICF will provide support to prepare Staff Stakeholders for the interviews with selected RFP applicants. ICF will support City staff in developing the interview questions and preparing summary information about each applicant to be used during the interview. ICF will then facilitate a teleconference with the City Staff Stakeholders to review the results of the interview process and recommendations.

Additional Budget Request

Our originally budgeted hours (from our June 16, 2014 proposal) are presented in the table below, as is an estimate of additional labor hours/budget needed to continue to provide responsive, efficient and collaborative support throughout the application review and selection process. The detailed task-specific assumptions to support the additional requested budget are also provided.

Task	Original Estimate Labor Hours / Budget	Additional Requested Labor Hours / Budget
Task 1 – Planning & Management	48 hrs / \$7,012	12 hrs / \$1,800
Task 2 – Pre-qualification Support	94 hrs / \$12,006	186 hrs / \$25,189
Task 3 – RFP Support	209 hrs / \$30,951	88 hrs / \$12,138
Total	351 hrs / \$49,969	286 hrs / \$39,127

Task 1 Cost Assumptions – Planning & Management

- General project management assumes project continues through July 31, 2015.

Task 2 Cost Assumptions – Pre-Qualification Support

- No more than 50 pre-application applications will require review.
- Two ICF reviewers will review each application. The review requires no more than 1 hour per application.
- ICF will facilitate a 2-hour teleconference with the City Staff to review the results of the pre-qualification application review and recommendations.

Task 3 Cost Assumptions – Selection Committee Support

- ICF will facilitate a 2-hour teleconference with the City Staff Stakeholders to review the results of the RFP application review and recommendations.
- ICF will support City staff in developing the interview questions and preparing summary information about each applicant, but will not participate in the interview process.
- ICF will facilitate a 1-hour teleconference with the City Staff Stakeholders to review the results of the interview process and recommendations.

ICF looks forward to continuing to assist the City of San Leandro with this project. Please contact Will Cooper (949-613-0080, Will.Cooper@icfi.com) or Eliza Johnston (617-250-4287, Elizabeth.Johnston@icfi.com) if you require any further clarification of any information contained in this modification request.

Sincerely,

Jodi Young
 Manager, Contracts
Jodi.Young@icfi.com