



Contract Number

23-387 A1

SAP Number

4400022486

Project and Facilities Management

Department Contract Representative	<u>Moe Yousif</u>
Telephone Number	<u>(909) 387-5000</u>
Contractor	<u>Kitchell/CEM Inc.</u>
Contractor Representative	<u>Geoff Bachanas</u>
Telephone Number	<u>(949) 233-9643</u>
Contract Term	<u>May 23, 2023 – May 22, 2028</u>
Original Contract Amount	<u>Not-to-exceed \$4,500,000</u>
Amendment Amount	<u>\$1,600,000</u>
Total Contract Amount	<u>Not-to-exceed \$6,100,000</u>
Cost Center	<u></u>
Grant Number (if applicable)	<u>On Call Professional Services – Construction Management</u>

IT IS HEREBY AGREED AS FOLLOWS:

AMENDMENT No. 1

CONTRACT No. 23-387

On Call Professional Services – Construction Management

The following are amendments to Contract No. 23-387 with Kitchell/CEM Inc., for the On Call Professional Services – Construction Management.

WHEREAS, a construction contract (“Agreement”) was entered into between the San Bernardino County (“County”), and Kitchell/CEM Inc., (“Contractor”), on May 23, 2023, to perform certain work as described in the Request for Proposal Documents for the On Call Professional Services – Construction Management;

NOW THEREFORE, the Agreement is hereby amended as follows:

1. Replace Article 1. The Project, Subsection 1.2 Total Contract Amount with the following:

The total Contract amount as determined by County shall not exceed the amount of \$6,100,000 through the life of this Contract, subject to any amendments.

2. Replace Article 1. The Project, Subsection 1.4.a Consultant’s Fees with the following:

County agrees to pay Consultant, based on the actual work performed as requested and approved by the County through a County issued Work Order/Purchase Order. The total contract amount shall not exceed \$6,100,000 for the term of this Contract. Consultant shall be paid based on Article 4 – Compensation of this Contract, Consultant’s Fee Proposal Sheet (Appendix B), Consultant Rate Sheet (Appendix C), and the completed Work Order for a Project (Appendix E, Work Order).

3. Replace Article 4. Compensation, Paragraph 4.3 with the following:

Maximum compensation under the Contract shall not exceed \$6,100,000 for the term of the Contract.

4. Replace Article 29 Levine Act - Campaign Contribution Disclosure (formerly referred to as Senate Bill 1439)

Contractor has disclosed to the County using Appendix G – Levine Act - Campaign Contribution Disclosure (formerly referred to as Senate Bill 1439), whether it has made any campaign contributions of more than \$500 to any member of the Board of Supervisors or other County elected officer [Sheriff, Assessor-Recorder-Clerk, Auditor-Controller/Treasurer/Tax Collector and the District Attorney] within the earlier of: (1) the date of the submission of Contractor’s proposal to the County, or (2) 12 months before the date this Contract was approved by the Board of Supervisors. Contractor acknowledges that under Government Code section 84308, Contractor is prohibited from making campaign contributions of more than \$500 to any member of the Board of Supervisors or other County elected officer for 12 months after the County’s consideration of the Contract.

Campaign contributions include those made by any agent/person/entity on behalf of the Contractor or by a parent, subsidiary or otherwise related business entity of Contractor.

5. Add Appendix G “Levine Act – Campaign Contribution Disclosure.”

All other terms and conditions of Contract No. 23-387 remain in full force and effect.

This Amendment may be executed in any number of counterparts, each of which so executed shall be deemed to be an original, and such counterparts shall together constitute one and the same Contract. The parties shall be entitled to sign and transmit an electronic signature of this Amendment (whether by facsimile, PDF or other email transmission), which signature shall be binding on the party whose name is contained therein. Each party providing an electronic signature agrees to promptly execute and deliver to the other party an original signed Amendment upon request.

\\

\\

\\

\\

\\

\\

IN WITNESS WHEREOF, the San Bernardino County and the Contractor have each caused this Contract Amendment to be subscribed by its respective duly authorized officers, on its behalf.

SAN BERNARDINO COUNTY

►

Dawn Rowe, Chair, Board of Supervisors

Dated: _____
SIGNED AND CERTIFIED THAT A COPY OF THIS DOCUMENT HAS BEEN DELIVERED TO THE CHAIRMAN OF THE BOARD

Lynna Monell
Clerk of the Board of Supervisors
San Bernardino County

By _____

Deputy

Kitchell/CEM Inc.

(Print or type name of corporation, company, contractor, etc.)

By
►

(Authorized signature - sign in blue ink)

Name: _____
(Print or type name of person signing contract)

Title

(Print or Type)

Dated: _____

Address
3600 Lime Street, Suite 523

Riverside, CA 92501

FOR COUNTY USE ONLY

Approved as to Legal Form
►

Daniel Pasek, Deputy County Counsel, County Counsel
Date _____

Reviewed for Contract Compliance
►

Arham Limoochi, Supervising Project Controls Manager, Project and Facilities Management
Date _____

Reviewed/Approved by Department
►

Moe Yousif, Interim Director, Project and Facilities Management
Date _____



Appendix G Levine Act – Campaign Contribution Disclosure (formerly referred to as Senate Bill 1439)

The following is a list of items that are not covered by the Levine Act. A Campaign Contribution Disclosure Form will not be required for the following:

- Contracts that are competitively bid and awarded as required by law or County policy
- Contracts with labor unions regarding employee salaries and benefits
- Personal employment contracts
- Contracts under \$50,000
- Contracts where no party receives financial compensation
- Contracts between two or more public agencies
- The review or renewal of development agreements unless there is a material modification or amendment to the agreement
- The review or renewal of competitively bid contracts unless there is a material modification or amendment to the agreement that is worth more than 10% of the value of the contract or \$50,000, whichever is less
- Any modification or amendment to a matter listed above, except for competitively bid contracts.

DEFINITIONS

Actively supporting or opposing the matter: (a) Communicate directly with a member of the Board of Supervisors or other County elected officer [Sheriff, Assessor-Recorder-Clerk, District Attorney, Auditor-Controller/Treasurer/Tax Collector] for the purpose of influencing the decision on the matter; or (b) testifies or makes an oral statement before the County in a proceeding on the matter for the purpose of influencing the County's decision on the matter; or (c) communicates with County employees, for the purpose of influencing the County's decision on the matter; or (d) when the person/company's agent lobbies in person, testifies in person or otherwise communicates with the Board or County employees for purposes of influencing the County's decision in a matter.

Agent: A third-party individual or firm who, for compensation, is representing a party or a participant in the matter submitted to the Board of Supervisors. If an agent is an employee or member of a third-party law, architectural, engineering or consulting firm, or a similar entity, both the entity and the individual are considered agents.

Otherwise related entity: An otherwise related entity is any for-profit organization/company which does not have a parent-subsidiary relationship but meets one of the following criteria:

- (1) One business entity has a controlling ownership interest in the other business entity;
- (2) there is shared management and control between the entities; or
- (3) a controlling owner (50% or greater interest as a shareholder or as a general partner) in one entity also is a controlling owner in the other entity.

For purposes of (2), "shared management and control" can be found when the same person or substantially the same persons own and manage the two entities; there are common or commingled funds or assets; the business entities share the use of the same offices or employees, or otherwise share activities, resources or personnel on a regular basis; or there is otherwise a regular and close working relationship between the entities.

Parent-Subsidiary Relationship: A parent-subsidiary relationship exists when one corporation has more than 50 percent of the voting power of another corporation.

Contractors must respond to the questions on the following page. If a question does not apply respond N/A or Not Applicable.

1. Name of Contractor: Kitchell/CEM, INC.
2. Is the entity listed in Question No.1 a nonprofit organization under Internal Revenue Code section 501(c)(3)?
 Yes If yes, skip Question Nos. 3-4 and go to Question No. 5 No x
3. Name of Principal (i.e., CEO/President) of entity listed in Question No. 1, if the individual actively supports the matter and has a financial interest in the decision: N/A
4. If the entity identified in Question No.1 is a corporation held by 35 or less shareholders, and not publicly traded ("closed corporation"), identify the major shareholder(s):
 N/A
5. Name of any parent, subsidiary, or otherwise related entity for the entity listed in Question No. 1 (see definitions above):

Company Name	Relationship
Kitchell Corporation	Parent
N/A	N/A

6. Name of agent(s) of Contractor:

Company Name	Agent(s)	Date Agent Retained (if less than 12 months prior)
N/A	N/A	
N/A	N/A	

7. Name of Subcontractor(s) (including Principal and Agent(s)) that will be providing services/work under the awarded contract if the subcontractor (1) actively supports the matter and (2) has a financial interest in the decision and (3) will be possibly identified in the contract with the County or board governed special district.

Company Name	Subcontractor(s):	Principal and//or Agent(s):
N/A	N/A	N/A
N/A	N/A	N/A

8. Name of any known individuals/companies who are not listed in Questions 1-7, but who may (1) actively support or oppose the matter submitted to the Board and (2) have a financial interest in the outcome of the decision:

Company Name	Individual(s) Name
N/A	N/A
N/A	N/A

9. Was a campaign contribution, of more than \$500, made to any member of the San Bernardino County Board of Supervisors or other County elected officer within the prior 12 months, by any of the individuals or entities listed in Question Nos. 1-8?

No If **no**, please skip Question No. 10.

Yes If **yes**, please continue to complete this form.

10. Name of Board of Supervisor Member or other County elected officer: N/A

Name of Contributor: N/A

Date(s) of Contribution(s): _____

Amount(s): N/A

Please add an additional sheet(s) to identify additional Board Members or other County elected officers to whom anyone listed made campaign contributions.

By signing the Contract, Contractor certifies that the statements made herein are true and correct. Contractor understands that the individuals and entities listed in Question Nos. 1-8 are prohibited from making campaign contributions of more than \$500 to any member of the Board of Supervisors or other County elected officer while award of this Contract is being considered and for 12 months after a final decision by the County.