

**AMENDMENT NO. 3 TO
PROFESSIONAL SERVICES AGREEMENT
BETWEEN COUNTY OF MONTEREY AND
HMC ARCHITECTS**

THIS AMENDMENT NO. 3 to the Professional Services Agreement between the County of Monterey, a political subdivision of the State of California (hereinafter, "County"), and HMC Architects (hereinafter, "CONTRACTOR") is hereby entered into between the County and the CONTRACTOR (collectively, the County and CONTRACTOR are referred to as the "Parties").

WHEREAS, Beverly Prior Architects entered into a Professional Services Agreement with County on August 28, 2008 (hereinafter, "Agreement"); and

WHEREAS, Agreement was amended by the parties on October 13, 2009 (hereinafter, "Amendment No. 1"), and September 14, 2011 (hereinafter, "Amendment No. 2"); and

WHEREAS, an Assignment of Contract from Beverly Prior Architects to CONTRACTOR was accepted by the County on July 22, 2011 (hereinafter, "Assignment of Contract"); and

WHEREAS, the Criminal Justice Complex Master Planning (hereinafter, "Project") was placed on hold for a period of time by the County; and

WHEREAS, the Project has not been completed and continuing work is necessary to complete the scope of work due to the delay; and

WHEREAS, additional funding is necessary to provide architectural and technical support services for the submittal of an \$80 million grant application under Assembly Bill (AB) 900 to the Corrections Standards Authority (CSA) for expansion of the County's detention facilities; and

WHEREAS, the Parties wish to further amend the Agreement to increase the amount by \$478,994.47 to continue to provide tasks identified in the Agreement and as amended by this Amendment No. 3.

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

1. Amend Paragraph 1, "Services to be Provided", to read as follows:

The County hereby engages CONTRACTOR to perform, and CONTRACTOR hereby agrees to perform, the services described in Exhibits A and A-1 in conformity with the terms of this Agreement. The services are generally described as follows: Provide professional services for the Criminal Justice Complex located at Natividad Road and

Amendment No. 3 to Professional Services Agreement

HMC Architects

Criminal Justice Complex

RMA - Public Works - Architectural Services

Term: August 7, 2008 - September 15, 2013

Not to Exceed: \$573,538.47

Laurel Drive in Salinas, CA and architectural and technical support services for the submittal of an \$80 million grant application under Assembly Bill (AB) 900 to the Corrections Standards Authority (CSA) for expansion of the County's detention facilities as described in Exhibits A and A-1.

2. Amend Paragraph 2, "Payments by County", to read as follows:

County shall pay the CONTRACTOR in accordance with the payment provisions set forth in Exhibits A and A-1, subject to the limitations set forth in this Agreement. The total amount payable by County to CONTRACTOR under this Agreement shall not exceed the sum of \$573,538.47.

3. Amend Paragraph 4, "Additional Provisions/Exhibits", by adding "Exhibit A-1 – Scope of Services/Payment Provisions".
4. All other terms and conditions of the Agreement remain unchanged and in full force.
5. This Amendment No. 3 shall be attached to the Agreement and incorporated therein as if fully set forth in the Agreement.

Amendment No. 3 to Professional Services Agreement
HMC Architects
Criminal Justice Complex
RMA – Public Works - Architectural Services
Term: August 7, 2008 – September 15, 2013
Not to Exceed: \$573,538.47

IN WITNESS WHEREOF, the parties hereto have executed this Amendment No. 3 to the Renewal to the Professional Services Agreement as of the day and year written below:

COUNTY OF MONTEREY

CONTRACTOR*

By: _____
Contracts/Purchasing Officer

HMC Architects
Contractor's Business Name

Date: _____

By: _____
(Signature of Chair, President or Vice President)

Its: Mitchell Carl / Sr. Vice President
(Print Name and Title)

Date: 11.22.11

**Approved as to Form and Legality
Office of the County Counsel**

By: _____
Deputy County Counsel

By: _____
(Signature of Secretary, Asst. Secretary, CFO,
Treasurer or Asst. Treasurer)

Its: Gregory Stolrow CFO
(Print Name and Title)

Date: 11/22/11

Date: 11-22-11

Approved as to Fiscal Provisions

By: _____
Auditor/Controller

Date: _____

Approved as to Indemnity and Insurance Provisions

By: _____
Risk Management

Date: _____

*INSTRUCTIONS: IF CONTRACTOR is a corporation, including limited liability and non-profit corporations, the full legal name of the corporation shall be set forth above together with the signatures of two specified officers. If CONTRACTOR is a partnership, the name of the partnership shall be set forth above together with the signature of a partner who has authority to execute this Agreement on behalf of the partnership. IF CONTRACTOR is contracting in an individual capacity, the individual shall set forth the name of the business, if any, and shall personally sign the Agreement.

Amendment No. 3 to Professional Services Agreement
HMC Architects
Criminal Justice Complex
RMA - Public Works - Architectural Services
Term: August 7, 2008 - September 15, 2013
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CONTRACTOR*

By: _____
Contracts/Purchasing Officer

HMC Architects
Contractor's Business Name

Date: _____

By: _____
(Signature of Chair, President or Vice President)

Its: _____
(Print Name and Title)

Date: _____

**Approved as to Form and Legality
Office of the County Counsel**

By: _____
Carot Deputy County Counsel

By: _____
(Signature of Secretary, Asst. Secretary, CFO,
Treasurer or Asst. Treasurer)

Its: _____
(Print Name and Title)

Date: 11/23/11

Date: _____

Approved as to Fiscal Provisions

By: _____
Auditor/Controller

Date: 11/23/11

Approved as to Indemnity and Insurance Provisions

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Risk Management

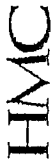
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Amendment No. 3 to Professional Services Agreement
HMC Architects
Criminal Justice Complex
RMA – Public Works - Architectural Services
Term: August 7, 2008 – September 15, 2013
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EXHIBIT A-1 - SCOPE OF SERVICES/PAYMENT PROVISIONS

Beverly Prior Architects



COUNTY OF MONTEREY COUNTY
JAIL AND JUVENILE HALL SITING, JAIL GRANT APPLICATION SERVICES, AND SITE ASSESSMENTS

SCOPE OF SERVICES	Architectural - HMC-Beverly Prior Architects			Specialty Consultants									
	B. Prior Principal	Sr. Design/ Technical Staff	Design/ Technical Support Staff	Total Arch.	Cost Estimator	Low-Voltage Security Engineer	Civil Engineer	Structural Engineer	MEP Engineers	Jail Needs Assessment Grant Cons.	Food Serv. Consultant	Corr'l Medical Consultant	
A Strategic, Confirm Scope, Tasks, Review Existing Studies													
1 Review existing documentation and identify additional required information	4			4									
2 Kick-off meeting to review project goals Review schedule and County review processes. Strategize county's approach for success.	6			6									
3 Develop work plan and schedule	6	2		8									
4 Meet with County project team, review draft, new information, discuss strategic issues	6	6		12									
Subtotal - Hours	22	8	0	26	0	0	0	0	0	0	0	0	
Average Hourly Rates:	\$225	\$175	\$125		\$185	\$185	\$185	\$185	\$185	\$140	\$185	\$185	
Subtotal - Professional Fees:	\$4,950	\$1,400	\$0	\$6,350	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	
Total Estimate this Task												\$6,350	
B Jail Needs Assessment Update													
1 Project Organization and Start	4			4									
2 Document Review and Analysis													
3 Survey, Inventory, Description & History													
4 2011 County/State Population Analysis													
5 2011 Preliminary Staffing													
6 2011 Program Statement	2			2									
7 2011 Needs Assessment	2			2									
8 Prepare Final Document with Graphics	8	0	0	8	0	0	0	0	0	289	0	0	
Subtotal - Hours	22	8	0	26	\$185	\$185	\$185	\$185	\$185	\$140	\$185	\$185	
Average Hourly Rates:	\$225	\$175	\$125		\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	
Subtotal - Professional Fees:	\$1,800	\$0	\$0	\$1,800	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	
Total Estimate this Task												\$42,270	
C Jail Facilities Condition Assessment													
1 Approach to be strategized with County - either specialty consultant or HMC-BPA with engineering support													
Total Estimate this Task												\$50,000	
D CSA Grant Application Support for Jail Grants													
1 Project Organization and Start	4			4									
2 Initial Grant Strategy Development/Liaison with CSA Staff	6			6									
3 Section 1. Project Information													
4 Project Description, Estimate, Match Calcs													
5 Section 2. Budget Summary													
6 Project Schedule Development													
7 Section 3. Project Timetable													

EXHIBIT A-1 -- SCOPE OF SERVICES/PAYMENT PROVISIONS

Beverly Prior Architects

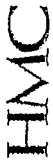


COUNTY OF MONTEREY COUNTY
JAIL AND JUVENILE HALL SITING, JAIL GRANT APPLICATION SERVICES, AND SITE ASSESSMENTS

SCOPE OF SERVICES	Architectural - HMC+Beverly Prior Architects				Specialty Consultants							
	B. Prior Principal	Sr. Design/ Technical Staff	Design/ Technical Support Staff	Total Arch.	Cost Estimator	Low-Voltage Security Engineer	Civil Engineer	Structural Engineer	MEP Engineers	Jail Needs Assessment Grant Cons.	Food Serv. Consultant	Corr'l Medical Consultant
8. Strategy										33		
9. Section 4, Narrative										37		
10. Strategy Refinement										13		
11. Section 5, Funding Preferences										9		
12. Section 6, Board of Supervisors Resolution										14		
13. Prepare Final Grant Document with Graphics										48		
14. Preparation of Presentation to Grant ESC										31		
Subtotal - Hours	10	0	0	10	0	0	0	0	0	270	0	0
Average Hourly Rates:	\$225	\$175	\$125		\$185	\$185	\$185	\$185	\$185	\$140	\$185	\$185
Subtotal - Professional Fees:	\$2,250	\$0	\$0	\$2,250	\$0	\$0	\$0	\$0	\$0	\$57,865	\$0	\$0
Total Estimate this Task									\$40,115			
E Full Jail Architectural Program, Site Requirements, and Conceptual Layouts												
1. Orientation meeting with Sheriff's Project Team	3	3		6								
2. Review and evaluate needs assessment and existing docs.	2	2		4								
3. Preparation of facility programming questionnaires	2	2		4								
4. Kick-off meeting with departmental representatives.	2	2		4								
5. Tour facilities with County staff (2 days)	16	16		32								
6. Sheriff's Dept./user interviews for program, operational reqmts												
Administration	2	2		4								
Housing	2	2		4								
Recreation	2	2		4								
Central Control and Housing Control	2	2		4								
Visiting	4	4		8						4		
Health Services	2	2		4								
Mental Health Services	4	4		8								4
Kitchen/Bakery/Staff Dining	2	2		4								2
Central Laundry	4	4		8								2
Program Providers	2	2		4								4
Staff Lockers and Training	6	6		12								2
Intake	2	2		4								
Education	3	3		6								
Maintenance/Warehouse	2	2		4								
Facility Support	2	2		4								
Parking/Sallyport/Site Requirements	2	2		4								
Develop security master plan and requirements	4	4		8								
Develop inmate and staff movement patterns	4	4		8						20		
Develop facility space standards	2	2		4								
Prepare staffing and space requirements spreadsheets	2	2		4								
11. Review staffing and space requirements with County, revise.	12	48		60								
	8	8		16								

EXHIBIT A-1 - SCOPE OF SERVICES/PAYMENT PROVISIONS

Beverly Prior Architects

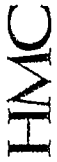


COUNTY OF MONTEREY COUNTY
JAIL AND JUVENILE HALL SITING, JAIL GRANT APPLICATION SERVICES, AND SITE ASSESSMENTS

SCOPE OF SERVICES	Architectural - HMC/Beverly Prior Architects				Specialty Consultants							
	B. Prior Principal	Sr. Design/ Technical Staff	Design/ Technical Support Staff	Total Arch.	Cost Estimator	Low Voltage Security	Civil Engineer	Structural Engineer	MIEP Engineers	Jail Needs Assessment Grant Cons.	Food Serv. Consultant	Corr'l Medical Consultant
12 Develop Adjacency Diagrams	2	4	40	46								
13 Develop medical system program	2	2	2	4								
14 Develop food service system program	2	2	2	4								
15 Develop laundry service program	2	2	2	4								
16 Develop conceptual layouts	24	60	20	104			20				24	
17 Develop site development requirements	4	8	8	12							12	
18 Coordinate subconsultants	4	8	8	12								
19 Travel/Meeting Prep	48	48		96		10					8	
20 Develop draft, incorporate revisions, finalize documentation	8	40	12	60		12					8	
Subtotal - Hours	194	312	72	578	0	46	20	0	0		58	42
Average Hourly Rates:	\$225	\$175	\$125		\$185	\$185	\$185	\$185	\$185	\$140	\$185	\$185
Subtotal - Professional Fees:	\$43,650	\$54,600	\$9,000	\$107,250	\$0	\$8,510	\$3,700	\$0	\$0	\$0	\$10,730	\$7,770
Total Estimate this Task												\$137,960
F Develop Juvenile and Jail Site Master Plan and Phasing Plan												
1 Review existing sites and facilities including site operations and phasing goals with County project team	4	4		8				4	4			
2 Review county-provided documents regarding the sites	4	8		12				4	4			
3 Review site conditions and total site phasing goals	4	16		20				4	4			
4 Refine site master plan alternatives	8	32	24	64				4	4			
5 Meet with County project team to review alternatives	8	8		16				4	4			
6 Refine and revise alternatives	4	16	24	44								
7 Prepare final documentation	4	12	8	24								
Subtotal - Hours	36	96	56	188	0	0	28	28	0	0	0	0
Average Hourly Rates:	\$225	\$175	\$125		\$185	\$185	\$185	\$185	\$185	\$140	\$185	\$185
Subtotal - Professional Fees:	\$8,100	\$16,800	\$7,000	\$31,900	\$0	\$0	\$5,180	\$5,180	\$0	\$0	\$185	\$0
Total Estimate this Task												\$42,260
G Community Outreach and Public Presentations												
1 Develop 3-D representations to explain project	4	16	40	60								
2 Prepare presentations for community, board of supervisors	8	4		12								
3 Review with County reps	6	6		12								
4 Revise and refine	6	6		12								
5 Attend community and county meetings as needed - up to 3	21			21								
Subtotal - Hours	45	32	40	117	0	0	0	0	0	0	0	0
Average Hourly Rates:	\$225	\$175	\$125		\$185	\$185	\$185	\$185	\$185	\$140	\$185	\$185
Subtotal - Professional Fees:	\$10,125	\$5,600	\$5,000	\$20,725	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Total Estimate this Task												\$20,725

EXHIBIT A-1 - SCOPE OF SERVICES/PAYMENT PROVISIONS

Beverly Prior Architects



COUNTY OF MONTEREY COUNTY
JAIL AND JUVENILE HALL SITING, JAIL GRANT APPLICATION SERVICES, AND SITE ASSESSMENTS

SCOPE OF SERVICES	Architectural - HMC+Beverly Prior Architects				Specialty Consultants							
	B. Prior Principal	Sr. Design/ Technical Staff	Design/ Technical Support Staff	Total Arch.	Cost Estimator	Low Voltage Security Engineer	Civil Engineer	Structural Engineer	MEP Engineers	Jail Needs Assessment Grant Cons.	Food Serv. Consultant	Medical Consultant
H Evaluate Conceptual Cost												
1 Prepare conceptual cost for program and master phasing plan	4	2		6	20							
2 Revise and refine	4	4		8	8							
3 Review with county	2	2		4								
Subtotal - Hours	10	8		18	28	0	0	0	0	0	0	0
Average Hourly Rates:	\$225	\$175	\$125		\$185	\$185	\$185	\$185	\$185	\$140	\$185	\$185
Subtotal - Professional Fees:	\$2,250	\$1,400	\$0	\$3,650	\$5,180	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Total Estimate this Task					\$8,830							
I Site Surveying Support												
1 Specialty consultant with HMC+BPA contract management				0								
Total Estimate this Task												
J Real Estate Support												
1 Specialty consultant with HMC+BPA contract management				0								
Total Estimate this Task												
K Environmental Evaluation - Initial Study												
1 Specialty consultants with HMC+BPA				0								
Total Estimate this Task												
TOTAL PROPOSAL												
Total Labor Proposal												
Allowance for Direct Expenses - 2%												
Total Proposal												

Credit for Remaining Agreement Balance: (\$29,485.53)
Total Requested Increase Amount under Amendment No. 3: \$478,994.47

[Signature]
Contractor's Initials
11-22-11 / 11-22-11
Date