

**AMENDMENT 04 TO AGREEMENT
BETWEEN THE COUNTY OF SAN MATEO AND
VRVC, LLC**

THIS AMENDMENT TO THE AGREEMENT, entered into this 25th day of February, 2020, by and between the COUNTY OF SAN MATEO, hereinafter called "County," and VRVC, LLC, hereinafter called "Contractor";

W I T N E S S E T H:

WHEREAS, pursuant to Government Code, Section 31000, County may contract with independent contractors for the furnishing of such services to or for County or any Department thereof;

WHEREAS, the parties entered into an Agreement for constructability review and project management services on April 17, 2017; and

WHEREAS, the parties wish to amend the Agreement to the payments and terms in Section 3 and 4.

NOW, THEREFORE, IT IS HEREBY AGREED BY THE PARTIES HERETO AS FOLLOWS:

1. Section 3, Payments of this agreement is deleted in its entirety and replaced as follows:

In consideration of the services provided by Contractor in accordance with all terms, conditions, and specifications set forth in this Agreement and in Exhibit A, County shall make payment to Contractor based on the rates and in the manner specified in Exhibit B. County reserves the right to withhold payment if County determines that the quantity or quality of the work performed is unacceptable. In no event shall County's total fiscal obligation under this Agreement exceed TWO MILLION FIVE HUNDRED SEVENTY ONE THOUSAND DOLLARS (\$2,571,000). In the event that the County makes any advance payments, Contractor agrees to refund any amounts in excess of the amount owed by the County at the time of contract termination or expiration. Contractor is not entitled to payment for work not performed as required by this agreement.

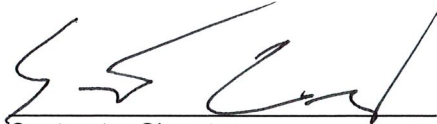
2. Section 4, Terms of this agreement is deleted in its entirety and replaced as follows:

Subject to compliance with all terms and conditions, the term of this Agreement shall be from April 17, 2017 through April 16, 2023.

3. Exhibit A dated 4/9/19 is replaced with Exhibit A (Revised 01/04/20).
4. Exhibit B dated 4/9/19 is replaced with Exhibit B (Revised 01/04/20)
5. **All other terms and conditions of the agreement dated April 17, 2017 as amended through Amendment Four, between the County and Contractor shall remain in full force and effect.**

THIS CONTRACT IS NOT VALID UNTIL SIGNED BY ALL PARTIES. NO WORK WILL COMMENCE UNTIL THIS DOCUMENT HAS BEEN SIGNED BY THE COUNTY PURCHASING AGENT OR AUTHORIZED DESIGNEE.

For Contractor:


Contractor Signature

2/20/20
Date

Scott Garby
Contractor Name (please print)
President
VRVC, LLC

For County:

Purchasing Agent Signature
(Department Head or
Authorized Designee)
County of San Mateo

Date

Purchasing Agent Name (please print)
(Department Head or **Authorized** Designee)
County of San Mateo

Purchasing Agent or **Authorized** Designee
Job Title (please print)
County of San Mateo

Exhibit A (Revised 01/04/20)

In consideration of the payments set forth in Exhibit B, Contractor shall provide the following services:

Contractor shall provide various services related to projects and operations throughout the County, as directed by the Project Development Unit or its representatives. The services include, but are not limited to:

1. Project Management Services (including but not limited to):
 - a. Processing pay applications
 - b. Scope of work review and adherence documentation
 - c. Contract administration and documentation
 - d. Change order review and processing
 - e. DIR review
 - f. Coordination with various county entities (ISD, HS, FM, PGE, Cities Fire Dept. AHJs.)
 - g. submittal review
 - h. coordination meeting management
 - i. Schedule management
 - j. Budget management
2. Provide fully Combined Digital Record Set of Documents with integrated Hyperlinks to detail and section views.
3. Provide full or partial Constructability Review of all current construction documents including but not limited to Architectural, Mechanical, Electrical, Plumbing, low voltage, and structural as needed by the County.
4. Provide 2D Bluebeam overlay documents with constructability issues highlighted.
5. Suggested fixes to constructability review items for engineer review and approval.
6. Provide information for RFIs to drive to resolve of the constructability issues by the design team.
7. Facilitate coordination meetings with design team involvement to a collaborative environment for optimization of resolutions.
8. Virtual Reality Training and visualization deliverables for any/all projects in the PDU or other requested.
9. Drone photography/videography/mapping/training and visualization deliverables.
10. Review plans and specifications with any supplemental contract information to better understand sequencing and priority areas of coordination.
11. Virtual Reality Design Review Services.
12. BIM review and reporting on an as needed basis as coordinated with PDU and others.

13. Program Controls development, implementation, and support not otherwise provided through the Agreement with Gafcon including but not limited the work listed below and any necessary work to complete program controls related to Oracle Unifier:

- a. Program Management Plan (PMP): The PMP is the master control document for the Program Controls Management System. The PMP will be designed and implemented by Contractor and its authorized subcontractors to, *inter alia*, provide a central resource for documentation of internal policies, procedures, standards, and best practices and to provide an intuitive work breakdown structure to guide all program level and project specific work plans, schedules, file structures, and documentation efforts. PMP will be customized to meet the needs and requirements of the PDU. Where necessary and appropriate the PMP will be modified to align with any preconfigured business processes incorporated into the Gafcon BPS implementation outline.
- b. Project Controls System (PCS): The PCS is the project management controls systems for the PDU program management system. The PCS will provide a consistent project management and reporting platform for all project information related to, *inter alia*, budgets, commitments, changes, contract documents, quality assurance, and meeting minutes. The PCS will provide a common system for project specific operations and reporting that is replicated in the same fashion for all projects, and which can be quickly compiled into a program-wide report for all active projects. The PCS will enhance tracking of outstanding items, while also serving as a project archiving tool where RFIs, contracts, budget revisions, and applications for payment, change orders, and other critical documents are generated and maintained.
 - i. The Primavera Unifier platform has been selected for implementation. The initial set-up and configuration of the PCS/Unifier platform will be spearheaded by Gafcon's technical support team, with oversight, management, and coordination with PDU staff by Contractor. Gafcon's BPS proposal outlines a breakdown of responsibilities between the Gafcon Team and the PDU team. In all cases Contractor will complete the tasks required by PDU and will be a liaison to PDU staff as required to obtain review and approvals needed for critical components. Contractor will also serve as the "Unifier Champion" and "Unifier Administrator" as identified in Gafcon's BPS proposal documents.
- c. Document Management System ("DMS"): The DMS is the document management and controls system for the PDU program management system. The Document Management System will be implemented to provide a central file system for all PDU documents and records that allows for seamless integration between and amongst all PDU staff, consultants, and project teams.
 - i. Primavera Unifier will serve as the integrated management platform solution which will serve as both the project controls and document management clearinghouse for the PDU program. The initial implementation of the file structure and outline will be established with the PCS implementation scope of work in coordination with Gafcon. Vetting

historical documents for accuracy and completeness, and subsequently filing them in the appropriate locations per the PMP outline will be managed by Contractor, with support from PDU leadership and project managers as appropriate to locate, review, and submit documents for archiving.

- d. Training and Development System ("TDS") The TDS is the professional training and development component of the PDU program controls management system necessary to ensure consistent and quality results in all aspects of program management. The training modules and implementation will be partially completed by Gafcon as part of their PCS implementation scope of work, as it related to the Primavera Unifier platform specifically. Contractor will utilize a "train the trainer" methodology to empower PDU staff to manage and maintain training and onboarding processes in perpetuity.
- 14. Software training, implementation, and process creation including miscellaneous technology support such as Presentation creation and ongoing program controls support and financial management tracking.
 - 15. Miscellaneous presentation support for county executives such as BOS and CMO and reporting on project updates.
 - 16. Provide overall PDU QA/QC on any project directed by PDU executives (may include real time verbal direction on an as needed basis).
 - 17. Administration support as requested or assigned including but not limited to contracts, amendments, invoice review, etc.
 - 18. Technology transition management facilitating coordination of PDU project documents to end users including but not limited Facility management and AHJ such as Cal Fire and the like.

The Parties acknowledge and agree that: (a) the scope of work included herein may be completed at PDU offices, on site at PDU related projects, or remotely off site; (b) the scope of work may require work by VRVC, LLC and IPD2 as a sub-contractor to VRVC, LLC previously approved by PDU; (c) invoices will be submitted by VRVC, LLC as noted in Exhibit B; and (d) work in this scope may require VRVC, LLC and IPD2 to work over 40-hour work weeks and/or work on weekends, however, VRVC, LLC will not submit any invoice at an increased rate for work over 40 hours per week.

Exhibit B (Revised 1/4/20)

In consideration of the services provided by Contractor described in Exhibit A and subject to the terms of the Agreement, County shall pay Contractor based on the following fee schedule and terms:

Effective March 1, 2019 VRVC rates are as follows and include annual COLA adjustment.

Hourly Rates					
	Effective 3/1/2019	Effective 1/1/2020	Effective 1/1/2021	Effective 01/01/2022	Effective 1/1/2023
Senior Project Manager	\$165	\$170	\$175	\$180	\$185
Technology Management Consultant	\$160	\$165	\$170	\$175	\$180
Project Manager	\$140	\$145	\$150	\$155	\$160
Assistant Project Manager	\$135	\$140	\$145	\$150	\$155
Construction Scheduler	\$140	\$145	\$150	\$155	\$160
Construction Estimator	\$140	\$145	\$150	\$155	\$160
Construction Engineer	\$125	\$130	\$135	\$140	\$145
Administrative Assistant	\$85	\$90	\$95	\$100	\$105

Invoices will be submitted monthly. Invoices will show labor hours worked by personnel at the hourly rate indicated above. Reasonable and necessary reimbursable expenses related to services performed and actually incurred shall be reimbursed at actual cost and must include back up documentation. Included in the hourly rate is travel to and from PDU trailer and project construction sites for in scope work. Also included in the VRVC, LLC rate are costs for VRVC, LLC provided hardware, software, insurance, licenses, and benefits.

In any event, the total payment for services of contractor shall not exceed \$2,572,000 the right to withhold payment if the county determines that the quality and/or quality of the work performed is unacceptable.

Roles Defined

VRVC, LLC Senior Construction Project Manager: Will provide PDU Capital Project Manager Services to the PDU and will be the primary point of contact for a PDU project, report to the PDU manager and executive team, and serve as the county's project representative throughout all phases of the project:

- Preparation of project programming, planning, and the consultant selection process
- Ensure project is completed within the agreed upon scope, schedule, and budget
- Facilitate communications and coordination between County clients, user groups, other County departments, outside state agencies or municipalities, consultants, and contractors
- Manage project team, which includes PDU professionals in the support areas listed below, with other members of the consultant design and construction teams:
 - Engage all appropriate team members to provide informed and timely decisions throughout each project phase
 - Solicit reviews and comments at the periodic submittal stages from the appropriate team members to provide to the A/E
 - Verify submittal of required documents to the County regulatory agencies
 - Ensure delivery of complete and accurate construction documents
 - Manage process for bidding and delivery to final construction
- Collaborate with other PDU team members on issues that vary from the approved program, budget, or schedule, or which may call into question issues related to best practices
- Maintain accurate and complete project files and database information
- Review and approving pay applications and invoices for processing
- Complete all close-out and warranty requirements
- Provide services described in the VRVC, LLC Exhibit A as directed by CoSM staff and PDU including verbal direction

VRVC, LLC Tech Management Consultant: Will be lead, under the direction of VRVC senior construction manager, of technology training, technology transition of files used in construction to end users, training on use of technology tools for county/AHJ efficient use, coordination of standards for use in construction technology, continuous improvement review and administration, PM support on technology interface with county end users, county end user technology training, providing drone services, AHJs technology interface and training on PDU project documents and models. Tech Management Consultant will verify all PDU project technology information is transferred to end users for optimum use. This includes Bluebeam, BIM, VR/AR, Drone, and any other available information and is focused on end user ability to use PDU construction technology. Tech management consultant will also interface with ISD, DPW,

and other departments on an as needed basis as directed by PDU through VRVC, Senior Construction Manager.

VRVC, LLC Construction Project Manager: Will be secondary point of contact and will assist in the responsibilities of the Senior Project Manager as delegated to by the Senior Project Manager. The construction manager reports to the Senior Construction Manager who retains the primary point of contact responsibility with the PDU. Construction manager will also be able to step in at times when Senior Construction Manager is not available.

VRVC, LLC Construction Assistant Manager: Will run support to senior construction project manager and construction project manager on a task oriented basis as needed for all roles noted.

VRVC, LLC Construction Engineer: Will be support to the Senior Construction Manager and Construction Manager. Roles for the Construction engineer will include data and correspondence documentation, constructability review services, review of deliverables and reporting on completeness, assist in training support for PDU PMs, continued Unifier support, continued FM and AHJ project documentation transition and support.

VRVC, LLC Construction Estimator: Will assist in supporting review of material pricing, labor costs, and any financial documentation provided to PDU on an as needed basis and provide VRVC Senior Construction Manager support on estimates on an as needed basis.

VRVC, LLC Construction Scheduler: Will assist in supporting review of project schedules, labor costs, and any financial documentation provided to PDU on an as needed basis and provide VRVC Senior Construction Manager support on estimates on an as needed basis.

VRVC, LLC Administrative Assistant: Will assist the VRVC, LLC team and PDU staff as directed to assist in services that support coordination with County Manager's Office to set up project cost centers and to transfer funds

- Processes payments for vendor, consultant, and construction invoices
- Provides budget reporting, analysis, and recommendations for County administrators
- Tracks, reviews and processes construction contracts, change orders, and addendums
- Maintains bonds, insurance, and project financial archives
- Coordinates and plans events
- Prepares division budget amounts
- Schedule and prepare documents to be presented for board approval
- Provide support for all items noted in VRVC, LLC Exhibit A and any additional task delegated by VRVC, LLC, and PDU on an as needed basis.