

**AMENDMENT NO. 1
TO
AGREEMENT BETWEEN
BURGESS & NIPLE, INC.
AND
UPPER VERDE RIVER WATERSHED PROTECTION COALITION
FOR PROGRAM MANAGEMENT SERVICES**

SECTION I - GENERAL

This is an AMENDMENT to the AGREEMENT dated November 28, 2007, between Burgess & Niple, Inc., hereinafter referred to as CONSULTANT, and the Upper Verde River Watershed Protection Coalition, hereinafter referred to as PROTECTION COALITION, being formed by the Intergovernmental Agreement between Yavapai County, the Yavapai-Prescott Indian Tribe, the City of Prescott, the Town of Prescott Valley, the Town of Chino Valley, and the Town of Dewey-Humboldt, dated June 8, 2006.

WITNESSETH: All stipulations in the AGREEMENT between CONSULTANT and PROTECTION COALITION remain in effect except as hereinafter amended;

NOW, THEREFORE, in consideration of these premises and the mutual covenants hereinafter set forth, it is agreed as follows:

SECTION II - NECESSITY

In accordance with ARTICLE 3, "AGREEMENT TERM", of the AGREEMENT, this AMENDMENT is necessary so that CONSULTANT can continue work on tasks remaining to be completed and begin work on additional new tasks. These tasks include program management, capital projects, grant research and application services, public relations, website maintenance, water conservation efforts, and watershed restoration efforts.

SECTION III - TERMS AND CONDITIONS

- A. Exhibit "A"** – The scope of services and corresponding rate schedule is revised and is attached to this AMENDMENT.

- D. Time** – This AMENDMENT will extend the effective date of the AGREEMENT through June 30, 2013.

SECTION III - SIGNATURES

IN WITNESS WHEREOF the parties hereto have affixed their hands and seals this _____ day of _____, 2012.

PROTECTION COALITION Members:

Town of Prescott Valley (a Municipal Corporation of
Arizona)

Harvey C. Skoog, Mayor

ATTEST:

Diane Russell, Town of Prescott Valley Clerk

APPROVED AS TO FORM:

Ivan Legler, Town of Prescott Valley Attorney

City of Prescott (a Municipal Corporation of Arizona)

Marlin Kuykendall, Mayor

ATTEST:

Lynn Mulhall, City of Prescott Clerk

APPROVED AS TO FORM:

City of Prescott Attorney

Town of Chino Valley (a Municipal Corporation of
Arizona)

Chris Marley, Mayor

ATTEST:

Jami Lewis, Town of Chino Valley Clerk

APPROVED AS TO FORM:

Town of Chino Valley Attorney

Yavapai County

Thomas Thurman, Board Chairman

ATTEST:

Ana Wayman-Trujillo, Clerk of the Board, Yavapai County

APPROVED AS TO FORM:

Dave Hunt, Board Attorney, Yavapai County

Yavapai-Prescott Indian Tribe

Ernest Jones Sr., President

ATTEST:

Tribal Clerk

APPROVED AS TO FORM:

Tribal Attorney

Burgess & Niple, Inc. (CONSULTANT)

Edwin J. Muccillo Jr.
Vice President

ATTEST:

Revised Exhibit “A”

1. The Program Manager for the CONSULTANT is designated as Mr. Edwin J. Muccillo Jr., PE.

2. CONSULTANT will provide Program Management services to include the following:
 - a. Generate and develop project ideas
 - b. Manage/oversee and implement approved projects
 - c. Facilitate PROTECTION COALITION Board Meetings
 - d. Attend PROTECTION COALITION TAC Meetings
 - e. Perform research as directed by the PROTECTION COALITION
 - f. Generate position papers as directed by the PROTECTION COALITION
 - g. Prepare and provide project updates to the PROTECTION COALITION
 - h. Coordinate with other organizations as directed by the PROTECTION COALITION
 - i. Provide administration of PROTECTION COALITION functions including preparing meeting agendas, preparing meeting minutes, reproduction, and invoicing
 - j. Communicate with PROTECTION COALITION member governments as directed by the PROTECTION COALITION

3. CONSULTANT will provide the services outlined in Item 2 on an hourly rate basis in accordance with the PROTECTION COALITION’s budget. Invoices will be sent monthly based on hourly billing rates provided below and reimbursable expenses. Subconsultants will also be invoiced on an hourly rate basis in accordance with the PROTECTION COALITION’s budget. Subconsultants will be marked up at \$5 per hour. These hourly rates are valid through June 30, 2013. Reimbursable expenses will include mileage at the IRS standard mileage rate, technology/computer charges, materials, and out-of-pocket expenses.

a. Program Manager (Ed Muccillo)	\$195 per hour
b. Assistant Program Manager (Rick Shroads)	\$140 per hour
c. Program Coordinator (Dana Biscan)	\$125 per hour
d. Grants Coordinator (Melody Reifsnnyder)	\$80 per hour
e. Project Engineer	\$130 - 150 per hour
f. Administrative	\$75 per hour

4. The fiscal agent for the PROTECTION COALITION is designated as the Town of Prescott Valley. Mr. John Munderloh, Water Resources Manager, will be the point of contact for invoicing and issues concerning this Agreement.