

**RESOLUTION NO. 5380**

**A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF SOLEDAD  
AUTHORIZING AND APPROVING EXECUTION OF CONTRACT  
AMENDMENT #4 TO THE CONTRACT FOR PROFESSIONAL SERVICES  
WITH EMC PLANNING GROUP, INC. FOR CONTRACT PLANNING SERVICES  
FOR THE MIRAMONTE (FORMER MIRAVALLE III) PROJECT**

**WHEREAS**, the City has received a request from Mr. Nader Agha (“Applicant”) to process a Specific Plan, Vesting Tentative Map, related General Plan amendments and pre-zoning (“Project”) to facilitate development of the Miramonte (Former Miravale III) property, approximately 920 acres currently outside the City’s boundaries and Sphere of Influence; and

**WHEREAS**, the City selected EMC Planning Group, Inc. to provide planning services for the Project, in the base contract amount of \$227,724 and with three approved amendments for a total cost of \$468,987; and

**WHEREAS**, Staff has received a request from Applicant to defer payment of a portion of the aforesaid sum, and after consultation with EMC, EMC has agreed to defer payment while it completes its contemplated work pursuant to the Agreement and Amendments; and

**WHEREAS**, funding for the Agreement will be paid entirely by the Applicant through a Reimbursement Agreement.

**NOW THEREFORE, BE IT HEREBY RESOLVED** by the City Council of the City of Soledad that the Fourth Amendment to the Agreement between the City and EMC Planning Group, Inc., a copy of which is attached hereto as **Exhibit A** and by this reference incorporated herein, is hereby approved and the City Manager is authorized and directed to execute the same on behalf of the City.

**PASSED AND ADOPTED** at a regular meeting of the City Council of the City of Soledad duly held on the 7<sup>th</sup> day of March, 2018, by the following vote:

**AYES**, and in favor thereof, Councilmembers: Christopher Bourke, Mayor Pro Tem Alejandro Chavez and Mayor Fred Ledesma

NOES, Councilmembers: None

ABSENT, Councilmembers: Velazquez, Stewart

ABSTAIN, Councilmembers: None

  
FRED J. LEDESMA, Mayor

ATTEST:   
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MICHAEL McHATTEN, City Clerk



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**CONTRACT AMENDMENT NUMBER 4  
to the Contract titled**

**CONSULTING SERVICES AGREEMENT BETWEEN  
THE CITY OF SOLEDAD AND EMC PLANNING GROUP INC.  
FOR PLANNING STAFF ASSISTANCE AND PREPARATION OF  
CEQA DOCUMENTATION FOR THE MIRAMONTE  
(FORMER MIRAVALLE III) PROJECT**

**RECITALS**

A. City and EMC Planning Group, Inc. (collectively “the Parties”) entered into a Consulting Services Agreement (“Agreement”) for planning services and other forms of related assistance associated with the processing of the Miramonte Subdivision Project (“Project”) in October of 2016. Said Agreement has been amended on three occasions to accommodate enhanced or expanded services.

B. The Parties acknowledge that funding for all services under the Agreement is made available solely from a Reimbursement Agreement with Project Applicant Nader Agha (“Applicant”).

C. Pursuant to Section 2. of the Agreement, compensation for EMC’s services is to be provided on a monthly basis pursuant to the submission of EMC’s invoices.

D. Applicant has requested that payments for EMC’s services in excess of \$240,772.99 be deferred, and City and EMC have mutually agreed to a time to which payment for said services may be deferred.

E. Pursuant to Section 8.2 of the Agreement, accommodation of this deferred payment schedule requires a written amendment to the Agreement.

In light of the foregoing recitals, which are incorporated herein as findings, the Parties agree as follows:

1. Section 2.2 of the Agreement shall be amended to read as follows:

**2.2 Monthly Payment.** Unless otherwise mutually agreed in writing by the Parties, City shall make monthly payments, based on invoices received, for services satisfactorily performed, and for authorized reimbursable costs incurred. City shall have 30 days from the receipt of an invoice that complies with all of the requirements above to pay Consultant.

2. City and EMC agree that in order to accommodate Applicant’s desire to defer payments for EMC’s services, EMC will withhold invoicing City for services until it has completed work necessary for Applicant to bring Project approvals forward to the Planning Commission or City

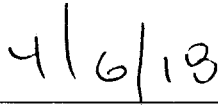
Council for consideration, whichever occurs first. City will not schedule City consideration of said approvals until Applicant has deposited adequate funds in its Reimbursement account with City to pay for said services.

3. All other provisions of the Agreement not modified by this Amendment, or any previous amendment, shall remain unchanged and in full force and effect.



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Michael McHatten  
City Manager  
City of Soledad



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Date



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Michael Groves  
Senior Principal  
EMC Planning Group, Inc.

3/22/18

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Date