

EXPENDITURE CONTRACT REVIEW FORM: CONTRACT AMENDMENT

Original CMS # AQWHU
(To be filled in by department)

Amendment CMS # JFKVX
(To be filled in by department)

Contract # 2551A
(As originally issued by Auditor)

Quiet Zone Feasibility Study

CONTRACTOR NAME: WilburSmith Associates

This contract package contains:	With Original Contract	Attached	Waiver Attached	Not Required
3 Original Contracts (Department, Vital Record and Vendor) in folders				
*The Vital Record contract MUST be in a folder. *Optional: In lieu of folders, Department and Vendor copies may be assembled with an Acco-fastener.				
1. Living Wage Certification (if not submitted with original contract) LWO use current form on web*	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Certification of Compliance with Equal Benefits Ordinance (if not submitted with original contract) EBO use current form on web*	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Insurance Certificate/s AND Endorsement/s OR Insurance Waiver/s (originals, not copies)	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Authorizing Council Resolution # <u>1,245</u>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Requisition # 12/258 (Hard copy attached)

Purchase Order # 67983

Budget Code 661-8303-463-3038

Council Approved Amount \$ 441,785

Was there any advance payment? Yes No

If Yes, Advanced Amount \$ _____

Original contract amount	\$ <u>400,000</u>
Amount/s added by previous amendment/s (if applicable)	\$ _____
Amount added by this amendment	\$ <u>41,785</u>
Total contract amount after amendment	\$ <u>441,785</u>

Routing and signatures:

All elements of the contract package, including information provided above and on Amendment Data Transmittal form (page 2), have been reviewed for completeness and accuracy and evidenced by the following signatures:

- | | | | |
|---------------------------------------------------------|-------------------|------------------|-------------|
| Danita Spencer <i>[Signature]</i> | Planning | 981-7418 | |
| 1. Project Manager | Department | Phone No. | Date |
| Perla Tiong <i>[Signature]</i> | | <u>10/23/07</u> | |
| 2. Department Administrative Officer/Accounting | | Date | |
| N/A | | | |
| 3. Manager of Engineering (PW construction only) | | Date | |
| Wendy Cosin <i>[Signature]</i> | | <u>10/23/07</u> | |
| 4. Department Head | | Date | |
| <i>[Signature]</i> | | <u>10/24/07</u> | |
| 5. Contract Administrator | | Date | |
| | | | |
| 6. Budget Manager | | Date | |

Routing continues to the following persons, who sign directly on the contract:

- | | |
|-------------------------------------------------------------------------------------|--------------------------------------|
| 7. City Manager (Will not sign unless all signatures and dates appear above) | 9. City Clerk (Initial _____) |
| 8. City Auditor (Initial <u>mk/10/2A</u>) | |

RECEIVED
OCT 29 2007

City Auditor

Destruction Date 6/30/15
CMS Date 11/7/07
Reviewed by [Signature]

Executed
10/26/07

* For current vendor forms, go to City of Berkeley website: <http://www.auditofberkeley.info/>

AMENDMENT TO CONTRACT

THIS CONTRACT is entered into September 17, 2007, between the BERKELEY REDEVELOPMENT AGENCY ("BRA"), and WilburSmith Associates WSA ("Contractor") a Delaware Corporation, doing business at 201 Mission Street, Suite 1450, San Francisco, CA 94105.

WHEREAS, Berkeley Redevelopment Agency and Contractor previously entered into Contract Number 7351, dated, June 13, 2007, which Contract was authorized by the Berkeley Redevelopment Agency Board by Resolution No.-1,240-N.S.; and

WHEREAS, on September 11, 2007, by Resolution No.1245-N.S., the Berkeley Redevelopment Agency Board authorized amendment of said contract as set forth below.

THEREFORE, Agency and Contractor mutually agree to amend said contract as follows:

1. Section 1. is amended to read as follows;

SCOPE OF SERVICES

Additional scope of services includes preparing a Quiet Zone Feasibility Study for inclusion within the West Berkeley Circulation Master Plan in accordance with provisions described in Exhibit A.

2. Section 2. is amended to read as follows:

PAYMENT

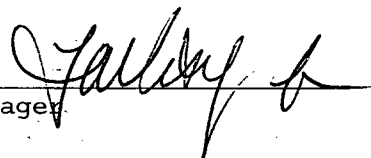
For services referred to in Section 1, Agency will pay Contractor a total amount not to exceed \$441,785. Agency shall make payments to Contractor in accordance with provisions described in Exhibit B, which is attached to and made part of this Contract.

3. In all other respects, the contract dated June 13, 2007, shall

remain in full force and effect.


IN WITNESS WHEREOF, Agency and Contractor have executed this Contract as of the date written on the first paragraph of this Contract.

CITY OF BERKELEY

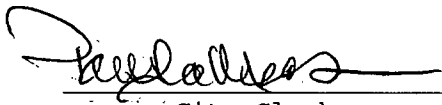
By 
City Manager

THIS CONTRACT HAS BEEN
APPROVED AS TO FORM BY
THE CITY ATTORNEY FOR
THE CITY OF BERKELEY
6/01

Registered by:


City Auditor

Attest:


City Clerk

CONTRACTOR

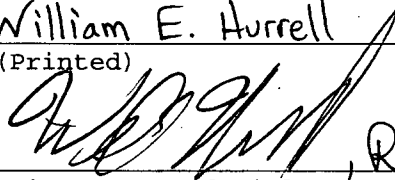
William E. Hurrell
Name (Printed)
By , Regional Vice President
Signature and Title

EXHIBIT A

SCOPE OF WORK

Task 1 - Describe the Problem to Be Solved

- Changing land uses
- Increasing rail volumes
- Potential solutions:
 - o Complete Quiet Zone involving all crossings
 - o Major improvements (grade separations and crossing closure[s]) obviating need for Quiet Zone
 - o Partial Quiet Zone, only during night-time hours
 - o Mix of Quiet Zone (south), street closure(s) and grade separations (north)
 - o Wayside horns (at some or all of the crossings)

Deliverable: A working paper summarizing the traffic delay and noise issues pertaining to the Union Pacific Railroad (UP) rail corridor between Bancroft Way on the south and Gilman Street in the north through Berkeley. It will underscore how these issues will likely intensify in the future with increasing freight and passenger train volumes. Then it will describe the various potential solutions to these issues (complete or partial Quiet Zone, street closure(s), wayside horns, etc.), which will be explored through the course of this project. This working paper will become Chapter 1 of the Final Report

Task 2 - Identify Rail-Highway Study Crossings in Berkeley

- Obtain FRA/CPUC Grade Crossing Inventory Database for Study Crossings
 - o Compare information in FRA/CPUC1 databases with actual installation
 - o Prepare updated grade crossing inventory forms, where necessary
- Identify and inventory of Items Needed for Quiet Zone Calculator
 - o Number of tracks and their configuration and classification
 - o Train speeds
 - o Lanes, paving and AADT (WSA will subcontract for AADT counts)
 - o Types of warning devices
 - o Crossing layout and adjacent intersections
 - o Accidents at crossings

Deliverable: A working paper that describes each of the seven grade crossings in Berkeley. The data collected will be the relevant information required to run the FRA Quiet Zone Calculator. The calculator assesses whether or not a combination of physical improvements, warning device upgrades and possible street closure(s) in a proposed Quiet Zone area are sufficient for the zone to warrant consideration by FRA for Quiet Zone status. The crossing inventories will be based on site visits (during which the crossings will be photographed to document conditions) and well as review of FRA and CPUC accident reports. This inventory will become Chapter 2 of the Final Report.

Sample pages of WSA's crossing inventory database developed for the City of Laredo, Texas, appear in the appendix to this proposal.

Task 3 – Describe Existing Conditions

- Demographics and land uses along rail corridor
- Rail traffic: operators and train volumes
- Grade crossing geometry and layout
- Special motor vehicle traffic generators
- Rail traffic generators
- Traffic delays at crossings
- Special access issues (e.g. 3rd Street)
- Accident history

Deliverable: A working paper that summarizes the existing conditions in the UP rail corridor through Berkeley. Much of this information will come from the ongoing West Berkeley Circulation Master Plan. This working paper will become Chapter 3 of the Final Report.

Task 4 – Describe Future Conditions

- Future demographics and land uses along rail corridor
- Expected growth in rail traffic volumes
- Changes in motor vehicle traffic generators
- Future traffic conditions (congestion/delay) at crossings
- Future grade separation project(s)

Deliverable: A working paper that summarizes the future conditions in the UP rail corridor through Berkeley. Much of this information will come from the ongoing West Berkeley Circulation Master Plan. This working paper will become Chapter 4 of the Final Report.

Task 5 – Describe the Quiet Zone Process

Deliverable: A working paper that describes the FRA Quiet Zone process, including the local agency designation, FRA review and designation, and the role of the California Public Utilities Commission. This working paper will become Chapter 4 of the Final Report. This task will include a meeting and a field visit to the study crossings with a CPUC representative(s).

Task 6 – Perform the Quiet Zone Analysis

- Quiet Zone alternative(s)
- AADT analysis in case of crossing closure(s)
- Potential improvements and sketch drawings
- Findings of the results obtained from the Quiet Zone Calculator
- Cost of improvements (construction and maintenance)
- Recommendations and next steps
 - o Consensus building with the CPUC

o Initiation of discussions with the FRA

Deliverable: A working paper that identifies various solutions, including the establishment of a Quiet Zone, for eliminating train horn blowing through Berkeley. The optimal solution, which eliminates the regular blowing of train horns while minimizing costs and motor vehicle access and circulation issues, will be identified. WSA will run the FRA Quiet Zone Calculator assuming alternative combinations of improvements in a future year, to help determine the most cost effective solution. The paper also will suggest specific next steps, including consultation with the PUC, the state agency with oversight responsibility for safety at rail-highway at-grade crossings. The purpose of such consultation will be to develop CPUC support for the optimal solution, which will enhance its potential for ultimate implementation. Sketch drawings of the planned improvements at crossings will be essential for successful CPUC discussions. The costs for improvements will be identified. This working paper will become Chapter 5 of the Final Report. As part of this task, all aforementioned working papers will be combined into a Final Report.

Exhibit B

Payment

Cost Proposal

Wilbur Smith Associates will complete the aforementioned tasks and deliverables within six months. The project will require 300 hours of effort. The proposed cost is \$46,785. This cost proposal is valid for a period of 90 days from the submission of this proposal. Details of the cost proposal appear in Table 1 below.

Table 1 Cost Proposal by Task for the Berkeley Railroad Quiet Zone Study 2007										
Labor	Role	Rate	Task 1	Task 2	Task 3	Task 4	Task 5	Task 6	Total Hours	Total Cost
Wilbur Smith Assoc.										
Bill Hurrell	Product Director	\$ 230	1	1	1	1	1	1	6	\$ 1,265
Justin Fox	Project Manager	\$ 180	16	24	24	8	8	24	104	\$ 18,720
Bob Glover	Rail Analyst	\$ 120			8	16	8	24	56	\$ 6,720
Grey Turner	Engineer	\$ 150					40		40	\$ 6,000
Gary Stevens	QZ Calculator	\$ 90					16		16	\$ 1,440
Nick Smith	Graphics	\$ 75			4	4		8	16	\$ 1,200
Paula Hirsh	Administration	\$ 90	1	1	1	1	1	1	6	\$ 540
Total Hours			18	26	38	30	74	58	244	
Total Cost			\$ 3,085	\$ 4,640	\$ 5,900	\$ 3,980	\$ 10,160	\$ 8,120		\$ 35,885
Adavant Consulting										
Jose Farran	Traffic Engineer	\$ 150	8	8	8	8	16	8	56	\$ 8,400
Total Cost			\$ 1,200	\$ 1,200	\$ 1,200	\$ 1,200	\$ 2,400	\$ 1,200		\$ 8,400
Total Labor Hours			26	34	46	38	90	66	300	
Total Labor Costs			\$ 4,285	\$ 5,840	\$ 7,100	\$ 5,180	\$ 12,560	\$ 9,320		\$ 44,285
Other Direct Costs*										\$ 2,500
Total Costs										\$ 46,785

* Mileage, Telecom, Reproduction

Note: R.S. Taylor may substitute for Gary Stevens.

10/15/2007

ARCHITECTS/ENGINEERS PROFESSIONAL
AND POLLUTION INCIDENT LIABILITY
POLICY
CONTINENTAL CASUALTY COMPANY
(CNA)

MEMORANDUM OF INSURANCE--
ARCHITECTS/ENGINEERS
PROFESSIONAL AND POLLUTION
INCIDENT LIABILITY

To: City of Berkeley Redevelopment Agency
Planning and Development Department
CMS#AQWHU
2118 Milvia Street, Suite 300
Berkeley, CA 94704

RE: West Berkeley Circulation Master Plan

As set forth below, the named insured has in force,
on the date indicated, a policy of
Architects/Engineers Professional And Pollution
Incident Liability insurance issued by Continental
Casualty Company (CNA), with a limit of liability
of not less than the amount indicated.

This memorandum is issued as a matter of
information only and confers no rights upon the
holder. By its issuance, it does not alter, change,
modify or extend the provisions of said policy and
does not waive any rights thereunder.

Name of Insured:
WILBUR SMITH ASSOCIATES, INC.

Policy Period:
6/30/2007 TO 6/30/2008

Address of Insured:

SUITE 1500
1301 GERVAIS STREET
COLUMBIA, SC 29201-3356

Limit Of Liability - Per Claim:
\$1,000,000.00
Limit of Liability - Annual Aggregate:

Policy Number:

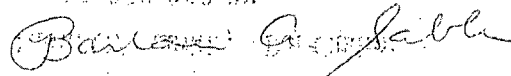
EXN 00 431 24 34

\$1,000,000.00

Cancellation Notice:

In the event the above policy is canceled prior to the expiration date thereof, the company will provide 30 days prior
written notice to the certificate holder named above.

AMES & GOUGH - INSURANCE/RISK MANAGEMENT, INC.



Barbara A. Sable

#17200

ACORD™ CERTIFICATE OF LIABILITY INSURANCE

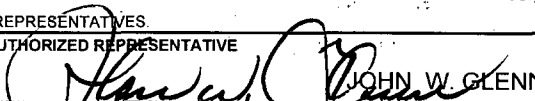
DATE (MM/DD/YY)
10/12/2007

PRODUCER DANA INSURANCE AGENCY P O BOX 11749 COLUMBIA SC 29211	Serial # 100752	THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW.												
INSURED WILBUR SMITH ASSOCIATES, INC. PO BOX 92 1301 GERVAIS STREET COLUMBIA, SC 29202		<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <th style="width:80%;">INSURERS AFFORDING COVERAGE</th> <th style="width:20%;">NAIC#</th> </tr> <tr> <td>INSURER A: TRAVELERS PROP CAS CO OF AMERICA</td> <td>A+/XV</td> </tr> <tr> <td>INSURER B:</td> <td></td> </tr> <tr> <td>INSURER C:</td> <td></td> </tr> <tr> <td>INSURER D:</td> <td></td> </tr> <tr> <td>INSURER E:</td> <td></td> </tr> </table>	INSURERS AFFORDING COVERAGE	NAIC#	INSURER A: TRAVELERS PROP CAS CO OF AMERICA	A+/XV	INSURER B:		INSURER C:		INSURER D:		INSURER E:	
INSURERS AFFORDING COVERAGE	NAIC#													
INSURER A: TRAVELERS PROP CAS CO OF AMERICA	A+/XV													
INSURER B:														
INSURER C:														
INSURER D:														
INSURER E:														

COVERAGES
 THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES, AGGREGATE LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	ADD'L INSR	TYPE OF INSURANCE	POLICY NUMBER	POLICY EFFECTIVE DATE (MM/DD/YY)	POLICY EXPIRATION DATE (MM/DD/YY)	LIMITS												
A		GENERAL LIABILITY <input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS MADE <input checked="" type="checkbox"/> OCCUR GEN'L AGGREGATE LIMIT APPLIES PER: <input type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC	P-630-8272B630	01/01/07	01/01/08	<table border="1" style="width:100%; border-collapse: collapse;"> <tr><td>EACH OCCURRENCE</td><td>\$ 1,000,000</td></tr> <tr><td>DAMAGE TO RENTED PREMISES (Ea occurrence)</td><td>\$ 300,000</td></tr> <tr><td>MED EXP (Any one person)</td><td>\$ 10,000</td></tr> <tr><td>PERSONAL & ADV INJURY</td><td>\$ 1,000,000</td></tr> <tr><td>GENERAL AGGREGATE ..</td><td>\$ 2,000,000</td></tr> <tr><td>PRODUCTS - COMP/OP AGG</td><td>\$ 2,000,000</td></tr> </table>	EACH OCCURRENCE	\$ 1,000,000	DAMAGE TO RENTED PREMISES (Ea occurrence)	\$ 300,000	MED EXP (Any one person)	\$ 10,000	PERSONAL & ADV INJURY	\$ 1,000,000	GENERAL AGGREGATE ..	\$ 2,000,000	PRODUCTS - COMP/OP AGG	\$ 2,000,000
EACH OCCURRENCE	\$ 1,000,000																	
DAMAGE TO RENTED PREMISES (Ea occurrence)	\$ 300,000																	
MED EXP (Any one person)	\$ 10,000																	
PERSONAL & ADV INJURY	\$ 1,000,000																	
GENERAL AGGREGATE ..	\$ 2,000,000																	
PRODUCTS - COMP/OP AGG	\$ 2,000,000																	
A		AUTOMOBILE LIABILITY <input checked="" type="checkbox"/> ANY AUTO <input type="checkbox"/> ALL OWNED AUTOS <input type="checkbox"/> SCHEDULED AUTOS <input checked="" type="checkbox"/> HIRED AUTOS <input checked="" type="checkbox"/> NON-OWNED AUTOS	P-810-8272B642	01/01/07	01/01/08	<table border="1" style="width:100%; border-collapse: collapse;"> <tr><td>COMBINED SINGLE LIMIT (Ea accident)</td><td>\$ 500,000</td></tr> <tr><td>BODILY INJURY (Per person)</td><td>\$</td></tr> <tr><td>BODILY INJURY (Per accident)</td><td>\$</td></tr> <tr><td>PROPERTY DAMAGE (Per accident)</td><td>\$</td></tr> </table>	COMBINED SINGLE LIMIT (Ea accident)	\$ 500,000	BODILY INJURY (Per person)	\$	BODILY INJURY (Per accident)	\$	PROPERTY DAMAGE (Per accident)	\$				
COMBINED SINGLE LIMIT (Ea accident)	\$ 500,000																	
BODILY INJURY (Per person)	\$																	
BODILY INJURY (Per accident)	\$																	
PROPERTY DAMAGE (Per accident)	\$																	
		GARAGE LIABILITY <input type="checkbox"/> ANY AUTO				<table border="1" style="width:100%; border-collapse: collapse;"> <tr><td>AUTO ONLY - EA ACCIDENT</td><td>\$</td></tr> <tr><td>OTHER THAN EA ACC</td><td>\$</td></tr> <tr><td>AUTO ONLY - EA AGG</td><td>\$</td></tr> </table>	AUTO ONLY - EA ACCIDENT	\$	OTHER THAN EA ACC	\$	AUTO ONLY - EA AGG	\$						
AUTO ONLY - EA ACCIDENT	\$																	
OTHER THAN EA ACC	\$																	
AUTO ONLY - EA AGG	\$																	
A		EXCESS/UMBRELLA LIABILITY <input checked="" type="checkbox"/> OCCUR <input type="checkbox"/> CLAIMS MADE <input type="checkbox"/> DEDUCTIBLE <input checked="" type="checkbox"/> RETENTION \$ 10,000	PSM CUP 8272B654	01/01/07	01/01/08	<table border="1" style="width:100%; border-collapse: collapse;"> <tr><td>EACH OCCURRENCE</td><td>\$ 2,000,000</td></tr> <tr><td>AGGREGATE</td><td>\$ 2,000,000</td></tr> <tr><td></td><td>\$</td></tr> <tr><td></td><td>\$</td></tr> </table>	EACH OCCURRENCE	\$ 2,000,000	AGGREGATE	\$ 2,000,000		\$		\$				
EACH OCCURRENCE	\$ 2,000,000																	
AGGREGATE	\$ 2,000,000																	
	\$																	
	\$																	
A		WORKER'S COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? If yes, describe under SPECIAL PROVISIONS below	PFUB-8912C412	01/01/07	01/01/08	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td><input checked="" type="checkbox"/> WC STATU-TORY LIMITS</td> <td><input type="checkbox"/> OTH-ER</td> <td></td> </tr> <tr><td>EL EACH ACCIDENT</td><td>\$</td><td>500,000</td></tr> <tr><td>EL DISEASE - EA EMPLOYEE</td><td>\$</td><td>500,000</td></tr> <tr><td>EL DISEASE - POLICY LIMIT</td><td>\$</td><td>500,000</td></tr> </table>	<input checked="" type="checkbox"/> WC STATU-TORY LIMITS	<input type="checkbox"/> OTH-ER		EL EACH ACCIDENT	\$	500,000	EL DISEASE - EA EMPLOYEE	\$	500,000	EL DISEASE - POLICY LIMIT	\$	500,000
<input checked="" type="checkbox"/> WC STATU-TORY LIMITS	<input type="checkbox"/> OTH-ER																	
EL EACH ACCIDENT	\$	500,000																
EL DISEASE - EA EMPLOYEE	\$	500,000																
EL DISEASE - POLICY LIMIT	\$	500,000																
		OTHER																

DESCRIPTION OF OPERATIONS/LOCATIONS/VEHICLES/EXCLUSIONS ADDED BY ENDORSEMENT/SPECIAL PROVISIONS
 RE: WEST BERKELEY CIRCULATION MASTER PLAN. THE CITY OF BERKELEY, ITS OFFICERS, AGENTS, VOLUNTEERS AND EMPLOYEES ARE NAMED AS ADDITIONAL INSURED ON A PRIMARY AND NON-CONTRIBUTORY BASIS BY ENDT ATTACHED AS REGARDS GENERAL AND AUTOMOBILE LIABILITY ACCORDING TO THE TERMS, CONDITIONS AND EXCLUSIONS OF THE POLICIES. WAIVER OF SUBROGATION IN FAVOR OF THE CITY IS INCLUDED ON THE WORKERS COMPENSATION POLICY.

CERTIFICATE HOLDER CITY OF BERKELEY REDEVELOPMENT AGENCY PLANNING AND DEVELOPMENT DEPARTMENT CMS#AQWHU 2118 MILVIA STREET, SUITE 300 BERKELEY, CA 94704	CANCELLATION SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, THE ISSUING INSURER WILL ENDEAVOR TO MAIL 30 DAYS WRITTEN NOTICE TO THE CERTIFICATE HOLDER NAMED TO THE LEFT, BUT FAILURE TO DO SO SHALL IMPOSE NO OBLIGATION OR LIABILITY OF ANY KIND UPON THE INSURER, ITS AGENTS OR REPRESENTATIVES. AUTHORIZED REPRESENTATIVE  JOHN W. GLENN, CIC
-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------	-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------

POLICY NUMBER: P-630-8272B630

COMMERCIAL GENERAL LIABILITY

THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY.

**ADDITIONAL INSURED – OWNERS, LESSEES OR
CONTRACTORS (FORM B)**

(including "Primary Wording")

This endorsement modifies insurance provided under the following:

COMMERCIAL GENERAL LIABILITY COVERAGE PART .

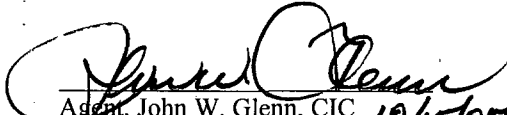
SCHEDULE

Name of Person or Organization:

The City of Berkeley, its officers, agents, volunteers and employees

(If no entry appears above, information required to complete this endorsement will be shown in the Declarations as applicable to this endorsement.)

WHO IS AN INSURED (Section II) is amended to include as an insured the person or organization shown in the Schedule, but only with respect to liability arising out of or related to "your work" or its supervision for that insured by or for you. The insurance afforded to such person or organization is primary. Any other insurance which such person or organization may have will be non-contributory.


Agent, John W. Glenn, CIC
Dana Insurance Agency 10/15/07

THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY.

DESIGNATED INSURED


This endorsement modifies insurance provided under the following:

- BUSINESS AUTO COVERAGE FORM
- GARAGE COVERAGE FORM
- MOTOR CARRIER COVERAGE FORM
- TRUCKERS COVERAGE FORM

With respect to coverage provided by this endorsement, the provisions of the Coverage Form apply unless modified by this endorsement.

This endorsement identifies person(s) or organization(s) who are "insureds" under the Who Is An Insured Provision of the Coverage Form. This endorsement does not alter coverage provided in the Coverage Form.

This endorsement changes the policy effective on the inception date of the policy unless another date is indicated below.

Endorsement Effective: 10/12/2007	Countersigned By: Dana Insurance Agency John W. Glenn, CIC  (Authorized Representative)
Named Insured: Wilbur Smith Associates, Inc.	

SCHEDULE

Name of Person(s) or Organization(s) : The City of Berkeley, its officers, agents, volunteers and employees

(If no entry appears above, information required to complete this endorsement will be shown in the Declarations as applicable to the endorsement.)

Each person or organization shown in the Schedule is an "insured" for Liability Coverage, but only to the extent that person or organization qualifies as an "insured" under the Who Is An Insured Provision contained in Section II of the Coverage Form.