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Introduction Date: 1/23/13
Enactment Number: 13-0258
Enactment Date: 1-23-13
By: *JF*

OAKLAND UNIFIED SCHOOL DISTRICT
Office of the Board of Education
January 23, 2013

To: Board of Education

From: Tony Smith, Ph. D, Superintendent,
Timothy E. White, Assistant Superintendent of Facilities Planning & Management,
Buildings & Grounds and Custodial Services

Subject: Approval of the Notice to Proceed and Project Addendum No. 2 to Agreement for
Design and Construction with SunPower Corporation Systems

ACTION REQUESTED

Approval by the Board of Education of the Notice to Proceed and Project Addendum No. 2 to Agreement for Design and Construction ("Agreement") with SunPower Corporation Systems ("SunPower") and Oakland Unified School District ("District") to provide assessment, engineering and related services as part of the Design Development/ Construction Document Phase of the Agreement.

BACKGROUND

The District's agreement with SunPower to design, construct and maintain solar panels at seventeen (17) school sites ("School Sites") provides that District shall, in its sole discretion, issue Notice(s) to Proceed and Project Addendum ("NTP") to authorize SunPower to perform the Services pursuant to the Agreement.

At this time, the Schematic Design/Design Development Phase of the Agreement is complete and the District and SunPower are prepared to move forward with the "Construction Documents Phase" as indicated in the Agreement, including all assessments, engineering and related services required to receive DSA approval and commence construction. Before the work of this phase may begin, however, the District and SunPower must execute the NTP.

The Services or Work to be performed by SunPower pursuant to this NTP shall be for a maximum not to exceed total price of ONE MILLION FOUR HUNDRED FIFTY ONE THOUSAND THREE HUNDRED TEN DOLLARS (\$1,451,310).

FISCAL IMPACT

Up to \$1,451,310 (in total) for the scope of services related to Construction Documents Phase, provided as part of the overall Design/Design Development under the Agreement.

RECOMMENDATION

That the Board of Education authorize the District's Superintendent or his designee, to approve the Notice to Proceed and Project Addendum No. 2 to Agreement for Design and Construction with SunPower Corporation Systems as indicated in the Agreement, and to take all steps and perform all actions necessary to execute and implement that Notice to Proceed and to take any actions deemed necessary to best protect the interests of the District.

ATTACHMENT

Notice to Proceed and Project Addendum No. 2 to Agreement for Design and Construction.

**NOTICE TO PROCEED AND PROJECT ADDENDUM NO. 2
TO
AGREEMENT FOR DESIGN AND CONSTRUCTION**

This Notice to Proceed and Project Addendum to Agreement for Design and Construction (“Addendum”) is made as of **January 24, 2013** and forms a part of the Agreement for Design and Construction between **Oakland Unified School District**, a California public school district (“District”) and **SunPower Corporation, Systems** (“Designer/Builder”) (collectively “Parties”) which is dated on or about **September 13, 2012** (“Agreement”).

1. **Notice to Proceed.** Designer/Builder is directed to proceed with its performance of the Services pursuant to the Agreement, and as more specifically indicated herein.
2. **Addendum to Agreement.** The Agreement is modified as follows:

Agreement: Section 1, is modified to include the following:

The Designer/Builder shall furnish the Services or Work described in this Addendum to the District for a firm fixed price as follows (“Construction Documents to DSA Approval Price”):

Site	PV Construction Documents to DSA Approval Price
Bret Harte MS	\$62,111
Castlemont HS	\$101,487
Emerson ES	\$130,614
Edna M. Brewer MS	\$88,611
Havenscourt MS	\$58,361
King Estates MS	\$62,338
Lowell MS	\$68,020
McClymonds HS	\$62,338
Montera MS	\$57,793
Oakland HS	\$116,932
Oakland International HS at Carter MS	\$136,867
Oakland Technical HS	\$112,010
Roosevelt MS	\$81,726
Sankofa Academy at Washington ES	\$58,361
Skyline HS	\$125,655
Westlake MS	\$64,043
Madison MS	\$64,043
Total	\$1,451,310

This amount is a portion of the Contract Price, and shall be Designer/Builder’s total compensation to perform the following services (“Services” or “Work”):

The assessment, engineering, and Services that are part of the “Construction Documents Phase” as indicated in the Agreement and all Services required to receive DSA approval of all design components requiring DSA approval.

To the extent not completed in previous phases and/or pursuant to previous Addenda, prepare a final, lump sum, Contract Price for each site, divided by Construction Costs, Roof Replacement Costs, Electrical Equipment Upgrade Costs, O&M Costs (25 years) and Output Guarantee Costs (25 years).

Preparation of final pricing for each site shall include, but not be limited to, the following tasks:

- Confirmation and finalization of PV array size and layout;
- Confirmation of equipment pad locations;
- Easement verification;
- Geotechnical survey and topographic survey for parking shade sites;
- Underground utilities location;
- Roof repair/replacement scope definition;
- Electrical service upgrade scope definition; and
- Structural analysis of roof suitability (includes roof analysis only, not structural analysis of the entire building, e.g., seismic).

Agreement: Section 5, is modified to include the following:

Notwithstanding the provisions in this subsection, the Parties agree that the conditions precedent indicate in this subsection need not be satisfied prior to Designer/Builder's performance of the Services of this Addendum or the District's obligation to pay for the Services of this Addendum.

Exhibit "C" (SCHEDULE): Add the following to indicate the schedule for Designer/Builder's performance of the Project indicated in this Addendum:

Designer/Builder shall perform all of the Services of this Addendum on or before April 26, 2013, provided this Notice to Proceed is executed by February 1, 2013.

Exhibit "D" (CONTRACT PRICE BREAKDOWN AND PAYMENT SCHEDULE): Add the following to indicate the Portion of the Contract Price for Designer/Builder's performance of the Project indicated in this Addendum:

Designer/Builder may invoice for its Services under this Addendum as follows:

- Thirty Percent (30%) of the Construction Documents to DSA Approval Price upon execution of this Addendum.
- Sixty Percent (60%) of the Construction Documents to DSA Approval Price pursuant to the Payment provisions in the Agreement.
- The final Ten Percent (10%) of the Construction Documents to DSA Approval Price upon Designer/Builder's submission to the District of its findings and its final lump sum Contract Price.

Exhibit "E" (SCHEDULE OF VALUES): Add the following to indicate the Schedule of Values for Designer/Builder's performance of the Project indicated in this Addendum:

N/A

Exhibit "G" (LIST OF PLANS AND SPECIFICATIONS FOR SCHOOL SITES): Attached hereto as **Attachment "1"** is the current list of Plans, Specifications and Drawings for the School Site(s) of this Addendum.

N/A

3. **Performance Guarantee (Exhibit "H").** Attached hereto as **Attachment "2"** is the Agreement for Output

Guarantee Parameters and Energy Output Data for the School Site(s) of this Addendum.

N/A

- 4. **Bonds.** Attached hereto as **Attachment "3"** are the following two (2) bonds, each in the form provided by the District and each in the amount of the portion of the Contract Price that the District shall pay the Designer/Builder to perform the Work authorized by this Addendum.

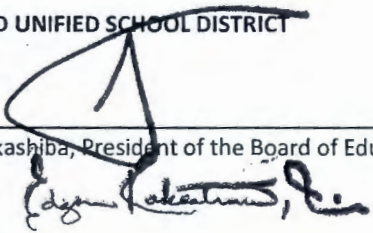
N/A

This Addendum modifies the Agreement. By signing where indicated below, each party acknowledges and accepts the modifications as indicated in this Addendum. All other terms and conditions of the Agreement and all previous approved Addenda shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have executed this Addendum on the date(s) indicated below.

OAKLAND UNIFIED SCHOOL DISTRICT

David Kakashiba, President of the Board of Education



1/30/13
Date

Edgar Rakestraw, Jr., District Secretary

1/30/13
Date

SUNPOWER CORPORATION, SYSTEMS

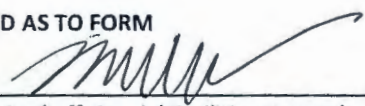
Pat Dalton
Pat Dalton

1.31.13
Date

By: _____
Its: _____

APPROVED AS TO FORM

Catherine Boskoff, Special Facilities Counsel



1.31.13
Date

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