

**ADDENDUM #6 TO FUNDING AND REIMBURSEMENT AGREEMENT  
BY AND BETWEEN  
THE CITY OF SAN JOSE AND GOOGLE, LLC.  
RELATED TO DIRIDON STATION AREA PLANNING AND  
GOOGLE DOWNTOWN WEST MIXED-USE PLAN**

This Sixth Addendum to the Funding and Reimbursement Agreement dated June 17, 2019 together with the First Addendum to the Funding and Reimbursement Agreement dated June 8, 2020, the Second Addendum dated October 7, 2020, the Third Addendum dated June 29, 2021, the Fourth Addendum dated July 23, 2021, and the Fifth Addendum dated January 10<sup>th</sup>, 2022, (collectively referred to as the "Agreement") is entered into as of February 16<sup>th</sup>, 2022 (the "Effective Date") by and between the City of San José, a California Municipal Corporation ("CITY") and Google LLC, a Delaware limited liability company ("GOOGLE"). Defined terms from the Agreement are repeated herein where applicable. The Agreement is hereby supplemented as specifically referenced below; in all other respects, the Agreement remains the same and is confirmed by the parties.

WHEREAS, in accordance with the Agreement, GOOGLE initially provided the City with \$4,473,580 Dollars to provide the CITY with funding relating to review and process of the environmental impact report and related project approvals and agreements, including project hearings before the Planning Commission and City Council, all of which were defined as "WORK" in the Agreement. In accordance with the Agreement, Google subsequently provided the CITY with an additional \$3,219,483.00 Dollars for additional costs expected to be incurred with regard to the WORK.

WHEREAS, CITY and GOOGLE now wish to amend the Agreement to fund the CITY with an additional \$300,000 Dollars to support the next phase of additional technical and legal analysis and other activities associated with GOOGLE's microgrid project. Additional work to be performed in this next phase by CITY in collaboration with GOOGLE includes negotiating a Business Agreement with GOOGLE that will include funding and reimbursement terms, and continue the investigation phase for CITY to establish and provide electric service to GOOGLE'S microgrid project. This additional amount will cover the costs of various CITY staff as needed and available through June 30, 2022 and the costs of CITY consultants to complete the assigned work tasks as identified in Exhibit A attached hereto and incorporated by reference. Additional deposit and funding will be required for the cost of any additional work by CITY staff that exceeds the City Staff Costs amount identified in Exhibit A or any additional CITY consulting or staff work on the next phase of the microgrid project implementation work in fiscal year 2022-2023 and will be covered in a separate Addendum or agreement.

NOW THEREFORE, in consideration of the mutual agreement of the parties and other good and valuable consideration, the receipt and sufficiency of which are

hereby acknowledged, GOOGLE hereby agrees to reimburse CITY for the entire requested amount of \$300,000. The payment is due no later than March 1, 2022.

APPROVED AS TO FORM:

“CITY”

DocuSigned by:  
*Johnny Phan*  
776244DF39B049F...  
\_\_\_\_\_  
JOHNNY V. PHAN  
Chief Deputy City Attorney  
3/16/2022

CITY OF SAN JOSE,  
a municipal corporation

DocuSigned by:  
*Sarah Zarate* 3/17/2022  
\_\_\_\_\_  
SARAH ZARATE  
Director of Office of Administration, Policy  
and Intergovernmental Relations

“GOOGLE”

GOOGLE LLC  
a Delaware limited liability company authorized  
to conduct business in the State of California

DocuSigned by:  
*Cindy Muller*  
\_\_\_\_\_  
Print Name: Cindy Muller  
Title: Director, District Systems  
3/21/2022

**EXHIBIT A**

**Anticipated Services and Reimbursements**

**City Staff Costs Through June 30, 2022**

Subtotal: City Staff Costs	\$160,000
Various Community Energy Department Staff	

**Consultant Costs**

Subtotal: Consultant Costs for Identified Tasks	\$140,000
Business Plan	
Business Agreement	
Other Legal and Technical Support and Analysis	

<b>Total for Addendum #6</b>	<b>\$300,000</b>
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# City of San José Contract/Agreement Transmittal Form

## Route Order

## Attached / Completed

## Electronically Signed

- TO:  City Attorney  
 City Manager  
 **City Clerk** OR Return to  
 Dept. (circle one)

- Insurance Certificates / Waivers  Electronically Signed: Select one  
 Business Tax Certificate  Audit Trail Attached (if applicable)  
 Contacted Clerk re: Form 700  Scanned Signature Authorization  
 Supplemental Memorandums (if applicable): Select One

Type of Document: Other

Type of Contract: Other

### REQUIRED INFORMATION FOR ALL CONTRACTS:

Existing GILES # 664704-006

Contractor: Google

Address: 1600 Ampitheatre Parkway, Mountain View, CA 94043

Phone: 650-660-5811

Email: sheelajivan@google.com

Contract Description: Addendum #6 increases the funding and reimbursement agreement by \$300,000.00

Term Start Date: 06/04/2018 Term End Date: 06/30/2022 Extension: Select one

Method of Procurement: Select one RFB, RFP or RFQ No.: \_\_\_\_\_ Date Conducted: \_\_\_\_\_

Agenda Date (if applicable): \_\_\_\_\_ Agenda Item No.: \_\_\_\_\_

Resolution No.: \_\_\_\_\_ Ordinance No.: \_\_\_\_\_

Original Contract Amount: \$7,693,063.00 Amount of Increase/Decrease: \$300,000.00

Option #: \_\_\_ of \_\_\_ Option Amount: \_\_\_\_\_ NTE/Updated Contract Amount: \$7,993,063.

Fund/Appropriation: \_\_\_\_\_

Form 700 Required (Selection mandatory for processing): Select one Revenue Agreement: Select one

Tax Certificate No.: \_\_\_\_\_ Expiration Date: \_\_\_\_\_

Department: Community Energy

Department Contact: angela.sato-anderson@sanjoseca.go Customer (Finance Only): \_\_\_\_\_

Notes: Contract signatures obtained by Nancy Klein and Lori Severino

Department Director Signature: \_\_\_\_\_ Date

Office of the City Manager Signature: \_\_\_\_\_ Date