



Board Agenda Item 48

DATE: May 20, 2025

TO: Board of Supervisors

SUBMITTED BY: Steven E. White, Director
Department of Public Works and Planning

SUBJECT: Assignment of Consultant Agreement with Westwood Professional Services Inc.
(formerly O'Dell Engineering, Inc.)

RECOMMENDED ACTION(S):

Authorize the Director of Public Works and Planning to execute, on behalf of the County, and consent to the assignment of Agreement No. D-22-246 from O'Dell Engineering, Inc. to Westwood Professional Services Inc., for on-call architectural, engineering, and related consultant services, to take effect immediately upon execution.

Approval of the recommended action will authorize the Director of Public Works and Planning (Director) to execute the County's consent to assignment of the Department of Public Works and Planning Agreement number D-22-246 to the consulting firm Westwood Professional Services Inc. (Westwood). Westwood acquired O'Dell Engineering, Inc. (O'Dell) February 2024, a consulting firm currently under contract with the County. This item is countywide.

ALTERNATIVE ACTION(S):

If the recommended action is not approved, O'Dell/Westwood, would not be eligible to make proposals for surveying services on our projects under this on-call agreement.

FISCAL IMPACT:

There is no Net County Cost associated with the recommended action. All other terms of the agreement will remain unchanged.

DISCUSSION:

On May 17, 2022, the Board authorized the Director, subject to the review and approval by County Counsel as to legal form and the Auditor-Controller/ Treasurer-Tax Collector as to accounting form, to execute fifty on-call agreements for engineering, architectural and other related consultant services. Each agreement was to become effective upon execution by the County, through and including the fifth anniversary of the execution date with no optional extensions, with the cumulative total for all agreements not to exceed \$22,200,000. O'Dell was one of the fifty firms identified in the Board agenda item. The agreement with O'Dell, which provided for that firm to provide those specific surveying on-call consultant services for which it had been approved, was executed by the Director on September 22, 2022.

O'Dell was acquired by Westwood February 2024. As is the case with each of the agreements executed pursuant to the Board's action on May 17, 2022, the agreement between the County and O'Dell (Agreement)

requires notice for the transfer and assignment of the contract to any entity other than O'Dell. The Department of Public Works and Planning (Department) became aware of the acquisition in June 2024, however they continued to operate legally as O'Dell Engineering, Inc. d/b/a O'Dell Engineering, a Westwood company. The Department was officially notified of Westwood's acquisition of O'Dell by letter on March 18, 2025, in which Westwood requested that the County consent to an assignment of the Agreement to Westwood.

Department staff has confirmed that Westwood possesses the requisite qualifications and experience to assume the obligations of the consultant under the provisions of the Agreement. The consent form expressly provides that the County's acceptance and approval of the assignment neither amends, modifies, nor otherwise alters the terms and conditions of the Agreement previously executed between the County and O'Dell.

REFERENCE MATERIAL:

BAI #55, May 17, 2022

ATTACHMENTS INCLUDED AND/OR ON FILE:

On file with Clerk - Assignment of Agreement (D-22-246)

CAO ANALYST:

Maria Valencia