

**AMENDMENT NUMBER TWO
TO PROFESSIONAL SERVICES AGREEMENT
WITH SCIENTIA CONSULTING GROUP, INC.**

This Amendment is made and entered into this ____ day of January, 2014 (“Effective Date”) by and between the CITY OF COSTA MESA, a municipal corporation (“City”) and SCIENTIA CONSULTING GROUP, INC., a California corporation (“Consultant”).

WHEREAS, Consultant and City entered into an agreement on June 5, 2012, for Consultant to provide on-site computer technology assistance (the “Agreement”); and

WHEREAS, Consultant and City previously amended the Agreement to revise the scope of services and adjust the compensation accordingly; and

WHEREAS, Consultant and City now desire to amend the Agreement to revise the term of the Agreement and adjust the compensation accordingly.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Parties agree as follows:

1. Section 4.1 (Term) of the Agreement is hereby deleted in its entirety and replaced by the following:

4.1 Term. This Agreement shall commence on the Effective Date and continue until May 1, 2015 unless previously terminated as provided herein or as otherwise agreed to in writing by the parties. At the end of the term period, Consultant and City may mutually agree, in writing, to renew the contract for up to four (4) term periods of one (1) year each.

2. Section 2.1 (Compensation) of the Agreement is hereby deleted in its entirety and replaced by the following:

2.1 Compensation. As compensation for the provision of services outlined in Exhibit A and in accordance with this Agreement, Consultant shall be paid in accordance with the fee schedule set forth in Exhibit “B” attached hereto and incorporated herein by this reference. Consultant’s total compensation shall not exceed One Hundred Three Thousand Dollars (\$103,000.00).

3. All other terms, conditions, and provisions of the Agreement not in conflict with this Amendment and previous Amendments, shall remain in full force and effect.

IN WITNESS WHEREOF, the Parties hereto have set their hand by their duly authorized representatives as of the day and year first above written.

CITY OF COSTA MESA,
A municipal corporation

Mayor

Date: _____

SCIENTIA CONSULTING GROUP, INC.

Signature

Name and Title

Date: _____

APPROVED AS TO FORM:

City Attorney