

**AMENDMENT NUMBER ONE
TO PROFESSIONAL SERVICES AGREEMENT
WITH MANAGEMENT PARTNERS, INC.**

This Amendment is made and entered into this 6th day of September, 2016 ("Effective Date") by and between the CITY OF COSTA MESA, a municipal corporation ("City") and MANAGEMENT PARTNERS, INC., an Ohio corporation ("Consultant").

WHEREAS, City and Consultant entered into a Professional Services Agreement ("Agreement") on July 1, 2016 to provide consulting services for development-related project management assistance; and

WHEREAS, Section 4.1 of the Agreement provides for a six-month initial term; and

WHEREAS, the parties desire to extend the term through December 31, 2017; and

WHEREAS, City and Consultant desire to amend Consultant's scope of services to include interim management services as set forth in Exhibit "A," attached hereto and incorporated herein by this reference; and

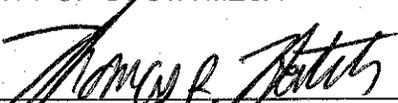
WHEREAS, the City desires to increase Consultant's maximum compensation to Two Hundred Forty-Nine Thousand Dollars (\$249,000.00) for the provision of services through December 31, 2017.

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

1. The term of the Agreement is extended through December 31, 2017.
2. Consultant's scope of services is amended to include interim management services as set forth in Exhibit A.
3. Section 2.1 of the Agreement is amended to provide that Consultant's total compensation shall not exceed Two Hundred Forty-Nine Thousand Dollars (\$249,000.00).
4. All other terms of the Agreement shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have caused this Amendment to be executed by and through their respective authorized officers, as of the date first written above.

CITY OF COSTA MESA



Chief Executive Officer

Date: 9/22/16

CONSULTANT


Signature

Date: 9-12-16

Gerald E. Newfarmer, President & CEO
Name and Title

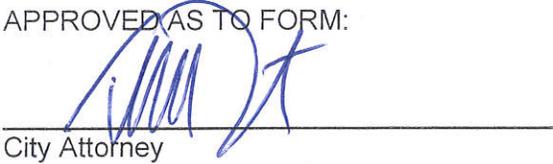
31-1407585
Social Security or Taxpayer ID Number

ATTEST:


City Clerk

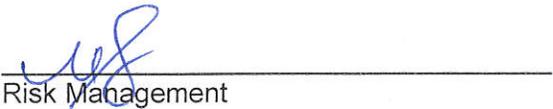
Date: 9/22/16

APPROVED AS TO FORM:


City Attorney

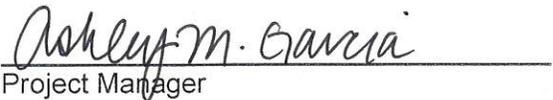
Date: 09/20/16

APPROVED AS TO INSURANCE:


Risk Management

Date: 9/21/16

APPROVED AS TO CONTENT:


Project Manager

Date: 9/19/16

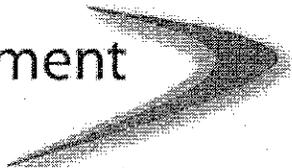
APPROVED AS TO PURCHASING:


Interim Finance Director

Date: 9.19.16

EXHIBIT A

Management Partners



August 18, 2016

Mr. Tom Hatch
Chief Executive Officer
City of Costa Mesa
77 Fair Drive
Costa Mesa, CA 92626

Dear Mr. Hatch:

Management Partners understands that the City of Costa Mesa is interested in extending the contract with Management Partners for consulting assistance to the City of Costa Mesa. The City is interested in including in the agreement interim management services as well as project related consulting services within the community development function. We would be pleased to provide these services.

Our billing rates will remain the same as in the current contract. Management Partners will provide these consulting services on an hourly basis. During this engagement, the actual consultant hours will be reimbursed by the City. We will charge \$137 per hour for Jay Trevino's time. This is a reduced fee in consideration of the duration of the assignment. Other Management Partners consultants who provide assistance will be billed at their regular hourly rates ranging from \$75 to \$250, depending on the individual assigned to the project.

We appreciate the opportunity to be of assistance to the City of Costa Mesa. Please feel free to contact either Jan Perkins (949-202-8870) or me if you have any questions about this proposal.

Sincerely,

Gerald E. Newfarmer
President and CEO

Accepted for City of Costa Mesa by:

Name: _____

Title: _____

Date: _____