

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

This Amendment Number Two ("Amendment") is made and entered into this 20th day of June, 2017 ("Effective Date"), by and between the CITY OF COSTA MESA, a municipal corporation ("City"), and INTERWEST CONSULTING GROUP, INC., a Colorado corporation registered to do business in California ("Consultant").

WHEREAS, City and Consultant entered into an agreement on March 31, 2016 for Consultant to provide temporary senior and executive level management staff to fill positions within the Public Services Department as needed for twelve (12) months, through March 30, 2017 (the "Agreement"); and

WHEREAS, on March 30, 2017, City and Consultant extended the term of the Agreement through June 30, 2017 and increased Consultant's maximum compensation to Six Hundred Thirty-Nine Thousand Five Hundred Dollars (\$639,500.00); and

WHEREAS, City and Consultant now desire to extend the term of the Agreement for nine (9) months, through March 31, 2018, and to increase Consultant's maximum compensation accordingly.

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 shall be extended through March 31, 2018.
2. Section 2.1 of the Agreement shall be amended to reflect that Consultant's total compensation shall not exceed One Million Twenty-Seven Thousand Five Hundred Dollars (\$1,027,500.00). Consultant shall be paid according to the Fee Schedule set forth in the Agreement.
3. All terms not defined herein shall have the same meaning and use as set forth in the Agreement.
4. All other terms, conditions, and provisions of the Agreement, as amended, shall remain in full force and effect.

[Signatures appear on following page.]

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

James R. Patten
City Manager

Date: 6/23/17

CONSULTANT

James G. Ross
Signature
James G. Ross, Public Works Group Leader
Name and Title

Date: 6/21/17

ATTEST:

Brenda Green
City Clerk



APPROVED AS TO FORM:

[Signature]
City Attorney

Date: 06/23/17

APPROVED AS TO INSURANCE:

[Signature]
Risk Management

Date: 6/22/17

APPROVED AS TO CONTENT:

[Signature]
Project Manager

Date: 6/22/17

DEPARTMENTAL APPROVAL

Reja Selvaran
Public Services Director

Date: 6-22-17

APPROVED AS TO PURCHASING:

Stephen Dumivent
Interim Finance Director

Date: 6-22-17