

**AMENDMENT NUMBER FIVE
TO PROFESSIONAL SERVICES AGREEMENT
WITH
KIMLEY-HORN AND ASSOCIATES, INC.**

This Amendment Number Five ("Amendment") is made and entered into this 16th day of January, 2018 ("Effective Date"), by and between the CITY OF COSTA MESA, a municipal corporation ("City"), and KIMLEY-HORN AND ASSOCIATES, INC., a North Carolina corporation registered to do business in California ("Consultant").

WHEREAS, City and Consultant entered into an agreement on April 22, 2016 for Consultant to provide community improvement consulting services (the "Agreement"); and

WHEREAS, on July 6, 2016, City and Consultant entered into Amendment Number One to the Agreement to increase Consultant's maximum compensation to One Hundred Ninety-Nine Thousand Nine Hundred Ninety-Nine Dollars (\$199,999.00); and

WHEREAS, on November 15, 2016, City and Consultant entered into Amendment Number Two to the Agreement to extend the term of the Agreement through June 30, 2017, to amend the Scope of Services, and to increase Consultant's maximum compensation to Four Hundred Ninety-Nine Thousand Nine Hundred Ninety-Nine Dollars (\$499,999.00); and

WHEREAS, on July 1, 2017, City and Consultant entered into Amendment Number Three to the Agreement to extend the term of the Agreement through June 30, 2018 and to adjust Consultant's maximum compensation to Four Hundred Forty-Nine Thousand Dollars (\$449,000.00); and

WHEREAS, on September 18, 2017, City and Consultant entered into Amendment Number Four to the Agreement to increase Consultant's maximum compensation to Four Hundred Ninety-Eight Thousand Nine Hundred Dollars (\$498,900.00); and

WHEREAS, City and Consultant now desire to extend the term of the Agreement through December 31, 2018 and to increase Consultant's maximum compensation to Six Hundred Forty-Eight Thousand Nine Hundred Dollars (\$648,900.00).

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 December 31, 2018.
2. Section 2.1 of the Agreement shall be amended to reflect that Consultant's total compensation shall not exceed Six Hundred Forty-Eight Thousand Nine Hundred Dollars (\$648,900.00).
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 not in conflict with this Amendment 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

Thomas R. Matthy
City Manager

Date: 1/31/18

CONSULTANT

Serine Ciandella
Signature

Date: 01/18/18

Serine Ciandella Sr. V.P.
Name and Title

ATTEST:

Brenda Green
City Clerk



APPROVED AS TO FORM:

[Signature]
City Attorney

Date: 01/29/18

APPROVED AS TO INSURANCE:

[Signature]
Risk Management

Date: 1/22/18

APPROVED AS TO CONTENT:

[Signature]
Project Manager

Date: 1.22.18

DEPARTMENTAL APPROVAL



Economic and Development
Services Director

Date: 1.22.18

APPROVED AS TO PURCHASING:



Finance Director

Date: 1/24/18