

**AMENDMENT NUMBER FIVE TO  
PROFESSIONAL SERVICES AGREEMENT  
WITH  
WSP USA ENVIRONMENT & INFRASTRUCTURE, INC.**

This Amendment Number Five (“Amendment”) is dated June 10, 2024, (“Effective Date”), by and between the CITY OF COSTA MESA, a municipal corporation (“City”) and WSP USA ENVIRONMENT & INFRASTRUCTURE, INC., a Nevada corporation registered to do business in California (“Consultant”) successor-in-interest to Wood Environment & Infrastructure Solutions, Inc. (“Wood Environment”).

WHEREAS, City and Wood Environment entered into an agreement on June 10, 2020, for the provision of industrial and commercial facility inspection services (the “Agreement”); and

WHEREAS, City and Wood Environment entered into Amendment One on May 17, 2021, to extend the term of the agreement through June 9, 2022; and

WHEREAS, City and Wood Environment entered into Amendment Two on June 9, 2022, to extend the term of the Agreement through June 9, 2023; and

WHEREAS, City and Consultant entered into Amendment Three on September 21, 2022, recognizing Consultant’s acquisition of Wood Environment; and

WHEREAS, City and Consultant entered into Amendment Four on October 11, 2023, to extend the term of the Agreement through June 9, 2024; and

WHEREAS, Section 4.1 of the Agreement provides for a term of one (1) year, with the option to extend the Agreement for four (4) additional one (1) year periods; and

WHEREAS, City and Consultant desire to extend the term for one (1) year, from June 10, 2024 through June 9, 2025.

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

1. This Amendment shall be retroactive to June 10, 2024.
2. The term of the Agreement shall be extended through June 9, 2025.
3. All terms not defined herein shall have the same meaning and use as set forth in the Agreement, as amended.
4. All other terms, conditions, and provisions of the Agreement, as amended, shall remain in full force and effect.

5. This Amendment may be executed in one or more counterparts, each of which shall be deemed an original. All counterparts shall be construed together and shall constitute one agreement.

**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 above written.

**CONSULTANT**

Brent Smith  
Brent Smith  
Senior Associate Scientist

Date: 6/28/2024

Vice President, Principal Scientist  
Name and Title

CITY OF COSTA MESA

Lori Ann Farrell Harrison  
Lori Ann Farrell Harrison  
City Manager

Date: 7/15/24

ATTEST:

Brenda Green  
Brenda Green  
City Clerk



Date: 7/16/2024

APPROVED AS TO FORM:

Kimberly Hall Barlow  
Kimberly Hall Barlow  
City Attorney

Date: 7/9/24

APPROVED AS TO INSURANCE:

Ruth Wang  
Ruth Wang  
Risk Management

Date: 7/11/24

APPROVED AS TO CONTENT:

S. Yang  
Seung Yang  
Project Manager

Date: 7/8/24

DEPARTMENTAL APPROVAL:

Raja Sethuraman for  
Raja Sethuraman  
Public Services Director

Date: 7/8/24

PURCHASING APPROVAL:

Carol Molina  
Carol Molina  
Finance Director

Date: July 2, 2024