

**AMENDMENT NUMBER ONE TO
PROFESSIONAL SERVICES AGREEMENT
WITH
ABOUND FOOD CARE**

This Amendment Number One ("Amendment") is dated June 3, 2024, by and between the CITY OF COSTA MESA, a municipal corporation ("City") and ABOUND FOOD CARE, a California nonprofit corporation ("Consultant").

WHEREAS, City and Consultant entered into an agreement on January 17, 2023, for Consultant, as an independent contractor, to provide edible food recovery implementation (the "Agreement"); and

WHEREAS, Section 4.1 of the Agreement provides for a term of one (1) year, with the option to extend the Agreement by one (1) additional one (1) year period upon mutual written agreement of both parties; and

WHEREAS, City and Consultant desire to extend the terms of the Agreement for one year from January 17, 2024, to January 16, 2025; and

WHEREAS, City and Consultant intend and desire that this Amendment be effective retroactive January 16, 2024; and

WHEREAS, City and Consultant desire to revise Exhibit B (Consultant's Proposal).

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

1. Date. This Amendment shall be effective retroactive to January 16, 2024.
2. Term. The term of the Agreement shall be extended through January 16, 2025.
3. Compensation. Section 2.1 of the Agreement is revised to state:

"2.1. Compensation. Consultant shall be paid in accordance with the fee schedule set forth in Exhibit "B." Consultant's total compensation shall not exceed \$24,542.50 in year 2 of the agreement, or \$58,542.50 in total."
4. Exhibit. Agreement Exhibit B is replaced by the new attached Exhibit B.
5. Same Meaning. All terms not defined herein shall have the same meaning and use as set forth in the Agreement, as amended. All other terms, conditions, and provisions of the Agreement, as amended, shall remain in full force and effect.

6. Counterparts. 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



Mike Learakos
CEO

Date: 10/31/2024

CITY OF COSTA MESA



Carol Molina
Purchasing Officer

Date: 11/7/2024

ATTEST:




Brenda Green
City Clerk



Date: 11/19/2024


APPROVED AS TO FORM:



Kimberly Hall Barlow
City Attorney

Date: 11/18/24

APPROVED AS TO CONTENT:



Kevin Gaxiola
Project Manager

Date: 11/4/24

[signatures continue on next page]

DEPARTMENTAL APPROVAL:



Raja Sethuraman
Public Works Director

Date: 11-4-24

APPROVED AS TO INSURANCE:



Ruth Wang
Risk Management

Date: 11/14/24

EXHIBIT B
CONSULTANT'S PROPOSAL