

**THIRD AMENDMENT
TO PROFESSIONAL SERVICES AGREEMENT NUMBER F001128
WITH SANTA ROSA CHAMBER OF COMMERCE**

This Third Amendment to Agreement number F001128, dated March 7, 2016 ("Agreement") is made as of this _____ day of _____, 2017, by and between the City of Santa Rosa, a municipal corporation ("City"), and Santa Rosa Chamber of Commerce ("Consultant").

RECITALS

- A. City and Consultant entered into the Agreement for Consultant to act as a Downtown Merchant Association by providing event production, beautification efforts, selling parking validation vouchers, and creating an informational kiosk to service downtown visitors.
- B. City and Consultant now desire to amend the Agreement for the purpose of increasing compensatin under the Agreement for the continuation of services.

AMENDMENT

NOW, THEREFORE, the parties agree to amend the Agreement as follows:

1. Section 2. Compensation

Section 2(c) is amended to increase the compensation payable to Consultant under the Agreement by \$113,760.00 (\$28,440.00 to be paid annually for the next four years) to read as follows:

"Notwithstanding any other provision in this Agreement to the contrary, the total maximum compensation to be paid for the satisfactory accomplishment and completion of all tasks set forth above shall in no event exceed the sum of one hundred ninety thousand two hundred dollars and no cents (\$190,200.00). The City's Chief Financial Officer is authorized to pay all proper claims from Charge Number 020100-5320."

2. Section 12. Time of Performance

The last sentence of Section 12 is amended to read as follows:

"The terms of the agreement include a two (2) year term, with three (1) year automatic renewals for a (5) year term."

Executed as of the day and year first above stated.

CONSULTANT:

Name of Firm: Santa Rosa Chamber of Commerce

TYPE OF BUSINESS ENTITY (check one):

- Individual/Sole Proprietor
- Partnership
- Corporation
- Limited Liability Company
- Other (please specify: _____)

Signatures of Authorized Persons:

By: Jonathan S Coe

Print Name: Jonathan S Coe

Title: President & CEO

By: _____

Print Name: _____

Title: _____

CITY OF SANTA ROSA

a Municipal Corporation

By: _____

Print Name: _____

Title: _____

APPROVED AS TO FORM:

[Signature]

Office of the City Attorney

ATTEST:

City Clerk

City of Santa Rosa Business Tax Cert. No.

027745602