

**THIRD AMENDMENT  
TO PROFESSIONAL SERVICES AGREEMENT NUMBER F001625  
WITH ERNST & YOUNG LLP**

This Third Amendment to Agreement number F001625, dated December 12, 2017 ("Agreement") is made as of this \_\_\_\_\_ day of \_\_\_\_\_, 2019, by and between the City of Santa Rosa, a municipal corporation ("City"), and Ernst & Young, LLP, a Delaware Limited Liability Partnership ("Consultant").

**RECITALS**

- A. City and Consultant entered into the Agreement for Consultant to provide post-fire comprehensive disaster recovery management services.
- B. City and Consultant now desire to amend the Agreement for the purpose of increasing compensation.

**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 \$300,000.00 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 two million six hundred thirteen thousand dollars and no cents (\$2,613,000). The City's Chief Financial Officer is authorized to pay all proper claims from Charge Number 020100-5320."

All other terms of the Agreement shall remain in full force and effect.

Executed as of the day and year first above stated.

**CONSULTANT:**

Name of Firm: ERNST & YOUNG, LLP

TYPE OF BUSINESS ENTITY (*check one*):

Individual/Sole Proprietor

Partnership

Corporation

Limited Liability Company  
 Other (please specify: \_\_\_\_\_)

*Signatures of Authorized Persons:*

By: \_\_\_\_\_

Print Name: \_\_\_\_\_

Title: \_\_\_\_\_

By: \_\_\_\_\_

Print Name: \_\_\_\_\_

Title: \_\_\_\_\_

**CITY OF SANTA ROSA**

a Municipal Corporation

By: \_\_\_\_\_

Print Name: SEAN  
MCGLYNN

Director, \_\_\_\_\_ Department  
Title: CITY MANAGER

APPROVED AS TO FORM:

\_\_\_\_\_  
Office of the City Attorney

ATTEST:

\_\_\_\_\_  
City Clerk

City of Santa Rosa Business Tax Cert. No.

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