

**SECOND AMENDMENT
TO PROFESSIONAL SERVICES AGREEMENT NUMBER F002775
WITH BURKE, WILLIAMS & SORENSEN, LLP**

This Second Amendment to Agreement Number F002775 is effective this ___ day of _____, 2026, by and between the City of Santa Rosa, a municipal corporation ("City"), and Burke, Williams & Sorensen, LLP ("Consultant").

RECITALS

- A. City and Consultant entered into the Agreement for Consultant to provide legal services and representation to the City as assigned by the City Attorney or Director of Human Resources in connection with personnel and employment matters, as previously amended by the First Amendment to increase compensation for continued legal services.
- B. City and Consultant now desire to amend the Agreement for the purpose of increasing compensation for continued legal 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 \$100,000 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 Hundred Thousand Dollars and no cents (\$200,000). The City's Chief Financial Officer is authorized to pay all proper claims from various charge numbers."

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

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CONSULTANT:

Name of Firm: BURKE, WILLIAMS & SORENSEN, LLP

TYPE OF BUSINESS ENTITY (*check one*):

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

Signatures of Authorized Persons:

By: _____

Print Name: Samantha W. Zutler

Title: Shareholder

CITY OF SANTA ROSA
a Municipal Corporation

By: _____

Print Name: Teresa Stricker

Title: City Attorney

APPROVED AS TO FORM:

Office of the City Attorney

ATTEST:

City Clerk