

**SECOND AMENDMENT
TO PROFESSIONAL SERVICES AGREEMENT NUMBER F001838
WITH JPMORGAN CHASE BANK, N.A.**

This Second Amendment to Agreement number F001838, dated September 4, 2018 ("Agreement") is made as of this _____ day of _____, 2024, by and between the City of Santa Rosa, a municipal corporation ("City"), and JPMorgan Chase Bank, N.A., a national banking association. ("Contractor").

RECITALS

- A. City and Contractor entered into the Professional Services Agreement Number F001838 for Contractor to provide General Banking Services as amended by the First Amendment to the Agreement on December 12, 2023 ("Agreement").
- B. City and Contractor now desire to further amend the Agreement for the purpose of extending the term of the Agreement for the remaining four years and to increase compensation for services provided.

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 Contractor under the Agreement 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 Six Hundred Thousand dollars and no cents (\$600,000.00) over the Initial Term and any Extension Term of the Agreement. The City's Chief Financial Officer is authorized to pay all proper claims from various charge numbers and does not require Contractor to label any service fees, statements or any other documentation with any "Charge Number" or unique City identifier."

2. Section 11. Term, Suspension, Termination

Pursuant to Section 11(a), the Parties agree to extend the Term of the Agreement to September 4, 2028.

3. Exhibit B – Compensation

The same terms and conditions in Exhibit B ("Compensation") that apply to the Initial Term of the Agreement will apply to the Extension Term exercised by this Amendment.

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

Executed as of the day and year first above stated.

CONTRACTOR:

CITY OF SANTA ROSA
a Municipal Corporation

Name of Firm: JPMorgan Chase Bank, N.A.

TYPE OF BUSINESS ENTITY (*check one*):

By: _____

Individual/Sole Proprietor

Print
Name: _____

Partnership

Title: _____

Corporation

APPROVED AS TO FORM:

Limited Liability Company
 Other (please specify: national banking association)

Office of the City Attorney

Signatures of Authorized Persons:

ATTEST:

By: _____

Print Name: Andrea Beard

City Clerk

Title: Authorized Officer