

**AMENDMENT NUMBER ONE
TO PROFESSIONAL SERVICES AGREEMENT
WITH
CIVILSOURCE, INC.**

This Amendment Number One ("Amendment") is made and entered into this 15th day of May, 2017 ("Effective Date"), by and between the CITY OF COSTA MESA, a municipal corporation ("City"), and CIVILSOURCE, INC., a California corporation ("Consultant").

WHEREAS, City and Consultant entered into an agreement on November 4, 2015 for Consultant to provide project and construction management staff support as needed for various Capital Improvement Program projects (the "Agreement"); and

WHEREAS, City requires more staff support than initially contemplated, and desires to increase Consultant's maximum compensation accordingly to One Million Four Hundred Seventy-Five Thousand Dollars (\$1,475,000.00).

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

1. Section 2.1 of the Agreement shall be amended to reflect that Consultant's total compensation shall not exceed One Million Four Hundred Seventy-Five Thousand Dollars (\$1,475,000.00). Consultant shall be paid according to the fee schedule set forth in the Agreement.
2. All terms not defined herein shall have the same meaning and use as set forth in the Agreement.
3. All other terms, conditions, and provisions of the Agreement not in conflict with this Amendment shall remain in full force and effect.

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 written above.

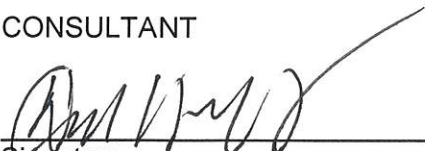
CITY OF COSTA MESA



City Manager

Date: 5/19/17

CONSULTANT



Signature
David NIKnafs, Director
Name and Title

Date: 5/11/17

ATTEST:

Brenda Green
City Clerk

APPROVED AS TO FORM:

[Signature]
City Attorney

Date: 05/18/17

APPROVED AS TO INSURANCE:

[Signature]
Risk Management

Date: 5/16/17

APPROVED AS TO CONTENT:

Battiga mi
Project Manager

Date: 5-15-17

DEPARTMENTAL APPROVAL

Reja Sethuram
Public Services Director

Date: 5-15-17

APPROVED AS TO PURCHASING:

Stephen Durivent
Interim Finance Director

Date: 5.17.17