

**AMENDMENT NUMBER SIX TO  
PROFESSIONAL SERVICES AGREEMENT  
WITH  
KEOLIS TRANSIT SERVICES, LLC**

THIS AMENDMENT NUMBER SIX (“Amendment”) is made and entered into June 6, 2017 (“Effective Date”), by and between the CITY OF COSTA MESA, a municipal corporation (“City”), and KEOLIS TRANSIT SERVICES, LLC, a Delaware limited liability company registered to do business in California (“Consultant”).

WHEREAS, City and Western Transit Systems entered into an agreement on October 1, 2011 for Western Transit Systems to provide drivers that will transport seniors in senior transportation vehicles for three (3) years, through September 30, 2014 (“Agreement”); and

WHEREAS, on October 1, 2014, City and Western Transit Systems extended the Agreement through September 30, 2016; and

WHEREAS, Consultant acquired Western Transit Systems and all rights, title, and interest in the Agreement, and City agreed to the assignment; and

WHEREAS, on February 21, 2015, City and Consultant amended the Agreement to include senior medical transportation and to increase Consultant’s compensation accordingly; and

WHEREAS, on October 1, 2016, City and Consultant extended the term of the Agreement through December 31, 2016; and

WHEREAS, on December 31, 2016, City and Consultant extended the term of the Agreement through June 30, 2017; and

WHEREAS, on April 13, 2017, City and Consultant increased Consultant’s maximum compensation by Forty-Three Thousand Dollars (\$43,000.00); and

WHEREAS, City and Consultant now desire to increase Consultant’s maximum compensation by Fifty Thousand Dollars (\$50,000.00).

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

1. Consultant’s maximum compensation shall be increased by Fifty Thousand Dollars (\$50,000.00).
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, as amended, 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 above written.

CITY OF COSTA MESA

*Thomas R. Kelly*  
City Manager

Date: 6/23/17

CONSULTANT

*Stephen W. Shaw*  
Signature

Date: 6/12/2017

President and CEO - Stephen W. Shaw  
Name and Title

ATTEST:

*Brenda Green*  
City Clerk



APPROVED AS TO FORM:

*[Signature]*  
City Attorney

Date: 06/16/17

APPROVED AS TO INSURANCE:

*[Signature]*  
Risk Management

Date: 6/14/17

DEPARTMENTAL APPROVAL

Yvette E. Aguilar  
Senior Center Program Administrator

Date: 06/13/17

APPROVED AS TO PURCHASING:

Stephen Deunert  
Interim Finance Director

Date: 6-16-17