

**AMENDMENT NUMBER THREE
TO PROFESSIONAL SERVICES AGREEMENT
WITH
SHAW HR CONSULTING, INC.**

This Amendment Number Three ("Amendment") is made and entered into as of the 28th day of February, 2022 ("Effective Date"), by and between the CITY OF COSTA MESA, a municipal corporation ("City"), and SHAW HR CONSULTING, INC., a California corporation ("Consultant").

WHEREAS, City and Consultant entered into an agreement on March 1, 2019 for Consultant to provide California Fair Employment and Housing Act (FEHA) and Americans with Disabilities Act (ADA) compliance consulting services (the "Agreement"); and

WHEREAS, City and Consultant amended the Scope of Services to include general consulting services and consulting services relating to the COVID-19 pandemic and increased Consultant's annual compensation to Twenty-Five Thousand Dollars (\$25,000.00) through Amendment Number One to the Agreement; and

WHEREAS, City and Consultant increased Consultant's annual compensation to Fifty Thousand Dollars (\$50,000.00) through Amendment Number Two to the Agreement; and

WHEREAS, Section 4.1 of the Agreement provides for a term of three (3) years, with the option to extend the term of the Agreement for two (2) additional one (1) year periods; and

WHEREAS, City and Consultant desire to extend the term for one (1) year, through February 28, 2023; and

WHEREAS, City and Consultant intend and desire that this Amendment be effective retroactive to the Effective Date.

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

1. This Amendment shall be effective retroactive to the Effective Date.
2. The term of the Agreement shall be extended through February 28, 2023.
3. All terms not defined herein shall have the same meaning and use as set forth in the Agreement.
4. All other terms, conditions, and provisions of the Agreement not in conflict with this Amendment shall remain in full force and effect.
5. This Amendment may be executed in one or more counterparts, each of which shall be deemed an original. All counterparts shall be construed together and shall constitute one agreement.

[Signatures appear on following page.]

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



Purchasing Officer

Date: March 29, 2022

CONSULTANT



Rachel Shaw
President

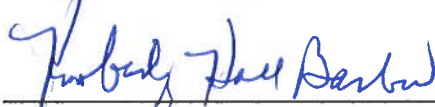
Date: 03/11/2022

ATTEST:



for City Clerk

APPROVED AS TO FORM:



City Attorney

Date: 3/24/22

APPROVED AS TO INSURANCE:



Risk Management

Date: 3/22/22

APPROVED AS TO CONTENT:



Project Manager

Date: 03/22/2022

DEPARTMENTAL APPROVAL:



Human Resources Manager

Date: 3/23/22