

**AMENDMENT NUMBER ONE TO
PROFESSIONAL SERVICES AGREEMENT
WITH
CITYGREEN CONSULTING, LLC**

This Amendment Number One ("Amendment") is made and entered into this 1st day of January, 2024 ("Effective Date"), by and between the CITY OF COSTA MESA, a municipal corporation ("City"), and CITYGREEN CONSULTING, LLC, a California Limited Liability Company ("Consultant") successor-in-interest to Michael Balliet Consulting.

WHEREAS, City entered into an agreement with Michael Balliet Consulting, LLC, on October 1, 2023 to provide franchise and permit system management and general compliance consulting services (the "Agreement"); and

WHEREAS, Section 6.8 of the Agreement requires Consultant to acquire City consent prior to assigning its interest in this Agreement; and

WHEREAS, as of the Effective Date, Michael Balliet Consulting, LLC, has notified City of its intent to close and assign its interest in this agreement to CityGreen Consulting, LLC, a new entity operated by principal Michael Balliet.

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

1. The City herein consents to the assignment and Consultant assumes all rights and obligations of this Agreement. All references to Consultant shall hereinafter refer to CITYGREEN CONSULTING, LLC.
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 shall remain in full force and effect.
4. 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.

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.

[Signatures appear on following page]

CityGreen Consulting, LLC
Amendment One

CONSULTANT

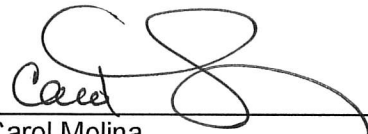


Signature

Date: 12-11-2023

Michael L. Balliet, President
Name and Title

CITY OF COSTA MESA



Carol Molina
Director of Finance

Date: 12/14/2023

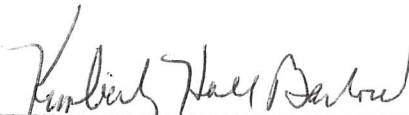
ATTEST:

Brenda Green
Brenda Green
City Clerk



Date: 1/11/2024

APPROVED AS TO FORM:



Kimberly Hall Barlow
City Attorney

Date: 1/10/24

APPROVED AS TO INSURANCE:



Ruth Wang
Risk Management

Date: 12/18/23

DEPARTMENTAL APPROVAL:



Christine Tsao
Senior Management Analyst

Date: 12/18/23

DEPARTMENTAL APPROVAL:



Raja Sethuraman
Public Works Director

Date: 12-21-23

EXHIBIT A

**Letter from Consultant
Regarding Legal Entity Change**