

**AMENDMENT NUMBER TWO TO  
PROFESSIONAL SERVICES AGREEMENT  
WITH  
PLACEWORKS, INC.**

This Amendment Number Two ("Amendment") is dated August 1, 2024, ("Effective Date"), by and between the CITY OF COSTA MESA, a municipal corporation ("City") and PLACEWORKS, INC. a California corporation ("Consultant").

WHEREAS, City and Consultant entered into an agreement on August 1, 2023 for Consultant as an independent contractor to prepare the Fairview Developmental Center Specific Plan; and

WHEREAS, on August 1, 2024, the City and Consultant entered into Amendment No. One to increase the compensation from \$2,236,253.00 to \$2,264,503.00 (an increase of \$28,250.00) for additional services, i.e., preparation for and participation in City Council Closed Study Session; and

WHEREAS, Section 2.1 of the Agreement provides that Consultant's total compensation shall not exceed Two Million Two Hundred Sixty-Four Thousand Five-Hundred Three Dollars (\$2,264,503.00) annually; and

WHEREAS, City has requested additional services to support existing baseline conditions as the result of Fuscoe Engineering's recent project milestones; and

WHEREAS, City and Consultant now desire to increase the total compensation from \$2,264,503.00 to an amount not to exceed Two Million Two Hundred Seventy-Seven Thousand Nine Hundred Ninety-Two Dollars (\$2,277,992.00), (an increase of \$13,489.00) to account for the additional work requested by City and consented to by Consultant; and

WHEREAS, City and Consultant intend and desire that this Amendment Number Two be 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. Recitals set forth above are true and correct and incorporated herein by this reference.
2. This Amendment shall be retroactive to the Effective Date.
3. Section 2.1 of the Agreement is amended to increase Consultant's maximum compensation on the Effective Date of this Amendment to Two Million Two Hundred Seventy-Seven Thousand Nine Hundred Ninety-Two Dollars (\$2,277,992.00), to account for the additional work requested by City.

4. Page 45 of 58 of Exhibit C, Placeworks' Cost Proposal, is amended to reflect the increase in compensation.
5. All terms not defined herein shall have the same meaning and use as set forth in the Agreement, as amended.
6. All other terms, conditions, and provisions of the Agreement, as amended, shall remain in full force and effect.
7. 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 above written.

**CONSULTANT**

Karachi Hosed  
Signature  
Vice President, Finance  
Name and Title

Date: 9-20-24

**CITY OF COSTA MESA**

Lori Ann Farrell Harrison  
Lori Ann Farrell Harrison  
City Manager

Date: 10/9/2024

**ATTEST:**

Brenda Green  
Brenda Green  
City Clerk



Date: 10/10/2024

**APPROVED AS TO FORM:**

Kimberly Hall Barlow  
Kimberly Hall Barlow  
City Attorney

Date: 10/11/24

APPROVED AS TO INSURANCE:

  
\_\_\_\_\_  
Ruth Wang  
Risk Management

Date: 9/25/24

APPROVED AS TO CONTENT:

  
\_\_\_\_\_  
P. Nanthavongdouangsy  
Project Manager

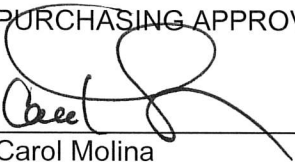
Date: 9.25.24

DEPARTMENTAL APPROVAL:

  
\_\_\_\_\_  
Cecilia Gallardo-Daly  
Interim Director of Economic and Development Services

Date: 10/1/24

PURCHASING APPROVAL:

  
\_\_\_\_\_  
Carol Molina  
Finance Director

Date: 9/24/24