

CITY OF GRASS VALLEY
AMENDMENT No. 1 TO PROFESSIONAL SERVICES AGREEMENT NO. C 22 - 33

This Amendment No. 1 to Agreement (“Amendment”) is made on this 10th day of January, 2023 at Grass Valley, California, by and between the City of Grass Valley, a municipal corporation (“City”), and Conti, LLC a California limited liability company (“Contractor”).

This Amendment to Agreement amends the original Agreement between the City and Contractor dated November 9, 2022.

A. City and Contractor desire to amend the Agreement to increase the “not-to-exceed” amount of \$119,333 by an additional \$9,801.62, for a total of \$129,134.62 to cover the costs of providing services on the Council Chambers and Hullender Conference Room Audio, Video and Sound System Broadcast Upgrade Project.

In consideration of the foregoing Agreements set forth above, the City and Contractor agree to amend the Agreement as follows:

1. Replace “Exhibit A” in its entirety with the attached “Exhibit A1”, *Scope of Services*.
2. Replace “Exhibit B” in its entirety with the attached “Exhibit B1”, *Fee Schedule*.
3. Amend Article 3, Section 3.4. This section shall be replaced in its entirety with the following:

“Maximum Amount”: The highest total compensation and costs payable to Consultant by City under this Agreement. The Maximum Amount under this Agreement is One Hundred Twenty-Nine Thousand One Hundred Thirty-Four Dollars and Sixty-Two Cents (\$129,134.62).
4. EFFECT OF THIS FIRST AMENDMENT. Except as expressly modified by this First Amendment, the PSA shall continue in full force and effect according to its terms, and the Parties hereby ratify and affirm the respective rights and obligations under the PSA, including but not limited to the indemnification obligations and insurance requirements of the PSA. In the event of any conflict between this First Amendment and the PSA, the provisions of this First Amendment shall govern.
5. SEVERABILITY. If any provision of this First Amendment is determined to be illegal or unenforceable, this determination shall not affect any other provision of the First Amendment or PSA, and all other provisions shall remain in full force and effect.

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6. CONSTRUCTION OF FIRST AMENDMENT. Each party has had an opportunity to consult with an attorney in reviewing this First Amendment. Therefore, the usual construction as to the drafting party shall not apply to this First Amendment.

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IN WITNESS WHEREOF, the parties have executed this Agreement the 10th day of January 2023.

“City”
City of Grass Valley

By: _____
Timothy M. Kiser
City Manager

Date: _____

Attest:

By: _____
Taylor Day, Deputy City Clerk

Date: _____

Approved as to form:

By: _____
Michael G. Colantuono, City Attorney

“Consultant”
Conti, LLC

By: _____
Signature

Date: _____

By: _____
Signature

Date: _____

ATTACHMENTS:

"If Contractor is a corporation, PSA must be signed by the following two corporate officers, one from each category: (1) Chairman of the Board, President or any Vice President, and (2), Corporate Secretary, any Assistant Corporate Secretary, Chief Financial Officer or any Treasurer or Assistant Treasurer, unless an authenticated copy of a resolution of the corporation which delegates to a single officer the authority to bind the corporation is attached to this PSA.

If Contractor is another type of business entity, such as a partnership or limited liability company, PSA must be signed by officer(s) possessing legal authority to bind the entity. An authenticated copy of a resolution, partnership agreement, operating agreement or other legal evidence of signature authority must be attached to this PSA."