

**AMENDMENT No. 2 TO PROFESSIONAL
SERVICES AGREEMENT
FOR CONSULTANT SERVICES**

(City of Grass Valley/ Bureau Veritas)

This AMENDMENT TO PROFESSIONAL SERVICES AGREEMENT FOR CONSULTANT SERVICES (herein "Amendment") is entered into and effective as of July __, 2025 (the "Effective Date"), by and between the City of Grass Valley, a California municipal corporation ("City"), and Bureau Veritas North America, Inc. ("Consultant") (collectively, "parties").

This Amendment modifies the original Professional Services Agreement for Consultant Services between the City and Consultant commencing April 1, 2023 (the "Agreement") & the amendment commencing on October 23, 2024.

RECITALS

- A. WHEREAS, section 3.3 of the Agreement defines and sets forth the "Approved Fee Schedule" to remain in effect for the duration of the Agreement, unless modified in writing by mutual agreement of the parties.
- B. WHEREAS, section 5.1 of the Agreement requires any changes to the Scope of Services mutually agreed upon by the parties, and any corresponding increase or decrease in compensation, be incorporated by written amendment to the Agreement.
- C. WHEREAS, Section 17.2 of the Agreement states that amendments to the Agreement shall be effective and binding only if made in writing and executed on by City and Consultant.
- D. WHEREAS, City and Consultant desire to amend the dates of service and Approved Fee Schedule under the Agreement to be performed by Consultant.

NOW THEREFORE, City and Consultant agree to amend the Agreement No. 2 as follows:

- 1. **Amendment to Section 3.3 of the Agreement.** Section 3.3 of the Agreement is amended as set forth in Consultant's March 19, 2025 proposal, attached hereto as Exhibit A-1 and incorporated herein by this reference, which Exhibit A-1 shall be effective as Consultant's approved fee schedule commencing July 1, 2025.
- 2. **Amendment to Section 3.6 of the Agreement.** Section 3.6 of the Agreement is amended to read "Termination Date": July 1, 2027.
- 3. **Integration.** This Amendment amends, as set forth herein, the Agreement and except as specifically amended hereby the Agreement shall remain in full force and effect. To the extent there is any conflict between this Amendment No. 2 and the Agreement & Amendment No.1, the terms and

provisions of this Amendment shall control. This Amendment and the Agreement, including any exhibits attached to the Agreement, integrate all the terms and conditions of the Parties' agreement and supersede all negotiations with respect hereto.

TO EFFECTUATE THIS AGREEMENT, the parties have caused their duly authorized representatives to execute this Agreement on the dates set forth below.

"City"

"Consultant"

Name: _____

Name: _____

Title: _____

Title: _____

Date: _____

Date: _____

ATTEST:

By:

Taylor Whittingslow, City Clerk

Date:

APPROVED AS TO FORM:

By: _____
City Attorney

Date: _____