

SECOND AMENDMENT TO AGREEMENT

This Second AMENDMENT TO AGREEMENT amends that certain agreement titled agreement for Professional Services dated July 1, 2025, made by and between the Town of Los Gatos, ("Town,") and Goldfarb & Lipman LLP ("Consultant"), a Limited Liability Partnership and whose address is 1300 Clay St, Oakland, CA 94612.

RECITALS

- A. Town and Consultant entered into an Agreement for Professional Services on July 1, 2025 ("Agreement").
- B. The parties entered into First Amendment to Agreement for Professional Services on December 2, 2025.
- C. The parties desire to amend the Agreement in order to increase the not-to-exceed amount of compensation by \$100,000.00.

AMENDMENT

- A. The "not to exceed" amount in the Compensation Section is amended to \$450,000.00.
- B. All other terms and conditions of the Agreement remain in full force and effect.

TOWN OF LOS GATOS

CONTRACTOR: Goldfarb & Lipman LLP

SIGNATURE

Chris Constantin

FULL NAME

Town Manager

TITLE

DATE SIGNED

Approved as to form:

SIGNATURE

Gabrielle Whelan

FULL NAME

Town Attorney

TITLE

DATE SIGNED

SIGNATURE

Celia W. Lee

CONTRACTOR SIGNATORY'S FULL NAME

Esquire

CONTRACTOR SIGNATORY'S TITLE

DATE SIGNED

The execution date is the date on which the last party has signed.