

## 2<sup>nd</sup> AMENDMENT TO AGREEMENT

This AMENDMENT TO AGREEMENT is dated for identification this 12<sup>th</sup> day of February, 2025 and amends that certain agreement for Auditing Services dated 1/12/2022, made by and between the Town of Los Gatos, ("Town,") and the Chavan & Associates, LLP. ("Consultant.")

### RECITALS

- A. Town and Consultant entered into an Auditing Services Agreement on 1/12/2022, ("Agreement"), a copy of which is attached hereto and incorporated by reference as Attachment 5 to this Amendment.
- B. Town and Consultant entered into a 1<sup>st</sup> Amendment to the Agreement on 4/2/2024, ("Agreement"), a copy of which is attached hereto and incorporated by reference as Attachment 4 to this Amendment.
- C. Town desires to amend the Agreement to update the scope of work, term and time of performance, and compensation sections.

### AMENDMENT

1. Section 2.1, "Scope of Services" is amended to include the additional services described in that certain proposal sent to the Town on October 8, 2021, Engagement Letter dated March 25, 2024, Engagement Letter dated October 7, 2024, and Engagement Letter dated December 19, 2024, which is hereby incorporated by reference and included as attachments 5, 4, 3, and 2, respectively.
2. Section 2.2, "Term and Time of Performance is amended to read this contract will remain in effect from 01/01/22 to 01/31/26.
3. Section 2.6, "Compensation" is amended to read Compensation for the consultant's professional services will be increased by \$56,500 for a total agreement that **shall not exceed \$189,000**, inclusive of all costs. Payment shall be based upon Town approval of each task.
4. All other terms and conditions of the Agreement remain in full force and effect.

IN WITNESS WHEREOF, the Town and Consultant have executed this Amendment.

Town of Los Gatos

Approved as to Consent:

By: \_\_\_\_\_  
Chris Contantin, Town Manager

By: \_\_\_\_\_  
Chavan & Associates, LLP

Department Approval:

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Gitta Ungvari  
Director of Finance

Approved as to Form:

Attest:

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Gabrielle Whelan, Town Attorney

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Wendy Wood, CMC, Town Clerk