

**AMENDMENT NO. 2
TO THE AGREEMENT FOR SERVICES
BETWEEN THE
CITY OF SANTA CLARA, CALIFORNIA,
AND
BATES GROUP LLC**

PREAMBLE

This agreement ("Amendment No. 2") is entered into between the City of Santa Clara, California, a chartered California municipal corporation (City) and Bates Group LLC, an Oregon limited liability company (Contractor). City and Contractor may be referred to individually as a "Party" or collectively as the "Parties" or the "Parties to this Agreement."

RECITALS

- A. The Parties previously entered into an agreement entitled "Agreement for Services Between the City of Santa Clara, California and Bates Group LLC", effective May 1, 2019 (Agreement); and
- B. The Agreement was previously amended by Amendment No. 1, dated November 13, 2019, and is again amended by this Amendment No. 2. The Agreement and all previous amendments are collectively referred to herein as the "Agreement as Amended"; and
- C. The Parties entered into the Agreement for the purpose of having Contractor provide services related to the calculation and review of Fair Labor Standards Act compensation to City employees, and the Parties now wish to amend the Agreement as Amended to extend the term through December 31, 2020.

NOW, THEREFORE, the Parties agree as follows:

AMENDMENT TERMS AND CONDITIONS

1. Section 2 of the Agreement as Amended, entitled "Term of Agreement" is amended to read as follows:

Unless otherwise set forth in this Agreement or unless this paragraph is subsequently modified by a written amendment to this Agreement, the term of this Agreement shall begin on May 1, 2019 and terminate on December 31, 2020.

2. Except as set forth herein, all other terms and conditions of the Agreement as Amended shall remain in full force and effect. In case of a conflict in the terms of


the Agreement as Amended and this Amendment No. 2, the provisions of this Amendment No. 2 shall control.

The Parties acknowledge and accept the terms and conditions of this Amendment No. 2 as evidenced by the following signatures of their duly authorized representatives.

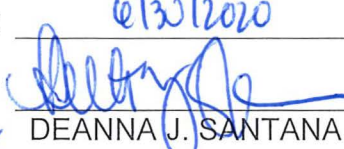
CITY OF SANTA CLARA, CALIFORNIA
a chartered California municipal corporation

Approved as to Form:

Dated:

For


BRIAN DOYLE
City Attorney

6/23/2020


DEANNA J. SANTANA
City Manager
1500 Warburton Avenue
Santa Clara, CA 95050
Telephone: (408) 615-2210
Fax: (408) 241-6771

"CITY"

BATES GROUP LLC
an Oregon limited liability company

Dated: Benjamin Pappas
By (Signature): Jun 23, 2020 | 10:29 AM PDT
Name: Benjamin Pappas
Title: President
Principal Place of Business Address: 5005 Meadows Road, Suite 300
Lake Oswego, Oregon 97035
Email Address: BPappas@batesgroup.com
Telephone: (971) 250-4329
Fax: (503) 670-0997

"CONTRACTOR"