

**RENEWAL AND AMENDMENT NO. 5 TO AGREEMENT BY AND
BETWEEN
COUNTY OF MONTEREY &
HINDERLITER DE LLAMAS & ASSOCIATES.**

THIS RENEWAL AND AMENDMENT NO. 5 is made to the PROFESSIONAL SERVICES AGREEMENT (“AGREEMENT”) for the provision of sales, use and transaction tax services by and between **Hinderliter de Llamas & Associates**, hereinafter “CONTRACTOR”, and the County of Monterey, a political subdivision of the State of California, hereinafter referred to as “County”.

WHEREAS, the County of Monterey on behalf of the Auditor-Controller and Hinderliter de Llamas & Associates had previously entered into an Agreement for Services (hereinafter “Agreement”) on September 23, 2019 to provide Sales, Use and Transaction Tax auditing and analysis services, with a one year term and a total Agreement amount not to exceed \$75,000; and

WHEREAS, the Agreement was amended on February 11, 2020 to increase the not to exceed amount to \$192,881 to compensate for services rendered with respect to California Flats Solar Project owned by First Solar Electric Inc.; and

WHEREAS, Amendment No. 2 was entered into for one (1) additional year, revising the term of Agreement to July 1, 2019 through June 30, 2021 and increasing the not to exceed amount to \$253,996.46; and

WHEREAS, the Agreement expired on June 30, 2021; and

WHEREAS, this Agreement was amended via Amendment No. 3 on the same or similar terms, beginning July 1, 2021, extending the term for an additional one (1) year period (July 1, 2021 through June 30, 2022) for a revised full Agreement term of July 1, 2019 through June 30, 2022 with an increase of \$43,025.45 thereby increasing the not to exceed amount to \$297,021.91 to allow for services to continue with no change to scope; and

WHEREAS, the Agreement expired on June 30, 2022; and

WHEREAS, this Agreement was amended via Amendment No. 4 on the same or similar terms, beginning July 1, 2022, extending the term for an additional one (1) year period (July 1, 2022 through June 30, 2023) for a revised full Agreement term of July 1, 2019 through June 30, 2023 with an increase of \$15,908.63 thereby increasing the not to exceed amount to \$312,930.54 to allow for services to continue with no change to scope; and

WHEREAS, the Agreement expired on June 30, 2023; and

WHEREAS, the County and CONTRACTOR wish to renew and amend the Agreement on the same or similar terms, beginning July 1, 2023, extending the term for an additional one (1) year period (July 1, 2023 through June 30, 2024) for a revised full Agreement term of July 1, 2019 through June 30, 2024

with an increase of \$76,174 thereby increasing the not to exceed amount to \$389,105 to allow for services to continue with no change to scope.

NOW THEREFORE, the County and CONTRACTOR hereby agree to renew and amend the AGREEMENT in the following manner:

1. The Agreement is hereby renewed and amended on the terms and conditions as set forth in the original Agreement incorporated herein by this reference, except as specifically set forth below

1. Paragraph 3.01, "TERM OF AGREEMENT", shall be amended by removing "The term of this Agreement is from July 1, 2019 to June 30, 2023, unless sooner terminated pursuant to the terms of this Agreement," and replacing it with "The term of this Agreement is from July 1, 2019 to June 30, 2024, unless sooner terminated pursuant to the terms of this Agreement".

2. Section 2., "PAYMENTS BY THE COUNTY" shall be amended by removing, "The total amount payable by County to CONTRACTOR under this Agreement shall not exceed the sum of \$312,930.54" and replacing it with "The total amount payable by County to CONTRACTOR under this AGREEMENT shall not exceed \$389,105".

2. Except as provided herein, all remaining terms, conditions and provisions of the AGREEMENT are unchanged and unaffected by this Renewal and Amendment and shall continue in full force and effect as set forth in the AGREEMENT.

3. This Renewal and Amendment is effective July 1, 2023.

4. A copy of the Renewal and Amendment shall be attached to the original AGREEMENT dated September 23, 2019 and Amendments Nos. 1, 2, and 3, & 4.

IN WITNESS WHEREOF, the parties have executed this AMENDMENT on the day and year written below.

MONTEREY COUNTY

DocuSigned by:

Debra R. Wilson

Contracts/Purchasing Officer

Dated: 5/24/2023 | 11:00 AM PDT

DocuSigned by:

Burcu Mousa

Assistant Auditor-Controller

Dated: 5/24/2023 | 8:22 AM PDT

Approved as to Fiscal Provisions:

DocuSigned by:

Ma Mon

Deputy Auditor/Controller

Dated: 5/24/2023 | 9:43 AM PDT

Approved as to Form:

DocuSigned by:

Stacy Saetta

Deputy County Counsel

Dated: 5/23/2023 | 4:25 PM PDT

CONTRACTOR

DocuSigned by:

By: *Andrew Nickerson*

Signature of Chair, President, or Vice-President

Andrew Nickerson, President/CEO

Printed Name and Title

Dated: 5/22/2023 | 4:29:14 PM PDT

DocuSigned by:

By: *Richard Park*

(Signature of Secretary, Asst. Secretary, CFO, Treasurer or Asst. Treasurer)*

Richard Park, CFO

Printed Name and Title

Dated: 5/23/2023 | 9:15:02 AM PDT

*INSTRUCTIONS: If CONTRACTOR is a corporation, including limited liability and non-profit corporations, the full legal name of the corporation shall be set forth above together with the signatures of two specified officers. If CONTRACTOR is a partnership, the name of the partnership shall be set forth above together with the signature of a partner who has authority to execute this Agreement on behalf of the partnership. If CONTRACTOR is contracting in an individual capacity, the individual shall set forth the name of the business, if any, and shall personally sign the Agreement.