

**AMENDMENT No. 1 TO AGREEMENT TO
REAPPOINT COUNTY COUNSEL
COUNTY OF MONTEREY**

This Amendment to the agreement is entered into and is effective with the County pay period beginning December 10, 2005 by and between the County of Monterey, a political subdivision of the State of California, and Charles J. McKee, an individual.

Whereas, the County of Monterey, hereinafter referred to as "County," requires the continued services of a County Counsel; and

Whereas, Charles J. McKee, hereinafter referred to as "County Counsel," possesses the necessary skills and expertise needed for County Counsel and has in fact served as a County Counsel since August 2000 and as Monterey County Counsel since April 28, 2003.

Now therefore, the parties agree to amend section 3 of their previous agreement for employment services dated May 9, 2005 as follows with all other provision remaining the same:

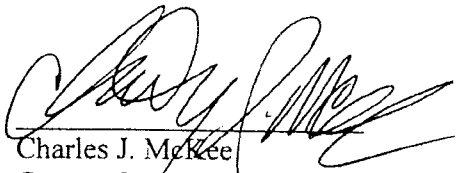
3. COMPENSATION:

In exchange for providing the services outlined above, County Counsel shall be compensated by County as follows:

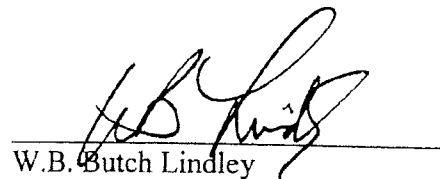
- A. Annual salary shall be at step 4 of the salary schedule currently adopted or as amended in the future, paid in equal installments and in the same frequency as other County employees.

Dated: December 15, 2005

Date: December 15, 2005



Charles J. McKee
County Counsel



W.B. Butch Lindley
Chair of the Board of Supervisors