

**RENEWAL AND AMENDMENT NO. 2 OF AGREEMENT (A-11791)
BETWEEN THE COUNTY OF MONTEREY &
LATHAM & WATKINS LLP**

WHEREAS, Latham & Watkins LLP, hereinafter "CONTRACTOR", and the County of Monterey, a political subdivision of the State of California, hereinafter referred to as "COUNTY," previously entered into an agreement dated May 1, 2010, for the provision of legal services ("AGREEMENT") in an amount not to exceed \$100,000 for the period May 1, 2010 to April 30, 2011; and

WHEREAS, COUNTY and CONTRACTOR amended the AGREEMENT, effective October 1, 2010 via AMENDMENT NO. 1, increasing the maximum liability by \$300,000 and extending the AGREEMENT to June 30, 2011; and

WHEREAS, the AGREEMENT, as amended by AMENDMENT NO. 1, expired pursuant to its terms on June 30, 2011; and

WHEREAS, COUNTY and CONTRACTOR wish to renew the AGREEMENT retroactive to July 1, 2011; and

WHEREAS, COUNTY and CONTRACTOR wish to extend the term of the renewed AGREEMENT through and including June 30, 2012; and

WHEREAS, COUNTY and CONTRACTOR wish to further amend the renewed AGREEMENT to increase the total AGREEMENT financial compensation in order to continue the services provided under this AGREEMENT; NOW THEREFORE,

For valuable consideration, the sufficiency of which is hereby acknowledged, COUNTY and CONTRACTOR agree as follows:

1. The AGREEMENT is renewed retroactive to July 1, 2011, and all of its provisions shall be deemed to have been in effect continuously since that time.
2. Paragraph 4, Section 6, Rates, Fees and Charges, is amended to extend the term date until June 30, 2012 and to increase the maximum amount of COUNTY's liability over the full term of this Agreement to \$1,000,000 and \$600,000 for fiscal year 2011-2012.
3. Except as provided herein, all remaining terms, conditions and provisions of the AGREEMENT are unchanged and unaffected by this RENEWAL AND AMENDMENT NO. 2 OF AGREEMENT (A-11791) ("RENEWAL AND AMENDMENT NO. 2"), and shall continue in full force and effect as set forth in the AGREEMENT;
4. A copy of this RENEWAL AND AMENDMENT NO. 2 shall be attached to the original AGREEMENT dated May 1, 2010.

RENEWAL AND AMENDMENT NO.2 OF AGREEMENT A-11791)
BETWEEN THE COUNTY OF MONTEREY &
LATHAM & WATKINS LLP

WHEREAS, Latham & Watkins LLP, hereinafter CONTRACTOR", and the County of Monterey, a political subdivision of the State of California, hereinafter referred to as COUNTY," previously entered into an agreement dated May 1, 2010, for the provision of legal services AGREEMENT") in an amount not to exceed \$100,000 for the period May 1, 2010 to April 30, 2011; and

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WHEREAS, the AGREEMENT, as amended by AMENDMENT NO. 1, expired pursuant to its terms on June 30, 2011; and

WHEREAS, COUNTY and CONTRACTOR wish to renew the AGREEMENT retroactive to July 1, 2011; and

WHEREAS, COUNTY and CONTRACTOR wish to extend the term of the renewed AGREEMENT through and including June 30, 2012; and

WHEREAS, COUNTY and CONTRACTOR wish to further amend the renewed AGREEMENT to increase the total AGREEMENT financial compensation in order to continue the services provided under this AGREEMENT; NOW THEREFORE,

For valuable consideration, the sufficiency of which is hereby acknowledged, COUNTY and CONTRACTOR agree as follows:

1. The AGREEMENT is renewed retroactive to July 1, 2011, and all of its provisions shall be deemed to have been in effect continuously since that time.
2. Paragraph 4, Section 6, Rates, Fees and Charges, is amended to extend the term date until June 30, 2012 and to increase the maximum amount of COUNTY's liability over the full term of this Agreement to \$1,000,000 and \$600,000 for fiscal year 2011-2012.
3. Except as provided herein, all remaining terms, conditions and provisions of the AGREEMENT are unchanged and unaffected by this RENEWAL AND AMENDMENT NO. 2 OF AGREEMENT A-11791) RENEWAL AND AMENDMENT NO. 2"), and shall continue in full force and effect as set forth in the AGREEMENT;
4. A copy of this RENEWAL AND AMENDMENT NO. 2 shall be attached to the original AGREEMENT dated May 1, 2010.

Renewal and Amendment No. 2 of Agreement between County of Monterey and Latham & Watkins
1 of 2

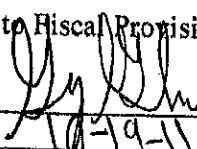
IN WITNESS WHEREOF, the County and CONTRACTOR execute this RENEWAL AND AMENDMENT NO. 2 as follows:

COUNTY OF MONTEREY


Contracts/Purchasing Officer

Dated: 12-13-11

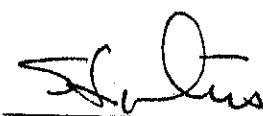
Approved as to Fiscal Provisions:


10-19-11

Approved as to Form:


Deputy County Counsel

Dated: 10/18/11



Department Head Signature

10/11/11

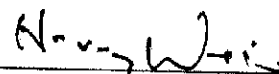
Date

CONTRACTOR

By: 

Jerry Peters, Partner
Printed Name and Title

Dated: October 6, 2011



Print Name

IN WITNESS WHEREOF, the County and CONTRACTOR execute this RENEWAL AND AMENDMENT NO. 2 as follows:

COUNTY OF MONTEREY CONTRACTOR

By: 4 w? c.

Contracts/Purchasing Officer

Dated:

Approved as t iscaAV;olgisions:

Approved as to Form:

Depfty County 26 nsel

Dated: Jo/(/f

Department Head Signature

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Date

S'erry I?e 4ers, pwr

Printed Name and Title

Dated: d o-obe,r Lo I I

Print Name

Renewal and Amendment No. 2 of Agreement between County of Monterey and Latham & Watkins

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