

**RENEWAL AND AMENDMENT #1 TO
AGREEMENT FOR PROFESSIONAL SERVICES BETWEEN
THE TRANSPORTATION AGENCY FOR MONTEREY COUNTY AND
SEMACONNECT, INC.**

APPROVED BY THE TAMC BOARD ON: MAY 27, 2015

This Renewal and Amendment No. 1 (hereinafter, "RENEWAL") to the Agreement for Professional Services (hereinafter, "AGREEMENT") between the Transportation Agency for Monterey County and SemaConnect, Inc. is made and entered into, by and between the Transportation Agency for Monterey County, hereinafter called "TAMC," and SemaConnect, Inc., a Maryland corporation, 4961 Telsa Drive, Suite A, Bowie, Maryland 2071, hereinafter called "CONSULTANT."

RECITALS

- A. **WHEREAS** the parties had previously entered into an Agreement for Professional Services on January 22, 2014;
- B. **WHEREAS**, the original AGREEMENT had a twelve month term and a total AGREEMENT amount that was not to exceed Thirty-One Thousand One Hundred Twenty Three Dollars (\$31,123); and
- C. **WHEREAS**, that AGREEMENT expired on December 31, 2014; and

NOW, THEREFORE, the parties desire to renew and amend the AGREEMENT as follows:

- 1. The AGREEMENT is renewed and amended retroactively to December 31, 2014 and all of its provisions shall be deemed to have been in effect continuously since that time.
- 2. The term of the AGREEMENT shall be amended to extend to December 31, 2019.
- 3. Except as provided herein, all other terms and conditions of the original AGREEMENT shall remain in full force and effect.
- 4. A copy of this Renewal and Amendment No. 1 shall be attached to the original AGREEMENT.

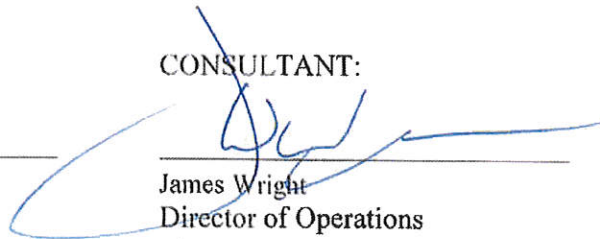
IN WITNESS WHEREOF, the parties hereto have executed this Amendment of the Agreement with SemaConnect, Inc.

TAMC:



Debra L. Hale
Executive Director

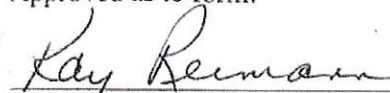
CONSULTANT:



James Wright
Director of Operations

Dated: 6/22/15

Approved as to form:



TAMC Counsel

Dated: 6/10/2015

5/27/15
(date)