

**AMENDMENT #2 TO PROFESSIONAL SERVICES AGREEMENT
BETWEEN KELLY DUNCAN AND THE COUNTY OF MONTEREY**

This Amendment #2 is made and entered into by and between the County of Monterey, a political subdivision of the State of California, (hereinafter, "COUNTY"), and **KELLY DUNCAN** (hereinafter, "CONTRACTOR").

WHEREAS, the County and CONTRACTOR wish to amend the AGREEMENT to extend the term end date to allow for existing services to continue while the County publicly solicits for a new contract for services; and,

WHEREAS, the County and CONTRACTOR wish to amend the AGREEMENT to increase the amount of the AGREEMENT to cover the additional services rendered for the term extension yet billed at the same rates set forth in the AGREEMENT; and,

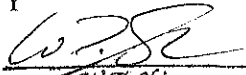
NOW THEREFORE, the County and CONTRACTOR hereby agree to amend the AGREEMENT in the following manner:

1. Section 2 "PAYMENTS BY COUNTY" is amended to read as follows: "County shall pay the CONTRACTOR in accordance with the payment provisions set forth in **Exhibit A**, subject to the limitations set forth in this Agreement. The total amount payable by County to CONTRACTOR under this Agreement shall not exceed the sum of **\$84,000.**"
2. Section 3 "TERM OF AGREEMENT" is amended to read as follows: "The term of this Agreement is from January 1, 2015 to December 31, 2015. After December 31, 2015, the term shall continue on a month to month basis as needed for up to 6 months. The County shall notify CONTRACTOR 30 days in advance once services are no longer needed".
3. Except as provided herein, all remaining terms, conditions and provisions of the AGREEMENT are unchanged and unaffected by this AMENDMENT and shall continue in full force and effect as set forth in the AGREEMENT.
4. A copy of this Amendment shall be attached to the original Agreement dated February 12th, 2013.

IN WITNESS WHEREOF, the parties have executed this AMENDMENT #2 on the day and year written below.

MONTEREY COUNTY

CONTRACTOR


W.G. Skinner
Contracts/Purchasing Officer
County of Monterey

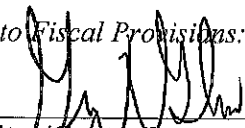
~~By: _____~~
KELLY DUNCAN
ATTORNEY AT LAW

Dated: 1/20/15

Printed Name

Approved as to Fiscal Provisions:

Dated:


Deputy Auditor/Controller

By: James Eggar
(ADO, Contract Administrator)

Dated: 1-20-15

JAMES EGGAR PUBLIC DEFENDER
Printed Name and Title

Approved as to Liability Provisions:

Dated: 1/19/15

Risk Management

Dated:

Approved as to Form:


WILLIAM M. LITT
Deputy County Counsel

Dated: 1/20/15