

**AMENDMENT NO. 2
TO PROFESSIONAL SERVICES AGREEMENT
BETWEEN COUNTY OF MONTEREY AND
PAGE & TURNBULL, INC.**

THIS AMENDMENT NO. 2 to the Professional Services Agreement between the County of Monterey, a political subdivision of the State of California (hereinafter, "County") and Page & Turnbull, Inc. (hereinafter, "CONTRACTOR") is hereby entered into between the County and the CONTRACTOR (collectively, the County and CONTRACTOR are referred to as the "Parties").

WHEREAS, CONTRACTOR entered into a Professional Services Agreement with County on December 20, 2013 to provide an Adaptive Reuse Feasibility Study for the Old County Jail (hereinafter, "Project") pursuant to Request for Proposals (RFP) #10438 (hereinafter, "Agreement"); and

WHEREAS, Agreement was amended by the Parties on May 20, 2014 (hereinafter, "Amendment No. 1") to revise the term of the Agreement to January 15, 2014 through August 13, 2014 to conform with the performance period of two hundred ten (210) calendar days and complete work on the Project as required in RFP #10438; and

WHEREAS, Task 2, Review/Preparation of Technical Studies, and Task 3, Community Involvement and Public Workshops have been completed for the Project; and

WHEREAS, the County has directed additions, deletions and revisions to Task 4, Re-Use Feasibility Analysis, and additions to Task 5, Administrative Draft Study, to provide broader analysis of reuse alternatives for the Project; and

WHEREAS, additional time beyond the two hundred ten (210) calendar days is necessary to allow CONTRACTOR to complete remaining tasks for the Project and to allow the Parties to negotiate a budget to complete the additions, deletions, and revisions to Task 4 and additions to Task 5 for the Project; and

WHEREAS, the Parties wish to further amend the Agreement to extend the term to November 7, 2014 with no associated dollar amount increase to continue to provide tasks identified in the Agreement and as amended by this Amendment No. 2.

NOW, THEREFORE, the Parties agree to amend the Agreement as follows:


1. Amend the first sentence of Paragraph 3, "Term of Agreement", to read as follows:

The term of this Agreement is from January 15, 2014 to November 7, 2014, unless sooner terminated pursuant to the terms of this Agreement.

2. All other terms and conditions of the Agreement remain unchanged and in full force.
3. This Amendment No. 2 shall be attached to the Agreement and incorporated therein as if fully set forth in the Agreement.

IN WITNESS WHEREOF the Parties hereto have executed this Amendment No. 2 to the Agreement as of the day and year written below:

COUNTY OF MONTEREY

By: 
Debra Bayard, MS
Contracts/Purchasing Officer
Deputy Purchasing Agent
County of Monterey


Date: 11 Aug 2014

**Approved as to Form and Legality
Office of the County Counsel**

By: 
Cynthia L. Oboan
Deputy County Counsel

Date: 8-6-14

Approved as to Fiscal Provisions

By: 
Auditor/Controller

Date: 8-6-14

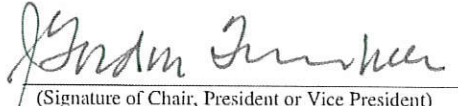
Approved as to Indemnity and Insurance Provisions

By: _____
Risk Management

Date: _____

CONTRACTOR*

Page & Turnbull, Inc.
Contractor's Business Name

By: 
(Signature of Chair, President or Vice President)

Its: J. GORDON TURNBULL, PRES.
(Print Name and Title)

Date: August 6, 2014

By: 
(Signature of Secretary, Asst. Secretary, CFO,
Treasurer or Asst. Treasurer)

Its: TOM DUFUR, TREAS.
(Print Name and Title)

Date: 8/6/14

*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.

2. All other terms and conditions of the Agreement remain unchanged and in full force.
3. This Amendment No. 2 shall be attached to the Agreement and incorporated therein as if fully set forth in the Agreement.

IN WITNESS WHEREOF the Parties hereto have executed this Amendment No. 2 to the Agreement as of the day and year written below:

COUNTY OF MONTEREY

By: _____
Contracts/Purchasing Officer

Date: _____

**Approved as to Form and Legality
Office of the County Counsel**

By: _____
Deputy County Counsel

Date: _____

Approved as to Fiscal Provisions

By: _____
Auditor/Controller

Date: _____

Approved as to Indemnity and Insurance Provisions

By: _____
Risk Management

Date: _____

CONTRACTOR*

Page & Turnbull, Inc.
Contractor's Business Name

By: [Signature]
(Signature of Chair, President or Vice President)

Its: J. GORDON TURNBULL, PRES.
(Print Name and Title)

Date: August 6, 2014

By: [Signature]
(Signature of Secretary, Asst. Secretary, CFO,
Treasurer or Asst. Treasurer)

Its: TOM O'NEILL, TREAS.
(Print Name and Title)

Date: 8/6/14

*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.