

**AMENDMENT NO. 4
TO PROFESSIONAL SERVICES AGREEMENT
BETWEEN COUNTY OF MONTEREY AND
KITCHELL/CEM, INC.**

THIS AMENDMENT NO. 4 to Professional Services Agreement No. A-12868 between the County of Monterey, a political subdivision of the State of California (hereinafter, “County”) and Kitchell/CEM, Inc. (hereinafter, “CONTRACTOR”) is hereby entered into between the County and the CONTRACTOR (collectively, the “Parties”) and effective as of the last date opposite the respective signatures below.

WHEREAS, CONTRACTOR entered into Professional Services Agreement No. A-12868 with County on August 18, 2015 (hereinafter, “Agreement”) to provide on-call construction management services for various general projects located in Monterey County, California (hereinafter, “services”) through July 21, 2018 for an amount not to exceed \$5,000,000; and

WHEREAS, Agreement was amended by the Parties on July 23, 2018 (hereinafter, “Amendment No. 1”) to update the Indemnification for Construction Management Professional Services Claims provision and to extend the term for one (1) additional year through July 21, 2019 with no increase in the not to exceed amount; and

WHEREAS, Agreement was amended by the Parties on July 22, 2019 (hereinafter, “Amendment No. 2”) to extend the term for one (1) additional year through July 21, 2020 with no increase in the not to exceed amount; and

WHEREAS, Agreement was amended by the Parties on July 10, 2020 (hereinafter, “Amendment No. 3”) to extend the term for one (1) additional year through July 21, 2021 with no increase in the not to exceed amount; and

WHEREAS, County has a continued need for services beyond the anticipated five (5) year Agreement term allowed per Request for Qualifications (RFQ) #10476; and

WHEREAS, additional time is necessary to allow CONTRACTOR to continue to provide the services required by the County and to allow County staff to prepare and process a new RFQ; and

WHEREAS, the Parties agree that the Fee Schedule in Exhibit B – Payment Provisions of the Agreement remains valid through July 21, 2022; and

WHEREAS, the Parties wish to further amend the Agreement to extend the term for one (1) additional year to July 21, 2022 with no associated dollar amount increase to allow CONTRACTOR to continue to provide services identified in the Agreement and as amended by this Amendment No. 4.

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

1. Amend the first paragraph of Section 2, "Term of Agreement", to read as follows:

The term of this Agreement is from July 21, 2015 to July 21, 2022, unless sooner terminated pursuant to the terms of this Agreement.

2. In all places within the Agreement, any reference to Resource Management Agency is hereby replaced with Department of Public Works, Facilities, & Parks.
3. All other terms and conditions of the Agreement, including all Exhibits thereto, remain unchanged and in full force.
4. This Amendment No. 4 and all previous amendments shall be attached to the Agreement and incorporated therein as if fully set forth in the Agreement.
5. The recitals to this Amendment No. 4 are incorporated into the Agreement and this Amendment No. 4.

IN WITNESS WHEREOF, the Parties hereto have executed this Amendment No. 4 to the Agreement which shall be effective as of the last date opposite the respective signatures below.

COUNTY OF MONTEREY

CONTRACTOR*

By:

Contracts/Purchasing Officer

Date:

**Approved as to Form
Office of the County Counsel-Risk Manager
Leslie J. Girard, County Counsel-Risk Manager**

By:

DocuSigned by:
Mary Grace Perry

633031E17FD247F...
Mary Grace Perry
Deputy County Counsel

Date:

5/12/2021

Approved as to Fiscal Provisions

By:

DocuSigned by:
Gary Giboney

D3834BFECTD8449...
Auditor/Controller

Date:

5/12/2021

**Approved as to Indemnity and Insurance Provisions
Office of the County Counsel-Risk Manager**

By:

Leslie J. Girard
County Counsel-Risk Manager

Date:

*INSTRUCTIONS: If CONTRACTOR is a corporation, including non-profit corporations, the full legal name of the corporation shall be set forth above together with the signatures of two (2) specified officers per California Corporations Code Section 313. If CONTRACTOR is a Limited Liability Corporation (LLC), the full legal name of the LLC shall be set forth above together with the signatures of two (2) managers. If CONTRACTOR is a partnership, the full legal 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 or Amendment to said Agreement.

Kitchell/CEM, Inc.

Contractor's Business Name

By:

DocuSigned by:
Wendy Cohen

FD385E1E9ABD435...
(Signature of Chair, President or Vice President)

Its:

Wendy Cohen, President
(Print Name and Title)

Date:

5/11/2021

By:

DocuSigned by:
Heather Brown

D3EEC7B1612B40C...
(Signature of Secretary, Asst. Secretary, CFO, Treasurer or Asst. Treasurer)

Its:

Heather Brown, Assistant Secretary
(Print Name and Title)

Date:

5/11/2021