

**AMENDMENT NO. 1
TO FUNDING AGREEMENT NO. 2
BETWEEN COUNTY OF MONTEREY AND
PARAISO SPRINGS RESORT, LLC**

THIS AMENDMENT NO. 1 to Funding Agreement No. 2 No. A-14209 between the County of Monterey, a political subdivision of the State of California (hereinafter, "County") and Paraiso Springs Resort, LLC (hereinafter, "PROJECT APPLICANT") is hereby entered into between the County and the PROJECT APPLICANT (collectively, the "Parties") and effective as of the last date opposite the respective signatures below.

WHEREAS, PROJECT APPLICANT entered into Funding Agreement No. 2 No. A-14209 with County on December 18, 2018 (hereinafter, "FA No. 2") to allow funding for EMC Planning Group, Inc.'s (hereinafter, "Contractor") attendance at Public Hearings (hereinafter, "services") and for the Contract Administration Fee associated with the Paraiso Hot Springs Resort (hereinafter, "Project") Environmental Impact Report (EIR) through May 31, 2019 for an amount not to exceed \$22,865; and

WHEREAS, additional time is necessary to allow funding for the Contractor to continue services through the final presentation of the Project EIR to the County of Monterey Planning Commission and Board of Supervisors; and

WHEREAS, the Parties wish to amend the Agreement to extend the term for one (1) additional year to May 31, 2020 with no associated dollar amount to allow funding by PROJECT APPLICANT to County for costs incurred by Contractor and County departments for services identified in this Agreement and as amended by this Amendment No. 1.

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

1. Amend the second paragraph of Section a, "Contractor", of Paragraph 6, "Payments to Contractor and County", to read as follows:

Should this AGREEMENT be terminated prior to May 31, 2020, any unearned balance of the Base Budget deposited by PROJECT APPLICANT to fund the PSA's Base Budget amount shall be returned to PROJECT APPLICANT within sixty (60) days of receipt of notice of termination by County.

2. Amend Paragraph 8, "Term", to read as follows:

AGREEMENT shall become effective December 4, 2018 and continue through May 31, 2020, unless terminated pursuant to Paragraph 9 or amended pursuant to Paragraph 13 of AGREEMENT.

3. Amend the first sentence of Paragraph 9, "Termination", to read as follows:

AGREEMENT shall terminate on May 31, 2020, but may be terminated earlier by PROJECT APPLICANT or County, by giving thirty (30) days' written notice to the other.

4. All other terms and conditions of the Agreement, including all Exhibits thereto, remain unchanged and in full force.
5. This Amendment No. 1 to the Agreement shall be attached to this Agreement and incorporated therein as if fully set forth in the Agreement.
6. The recitals to this Amendment No. 1 are incorporated into the Agreement and this Amendment No. 1.

IN WITNESS WHEREOF, the Parties hereto have executed this Amendment No. 1 to the Agreement which shall be effective as of the last date opposite the respective signatures below.

COUNTY OF MONTEREY

By: 

Contracts/Purchasing Officer or
Contracts/Purchasing Supervisor

Date: 5-30-19

Approved as to Form and Legality
Office of the County Counsel-Risk Management
Charles J. McKee, County Counsel-Risk Manager

By: 

Brian P. Briggs
Deputy County Counsel

Date: 5-21-19

PARAISO SPRINGS RESORT, LLC*

By: 

(Signature of Manager)

Its: John M. Thompson, Manager/Member
(Print Name and Title)

Date: 5-13-19

By: 

(Signature of Manager)

Its: William M. Thompson, Manager/Member
(Print Name and Title)

Date: 5-13-19

Approved as to Fiscal Provisions

By: 

Auditor/Controller

Date: 5-22-19

*INSTRUCTIONS: IF PROJECT APPLICANT 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 PROJECT APPLICANT 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 PROJECT APPLICANT 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 PROJECT APPLICANT 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.