

**SECOND AMENDMENT TO  
PROFESSIONAL SERVICES AGREEMENT  
FOR ENGINEERING SERVICES**

THIS SECOND AMENDMENT TO PROFESSIONAL SERVICES AGREEMENT FOR ENGINEERING SERVICES ("Second Amendment") is made and entered into this 17<sup>th</sup> day of July 2018, by and between the City of Maricopa, Arizona, an Arizona municipal corporation ("City"), Entellus, Inc., an Arizona corporation ("Consultant"), for the project entitled "On Call Engineering Services."

WHEREAS, on August 4, 2015, the Maricopa City Council approved an Agreement for consulting and professional services on an "as needed" basis ("Agreement"); and

WHEREAS, on August 1, 2017, the Maricopa City Council approved the First Amendment to extend the term for consulting and professional services on an "as needed" basis; and

WHEREAS, pursuant to Section 3 of the Agreement the Initial Term was for two (2) years and the City has the option to extend the term for additional one (1) year terms if mutually agreed upon by the Consultant; and

WHEREAS, the parties now desire to amend the Agreement and First Amendment to extend the term of the Agreement for an additional one-year term.

NOW, THEREFORE, the parties specifically agree to amend the Agreement approved on August 4, 2015 and the First Amendment approved on August 1, 2017 as follows:

1. Section 2, COMPENSATION, shall be amended to reflect that in accordance with the terms and conditions of the Agreement, the First Amendment and this Second Amendment, City shall compensate Consultant for its professional services as follows:

See Exhibit 1, which is attached hereto and incorporated herein.

In no event, shall the total compensation during the extended term provided for during this Second Amendment exceed One Million and 00/100 Dollars (\$1,000,000.00). No compensation authorized by and remaining from the term of the Agreement or First Amendment may be added to the total authorized for the term of this Second Amendment. The remaining conditions of Section 2, COMPENSATION, from the Agreement, shall remain in full force and effect as stated therein.

2. Section 3, TERM, shall be amended to reflect that in accordance with the terms and conditions of the Agreement, the term of the Agreement shall be extended to August 4, 2019.

3. All other terms and conditions of the original Agreement and the First

Amendment are to continue in full force and effect as stated and agreed to in the Agreement dated August 4, 2015 and the First Amendment dated August 1, 2017 as if fully set forth herein.

IN WITNESS WHEREOF, the parties have caused this Second Amendment to be signed by their duly authorized representatives as of the day and year first above written.

**CONSULTANT:**

Entellus, Inc., an Arizona corporation

By: \_\_\_\_\_  
Title: \_\_\_\_\_

**CITY OF MARICOPA**

An Arizona municipal corporation

\_\_\_\_\_  
Christian Price  
Mayor

ATTEST:

APPROVED AS TO FORM:

\_\_\_\_\_  
Vanessa Bueras,  
City Clerk

\_\_\_\_\_  
Denis M. Fitzgibbons,  
City Attorney