

**AMENDMENT NO. 3 TO THE PROFESSIONAL SERVICES AGREEMENT BETWEEN THE CITY OF PALM DESERT AND WILLDAN FINANCIAL SERVICES**

**1. Parties and Date.**

This Amendment No. 3 to the made and entered into as of this **27th** day of **June 2024**, by and between the City of Palm Desert ("City") and **Willdan Financial Services, a Corporation**, with its principal place of business at **27368 Via Industria, Suite 200, Temecula, CA 92590** ("Vendor"). The City and Vendor are sometimes individually referred to herein as "Party" and collectively as "Parties."

**2. Recitals.**

2.1 Agreement. The City and **Willdan Financial Services** have entered into an agreement entitled "**Professional Services Agreement**" dated **May 23, 2019** ("Agreement" or "Contract") for the purpose of retaining the services of **Willdan Financial Services** to provide a **comprehensive user fee study and full cost allocation plan**.

2.2 Amendment No. 1. The City and **Willdan Financial Services** amended the Agreement to extend its term of Agreement from May 27, 2019, to June 30, 2023. The parties have heretofore entered into that Amendment No. 1 dated May 23, 2019.

2.3 Amendment No. 2. The City and **Willdan Financial Services** amended the Agreement to extend its term of Agreement from May 27, 2019, to June 30, 2024. The parties have heretofore entered into that Amendment No. 2 dated June 22, 2023.

2.4 Amendment No. 3. The City and **Willdan Financial Services** desire to amend the Agreement to extend its term of Agreement from May 27, 2019, to December 31, 2024.

2.5 Amendment Authority. This Amendment No. 3 is authorized pursuant to **Section No. 3** of the Agreement.

**3. Terms.**

3.1 Term. Section **3.1.2** of the Agreement is hereby amended in its entirety to read as follows:

**Term. "The term of this Agreement shall be from May 27, 2019, to December 31, 2024, unless earlier terminated as provided herein."**

3.2 Continuing Effect of Agreement. Except as amended by this Amendment No. 3, all other provisions of the Agreement remain in full force and effect and shall govern the actions of the parties under this Amendment No. 3. From and after the date of this Amendment No. 3, whenever the term "Agreement" or "Contract" appears in the Agreement, it shall mean the Agreement as amended by this Amendment No. 3.

3.3 Adequate Consideration. The Parties hereto irrevocably stipulate and agree that they have each received adequate and independent consideration for the performance of the obligations they have undertaken pursuant to this Amendment No. 3.

3.4 Severability. If any portion of this Amendment No. 3 is declared invalid, illegal, or otherwise unenforceable by a court of competent jurisdiction, the remaining provisions shall

continue in full force and effect.

3.5 Counterparts. This Amendment No. 3 may be executed in duplicate originals, each of which is deemed to be an original, but when taken together shall constitute but one and the same instrument.

**[SIGNATURES ON FOLLOWING PAGE]**

DRAFT

**SIGNATURE PAGE FOR AMENDMENT NO. 3 TO PROFESSIONAL SERVICES AGREEMENT BETWEEN THE CITY OF PALM DESERT AND WILLDAN FINANCIAL SERVICES**

IN WITNESS WHEREOF, the Parties have entered into this Amendment No. 3 to the **PROFESSIONAL SERVICES AGREEMENT** as of the day and year first above written.

**CITY OF PALM DESERT**

**WILLDAN FINANCIAL SERVICES, A CORPORATION**

By: \_\_\_\_\_  
L. Todd Hileman  
City Manager

By: \_\_\_\_\_  
Chris Fisher  
Vice President

Attest:

By: \_\_\_\_\_  
Anthony J. Mejia  
City Clerk

By: \_\_\_\_\_  
Rebekah Smith  
Assistant Secretary

Approved as to form:

By: \_\_\_\_\_  
Isra Shah  
Best Best & Krieger LLP  
City Attorney

QC: \_\_\_\_\_

Insurance: \_\_\_\_\_

\_\_\_\_\_  
Initial Review

\_\_\_\_\_  
Final Approval