

**AMENDMENT NO. 1 TO THE PROFESSIONAL SERVICES AGREEMENT
BETWEEN THE CITY OF PALM DESERT AND IDEA PEDDLER**

1. Parties and Date.

This Amendment No. 1 to the Professional Services Agreement is made and entered into as of this 27TH day of October, 2022, by and between the City of Palm Desert ("City") and Idea Peddler, a Texas Limited Liability Corporation, with its principal place of business at 106 E 6th St, Ste 900-937, Austin, TX 78701. City and Consultant are sometimes individually referred to as "Party" and collectively as "Parties."

2. Recitals.

2.1 Agreement. The City and Consultant have entered into an agreement entitled "Professional Services Agreement" dated June 23, 2022 ("Agreement" or "Contract") for the purpose of retaining the marketing and creative services of Consultant.

2.2 Amendment. The City and Consultant desire to amend the Agreement to include additional compensation in the amount of \$30,000 for the purpose of conducting market research to be completed by December 31, 2022.

2.3 Amendment Authority. This Amendment No. 1 is authorized pursuant to Section titled "Compensation" which allows for the authorization of Extra Work.

3. Terms.

3.1 Compensation. Section titled "Compensation" of the Agreement is hereby amended in its entirety to read as follows:

Consultant shall receive compensation, including authorized reimbursements, for all Services rendered under this Agreement at the rates set forth in Exhibit "C" attached hereto and incorporated herein by reference. The total compensation shall not exceed Seven Hundred Thousand Dollars (\$700,000.00) without written approval of the City Council or City Manager, as applicable.

3.2 Continuing Effect of Agreement. Except as amended by this Amendment No. 1, all other provisions of the Agreement remain in full force and effect and shall govern the actions of the parties under this Amendment No. 1. From and after the date of this Amendment No. 1, whenever the term "Agreement" or "Contract" appears in the Agreement, it shall mean the Agreement as amended by this Amendment No. 1.

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. 1.

3.4 Severability. If any portion of this Amendment No. 1 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. 1 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]

**SIGNATURE PAGE FOR AMENDMENT NO. 1 TO PROFESSIONAL SERVICES
AGREEMENT BETWEEN THE CITY OF PALM DESERT
AND IDEA PEDDLER, LLC**

IN WITNESS WHEREOF, the Parties have entered into this Amendment No. 1 to the Professional Services Agreement as of the day and year first above written.

CITY OF PALM DESERT

Approved By:


Todd Hileman (Nov 14, 2022 09:17 PST)

L. Todd Hileman, City Manager

IDEA PEDDLER, LLC

Approved By:



Cimin Ahmadi-Cohen, CEO


Ed Cohen (Nov 13, 2022 18:47 CST)

Ed Cohen, VP of Strategy

Attested By:


Anthony Mejia (Nov 14, 2022 09:57 PST)

Anthony J. Mejia, City Clerk

Approved As To Form:


Robert Hargreaves (Nov 14, 2022 09:16 PST)

Best Best & Krieger LLP
City Attorney

QC: MN
Review

Insurance:

MR
Initial Review

MR
Final Review












C43390 Amendment No. 1 Idea Peddler

Final Audit Report

2022-11-14

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 Agreement completed.

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