

**TRI-VALLEY TRANSPORTATION COUNCIL
RESOLUTION NO. 2022-19**

**A RESOLUTION OF THE TRI-VALLEY TRANSPORTATION COUNCIL APPROVING
AN AMENDMENT TO THE LEGAL SERVICES RETAINER AGREEMENT BETWEEN
THE TRI-VALLEY TRANSPORTATION COUNCIL AND MEYERS NAVE TO
INCREASE THE NOT TO EXCEED AMOUNT**

WHEREAS, on May 3, 2020, the Tri-Valley Transportation Council (TVTC) and Meyers Nave, PC (Attorneys) entered into a Legal Services Retainer Agreement (Agreement), whereby Attorneys agreed to provide general legal services for TVTC.

WHEREAS, Section 2 of the Agreement provides TVTC with two one-year extension options and TVTC's Administrator exercised such option administratively and extended the Agreement until June 30, 2022; and

WHEREAS, the Parties now desire to amend the Agreement to increase the Not to Exceed Amount under the Agreement by \$16,000 to pay for services during the extension term.

NOW THEREFORE BE IT RESOLVED THAT the Tri-Valley Transportation Council approves the First Amendment to Legal Services Retainer Agreement attached hereto as Attachment 1 (First Amendment) and authorizes the TVTC Chair to execute the First Amendment on behalf of the TVTC.

PASSED, APPROVED, AND ADOPTED at the meeting of September 12, 2022, by the following votes:

AYES: Brown, Arnerich, Josey, Haubert, Perkins

NOES:

ABSENT: Kiick, Anderson

ABSTAIN:

DocuSigned by:



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Jean Josey, Chair
Tri-Valley Transportation Council

ATTEST:

DocuSigned by:



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Sai Midididdi, TVTC Administrative Staff

Attachment 1 to TVTC Resolution 2022-19

FIRST AMENDMENT TO THE LEGAL SERVICES RETAINER AGREEMENT BETWEEN THE TRI-VALLEY TRANSPORTATION COUNCIL AND MEYERS NAVE

THIS FIRST AMENDMENT TO THE LEGAL SERVICES RETAINER AGREEMENT is made as _____ day of _____ 2022 by and between THE TRI-VALLEY TRANSPORTATION COUNCIL ("TVTC"), and MEYERS NAVE, PC ("Attorneys"), (sometimes referred together as the "Parties") who agree as follows:

RECITALS

WHEREAS, on May 3, 2020, TVTC and Attorneys entered into that certain Legal Services Retainer Agreement ("Agreement") whereby Attorneys agreed to provide general legal services to TVTC, as further described in the Scope of Work contained in Exhibit A to the Agreement. A true and correct copy of the Agreement and its exhibits is attached hereto as Exhibit 1 hereto; and

WHEREAS, Section 2 of the Agreement provides that TVTC has the option to extend the agreement for two (2) one-year extensions and the TVTC Administrator has exercised such one-year extension administratively; and;

WHEREAS, Section 3 of the Agreement provides that TVTC will pay Attorneys a "Not to Exceed" Amount of Thirty-Two Thousand dollars (\$32,000) for the services contemplated by the Agreement, which is limited to annual not to exceed amounts of Sixteen Thousand dollars (\$16,000); and

WHEREAS, TVTC and Attorneys now desire to amend the Agreement to increase the Not to Exceed Amount under the Agreement by \$16,000 to pay for services during the extension term.

NOW, THEREFORE, for and in consideration of the promises and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, TVTC and Attorneys hereby agree to amend the Agreement as follows:

1. All terms which are defined in the Agreement shall have the same meaning when used in this Amendment, unless specifically provided herein to the contrary.
2. Section 3 of the Agreement. The Not to Exceed Amount provided for in Section 3 is hereby increased by \$16,000 from \$32,000 to \$48,000.

Attorneys agree this is TVTC's total contribution for payment of costs under the Agreement unless additional payments are authorized in accordance with the terms of the Agreement and said terms of payment are mutually agreed to by and between the parties in writing.

All other terms, conditions and provisions in the Agreement remain in full force and effect. If there is a conflict between the terms of this Amendment and the Agreement, the terms of the Agreement will control unless specifically modified by this Amendment.

[SIGNATURES ON THE FOLLOWING PAGE]

IN WITNESS WHEREOF the parties have executed this Agreement on the dates indicated below, the latest of which shall be deemed the effective date of this Agreement.

TRI-VALLEY TRANSPORTATION COUNCIL

DATED: 9/14/2022

DocuSigned by:




By: Jean Josey, TVTC Chair

Meyers Nave, PC

DATED: 9/14/2022

DocuSigned by:



By: Steven Mattas, Legal Counsel

APPROVED AS TO FORM

DATED: 9/15/2022

DocuSigned by:



By: Sai Midididdi, TVTC Administrator