

**NAPA COUNTY AGREEMENT NO. 250136B
AMENDMENT NO. 1**

PROFESSIONAL SERVICES AGREEMENT

THIS AMENDMENT NO. 1 TO NAPA COUNTY AGREEMENT NO. 250136B is made and entered into as of this 1st day of July, 2025, by and between NAPA COUNTY, a political subdivision of the State of California, hereinafter referred to as “COUNTY”, and ENVIRONMENTAL SCIENCE ASSOCIATES (ESA), a California Corporation, whose mailing address is 2600 Capital Avenue, Suite 200, Sacramento, CA 95816, hereinafter referred to as “CONTRACTOR”;

RECITALS

WHEREAS, COUNTY and CONTRACTOR entered into Napa County Agreement No. 250136B on August 6, 2025 (“Agreement”) in order to have the CONTRACTOR assist the COUNTY with preparation of a cultural resources survey; and

WHEREAS, COUNTY and CONTRACTOR now wish to amend the Agreement to extend the term to June 30, 2026 to allow for additional time to complete the survey with no change to the “not-to-exceed” Compensation amount established in the original Agreement.

TERMS

NOW, THEREFORE, COUNTY and CONTRACTOR agree to amend the Agreement in accordance with the terms and conditions set forth herein:

1. **Term of the Agreement.** The term of this Agreement shall commence on August 6, 2024 and shall expire on June 30, 2026, unless terminated earlier in accordance with Paragraphs 9 (Termination for Cause), 10 (Other Termination) or 23(a) (Covenant of No Undisclosed Conflict); except that the obligations of the parties under Paragraphs 7 (Insurance) and 8 (Indemnification) shall continue in full force and effect after said expiration date or early termination in relation to acts or omissions occurring prior to such dates during the term of the Agreement, and the obligations of CONTRACTOR to COUNTY shall also continue after said expiration date or early termination in relation to the obligations prescribed by Paragraphs 15 (Confidentiality), 20 (Taxes) and 21 (Access to Records/Retention).

IN WITNESS WHEREOF, this Agreement was executed by the parties hereto as of the date first above written.

Environmental Science Associates (ESA)

Signed by:
By Catherine Mcefee
Name: CATHERINE MCEFEE
Title: Vice President

DocuSigned by:
By Albert Cuisnot
Name: ALBERT CUISNOT
Title: Chief Financial Officer

“CONTRACTOR”

NAPA COUNTY, a political subdivision of
the State of California

By _____
ANNE COTTRELL,
Chair of the Board of Supervisors

“COUNTY”

<p>APPROVED AS TO FORM Office of County Counsel</p> <p>By: <u>Ryan FitzGerald (e-sign)</u> Deputy County Counsel</p> <p>Date: <u>May 20, 2025</u></p> <p>PL No: <u>132008</u></p>	<p>APPROVED BY THE NAPA COUNTY BOARD OF SUPERVISORS</p> <p>Date: _____ Processed By: _____ Deputy Clerk of the Board</p>	<p>ATTEST: NEHA HOSKINS Clerk of the Board of Supervisors</p> <p>By: _____</p>
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