

**FIRST AMENDMENT TO THE
AGREEMENT FOR PROJECT SERVICES
BETWEEN THE CITY OF REDONDO BEACH
AND NETFILE, INC.**

THIS FIRST AMENDMENT TO THE AGREEMENT FOR PROJECT SERVICES ("First Amendment") is made between the City of Redondo Beach, a chartered municipal corporation ("City") and NetFile, Inc. a California corporation ("Contractor").

WHEREAS, on September 6, 2016, the parties originally entered into the Agreement for Project Services between the City and Contractor (the "Agreement"); and

WHEREAS, the parties desire to extend the term of the Agreement and increase Contractor's compensation.

NOW THEREFORE, in consideration of the promises and mutual covenants contained herein, and intending to be legally bound, the parties hereby agree to make the following amendments to the Agreement:

1. Schedule for Completion. Exhibit "B" of the Agreement is hereby amended to add Exhibit "B-1", which extends the Agreement to September 5, 2024. Exhibit "B-1" is attached hereto and incorporated by reference. Contractor shall commence and complete all services described in Exhibit "A" of the Agreement in accordance with the schedule set forth in Exhibit "B-1".
2. Compensation. Exhibit "C" of the Agreement is hereby amended to add Exhibit "C-1" to provide additional compensation, including reimbursable expenses paid to the Contractor in the amount of \$24,900 effective September 6, 2021. Exhibit "C-1" is attached hereto and incorporated by reference. Contractor shall be compensated for the services described in Exhibit "A".
3. No Other Amendments. Except as expressly stated herein, the Agreement shall remain unchanged and in full force and effect. The Agreement and First Amendment constitute the entire agreement between the parties and supersede any previous oral or written agreement with respect to the subject matter hereof. In the event of any inconsistency between the terms of the Agreement and the First Amendment, the terms of this First Amendment shall govern.

IN WITNESS WHEREOF, the parties have executed this First Amendment in Redondo Beach, California, as of this 3rd day of August, 2021.

CITY OF REDONDO BEACH,
a chartered municipal corporation

NETFILE, INC.,
a California corporation

William C. Brand, Mayor

By: 

Name: Tom Diebert

Title: VP & CFO

ATTEST:

APPROVED:

Eleanor Manzano, City Clerk

Diane Strickfaden, Risk Manager

APPROVED AS TO FORM:

Michael W. Webb, City Attorney

EXHIBIT "B-1"

SCHEDULE FOR COMPLETION

TERM. The term of this Agreement shall be extended to September 5, 2024, unless otherwise terminated as herein provided. Upon City Manager's recommendation to the Mayor, this Agreement shall be extended for subsequent one year periods subject to the same terms and conditions contained herein; provided, however, that the term of this Agreement shall not continue beyond September 5, 2026. No extension shall be effective unless the Mayor provides a written letter authorizing the extension at least fifteen (15) days prior to the expiration of the current term.

EXHIBIT "C-1"

COMPENSATION

Provided Contractor is not in default under this Agreement, Contractor shall be compensated as provided below.

1. **AMOUNT.** Effective September 6, 2021, Contractor shall be paid \$8,300 annually for a total amount of \$68,900 during the term of this Agreement.
2. **METHOD OF PAYMENT.** Contractor shall provide invoices indicating the services and tasks performed during the prior quarter to City for approval and payment. Invoices must be itemized, adequately detailed, based on accurate records, and in a form reasonably satisfactory to City, including, but not limited to, date of invoice, detailed description of deliverable, and amount. Contractor may be required to provide back-up material upon request.
3. **SCHEDULE FOR PAYMENT.** City will pay Contractor within thirty days of receiving the quarterly invoice, provided, however, that services are completed to the City's full satisfaction.
4. **NOTICE.** Written notices to City and Contractor shall be given by registered or certified mail, postage prepaid and addressed to or personally served on the following parties.

Contractor. NetFile, Inc.
2707-A Aurora Road
Mariposa, CA 95338
Attention: Tom Diebert, Vice President

City. City of Redondo Beach
The City Clerk's Office
415 Diamond Street
Redondo Beach, CA 90277
Attention: Eleanor Manzano, City Clerk

All notices, including notices of address changes, provided under this Agreement are deemed received on the third day after mailing if sent by registered or certified mail. Changes in the respective address set forth above may be made from time to time by any party upon written notice to the other party.