

This Amendment No. 2 (Amendment) effective as of the date it is fully executed by the Parties, amends the terms and conditions of the Standard On-Call Consulting Agreement A4296A (Agreement) dated October 8, 2019, and Amendment No. 1 executed March 9, 2021, between the SANTA CLARA VALLEY WATER DISTRICT (District or Valley Water) and VENA SOLUTIONS USA, INC. (Consultant), collectively the "Parties."

RECITALS

WHEREAS, Consultant is currently providing professional on-call financial budgeting services for the District's On-Call Enhancements and Support Services for the Capital Improvement Program Development Project;

WHEREAS, the agreement currently expires on January 31, 2023; and

WHEREAS, the Parties desire to extend the term of the Agreement to allow the Consultant to continue to provide on-call financial budgeting services.

NOW, THEREFORE, in consideration of the mutual promises and agreements stated herein and notwithstanding any provision to the contrary stated in the Agreement, District and Consultant hereby amend the Agreement as follows:

1. The Agreement, Standard On-Call Consulting Agreement, Section 12, subsection 24, Schedules and Attachments, is amended as follows:

"24. Schedules and Attachments. Schedule OC, Scope of Services, and the following listed Attachments are incorporated herein by this reference as though set forth in full.

Revised Attachment One to Schedule OC – Fees and Payments (UNCHANGED)
Revised Attachment Two to Schedule OC – Schedule of Completion (REVISED)
Revised Attachment Three to Schedule OC – Consultant's Key Staff and Subconsultants (UNCHANGED)
Attachment Four to Schedule OC – Reference Materials (UNCHANGED)"

2. Revised Schedule OC, Revised Attachment Two, Schedule of Completion, Section 2. is amended to state as follows:

"This Agreement expires January 31, 2025 unless, prior to its expiration, its term is modified by a written amendment hereto, and signed by both Parties."

3. All other terms and conditions of the Agreement A4296A, and Amendment No. 1 not otherwise amended as stated herein remain in full force and effect.

(SIGNATURES FOLLOW ON NEXT PAGE)

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IN WITNESS WHEREOF, THE PARTIES HAVE SET FORTH BELOW THEIR CONSENT TO THE TERMS AND CONDITIONS OF THIS AMENDMENT NO. 2 TO AGREEMENT A4296A THROUGH THE SIGNATURES OF THEIR DULY AUTHORIZED REPRESENTATIVES

SANTA CLARA VALLEY WATER DISTRICT
District

DocuSigned by:
By: Tony Ndaah, P.E.
Tony Ndaah, P.E.
Deputy Administrative Officer
General Services Division

Date: 1/20/2023

VENA SOLUTIONS USA, INC.
Consultant

DocuSigned by:
By: Linda Neff
Linda Neff
Vice President, Professional Services

Date: 1/10/2023

Consultant's Address:
2 Fraser Solutions, Suite 200
Toronto, ON M6K1Y6