

**AMENDMENT NO. 2 TO AGREEMENT A4306A
BETWEEN THE SANTA CLARA VALLEY WATER DISTRICT
AND GEI CONSULTANTS, INC.**

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 Consultant Agreement A4306A (Agreement) dated December 10, 2019, and Amendment No. 1 dated August 11, 2023 between SANTA CLARA VALLEY WATER DISTRICT (Valley Water or District) and GEI CONSULTANTS, INC., (Consultant), collectively, the Parties.

RECITALS

WHEREAS, the Consultant is currently providing On-Call Planning and Design Services for Water Resources and Stewardship Support Services to Valley Water;

WHEREAS, the Agreement expires on November 11, 2024; and

WHEREAS, the Parties desire to extend the term of the Agreement to allow Consultant to continue providing On-Call Planning and Design Services for Water Resources and Stewardship Support Services; and

NOW, THEREFORE, in consideration of the mutual promises and agreements stated herein and notwithstanding anything to the contrary stated in the Agreement and Amendment No. 1 Valley Water and Consultant hereby agree to amend the Agreement as follows:

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

“2. This Agreement expires on December 31, 2025 unless, prior to its expiration, its term is modified by a written amendment hereto signed by both Parties. The additional option to increase the Agreement total Not-to-Exceed amount from \$1,000,000 to \$1,500,000 remains and may be exercised at the sole discretion of the District. The exercise of this option must be in the form of a written amendment signed by both Parties.”
2. All other terms and conditions of the Agreement A4306A, and Amendment No. 1 not otherwise amended as stated herein remain in full force and effect.

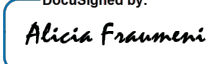
(SIGNATURES FOLLOW ON NEXT PAGE)

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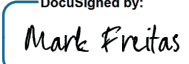
**IN WITNESS WHEREOF, THE PARTIES HAVE SET FORTH BELOW THEIR CONSENT TO
THE TERMS AND CONDITIONS OF THIS AMENDMENT NO. 2 TO AGREEMENT
A4306A THROUGH THE SIGNATURES OF THEIR DULY AUTHORIZED
REPRESENTATIVES.**

SANTA CLARA VALLEY WATER DISTRICT
Valley Water

By: 
DCCC476B58DB436...
Alicia Fraumeni
Acting Purchasing and Contracts Manager
Purchasing and Consultant Contracts
Services Unit

Date: 9/28/2023

GEI CONSULTANTS, INC.
Consultant

By: 
92D55970D9CC470...
Mark Freitas
Vice President, Sr. Consultant

Date: 9/25/2023

Consultant's Address:
180 Grand Avenue, Suite 1410
Oakland, Ca 94612