

**THIRD AMENDMENT TO AGREEMENT BETWEEN THE
CITY OF SUNNYVALE AND UNION BANK OF CALIFORNIA, N.A. FOR BANKING SERVICES**

This Amendment to Agreement, dated _____, is by and between the CITY OF SUNNYVALE, a municipal corporation ("CITY") and UNION BANK, N.A. ("BANK").

WHEREAS, on March 20, 2007, CITY and BANK entered into an Agreement whereby BANK would perform services necessary to serve as CITY'S depository and provider of banking services; and

WHEREAS, on December 31, 2011, CITY and BANK amended said Agreement, extending the term through December 31, 2013; and

WHEREAS, on January 1, 2014, CITY and BANK executed a Second Amendment to said Agreement, extending the term through December 31, 2016; and

WHEREAS, the parties now agree that a Second Amendment to said Agreement is advisable;

NOW, THEREFORE, THE PARTIES ENTER INTO THIS AMENDMENT TO AGREEMENT:

1. Term of Agreement: replace existing with the following:

BANK shall serve as CITY'S depository and provider of banking services for a period of two (2) years, commencing January 1, 2017, and ending December 31, 2019.

All other terms and conditions remain unchanged.

IN WITNESS WHEREOF, the parties have executed this Agreement Amendment.

ATTEST:

CITY OF SUNNYVALE ("CITY")

By _____
City Clerk

By _____
City Manager

APPROVED AS TO FORM:

UNION BANK, N.A.
("BANK")

By _____
City Attorney

By _____

Name and Title