

**FIRST AMENDMENT TO
LEGAL SERVICES AGREEMENT
BETWEEN THE CITY OF SUNNYVALE AND
NIELSEN, MERKSAMER, PARRINELLO, GROSS & LEONI
(District Election Analysis)**

THIS FIRST AMENDMENT TO LEGAL SERVICES AGREEMENT is entered into this _____ day of _____, 2018, by the CITY OF SUNNYVALE ("City"), a municipal corporation and NIELSEN, MERKSAMER, PARRINELLO, GROSS & LEONI, a California limited liability partnership ("Outside Counsel").

RECITALS

WHEREAS, on August 4, 2017, City and Outside Counsel entered into an agreement entitled, "Legal Services Agreement between the City of Sunnyvale and Nielsen, Merksamer, Parrinello, Gross & Leoni (District Election Analysis)" ("Agreement"); and

WHEREAS, City and Outside Counsel desire to amend the Agreement to increase the amount of compensation by \$250,000 for total compensation allowed of \$350,000.

NOW, THEREFORE, the parties agree to amend the Agreement as follows:

1. Section 3.0 is hereby amended to read as follows:

**3.0 COMPENSATION, REIMBURSEMENT AND METHOD OF
PAYMENTS.**

- 3.1 Compensation.** Fees for all legal services provided hereunder shall be charged in accordance with Exhibit "A" which is attached and incorporated by reference. Exhibit "A" may be amended, from time to time, to alter fees and charges applicable hereto provided that a letter agreement is duly signed and approved by the City Attorney. The total amount of fees and expenses shall not exceed \$350,000. Outside Counsel shall notify the City prior to incurring billable costs in excess of 95% of the not-to-exceed amount.

2. Exhibit A, "Fee Schedule" is amended to read as shown in First Revised Exhibit A, attached and incorporated into this First Amendment.

3. All of the terms and conditions of the Agreement not specifically modified by this First Amendment shall remain in full force and effect.

WITNESS THE EXECUTION HEREOF on the day and year first written above.

CITY OF SUNNYVALE, a municipal
corporation

**NIELSEN, MERKSAMER, PARRINELLO,
GROSS & LEONI, LLP**, a California limited
liability partnership

JOHN A. NAGEL
City Attorney

Dated:_____

By _____
MARGUERITE MARY LEONI
Partner

Dated:_____

FIRST REVISED EXHIBIT A

FEE SCHEDULE

HOURLY RATES

Marguerite Mary Leoni	\$605
Chris Skinnell	\$545
Hilary Gibson	\$475
James Barolo	\$305