

**AMENDMENT NO. 5 TO AGREEMENT FOR PROFESSIONAL LEGAL SERVICES  
(CONTRACT NO. BC-07-135)**

This Amendment No. 5 hereby amends the Agreement dated March 6, 2007 between the County of Santa Barbara, a political subdivision of the State of California (hereafter COUNTY), and Ice Miller LLP (hereafter ATTORNEY), as previously amended.

WHEREAS, ATTORNEY has been providing federal tax law advice and assistance to COUNTY; and

WHEREAS, COUNTY finds it necessary to have ATTORNEY continue its specialized legal services for COUNTY, including, but not limited to, filing a determination letter request with the Internal Revenue Service for the Santa Barbara County Employees' Retirement System Plan and the COUNTY's 401(h) Plan in Cycle E for governmental plans (February 1, 2015 to January 31, 2016), if requested by COUNTY; and

WHEREAS, the Agreement is set to expire on December 31, 2014, and the parties wish to extend the term of the Agreement;

NOW, THEREFORE, in consideration of the mutual covenants and conditions contained herein, the COUNTY and ATTORNEY hereby amend the Agreement as follows:

Section 4, Term, is replaced by the following: ATTORNEY shall commence performance on January 1, 2007 and end performance upon completion, but no later than December 31, 2016 unless otherwise directed by COUNTY or unless earlier terminated. The listed hourly rates in the Agreement shall remain the same throughout the revised term of the Agreement.

This Amendment No. 5 may be executed in any number of counterparts and each of such counterparts shall for all purposes be deemed to be an original. All other terms remain in full force and effect.

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Amendment No. 5 to Agreement for Professional Legal Services between the County of Santa Barbara and Ice Miller LLP.

IN WITNESS WHEREOF, the parties have executed this Amendment No. 5 to be effective on the date executed by COUNTY.

COUNTY OF SANTA BARBARA

By: \_\_\_\_\_  
Chair, Board of Supervisors

Date: \_\_\_\_\_

ATTEST:  
MONA MIYASATO  
CLERK OF THE BOARD

ATTORNEY:  
ICE MILLER LLP

By: \_\_\_\_\_  
Deputy Clerk

By: Mary Beth Braitman  
Mary Beth Braitman, Partner

RECOMMENDED FOR APPROVAL  
AND APPROVED AS TO FORM:  
MICHAEL C. GHIZZONI  
COUNTY COUNSEL

APPROVED AS TO ACCOUNTING FORM:  
ROBERT W. GEIS, CPA  
AUDITOR-CONTROLLER

By: Michael Ghizzoni

By: Juni Aguirre  
Deputy

APPROVED AS TO FORM:  
RAY AROMATORIO,  
RISK MANAGER

By: Ray Aromatorio  
Risk Manager