

## SECOND AMENDMENT TO AGREEMENT FOR PROFESSIONAL LEGAL SERVICES

This Second Amendment to the Agreement for Professional Legal Services ("AGREEMENT") between the Santa Barbara County Flood Control & Water Conservation District ("DISTRICT") and Rutan & Tucker, LLP ("ATTORNEY"), wherein ATTORNEY agrees to provide and DISTRICT agrees to accept the services specified herein.

**WHEREAS**, the DISTRICT continues to require the services of legal counsel to assist in providing legal advice and representation in the specialized area of condemnation of certain property; and

**WHEREAS**, the need for such advice and representation often arises quickly and unexpectedly, so that it is in the DISTRICT's interest to have a contract with Outside Counsel under which those services are readily available as needed; and

**WHEREAS**, Paragraph 26 of the AGREEMENT states the AGREEMENT may be altered, amended or modified by an instrument in writing, executed by the Parties; and

**WHEREAS**, the DISTRICT wishes to increase the maximum contract amount by One Hundred Fifty Thousand Dollars (\$150,000).

**NOW, THEREFORE**, in consideration of the mutual covenants and conditions contained herein, the parties agree as follows:

The Parties agree to amend the AGREEMENT as follows:

1. Exhibit B, Paragraph A is revised to state:

Unless previously agreed in writing by DISTRICT, Douglas J. Dennington shall be the attorney personally responsible for providing services hereunder. For ATTORNEY services to be rendered under this AGREEMENT, ATTORNEY shall be paid a total contract amount, including cost reimbursements, not to exceed \$450,000.

2. In all other respects, the AGREEMENT remains unchanged and in full effect.

[Signatures on Next Page]

**SIGNATURE PAGE**

**IN WITNESS WHEREOF**, the parties have executed this Second Amendment to the Agreement to be effective on the date executed by COUNTY.

**ATTEST:**

Mona Miyasato  
County Executive Officer  
Clerk of the Board

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

**COUNTY OF SANTA BARBARA:**

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

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

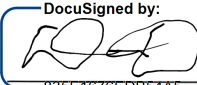
**RECOMMENDED FOR APPROVAL AND APPROVED AS TO FORM:**

County Counsel

By: Rachel Van Mullem  
Rachel Van Mullem, County Counsel


**CONTRACTOR:**

Rutan & Tucker, LLP

By:   
Authorized Representative  
Name: Douglas Dennington  
Title: Attorney at Law

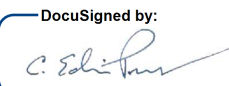
**APPROVED AS TO FORM:**

Risk Management

By:   
Greg Milligan, Risk Manager

**APPROVED AS TO ACCOUNTING FORM:**

BETSY SCHAFFER, CPA  
Auditor-Controller

By:   
Deputy