

**AMENDMENT NO. 1 TO  
AGREEMENT FOR PROFESSIONAL LEGAL SERVICES BETWEEN  
THE COUNTY OF SANTA BARBARA AND  
STRADLING YOCCA CARLSON & RAUTH,  
A PROFESSIONAL CORPORATION**

This **AMENDMENT NO. 1** to the Agreement for Professional Legal Services between the County of Santa Barbara (COUNTY) and Stradling Yocca Carlson & Rauth, a Professional Corporation (ATTORNEY) with an effective date of September 25, 2023 (Agreement) is hereby entered into by and between COUNTY and ATTORNEY.

**WHEREAS**, COUNTY and ATTORNEY entered into an Agreement for disclosure counsel services in connection with the proposed 2024 Certificates of Participation financing; and

**WHEREAS**, the financing has taken more time than initially expected by the parties, and is requiring additional work by ATTORNEY, and the parties now wish to increase the amount of the Agreement by \$7,500 to compensate ATTORNEY for such additional work;

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

A. In Exhibit B, Payment Arrangements, Section A is replaced with the following:

For ATTORNEY services to be rendered under this Agreement, ATTORNEY shall be paid a total contract amount, including cost reimbursements, not to exceed \$57,500. Payment of fees and costs is contingent on the issuance and closing of the COPs.

B. In Attachment B-1 (Schedule of Fees), the sentence "Amounts charged to this Agreement shall not exceed \$50,000." is replaced by the following sentence: "Amounts charged to this Agreement shall not exceed \$57,500."

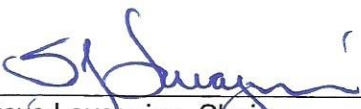
Except as provided herein, said Agreement shall continue in full force and effect.

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**IN WITNESS WHEREOF**, the parties have executed this **AMENDMENT NO. 1** to be effective on the date executed by COUNTY.

COUNTY OF SANTA BARBARA

By:   
Steve Lavagnino, Chair  
Board of Supervisors

Date: 5.7.24

ATTEST:  
MONA MIYASATO,  
COUNTY EXECUTIVE OFFICER  
CLERK OF THE BOARD

By:   
Deputy

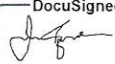
ATTORNEY:  
Stradling Yocca Carlson & Rauth,  
a Professional Corporation

By: DocuSigned by:  
  
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Kevin Civale

RECOMMENDED FOR APPROVAL  
AND APPROVED AS TO FORM:  
RACHEL VAN MULLEM  
COUNTY COUNSEL

By: 

APPROVED AS TO ACCOUNTING FORM:  
BETSY SCHAFFER, CPA  
AUDITOR-CONTROLLER

By: DocuSigned by:  
  
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Deputy

APPROVED AS TO FORM:  
GREG MILLIGAN, ARM  
RISK MANAGER

By: DocuSigned by:  
  
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Risk Management