

**AMENDMENT No. 2 TO PROFESSIONAL SERVICES AGREEMENT**  
 (Town of Yountville and Kelly+Morgan Architects)

This Amendment No. 2 (“Amendment”) to Professional Services Agreement (“Agreement”) is made on this 4th day of March, 2025 at Yountville, California, by and between the Town of Yountville, California a municipal corporation, 6550 Yount Street, Yountville, CA 94599 (“Town”) and Kelly+Morgan Architects, 1443 Main St A200; Napa CA, 94559 (“Contractor”).

This “Amendment” modifies the original “Agreement” between the “Town” and the “Contractor” dated 05/15/2024 in the following fashion:

- ☒ A. “Town” and “Contractor” desire to amend the “Agreement” by modifying section 3.1 – Scope of Services as set forth in “Consultant’s” [Month, Day, Year] proposal to “Town” attached hereto as Exhibit [A-1] and incorporated herein by this reference.
- ☐ B. “Town” and “Contractor” desire to amend the “Agreement” by modifying section 3.2 – Approved Fee Schedule as set forth in “Consultant’s” MONTH, DAY, YEAR fee schedule to “Town” attached hereto as Exhibit [B-1] and incorporated herein by this reference.
- ☒ C. “Town” and “Contractor” desire to amend the “Agreement” by modifying section 3.4 – Expiration Date of the “Agreement” to read as follows:  
     3.4 “Expiration Date”: 12/31/2025.
- ☒ D. “Town” and “Contractor” desire to amend the “Agreement” by modifying the total compensation and costs payable to “Consultant” under this “Agreement” to a not-to-exceed sum of \$ 260,000.

Initials: (Town) \_\_\_\_\_ (Contractor) \_\_\_\_\_

**TO EFFECTUATE THIS AGREEMENT**, the parties have caused their duly authorized representatives to execute this Agreement on the dates set forth below.

**“Town”**  
**Town of Yountville**

By: \_\_\_\_\_  
[Name, Title]

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

**“Consultant”**  
Kelly+Morgan Architects

By: \_\_\_\_\_  
[Name, Title]

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

By: \_\_\_\_\_  
[Name, Title]

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

Attest:

By: \_\_\_\_\_  
Hilary Gaede, Acting Town Clerk

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

Approved as to form:

By: \_\_\_\_\_  
Gary B. Bell, Town Attorney

## YOUNTVILLE ELEMENTARY PROJECT TIMELINE

[illegible]