

**AMENDMENT NO. 3
TO AGREEMENT FOR PROFESSIONAL SERVICES**

This document constitutes Amendment No. 3 entered into as of the 9th day of December, 2009, to the Professional Services Agreement entered into as of the 3rd day of December, 2007 by and between Marin Emergency Radio Authority hereinafter called "MERA" and Regional Government Services Authority, hereinafter called "RGS".

RECITALS

This Amendment is entered into with reference to the following facts and circumstances:

- A. MERA desires to amend the provisions of the Professional Services Agreement through December 31, 2010; increase the fee for the first six months of the extension period to meet workload demands.
- B. MERA desires to increase the work hours worked per month to meet requirements of the Work Plan, for the period January 1, 2010 to June 30, 2010, resulting in a monthly fee increase of \$1,500 per month for six months;
- C. RGS is desirous of this change as well.

Based upon the foregoing Recitals, MERA and RGS agree to the terms of additional services set forth in Exhibit A.

- D. All other terms and conditions of the Agreement shall remain in force and effect.

IN WITNESS WHEREOF, the parties hereto have caused this Professional Services Amendment to be executed on the date first above written by their respective officers duly authorized in that behalf.

DATED: _____

DATED: _____

MARIN EMERGENCY RADIO AUTHORITY

REGIONAL GOVERNMENT SERVICES
AUTHORITY

MERA President, Board of Directors

RGS Executive Director

APPROVED AS TO FORM

MERA General Counsel

EXHIBIT A

The extension of services, additional services, and change in monthly fee identified herein will be provided starting January 1, 2010, and continue until December 31, 2010.

The annual costs of the additional services shall be \$9,000, billed monthly in advance. The advance amount shall be \$7,500 per month for the first six months beginning January 1, 2010 and revert to the existing level of \$6,000 per month beginning for the month of July 2010 and continue at that rate for the remainder of this contract term.