

First Amendment to Professional Services Agreement

This First Amendment ("Amendment"), dated as of August 9, 2022, is by and between the County of Sonoma, a political subdivision of the State of California ("County"), and **Talia Eisen dba Praxis Human Systems**, a Sole Proprietorship, hereinafter referred to as ("Consultant").

Recitals

Whereas, County and Consultant entered into that certain Agreement, dated December 30, 2021, for organizational development services and/or the development and delivery of training programs and related services; and

Whereas, County and Consultant desire to amend the Agreement to increase the contract maximum.

Now, Therefore, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

Agreement

1. Section 2 Payment shall be amended to read as follows:

For all services and incidental costs required hereunder, Consultant shall be paid on a time and material / expense basis in accordance with the budget set forth in **Exhibit B** of the original Agreement. However, total payments to Consultant shall not exceed **\$150,000.00 during the contract term 1/1/2022 to 12/31/2022, and \$75,000.00 during the contract term 1/1/2023 to 6/30/2023**, without the prior written approval of County.

2. Except to the extent the Agreement is specifically amended or supplemented hereby, the Agreement, together with exhibits is, and shall continue to be, in full force and effect as originally executed, and nothing contained herein shall, or shall be construed to modify, invalidate or otherwise affect any provision of the Agreement or any right of County arising thereunder.

3. This Amendment shall be governed by and construed under the internal laws of the state of California, and any action to enforce the terms of this Amendment or for the breach thereof shall be brought and tried in the County of Sonoma.

COUNTY AND CONSULTANT HAVE CAREFULLY READ AND REVIEWED THIS AMENDMENT AND EACH TERM AND PROVISION CONTAINED HEREIN AND, BY EXECUTION OF THIS AMENDMENT, SHOW THEIR INFORMED AND VOLUNTARY CONSENT THERETO.

In Witness Whereof, the parties hereto have executed this Amendment as of the effective date.

**Consultant: Talia Eisen, DBA Praxis
Human Systems**

By: _____

Title: _____

Date: _____

County: County of Sonoma

By: _____

Christina Cramer
Director of Human Resources

Date: _____

Approved as to form by County:

By: _____

Title: _____

Date: _____

Certificates of Insurance on file with and
Approved as to Substance for County:

By: _____

Christina Cramer
Director of Human Resources

Date: _____