

SECOND AMENDMENT
TO
AGREEMENT BETWEEN
THREE RIVERS LEVEE IMPROVEMENT AUTHORITY
AND
MHM, Inc.

THIS SECOND AMENDATORY AGREEMENT is made and entered into this 12 day of December, 2007, by and between the THREE RIVERS LEVEE IMPROVEMENT AUTHORITY, a Joint Powers Authority, ("TRLIA") and MHM, Inc. ("CONSULTANT").

RECITALS:

WHEREAS, TRLIA and CONSULTANT entered into an agreement to provide Engineering and Surveying Services dated February 16, 2005 ("AGREEMENT");

WHEREAS, TRLIA and CONSULTANT entered into a first amendment to the AGREEMENT increasing the scope and term of service on October 16, 2006;

WHEREAS, Article D.24 of the AGREEMENT, states that modifications or amendments to the terms of the AGREEMENT shall be in writing and executed by both parties:

WHEREAS, TRLIA and CONSULTANT desire to amend the AGREEMENT a second time;

NOW, THEREFORE, TRLIA and CONSULTANT agree as follows:

1. Article 2 of the AGREEMENT shall be revised to extend the termination date to December 31, 2008.
2. Article A.1 of the AGREEMENT shall be revised to include the Feather River levee improvements and to include quality control surveys as necessary.
3. Article B.1 of the AGREEMENT shall be revised to increase the maximum contract fee from \$451,500 to \$526,500.

All other terms and conditions contained in the Agreement shall remain in full force and effect.

This AMENDED AGREEMENT is hereby executed on this 12 day of December, 2007.

TRLIA

BY:

Paul J. Brunner
"THREE RIVERS LEVEE
IMPROVEMENT AUTHORITY"

CONSULTANT

BY:

Scott L. Shapiro
"MHM, Inc"

ATTEST:

DONNA STOTTEMEYER, CLERK OF
THE BOARD OF SUPERVISORS

APPROVED AS TO FORM:
SCOTT L. SHAPIRO
GENERAL COUNSEL

Donna Stottmeyer 12-18-07

Scott L. Shapiro