

## FIRST AMENDMENT TO PROFESSIONAL SERVICES AGREEMENT

THIS FIRST AMENDMENT TO PROFESSIONAL SERVICES AGREEMENT (“Amendment”) is made and entered into effective this \_\_\_\_ day of \_\_\_\_\_, 2023 (the “Effective Date”), by and between the CITY OF COMMERCE CITY, a Colorado home rule municipality whose address is 7887 East 60th Avenue, Commerce City, Colorado (the “City”), and GALLOWAY & COMPANY, INC., a Colorado corporation whose principal business address is 5500 Greenwood Plaza Boulevard, Suite 200, Greenwood Village, CO 80111 (“Contractor”), to amend the Professional Services Agreement dated December 13, 2022 (“Agreement”). In consideration of the mutual covenants and agreements contained in this Amendment, the sufficiency of which is acknowledged, the parties agree as follows:

1. Services. Exhibit A of the Agreement, “Scope of Services” is amended to add the additional services detailed in Exhibit 1 of this Amendment, “Additional Scope of Services”, attached herein and incorporated by reference.

2. Compensation. Section II. Compensation of the Agreement is amended to increase the total compensation payable under the Agreement in the amount of \$ 94,650.00. Under no circumstances shall the Contractor’s total compensation for Services performed under the Agreement, as amended by this Amendment exceed \$343,404.00

3. Term: The Term of the Agreement is extended through December 31, 2024.

4. Remainder of Agreement in Full Force and Effect. Except as otherwise provided by this Amendment, all other terms and conditions of the Agreement shall remain unchanged and in full force and effect and shall apply to this Amendment.

5. Authority. The parties represent and warrant that they have taken all actions necessary to legally authorize the undersigned signatories to execute this Amendment on behalf of the parties and to bind the parties to its terms.

6. Counterparts; Execution. This Agreement may be executed in any number of counterparts, each deemed to be an original, and, taken together will constitute one and the same instrument. Signature pages may be executed via “wet” signature or electronic mark and the executed signature pages may be delivered using pdf or similar file type transmitted via electronic mail, cloud based server, e-signature technology or other similar electronic means.

7. Headings. Paragraph headings used in this Amendment are for convenience of reference and shall in no way control or affect the meaning or interpretation of any provision of this Amendment.

**[Remainder of this page intentionally blank. Signature page(s) follow(s)]**

IN WITNESS WHEREOF, the parties have executed this First Amendment as of the Effective Date.

**CITY OF COMMERCE CITY**

\_\_\_\_\_  
Jason Rogers, City Manager  
City Manager's Office

ATTEST:

APPROVED AS TO FORM:

\_\_\_\_\_  
Dylan A. Gibson, City Clerk

\_\_\_\_\_  
John-Patrick Sansom, Assistant City Attorney

**GALLOWAY & COMPANY, INC.**

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Printed Name, Title