

**EL DORADO LAFCO**  
**LOCAL AGENCY FORMATION COMMISSION**

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**FIRST AMENDMENT TO THE PROFESSIONAL SERVICES AGREEMENT  
FOR AUDIT SERVICES**

**LAFCO RESOLUTION L-2010-05**

This First Amendment to the Professional Services Agreement for Audit Services ("Amendment") is made and entered into as of the 24th day of March 2010 by and between the EL DORADO COUNTY LOCAL AGENCY FORMATION COMMISSION ("LAFCO") and Matson and Isom, a California corporation ("Consultant").

**RECITALS**

WHEREAS, LAFCO and Consultant entered into an Agreement for Professional Services ("Agreement") via LAFCO Resolution L-2009-04, effective April 22, 2009; and

WHEREAS, LAFCO finds that the Consultant has performed services in conformance to Sections 1 and 5 of the Agreement in a satisfactory manner; and

WHEREAS, LAFCO and Consultant wish to amend the Agreement to extend the length of services.

NOW, THEREFORE, in consideration of the above recitals and the mutual covenants contained herein, LAFCO and Consultant hereto agree as follows:

**AMENDMENT**

1. The last sentence in Section 3.1 of the Agreement, entitled "Compensation," is hereby amended to read as follows: "LAFCO, in its sole discretion, exercises the option to renew this Agreement for three additional years; the total amount paid for services rendered by the Consultant for audit services for Fiscal Year 2009-2010 shall not exceed the amount of \$7,000; for Fiscal Year 2010-2011 the total amount shall not exceed the amount of \$7,300 and for Fiscal Year 2011-12 the total amount shall not exceed the amount of \$7,600 without LAFCO's prior written approval."

2. All other provisions in the Agreement remain unchanged and in effect.

**IN WITNESS WHEREOF**, the parties hereto have executed this Agreement as of the day and year first above written.

EL DORADO LAFCO

MATSON AND ISOM

By: \_\_\_\_\_  
Ken Humphreys  
Chairman, El Dorado LAFCO

By: Mary J. Everett  
Shareholder

*Attest:*

By: \_\_\_\_\_  
José C. Henríquez  
Executive Officer

*Approved as to Form:*

By: \_\_\_\_\_  
Andrew Morris  
Best Best & Krieger LLP  
LAFCO Counsel