

## **FIFTH AMENDMENT TO PROFESSIONAL SERVICES AGREEMENT**

### **REFLEX TRAFFIC SYSTEMS, INC.**

**THIS FIFTH AMENDMENT TO THE AGREEMENT** ("Fifth Amendment") is made to be effective as of the 14<sup>th</sup> day of December 2021 ("Effective Date"), by and between the CITY OF GARDEN GROVE, a municipal corporation ("CITY") and Reflex Traffic Systems, Inc., a Delaware corporation ("SERVICE PROVIDER").

#### **RECITALS**

The following recitals are a substantive part of this Agreement:

1. This Fifth Amendment is entered into pursuant to Garden Grove City Council authorization on November 9, 2021.
2. CITY and SERVICE PROVIDER previously entered into an Agreement, dated February 13, 2007, and a First Amendment to the Agreement, effective February 13, 2012, Second Amendment dated July 24, 2012, Third Amendment dated July 25, 2017, and Fourth Amendment dated August 14, 2021 (collectively, the "Agreement") for the provision of services by SERVICE PROVIDER through and until December 13, 2021.
3. CITY and SERVICE PROVIDER mutually desire to extend the term of the Agreement as provided in this Fifth Amendment.

#### **AGREEMENT**

THE PARTIES MUTUALLY AGREE AS FOLLOWS:

1. **Extension of Term of Agreement.** The term of the Agreement shall be extended for an additional period of three years, commencing December 14, 2021 through and until December 13, 2024, with an option to extend the term an additional two years, one year at a time, at the sole option of the CITY.
2. Except as expressly amended pursuant to this Fifth Amendment, all other provisions of the Agreement shall remain in full force and effect.

[SIGNATURE PAGE FOLLOWS]

**IN WITNESS THEREOF**, these parties have executed this Agreement on the day and year shown below.

**"CITY"**

**CITY OF GARDEN GROVE**

Dated: \_\_\_\_\_, 2021

By: \_\_\_\_\_  
City Manager

**ATTEST**

**"SERVICE PROVIDER"**

**REDFLEX TRAFFIC SYSTEMS, INC.**

\_\_\_\_\_  
City Clerk

By: \_\_\_\_\_

Dated: \_\_\_\_\_, 2021

Name: Mark Talbot

Title: President

Dated: \_\_\_\_\_, 2021

**APPROVED AS TO FORM:**

\_\_\_\_\_  
Garden Grove City Attorney

If SERVICE PROVIDER is a corporation, a Corporate Resolution and/or Corporate Seal is required. If a partnership, Statement of Partnership must be submitted to CITY.

Dated: \_\_\_\_\_, 2021