

**AMENDMENT NUMBER TWO
TO PROFESSIONAL SERVICES AGREEMENT
WITH
G4S SECURE SOLUTIONS (USA) INC.**

This Amendment Number Two ("Amendment") is made and entered into this 8th day of November, 2021 ("Effective Date"), by and between the CITY OF COSTA MESA, a municipal corporation ("City"), and UNIVERSAL PROTECTION SERVICE, LP, a California limited partnership DBA ALLIED UNIVERSAL SECURITY SERVICES ("Contractor").

WHEREAS, City and G4S Secure Solutions (USA) Inc. ("G4S") entered into an agreement on June 26, 2019 for G4S to provide jail services at the City's Type I Jail Facility (the "Agreement"); and

WHEREAS, on June 30, 2021, City and G4S extended the term of the Agreement through June 30, 2022 and amended the Agreement to clarify that G4S does not operate the City jail and to clarify the City's and G4S's respective roles and responsibilities under the Agreement; and

WHEREAS, on August 13, 2021, Contractor notified City that Contractor had acquired G4S and that G4S's services would be integrated with Contractor's operations effective October 8, 2021; and

WHEREAS, pursuant to Section 6.8 of the Agreement, City's written consent is required for the assignment of any interest in the Agreement; and

WHEREAS, City and Contractor desire to memorialize the assignment from G4S to Contractor and Contractor's assumption of G4S's obligations pursuant to the Agreement and to amend the Agreement as set forth herein.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

1. Contractor hereby assumes all of G4S's responsibilities, liabilities, covenants and obligations set forth in the Agreement, and agrees to perform and observe all of G4S's covenants and obligations contained in the Agreement.
2. City hereby consents to the assignment of the Agreement to Contractor.
3. Any and all references in the Agreement to "G4S Secure Solutions (USA) Inc." shall be amended to read "Universal Protection Service, LP dba Allied Universal Security Services."
4. Section 6.4 of the Agreement shall be amended to set forth Contractor's contact information as follows:
IF TO CONTRACTOR:
Allied Universal Security Services
1551 N. Tustin Ave., Suite 650
Santa Ana, CA 92705
Attn: Steven E. Claton

5. All terms not defined herein shall have the same meaning and use as set forth in the Agreement.
6. All other terms, conditions, and provisions of the Agreement shall remain in full force and effect.
7. This Amendment may be executed in one or more counterparts, each of which shall be deemed an original. All counterparts shall be construed together and shall constitute one agreement.

IN WITNESS WHEREOF, the parties hereto have caused this Amendment to be executed by and through their respective authorized officers, as of the date first written above.


CITY OF COSTA MESA



 City Manager

Date: 12/20/2021

CONSULTANT



 Signature
 Steve Claton, Regional President

 Name and Title

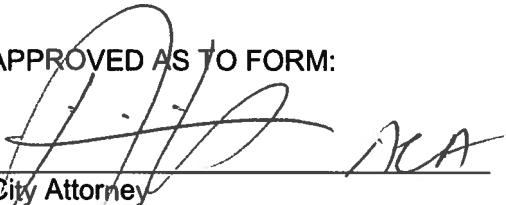
Date: 11/18/21

ATTEST:



 for City Clerk

APPROVED AS TO FORM:



 City Attorney

Date: 12/20/21

APPROVED AS TO INSURANCE:



 Risk Management

Date: 12/20/21

APPROVED AS TO CONTENT:



Project Manager

Date: December 21, 2021

DEPARTMENTAL APPROVAL:



Police Chief

Date: December 21, 2021

APPROVED AS TO PURCHASING:



Finance Director

Date: December 17, 2021