

CONTRACT AMENDMENT NO. 2
AGREEMENT BETWEEN THE VENTURA COUNTY TRANSPORTATION
COMMISSION AND EIDE BAILLY, LLP FOR PROFESSIONAL SERVICES

This Amendment No. 2 ("Amendment") by and between the Ventura County Transportation Commission, hereinafter referred to as VCTC, and Eide Bailly, LLP hereinafter referred to as CONTRACTOR, is entered into as of this 11 day of September 2026. VCTC and Contractor shall be referred to collectively herein as "parties".

WHEREAS, on January 5, 2026 VCTC entered into a professional services agreement ("Agreement") with Contractor.

WHEREAS, on June 11, 2026 the parties entered into Amendment No. 1 to the Agreement to produce a comprehensive Request for Proposal that defines the goals, objectives, system, and interface requirements.

WHEREAS, VCTC desires to expand the scope of services under the Agreement to add additional related services for assistance with Enterprise Resource Planning System Procurement and Contractor has agreed to provide the expanded scope; and,

WHEREAS, VCTC and Contractor desire to enter into this Amendment No. 2 to amend the Agreement to expand the scope to include the additional services described above and in Attachment 2 and increase in the compensation amount provided to Contractor under the Agreement to provide for the expanded scope.

NOW, THEREFORE, VCTC and Contractor agree to amend the Agreement as follows:

1. **Section 2 "DESCRIPTION OF SERVICES"** of the Agreement is amended to read as follows:

"The Scope of Services to be performed by CONTRACTOR are those set forth and incorporated herein in Attachment 1 of this Agreement, and the additional scope of services attached hereto and as further described in Contractor's proposal dated July 22, 2026 set forth and incorporated herein in as Attachment 2 to this Agreement. In the event of a conflict between any specific provision of this Agreement and any provision of Attachment 1 or Attachment 2, the provisions of this Agreement shall prevail. In the event of a conflict between any specific provision of Attachment 1 and Attachment 2, the provisions of Attachment 1 shall prevail over conflicting provisions of Attachment 2. All work performed by the CONTRACTOR shall be performed in a good and workmanlike manner."

2. Section 4 "Compensation/Invoicing" of the Agreement is amended to increase the contract amount to a total amount not to exceed \$95,244.00.

The Agreement is hereby amended to add Attachment 2 "Additional Scope of Services," attached to this Amendment No. 2 and incorporated herein.

Except to the extent amended herein, all other provisions of the Agreement remain in full force and effect.

This Amendment No. 2 may be executed in counterparts and/or by facsimile or other electronic means, and when each Party has signed and delivered at least one such counterpart, each counterpart shall be

deemed an original, and, when taken together with other signed counterpart, shall constitute one original, which shall be binding upon and effective as to all Parties.

[Signatures on the Following Page]

IN WITNESS WHEREOF, the parties hereto have caused this Amendment No. 2 to be executed by their duly authorized representatives.

VENTURA COUNTY TRANSPORTATION COMMISSION

Martin Erickson, Executive Director

Date

APPROVED AS TO FORM:

Lindsay D'Andrea, General Counsel

Date

CONTRACTOR – Eide Bailly, LLP

Bradford Rockabrand, Partner

Date

ATTACHMENT 2 to the Agreement

ADDITIONAL SCOPE OF SERVICES

Phase I – RFP Coordination

This phase will establish the foundation of the project and include planning, communication expectations, and formally kicking off the project.

Contractor shall:

- Provide project management and coordination support for the RFP process, including managing the procurement timeline, coordinating key activities, and supporting VCTC staff through the release and vendor response period.
- Support RFP administration activities, including vendor communications, question-and-answer coordination, pre-proposal meeting support, addenda assistance, and related activities necessary to manage a clear and organized RFP process.

Phase II – Vendor Evaluation and Selection

Contractor shall:

- Coordinate pre-proposal activities by identifying vendors, managing and assisting with RFP questions and answers, facilitating a pre-proposal meeting, and working with VCTC staff on any RFP addenda.
- Review and screen proposals for responsiveness and completeness against mandatory items requested in the RFP and prepare results for VCTC staff.
- Coordinate evaluations through developing a scoring matrix, identifying questions, compiling evaluator scores, and drafting a summary for review and discuss with VCTC staff.
- Facilitate vendor demonstrations by scheduling the sessions, draft demonstration scripts, and develop a scoring matrix.
- Assist with reference checks by researching vendor market presence and develop reference check questions.
- Facilitate final vendor selection and participate in contract negotiations.