

**Amendment No. 2 to
Contract 017-23011183
Between
County of Orange
And
Orrick Herrington & Sutcliffe LLP
For
General Public Finance Legal Services**

This AMENDMENT No. 2 to Contract 017-23011183 (hereinafter referred to as "Amendment No. 2") is made and entered into as of the date fully executed by and between the County of Orange, a political subdivision of the State of California ("County") and Orrick Herrington & Sutcliffe LLP ("Contractor"), with County and Contractor sometimes individually referred to as "Party" or collectively referred to as "Parties".

Recitals

WHEREAS, County and Contractor entered into Contract 017-23011183 for General Public Finance Legal Services, effective April 11, 2023, through April 10, 2026, in the Not-to-Exceed annual amount of \$200,000 per contract year for a Total Not-to-Exceed Amount of \$600,000, ("Contract"); and,

WHEREAS, the Parties executed Amendment No. 1 to amend Attachment B, "Compensation/Payment," Article 2, "Payment Schedule," effective March 17, 2025, through April 10, 2026, with no monetary increase or further changes; and,

WHEREAS, the Parties now desire to renew the Contract for two (2) years and amend Attachment B, "Compensation/Payment," Article 2, "Payment Schedule," effective April 11, 2026, through April 10, 2028, in an amount not to exceed \$200,000 per contract year, with a new cumulative Not-to-Exceed Amount of \$1,000,000; and,

NOW THEREFORE, the Parties agree as follows:

1. "Term of Contract" of the Contract shall be amended to include the following:

Term of Contract: The initial term of this Contract is for a three-year term and shall become effective April 11, 2023, and shall continue through April 10, 2026, unless otherwise terminated as provided herein.

Contract shall be renewed for two (2) years, effective April 11, 2026, through April 10, 2028, unless otherwise terminated as provided herein.

2. Attachment B, "Payment/Compensation" Article 2, "Payment Schedule" shall be amended to include the following:

Title	4th Contract Year		5th Contract Year
	April 11, 2026, to April 10, 2027		April 11, 2027, to April 10, 2028
	Rates Effective: 1/1/26 - 12/31/26	Rates Effective: 1/1/27 - 12/31/27	Rates Effective: 1/1/28 - 12/31/28
Partners	\$1,150.00 - \$2,309.21	\$1,150.00 - \$2,470.85	\$1,150.00 - \$2,643.81
Counsel	\$1,005.00 - \$2,125.45	\$1,005.00 - \$2,274.23	\$1,005.00 - \$2,433.43
Senior Associates	\$655.00 - \$1,347.55	\$655.00 - \$1,441.88	\$655.00 - \$1,542.81
Project Manager	\$245.00 - \$698.27	\$245.00 - \$747.15	\$245.00 - \$799.45

- All other terms and conditions in this Contract shall remain unchanged and with full force and effect.

SIGNATURE PAGE

IN WITNESS WHEREOF, the Parties hereto have executed this Contract on the date first above written.

ORRICK HERRINGTON & SUTCLIFFE LLP, a California Limited Liability Partnership

Signed by:			
	Roger L. Davis	Partner	2/25/2026
<small>E306768F4C434CB...</small>			
Signature	Name	Title	Date


COUNTY OF ORANGE, a political subdivision of the State of California

COUNTY AUTHORIZED SIGNATURE:

		Deputy Procurement Agent	
Signature	Name	Title	Date

Approved as to form:

County Counsel

Signed by:			
	Nikhil Daftary	Deputy	2/25/2026
<small>6FF0958338A14D3...</small>			
Signature	Name	Title	Date