

**AMENDMENT NO. TWELVE TO EMPLOYMENT AGREEMENT
BETWEEN THE CITY OF PALO ALTO AND
MOLLY S. STUMP**

This AMENDMENT NO. TWELVE to the EMPLOYMENT AGREEMENT ("Agreement") is entered into on December 2, 2024 by and between the CITY OF PALO ALTO, a California chartered municipal corporation ("City"), and MOLLY S. STUMP ("Stump"), an individual, located at 250 Hamilton Avenue 8th Floor, Palo Alto, CA.

RECITALS:

WHEREAS, the original EMPLOYMENT AGREEMENT between the City of Palo Alto and Molly S. Stump, attached hereto and incorporated herein as Exhibit "A" was entered into between the parties for the services of City Attorney on or about April 18, 2011; and

WHEREAS, AMENDMENT NO. ONE to the Agreement, attached hereto and incorporated herein as Exhibit "B" was entered into between the parties on or about March 24, 2014; and

WHEREAS, AMENDMENT NO. TWO to the Agreement, attached hereto and incorporated herein as Exhibit "C" was entered into between the parties on or about December 8, 2014; and

WHEREAS, AMENDMENT NO. THREE to the Agreement, attached hereto and incorporated herein as Exhibit "D" was entered into between the parties on or about February 1, 2016; and

WHEREAS, AMENDMENT NO. FOUR to the Agreement, attached hereto and incorporated herein as Exhibit "E" was entered into between the parties on or about December 12, 2016; and

WHEREAS, AMENDMENT NO. FIVE to the Agreement, attached hereto and incorporated herein as Exhibit "F" was entered into between the parties on or about November 6, 2017; and

WHEREAS, AMENDMENT NO. SIX to the Agreement, attached hereto and incorporated herein as Exhibit "G" was entered into between the parties on or about December 17, 2018; and

WHEREAS, AMENDMENT NO. SEVEN to the Agreement, attached hereto and incorporated herein as Exhibit "H" was entered into between the parties on or about December 17, 2019; and

WHEREAS, AMENDMENT NO. EIGHT to the Agreement, attached hereto and incorporated herein as Exhibit "I" was entered into between the parties on or about June

22, 2020; and

WHEREAS, AMENDMENT NO. NINE to the Agreement, attached hereto and incorporated herein as Exhibit “J” was entered into between the parties on or about December 13, 2021; and

WHEREAS, AMENDMENT NO. TEN to the Agreement, attached hereto and incorporated herein as Exhibit “K” was entered into between the parties on or about November 28, 2022; and

WHEREAS, AMENDMENT NO. ELEVEN to the Agreement, attached hereto and incorporated herein as Exhibit “L” was entered into between the parties on or about December 11, 2023; and

WHEREAS, the parties wish to amend the Agreement;

NOW, THEREFORE, in consideration of the covenants, terms, conditions, and provisions of this Amendment, the parties agree:

SECTION 1.

Section 3.1 of the Agreement, Compensation, is hereby amended to read as follows:

At the recommendation of the Palo Alto City Council Appointed Officers Committee (CAO) and consistent with annual merit practices, effective the first full pay period following July 1, 2024, Stump will receive a base annual salary of Three Hundred Sixty-Five Thousand Two Hundred and Sixty-Six dollars (\$365,266), paid on City’s normal paydays. Stump shall be an exempt employee under applicable wage and hour law and her base salary shall be compensation for all hours worked. City agrees that the amount of Stump's base annual salary shall not decrease, except as part of a permanent decrease that is consistent with the Fair Labor Standards Act and that is applicable to either all Council Appointed Officers or all City Executive Staff (which includes all Council Appointed Officers).

Section 5.2 of the Agreement, 401(a) Defined Contribution Retirement Plan, is hereby amended to read as follows:

The City shall contribute Thirty-Three Thousand and Eighty-Two dollars (\$33,082) annually, prorated and contributed on the City’s normal paydays, to a 401(a)-retirement plan account established for Stump.

SECTION 2. Except as herein modified, all other provisions of the Contract, including any exhibits and subsequent amendments thereto, shall remain in full force and effect.

IN WITNESS WHEREOF, the parties have by their duly authorized

representatives executed this Amendment on the date first above written.

Attest:

City of Palo Alto

Approved as to form:

Molly S. Stump

Attachments:

EMPLOYMENT AGREEMENT BETWEEN THE CITY OF PALO ALTO AND MOLLY S. STUMP
AMENDMENTS NO. ONE THROUGH NO. ELEVEN.