

**AMENDMENT NO. 5 TO AGREEMENT BETWEEN THE CITY OF PALO ALTO AND
THE FRIENDS OF THE PALO ALTO JUNIOR MUSEUM AND ZOO**

This Amendment No. 5 (this "Amendment") to MUTUAL COOPERATION AND SUPPORT AGREEMENT (the "Contract" as defined below) is effective as of July 1, 2022, by and between the CITY OF PALO ALTO, a California chartered municipal corporation ("CITY"), and THE FRIENDS OF THE PALO ALTO JUNIOR MUSEUM AND ZOO, a California public benefit corporation organized under the California Nonprofit Public Benefit Corporation Law, located at 1451 Middlefield Road, Palo Alto, CA 94303 ("FRIENDS"). CITY and FRIENDS are referred to collectively as the "Parties" in this Amendment.

RECITALS

A. The Contract (as defined below) was entered into by and between the Parties hereto for the provision of assisting the City's Junior Museum and Zoo ("JMZ") staff in supporting and advocating on behalf of JMZ operation, programs, and activities over the past thirty-eight years. The Friends intend to benefit the City and the Palo Alto community by providing certain services, which the Parties intend to be rendered in accordance with the general scope of the City's policy on Public/Private Partnerships. By the Contract, the Friends will, support the operation- and education-related programs, activities, and opportunities offered by or within the JMZ, as detailed therein.

B. The Parties now wish to amend the Contract in order to extend the term through June 30, 2024, as detailed herein.

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

SECTION 1. Definitions. The following definitions shall apply to this Amendment:

- a. **Contract.** The term "Contract" shall mean Contract No. C08125982 entitled "MUTUAL COOPERATION AND SUPPORT AGREEMENT" between FRIENDS and CITY, dated December 17, 2007, as amended by:

Amendment No.1, dated December 3, 2012

Amendment No.2, dated January 4, 2017

Amendment No.3, dated April 30, 2020

Amendment No.4, dated July 1, 2020

- b. **Other Terms.** Capitalized terms used and not defined in this Amendment shall have the meanings assigned to such terms in the Contract.

SECTION 2. Section 1.1 of the Contract is hereby amended to read as follows:

- JMZ, its reduced-priced admissions programs, special events, volunteer and employment opportunities, and other services.
- d. Greater diversity among the Museum's paid staff, volunteers, and teen mentoring programs.
- C. The Friends shall grant the City \$75,000 after the position has been filled and the employee has completed a probationary period of six months.

SECTION 5. Legal Effect. Except as modified by this Amendment, all other provisions of the Contract, including any exhibits thereto, shall remain in full force and effect.

SECTION 6. Incorporation of Recitals. The recitals set forth above are terms of this Amendment and are fully incorporated herein by this reference.

SIGNATURES OF THE PARTIES

IN WITNESS WHEREOF, the Parties have by their duly authorized representatives executed this Amendment effective as of the date first above written.

CITY OF PALO ALTO

**THE FRIENDS OF THE PALO ALTO
JUNIOR MUSEUM AND ZOO**

City Manager

Officer 1

By: 

Name: Lauren Angelo

Approved:

Title: President

Director, Community Services

Officer 2 (Required for Corp. or LLC)

By: 

Name: Sabah Mansoor

Title: Vice President

APPROVED AS TO FORM:

Assistant City Attorney