

**AMENDMENT NO. 3 TO THE
AGREEMENT BETWEEN THE CITY OF PALO ALTO AND THE
PALO ALTO UNIFIED SCHOOL DISTRICT OF SANTA CLARA
COUNTY CONCERNING THE PUBLIC USE, BROKERING AND
MAINTENANCE OF DISTRICT-OWNED ATHLETIC FIELDS,
TENNIS COURTS AND BASKETBALL COURTS JOINTLY USED
BY SCHOOL STUDENTS AND THE GENERAL PUBLIC**

This Amendment No. 3 to the “Agreement Between The City Of Palo Alto And The Palo Alto Unified School District Of Santa Clara County Concerning The Public Use, Brokering And Maintenance Of District-Owned Athletic Fields, Tennis Courts And Basketball Courts Jointly Used By School Students And The General Public” (“Contract”) is entered into June 20, 2023, by and between the CITY OF PALO ALTO, a California chartered municipal corporation (the “CITY”) and the PALO ALTO UNIFIED SCHOOL DISTRICT OF SANTA CLARA COUNTY, a unified school district organized and existing under the Laws of the State of California (the “DISTRICT”) (individually, a “Party” and, collectively, the “Parties”), in reference to the following facts and circumstances:

RECITALS

A. The Contract was entered into between the Parties on or about January 1, 2014 for the use, maintenance, and related cost-sharing of District-owned athletic fields and courts. The Contract was amended in June 2018 [Amendment No. 1] and March 2022 [Amendment No. 2].

B. The Parties intend to extend the Contract to cover the period July 1, 2022 through June 30, 2024. The Parties also intend to designate specific tennis courts for priority use by the District as detailed below.

C. The Parties wish to amend the Contract for the purposes described 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 titled “Agreement Between The City Of Palo Alto And The Palo Alto Unified School District Of Santa Clara County Concerning The Public Use, Brokering And Maintenance Of District-Owned Athletic Fields, Tennis Courts And Basketball Courts Jointly Used By School Students And The General Public” between DISTRICT and CITY, dated January 1, 2014 as amended by:
 - I. Amendment No.1, dated June 25, 2018; and
 - II. Amendment No. 2, dated March 16, 2022
- 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. Subsection 2.1 of Section 2 TERM AND TERMINATION of the Contract is hereby amended to read as follows:

2.1 The term of this Agreement pursuant to this Amendment 3 commences on July 1, 2022, and ends on June 30, 2024, subject to the earlier termination of this Agreement by any Party hereto upon ninety (90) days' advance written notice. The preceding sentence notwithstanding, this Agreement is subject to the fiscal provisions of the Charter of the CITY and other Laws of the CITY and the DISTRICT, and this Agreement will terminate without any penalty (a) at the end of any fiscal year in the event that funds are not appropriated by the Council or Board of Education for the following fiscal year, or (b) at any time within a fiscal year in the event that funds are not appropriated by the Council or Board of Education for a portion of the fiscal year and funds for this Agreement are no longer available. The CITY or the DISTRICT will use reasonable efforts to give the other Party reasonable notice of termination in the event that funds will not be appropriated. No provision is made for the automatic extension or renewal of the term.

SECTION 3. Subsection 2.3 of Section 2 TERM AND TERMINATION of the Contract is hereby amended to read as follows:

2.3 The term of this Agreement may be extended for an additional six (6) months by written mutual agreement of the parties executed at least seven (7) calendar days before expiration of the term. Nothing in this Agreement requires either party to renew or extend this Agreement or to enter into negotiations regarding the renewal or extension of this Agreement.

SECTION 4. Section 7.2a is hereby added to read as follows:

7.2a District will have priority use of tennis courts numbered 1, 2 ,3 and 4 per Attachment H located at Palo Alto High School from 8 am to 7 pm, Monday through Friday during the following time periods:

- a. June 5, 2023 through August 4, 2023 ("2023 Summer Period"),
- b. November 20, 2023 through November 24, 2023 ("2023 Fall Period")
- c. December 25, 2023 through January 5, 2024 ("2023/24 Winter Period"); and
- d. June 3, 2024 through June 28, 2024 ("2024 Summer Period").

SECTION 5. New Attachment H (as attached to this Amendment) is hereby incorporated into the Contract pursuant to Section 15.6 of the Contract.

SECTION 6. Except as herein modified, all other provisions of the Contract, including any exhibits and subsequent amendments thereto, shall remain in full force and effect.

SECTION 7. The recitals set forth above are terms of this Amendment and are fully incorporated herein by this reference.

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

Dated: _____

Dated: _____

CITY OF PALO ALTO

PALO ALTO UNIFIED SCHOOL DISTRICT

Ed Shikada, City Manager

Carolyn Chow, Chief Business Officer

APPROVED AS TO FORM:

City Attorney or designee



Palo Alto High School Tennis Courts