

ASSIGNMENT AGREEMENT BETWEEN CITY OF LA MESA,
MANAGEMENT PARTNERS, INC., AND BAKER TILLY US, LLP FOR THE
DEVELOPMENT OF A FIVE-YEAR STRATEGIC PLAN

THIS ASSIGNMENT AGREEMENT executed this __ day of _____, 2022, by and between the City of La Mesa, a municipal corporation, "the City", Management Partners, Inc. ("Contractor") and Baker Tilly US, LLP ("Assignee").

1. RECITALS:

1.1 The City and Contractor entered into an agreement for the development of a five-year Strategic Plan dated March 22, 2022, the ("Agreement").

1.2 Section 16 of the Agreement contains an "assignability" clause authorizing an assignment by the Contractor with the express written consent of the City.

1.3 The Contractor is planning to combine with Baker Tilly US, LLP in a transaction that is expected to close on or about October 1, 2022 ("Transaction"), and subject to, conditioned upon, and effective upon the closing of the Transaction, Contractor now desires to assign all rights and obligations in their entirety pursuant to the Agreement to Assignee.

1.4 City desires to consent to the same.

NOW, THEREFORE, IT IS AGREED by and between the parties that subject to, conditioned upon, and effective upon the closing of the Transaction:

Section 1. All rights and obligations of Contractor in their entirety contained in the Agreement are hereby assigned to Baker Tilly US, LLP and by City's signature affected hereto, City hereby accepts said assignment pursuant to Section 16 of the Agreement.

Section 2. All other rights and obligations contained in the Agreement other than that specified in this Assignment Agreement shall remain in full force and effect and be effective and be binding exclusively between the City and Assignee. In the event the Transaction does not close, this Assignment Agreement is null and void.

IN WITNESS WHEREOF, the parties hereto have executed this Assignment Agreement as of the date first above written.

(NEXT PAGE)

Management Partners, Inc.

By: Jerry Newfarmer

Jerry Newfarmer, President and CEO

Baker Tilly US
A Limited Liability Partnership

Date: 9/29/22

By: Vicki Hellenbrand

Vicki Hellenbrand, Managing Partner

CITY OF LA MESA,
A Municipal Corporation

Date: _____

By: _____
Mark Arapostathis, Mayor

Date: _____

Attest: _____
Megan Wiegelman, City Clerk

Date: _____

By: _____
Greg Humora, City Manager

APPROVED AS TO FORM

CITY ATTORNEY

Attachment A: Agreement with Management Partners – Strategic Plan