



FIRST AMENDMENT TO THE MEMORANDUM OF UNDERSTANDING

This First Amendment to the Memorandum of Understanding (“First Amendment”) is made and entered into as of April 1, 2025 (“Amendment Effective Date”), by and between the San Luis Obispo County YMCA Branch- Channel Islands YMCA (“YMCA”), the City of Paso Robles (“City”) and Paso Robles Public Schools (“School District”) (individually YMCA, City and School District are referred to as a “Party” and collectively as the “Parties”) with reference to the following facts:

RECITALS

WHEREAS, the Parties entered into a Memorandum of Understanding that was fully executed on November 21, 2023 to explore the feasibility of a YMCA on an underdeveloped property; and

WHEREAS, the parties wish to amend the Agreement on the terms and conditions contained herein.

NOW THEREFORE, in consideration of the foregoing and of the mutual promises and covenants hereinafter expressed, and for other good and valuable consideration, the receipt and sufficiency of which the parties hereby acknowledge, the parties agree to amend the Agreement as follows:

AMENDMENT

1. Amendment. As of the Amendment Effective Date, the Agreement is hereby amended as follows:
 - a. Term: Shall the Parties not enter into a further agreement on the Property by December 31, 2025, the MOU shall be null and void and of no further force and effect.
2. Effect on Agreement. Except as expressly provided in this Amendment, all the terms and provisions of the MOU are and will remain in full force and effect and are hereby ratified and confirmed by the parties in all respects. Without limiting the generality of the foregoing, the amendments contained herein will not be construed as an amendment to or waiver of any other provision of the MOU (or of any other agreement or document relating to the subject matter hereof), or as a waiver of or consent to any further or future action on the part of either Party that would require the waiver or consent of the other party.
3. Miscellaneous.
 - a. This Amendment may be executed in counterparts, each of which is deemed an original, but all of which constitute one and the same agreement.
 - b. This Amendment and the Agreement, together, constitute the sole and entire agreement between the parties with respect to its subject matter, and supersede all prior and contemporaneous understandings, agreements, representations, and warranties, both written and oral, with respect to such subject matter.

Attachment 1

IN WITNESS WHEREOF, the parties have caused this Amendment to be executed by their duly authorized representatives as of the Amendment Effective Date.

SAN LUIS OBISPO COUNTY YMCA - CHANNEL ISLANDS YMCA

Margo Byrne, Chief Executive Officer

PASO ROBLES PUBLIC SCHOOLS

Brad Pawlowski, Assistant Superintendent, Business Services

CITY OF PASO de ROBLES
