

**SECOND AMENDMENT TO A PROFESSIONAL SERVICES AGREEMENT AND SOFTWARE LICENSE
AND SUPPORT AGREEMENT BETWEEN PASSPORT LABS, INC., A DIVISION OF
PASSPORT PARKING, AND THE VILLAGE OF OAK PARK TO PROVIDE PAYMENT MERCHANT
SOLUTIONS FOR THE VILLAGE’S FLOWBIRD (CALE) PAY STATIONS**

THIS SECOND AMENDMENT TO THE PROFESSIONAL SERVICES AGREEMENT AND SOFTWARE LICENSE AND SUPPORT AGREEMENT (hereinafter the “Second Amendment”) between the Village of Oak Park, an Illinois home rule municipal corporation (hereinafter the “Village”), and Passport Labs, Inc., a division of Passport Parking (hereinafter the “Contractor”) is entered into as of the effective date set forth below (collectively referred to as the “Parties”).

RECITALS

WHEREAS, the Parties previously entered into a Professional Services Agreement dated September 6, 2018 (“Agreement”); and

WHEREAS, the Parties agreed upon an Extension of the Professional Services Agreement for an additional 116-day period through December 31, 2021 (“Extension”); and

WHEREAS, the Parties agreed to an Amendment to the Agreement dated December 6, 2021 to include a scope of services schedule and extend the term of the agreement for an additional three (3) years (“Amendment”); and

WHEREAS, the Parties seek to amend the Agreement to provide payment merchant solutions for the Village’s Flowbird (Cale) pay stations (“Second Amendment”).

NOW, THEREFORE, in consideration of the foregoing, and the mutual covenants and agreements contained herein and other good and valuable consideration, the receipt and sufficiency of which is acknowledged by the Parties, the Parties hereto agree as follows:

1. **RECITALS INCORPORATED.** The above recitals are incorporated herein as though fully set forth.
2. **SECOND AMENDMENT TO AGREEMENT.** The Agreement between the Parties is hereby amended to provide payment merchant solutions for the Village’s Flowbird (CALE) pay stations.
3. **OTHER PROVISIONS OF THE AGREEMENT TO REMAIN IN EFFECT.** All other terms and conditions of the Agreement shall remain in full force and effect from January 1, 2022 through December 31, 2025.
4. **EFFECTIVE DATE.** This Second Amendment shall be deemed dated and become effective on the date of its execution by the Village Manager of the Village of Oak Park.

IN WITNESS WHEREOF, the parties hereto have caused this Second Amendment to be signed by their duly authorized representatives on the dates set forth below.

VILLAGE OF OAK PARK

PASSPORT LABS, INC.

By: Kevin J. Jackson
Its: Village Manager

By:
Its:

Dated: _____, 2025

Dated: _____, 2025

ATTEST

ATTEST

By: Christina M. Waters
Its: Village Clerk

By:
Its:

Dated: _____, 2025

Dated: _____, 2025