

**FIRST AMENDMENT TO EMPLOYMENT
AGREEMENT BETWEEN THE CITY OF
THOUSAND OAKS AND THE CITY MANAGER**

This First Amendment to Employment Agreement between the City of Thousand Oaks and the City Manager ("Agreement") is entered into this 27th day of June, 2006, by and between Scott Mitnick ("City Manager") and the City of Thousand Oaks ("City").

RECITALS

Whereas City and City Manager desire to amend Agreement (attached as "Attachment A") by which Scott Mitnick undertook the position of City Manager as described therein and otherwise subject to all of the covenants and conditions set forth therein.

AGREEMENT

Now therefore City and Scott Mitnick agree that the Agreement be, and hereby is, amended as follows:

1. **Section 4: Salary**

City agrees to pay City Manager for his services rendered pursuant hereto a salary of Two Hundred Four Thousand, Eight Hundred Ninety-Two Dollars (\$204,892.00) per year, payable in the normal payroll installments at the same time as other executive management employees of City are paid. City Council shall review City Manager's salary annually as part of his performance evaluation, as explained in Section 5.

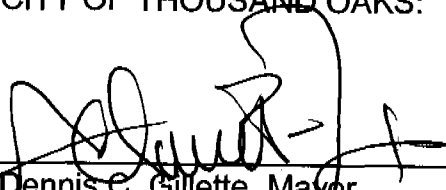
City Council shall annually review City Manager's salary range and benefits, with any increase(s) to be made to such extent as City Council may determine desirable. Increase(s) provided to other executive management employees shall be taken into consideration by City Council during this review period.

2. Except as otherwise specifically provided herein, all other provisions of the Agreement shall remain in full force and effect

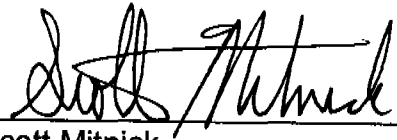
IN WITNESS WHEREOF, this First Amendment has been executed by the parties effective on the date and year first written above.

CITY OF THOUSAND OAKS:

CITY MANAGER:

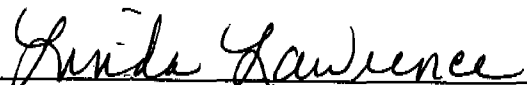
202


Dennis C. Gillette, Mayor




Scott Mitnick

ATTEST:



Linda D. Lawrence, City Clerk

APPROVED AS TO FORM:



Amy Albano, City Attorney