

SIDE LETTER AGREEMENT NO. 3

TO AGREEMENT NO. 6711c

BETWEEN

NAPA CITY EMPLOYEES ASSOCIATION

AND

CITY OF NAPA

Reopener Sideletter

- Whereas,** The City of Napa ("City") and the Napa City Employees Association ("NCEA") are committed to maintaining cooperative labor relations, including discussions over matters outside of the Memorandum of Understanding ("MOU") now and in the future.
- Whereas,** The City and NCEA are parties to an MOU with a term of March 1, 2002 through February 28, 2011.
- Whereas,** Section 4.2. of the MOU provides that, on or around March 1, 2005, the parties will meet and confer during a thirty- (30) day period on one non-economic item proposed by each side.
- Whereas,** By letter dated April 4, 2005, the City requested that NCEA meet and confer subject to this provision.

Therefore,

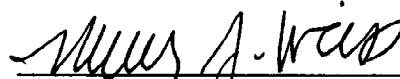
1. The parties have agreed to defer bargaining over the sideletter agreement in Section 4.2 until the month of January, 2006.
2. This agreement to defer the reopener does not constitute a waiver by either party of any arguments concerning procedural aspects of the reopener that exist today.
3. This Agreement sets forth the entire agreement between the parties and supersedes any and all prior agreements between the parties, written or oral, pertaining to the subject matter of this Agreement. It is hereby understood and agreed that, other than those that are expressly contained herein; no party has made any promises, representations, understandings or warranties. The terms of this Agreement are contractual and not a mere recital.

Side Letter Agreement Between NCEA and the City of Napa Re: Non-Economic Reopeners

4. This agreement shall be part of the current MOU and shall expire with the current MOU (February 28, 2011).

Dated: May 9, 2005

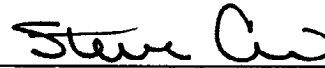
By:



Nancy Weiss, Assistant City Manager
City of Napa

Dated: May 9, 2005

By:



Steve Crego, President
Napa City Employees Association