

SIDE LETTER AGREEMENT NO. 1

TO THE 2002-2011 MOU

BETWEEN

THE CITY OF NAPA

AND

ADMINISTRATIVE, MANAGERIAL AND

PROFESSIONAL EMPLOYEES

Code Enforcement Officer Classification

Whereas, The City of Napa ("City") and the Administrative, Managerial and Professional Employees ("AMP") are committed to maintaining cooperative labor relations, including discussions over matters outside of the Memorandum of Understanding ("MOU") now and in the future.

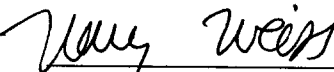
Whereas, The City and AMP are parties to a MOU with a term of January 1, 2003 through February 28, 2011.

Whereas, The City has determined that the Code Enforcement Officer classification, previously designated as "exempt" pursuant to the Fair Labor Standards Act ("FLSA") and represented by AMP, should be designated as "non-exempt" pursuant to the FLSA and transferred to the Napa City Employees' Association ("NCEA") bargaining unit.

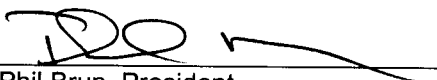
Therefore, the Parties Agree That:

1. Effective June 14, 2005, the Code Enforcement Officer classification shall be transferred from AMP to NCEA.
2. 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 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.

Dated: June 15, 2005

By: 
Nancy Weiss, Assistant City Manager

Dated: June 14, 2005

By: 
Phil Brun, President
Administrative, Managerial and
Professional Employees