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YAMHILL COUNTY BOC

**AMENDMENT #2 TO CONSULTING SERVICES AGREEMENT
Bardossi & Associates, Inc.**

THIS AMENDMENT #2 TO CONSULTING SERVICES AGREEMENT (this "Amendment #2") is entered into by and between Yamhill County, a political subdivision of the State of Oregon, acting by and through its Department of Health and Human Services Department ("County") and Bardossi and Associates, Inc., an Oregon corporation, 7528 SE 34th, Portland, Oregon 97202 ("Bardossi").

RECITALS:

County and Bardossi are parties to that certain agreement dated as of December 6, 2012 (the "Underlying Agreement"), pursuant to which Bardossi provides recovery training consulting services. The Underlying Agreement was first amended on June 27, 2013 (Amendment #1).

A. County and Bardossi now desire to further amend the Underlying Agreement upon the terms and conditions as more particularly set forth herein below.

B. Capitalized terms not defined herein shall have the meanings attributed to such terms in the Agreement.

NOW, THEREFORE, in consideration of the mutual covenants and agreements set forth herein below and of other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by the parties hereto, County and Bardossi, intending legally to be bound, hereby agree as follows:

1. Section 4, of the Underlying Agreement is hereby amended to increase the not to exceed amount from \$9,000 to \$20,000.

2. The balance of Section 4 remains unchanged.

3. Section 8 of the Underlying Agreement is hereby amended to extend the contract term through December 31, 2014.

4. The balance of Section 8 remains unchanged.

5. Ratification. Except as otherwise expressly modified by the terms of this Amendment #2, the Underlying Agreement shall remain unchanged and continue in full force and effect. All terms, covenants and conditions of the Underlying Agreement not expressly modified herein are hereby confirmed and ratified and remain in full force and effect, and constitute valid and binding obligations of County and Bardossi enforceable according to the terms thereof.

6. Authority. County and Bardossi and each of the persons executing this Amendment #2 on behalf of County and Bardossi hereby covenants and warrants that: (i) such party has full right and authority to enter into this Amendment #2 and has taken all action required to authorize such party (and each person executing this Amendment #2 on behalf of such

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party) to enter into this Amendment #2, and (ii) the person signing on behalf of such party is authorized to do so on behalf of such entity.

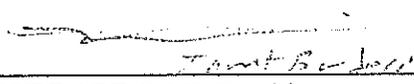
7. Binding Effect. All of the covenants contained in this Amendment #2 shall be binding upon and shall inure to the benefit of the parties hereto and their respective heirs, legal representatives and permitted successors and assigns.

8. Counterparts. This Amendment #2 may be executed in multiple counterparts, each of which shall be an original, but all of which shall constitute one and the same Amendment #2.

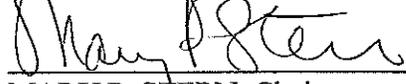
9. Recitals. The foregoing recitals are intended to be a material part of this Amendment #2 and are incorporated herein by this reference.

IN WITNESS WHEREOF, the parties hereto have executed, or caused to be executed, this Amendment #2 on the date indicated by their duly authorized officials.

BARDOSSI & ASSOCIATES, INC.



JANET BARDOSSI, President
Date: 4/13/14

**YAMHILL COUNTY
BOARD OF COMMISSIONERS**


MARY P. STERN, Chair
Date: 4-17-14



SILAS HALLORAN-STEINER, Director
Department of Health and Human Services
Date: 4/8/14

APPROVED AS TO FORM
By: 

CHRISTIAN BOENISCH
County Counsel
Date: 4/16/14

Accepted by Yamhill County
Board of Commissioners on
4/17/14 by Board Order
14-215