

**FIRST AMENDMENT TO AGREEMENT
FOR CONSULTING ENGINEERING SERVICES
(Yamhill County and DOWL, LLC)**

THIS FIRST AMENDMENT TO AGREEMENT (“Amendment #1”) is made effective March 1, 2020, by and between **Yamhill County**, a political subdivision of the State of Oregon acting through its county engineer and Board of Commissioners (“County”) and **DOWL, LLC.**, a foreign limited liability company, operating locally at 920 Country Club Road, Suite 100B, Eugene, OR 97401 (Contractor) for consulting engineering services (“Project”).

RECITALS:

A. County and OBEC Consulting Engineers, Inc (OBEC) are parties to that certain agreement dated March 18, 2019 (the “Underlying Agreement”), memorialized in Yamhill County records as Board Order 19-79, pursuant to which OBEC provides consulting engineering services to County on the Project, as described in the Underlying Agreement.

B. Effective January 1, 2020 OBEC moved all of its operations under Contractor and assigned all of OBEC’s contracts with County, including but not limited to the Underlying Agreement, to Contractor. County consented to such assignment in writing.

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

D. 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 Contractor, intending legally to be bound, hereby agree as follows:

1. Section 3 of the Underlying Agreement is hereby amended to extend the completion date to March 1, 2021.

2. The balance of Section 3 of the Underlying Agreement remains unchanged.

3. Ratification. Except as otherwise expressly modified by the terms of this Amendment #1, 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, as further amended hereby, constitute valid and binding obligations of Contractor enforceable according to the terms thereof.

4. Authority. County and Contractor and each of the persons executing this Amendment #1 on behalf of County and Contractor hereby covenants and warrants that: (i) such party has full right and authority to enter into this Amendment #1 and has taken all action required to authorize such party (and

each person executing this Amendment #1 on behalf of such party) to enter into this Amendment #1, and (ii) the person signing on behalf of such party is authorized to do so on behalf of such entity.

5. Binding Effect. All of the covenants contained in this Amendment #1 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.

6. Counterparts. This Amendment #1 may be executed in multiple counterparts, each of which shall be an original, but all of which shall constitute one and the same Amendment #1.

7. Recitals. The foregoing recitals are intended to be a material part of this Amendment #1 and are incorporated herein by this reference.

IN WITNESS WHEREOF, the parties hereto have executed, or caused to be executed on the date indicated by their duly authorized officials, this Amendment #1 in duplicate, each of which shall be deemed an original on the date executed by all parties.

DONE the last date set forth adjacent to the signatures of the parties below.

DOWL, LLC .

YAMHILL COUNTY, OREGON

By: Madsen
(signature)
Date: September 2, 2020

Casey Kulla
CASEY KULLA, Chair
Board of Commissioners
Date: 9/17/20

Marissa Madsen
(printed name)

Ken Huffer
KEN HUFFER,
County Administrator
Date: 9/17/2020

Construction Project Manager
(title)

FORM APPROVED BY:
Christian Boenisch
CHRISTIAN BOENISCH
County Counsel
Date: 9/18/20

Tax ID No.: 92-0166301

Accepted by Yamhill County
Board of Commissioners on
9/17/2020 by Board Order
20-320