

**FIRST AMENDMENT TO AGREEMENT FOR PROFESSIONAL SERVICES
Yamhill County and Herbert & Louis, LLC**

THIS FIRST AMENDMENT TO AGREEMENT ("Amendment #1) is made effective September 30, 2015 between Yamhill County, a political subdivision of the State of Oregon (referred to as County in this Agreement) and Herbert & Louis, LLC PO Box 304, Wilsonville, OR 97070-0340 (referred to as Contractor in this Agreement) for performance of an external evaluation in connection with a SAMHSA grant.

RECITALS:

- A. County and Contractor are parties to that certain agreement dated as of December 13, 2012 (the "Underlying Agreement"), pursuant to which Contractor performs an external evaluation of County's implementation of the federal SAMHSA High Risk Adult Court Enhancement Grant (known as the "Grant" in this agreement).
- B. County and Contractor now desire to amend the Underlying Agreement upon the terms and conditions as more particularly set forth herein below.
- C. 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 17 of the Underlying Agreement is hereby amended to extend the Agreement term through September 29, 2016.
- 2. 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.
- 3. 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.
- 4. 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.

5. 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.

6. 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.

HERBERT & LOUIS, LLC

YAMHILL COUNTY, OREGON

By: Thomas L Moore
(signature)
Date: 10-5-15

Mary Starrett
Mary Starrett, Vice Chair
Board of Commissioners
Date: 10-15-15

THOMAS L MOORE
(printed name)

Silas Halloran-Steiner
SILAS HALLORAN-STEINER, Director
Department of Health & Human Services
Date: 10/21/15

OWNER
(title)

FORM APPROVED BY:

Christian Boenisch
CHRISTIAN BOENISCH
County Counsel
Date: 10/19/15

Tax ID No.: 93-1319220

Accepted by Yamhill County
Board of Commissioners on
10-15-15 by Board Order
15-423