

**AMENDMENT TO THE AGREEMENT
BETWEEN THE COUNTY OF SAN MATEO
AND
NORTHWOODS CONSULTING PARTNERS, INC.**

THIS AMENDMENT TO THE AGREEMENT, entered into this ____ day of _____, 20____, by and between the COUNTY OF SAN MATEO, hereinafter called "County," and Northwoods Consulting Partners, Inc., hereinafter called "Contractor";

W I T N E S S E T H:

WHEREAS, pursuant to Government Code, Section 31000, County may contract with independent contractors for the furnishing of such services to or for County or any Department thereof;

WHEREAS, the parties entered into an Agreement for proprietary software services on April 9, 2014; and

WHEREAS, the parties wish to amend the Agreement to ratify the signature of the Director of the Human Services Agency, and to add \$458,074 to the Agreement for a total obligation of \$800,000.

NOW, THEREFORE, IT IS HEREBY AGREED BY THE PARTIES HERETO AS FOLLOWS:

1. Section 3 – Payments is amended to read as follows:

In consideration of services provided by Contractor in accordance with all terms, conditions, and specifications set forth herein and in Exhibit A, County shall make payments to Contractor based on the rates and in the manner specified in Exhibit B. County reserves the right to withhold payment if County determines that the quantity or quality of the work performed is unacceptable. In no event shall County's total fiscal obligation under this Agreement exceed Eight Hundred Thousand Dollars (\$800,000).

2. All other terms and conditions of the Agreement dated April 9, 2014, between the County and Contractor shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto, by their duly authorized representatives, have affixed their hands.

COUNTY OF SAN MATEO

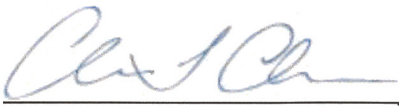
By: _____
President, Board of Supervisors, San Mateo County

Date: _____

ATTEST:

By: _____
Clerk of Said Board

NORTHWOODS CONSULTING PARTNERS, INC.



Contractor's Signature

Date: 5/9/2014