

**AMENDMENT TWO TO AGREEMENT
BETWEEN THE COUNTY OF SAN MATEO AND
ADDUS HEALTHCARE, INC.**

THIS AMENDMENT TO THE AGREEMENT, entered into this _____ day of _____, 20____, by and between the COUNTY OF SAN MATEO, hereinafter called "County," and ADDUS HEALTHCARE, 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 the purpose of providing Home Health and Attendant Care Services to clients of Aging and Adult Services on June 8, 2010, by Resolution 70813 in the amount of \$970,000 for a term of July 1, 2010 through June 30, 2013;

WHEREAS, the parties amended the Original Agreement on June 7, 2011, by Resolution 71452 increasing the collective amount for FY 2011-12 by \$970,000 for a total of \$1,940,000 and replacing the Exhibits A and B for all Agreements under one Resolution for the term July 1, 2010 through June 30, 2013; and

WHEREAS, the parties wish to amend the Original Agreement for the continuation of these services by increasing the collective amount by \$970,000 for FY 2012-13 for a total amount of \$2,910,000 for all Agreements under one Resolution for the term July 1, 2010 through June 30, 2013:

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

1. Section 3 of the Agreement is amended to read as follows:

In consideration of the services provided by Contractor in accordance with all terms, conditions and specifications set forth herein and in Exhibit A (as amended July 1, 2011), County shall make payment to Contractor based on the rates and in the manner specified in Exhibit B (as amended July 1, 2011). The County reserves the right to withhold payment if the County determines that the quantity or quality of the work performed is unacceptable. In no event shall the County's total fiscal obligation under this Contract exceed NINE HUNDRED SEVENTY THOUSAND DOLLARS (\$970,000) collectively for the period of July

2013 for all contracts approved under the same resolution. The total obligation for the term of these Agreements is TWO MILLION NINE HUNDRED TEN THOUSAND DOLLARS (\$2,910,000) collectively.

- 2. All other terms and conditions of the Agreement dated June 8, 2010, 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

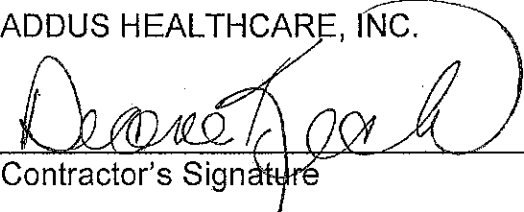
By: _____
President, Board of Supervisors, San Mateo
County

Date: _____

ATTEST:

By: _____
Clerk of Said Board

ADDUS HEALTHCARE, INC.



Contractor's Signature

Date: 4/17/12