

First Amendment to Statement of Work 3

THIS FIRST AMENDMENT (this "Amendment") is made by and between Cooperative Personnel Services dba **CPS HR Consulting**, ("CPS ") located at 241 Lathrop Way, Sacramento, California, 95815 and the **Lexington-Fayette Urban County Government** ("Client") with offices at 200 E Main, Lexington, KY 40507.

Whereas, CPS and Client have entered into the Agreement (as defined below); and

Whereas, CPS and Client desire to modify the Agreement on the terms and conditions set forth herein;

Now, therefore, CPS and Client agree as follows:

1. **Definitions:** The following definitions shall apply to this Amendment:
 - (a) **Agreement.** The term "Agreement" shall mean the Agreement dated **May 17, 2012** by and between CPS and Client.
 - (b) **Other Terms.** Terms used and not defined in this Amendment shall have the meanings assigned to such terms in the Agreement.
2. **Modifications to the Agreement.** The Agreement is hereby modified as follows:
 - (a) **Page 1, Section 4.** Completion Date: November 30, 2012
3. **Effective Date.** Each of the modifications set forth in Section 2 shall be effective on and after September 1, 2012.
4. **Legal Effect.** Except as expressly modified by this Amendment, all of the terms and conditions of the Agreement shall remain unchanged and in full force and effect.

IN WITNESS WHEREOF, CPS and CLIENT have executed this Amendment as of the date below.

**Cooperative Personnel Services dba
CPS HR Consulting,
A California Joint Powers Authority
241 Lathrop Way, Sacramento, CA 95815**

**Lexington-Fayette Urban County Government
200 E Main, Lexington, KY 40507**

By: 
Authorized Signature

By: _____
Authorized Signature

Name: Gerald Greenwell

Name: _____

Title: Chief Executive Officer

Title: _____

Date: 09-07-2012

Date: _____