

**FIRST AMENDMENT TO
PURCHASE OF SERVICE AGREEMENT**

THIS FIRST AMENDMENT TO PURCHASE OF SERVICE AGREEMENT (the “Amendment”), dated as of _____, 2025, (the “Effective Date”), by and between **LEXINGTON-FAYETTE URBAN COUNTY GOVERNMENT**, an urban county government of the Commonwealth of Kentucky created pursuant to KRS Chapter 67A (the “LFUCG”), located at 200 East Main Street, Lexington, Kentucky 40507, and **A CARING PLACE, INC.**, a Kentucky corporation (“Organization”), with offices located at POB 23871, Lexington, Kentucky 40523.

RECITALS

WHEREAS, LFUCG entered into a Purchase of Service Agreement, executed on January 24, 2025 (the “Agreement”) and authorized pursuant to Resolution #011-2025, to conduct a feasibility study regarding the most effective hub structure in Lexington; and

WHEREAS, the parties desire to amend the Agreement to change the audit requirement; and

WHEREAS, the Parties hereby agree to amend the above-referenced audit requirement in accordance with the terms and conditions of this First Amendment.

STATEMENT OF AGREEMENT

NOW, THEREFORE, for and in consideration of the mutual covenants contained herein, the Parties agree to modify the Agreement as follows:

1. Incorporation of Recitals. The above recitals are incorporated herein as a part of this Amendment.
2. Section 1. Effective Date; Term. The Parties agree to modify Section 14 of the Agreement to read as follows:

“14. ANNUAL AUDIT. Organization shall comply with the audit requirements of 2 CFR Part 200, Subpart F, if applicable. LFUCG shall also have the option to request an audit of all revenue and expenditures related to this Agreement. If such an audit is requested by LFUCG, the audit shall be conducted by independent certified public accountants at Organization’s expense, who shall express an opinion as to whether or not revenue and expenditures during the year audited have conformed to state and local law and regulation. For any audit performed, including a 2 CFR Part 200 audit, a copy of the audit, or clean audit opinion letter from an independent certified public accountant, shall be submitted to LFUCG upon request.”

3. Effect. All other provisions of the Purchase of Service Agreement, which is attached hereto as Exhibit 1 and incorporated herein as if fully stated, not inconsistent with the provisions of this First Amendment shall remain in full force and effect.

IN WITNESS WHEREOF, the parties certify that they have been duly authorized to execute, deliver, and perform this First Amendment, and have executed the same as of the Effective Date written above.

THE REMAINDER OF THIS PAGE INTENTIONALLY LEFT BLANK.

SIGNATURE PAGE TO FOLLOW.

**LEXINGTON-FAYETTE
URBAN COUNTY GOVERNMENT**

By: Linda Gorton, Mayor

ATTEST:

Clerk of the Urban County Council

A CARING PLACE, INC.

By: Name, Title

ATTEST:

_____ [sign name]

WITNESS: _____ [print name]

DATE: _____

Exhibit 1

January 24, 2025 Purchase of Service Agreement

DRAFT