

**FIRST AMENDMENT  
PROFESSIONAL SERVICES AGREEMENT  
BY AND BETWEEN  
COUNTY OF HUMBOLDT  
AND  
REDWOOD COMMUNITY ACTION AGENCY**

This First Amendment to the Professional Services Agreement dated October 6, 2015, by and between the County of Humboldt, a political subdivision of the State of California, hereinafter referred to as "COUNTY," and Redwood Community Action Agency, a California non-profit entity, hereinafter referred to as "CONTRACTOR," is entered into this 25 day of September, 2018.

WHEREAS, COUNTY, by and through its Department of Health and Human Services ("DHHS"), desired to retain a qualified organization to provide security and secure transportation services within Humboldt County; and

WHEREAS, on October 6, 2015 COUNTY and CONTRACTOR entered into a Professional Services Agreement for provision of the following services:

Administration of AmeriCorps grant and to provide the following services:

1. Adhere to the Policy and Procedures of Prevent Child Abuse California and the COUNTY;
2. Work collaboratively with the COUNTY in implementing the AFACTR (Assisting Families to Access Change through Resources) AmeriCorps program; and
3. Recruit, enroll, training, and supervise AmeriCorps members.

WHEREAS, the parties now desire to amend certain provisions of the Professional Services Agreement to provide the abovementioned services within Humboldt County;

NOW THEREFORE, the parties mutually agree as follows:

1. Section 5 – COMPENSATION of the Professional Services Agreement is hereby amended to read as follows:

4. COMPENSATION:

- A. Maximum Amount Payable. The maximum amount payable by COUNTY for services rendered, and costs and expenses incurred, pursuant to the terms and conditions of this Agreement is Eight Hundred Fifty-One Thousand Six Hundred Twenty-Nine Dollars (\$851,629.00). In no event shall the maximum amount paid under this Agreement exceed Two Hundred Seventy-Two Thousand Five Hundred Eighty-Three Dollars (\$272,583.00) for fiscal year 2015-2016, Two Hundred Eighty-Seven Thousand One Hundred Thirty-Three Dollars (\$287,133.00) for fiscal year 2016-2017 or Two Hundred Ninety-One Thousand Nine Hundred Thirteen Dollars (\$291,913.00) for fiscal year 2017-2018 as set forth in the Schedule of Rates attached hereto as Exhibit B and incorporated herein by reference. CONTRACTOR agrees to perform all services required by this Agreement for an amount not to exceed such maximum dollar amount. However, if local, state or federal funding or allowance rates are reduced or eliminated, COUNTY may, by amendment, reduce the maximum amount payable for services provided hereunder, or terminate this Agreement as provided herein.

2. The Professional Services Agreement is hereby amended to delete Exhibit B – Budget and replace it in its entirety with the modified Schedule of Rates that is attached hereto and incorporated herein by reference. The modified Schedule of Rates attached hereto shall supersede any and all prior versions thereof, as of the effective date of this First Amendment.
3. The Professional Services Agreement is hereby amended to add Section 38 – Counterparts.

38. COUNTERPARTS:

This Agreement and any amendments hereto may be executed in one or more counterparts, each which shall be deemed to be an original and all of which, when taken together, shall be deemed to be one and the same agreement. A signed copy of this Agreement and any amendments hereto transmitted by email or by other means of electronic transmission shall be deemed to have the same legal effect as delivery of an original executed copy of this Agreement and any amendments hereto for all purposes.

4. This amendment is intended to have retroactive effect.
5. Except as modified herein, the Professional Services Agreement executed on October 6, 2015 shall remain in full force and effect. In the event of a conflict between the provisions of this First Amendment and the original Professional Services Agreement, the provisions of this First Amendment shall govern.

[Signatures on Following Page]

IN WITNESS WHEREOF, the parties have entered into this First Amendment as of the first date written above.

**TWO SIGNATURES ARE REQUIRED FOR CORPORATIONS:**

- (1) CHAIRPERSON OF THE BOARD, PRESIDENT, OR VICE PRESIDENT; AND
- (2) SECRETARY, ASSISTANT SECRETARY, CHIEF FINANCIAL OFFICER OR TREASURER.

**REDWOOD COMMUNITY ACTION AGENCY:**

By: 

Date: 9/13/18

Name: Val Martinez

Title: Executive Director

By: 

Date: 9/15/18

Name: DONALD CLINE

Title: FISCAL DIRECTOR

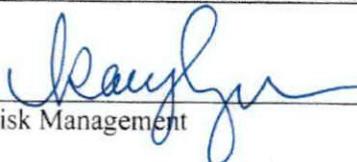
**COUNTY OF HUMBOLDT:**

By:   
Rex Bohn

Date: 9/25/18

**Vice** Chair, Humboldt County Board of Supervisors

**INSURANCE AND INDEMNIFICATION REQUIREMENTS APPROVED:**

By:   
Risk Management

Date: 9/14/18

**LIST OF EXHIBITS:**

Exhibit B - Schedule of Rates

**EXHIBIT B  
SCHEDULE OF RATES  
REDWOOD COMMUNITY ACTION AGENCY**

<b>Grant: CWS Redesign</b>		<b>AFACTR</b>		<b>Program Year:</b>	
<b>Lead Agency: Redwood Community Action Agency</b>				<b>2015-2016</b>	
<b>FT Members:</b>	<b>10</b>				
<b>Budget Start Date:</b>	<b>10/01/2015</b>		<b>Budget End Date:</b>	<b>09/30/2016</b>	
<b>A. Personnel Expenses</b>					
<b>TYPE</b>	<b>QTY</b>	<b>CONTRACT YEAR SALARY</b>		<b>% TIME (FTE)</b>	<b>Calculation</b>
Program Director	1	\$63,190.00		33.00%	\$20,853.00
Program Manager	1	\$37,808.00		80.00%	\$30,247.00
<b>Subtotal</b>					<b>\$51,100.00</b>
<b>B. Personnel Fringe Benefits</b>					
<b>TYPE</b>				<b>%</b>	<b>Calculation</b>
FICA/Medicare				7.65%	\$3,909.00
Unemployment Insurance				4.00%	\$2,044.00
Workers Compensation				1.20%	\$613.00
Health Insurance (medical, vision and dental)					\$16,860.00
Retirement				3.00%	\$1,533.00
Vacation accrual				6.00%	\$3,066.00
<b>Subtotal</b>					<b>\$28,025.00</b>
<b>C.1. Staff Travel to PCA CA Conference</b>					
<b>Type</b>		<b>Air Fare</b>	<b>Rate</b>	<b>Calculation</b>	
Public Transportation		375		\$375.00	
		Miles			
Mileage		60	\$0.500	\$30.00	
		Days			
Per Diem		3	\$40.00	\$120.00	
		Nights			
Lodging		3	1	\$84.00	\$252.00
<b>Subtotal</b>					<b>\$777.00</b>
<b>C.2. Other Staff Travel</b>					
<b>Type</b>		<b>Miles</b>	<b>Rate</b>	<b>Calculation</b>	
Mileage - Staff travel for mileage to and from site visits, trainings and meetings throughout the region.		1200	\$0.50	\$600.00	
<b>Subtotal</b>					<b>\$600.00</b>
<b>C.3. Member Travel</b>					
<b>Type</b>		<b>Miles</b>	<b>Rate</b>	<b>Calculation</b>	
Mileage - Member travel for service related mileage transporting clients, attending AFACTR meetings/ trainings/process groups, attending community trainings and meetings, etc.		20,000	\$0.50	\$10,000.00	
<b>Subtotal</b>					<b>\$10,000.00</b>
<b>D. Member Training (Excluding Travel Costs)</b>					
<b>Training</b>		<b>Quantity</b>	<b>Amount</b>	<b># Months</b>	<b>Calculation</b>
Professional development trainings		4	\$75.00		\$300.00
<b>Subtotal</b>					<b>\$300.00</b>
<b>E. Member Training (Excluding Travel Costs)</b>					
<b>Training</b>		<b>Quantity</b>	<b>Amount</b>	<b># Months</b>	<b>Calculation</b>
Member Orientation and retreat		2	\$250.00		\$500.00
Member development trainings, meetings and process groups		22	\$60.00		\$1,320.00
<b>Subtotal</b>					<b>\$1,820.00</b>
<b>F. Other Program Operating Costs</b>					
<b>Type</b>		<b>Quantity</b>	<b>Amount</b>	<b># Months</b>	<b>Calculation</b>

Fingerprinting/DMV	10	\$35.00	1	\$350.00
Member recruitment advertising	2	\$60.00	4	\$480.00
Member recognition event	29	\$17.00	1	\$493.00
Telephone/Internet/Communications	1	\$50.00	12	\$600.00
Postage/Shipping	1	\$19.16	12	\$230.00
Printing/Duplication	1	\$20.00	10	\$200.00
General Program/Agency Insurance	1	\$75.00	12	\$900.00
Office Supplies	1	\$15.00	12	\$180.00
Space	1	\$260.00	12	\$3,120.00
Utilities	1	\$75.00	12	\$900.00
Copier rental and maintenance	1	\$36.00	12	\$432.00
<b>Subtotal</b>				<b>\$7,885.00</b>
<b>G. Cash Match Contribution</b>				
Type	Quantity	Amount	# Months	Calculation
Cash Match Contribution	10	\$15,700.00	1	\$157,000.00
<b>Subtotal</b>				<b>\$157,000.00</b>
<b>Direct Program Operations Cost (A, B, C, D, E, F):</b>				<b>\$100,507.00</b>
<b>RCAA Program Administrative Costs at 15%:</b>				<b>\$15,076.00</b>
<b>Case Match Contribution (G):</b>				<b>\$157,000.00</b>
<b>Total Program Costs:</b>				<b>\$272,583.00</b>

<b>Grant: CWS Redesign</b>		<b>AFACTR</b>		<b>Program Year:</b>	
<b>Lead Agency: Redwood Community Action Agency</b>				<b>2016-2017</b>	
<b>FT Members:</b>	<b>10</b>				
<b>Budget Start Date:</b>	<b>10/01/2016</b>		<b>Budget End Date:</b>	<b>09/30/2017</b>	
<b>A. Personnel Expenses</b>					
<b>TYPE</b>	<b>QTY</b>	<b>CONTRACT YEAR SALARY</b>		<b>% TIME (FTE)</b>	<b>Calculation</b>
Program Director	1	\$63,190.00		33.00%	\$20,853.00
Program Manager	1	\$37,808.00		80.00%	\$30,247.00
<b>Subtotal</b>					<b>\$51,100.00</b>
<b>B. Personnel Fringe Benefits</b>					
<b>TYPE</b>				<b>%</b>	<b>Calculation</b>
FICA/Medicare				7.65%	\$3,909.00
Unemployment Insurance				4.00%	\$2,044.00
Workers Compensation				1.20%	\$613.00
Health Insurance (medical, vision and dental)					\$16,860.00
Retirement				3.00%	\$1,533.00
Vacation accrual				6.00%	\$3,066.00
<b>Subtotal</b>					<b>\$28,025.00</b>
<b>C.1. Staff Travel to PCA CA Conference</b>					
<b>Type</b>		<b>Air Fare</b>	<b>Rate</b>	<b>Calculation</b>	
Public Transportation		375		\$375.00	
		Miles			
Mileage		60	\$0.500	\$30.00	
		Days			
Per Diem		3	\$40.00	\$120.00	
		Nights			
Lodging		3	1	\$84.00	\$252.00
<b>Subtotal</b>					<b>\$777.00</b>
<b>C.2. Other Staff Travel</b>					
<b>Type</b>		<b>Miles</b>	<b>Rate</b>	<b>Calculation</b>	
Mileage - Staff travel for mileage to and from site visits, trainings and meetings throughout the region.		1200	\$0.50	\$600.00	
<b>Subtotal</b>					<b>\$600.00</b>
<b>C.3. Member Travel</b>					
<b>Type</b>		<b>Miles</b>	<b>Rate</b>	<b>Calculation</b>	
Mileage - Member travel for service related mileage transporting clients, attending AFACTR meetings/ trainings/process groups, attending community trainings and meetings, etc.		20,000	\$0.50	\$10,000.00	
<b>Subtotal</b>					<b>\$10,000.00</b>
<b>D. Member Training (Excluding Travel Costs)</b>					
<b>Training</b>	<b>Quantity</b>	<b>Amount</b>	<b># Months</b>	<b>Calculation</b>	
Professional development trainings	4	\$75.00		\$300.00	
<b>Subtotal</b>					<b>\$300.00</b>
<b>E. Member Training (Excluding Travel Costs)</b>					
<b>Training</b>	<b>Quantity</b>	<b>Amount</b>	<b># Months</b>	<b>Calculation</b>	
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<b>Subtotal</b>					<b>\$1,820.00</b>
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<b>Type</b>	<b>Quantity</b>	<b>Amount</b>	<b># Months</b>	<b>Calculation</b>	
Fingerprinting/DMV	10	\$35.00	1	\$350.00	
Member recruitment advertising	2	\$60.00	4	\$480.00	
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Telephone/Internet/Communications	1	\$50.00	12	\$600.00	

Postage/Shipping	1	\$19.16	12	\$230.00
Printing/Duplication	1	\$20.00	10	\$200.00
General Program/Agency Insurance	1	\$75.00	12	\$900.00
Office Supplies	1	\$15.00	12	\$180.00
Space	1	\$260.00	12	\$3,120.00
Utilities	1	\$75.00	12	\$900.00
Copier rental and maintenance	1	\$36.00	12	\$432.00
<b>Subtotal</b>				<b>\$7,885.00</b>
<b>G. Cash Match Contribution</b>				
Type	Quantity	Amount	# Months	Calculation
Cash Match Contribution	10	\$17,155.00	1	\$171,550.00
<b>Subtotal</b>				<b>\$171,550.00</b>
<b>Direct Program Operations Cost (A, B, C, D, E, F):</b>				<b>\$100,507.00</b>
<b>RCAA Program Administrative Costs at 15%:</b>				<b>\$15,076.00</b>
<b>Case Match Contribution (G):</b>				<b>\$171,550.00</b>
<b>Total Program Costs:</b>				<b>\$287,133.00</b>

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Type		Miles	Rate	Calculation	
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Type		Miles	Rate	Calculation	
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<b>Subtotal</b>				<b>\$7,885.00</b>
<b>G. Cash Match Contribution</b>				
Type	Quantity	Amount	# Months	Calculation
Cash Match Contribution	10	\$17,633.00	1	\$176,330.00
<b>Subtotal</b>				<b>\$176,330.00</b>
<b>Direct Program Operations Cost (A, B, C, D, E, F):</b>				<b>\$100,507.00</b>
<b>RCAA Program Administrative Costs at 15%:</b>				<b>\$15,076.00</b>
<b>Case Match Contribution (G):</b>				<b>\$176,330.00</b>
<b>Total Program Costs:</b>				<b>\$291,913.00</b>