

**AMENDMENT NO. 2 TO
PROFESSIONAL SERVICES AGREEMENT
Ted Smietana**

THIS AMENDMENT NO. 2 ("Amendment #2") shall be made effective as of July 1, 2019 by and between **Yamhill County**, a political subdivision of the State of Oregon, acting by and through its Board of Commissioners and its Department of Community Justice ("County") and **Ted Smietana**, an individual, 334 NW Reed Lane, Dallas, OR 97338 ("Smietana")

RECITALS

A. County and Smietana are parties to that certain contract dated July 10, 2017 (the "Underlying Contract"), pursuant to which Smietana provides County with professional management consulting services in the area of community corrections, parole and probation and related services. The Underlying Contract is memorialized in Yamhill County records as Board Order 17-265 and was first amended on July 12, 2018, memorialized in Yamhill County records as Board Order 18-250.

B. County and Smietana now desire to further modify the Underlying Contract upon the terms and conditions more particularly set forth herein below.

NOW, THEREFORE, in consideration of the mutual covenants and agreements set forth herein below and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

1. Section 4, subsection 1 of the Underlying Contract, "Term," is hereby amended to extend the Underlying Contract through June 30, 2020, unless otherwise terminated earlier in accordance with Section 4, subsection 2 of the Underlying Contract. Upon the conclusion of this next term the Underlying Contract will automatically be renewed on a year-by-year basis, under the same terms and conditions as set forth herein, unless modified in writing signed by both parties or terminated in accordance with the Section 4, subsection 2 of the Underlying Contract..

The balance of Section 4 remains unchanged.

2. Ratification. Except as otherwise expressly modified by the terms of this Amendment #2, the Underlying Contract shall remain unchanged and continue in full force and effect. All terms, covenants and conditions of the Underlying Contract not expressly modified herein are hereby confirmed and ratified and remain in full force and effect, and constitute valid and binding obligations of County and Smietana enforceable according to the terms thereof.

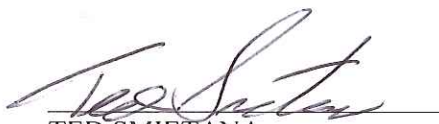
3. Authority. County and Smietana and each of the persons executing this Amendment #2 on behalf of County and Smietana hereby covenants and warrants that: (i) such party has full right and authority to enter into this Amendment #2 and has taken all action required to authorize such party (and each person executing this Amendment #2 on behalf of such party) to enter into this Amendment #2, and (ii) the person signing on behalf of such party is authorized to do so on behalf of such entity.

4. Binding Effect. All of the covenants contained in this Amendment #2 shall be binding upon and shall inure to the benefit of the parties hereto and their respective heirs, legal representatives and permitted successors and assigns.

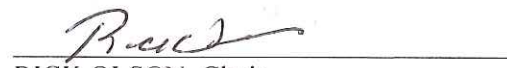
5. Counterparts. This Amendment #2 may be executed in multiple counterparts, each of which shall be an original, but all of which shall constitute one and the same Amendment #2.

6. Recitals. The foregoing recitals are intended to be a material part of this Amendment #2 and are incorporated herein by this reference.

IN WITNESS WHEREOF, the parties have executed this Amendment #2 on the dates set forth adjacent to their signatures below.


TED SMETANA
Date: 7-15-19

**YAMHILL COUNTY
BOARD OF COMMISSIONERS**


RICK OLSON, Chair
Date: 8-1-19

SS#: on file

APPROVED AS TO FORM:

By: 
CHRISTIAN BOENISCH, County Counsel

**DEPARTMENT OF COMMUNITY
JUSTICE**

By: 
JESSICA BEACH,
Community Justice Director

Accepted by Yamhill County
Board of Commissioners on
8-1-19 by Board Order
19-267