

ATTACHMENT 5

Third Amendment

The Gordian Group

ATTACHMENT 2

**THIRD AMENDMENT TO
AGREEMENT FOR SERVICES OF INDEPENDENT CONTRACTOR
BETWEEN COUNTY OF SANTA BARBARA AND THE GORDIAN GROUP, INC.**

THIS AMENDMENT ("Third Amendment") is made by and between the County of Santa Barbara, a political subdivision of the State of California ("County"), and The Gordian Group, Inc., having its principal place of business at 30 Patewood Drive, Suite 350, Greenville, South Carolina 29615 ("Contractor"), parties to the Agreement for Services of Independent Contractor signed into effect on September 22, 2015 ("Agreement").

WHEREAS, County and Contractor entered the Agreement for Job Order Contracting consultant services, under which Contractor agreed to perform services related to the development, implementation and support of a Job Order Contracting ("JOC") program;

WHEREAS, the Agreement had an initial term of one year with options to renew for up to four additional, one-year terms;

WHEREAS, the County has exercised two options via a First and Second Amendment and the current term of the Agreement expires on September 22, 2018;

WHEREAS, in the Second Amendment to the Agreement, the County and Contractor modified the Statement of Work to add additional services and revised the compensation payable to account for the additional services;

WHEREAS, County wishes to exercise the third option to extend the term of the Agreement until September 22, 2019.

NOW THEREFORE, in consideration of the mutual covenants and conditions contained herein, County and Contractor agree to amend the Agreement as follows:

1. Effectiveness of Agreement. Except as explicitly modified by this Third Amendment, all of the terms and provisions of the Agreement and First and Second Amendments are and remain in full force and effect.
2. Counterparts. This Third Amendment may be executed in several counterparts, all of which taken together shall constitute a single agreement between the parties.
3. Term. The Agreement's term is hereby extended for one additional year to September 22, 2019.

