

**NAPA COUNTY AGREEMENT NO. 230241B
AMENDMENT NO. 1**

THIS AMENDMENT NO. 1 TO NAPA COUNTY AGREEMENT NO. 230241B is made and entered into as of this 1st day of July 2025 by and between NAPA COUNTY, a political subdivision of the State of California, hereinafter referred to as “COUNTY,” and the UNIVERSITY OF CINCINNATI RESEARCH INSTITUTE, a 501(c)(3) non-profit Ohio Corporation, whose mailing address is PO Box 19614, Cincinnati, OH, 45221, hereinafter referred to as “CONTRACTOR”;

RECITALS

WHEREAS, on December 1, 2022, COUNTY and CONTRACTOR entered into Napa County Agreement No 230241B (the “Agreement”), under which CONTRACTOR agreed to provide training and technical assistance of evidence-based practices;; and

WHEREAS, COUNTY and CONTRACTOR now desire to extend the term of the Agreement and additional fiscal year; and

WHEREAS, CONTRACTOR is willing to provide such specialized services to COUNTY under the terms and conditions set forth herein.

TERMS

NOW, THEREFORE, for good and valuable consideration, the adequacy and receipt of which are hereby acknowledged, COUNTY and CONTRACTOR hereby amend Napa County Agreement No. 230241B as follows:

1. Paragraph 1 is hereby amended to read in full as follows:

Term of the Agreement. The term of this Agreement shall commence on December 1, 2022 and shall expire on June 30, 2026 unless terminated earlier in accordance with Paragraphs 9 (Termination for Cause), 10 (Other Termination) or 23(a) (Covenant of No Undisclosed Conflict); except that the obligations of the parties under Paragraphs 7 (Insurance) and 8 (Indemnification) shall continue in full force and effect after said expiration date or early termination in relation to acts or omissions occurring prior to such dates during the term of the Agreement, and the obligations of CONTRACTOR to COUNTY shall also continue after said expiration date or early termination in relation to the obligations prescribed by Paragraphs 15 (Confidentiality), 20 (Taxes) and 21 (Access to Records/Retention).

2. All other terms and conditions of the Agreement shall remain in full force and effect.

IN WITNESS WHEREOF, this Amendment No. 1 to Agreement No. 230241B was executed by the parties hereto as of the date first above written.

UNIVERSITY OF CINCINNATI RESEARCH INSTITUTE

Patrick Clark

Digitally signed by Patrick Clark
Date: 2025.05.27 09:00:29
-04'00'

By _____
PATRICK CLARK, Executive Director

VP Research:

Digitally signed by VP Research:
Patrick Limbach
Date: 2025.05.27 18:16:20 -04'00'

By **Patrick Limbach** _____
PATRICK LIMBAUCH, Board Secretary
LIMBACH

"CONTRACTOR"

NAPA COUNTY, a political subdivision of the State
of California

By: _____
ANNE COTTRELL, Chair
Board of Supervisors

"COUNTY"

<p>APPROVED AS TO FORM Office of County Counsel</p> <p>By: <u>Douglas Parker (via e-sign)</u></p> <p>Date: May 27, 2025</p>	<p>APPROVED BY THE NAPA COUNTY BOARD OF SUPERVISORS</p> <p>Date: Processed By:</p> <p>_____ Deputy Clerk of the Board</p>	<p>ATTEST: NEHA HOSKINS Clerk of the Board of Supervisors</p> <p>By: _____</p>
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