

**SECOND AMENDMENT TO AGREEMENT
BETWEEN THE COUNTY OF SAN MATEO AND
ADDUS HEALTHCARE, INC.**

THIS AMENDMENT TO THE AGREEMENT, entered into this _____ day of _____, 20_____, by and between the COUNTY OF SAN MATEO, hereinafter called "County," and ADDUS HEALTHCARE, INC., hereinafter called "Contractor";

W I T N E S S E T H:

WHEREAS, pursuant to Government Code, Section 31000, County may contract with independent contractors for the furnishing of such services to or for County or any Department thereof;

WHEREAS, on June 29, 2004, the parties entered into an Agreement by Resolution 66747 for the provision of In-Home Supportive Services to clients of Aging and Adult Services for the term of July 1, 2004 through September 30, 2007;

WHEREAS, on December 6, 2005, the parties entered into Amendment Number 1 of the Agreement to increase the contract rate to \$19.39 for the period of September 1, 2005 through June 30, 2007; and

WHEREAS, the parties wish to amend the Agreement to increase the contract rate to \$19.54 for the period of September 1, 2005 through June 30, 2007:

NOW, THEREFORE, IT IS HEREBY AGREED BY THE PARTIES HERETO AS FOLLOWS:

1. Paragraph 3 of the contract is amended to read as follows:

3. Payments

In consideration of the services provided by Contractor in accordance with all terms, conditions and specifications set forth herein and in Attachment A, Authority shall make payment to Contractor based on the rates and in the manner specified in Attachment B. The Authority reserves the right to withhold payment if the Authority determines that the quantity or quality of the work performed is unacceptable. This Contract will purchase a maximum of 182,000 service hours per year. The fixed rate is \$18.18 per hour for the first year for a total of \$3,308,760. The rate for July 1, 2005 through August 31, 2005 is \$18.29 and the rate for September 1, 2005 through June 30, 2006 is \$19.54 for a total of \$3,518,363 for the second year. The third year rate July 1, 2006 through June 30, 2007 is \$19.54 for a total of \$3,556,280.

The Authority's financial obligation under this Agreement shall not exceed \$10,383,403.

2. All other terms and conditions of the agreement dated June 29, 2004, between the County and Contractor shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto, by their duly authorized representatives, have affixed their hands.

COUNTY OF SAN MATEO

By: _____
Jerry Hill, President, Board of Supervisors,
San Mateo County

Date: _____

ATTEST:

By: _____
Clerk of Said Board

Addus HealthCare, Inc.

Wm Wusatz
Contractor's Signature

Date: 1/19/06