

**EIGHTH AMENDMENT
TO
PROFESSIONAL SERVICES AGREEMENT
BETWEEN
THE TOWN OF FOUNTAIN HILLS
AND
BOYS & GIRLS CLUB OF GREATER SCOTTSDALE, INC.**

THIS EIGHTH AMENDMENT TO PROFESSIONAL SERVICES AGREEMENT (this “Eighth Amendment”) is made as of July 1, 2016, between the TOWN OF FOUNTAIN HILLS, an Arizona municipal corporation (the “Town”), and BOYS & GIRLS CLUB OF GREATER SCOTTSDALE, INC., an Arizona corporation (the “Contractor”).

RECITALS

A. The Town and the Contractor entered into a Professional Services Agreement, dated May 17, 2007 (the “Original Agreement”), as amended by that First Amendment, dated October 4, 2007 (the “First Amendment”), by that Second Amendment, dated June 21, 2010 (the “Second Amendment”), by that Third Amendment, dated October 6, 2011 (the “Third Amendment”), by that Fourth Amendment, dated June 21, 2012 (the “Fourth Amendment”), by that Fifth Amendment, dated June 20, 2013 (the “Fifth Amendment”), by that Sixth Amendment, dated June 19, 2014 (the “Sixth Amendment”), and by that Seventh Amendment, dated August 19, 2015 (the “Seventh Amendment”), for the Contractor to provide youth services (the “Services”). The Original Agreement, First Amendment, Second Amendment, Third Amendment, Fourth Amendment, Fifth Amendment, Sixth Amendment and Seventh Amendment are collectively referred to herein as the “Agreement.” All capitalized terms not otherwise defined in this Eighth Amendment have the same meanings as contained in the Agreement.

B. The Town has determined that it is necessary to extend the Agreement with the Contractor for the Services.

C. The Town and the Contractor desire to enter into this Eighth Amendment to (i) extend the term of the Agreement, (ii) modify the Scope of Work, (iii) modify the payment provision and (iv) provide for compensation to the Contractor for the Services.

AGREEMENT

NOW, THEREFORE, in consideration of the foregoing introduction and recitals, which are incorporated herein by reference, the following mutual covenants and conditions and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Town and the Contractor hereby agree to amend the Agreement as follows:

1. Term. The term of the Agreement is hereby extended until June 30, 2017.

2. Scope of Work. The Contractor shall provide the Services as set forth in Scope of Work attached hereto as Exhibit 1 and incorporated herein by reference.

3. Compensation. The Town shall pay Contractor an annual amount not to exceed \$41,472.00 for the Services as set forth in the Scope of Work.

4. Payment. The Town shall pay the Consultant a lump sum of \$41,472.00 within 30 days after execution of this Eighth Amendment.

5. Effect of Amendment. In all other respects, the Agreement is affirmed and ratified and, except as expressly modified herein, all terms and conditions of the Agreement shall remain in full force and effect.

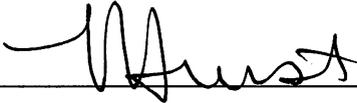
6. Non-Default. By executing this Eighth Amendment, the Contractor affirmatively asserts that (i) the Town is not currently in default, nor has been in default at any time prior to this Eighth Amendment, under any of the terms or conditions of the Agreement and (ii) any and all claims, known or unknown relating to the Agreement and existing on or before the date of this Eighth Amendment are forever waived.

7. Conflict of Interest. This Eighth Amendment may be cancelled by the Town pursuant to ARIZ. REV. STAT. § 38-511.

[SIGNATURES ON FOLLOWING PAGES]

“Contractor”

BOYS & GIRLS CLUB OF GREATER SCOTTSDALE, INC.,
an Arizona corporation

By: 

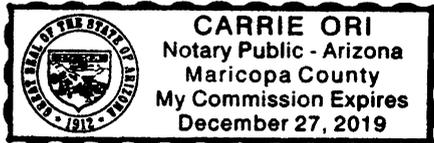
Name: Lisa Hurst

Its: President & CEO

(ACKNOWLEDGEMENT)

STATE OF ARIZONA)
) ss.
COUNTY OF MARICOPA)

On July 7, 2016, before me personally appeared Lisa Hurst, the President + CEO of BOYS & GIRLS CLUB OF GREATER SCOTTSDALE, INC., an Arizona corporation, whose identity was proven to me on the basis of satisfactory evidence to be the person who he/she claims to be, and acknowledged that he/she signed the above document on behalf of the corporation.



(Affix notary seal here)

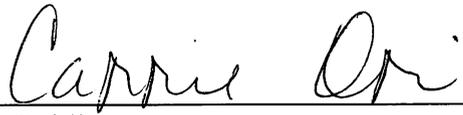

Notary Public

EXHIBIT 1
TO
EIGHTH AMENDMENT
TO
PROFESSIONAL SERVICES AGREEMENT
BETWEEN
THE TOWN OF FOUNTAIN HILLS
AND
BOYS & GIRLS CLUB OF GREATER SCOTTSDALE, INC.

[Scope of Work]

See following page.

SCOPE OF WORK FOR FISCAL YEAR 2016-17
PROGRAM: YOUTH/TEEN ACTIVITIES
CONTRACTOR: BOYS & GIRLS CLUB OF GREATER SCOTTSDALE,
MARY ELLEN AND ROBERT McKEE BRANCH

PROPOSED FUNDING:

\$41,472.00

PROGRAMS:

- | | |
|--------------------------------------|----------|
| 1) Education and Career Development: | \$16,500 |
| 2) Good character and citizenship: | \$ 9,750 |
| 3) Healthy lifestyles: | \$15,222 |

REPORTING:

An annual report, containing the following information broken down by each of the three programs, is due by March 30:

- 1) Frequency of class sessions
- 2) Number of participants per program
- 3) Average age of participants
- 4) Program cost itemized
- 5) Pre-Post test results