

COPY

**Amendment #1 to
Contract for Administration Services
Between Clay County, Texas
and Gary R. Traylor & Associates, Inc.**

regarding
Texas Capital Fund Program (TCF) Contract #7214292
Texas Department of Agriculture
Other Public Facilities and Improvements

Witnesseth:

This is an AMENDMENT to a contract dated the 22nd day of September, 2014, by and between Clay County, State of Texas, hereinafter referred to as County, acting herein by Kenneth Liggett, County Judge, and GARY R. TRAYLOR & ASSOCIATES, INC., hereinafter referred to as Firm, acting herein by Gary R. Traylor, President.

Firm desires to incorporate changes to its Contract with the County which consist of the following:

NOW, THEREFORE, THE PARTIES DO MUTUALLY AGREE THAT:

This contractual modification is hereby incorporated into County's Contract with Firm and effective immediately.

PART IV – TERMS AND CONDITIONS

19. Resolution of Program Non-Compliance and Disallowed Costs

In the event of any dispute, claim, question, or disagreement arising from or relating to this Contract, or the breach thereof, including determination of responsibility for any costs disallowed as a result of non-compliance with federal, state or TCF program requirements, the parties hereto shall use their best efforts to settle the dispute, claim, question or disagreement. To this effect, the parties shall consult and negotiate with each other in good faith within 30 days of receipt of a written notice of the dispute or invitation to negotiate, and attempt to reach a just and equitable solution satisfactory to both parties. If the matter is not resolved by negotiation within 30 days of receipt of written notice or invitation to negotiate, the parties agree first to try in good faith to settle the matter by mediation administered by the American Arbitration Association under its Commercial Mediation Procedures before resorting to arbitration, litigation, or some other dispute resolution procedure. The parties may enter into a written amendment to this Contract and choose a mediator that is not affiliated with the American Arbitration Association. The parties shall bear the costs of such mediation equally. If the matter is not resolved through such mediation within 60 days of the initiation of that procedure, either party may proceed to file suit.

EXECUTED in two counterparts each of which is an original on behalf of Firm by its President and on behalf of the county by its County Judge this 23 day of March, 2015.

County:
Clay County, Texas

Firm:
Gary R. Traylor & Associates, Inc.

By Kenneth Liggett
Kenneth Liggett, County Judge

By _____
Gary R. Traylor, President

ATTEST:

Sasha Kelton
Sasha Kelton, County Clerk

