

**AMENDMENT NO. 2  
INCORPORATED COUNTY OF LOS ALAMOS  
SERVICES AGREEMENT NO. AGR18-24a**

This **AMENDMENT NO. 2** is entered into by and between the **Incorporated County of Los Alamos**, an incorporated county of the State of New Mexico ("County"), and **The Family YMCA**, a New Mexico non-profit corporation ("Contractor"), to be effective for all purposes July 29, 2020.

**WHEREAS**, County and Contractor entered into Agreement No. AGR18-24a dated July 1, 2018, and Amendment No. 1 dated July 1, 2019 (the "Agreement") for Operation and Staffing of the Teen Center; and

**WHEREAS**, on April 27, 2020, the Los Alamos County Council ("Council") approved an increase of budget in the amount of SIXTY- NINE THOUSAND DOLLARS (\$69,000.00) for Operation and Staffing of the Teen Center; and

**WHEREAS**, Council's budget revision for general operating expenses in the amount of FIFTY-ONE THOUSAND SIX HUNDRED AND FIVE DOLLARS (\$51,605.00), furniture fixtures and equipment in the amount of FOUR THOUSAND FOUR HUNDRED SEVENTY DOLLARS (\$4,470.00), and custodial in the amount of TWELVE THOUSAND NINE HUNDRED AND TWENTY FIVE DOLLARS (\$12,925.00) are within the scope of services defined in the Agreement; and

**WHEREAS**, the parties wish to amend the Agreement to provide for the increase compensation as approved by Council.

**NOW, THEREFORE**, for good and valuable consideration, County and Contractor agree as follows:

- I. To delete **SECTION C. COMPENSATION** in its entirety and replace it with the following:

**SECTION C. COMPENSATION:**

**1. Amount of Compensation.**

For County Fiscal Year 2019, County shall pay compensation for the performance of the Services in an amount not to exceed proposed costs of TWO HUNDRED NINETY FOUR THOUSAND FORTY-ONE DOLLARS (\$294,041.00), which amount does not include applicable New Mexico gross receipts taxes ("NMGR"), but does include reimbursable expenses and which shall be paid in accordance with the rate schedule attached hereto and made a part hereof for all purposes as "Exhibit A.

For County Fiscal Year 2020, County shall pay compensation for the performance of the Services in an amount not to exceed proposed costs of THREE HUNDRED FORTY NINE THOUSAND FORTY ONE DOLLARS (\$349,041.00), which amount does not include applicable New Mexico gross receipts taxes ("NMGR"), but does include reimbursable expenses and which shall be paid in accordance with the rate schedule attached hereto and made a part hereof for all purposes as "Exhibit A."

For County Fiscal Year 2021, County shall pay compensation for the performance of the Services in an amount not to exceed proposed costs of THREE HUNDRED SIXTY THREE THOUSAND FORTY ONE DOLLARS (\$363,041.00), which amount does not include applicable New Mexico gross receipts taxes ("NMGRT"), but does include reimbursable expenses and which shall be paid in accordance with the rate schedule attached hereto and made a part hereof for all purposes as "Exhibit A."

Total compensation for the performance of the Services for the County's Fiscal Year 2019 through Fiscal year 2021, with a possible extension for Fiscal Year 2022, shall not exceed the total amount of ONE MILLION THREE HUNDRED THOUSAND ONE HUNDRED SIXTY FOUR DOLLARS (\$1,300,164.00) which amount does not include applicable New Mexico gross receipts taxes ("NMGRT") but does include reimbursable expenses in accordance with Exhibit "A", unless such compensation is adjusted via negotiations for Fiscal Years 2022, and possible extension period for Fiscal Year 2022, as outlined below. Annual compensation for County Fiscal Years 2019 through 2021, with a possible extension for Fiscal Year 2022, as well as total compensation, shall be negotiated between Contractor and County. Such negotiated amount for each fiscal year and total compensation shall not exceed the amounts proposed in Contractor's Response.

2. **Monthly Invoices.** Contractor shall submit monthly invoices to County's Community Service Department showing amount of compensation due and the amounts spent for program expenses, including but not limited to, operating expenses and custodial expenses in accordance with Exhibit "A." Payment of undisputed amounts shall be due and payable within thirty (30) days from County's receipt of the invoice(s).
3. **Furniture, Fixtures, Equipment and Software.** Ownership of any durable capital asset (i.e. non-consumable asset), with a value of FIVE THOUSAND DOLLARS (\$5,000.00) or more documented by Contractor on an annual basis, purchased by County or by Contractor and reimbursed by County, shall revert to County upon expiration or other termination of this Agreement.

- II. To delete Exhibit "A" in its entirety and replace with the revised Exhibit "A" attached herein to this Amendment No. 2.

Except as expressly modified by this Amendment, the terms and conditions of the Agreement remain unchanged and in effect.

**IN WITNESS WHEREOF**, the parties have executed this Amendment No. 1 on the date(s) set forth opposite the signatures of their authorized representatives to be effective for all purposes on the date first written above.

**ATTEST**

**INCORPORATED COUNTY OF LOS ALAMOS**

\_\_\_\_\_  
**NAOMI D. MAESTAS**  
**COUNTY CLERK**

By: \_\_\_\_\_  
**HARRY BURGESS**  
**COUNTY MANAGER** **DATE**

**Approved as to form:**

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**J. ALVIN LEAPHART  
COUNTY ATTORNEY**

**THE FAMILY YMCA, A NON-PROFIT CORPORATION**

**BY:** \_\_\_\_\_  
**ROBERT WILKINSON** **DATE**  
**CHIEF EXECUTIVE OFFICER**

Exhibit "A"  
Compensation Rate Schedule  
AGR18-24a-A1

**A. Program and Service Compensation:**

For the period July 1, 2018 through June 30, 2019: Monthly payments shall be made for operating expenses including 20% overhead in a total annual amount not to exceed TWO HUNDRED NINETY FOUR THOUSAND FORTY ONE DOLLARS (\$294,041.00) payable in arrears. Annual compensation shall not exceed the amounts listed below for each County fiscal year by expense category. Contractor shall submit monthly invoices showing amounts due for program expenses, furniture, fixtures, equipment (FFE) and custodial expenses. FFE and custodial expenses shall be paid on a reimbursable basis. Contractor shall use the 20% overhead to cover the costs of: Administrative overhead (including YMCA employee standard/routine training, travel, and conferences), insurance, vehicle maintenance and fuel, accounting, payroll, Human Resources, YMCA national fees/dues, and legal expenses, and such costs shall not be reimbursed.

For the period July 1, 2019 through June 30, 2020: Monthly payments shall be made for operating expenses including 20% overhead in a total annual amount not to exceed THREE HUNDRED FOURTY NINE THOUSAND FORTY ONE DOLLARS (\$349,041.00) payable in arrears. Annual compensation shall not exceed the amounts listed below for each County fiscal year by expense category. Contractor shall submit monthly invoices showing amounts due for program expenses, furniture, fixtures, equipment (FFE) and custodial expenses. FFE and custodial expenses shall be paid on a reimbursable basis. Contractor shall use the 20% overhead to cover the costs of: Administrative overhead (including YMCA employee standard/routine training, travel, and conferences), insurance, vehicle maintenance and fuel, accounting, payroll, Human Resources, YMCA national fees/dues, and legal expenses, and such costs shall not be reimbursed.

For the period July 1, 2020 through June 30, 2021: Monthly payments shall be made for operating expenses including 20% overhead in a total annual amount not to exceed THREE HUNDRED SIXTY THREE THOUSAND FORTY ONE DOLLARS (\$363,041.00) payable in arrears. Annual compensation shall not exceed the amounts listed below for each County fiscal year by expense category. Contractor shall submit monthly invoices showing amounts due for program expenses, furniture, fixtures, equipment (FFE) and custodial expenses. FFE and custodial expenses shall be paid on a reimbursable basis. Contractor shall use the 20% overhead to cover the costs of: Administrative overhead (including YMCA employee standard/routine training, travel, and conferences), insurance, vehicle maintenance and fuel, accounting, payroll, Human Resources, YMCA national fees/dues, and legal expenses, and such costs shall not be reimbursed.

Total compensation for the performance of the Services for County's Fiscal Year 2019 through Fiscal Year 2021 with a possible extension for Fiscal Year 2022 shall not to exceed the amount of ONE MILLION THREE HUNDRED THOUSAND ONE HUNDRED SIXTY FOUR DOLLARS (\$1,300,164.00) which amount does not include applicable New Mexico gross receipts taxes ("NMGRT") and does include reimbursable expenses in accordance with this Exhibit "A", unless such compensation is adjusted via negotiations for Fiscal Years 2020 and 2021, and possible extension period for Fiscal Year 2022, as outlined below. Annual compensation for County Fiscal Years 2020

through 2021, with a possible extension for Fiscal Year 2022, as well as total compensation, shall be negotiated between Contractor and County. Such negotiated amount for each fiscal year and total compensation shall not exceed the amounts proposed in Contractor's Response.

The total amount of compensation for the contract periods listed below shall not exceed the amount listed in each column. (Amounts from one contract period shall not carry over to the next period.)

<b>For the Contract Period</b>	<b>General Operating plus 20% Overhead</b>	<b>Furniture, Fixtures and Equipment</b>	<b>Custodial</b>	<b>Total Compensation shall not exceed:</b>
7/1/2018 through 6/30/2019	\$265,373.00	\$6,450.00	\$22,218.00	\$294,041.00
7/1/2019 through 6/30/2020	\$320,373.00	\$6,450.00	\$22,218.00	\$349,041.00
7/1/2020 through 6/30/2021	\$316,978.00	\$10,920.00	\$35,143.00	\$363,041.00
7/1/2021 through 6/30/2022	\$265,373.00	\$6,450.00	\$22,218.00	\$294,041.00
<b>TOTAL</b>	<b>-</b>	<b>-</b>		<b>\$1,300,164.00</b>

**Indirect Compensation.** County shall provide use of the Facility with an estimated annual value inclusive of utilities, maintenance, and limited custodial care of the premises for a total estimated annual value of SEVENTY-ONE THOUSAND ONE HUNDRED SEVENTY-FIVE DOLLARS (\$71,175.00).