

**REVIVAL AND
SECOND AMENDATORY AGREEMENT
COMPSYCH EMPLOYEE ASSISTANCE PROGRAMS, INC.**

This REVIVAL AND SECOND AMENDMENT to the agreement with COMPSYCH EMPLOYEE ASSISTANCE PROGRAMS, INC., (“**Second Amendment**”) is entered into by and between the CITY AND COUNTY OF DENVER, a municipal corporation of the State of Colorado (the “**City**”) and COMPSYCH EMPLOYEE ASSISTANCE PROGRAMS, INC., 455 N. Cityfront Plaza Dr., 13th Floor, Chicago, IL 60611 (the “**Consultant**”)(collectively, the “**Parties**”).

RECITALS

WHEREAS, the Parties entered into a services agreement dated September 25, 2013, City contract # CSAHR-201312609-00 (“Original Agreement”), and;

WHEREAS, the Parties entered into an agreement to amend the Original Agreement, such amendment was dated December 24, 2015, City contract # CSAHR-201312609-01 (“First Amendment”), and;

WHEREAS, the Parties desire to revive and amend the Original Agreement to both: extend the term of the Original Agreement, and; increase the maximum compensation to the Consultant as shown herein.

AGREEMENT

NOW, THEREFORE, in consideration of the premises, the mutual agreements herein contained, and subject to the terms and conditions hereinafter stated, the Parties agree as follows:

1. The Agreement is hereby revived.
2. Paragraph 3 of the Agreement (entitled “**Term**”) is hereby amended to read as follows:
 - “3. **TERM:** The Agreement will commence on October 1, 2013 and will expire at 11:59 p.m. on December 31, 2017 (the “**Term**”).”
3. The first sentence of Paragraph 4(d)(1) of the Agreement (entitled “**Maximum Contract Amount**”) is hereby amended to read as follows:
 - “4. **COMPENSATION AND PAYMENT:**
 - d. **Maximum Contract Amount:**
 - (1) Notwithstanding any other provision of this Agreement, the City’s maximum payment obligation shall not exceed NINE HUNDRED FOUR THOUSAND and NO/100 DOLLARS (\$904,000.00) (the “**Maximum Contract Amount**”).”
4. This Second Amendment may be executed in counterparts, each of which shall be deemed to be an original, and all of which, taken together, shall constitute one and the same instrument.
5. Except as herein amended, the Original Agreement is affirmed and ratified in each and every particular.

[SIGNATURE PAGES FOLLOW]

Contract Control Number:

IN WITNESS WHEREOF, the parties have set their hands and affixed their seals at Denver, Colorado as of

SEAL

CITY AND COUNTY OF DENVER

ATTEST:

By _____

APPROVED AS TO FORM:

REGISTERED AND COUNTERSIGNED:

By _____

By _____

By _____



Contract Control Number: CSAHR-201312609-02

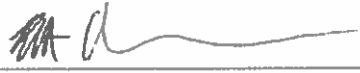
Contractor Name: COMPSYCH CORPORATION

By:  _____

Name: Richard A. Chutetz
(please print)

Title: CEO
(please print)

ATTEST: [if required]

By:  _____

Name: Britt Anderson
(please print)

Title: Counsel
(please print)

