

**FIRST AMENDMENT TO
QUALITY LIFE
AGREEMENT FOR ON CALL PROFESSIONAL, TECHNICAL, OR EXPERT SERVICES**

This FIRST AMENDMENT TO INTERGOVERNMENTAL AGREEMENT (“First Amendment”) is entered into by and between **Quality Life** (“Q-LIFE”) and **ADP Resources LLC** (“Consultant”).

WHEREAS, Parties entered into an Intergovernmental Agreement (“IGA”) for the provision of certain on call engineering services on February 17, 2023;

WHEREAS, the initial term of the IGA expired but Consultant is engaged in several ongoing engineering projects on behalf of Q-Life; and

WHEREAS, the Parties mutually desire to amend the terms of the IGA.

NOW, THEREFORE, in consideration of the terms and provisions set forth in this First Amendment, the Parties agree:

1. The term of the IGA shall continue until the earlier of February 17, 2025 or until the “not to exceed” consideration amount has been reached.
2. Subsection (a) of the consideration term of the IGA shall be replaced in its entirety with the following: “(a) Q-Life agrees to pay Consultant a sum not to exceed \$250,000.00 for the completion of engineering and other related services.”
3. Except as modified by this First Amendment, the terms and conditions of the IGA shall remain in full force and effect.

DATED this ____ of April 2024.

Quality Life

ADP Resources LLC

Matthew Klebes
Its Director

Philip Garrett
Its