

EXHIBIT C

**AMENDMENT TO AGREEMENT
BETWEEN SANTA FE COUNTY AND
LORIS & ASSOCIATES, INC.**

In accordance with Part B, Article 12 (No Oral Modifications; Written Amendments Required), and Part B, Article 2 (Effective Date and Term), and Part B, Article 7 (Assignment) of Agreement No. 2017-0150-PW/MM (Agreement), the parties may amend as described below by an instrument in writing signed by the parties.

PROJECT NAME: Design Services for the Arroyo Hondo Trail
AGREEMENT NUMBER: 2017-0150-PW/MM
PROJECT LOCATION: Santa Fe Community College District, Santa Fe County,
Santa Fe, NM

1. According to Part B, Article 2 of the Agreement the initial term of the Agreement is two years subject to extension for no more than four years total. The project is incomplete and the Engineer's continued services are needed. The parties agree to extend the term to December 16, 2020. By this Amendment No. 2, Part B, Article 2 of the Agreement is amended by inserting the following as subpart B.

B. By Amendment No. 2 to this Agreement, the term is extended from
December 16, 2018 to December 16, 2020.

2. In 2017 the firm Loris & Associates, Inc. was acquired by Otak, Inc., whose corporate office is 808 SW Third Avenue, Suite 300, Portland, Oregon. By this Amendment No. 2 the County consents to Engineer Loris & Associates, Inc.'s assignment of all the terms, conditions and obligations of this Agreement to Otak, Inc. Otak, Inc. agrees to be bound by all the terms and conditions in the Agreement and will honor and perform all obligations under the Agreement. All references to "Engineer" in the Agreement shall be to Otak.

3. All other provisions of the Agreement not specifically amended or modified by Amendment No. 1 and this Amendment No. 2 shall remain in full force and effect.


IN WITNESS WHEREOF, the parties have executed this Amendment as of the date of the last signature below.

SANTA FE COUNTY:


Katherine Miller
Santa Fe County Manager

1.24.19
Date

Approved as to form:


R. Bruce Frederick
Santa Fe County Attorney


1-17-19
Date

Finance Department:


Stephanie Schardin Clarke
Finance Director

1/21/19
Date


LORIS & ASSOCIATES, INC.


(Signature)

1/7/19
Date

SENIOR VICE PRESIDENT
(Print name & title)

LORIS & ASSOCIATES- A division of OTAK, Inc.


(Signature)

1/7/19
Date

DAVID S. JOHNSON, CFO
(Print name & title)