



**AMENDMENT THREE
TO CONTRACT MA-057-22011069
BETWEEN
COUNTY OF ORANGE
AND
WAYMAKERS
FOR**



ACTIVE RECIDIVISM REDUCTION INITIATIVE VIA ENGAGEMENT (ARRIVE)

This Amendment Three, hereinafter referred to as "Amendment", is made and entered into upon execution of all necessary signatures, between County of Orange, acting through the Orange County Probation Department hereinafter referred to as "County", and Waymakers with a place of business at 440 Exchange, Suite 250 Irvine, CA 92602 hereinafter referred to as "Contractor". County and Contractor may be individually referred to as "Party" or collectively as "Parties".

RECITALS

WHEREAS, Contractor responded to Request for Proposal (RFP) #057-C025301-RB, for Active Recidivism Reduction Initiative Via Engagement; and

WHEREAS, County determined that Contractor's proposed services met or exceeded the requirements and specifications of the RFP; and

WHEREAS, on April 12, 2022, the Orange County Board of Supervisors (Board) approved Contract No. MA-057-22011069 ("Contract"), between the Parties for Active Recidivism Initiative Via Engagement, for a three-year period, effective May 1, 2022, through April 30, 2025, with a not to exceed amount of \$329,882 per annum, for a cumulative Contract total of \$989,646, renewable for two additional one year terms; and

WHEREAS, on December 28, 2023, Parties executed Administrative Amendment One to re-allocate the budget and staffing pattern; and

WHEREAS, on April 8, 2024, the Board approved Amendment Two to renew the Contract effective May 1, 2025, to April 30, 2026, in an amount not to exceed \$329,882 for a revised cumulative total amount not to exceed \$1,319,528, renewable for one additional one-year term; and

WHEREAS, the Parties now desire to enter into this Amendment Three to renew the Contract for an additional year, effective May 1, 2026 through April 30, 2027, and make related changes.

NOW THEREFORE, in consideration of the mutual obligations set forth herein, both Parties agree to amend the Contract as follows:

1. Section II, Article 3 of the agreement will be amended as follows,

"Term of Contract: The term of this Contract shall be for the period commencing on May 1, 2022, through April 30, 2027."

2. Section IV ("Costs/Compensation for Contract Services"), Paragraph C of the agreement ("Compensation/Cost"), Subparagraph 4(b) shall be added as follows:

"For the period May 1, 2026 - April 30, 2027:

Salaries	\$206,552
----------	-----------

Benefits	\$46,532
Services and Supplies	\$35,315
Indirect Costs	\$41,483
Total	\$329,882

Benefits are calculated at approximately 22.53% of salaries.

Indirect Costs calculated based on 15% of modified total direct costs (MTDC) MTDC = \$288,399 total program salaries and benefits, plus services/supplies minus rent (\$11,840).

Contract not to exceed \$329,882/Year (Total \$1,649,410 for initial 5-year term.)”

3. This Amendment Three modifies the Contract only as expressly set forth above and does not modify, alter, or amend the Contract in any other way whatsoever. Except as amended herein, all other terms and conditions of the Contract are incorporated by this reference as if fully set forth herein and shall remain in full force and effect.

SIGNATURE PAGE TO FOLLOW

SIGNATURE PAGE

IN WITNESS WHEREOF, the Parties hereto have executed this Amendment Three to Contract #MA-057-22011069 on the dates opposite their respective signatures below.

WAYMAKERS

If the Contractor is a corporation, signatures of two specific corporate officers are required as further set forth. The **first corporate officer signature must be one of the following: 1) the Chairman of the Board; 2) the President; 3) any Vice President.*

In the alternative, a single corporate signature is acceptable when accompanied by a corporate resolution demonstrating the legal authority of the signature to bind the company.

Hether Benjamin

Chief Program Officer

Print Name

Title

Hether Benjamin

2/17/2026

Signature

Date

The **second corporate officer signature must be one of the following: 1) Secretary; 2) Assistant Secretary; 3) Chief Financial Officer; 4) Assistant Treasurer.*

Print Name

Title

Signature

Date

COUNTY OF ORANGE, a political subdivision of the State of California

Print Name

Deputy Purchasing Agent

Title

Signature

Date

**APPROVED AS TO FORM:
OFFICE OF THE COUNTY COUNSEL
ORANGE COUNTY, CALIFORNIA**

By: *John Cleveland*
C1711D9966EE41B
Deputy County Counsel

2/17/2026
Dated: _____