

AMENDMENT NUMBER THREE  
TO  
AGREEMENT MA-060-19011528  
BETWEEN THE  
COUNTY OF ORANGE  
AND  
PRAESES LLC

This AMENDMENT NUMBER THREE to agreement Number MA-060-19011528 (hereinafter “AMENDMENT NUMBER THREE”) between the County of Orange, a political subdivision of the State of California (hereinafter “COUNTY”), and Praeses LLC (“CONTRACTOR”) with a place of business at 330 Marshall St., Suite 800, Shreveport, LA 71101 is made and entered upon execution of all necessary signatures.

RECITALS:

WHEREAS, COUNTY and Praeses LLC executed a Contract for Consultant Services for Inmate Telephone System on April 23, 2019 as Contract Number MA-060-19011528 (hereinafter “ORIGINAL CONTRACT”) in an amount not to exceed \$275,000, for a one (1) year term of April 23, 2019 through and including April 22, 2020, renewable for four (4) additional one-year terms upon mutual agreement of both parties; and

WHEREAS, COUNTY and CONTRACTOR renewed the ORIGINAL CONTRACT on April 23, 2020 as Contract Number MA-060-20010904 for a one (1) year term of April 23, 2020 through and including April 22, 2021(hereinafter “AMENDMENT NUMBER ONE”); and

WHEREAS, COUNTY and CONTRACTOR renewed the ORIGINAL CONTRACT on April 14, 2021 for a one (1) year term of April 23, 2021 through and including April 22, 2022 (hereinafter “AMENDMENT NUMBER TWO”); and

WHEREAS, COUNTY desires to renew the ORIGINAL CONTRACT for a one (1) year term of April 23, 2022 through and including April 22, 2023 in an amount not to exceed \$275,000, and the CONTRACTOR has agreed to provide these services at the rates set forth in the ORIGINAL CONTRACT;

NOW THEREFORE, in consideration of the mutual obligations set forth herein, both COUNTY and CONTRACTOR agree as follows:

1. ARTICLES

- a. Additional Terms and Conditions, Section 2, Term of Contract of the ORIGINAL CONTRACT is amended to read in its entirety as follows:

2. Term of Contract:

This Contract shall commence upon execution of all necessary signatures, and continue in effect from 4/23/19 through and including 4/22/23, unless otherwise terminated by COUNTY. The period of 4/23/19 through and including 4/22/20 shall be known as Contract Number MA-060-19011528. The period of 4/23/20 through and including 4/22/23 shall be known as Contract Number MA-060-20010904.

b. Additional Terms and Conditions, Section 3 – Renewals, of the ORIGINAL CONTRACT is amended in its entirety as follows:

3. Renewal:

This Contract may be renewed by mutual written agreement of both Parties for one (1) additional one-year term. The County does not have to give reason if it elects not to renew. Renewal periods may be subject to approval by the County of Orange Board of Supervisors.

2. A true and correct copy of the ORIGINAL CONTRACT is attached hereto as Exhibit A and incorporated by this reference.
3. A true and correct copy of AMENDMENT NUMBER ONE is attached hereto as Exhibit B and incorporated by this reference.
4. A true and correct copy of AMENDMENT NUMBER TWO is attached hereto as Exhibit C and incorporated by this reference.
5. All other provisions of the ORIGINAL CONTRACT, AMENDMENT NUMBER ONE and AMENDMENT NUMBER TWO except as amended herein and to the extent they are not inconsistent with this AMENDMENT NUMBER THREE, remain in full force and effect.

(Signature page follows)

IN WITNESS WHEREOF, the Parties hereto have executed AMENDMENT NUMBER THREE to Contract Number MA-060-19011528.

\*Contractor: Praeses LLC

By: [Signature] Title: President, Manager  
Print Name: Ann Day Date: 01/27/22

\*Contractor: Praeses LLC

By: [Signature] Title: General Manager  
Print Name: Frank M. Auer Date: 01/28/22

*\*If the contracting party is a corporation, (2) two signatures are required: (1) signature by the Chairman of the Board, the President or any Vice President; and one (1) signature by the Secretary, any Assistant Secretary, the Chief Financial Officer or any Assistant Treasurer. The signature of one person alone is sufficient to bind a corporation, as long as he or she holds corporate offices in each of the two categories described above. For County purposes, proof of such dual office holding will be satisfied by having the individual sign the instrument twice, each time indicating his or her office that qualifies under the above-described provision.*

*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.*

**County Of Orange**

A political subdivision of the State of California



Sheriff-Coroner Department

By: [Signature] Title: Supervising PCS  
Print Name: Olivia Prudencio Date: 4/20/22

Approved by the Board of Supervisors: 4/12/22

Approved as to Form  
Office of the County Counsel  
Orange County, California  
By: [Signature]  
Deputy

EXHIBIT A

ORIGINAL CONTRACT (Contract Number MA-060-19011528)

EXHIBIT B

AMENDMENT NUMBER ONE (Contract Number MA-060-20010904)

EXHIBIT C

AMENDMENT NUMBER TWO (Contract Number MA-060-20010904)