

SECOND AMENDMENT
TO
CONTRACT FOR SERVICES

THIS SECOND AMENDMENT to the Contract for Services dated April 14, 2015, is made and entered into July 5, 2017 (the "Second Amendment"), and made effective as of March 1, 2017 (the "Effective Date"), by and between HOLLAND & KNIGHT LLP, having an office located at [REDACTED] (the "Contractor"), and the HOUSING TRUST FUND CORPORATION, having its principal office at 38-40 State Street, Albany, New York 12207 ("HTFC").

WITNESSETH:

WHEREAS, Contractor was a successful bidder pursuant to a request for proposals (the "RFP") issued by HTFC, the New York State Housing Finance Agency, State of New York Mortgage Agency, New York State Affordable Housing Corporation, State of New York Municipal Bond Bank Agency, and Tobacco Settlement Financing Corporation (and collectively, the "Agencies") on August 24, 2012; and

WHEREAS, HTFC and Contractor entered into a Contract for Services (the "Agreement") on April 14, 2015, and made effective January 7, 2015, pursuant to which the Contractor provides certain legal services in support of the Governor's Office of Storm Recovery's ("GOSR") administration of the State of New York's Community Development Block Grant-Disaster Recovery ("CDBG-DR") program; and

WHEREAS, pursuant to the CDBG-NDR Grant Program and Federal Register Notice (1 Fed. Reg. 5,936), entitled Notice of National Disaster Resilience Competition Grant Requirements, the State has received notice of an award of funds made available as part of the National Disaster Resiliency Competition ("CDBG-NDR"); and

WHEREAS, HTFC and Contractor entered into the First Amendment to extend the period of performance to February 28, 2017; and

WHEREAS, GOSR wishes to obtain additional services from Contractor that are within the scope of services sought under the RFP and provided by Contractor under the Agreement; and

WHEREAS, GOSR seeks such additional services in the amount of \$280,300.00 which, together with previously billed amounts of \$957,836.48 for services rendered, increases the total compensation amount to \$1,238,136.48.; and

WHEREAS, \$100,000.00 of the additional services shall be CDBG-NDR funds and \$180,300.00 of the additional services shall be CDBG-DR funds; and

WHEREAS, GOSR and Contractor desire to amend the Agreement by means of this Second Amendment in order to extend the period of performance to February 28, 2018 to allow Contractor to perform those additional services;

NOW, THEREFORE, pursuant to and in consideration of the above, and other mutual covenants and obligations herein contained, it is

STIPULATED AND AGREED as follows:

1. The second paragraph of Section 1 entitled "General Obligations of the Contractor" is hereby supplemented with the following:

"Contractor agrees that in no event will HTFC pay the Contractor more than \$1,238,136.48 ("Total Fee") for Services under this Agreement."

2. The first sentence of Section 4 of the Agreement, entitled "Period of Agreement," is hereby deleted and replaced with the following: "This Agreement shall commence as of the Effective Date and shall terminate on February 28, 2018."
3. Exhibit B to the Agreement, entitled "Fee Schedule," is hereby deleted and replaced with a new Exhibit B attached hereto.
4. All other terms and conditions, including appendices, attachments, exhibits, riders and Letter Agreements to the Agreement are hereby continued in full force and effect as though set forth herein.

IN WITNESS WHEREOF, the parties executed this Second Amendment on the day and year first above written.

Holland & Knight LLP

By: _____

Name: *Kathleen M. Fixey*
Title: *Partner*
Date: *June 24, 2017*

Housing Trust Fund Corporation

By: _____

Name: *Daniel Greene*
Title: *General Counsel, Governor's
Office of Storm Recovery*

Date: *7/5/17*

EXHIBIT B
FEE SCHEDULE

HOLLAND & KNIGHT LLP

NAME/TITLE	HOURLY RATE
Anthony Freedman, Partner	\$495
Kathleen M. Furey, Partner	\$495
Kevin George, Senior Counsel	\$495
Kristen Smith, Associate	\$450
Kristin M. Lippa, Paralegal	\$175
Marigona Hasangjekaj, Legal Assistant	\$175

FELLER ENERGY LAW GROUP, PLLC (WBE)

NAME/TITLE	HOURLY RATE
Natara Feller, Partner	\$495
Grace Power, Partner	\$495
Doug Nevin, Special Counsel	\$495
Alex Robbins, Special Counsel	\$350
Ann Bermont, Associate	\$350
Lena Desmond, Associate	\$350

DROHAN LEE LLP (MBE)

NAME/TITLE	HOURLY RATE
Jae W. Lee, Partner	\$495
Terence Schroeder, Associate	\$350