



September 15, 2009

Dan Huber-Kantola
Superintendent
THREE RIVERS SCHOOL DISTRICT
8550 New Hope Road
Murphy, Oregon 97533

RE: Amendment to Management Services Agreement

Dear Mr. Huber-Kantola:

On July 1, 2002, the Three Rivers/Josephine County School District (the "District") and ARAMARK Management Services Limited Partnership ("ARAMARK") entered into a Management Services Agreement, as amended from time to time (the "Agreement"), pursuant to which ARAMARK provides certain management services on the District's premises. We have enjoyed and appreciate our partnership with the District and look forward to providing continuing service and assistance to support the District's mission and to enhance the educational environments and experiences for the District's students and staff.

In accordance with Section 8(a) of the Agreement, ARAMARK and the District agree to amend the Agreement as follows:

1. **Defined Terms.** Effective July 1, 2009, the parties agree to amend the Agreement for consistency on clerical terms going forward, such that all references to "ServiceMaster" in the Agreement, whether independent or as part of another defined term, are hereby deleted and replaced with "ARAMARK."

2. **Scope of Management Services.** In consideration of budgetary constraints, upon the District's request, effective July 1, 2009, ARAMARK will reduce the overall management services provided to District and restructure its current service delivery model. Accordingly, pursuant to Section 4(c)(iii) of the Agreement, the annual ARAMARK Fee will be reduced by \$6,000. In addition, ARAMARK will consolidate its fees into a single ARAMARK annual fee for services, thereby incorporating the \$12,000 fee for compliance, set forth in the December 22, 2004 letter amendment, and the \$15,000 fee for energy program management, set forth in the May 12, 2008 letter amendment, into the annual ARAMARK Fee.

3. **ARAMARK Operations Team.**

a. Effective July 1, 2009, pursuant to Section 3(a) of the Agreement, ARAMARK will reduce the ARAMARK Operations Team by one manager, thereby lowering the annual ARAMARK Fee by \$107,598.82 for the wages, benefits, taxes and insurance for the manager no longer providing services at the District.

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b. Effective July 1, 2009, ARAMARK's Operations Team managers will receive an annual wage adjustment, thereby increasing the annual ARAMARK Fee by \$6,297.31

4. **Compensation.** Effective July 1, 2009, the first sentence of Section 4(a) of the Agreement will be deleted in its entirety and replaced with the following:

"District will pay ARAMARK \$26,961.20 per month for the Management Services (the "ARAMARK Fee")."

5. **Agreement to Remain in Effect.** Except as amended herein, the Agreement shall remain in full force and effect.

Section 4(c)(i) of the Agreement provides that the ARAMARK Fee will be adjusted annually, on each July 1, by the percentage increase in the Employment Cost Index, Total Compensation for Private Industry Workers ("ECP"), as then most recently published for the then previous twelve (12) month period. Accordingly, the ARAMARK Fee will be increased by 1.5%, from \$26,961.20 to \$27,357.75 per month, effective as of July 1, 2009. Effective as of July 1, 2009, the annual ARAMARK Fee shall be \$328,293.05.

For the 2009-2010 school year, ARAMARK is pleased to offer the District a 2% prepayment discount if the entire ARAMARK Fee is prepaid by the District. The prepayment offer may be accepted by the District if payment of \$321,727.19, the annual ARAMARK Fee less the 2% prepayment discount is received within fifteen (15) days of receipt of our annual invoice.

Please confirm the District's acceptance of and agreement to this Letter Amendment by executing the form of acceptance set forth below. Thank you for providing ARAMARK with the opportunity to continue to serve the needs of the Three Rivers/Josephine County School District, its staff and students.

**ARAMARK MANAGEMENT SERVICES
LIMITED PARTNERSHIP**

By: Its General Partner, ARAMARK SMMS LLC

By: _____

Annette C. Heng
Vice President

**THREE RIVERS/JOSEPHINE COUNTY SCHOOL
DISTRICT**

By: _____

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