

AMENDING AGREEMENT

EFFECTIVE DATE: December 1, 2023

TERRITORY: United States

CURRENCY: \$/USD

SPONSORING ORGANIZATION INFORMATION		
Sponsoring Organization Name ("Sponsoring Organization")		
Fayette County Board of Education		
Sponsoring Organization Billing Address		
450 Park Place, Lexington, Kentucky 40511		
Sponsoring Organization Contact	Phone No.	E-mail Address
Jennifer Dyar	(859) 381-4114	jennifer.dyar@fayette.kyschools.us

WHEREAS TELUS Health (US) Ltd. ("TELUS Health") and Sponsoring Organization entered into a services contract dated December 1, 2022 (as amended, the "Original Agreement");

WHEREAS TELUS Health (US) Ltd. was formerly known as LifeWorks (US) Ltd.;

AND WHEREAS TELUS Health and Sponsoring Organization wish to make certain amendments to the Original Agreement as set out in this amending agreement (the "**Amending Agreement**");

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

- 1. **Definitions.** All capitalized terms used herein shall, unless otherwise defined, have the meaning ascribed to them in the Original Agreement. The Original Agreement, as amended by this Amending Agreement, shall be referred to herein as the "Agreement".
- 2. Amendments. TELUS Health and Sponsoring Organization hereby agree that the Original Agreement is amended as follows:
 - (a) <u>Fees.</u> Based on 6,000 current Direct Eligible Users, upon the effective date of this Amending Agreement, the Fees applicable to the Services will be revised to reflect a rate of \$1.14 per Direct Eligible User per month (\$13.68 per Direct Eligible User per year) and will remain in effect for the duration of the Agreement, as amended by this Amending Agreement.
 - (b) <u>Term.</u> The Term provided for in the Original Agreement shall be revised to reflect an extension of the current Term by an additional twelve (12) months such that the Agreement shall be in effect until November 30, 2024.
- 3. Validity of Original Agreement. The parties mutually acknowledge and agree that the Original Agreement remains in full force and effect without amendment except as set out in this Amending Agreement. The Original Agreement, as modified and amended by this Amending Agreement, constitutes the entire agreement between TELUS Health and Sponsoring Organization pertaining to the services described in the Original Agreement.
- 4. Electronic Signatures; Counterparts. Signatures to this Amending Agreement may be provided in digital form (such as DocuSign™) or transmitted by electronic means (such as via email confirmation, .PDF or facsimile). This Amending Agreement may be executed in any number of counterparts, each of which when executed and delivered shall constitute an original of this Amending Agreement, but all the counterparts shall together constitute the same agreement. No counterpart shall be effective until each of TELUS Health and Sponsoring Organization have executed at least one counterpart.

IN WITNESS WHEREOF, the parties hereto have caused this Amending Agreement to be executed as of the Effective Date first written above.

TELUS HEALTH (US) LTD.

Per:	Per: _
Printed Name:	Printed
Title:	Title: _
I have the authority to bind TEL	US Health

FAYETTE COUNTY BOARD OF EDUCATION

Per:

Printed Name: Dennifer Dyen

Title: Chipf HR Officer

I have the authority to bind the organization

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