



## AMENDMENT NO. 2 PROFESSIONAL SERVICES CONTRACT

This Amendment No. 2 to Professional Services Contract is dated for reference purposes July 1, 2025, and is between the City of Everett (the "**City**") and Conquer Addiction PLLC dba Conquer ("**Conquer**").

### RECITALS

A. The City and Washington State Health Care Authority ("**HCA**") are parties to a Professional Services Contract dated September 24, 2024 ("**Master Contract**"), under which the City is to cause provision of certain services to vulnerable populations. Pursuant to the Professional Services Contract signed on October 2, 2024 (the "**City-Conquer Contract**"), the City subcontracted this to Conquer.

B. The term of the Master Contract and City-Conquer Contract is from July 1, 2024 to June 30, 2025 (the "**Initial Term**"). During June 2025, the HCA indicated that the Master Contract with Everett would be extended. Since that extension would not be finalized until July or August, the City and Conquer entered into an Amendment No. 1 to the City-Conquer Contract to extend the City-Conquer Contract for the interim.

C. The Master Contract has now been amended and extended by the City and HCA until June 30, 2027 ("**Master Contract Amendment No. 1**").

D. This Amendment No. 2 supersedes and replaces Amendment No. 1 to the City-Conquer Contract. This Amendment No. 2 also extends the City-Conquer Contract until June 30, 2027.

### AGREEMENT

In consideration of the covenants, terms and conditions set forth below, and for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the City and Conquer agree to amend the City-Conquer Contract as set forth below:

1. This Amendment No. 2 supersedes and replaces Amendment No. 1 to the City-Conquer Contract.

2. The City-Conquer Contract is extended until June 30, 2027 (the "**Extension Term**").

3. Unless otherwise directed by the City in writing, Conquer will continue to provide services during the Extension Term in the same manner and subject to the same City-Conquer Contract terms and conditions as during the Initial Term. For services during the Extension Term, the City will pay Conquer as in the Initial Term, with the Total Maximum Contract Amount for the City-Conquer Contract for the Extension Term fixed at \$500,000.00. (The parties acknowledge that Master Agreement Amendment No. 1 contains funding for the City to provide Extension Term services beyond those to be provided by Conquer, which is why the Extension Term Total Maximum Contract Amount for the City-Conquer Contract is less than

the Extension Term Total Maximum Contract Amount under Master Agreement Amendment No. 1.)

4. Regardless of the date(s) on which this Amendment No. 2 is signed by the parties, and regardless of any City-Conquer Contract end date(s) that may have been in the City-Conquer Contract as amended prior to this Amendment No. 2, the parties agree that the City-Conquer Contract is deemed reinstated and to have been continuously in effect since the beginning of the Initial Term until the end of the Extension Term.

5. This Amendment may be signed in counterparts, each of which shall be deemed an original, and all of which, taken together, shall be deemed one and the same document. AdobeSign signatures are fully binding. All provisions in the Contract shall remain in effect except as expressly modified by this Amendment.

IN WITNESS WHEREOF, the City and Conquer have executed this Amendment.

**CITY OF EVERETT  
WASHINGTON**

**CONQUER ADDICTION PLLC DBA CONQUER**



\_\_\_\_\_  
Cassie Franklin, Mayor

Signature: \_\_\_\_\_



Name of Signer: Jacob Grillo, CEO

09/03/2025

\_\_\_\_\_  
Date

ATTEST



\_\_\_\_\_  
Office of the City Clerk



APPROVED AS TO FORM  
OFFICE OF THE CITY ATTORNEY











# EMOTE HCA Subcontract Amendment\_8.1.25\_SD


Final Audit Report


2025-09-03


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