

**FOURTH AMENDMENT TO CONTRACT BETWEEN
COUNTY OF DAKOTA AND CLIFTONLARSONALLEN LLP
FOR AUDITOR SERVICES**

WHEREAS, effective June 9, 2017, the County of Dakota, through its Operations Management and Budget Department, (County) and CliftonLarsonAllen LLP (Contractor) entered into a contract for professional services for auditing (Contract); and

WHEREAS, on May 11, 2020, September 9, 2020, and December 29, 2021 the parties amended the Contract by increasing the Contract Maximum, extending the expiration date and adding additional audit services, as authorized by the County Board through Board Resolution No. 20-222,20-422, 21-598;

WHEREAS, the parties desire to amend the Contract a fourth time as set out below, to add additional services for the 2023-2025 audit years; and

WHEREAS, the parties agree to additional audit services associated with the administration of GASB 96 standard beginning in the 2023 audit period; and

WHEREAS, the Contract provides that any amendments shall be valid only when expressed in writing and duly signed by the parties.

ACCORDINGLY, the parties agree to amend the Contract as follows:

1. Section 1.1 (Term) of the Contract is hereby amended to read as follows:
"This Contract is effective and enforceable on June 17, 2020 ("Effective Date") and will expire on July 31, 2026 or upon completion of Contractor's Obligations, as set forth in Section 2.1 or when the Contract Maximum is reached, whichever event occurs first ("Expiration Date"). Upon mutual written agreement, County and Contractor may agree to additional hours and Services for a project extension for additional services in accordance with Dakota County Contracting Policy."
2. Section 2.1 (General Description) of the contract is hereby amended to read as follows:
"Contractor shall provide the services generally described in Exhibits 1 and 2, except that audit services shall consist of audits of fiscal years 2017-2025."
3. Section 3.1 (Total Cost) of the Contract is hereby amended to increase the contract in the amount of Three Hundred Thirty - Seven Thousand Five Hundred Dollars (\$337,500.00) for a total not to exceed amount of Nine Hundred Twenty - Five Thousand Seventy-Two Dollars (\$925,072.00) ("Contract Maximum"). The Contract Maximum is not subject to any express or implied condition precedent. The County is not required to pay for any minimum amount of any services."
4. Section 3.2 (Compensation) of the Contract is hereby amended to include the following:
"The County shall pay:
 - One Hundred Five Thousand Five Hundred Dollars (\$105,500.00) for 2023 Audit costs
 - One Hundred Thirteen Thousand (\$113,000.00) for 2024 Audit costs
 - One Hundred Nineteen Thousand (\$119,000.00) for 2025 Audit costs
 - The above totals include Twenty-Five Thousand Dollars (\$25,000.00) for GASB Statement No. 87 costs.
5. All other terms of the Contract between the County and Contractor shall remain in full force and effect unless otherwise amended or terminated in accordance with law or the terms of the Contract.
5. If any provision of this Amendment conflicts with any provision of the Contract, or an earlier Amendment, the conflicting provision of this Amendment prevails.

ELECTRONIC SIGNATURES

Each party agrees the electronic signatures of the parties included in this Amendment are intended to authenticate this writing and to have the same force and effect as wet ink signatures.

IN WITNESS WHEREOF, the parties have executed this Fourth Amendment on the date(s) indicated below.

APPROVED AS TO FORM:

/s/Thomas R. Donely 08/07/2023

Assistant Dakota County Attorney/Date
File No. KS-16-286-009

Board Resolution Number: 23-341

COUNTY OF DAKOTA

DocuSigned by:

David McKnight

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David McKnight, Director EFIS Division

Date of Signature 08/10/2023 | 8:12 AM CDT

CLIFTONLARSONALLEN LLP

(I represent and warrant that I am authorized by law to execute this Contract and legally bind the Contractor.)

DocuSigned by:

By Chris Knopik

F06180908842411...

Christopher Knopik, Principal

Date of Signature 08/10/2023 | 4:39 AM CDT

Certificate Of Completion

Envelope Id: 6662B51EBE154976A027F29651653F01

Status: Completed

Subject: Complete with DocuSign: C0028906#4 Amendment Clifton Larson Allen auditing services.pdf

Source Envelope:

Document Pages: 2

Signatures: 2

Envelope Originator:

Certificate Pages: 5

Initials: 0

Doug Gross

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Envelopeld Stamping: Enabled

Hastings, MN 55033

Time Zone: (UTC-06:00) Central Time (US & Canada)

doug.gross@co.dakota.mn.us

IP Address: 207.171.99.1

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8/8/2023 8:00:12 AM

doug.gross@co.dakota.mn.us

Security Appliance Status: Connected

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Storage Appliance Status: Connected

Pool: Dakota County

Location: DocuSign

Signer Events

Chris Knopik

Christopher.Knopik@claconnect.com

Principal

Security Level: Email, Account Authentication
(None)**Signature**

DocuSigned by:



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Signature Adoption: Pre-selected Style

Using IP Address: 136.226.84.174

Timestamp

Sent: 8/8/2023 8:04:40 AM

Viewed: 8/10/2023 4:39:29 AM

Signed: 8/10/2023 4:39:58 AM

Electronic Record and Signature Disclosure:

Accepted: 8/10/2023 4:39:29 AM

ID: 7643f4dc-2520-4e7d-9664-20d647c31d77

David McKnight

David.McKnight@co.dakota.mn.us

EFIS Director

Security Level: Email, Account Authentication
(None)

DocuSigned by:



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Signature Adoption: Pre-selected Style

Using IP Address: 207.171.99.1

Sent: 8/10/2023 4:39:59 AM

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Signed: 8/10/2023 8:12:03 AM

Electronic Record and Signature Disclosure:

Accepted: 8/10/2023 8:11:38 AM

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In Person Signer Events**Signature****Timestamp****Editor Delivery Events****Status****Timestamp****Agent Delivery Events****Status****Timestamp****Intermediary Delivery Events****Status****Timestamp****Certified Delivery Events****Status****Timestamp****Carbon Copy Events****Status****Timestamp**

Peter Skwira

peter.skwira@co.dakota.mn.us

Finance Department Director

Security Level: Email, Account Authentication
(None)**COPIED**

Sent: 8/10/2023 8:12:04 AM

Viewed: 8/15/2023 7:49:12 AM

Electronic Record and Signature Disclosure:

Carbon Copy Events	Status	Timestamp
Accepted: 8/14/2023 2:42:30 PM ID: 0d2c64f4-0054-43b4-9768-e1ad6b8053fe Gladys Kelly gladys.kelly@co.dakota.mn.us Legal Office Supervisor/Civil Dakota County Security Level: Email, Account Authentication (None) Electronic Record and Signature Disclosure: Not Offered via DocuSign	<div>COPIED</div>	Sent: 8/10/2023 8:12:05 AM Viewed: 8/10/2023 1:36:10 PM

Witness Events	Signature	Timestamp
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Notary Events	Signature	Timestamp
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Envelope Summary Events	Status	Timestamps
Envelope Sent	Hashed/Encrypted	8/8/2023 8:04:40 AM
Certified Delivered	Security Checked	8/10/2023 8:11:38 AM
Signing Complete	Security Checked	8/10/2023 8:12:03 AM
Completed	Security Checked	8/10/2023 8:12:05 AM

Payment Events	Status	Timestamps
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Electronic Record and Signature Disclosure
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ELECTRONIC RECORD AND SIGNATURE DISCLOSURE

From time to time, Dakota County (we, us or Company) may be required by law to provide to you certain written notices or disclosures. Described below are the terms and conditions for providing to you such notices and disclosures electronically through your DocuSign, Inc. (DocuSign) Express user account. Please read the information below carefully and thoroughly, and if you can access this information electronically to your satisfaction and agree to these terms and conditions, please confirm your agreement by clicking the 'I agree' button at the bottom of this document.

Getting paper copies

At any time, you may request from us a paper copy of any record provided or made available electronically to you by us. For such copies, as long as you are an authorized user of the DocuSign system you will have the ability to download and print any documents we send to you through your DocuSign user account for a limited period of time (usually 30 days) after such documents are first sent to you. After such time, if you wish for us to send you paper copies of any such documents from our office to you, you will be charged a \$0.00 per-page fee. You may request delivery of such paper copies from us by following the procedure described below.

Withdrawing your consent

If you decide to receive notices and disclosures from us electronically, you may at any time change your mind and tell us that thereafter you want to receive required notices and disclosures only in paper format. How you must inform us of your decision to receive future notices and disclosure in paper format and withdraw your consent to receive notices and disclosures electronically is described below.

Consequences of changing your mind

If you elect to receive required notices and disclosures only in paper format, it will slow the speed at which we can complete certain steps in transactions with you and delivering services to you because we will need first to send the required notices or disclosures to you in paper format, and then wait until we receive back from you your acknowledgment of your receipt of such paper notices or disclosures. To indicate to us that you are changing your mind, you must withdraw your consent using the DocuSign 'Withdraw Consent' form on the signing page of your DocuSign account. This will indicate to us that you have withdrawn your consent to receive required notices and disclosures electronically from us and you will no longer be able to use your DocuSign Express user account to receive required notices and consents electronically from us or to sign electronically documents from us.

All notices and disclosures will be sent to you electronically

Unless you tell us otherwise in accordance with the procedures described herein, we will provide electronically to you through your DocuSign user account all required notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you during the course of our relationship with you. To reduce the chance of you inadvertently not receiving any notice or disclosure, we prefer to provide all of the required notices and disclosures to you by the same method and to the same address that you have given us. Thus, you can receive all the disclosures and notices electronically or in paper format through the paper mail delivery system. If you do not agree with this process, please let us know as described below. Please also see the paragraph immediately above that describes the consequences of your electing not to receive delivery of the notices and disclosures electronically from us.

How to contact Dakota County:

You may contact us to let us know of your changes as to how we may contact you electronically, to request paper copies of certain information from us, and to withdraw your prior consent to receive notices and disclosures electronically as follows:

To contact us by email send messages to: bruce.peters@co.dakota.mn.us

To advise Dakota County of your new e-mail address

To let us know of a change in your e-mail address where we should send notices and disclosures electronically to you, you must send an email message to us at bruce.peters@co.dakota.mn.us and in the body of such request you must state: your previous e-mail address, your new e-mail address. We do not require any other information from you to change your email address..

In addition, you must notify DocuSign, Inc to arrange for your new email address to be reflected in your DocuSign account by following the process for changing e-mail in DocuSign.

To request paper copies from Dakota County

To request delivery from us of paper copies of the notices and disclosures previously provided by us to you electronically, you must send us an e-mail to bruce.peters@co.dakota.mn.us and in the body of such request you must state your e-mail address, full name, US Postal address, and telephone number. We will bill you for any fees at that time, if any.

To withdraw your consent with Dakota County

To inform us that you no longer want to receive future notices and disclosures in electronic format you may:

- i. decline to sign a document from within your DocuSign account, and on the subsequent page, select the check-box indicating you wish to withdraw your consent, or you may;
- ii. send us an e-mail to bruce.peters@co.dakota.mn.us and in the body of such request you must state your e-mail, full name, IS Postal Address, telephone number, and account number. We do not need any other information from you to withdraw consent.. The consequences of your withdrawing consent for online documents will be that transactions may take a longer time to process..

Required hardware and software

Operating Systems:	Windows2000? or WindowsXP?
Browsers (for SENDERS):	Internet Explorer 6.0? or above
Browsers (for SIGNERS):	Internet Explorer 6.0?, Mozilla FireFox 1.0, NetScape 7.2 (or above)
Email:	Access to a valid email account
Screen Resolution:	800 x 600 minimum
Enabled Security Settings:	<ul style="list-style-type: none">• Allow per session cookies

	<ul style="list-style-type: none"> • Users accessing the internet behind a Proxy Server must enable HTTP 1.1 settings via proxy connection
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** These minimum requirements are subject to change. If these requirements change, we will provide you with an email message at the email address we have on file for you at that time providing you with the revised hardware and software requirements, at which time you will have the right to withdraw your consent.

Acknowledging your access and consent to receive materials electronically

To confirm to us that you can access this information electronically, which will be similar to other electronic notices and disclosures that we will provide to you, please verify that you were able to read this electronic disclosure and that you also were able to print on paper or electronically save this page for your future reference and access or that you were able to e-mail this disclosure and consent to an address where you will be able to print on paper or save it for your future reference and access. Further, if you consent to receiving notices and disclosures exclusively in electronic format on the terms and conditions described above, please let us know by clicking the 'I agree' button below.

By checking the 'I Agree' box, I confirm that:

- I can access and read this Electronic CONSENT TO ELECTRONIC RECEIPT OF ELECTRONIC RECORD AND SIGNATURE DISCLOSURES document; and
- I can print on paper the disclosure or save or send the disclosure to a place where I can print it, for future reference and access; and
- Until or unless I notify Dakota County as described above, I consent to receive from exclusively through electronic means all notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to me by Dakota County during the course of my relationship with you.