

ADDENDUM

THIS ADDENDUM to the Master Agreement (the "Addendum") is made and entered into on the last date signed below (the "Effective Date"), by and between **THE FLORIDA INTERNATIONAL UNIVERSITY BOARD OF TRUSTEES** ("FIU") and **EBONY SMITH & ASSOCIATES, INC.**, a Florida Corporation, whose address is 1900 N Bayshore Drive # 3915 Miami, FL 33132 who is authorized to do business in the State of Florida (the "Contractor").

WHEREAS, FIU and Contractor entered into that certain Master Agreement between FIU and Contractor dated **May XX, 2020** (the "Master Agreement") pursuant to **ITN# 2019-00013** to provide **HR Multi Level Coaching, Training & Consulting Services**, to support initiatives within the following areas on a consulting basis, as requested by FIU: Executive and multi-level coaching, Strategy development/alignment, Organizational culture assessment & alignment, Mission & vision work, Leadership retreat planning, development & facilitation, Leadership development content design & facilitation, Train-the-trainer services; Project Management and any other additional Specialized Administrative Areas not specifically listed by but requested by FIU throughout the term of this Master Agreement (the "Services"); as amended and renewed (collectively, the "Agreement").

WHEREAS, FIU has requested Contractor to provide the Services pursuant to the Master Agreement related to the following: brief description of Engagement (this "Engagement");

WHEREAS, Contractor and FIU have agreed to the following specific terms for this Engagement;

NOW THEREFORE, for and in consideration of the covenants contained herein and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties agree to modify the Master Agreement as follows:

1. **Ratification**. The Master Agreement remains in effect and unchanged, and the terms herein are in addition to the terms and conditions stated in the Master Agreement.
2. **Term**. Performance of the Services related to this Engagement shall begin on (enter date), and shall end on the earlier of (i) (enter date), or (ii) when the Engagement Services are complete (the "Engagement Term").
3. **Consultant**. (enter name of the person, if applicable. If not – delete this sentence and leave it as N/A) has been selected as the Contractor's consultant (the "Consultant") to provide the Engagement Services (as defined below).
4. **Engagement Services**. This Engagement is to provide (SERVICES) as a (enter Area of Expertise). This Engagement is for the Contractor to provide FIU the following:

[Statement of Work may be attached if services are extensive.]

5. **Rate.** Contractor shall provide the Services related to this Engagement at a rate of \$(enter Rate) per hour (the “Rate”), pursuant to terms and conditions of the Master Agreement. The Rate is all-inclusive of any and all expenses.

6. **Conflict.** In the event of a conflict between the terms of this Addendum or the Master Agreement, the terms of this Addendum shall control.

7. **Capitalized Terms.** All capitalized terms used herein but not expressly defined herein shall have the meaning ascribed thereto in the Master Agreement.

8. **No counterparts; facsimile signatures allowed.** This Addendum may not be executed in counterparts. This Addendum, along with any and all Exhibits, may be executed and delivered by facsimile signature by any of the parties to the other parties; to the extent permissible under Florida law, a facsimile signature shall have the same legal force and effect as an original signature and the receiving party may rely on the receipt of such document so executed and delivered by facsimile signature as if the original had been received.

IN WITNESS WHEREOF, the duly authorized signatories of the parties have affixed their signatures, effective on the Effective Date first written above.

FOR THE CONTRACTOR:

EBONY SMITH & ASSOCIATES, INC.

By: _____

Print Name: _____

Title: _____

Date: _____

FOR FIU:

**THE FLORIDA INTERNATIONAL
UNIVERSITY BOARD OF TRUSTEES**

By: _____

Name: _____

Title: _____

Date: _____