

**FIRST AMENDMENT TO AGREEMENT**

This is the First Amendment to that certain agreement by and between the CITY OF SALEM, an Oregon municipal corporation ("City") and the SALEM-KEIZER SCHOOL DISTRICT 24J ("SKSD") dated October 28, 2016 ("Agreement").

**RECITALS:**

**Whereas**, pursuant to the Agreement, City and SKSD entered into an Agreement for the transfer of certain real property located in multiple locations within, Salem, Marion and Polk Counties, Oregon, as described in the Agreement; and

**Whereas**, Section 14 of the Agreement provides that closing shall occur no later than June 30, 2017; and

**Whereas**, City and SKSD desire to amend the Agreement to extend the closing date.

**Now therefore**, the Parties agree as follows:

A. Section 14 of the Agreement is hereby amended as described below:

**Closing**. The term "Closing" as used in this Agreement means the payment by the City to SKSD of that portion of the Purchase Price due at Closing and the delivery to the respective parties of the bargain and sale deeds, property line adjustment deeds, bill of sale, and title insurance policy. Unless otherwise agreed by the Parties, Closing shall take place at the earliest possible date, but no later than ~~June 30~~ December 31, 2017. This transaction shall be closed through an escrow that is to be held by a title company selected by City. Each party shall execute and deliver on a timely basis all escrow instructions, deeds, declaration of restrictive covenants, and other documents reasonable necessary to close this transaction.

**IN WITNESS WHEREOF** the Parties have executed this instrument in their respective names by their duly authorized representatives as of the date above written.

SALEM-KEIZER SCHOOL DISTRICT 24J

CITY OF SALEM

By:\_\_\_\_\_

By:\_\_\_\_\_

Title:\_\_\_\_\_

Title:\_\_\_\_\_

Date:\_\_\_\_\_

Date:\_\_\_\_\_