

SECOND AMENDMENT TO EMPLOYMENT CONTRACT

This Second Amendment to Employment Contract (the "Second Amendment") is made and entered into this the 16th day of December, 2008 but is to be effective as of January 1, 2009, by and between the Board of Education (the "Board") of the Fort Worth Independent School District (the "District") and Melody A. Johnson, Ph.D., (the "Superintendent").

The Board and the Superintendent entered an employment contract on December 12, 2006 (the "Original Contract"), which was amended effective December 1, 2007 (the "First Amendment"). The Original Contract and the First Amendment are collectively referred to herein as the "Contract".

The Board and the Superintendent desire to further amend the Contract.

Now, therefore, for and in consideration of the mutual promises and consideration contained herein, and pursuant to Section 11.201, and Chapter 21, Subchapter E, of the Texas Education Code, the District and the Superintendent hereby agree as follows:

1. Section 1.1 of the Contract is hereby amended to provide that the term of the Contract will end on June 30, 2011.

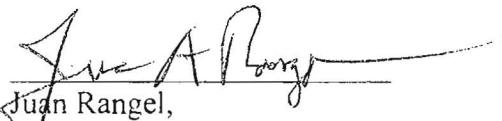
2. Section 3.1 of the Contract is hereby amended to provide that the Superintendent's annual salary will be \$328,950.00. The full annual salary will be paid in twelve equal monthly installments of \$27,412.50, except during the 2008-2009 contract year. For the balance of the 2008-2009 contract year, the Superintendent will receive six installments of \$27,787.50 for the months of January, 2009 through June, 2009.

3. Notwithstanding anything herein to the contrary, the parties hereby ratify the Contract and agree that the Contract remains in full force and effect except as otherwise specifically amended by this Second Amendment,.

4. All capitalized terms used in this Second Amendment which are not otherwise defined have the same definitions as set forth in the Contract.

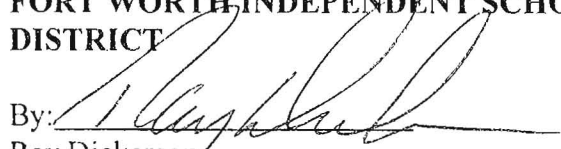
IN WITNESS WHEREOF, the undersigned have executed this First Amendment to be effective as of the date set forth above.

ATTEST:



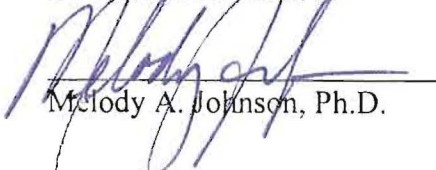
Juan Rangel,
Secretary, Board of Education

FORT WORTH INDEPENDENT SCHOOL DISTRICT

By: 

Ray Dickerson,
President, Board of Education

SUPERINTENDENT



Melody A. Johnson, Ph.D.