FIRST ADDENDUM TO AMENDED AND RESTATED AFFILIATION AGREEMENT

This First Addendum ("Addendum") to the Amended and Restated Affiliation Agreement is entered into, as of 8-17-2018, by and between the Beaufort County School District ("BCSD"), and the Jasper County School District (the "JCSD" and together with BCSD, the "Districts").

RECITALS

WHEREAS, JCSD and BCSD have entered into the Amended and Restated Affiliation Agreement with an effective date of January 1, 2017("Affiliation Agreement") pursuant to which JCSD and BCSD agreed to the terms of operation for the Beaufort Jasper Academy for Career Excellence ("BJACE"); and

WHEREAS, the parties now desire to amend the Affiliation Agreement as set forth in this Addendum.

NOW, THEREFORE, in consideration of the mutual promises in this Addendum, the parties agree to amend the Affiliation Agreement as follows:

1. Amendment to Term. The Term of the Agreement is hereby extended through June 30, 2021. Thereafter the Agreement shall be automatically renewed for successive terms of three years unless either party provides the other with written notice of termination no less than two years before the expiration of the then current term.

2. Amendment to Enrollment. The first sentence of Section 9, titled Enrollment, is hereby replaced in its entirety as follows: "For each school year in which this Agreement is effective, the Superintendents shall jointly determine the student capacity for BJACE, with up to two-thirds (2/3) of such capacity to be students enrolled in the BCSD and up to one-third (1/3) of such capacity to be students enrolled in the JCSD." The remainder of Section 9 of the Affiliation Agreement shall be unchanged.

3. Amendment to Disposition of Property Upon Termination. Section 10, titled Disposition of Property Upon Termination, is hereby replaced in its entirety as follows: "Upon termination of the Agreement, the JCSD shall have the option to purchase the BCSD's 50% share of the Premises and the Personalty (collectively the "Property") for an amount equal to one-half (1/2) of the then appraised value of the Property. No later than ninety (90) days prior to the termination of the Agreement, the Property at BJACE shall be appraised by an independent appraiser selected upon mutual agreement of the Superintendents, such appraisal to establish the value of the Property for purposes of this provision. Within thirty (30) calendar days of receipt of the appraisal (and being no later than sixty (60) days prior to the termination of the Agreement), the JCSD shall notify the BCSD, in writing, of its election to exercise its option to purchase the Property. If the JCSD elects to purchase the Property, the sale shall close within ninety (90) calendar days after the JCSD's notice to that effect, unless extended by mutual agreement

of the Districts. If the JCSD declines the option or otherwise fails to provide written notice to the BCSD within such period, the Property shall be sold in accordance with State Board of Education regulations and applicable law, with the net proceeds from the sale to be distributed to the Districts with one-half (1/2) of the net proceeds being paid to each."

4. General Provisions. Except as modified by this Addendum, the Affiliation Agreement is ratified and confirmed in all respects. The Affiliation Agreement as amended constitutes the entire agreement between the parties concerning the subject matter thereof, supersedes all prior oral or written understandings between the parties concerning the subject matter thereof and will not be contradicted, waived or supplemented by any course of dealing between the parties. This Addendum may be executed in counterparts, each of which will be deemed to be an original and all of which together will be deemed to be one and the same instrument.

IN WITNESS WHEREOF, the parties have caused their duly authorized representatives to execute this Addendum effective as of the last date that appears below.

Beaufort County School District

By: Earl Campbell
Name: Earl Campbell
Its: Board Chair

Dated: 8-10-18

Address for Notice Purposes:
Beaufort County School District
P.O. Drawer 309
Beaufort, SC 29901

Email:earl.campbell@beaufort.k12.sc.us

Phone Number:843/441-4993

Jasper County School District

By: E. Todd Floyd
Name: E. Todd Floyd
Its: Chairman

Dated: 8/17/18

Address for Notice Purposes:

Email: jcunited@hargray.com

Phone Number: 843-227-0162