

**CONTRACTUAL SERVICE AGREEMENT  
TEMPORARY STAFFING SERVICES**

This CONTRACTUAL SERVICE AGREEMENT (Agreement) is made and entered into between WHATCOM TRANSPORTATION AUTHORITY (WTA), a Washington Public Transportation Benefit Area, EXPRESS EMPLOYMENT PROFESSIONALS, INC., a Washington state corporation (CONTRACTOR).

WTA and CONTRACTOR agree as follows:

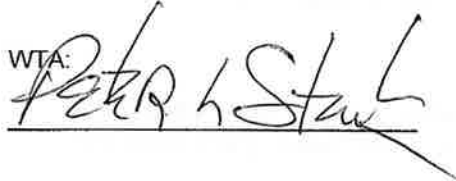
CONTRACTOR hereby agrees to provide WTA with temporary staffing services, for an initial term of three (3) years to commence on 10/26/20, pursuant to the following agreed terms and conditions:

1. The Agreement documents in order of precedence, and the terms and conditions that will govern this Agreement, are set out herein, and in the following documents, which are incorporated by reference:
  - This agreement
  - Request for Proposal 2020 - 254 Appendix A, General Terms and Conditions
  - CONTRACTOR Proposal and completed Exhibits submitted July 30, 2020
  - Request for Proposal 2020 - 254 released June 22, 2020
2. CONTRACTOR shall perform all the work required by the scope of work referenced above.
3. WTA may, at its option, renew the agreement for one (1) additional three (3) year term. Renewal will be by amendment executed by both parties.
4. No alterations or variation of any of the terms, conditions, prices, quantities, or specifications of this Agreement shall be effective without prior written consent of WTA's General Manager. Oral changes, amendments or agreements are not permitted and shall not be paid for by WTA. Prior to becoming a contract modification, all changes must be prepared in writing and executed by the Parties. Only WTA's General Manager shall have the express, implied, or apparent authority to alter, amend, modify, add, or waive any section or condition of this Agreement on behalf of WTA.
5. Notices will be provided to:

WTA ATTN: Procurement 4011 Bakerview Spur Bellingham, WA 98226 <a href="mailto:procurement@ridewta.com">procurement@ridewta.com</a> 360-788-9332	EXPRESS EMPLOYMENT PROFESSIONALS ATTN: Shannon Jacoby 4152 Meridian St. #201 Bellingham, WA 98226 <a href="mailto:Shannon.jacoby@expresspros.com">Shannon.jacoby@expresspros.com</a> 360-734-2457
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6. WTA shall pay CONTRACTOR in US funds for goods & services provided to the address below.
7. Invoices will be sent to [ap@ridewta.com](mailto:ap@ridewta.com) or ATTN: Accounts Payable at the WTA address below. Payment will be made in Net 30 Terms from the date of invoice acceptance. WTA reserves the right to refuse payment on invoices for work that completed sixty (60) days prior to the invoice receipt.
8. CONTRACTOR shall throughout the term of this Agreement, be registered with the Washington State Secretary of State as a corporation doing business within the State of Washington and maintain a registered agent in the state of Washington.
9. The parties agree that this Agreement is the complete expression of the terms. Any oral representation or understandings not incorporated are excluded. Failure to comply with any of the provisions shall constitute material breach of the Agreement and be cause for termination. Both parties recognize time is of the essence in the performance of the provisions of this Agreement. The forgiveness of the nonperformance of any provision of this Agreement does not constitute a waiver of all provisions.

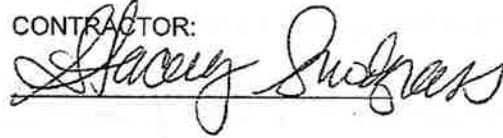
10. Original signatures transmitted and received via electronic transmission of a scanned document (e.g. PDF or similar format) are true and valid signatures for all purposes of this Agreement and shall bind the parties to the same extent as that of an original signature. Signatures submitted electronically must be fully legible to be valid.

WTA:

A handwritten signature in black ink, appearing to read "Peter L. Stark", written over a horizontal line.

Peter L. Stark, General Manager  
Whatcom Transportation Authority  
4011 Bakerview Spur  
Bellingham, WA 98226

CONTRACTOR:

A handwritten signature in black ink, appearing to read "Stacy Snodgrass", written over a horizontal line.

Stacy Snodgrass, General Manager  
Express Employment Professionals  
4152 Meridian St., Ste 201  
Bellingham, WA 98226