

**EIGHTH AMENDMENT TO AGREEMENT FOR FOOD SERVICE DEPARTMENT  
MANAGEMENT AND OPERATION (FIXED PRICE FORMAT)**

This Eighth Amendment to Agreement for Food Service Department Management and Operation (Fixed Price Format) (the "Amendment") is by and between The School Board of Duval County, Florida, a district school system in the State of Florida (the "District"), and Compass Group USA, Inc., a Delaware corporation authorized to transact business in Florida, and d/b/a Chartwells School Dining Services (the "Contractor").

1. Background. This Amendment pertains to the Agreement for Food Service Department Management and Operation (Fixed Price Format) dated effective March 7, 2019, as amended by that certain First Amendment to Agreement dated effective June 6, 2019, and as amended by the Second Amendment dated effective September 10, 2019, as amended by that certain First Renewal and Third Amendment to Agreement for Food Service Department Management and Operation (Fixed Price Format) dated July 1, 2020, as amended by that certain Fourth Amendment to the Agreement dated effective September 1, 2020, as amended by that certain Second Renewal and Fifth Amendment to Agreement dated March 2, 2021, as amended by that certain Sixth Amendment to Agreement for Food Service Department Management and Operation (Fixed Price Format) dated effective July 1, 2021, and as amended by that certain Seventh Amendment to Agreement for Food Service Department Management and Operation (Fixed Price Format) dated effective July 1, 2022 (collectively, the Agreement) between the District and Contractor.

2. Effective Date. The effective date of this Amendment is October 1, 2022.

3. Definitions. The capitalized terms used herein shall have the same definitions set forth in the Agreement, unless specifically otherwise indicated in this Amendment.

4. Minimum Wage Increase. Effective as of October 1, 2022, Contractor's fixed cost per meal rate will increase by \$.0589 cents to account for the Contractor's labor expenses caused by the recent minimum wage legislation (the "Minimum Wage Increase"). The District shall therefore adjust the fixed cost per meal to \$3.2998 to reflect the Minimum Wage cost increase per same process and procedure used to make other meal rate adjustments (such as annual Consumer Price Index (CPI) cost adjustment). Thereafter, the increased fixed cost per meal rate shall remain in effect for the remaining months of the 2022-2023 school year, and shall be used as the baseline rate for the next year's renewal, if applicable.

5. Miscellaneous. This Amendment is the entire agreement of the parties regarding modifications of the Agreement provided herein, supersedes all prior agreements and understandings regarding such subject matter, may be modified only by a writing executed by the party against whom the modification is sought to be enforced, and shall bind and benefit the parties and their respective successors, legal representatives and assigns. The Agreement is ratified and confirmed in full force and effect in accordance with its terms, as amended hereby. In the event of any conflict between the Agreement and this Amendment, the provisions of this Amendment shall control.

6. Counterpart and Facsimile Signatures. This Amendment may be executed in one or more counterparts, each of which will be deemed an original, but all such counterparts will together constitute but one and the same instrument.

[Signatures on Next Page]

*[Signature Page to Eighth Amendment to Agreement for Food Service  
Department Management and Operation (Fixed Price Format) between  
The School Board of Duval County, Florida, and  
Compass Group USA, Inc., d/b/a Chartwells School Dining Services]*

IN WITNESS WHEREOF, the District and the Contractor have each caused this Amendment to be signed and delivered by its duly authorized officer, all as of the effective date set forth above.

**ATTEST:**

**SCHOOL BOARD OF DUVAL COUNTY, FLORIDA**

By: \_\_\_\_\_  
Dr. Diana Greene  
Superintendent of Schools and  
Ex-Officio Secretary to the Board

By: \_\_\_\_\_  
\_\_\_\_\_, Board Chairman

Form Approved:

Approved by the Board on \_\_\_\_\_, 2022

By: \_\_\_\_\_  
Office of General Counsel

**COMPASS GROUP USA, INC.**, a Delaware corporation authorized to transact business in Florida, d/b/a Chartwells School Dining Services

By:  11/28/2022

Name: Belinda Oakley

Title: CEO, Chartwells K12