

COUNTY PERSONNEL ADMINISTRATORS ASSOCIATION OF CALIFORNIA

ATTESTATION TO MODEL AGREEMENT

TALX CORPORATION

This Agreement is executed on this 1st day of May 2006, between the County Personnel Administrators Association of California, a California nonprofit corporation, hereinafter called "CPAAC", and TALX Corporation, a Missouri corporation, 1850 Borman Court, St. Louis, Missouri 63146, hereinafter called the "Contractor."

Whereas, CPAAC wishes to assist its member counties in maintaining unemployment coverage, if required, and in reducing the heavy costs thereof; and

Whereas, CPAAC conducted RFP #CPAAC 4-05 for group unemployment compensation administration services for those of its members who wish to participate.

Whereas, the Contractor, a leading unemployment compensation administration firm, has been selected to provide training, claims administration, management information, and related services to participating counties on a group basis, for which services the Contractor is specially trained, experienced, expert and competent; and

Whereas the model agreement below was reviewed and approved by a committee of CPAAC members and their County Counsels;

Now, therefore, the parties affirm the following model agreement as the agreement which it approves for each member County.

CPAAC

TALX Corporation

By: original signed

By: original signed

Title: _____

Title: _____

Date: _____

Date: _____