

**FIRST AMENDMENT  
TO  
EMPLOYMENT AGREEMENT**

THIS FIRST AMENDMENT TO EMPLOYMENT AGREEMENT (First Amendment) is made and entered into this 12 day of September, 2007, by and between the City of Gainesville, Florida, hereinafter called the "City," and Jimmie Williams, hereinafter called "Equal Opportunity Director," both of whom understand and agree as follows:

W I T N E S S E T H:

WHEREAS, Employer has reviewed the salary survey of positions comparable to that of the Equal Opportunity Director and determined to adjust the Equal Opportunity Director's salary to more closely match said comparable positions, as set forth below;

NOW, THEREFORE, in consideration of the mutual covenants and promises set forth in the Employment Agreement dated February 23, 2004, and the mutual covenants and agreements set forth in this First Amendment, the City and the Equal Opportunity Director agree to amend the Employment Agreement as follows:

1. Section 3, Salary and Related Matters, is amended to create and add the following subsection:

G. Effective July 1, 2007, the Equal Opportunity Director's salary shall be increased by 15%, with the effect of such retroactive adjustment being included in the pay for the next full pay period following the date of this First Amendment. Effective January 1, 2008, the Equal Opportunity Director's salary shall be increased by 15%.

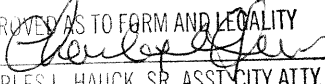
2. Except as hereinabove expressly amended, the terms, conditions and covenants of the Employment Agreement dated February 23, 2004, including previously effective adjustments to the Equal Opportunity Director's annual base salary, shall remain in full force and effect.

IN WITNESS WHEREOF, the City of Gainesville has caused this First Amendment to be signed and executed on its behalf by its Mayor, and duly attested to by its Clerk of the Commission, and the Equal Opportunity Director has signed and executed this First Amendment, both in duplicate, on the respective dates under each signature.

CITY OF GAINESVILLE

ATTEST:

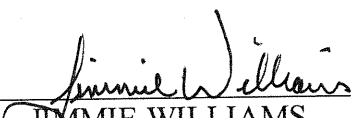
  
CLERK OF THE COMMISSION

APPROVED AS TO FORM AND LEGALITY  
BY:   
CHARLES L. HAUCK, SR. ASST. CITY ATTY.  
CITY OF GAINESVILLE, FLORIDA

By:   
PEGEEN HANRAHAN  
MAYOR

Date: September 12, 2007

EQUAL OPPORTUNITY DIRECTOR

By:   
JIMMIE WILLIAMS  
EQUAL OPPORTUNITY DIRECTOR

Date: September 5, 2007