

BOS No.
Infor Contract No. 5280

THIRD AMENDMENT
(BOS Agreement No ____ - ____)

This Third Amendment to Agreement No. 5280 (“Third Amendment”) is made and entered into as of the last date signed below, by and between the County of Yolo (“County”) and Lodestar Consulting & Executive Coaching (“Contractor”), jointly referred to as the “Parties” herein.

WHEREAS, on or about January 30, 2024, the Parties entered into Agreement No. 5280 (“Agreement”); and

WHEREAS, on or about August 2, 2024, the Parties amended the Agreement via the First Amendment; and

WHEREAS, on or about September 19, 2024, the Parties further amended the Agreement via the Second Amendment; and

WHEREAS, the Parties would now like to amend the Agreement, as previously amended, to:

1. Revise **Section F**. to add funding in the amount of \$165,450 for Fiscal Year (FY) 2024-25 for a new contract maximum of \$353,450; and
2. Revise **Exhibit A** to remove the rates and section numbering for ease of reference; and
3. Revise **Paragraph I.B.** of **Exhibit B** to update instructions for invoice submission; and
4. Revise **Paragraph I.C.** of **Exhibit B** to update the participants and the rates for BRAVE training.

NOW, THEREFORE, THE PARTIES HEREBY AGREE AS FOLLOWS:

1. **Section F**. of the Agreement is hereby amended to read as follows:

F. Any other provision of this Agreement notwithstanding, the maximum payment obligation to Contractor through **June 30, 2025** shall be no greater than **THREE HUNDRED FIFTY-THREE THOUSAND FOUR HUNDRED FIFTY DOLLARS (\$353,450)** specified as follows:

Fiscal Year 2023-24	Fiscal Year 2024-25	Total
January 1, 2024 through June 30, 2024	July 1, 2024 through June 30, 2025	
\$123,000	\$230,450	\$353,450

3. **Exhibit A** to the Agreement is hereby amended to read as attached.

4. **Paragraph I.B.** of **Exhibit B** to the Agreement is hereby amended to read as follows:

I. B. Claims/invoices for payment shall be submitted to County in an electronic format on a form approved by County. Any County required supporting documentation, shall accompanying the claim/invoice. If a claim/invoice or the supporting documentation contains confidential client information, the submission must be encrypted for transmission.

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Claims/invoices shall be submitted to HHSA.AccountsPayable@yolocounty.gov and katie.kelsch@yolocounty.gov.

5. Paragraph I.C. of Exhibit B to the Agreement is hereby amended to read as follows:

I. C. County shall pay Contractor at the rate specified below for services that have been provided in accordance with the provision of this Agreement.

Description*	Cost/Unit
Lodestar Brave Leadership & Culture Development (Maximum of 84 participants per workshop)	\$202,500/Workshop
Justice Equity-Diversion-Inclusion (JEDI) strategic planning workshop	\$47,695/Workshop
Bespoke ELT Programming Session	\$27,950/Session
All of us Live (Live online training)	\$1,250/Participant

*Services further described in Exhibit A

5. All attachments to this Third Amendment are incorporated by this reference.

6. Except as specifically amended by this Third Amendment and any prior amendments, the Agreement shall remain in full force and effect according to its terms.

[Signatures Follow]

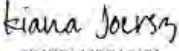
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IN WITNESS WHEREOF the Parties have executed this Third Amendment as of the day and year last set forth below.

CONTRACTOR

COUNTY OF YOLO

Signed by:

28488A47E6A247A

Kiana Joersz, Chief Operating Officer
Lodestar Consulting & Executive Coaching

Mary Vixie Sandy, Chair
Board of Supervisor

Date: 6/12/2025

Date: _____

Signed by:

11711BEA8F074CE

Mónica Morales, Director
Health and Human Services Agency

Attest:
Julie Dachtler, Senior Deputy Clerk

By: _____
Deputy (Seal)

Approved as to Form:
Phillip J. Pogledich, County Counsel

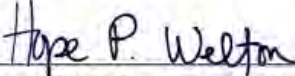
By: 
Hope P. Welton, Senior Deputy

EXHIBIT A – SCOPE OF WORK

Trauma-Responsive Leadership & Culture Development

I. County Contract Liaison:

Katie Kelsch
Senior Public Health Nurse
Yolo County, HHS
137 N. Cottonwood St.
Woodland, CA 95695

II. Contractor Liaison:

Kiana S. Joersz, JD, SHRM-SCP, TIPC
Chief Operating Officer/Senior Faculty, Lodestar
4750 Cockrell Lane
Springfield, Illinois 62711
Kianalodestarp.com

III. The Challenge:

- A. Public health professionals across America have faced years of unprecedented toxic stress and trauma, enduring intense criticism, scrutiny, and threats while navigating organizational stress and trauma and carrying elevated workloads.
- B. Although much attention has been paid to the emotional toll of pandemic stress on physicians and health care providers, more than half of all public health employees are suffering the consequences of prolonged exposure to toxic stress, report at least one symptom of post-traumatic stress disorder, and more than 20% of public health employees report their mental health as “fair” or “poor.”
- C. Public health employees are the backbone of community health and play a vital role in protecting citizens. While many of the challenges currently faced existed prior to Covid - including decades of underfunding that left organizations understaffed and under-resourced - pandemic challenges compounded these vulnerabilities.
- D. Impacts of toxic stress and harm are amplified by chronic distrust and unsafety and often manifest as:
 - 1. Communication breakdown
 - 2. Demoralization and detachment
 - 3. Career dissatisfaction
 - 4. Burnout and exhaustion
 - 5. Compassion fatigue
 - 6. Disconnection and disengagement
 - 7. Recruitment challenges
 - 8. Uncivil workplace behavior; and
 - 9. Increased attrition and early retirement
- E. Like individuals, organizations can also suffer from traumatic stress. While organizational trauma may be the result of a single devastating event, it more frequently arises from the compounding effect of multiple events over time and the cumulative impact that comes from the nature of the work. Organizations that harbor the effects of unhealed traumatization may endlessly repeat the cycle – inflicting harm on those who work there, and in turn being harmed by even their most dedicated professionals.

EXHIBIT A – SCOPE OF WORK

IV. The Opportunities:

While the pain of the last 3.5 years is immeasurable, there exists an opportunity for both healing and growth. Disruption of toxic stress and healing of individual and organizational trauma begins with the deliberate cultivation of connection, trust, and psychological safety as immediately actionable disruptors of cycles of harm, and the building of trauma-responsive cultures that are restorative, relational, and strengthen both institutions and individuals.

V. Lodestar Methodology:

- A. The greatest challenge of any training is ensuring participants successfully integrate the learning and feel confident in their ability to implement tools and strategies. This struggle is often exacerbated by teaching methods that frame the material as abstract, hypothetical concepts that are not readily translated or deployed in everyday interactions.
- B. Lodestar courses are designed to make new learning readily accessible and are intentionally centered on and in service to the pedagogical needs of the group and individual participants. Lodestar trainings represent thousands of hours of research, content design, and delivery across multiple industries including healthcare, education, public health, government, law, and business. One of the most consistent takeaways is *that pacing matters*. Providing the right tempo of delivery allows sufficient opportunity for the material to be integrated and for the emergence of sustainable skills.
- C. The Lodestar process guides participants through deeply meaningful and sustainable leadership growth and development via:
 - 1. Exploration: New learning and expanded understanding of toxic stress, trauma, and its impact on individuals and systems.
 - 2. Expert Facilitation: Lodestar faculty guide participants through the learning in small group settings, facilitating both exploration and practice of new skills as immediately actionable disruptors of toxic stress.
 - 3. Growth & Learning: Safe, experiential learning allows processing, shared insights, and development of new skills.
 - 4. Implementation: Facilitated, co-created spaces in which restorative practices are discussed, designed, deployed, and refined.
 - 5. Sustainability: Ongoing small group engagement reinforces learning, making new skills readily available.
 - 6. Availability of our experts: Most organizations choose to pre-purchase blocks of 1:1 coaching hours to offer their executive leadership ongoing opportunities for support.

VI. Lodestar senior faculty are seasoned professionals with decades of experience as physicians, psychologists, attorneys, healthcare providers, and educators and are master-level trainers or facilitators who have undergone a year or more of additional training in Lodestar methodologies. Lodestar programming provides significant, real-time engagement with senior faculty and facilitated small groups to ensure trainees gain proficiency with materials, integrate new learning, and are provided ample skills practice.

VII. Lodestar programs develop and support the emergence of awareness, recognition, and trauma responsive interactions, and:

- A. Deliberately build trainees' capacity to create psychologically safe containers for the strong emotions that often surface while engaging in the workplace.
- B. Provide in-depth clarity of process and ensure the material is fully understood and integrated.

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EXHIBIT A – SCOPE OF WORK

- C. Provide ongoing scaffolded support to ensure that trainees are confident in their knowledge and abilities.
- D. Create deeply experiential learning environments and invite participants to actively engage at every stage of the learning.
- E. Weave unfamiliar concepts into already familiar or accessible knowledge, *thus modeling trauma-responsive engagement* while simultaneously guiding participants through the acquisition of new learning and skills.

VIII. **Safe to Learn:** Lodestar focuses on expertly facilitated, small group learning.

- A. Fostering connection is central to Lodestar’s methodology. This includes significant course time spent in expertly facilitated, small group engagement. Participants are guided through discussion and practice of new concepts and emerging skills while navigating challenges in a safe and supportive environment.
- B. A direct benefit to the Lodestar approach is that even as participants acquire new leadership skills in trauma-responsive engagement, *they simultaneously experience real-time stress and trauma mitigation*. Participants emerge with professional and personal insight and growth, and emerging skills in trauma-awareness and connection as immediately actionable strategies to influence their teams and institutional cultures. The result is professional development that is both powerful and lasting.
 - 1. Lodestar senior faculty facilitators 6:1 ratio
 - 2. Consistent groups with 3 months of ongoing support
 - 3. Group scaffolding with gradual release of responsibility
 - 4. Narrative facilitation that allows for structured emergence
 - 5. ORID Facilitation Framework
- C. Adult learners enjoy the greatest gains when they move between whole-group instruction and facilitated, small-group experiential learning. Our methods provide paced information delivery and ample opportunity for reflection, discovery, interpretation, practice, and integration.
- D. Lodestar course directors and faculty take great care to monitor learner progress and will modify instruction to meet the stated organizational goals while remaining in service to learners and their needs.

IX. **Modules & Materials:**

- A. The Lodestar learning modules detailed below represent 3-days | 24 hours of direct instruction and facilitation. All programming is specifically tailored to meet:
 - 1. needs of learner;
 - 2. needs of the groups;
 - 3. desired outcomes;
 - 4. time considerations;
 - 5. sustainability.
- B. **Modules**
 - 1. Opening: Hardwired for Threat
 - 2. The Lodestar Container

EXHIBIT A – SCOPE OF WORK

3. Safe to Learn: Learning U, Trauma-Informed Framework
4. History, Source, Stress-Trauma Continuum
5. Expanded Trauma Paradigms
6. Organizational Trauma
7. Psychological Safety
8. Four (4)-Pillars of Trust
9. Five (5) Ns of Trauma-Responsive Interactions
10. Trauma-Discharge: Recognition, Reaction, and Response
11. Advancing Trauma Awareness
12. The Danger of a Single Story
13. Reaction to Response - R2R
14. Trauma-Responsive Leadership & Culture Building
15. Intersections of Trauma & DEI
16. Polarities: The Power of Both/And
17. Building Trauma-Responsive Cultures
18. Building Sustainable Resilience

C. **Materials** All proprietary Lodestar materials and methods will be provided to course participants to enrich their learning experience. Licensure for organization-wide use may be available under a separate agreement.

1. Lodestar Trauma-Responsive Leadership Participant Guidebook©
2. Lodestar BRAVE™ Leadership Model
3. Lodestar Reaction-to-Response: R2R™ Narrative Tool
4. Lodestar 5 Ns of Trauma-Responsive Engagement©
5. Lodestar Resiliency Reservoir©
6. Lodestar Amplification-Mitigation Continuum©
7. Images for Insight & Awareness
8. Power of the Pause
9. 4-Pillars of Trust as Immediately Actionable
10. Path to Psychological Safety in Teams and Organizations
11. Building Yes-And Communication Skills
12. Building a Polarities Mindset (Both-And)
13. Somatic & Stance: The Wisdom of the Body

X. **Executive Coaching Opportunities:**

The work of becoming trauma-responsive leaders and of TR culture maturation benefits from continuing engagement. Executive coaching allows leaders to go deeper in developing skills, expanding awareness, and up-leveling leadership, culture, and organizational mission. Lodestar senior faculty provide ongoing connection, opportunities for continuous learning and growth, and sustainability.

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EXHIBIT A – SCOPE OF WORK

XI. All of Us – Creating Sustainability

A. The Opportunity:

1. The professional development and training of public health employees in Lodestar Trauma-Informed Basics and Trauma-Responsive engagement skills helps build, embed, and sustain the work embarked on by leadership. Lodestar senior trainers and facilitators are experts in trauma-responsive engagement and will ensure employees successfully embeds and deploys the skills and programming to assist in culture development.
2. Lodestar’s skilled deployment of these programs builds restorative connections and supportive cultures in which staff understand the presence and presentations of trauma activation, the multivariate sources of toxic stress and trauma, and effective trauma-responsive communication utilizing Lodestar tools and skills. The program is designed to build and reinforce both individual and collective capacity.

B. Overview: All of Us – Trauma Responsive Culture Development

1. Lodestar Trauma Responsive trainings represent thousands of hours of research, content design, and delivery across multiple industries including healthcare, education, public health, government, law, and business. One of the most consistent takeaways is that pacing matters. Providing the right tempo of delivery allows sufficient opportunity for the material to be integrated and for the emergence of sustainable skills.
 - a. All of Us training includes:
 - i. **Exploration:** New learning and expanded paradigms of toxic stress, trauma, and its impact on individuals and systems.
 - ii. **Growth & Learning:** A learner-centric model that is based in the gradual release of responsibility allows safe, paced, experiential learning and integration of materials.
 - iii. **Interaction & Engagement:** As learners are guided through the process, they are encouraged to share their insights and expertise, and experiment with new skills.
 - iv. **Practice:** Lodestar trainers contextualize and anchor new learning through appropriate pacing, repetition, narrative learning, and opportunities to explore concepts in group settings.
 - v. **Small groups | Live training:** Learner to faculty ratio optimized at 10:1
 - vi. **Consistent groups:** Cohorts remain consistent throughout the 6-module training.

C. Methodology:

1. Lodestar’s guiding principle is that *connection mitigates trauma*. It is meaningful, intentional connection with each other, and the conversion of those connections into sustainable cultures, that helps leaders move their organizations beyond the toxic stress of these times.
2. Lodestar faculty are expert trainers and facilitators, committed to ensuring that trainees gain proficiency with materials, integrate new learning, and are provided ample skills practice. We deliberately build psychologically safe containers for the strong emotions that often surface while engaging in this work, and provide in-depth clarity of process, ensuring the material is fully understood and integrated.
3. All Lodestar courses are built with great intentionality, **centered on** and **in service to** the needs of the group and individual participants. We utilize complete transparency in *unpacking the why* of our methods, creating experiential learning environments and inviting participants to actively engage at every stage.

EXHIBIT A – SCOPE OF WORK

4. As Lodestar trainers weave unfamiliar concepts into already familiar or accessible knowledge, we ***model trauma-responsive communication*** and engagement while simultaneously guiding participants through the acquisition of new learning and skills.

D. Materials

1. The following Lodestar training materials for ***All of Us: Trauma-Responsive Culture Development*** are provided to each participant upon registration.
2. Lodestar licensed participant online materials include:
 - a. Lodestar Trauma-Informed Basics Participant Guide
 - b. Lodestar Container for Restorative Conversations
 - c. Lodestar Reaction-to-Response: R2R™ Narrative Tool
 - d. Lodestar Emotions Inquiry Template
 - e. Lodestar Resiliency Reservoir Toolkit™
 - f. Lodestar 5Ns of Courageous Conversations
 - g. The Path to Psychological Safety
 - h. The Pillars of Trust

XII. SERVICES

A. Lodestar BRAVE™ Leadership Restoration & Culture Development

1. 3-days live training
2. Lodestar Senior Faculty (6:1 ratio)
3. Senior Executive Course Director | Dr. Sarraf
4. All training materials including:
 - a. Participant guide
 - b. Additional printed materials
 - c. Lodestar tools
 - d. Learning enhancements
5. Communication materials
 - a. Pre event
 - b. Post event
 - c. FAQ
6. All Lodestar Travel
7. Three (3) months ongoing Lodestar faculty support of small groups in 3 x 90 min facilitated sessions and 3 x 90 min structured-release sessions.
8. Client shall provide:
 - a. Participant inclusion: recommended increasing by increments of 6 for best workshop flow and outcomes
 - b. Local coordinator
 - c. Training facilities:

EXHIBIT A – SCOPE OF WORK

2. Client will provide:
 - a. Local coordinator
 - b. Training facilities:
 - i. Meeting/training room – preferably large enough to host participants in a U-Shaped training setup.
 - ii. Breakout rooms as needed
 - iii. AV setup and staff support as needed
 - c. On-site staff support/coordination

D. One half (½) day JEDI follow-up workshop & ongoing support

1. Lodestar Provides:
 - a. Half day, in-person facilitated workshop.
 - b. Senior & executive faculty | directors
 - c. Planning & prep.
 - d. All training materials
 - e. Debrief
 - f. All Lodestar faculty travel & expenses
 - g. 4 mo. | 8h online executive consultation, team coaching/facilitation, planning
2. Client will provide:
 - a. Local coordinator
 - b. Training facilities:
 - i. Meeting/training room – preferably large enough to host participants in a U-Shaped training setup.
 - ii. Breakout rooms as needed
 - iii. AV setup and staff support as needed
 - c. On-site staff support/coordination

E. Lodestar Team Restoration Coaching

1. Lodestar provides:
 - a. Lodestar Director
 - b. Additional senior faculty
 - c. Team Diagnostic Assessment
 - i. Survey
 - ii. Evaluation
 - iii. Interpretation
 - iv. Planning
 - v. Follow-up
 - d. Restoration Coaching for teams of up to ten participants

EXHIBIT A – SCOPE OF WORK

- e. Ten total group sessions to be completed over no more than 6 months.
 - i. Initial 4-hour, in-person session
 - ii. 9 x 75-minute live, online sessions
 - f. 6 x 1:1 Lodestar TR coaching sessions for each participant
 - i. Virtual
 - ii. Completed in no more than 4 months.
 - iii. Can be completed with any Lodestar Senior Faculty coach.
 - 2. All travel expenses for Lodestar Faculty Client will provide:
 - a. Team(s) up to 10 participants
 - b. Protected time for participants
 - c. Local coordinator
 - d. Group Coaching space, snacks/beverages when in-person
 - 3. Bespoke programming for larger teams can be accommodated for an additional fee.
- F. Consulting - Per 100 hours** Can be used or grouped for a variety of needs including:
- 1. 1:1 Executive Coaching with Lodestar senior executive coaches & faculty
 - 2. High acuity consultation or strategic planning
 - 3. New & Emerging Team Coaching
- G. Bespoke ELT programming:** Addition of 1 full day, in person strategic planning
- 1. Lodestar will provide:
 - a. +1 additional full day in-person facilitated strategic planning session
 - b. 6 x 2h virtual follow up sessions
 - c. 12 x 1:1 coaching sessions with Dr. Lockhart for Yolo EDI staff
 - d. Dr. Sunny Nakae & Ken Jenkins – in person
 - e. Dr. Kerri Lockhart – planning and support
 - f. Additional prep
 - g. Additional materials
 - h. Debrief
 - i. All Lodestar faculty travel & expenses
 - 2. Client will provide:
 - a. Local coordinator
 - b. Training facilities:
 - c. Meeting/training room
 - d. Breakout rooms as needed.
 - e. AV setup and staff support as needed.
 - f. On-site staff support/coordination