

EXHIBIT B

AGREEMENT AND ACCEPTANCE OF AMENDED AND RESATATED JOINT EXERCISE OF POWERS AGREEMENT

WHEREAS, the undersigned public agency ("Agency") seeks to become a member of the Public Agency Coalition Enterprise ("PACE");

WHEREAS, the Board of Directors has approved the undersigned's application for membership in PACE,

NOW ,THEREFORE, in consideration of being granted membership in PACE, the Agency hereby accepts and agrees that, as of the Effective Date noted below, it shall be bound by all terms and conditions of the Amended and Restated Joint Exercise of Powers Agreement attached hereto, as if the Agency had been an original signatory thereto.

County of San Benito

BY: _____

Name: Ray Espinosa

Title: Chief Administrative Officer