

**CHANGE ORDER NO. THREE
CALWIN IMPLEMENTATION SERVICES AGREEMENT
BY AND BETWEEN
CALSAWS CONSORTIUM
AND
DELOITTE CONSULTING LLP**

This Change Order No. Three is effective on June 29, 2023 (the "Effective Date") and revises the Agreement, as defined below, between the CalSAWS Consortium ("Consortium") and Deloitte Consulting LLP ("Contractor") as specified in this Change Order No. Three. Unless otherwise indicated by this Change Order No. Three, all other provisions of the Agreement not affected by this Change Order No. Three remain in full force and effect between the parties.

RECITALS

WHEREAS, on December 4, 2020, Consortium and Contractor entered into an agreement regarding the CalWIN Implementation Services Project ("Agreement"); and

WHEREAS, on December 4, 2020, Contractor commenced work on the CalWIN Implementation Services Project ("Project"); and

WHEREAS, the parties wish to make certain cost administrative revisions to be provided pursuant to the Agreement, pursuant to Section 8 of the Agreement (Change Orders), in order to better meet the needs of the Consortium.

NOW, THEREFORE, in consideration of the foregoing Recitals and the mutual covenants and promises described herein, the parties mutually agree to this Change Order No. Three to the Agreement as follows:

1. Exhibit C, Financial Matters, is revised as follows:

Attached to this Change Order No. Three, and incorporated by reference, is a Revised Exhibit C, Price Proposal Schedules. This Revised Exhibit C, Price Proposal Schedules, shall replace in its entirety the current Exhibit C, Price Proposal Schedules, to the Agreement.

/ / /

/ / /


IN WITNESS WHEREOF, the Consortium has caused this Change Order No. Three to be subscribed on behalf of the Consortium and Contractor has caused this Change Order No. Three to be subscribed on its behalf by its duly authorized officer, as indicated below.


DELOITTE CONSULTING LLP

CALSAWS CONSORTIUM

Dated: 29-Jun-2023 | 11:21:51 PM IST

Dated: 29-Jun-2023 | 1:44:25 PM PDT

By: 


By: 

Name: Rachel Frey

Michael Sylvester, Consortium Chair

Title: Principal

By: 
Kronick Moskowitz Tiedemann & Girard,
Consortium Legal Counsel

By: 
John Boule, Consortium Executive
Director

Certificate Of Completion

Envelope Id: DECB625B069D4EE1B13D1E4A3C045CF1

Status: Completed

Subject: Deloitte_CalWIN ISS_CO 03_Cost Administrative Adjustments (06.2023).

Use Case: Deliverable Acceptance Document

Data Classification: Confidential

WBS (N/A if not available): CAL00578.00

Source Envelope:

Document Pages: 2

Signatures: 4

Envelope Originator:

Certificate Pages: 6

Initials: 1

Nik Knight

AutoNav: Enabled

Two Jericho Plaza 3rd Floor

Envelopeld Stamping: Enabled

ATTN: Accounts Payable

Time Zone: (UTC-08:00) Pacific Time (US & Canada)

Jericho, NY 11753

IP Address: 24.206.77.41

Record Tracking

Status: Original

Holder: Nik Knight

Location: DocuSign

6/29/2023 10:36:40 AM

Signer Events**Signature****Timestamp**

Rachel Frey



Sent: 6/29/2023 10:41:56 AM

Viewed: 6/29/2023 10:51:46 AM

Signed: 6/29/2023 10:51:51 AM

Principal

Deloitte US Account

Security Level: Email, Account Authentication
(None)Signature Adoption: Uploaded Signature Image
Using IP Address: 148.64.20.8**Electronic Record and Signature Disclosure:**

Not Offered via DocuSign

Holly Murphy



Sent: 6/29/2023 10:51:52 AM

Viewed: 6/29/2023 10:56:22 AM

Signed: 6/29/2023 10:56:27 AM

CalSAWS PMO Director

Security Level: Email, Account Authentication
(None)Signature Adoption: Pre-selected Style
Using IP Address: 64.21.200.254**Electronic Record and Signature Disclosure:**

Accepted: 6/29/2023 10:56:22 AM

ID: b3d3d82f-c29f-4f48-89e3-e0a7c1339463

Company Name: Deloitte

Jeffrey A. Mitchell



Sent: 6/29/2023 10:56:28 AM

Viewed: 6/29/2023 10:57:24 AM

Signed: 6/29/2023 10:57:31 AM

Security Level: Email, Account Authentication
(None)Signature Adoption: Drawn on Device
Using IP Address: 107.222.25.56**Electronic Record and Signature Disclosure:**

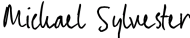
Accepted: 9/1/2020 5:10:00 PM

ID: 4d0fbaaa-7b21-4833-b830-d6afaca2bb7c

Company Name: Deloitte

Signer Events	Signature	Timestamp
John Boule		Sent: 6/29/2023 10:57:32 AM Viewed: 6/29/2023 1:02:41 PM Signed: 6/29/2023 1:02:51 PM
CalSAWS Executive Director Security Level: Email, Account Authentication (None)	Signature Adoption: Pre-selected Style Using IP Address: 64.21.200.254	

Electronic Record and Signature Disclosure:
Accepted: 6/29/2023 1:02:41 PM
ID: f79bd74a-49f7-4a87-84f3-9fd7202d05ec
Company Name: Deloitte

Michael Sylvester		Sent: 6/29/2023 1:02:52 PM Viewed: 6/29/2023 1:44:15 PM Signed: 6/29/2023 1:44:25 PM
CalSAWS JPA Board Chairperson Security Level: Email, Account Authentication (None)	Signature Adoption: Pre-selected Style Using IP Address: 172.58.23.74 Signed using mobile	

Electronic Record and Signature Disclosure:
Accepted: 6/29/2023 1:44:15 PM
ID: 95ce1380-1a34-4cc1-a699-efe288d90c12
Company Name: Deloitte

In Person Signer Events	Signature	Timestamp
Editor Delivery Events	Status	Timestamp
Agent Delivery Events	Status	Timestamp
Intermediary Delivery Events	Status	Timestamp
Certified Delivery Events	Status	Timestamp
Carbon Copy Events	Status	Timestamp

Eric Capati	<div>COPIED</div>	Sent: 6/29/2023 10:41:55 AM Viewed: 6/29/2023 10:44:02 AM
Security Level: Email, Account Authentication (None) Electronic Record and Signature Disclosure: Not Offered via DocuSign		
Katherine O'brien	<div>COPIED</div>	Sent: 6/29/2023 10:41:56 AM
Security Level: Email, Account Authentication (None) Electronic Record and Signature Disclosure: Not Offered via DocuSign		
Matt Wasno	<div>COPIED</div>	Sent: 6/29/2023 10:41:56 AM
Security Level: Email, Account Authentication (None) Electronic Record and Signature Disclosure: Not Offered via DocuSign		
Consortium.Deliverables	<div>COPIED</div>	Sent: 6/29/2023 10:51:52 AM
Security Level: Email, Account Authentication (None) Electronic Record and Signature Disclosure:		

Carbon Copy Events	Status	Timestamp
Not Offered via DocuSign		
Witness Events	Signature	Timestamp
Notary Events	Signature	Timestamp
Envelope Summary Events	Status	Timestamps
Envelope Sent	Hashed/Encrypted	6/29/2023 10:41:56 AM
Certified Delivered	Security Checked	6/29/2023 1:44:15 PM
Signing Complete	Security Checked	6/29/2023 1:44:25 PM
Completed	Security Checked	6/29/2023 1:44:25 PM
Payment Events	Status	Timestamps
Electronic Record and Signature Disclosure		

DISCLOSURE

From time to time, Deloitte USA LLP, Deloitte LLP and their respective subsidiaries (collectively, “we”, “us” or “Company”) may be required by law to provide to you certain written notices or disclosures related to the use of DocuSign and/or electronic signatures (“Disclosures”). Described below are the terms and conditions for providing to you such Disclosures electronically through the DocuSign, Inc. (DocuSign) electronic signing system. Please read the information below carefully and thoroughly, and if you can access this information electronically to your satisfaction and agree to these terms and conditions, please confirm your agreement by clicking the 'I agree' checkbox.

Getting paper copies

At any time, you may request from us a paper copy of any record provided or made available electronically to you by us. You will have the ability to download and print documents we send to you through the DocuSign system during and immediately after signing session and, if you elect to create a DocuSign signer account, you may access them for a limited period of time (usually 30 days) after such documents are first sent to you. After such time, if you wish for us to send you paper copies of any such documents from our office to you, you will be charged a \$0.0000 per-page fee. You may request delivery of such paper copies from us by following the procedure described below.

Withdrawing your consent

If you decide to receive Disclosures from us electronically, you may at any time change your mind and tell us that thereafter you want to receive required Disclosures only in paper format. How you must inform us of your decision to receive future Disclosures in paper format and withdraw your consent to receive Disclosures electronically is described below.

Consequences of changing your mind

If you elect to receive required Disclosures only in paper format, it will slow the speed at which we can complete certain steps in transactions with you and delivering services to you because we will need first to send the required Disclosures to you in paper format, and then wait until we receive back from you your acknowledgment of your receipt of such paper Disclosures. To indicate to us that you are changing your mind, you must withdraw your consent using the DocuSign 'Withdraw Consent' form on the signing page of a DocuSign envelope instead of signing it. This will indicate to us that you have withdrawn your consent to receive required Disclosures electronically from us and you will no longer be able to use the DocuSign system to receive required Disclosures electronically from us or to sign electronically documents from us.

All Disclosures will be sent to you electronically

Unless you tell us otherwise in accordance with the procedures described herein, we will provide electronically to you through the DocuSign system all Disclosures that are required to be provided or made available to you. To reduce the chance of you inadvertently not receiving any Disclosures, we prefer to provide all of the required Disclosures to you by the same method and to the same address that you have given us. Thus, you can receive all the Disclosures electronically or in paper format through the paper mail delivery system. If you do not agree with this process, please let us know as described below. Please also see the paragraph immediately above that describes the consequences of your electing not to receive delivery of the Disclosures electronically from us.

How to contact Deloitte:

You may contact us to let us know of your changes as to how we may contact you electronically, to request paper copies of certain information from us, and to withdraw your prior consent to receive Disclosures electronically as follows:

To advise Deloitte of your new e-mail address

To let us know of a change in your e-mail address where we should send Disclosures electronically to you, you must send an email message to us at [Deloitte Global eSignature Support](#) and in the body of such request you must state: your previous e-mail address and your new e-mail address. We do not require any other information from you to change your email address. In addition, you must notify DocuSign, Inc. to arrange for your new email address to be reflected in your DocuSign account by following the process for changing e-mail in the DocuSign system.

To request paper copies from Deloitte

To request delivery from us of paper copies of the Disclosures previously provided by us to you electronically, you must send us an e-mail to [Deloitte Global eSignature Support](#) and in the body of such request you must state your e-mail address, full name, US Postal address, and telephone number.

To withdraw your consent with Deloitte

To inform us that you no longer want to receive future Disclosures in electronic format you may:

- i. decline to sign a document from within your DocuSign session, and on the subsequent page, select the check-box indicating you wish to withdraw your consent, or you may;
- ii. send us an e-mail to [Deloitte Global eSignature Support](#) and in the body of such request you must state your e-mail, full name, US Postal Address, and telephone number. We do not need any other information from you to withdraw consent. The consequences of your withdrawing consent for online documents will be that transactions may take a longer time to process.

Required hardware and software

Operating Systems:	Windows® 2000, Windows® XP, Windows Vista®; Mac OS® X
Browsers:	Final release versions of Internet Explorer® 6.0 or above (Windows only); Mozilla Firefox 2.0 or above (Windows and Mac); Safari™ 3.0 or above (Mac only)
PDF Reader:	Acrobat® or similar software may be required to view and print PDF files
Screen Resolution:	800 x 600 minimum
Enabled Security Settings:	Allow per session cookies

** These minimum requirements are subject to change. If these requirements change, you will be asked to re-accept the disclosure. Pre-release (e.g. beta) versions of operating systems and browsers are not supported.

Acknowledging your access and consent to receive materials electronically

To confirm to us that you can access this information electronically, which will be similar to other electronic Disclosures that we will provide to you, please verify that you were able to read this electronic disclosure and that you also were able to print on paper or electronically save this page for your future reference and access or that you were able to e-mail this disclosure and consent to an address where you will be able to print on paper or save it for your future reference

and access. Further, if you consent to receiving Disclosures exclusively in electronic format on the terms and conditions described above, please let us know by clicking the 'I agree' button below.

By checking the 'I agree' box, I confirm that:

- I can access and read this Electronic CONSENT TO ELECTRONIC RECEIPT OF ELECTRONIC CONSUMER DISCLOSURES document; and
- I can print on paper the disclosure or save or send the disclosure to a place where I can print it, for future reference and access; and
- Until or unless I notify Deloitte as described above, I consent to receive exclusively through electronic means all Disclosures that are required to be provided or made available to me by Deloitte.