

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

This Change Order No. Two is effective on March 10, 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. Two. Unless otherwise indicated by this Change Order No. Two, all other provisions of the Agreement not affected by this Change Order No. Two 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 Consortium wishes to reallocate funds from optional training facilities to additional Post Implementation Support Services provided under the Agreement.

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. Two to the Agreement as follows:

1. Section 5.5.4 Additional Post Implementation Support Services is added to Section 5 SCOPE OF CONTRACT WORK AND DELIVERABLES, Subsection 5.5 Implementation and Conversion Support of the Agreement.

“5.5.4 Additional Post Implementation Support Services. Contractor will provide additional Post Implementation Support Services billed on a time and materials cost and added to Post Implementation Support plans.”

2. Section 7.1.1 of the Agreement is deleted in its entirety and replaced with:

“7.1.1 General.

All of the pricing and sums set forth in this Section 7 apply to the Scope of Contract Work and Deliverables and Services described in Section 5.

The Total Maximum Contract Sum for all Project Deliverables and Services to be provided pursuant to this Agreement during the Contract Term, excluding the price of optional training facilities and additional Post Implementation Support Services, shall not exceed forty-four million, one hundred sixty-six thousand, seven hundred thirty-seven dollars (\$44,166,737).

The Total Maximum Contract Sum for all Project Deliverables and Services to be provided pursuant to this Agreement during the Optional Term, excluding the

price of optional training facilities, shall not exceed twelve million, nine hundred forty-three thousand, twelve dollars (\$12,943,012).

The Contract Sum for the optional training facilities shall not exceed three million, one hundred ninety thousand, fifty-two dollars (\$3,199,052).

The Contractor may invoice the Consortium a maximum amount eight million dollars (\$8,000,000) for additional Implementation Services for County Purchases via the Change Request process, approved by the Consortium Executive Director and Contractor's Project Director or their respective designees.

The Contractor may invoice the Consortium a maximum amount of six hundred forty-five thousand, four hundred twenty three dollars (\$645,423) for additional Post Implementation Support Services."

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

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

DELOITTE CONSULTING LLP

CALSAWS CONSORTIUM

Dated: 08-Mar-2023 | 1:11:44 PM IST

Dated: 10-Mar-2023 | 7:58:18 PM CST

By: *Rachel Frey*

By: *Michael Sylvester*
Michael Sylvester, Consortium Chair

Name: Rachel Frey

Title: Principal

By: *J. Mitchell*
Kronick Moskowitz Tiedemann & Girard,
Consortium Legal Counsel

By: *John Boule*
John Boule, Consortium Executive
Director

Certificate Of Completion

Envelope Id: ED28F93ED14849749CA3E79EA4C733BC	Status: Completed
Subject: Deloitte_CalWIN Implementation Services - Change Order No. Two (Reallocation of ...	
Use Case: Contract/Service Agreement	
Data Classification: Confidential	
WBS (N/A if not available): CAL00509.00	
Source Envelope:	
Document Pages: 2	Signatures: 4
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Deloitte US Account		Signed: 03/08/2023 01:41

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Signed using mobile

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Holly Murphy		Sent: 03/08/2023 01:41
CalSAWS PMO Director		Viewed: 03/10/2023 18:03
Security Level: Email, Account Authentication (None)		Signed: 03/10/2023 18:03


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Electronic Record and Signature Disclosure:
Accepted: 03/10/2023 | 18:03
ID: 453278ac-b3a0-44a9-96e9-228eea12363c
Company Name: Deloitte


Jeff Mitchell		Sent: 03/10/2023 18:03
Security Level: Email, Account Authentication (None)		Viewed: 03/10/2023 18:07
		Signed: 03/10/2023 18:07

Signature Adoption: Drawn on Device
Using IP Address: 68.233.193.194

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ID: 4d0fbaaa-7b21-4833-b830-d6afaca2bb7c
Company Name: Deloitte

Signer Events	Signature	Timestamp
John Boule CalSAWS Executive Director Security Level: Email, Account Authentication (None)	 Signature Adoption: Pre-selected Style Using IP Address: 98.238.164.252	Sent: 03/10/2023 18:07 Viewed: 03/10/2023 18:51 Signed: 03/10/2023 18:51

Electronic Record and Signature Disclosure:
Accepted: 03/10/2023 | 18:52
ID: 863cf27d-8dc2-47d0-9ccf-0c984171e6d9
Company Name: Deloitte

Michael Sylvester CalSAWS JPA Board Chairperson Security Level: Email, Account Authentication (None)	 Signature Adoption: Pre-selected Style Using IP Address: 172.56.168.130 Signed using mobile	Sent: 03/10/2023 18:51 Viewed: 03/10/2023 19:58 Signed: 03/10/2023 19:58
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Electronic Record and Signature Disclosure:
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Company Name: Deloitte

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Duncan Gilliam CalWIN ISS - Project Manager Security Level: Email, Account Authentication (None) Electronic Record and Signature Disclosure: Accepted: 03/01/2023 12:12 ID: 1c313e84-1a35-4592-9923-1ce8671c985d Company Name: Deloitte		Sent: 03/07/2023 13:11 Viewed: 03/07/2023 13:53
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Nik Knight Security Level: Email, Account Authentication (None) Electronic Record and Signature Disclosure: Not Offered via DocuSign		Sent: 03/07/2023 13:11
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Girish Uppal Security Level: Email, Account Authentication (None) Electronic Record and Signature Disclosure: Not Offered via DocuSign		Sent: 03/08/2023 01:41
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Witness Events	Signature	Timestamp
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Notary Events	Signature	Timestamp
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Envelope Summary Events	Status	Timestamps
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Certified Delivered	Security Checked	03/10/2023 19:58
Signing Complete	Security Checked	03/10/2023 19:58
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Payment Events	Status	Timestamps
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Electronic Record and Signature Disclosure

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Screen Resolution:	800 x 600 minimum
Enabled Security Settings:	Allow per session cookies

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