

AMENDMENT NO. 1 TO AGREEMENT

This Amendment No. 1 to Agreement (“Amendment 1”) is dated January 1, 2021, and is between MyWorkplace, Inc., a Texas corporation, registered to do business in the State of California and operating at 400 N Loop 1604 E, Suite 110, San Antonio, Texas (“**Contractor**”), and the SAN JOAQUIN VALLEY INSURANCE AUTHORITY, a California joint powers agency (“**SJVIA**”).

Recitals

On January 1, 2018, the SJVIA entered into an agreement with Hourglass Systems, Inc., a California corporation (“Hourglass”) for a benefits management and enrollment software as a service (“SaaS”) system from January 1, 2018 through December 31, 2020 (“Agreement”). On December 17, 2019, the SJVIA, Hourglass, and the Contractor entered into an Assignment of Agreement by which Hourglass transferred and assigns all of its rights and interest in, and delegated all of its obligations and responsibilities under, the Agreement, effective January 1, 2020, to the Contractor.

Section 4.1 of the Agreement provides that the Agreement terminates on December 31, 2020, but that term may be extended for no more than two additional one-year terms by modification as provided in section 11.1 of the Agreement. The SJVIA and the Contractor now desire to enter into this Amendment 1 extending the Agreement for the first optional additional one-year term, as provided in this Amendment 1.

Section 1.1 of the Agreement provides that the Contractor shall provide the services described in Exhibit A to the agreement. Effective January 1, 2020, the City of Marysville no longer participates in the SJVIA. The SJVIA and the Contractor therefore desire to amend Exhibit A (Scope of Work) as provided in this Amendment 1.

Section 3.1 of the Agreement provides that the SJVIA agrees to pay and the Contractor agrees to receive compensation as described in Exhibit B to the agreement. The SJVIA and the Contractor have agreed to increase compensation to the Contractor. The SJVIA and the Contractor therefore desire to amend Exhibit B (Compensation) as provided in this Amendment 1.

The Contractor represents and warrants to the SJVIA that it is ready, willing, and able to continue providing services to the SJVIA subject to the terms of the Agreement and this Amendment 1, and in cooperation with and under the direction of the SJVIA Board of Directors and SJVIA management.

The parties therefore agree as follows:

1. The term of the Agreement is hereby extended to December 31, 2021, which is the first optional additional one-year term provided in section 4.1 of the Agreement.
2. Exhibit A (Scope of Work) is hereby modified to delete the section on pages A-2 and A-3 titled “City of Marysville.”

3. Exhibit B (Compensation) is hereby modified to read in its entirety as follows:

“Fees paid to Contractor will be on a Per Employee Per Month (PEPM) or Per Employee Per Cycle (PEPC) structure and paid per the compiled monthly (PEPM) and biweekly (PEPC) disbursement transmittals prepared for SJVIA funding disbursement. The fee breakdown is as follows:

- Monthly PEPM Fee: \$2.75
- Bi-Weekly PEPC Fee: \$1.27

4. When both parties have signed this Amendment 1, the Agreement and this Amendment 1 together constitute the Agreement.

5. The Agreement as amended by this Amendment 1 is ratified and continued. All terms of the Agreement not amended by this Amendment 1 remain in full force and effect.

[SIGNATURE PAGE FOLLOWS]

The parties are signing this agreement on the date stated in the introductory clause.

MyWorkplace, Inc.

Gregory P Kinder

Gregory P. Kinder
President

SAN JOAQUIN VALLEY INSURANCE
AUTHORITY

Kuyler Crocker
President, Board of Directors

Reviewed and recommended for approval.

SJVIA Manager