

EXHIBIT B – MODIFICATIONS

9.03. At the time of execution of this Agreement, the work of Contractor (Smart Easy Pay, Inc. dba Easy Smart Pay) is remote and should not require automobile service, and therefore, Contractor and its subcontractors do not carry an Automobile Insurance coverage. Should Contractor or its subcontractors begin to use automobiles to provide services under this Agreement during the term of this Agreement, Contractor shall comply with County's insurance requirements pertaining to Automobile Insurance coverage as described in Section 9.03 of this Agreement.

10.5. Further, Contractor requests striking the Royalties and Inventions section.



EASY SMART PAY
1017 L Street #595
Sacramento, CA 95814

August 7, 2023

The Honorable Mary Zeeb, Treasurer Tax Collector
County of Monterey
168 West Alisal St. 1st Floor
Salinas CA 93901

Re: Proposed Royalties and Inventions

Dear Mary:

I am writing to request removal the proposed contract provision regarding royalties and inventions in section 10.5. Specifically, we understand the need for the County to have control over any and all activities of the platform as it relates to taxpayers within the jurisdiction of Monterey County. However, the proposed provision, if added to the contract, is overbroad and would potentially impact work and agreements outside the County boundaries and activity and therefore would be inappropriate to incorporate. We believe there are proper safeguards in place to effectuate the interest sought within the existing agreement, including but not limited to, termination of the agreement. Therefore, based on the foregoing, we are requesting the removal of that provision.

Thank you for your consideration of this request and please do not hesitate to contact me should you have any questions.

Sincerely,

/s/

Alan Fernandes, CEO

Modernizing the process of paying government



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1017 L Street #595
Sacramento, CA 95814

August 7, 2023

The Honorable Mary Zeeb, Treasurer Tax Collector
County of Monterey
168 West Alisal St. 1st Floor
Salinas CA 93901

Re: Business Insurance – Automobile Policy

Dear Mary:

I am writing to request removal the proposed contract provision regarding the maintenance of an automobile insurance policy as a requirement for contract because such a provision does not apply to this contract. Specifically, we understand that when it is necessary for a contractor, consultant or other party to uses a vehicle for the performance of the contract, the contractor's auto insurance policy covers the contractor. In addition, if the contractor uses a county vehicle for activities within the scope of work of the agreement, automobile insurance is necessary for the performance of the contract. However, because this contract does not involve any of these matters, nor should it, and given that the contractor, in this case Smart Easy Pay, Inc. doing business as Easy Smart Pay, has a completely remote workforce as it is a digital payment platform, the company does not maintain or carry an auto policy as proposed in the agreement.

Thank you for your consideration of this request and please do not hesitate to contact me should you have any questions.

Sincerely,

/s/

Alan Fernandes, CEO

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