

**AMENDMENT No. 1 TO AGREEMENT BY AND BETWEEN  
MONTEREY COUNTY WATER RESOURCES AGENCY  
ONERAIN, INC.**

**THIS AMENDMENT** is made to the PROFESSIONAL SERVICES AGREEMENT for the provision of ALERT2 network backbone installation by and between OneRain, Inc., hereinafter "CONTRACTOR", and the Monterey County Water Resources Agency, a California flood control and water agency, hereinafter referred to as "Agency".

**WHEREAS**, the Agency and CONTRACTOR wish to amend the AGREEMENT to extend the term for one (1) additional year.

**NOW THEREFORE**, the Agency and CONTRACTOR hereby agree to amend the AGREEMENT in the following manner:

1. **2. "Term of Agreement"**, shall be amended by replacing the existing text with the following text: "The term of this Agreement shall begin upon execution of this Agreement by CONTRACTOR and Agency, and will terminate on December 31, 2018, unless earlier terminated as provided herein."
2. Except as provided herein, all remaining terms, conditions and provisions of the AGREEMENT are unchanged and unaffected by this AMENDMENT and shall continue in full force and effect as set forth in the AGREEMENT.
3. A copy of this AMENDMENT shall be attached to the original AGREEMENT dated October 24, 2016.

*This space left blank intentionally*

IN WITNESS WHEREOF, the parties have executed this AMENDMENT on the day and year written below.

MONTEREY COUNTY  
WATER RESOURCES AGENCY

CONTRACTOR

By: David E. Chardavoyne  
General Manager

By: [Signature]  
Signature of Chair, President, or  
Vice-President

Dated: 31 October 2017

James Logan  
CEO

Printed Name and Title

Approved as to Fiscal Provisions:

[Signature]  
Deputy Auditor/Controller

Dated: 9-28-2017

Dated: 10-27-17

By: [Signature]  
(Signature of Secretary, Asst. Secretary, CFO,  
Treasurer or Asst. Treasurer)\*

Approved as to Liability Provisions:

Brian E. Lofgren, CFO  
Printed Name and Title

Risk Management

Dated: 9/28/2017

Dated:

Approved as to Form:

[Signature]  
Deputy County Counsel

Dated: 10-25-17

Karen Jernigan  
10-30-17

\*INSTRUCTIONS: If CONTRACTOR is a corporation, including limited liability and non-profit corporations, the full legal name of the corporation shall be set forth above together with the signatures of two specified officers. If CONTRACTOR is a partnership, the name of the partnership shall be set forth above together with the signature of a partner who has authority to execute this Agreement on behalf of the partnership. If CONTRACTOR is contracting in an individual capacity, the individual shall set forth the name of the business, if any, and shall personally sign the Agreement.