

# Attachment 1

## **Amendment No. 1 to Smartsheet Agreement**

**AMENDMENT No. 1 to the AGREEMENT FOR SERVICES OF INDEPENDENT CONTRACTOR**

This is Amendment No. 1 to the Agreement between THE COUNTY OF SANTA BARBARA (hereinafter "County") and Smartsheet, Inc., (hereafter CONTRACTOR).

**WHEREAS**, on August 24, 2021, the parties hereto entered into an Agreement for Services of Independent Contractor BC21126 (hereinafter "Agreement"); and

**WHEREAS**, the parties now wish to extend the term of the Agreement for fiscal year 2022-2023 and increase the maximum contract amount; and

**WHEREAS**, the parties hereto desire to amend the Agreement ("First Amendment"), in accordance with the provisions of the Agreement, to add compensation for said services.

**NOW, THEREFORE, County and Contractor agree as follows:**

**I. Section 2 – Scope of Services** shall be modified to state:

CONTRACTOR agrees to provide services to COUNTY in accordance with the Smartsheet Services Agreement dated July 10, 2020 ("Services Agreement") and the applicable Orders or Statement of Work (SOW) attached hereto as EXHIBIT A and A-1 and incorporated herein by reference

**II. Section 3 – Term of the Agreement** shall be modified to state:

CONTRACTOR shall commence performance on July 1, 2021 through June 30, 2023, unless otherwise extended.

**III. Exhibit A-1 – Quote Q-1906535** for subscription purchases, licenses, and support for July 1, 2022 to June 30, 2023 in an amount not to exceed \$299,595.00 shall be added to the agreement as Exhibit A-1 and is incorporated herein by reference.

**IV.** Except as otherwise amended by this First Amendment, all of the terms and conditions of the Agreement shall remain in full force and effect.

**V.** The signatories to this First Amendment have the authority to bind the parties. This First Amendment may be executed in counterparts, each of which shall be deemed to be an original, and all of such counterparts shall together constitute one executed original instrument.

[Signature Pages follow]

### COUNTY SIGNATURE PAGE

Amendment No. 1 to the Agreement for Services of Independent Contractor between the **County of Santa Barbara** and **Smartsheet, Inc.**

**IN WITNESS WHEREOF**, the parties have executed this First Amendment to the Agreement to be effective on the date executed by COUNTY.

**ATTEST:**

Mona Miyasato  
County Executive Officer  
Clerk of the Board

**COUNTY OF SANTA BARBARA:**

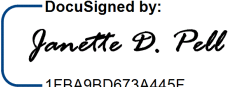
By: \_\_\_\_\_  
Deputy Clerk

By: \_\_\_\_\_  
Chair, Board of Supervisors

Date: \_\_\_\_\_

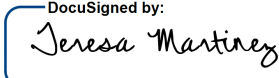
**Recommended for Approval**

Department of General Services  
Janette D. Pell

By:   
1EBA9BD673A445F...  
Director


**APPROVED AS TO FORM:**

Rachel Van Mullem  
County Counsel

By:   
232F4E3F173540D...  
Deputy County Counsel

**APPROVED AS TO ACCOUNTING FORM:**

Betsy M. Schaffer, CPA  
Auditor-Controller

By:   
A99ED5BD71D04EB...  
Deputy

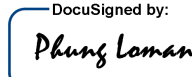
**APPROVED AS TO FORM:**

Greg Milligan, ARM  
Risk Manager

By:   
DC240AC1E64247D...  
Risk Management

**APPROVED AS TO FORM**

Phung Loman  
Purchasing Agent

By:   
5995E83913B84A5...  
General Services Purchasing Division

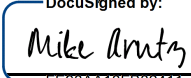
### CONTRACTOR SIGNATURE PAGE

Amendment No. 1 to the Agreement for Services of Independent Contractor between the **County of Santa Barbara** and **Smartsheet, Inc.**

**IN WITNESS WHEREOF**, the parties have executed this First Amendment to the Agreement to be effective on the date executed by County.

**CONTRACTOR:**

Smartsheet, Inc.

By:  \_\_\_\_\_  
Authorized Representative

Name: Mike Arntz

Title: 6/2/2022