



FIRST AMENDMENT TO THE STANDARD SERVICES AGREEMENT

THIS FIRST AMENDMENT TO THE STANDARD SERVICES AGREEMENT (the "First Amendment"), dated as of this 8th day of January, 2024, is entered into by and between Virgin Pulse, Inc. ("Contractor" or "Provider") and County of Mendocino ("County" or "Client") (collectively, the "Parties") and relates to the Standard Services Agreement entered into by and between Provider and Client, dated March 24, 2023, as amended (collectively, the "Agreement").

WHEREAS, Provider and Client are desirous of amending certain terms of the Agreement; and

WHEREAS, the capitalized terms used in this First Amendment and not otherwise defined shall have the same meaning as set forth in the Agreement.

NOW, THEREFORE, in consideration of the Parties' continued business relationship, foregoing premises and the mutual promises hereinafter contained, the sufficiency of which are hereby acknowledged by the Parties, the Parties agree as follows:

- 1. Section 1.13 "Eligible" or "Eligibles". Effective as of the date first written above, the Parties hereby mutually agree to delete in its entirety Section 1.13 "Eligible" or "Eligibles" and replace with the following:

1.13 "Eligible" or "Eligibles" shall mean Client employees, employee beneficiaries, and retirees and/or spouses/domestic partners of Client (when applicable), who are eligible to enroll in the Virgin Pulse Program.

- 2. Entire Agreement. The Agreement, as amended by this First Amendment, constitutes the entire understanding between the Parties relating to the subject matter hereof and is hereby ratified and confirmed by the Parties. Except as expressly amended by this First Amendment, the Agreement shall remain unchanged and shall be in full force and effect.

IN WITNESS WHEREOF, the Parties, by their duly authorized representatives, have executed this First Amendment as of the date below.

VIRGIN PULSE, INC.

COUNTY OF MENDOCINO

By: [Signature] F1D490718F6B498...

By: [Signature]

Name: Ian O'Neill

Name: Maureen Mulheren

Title: Global Head of Legal

Title: Chair, Mendocino County Board of Supervisors

Date: 6/20/2024

Date: 07/09/2024

Approved by: [Signature] 2C41C3E76E78401...

**IN WITNESS WHEREOF**

**DEPARTMENT FISCAL REVIEW:**

*Christopher*  
DEPARTMENT HEAD

DATE

**06/05/2024**

Budgeted:  Yes  No

Budget Unit: 4025

Line Item: 862189

Grant:  Yes  No

Grant No.: \_\_\_\_\_

**CONTRACTOR/COMPANY NAME:**

By: *[Signature]*  
DocuSigned by:  
F1D490718F6B498...

**NAME AND ADDRESS OF CONTRACTOR:**

Virgin Pulse

75 Fountain Street, Suite 310

Providence, RI 02902

**COUNTY OF MENDOCINO**

By: *Maureen Mulheren*  
MAUREEN MULHEREN, Chair  
BOARD OF SUPERVISORS

Date: 07/09/2024

By signing above, signatory warrants and represents that he/she executed this Agreement in his/her authorized capacity and that by his/her signature on this Agreement, he/she or the entity upon behalf of which he/she acted, executed this Agreement

**ATTEST:**

DARCIE ANTLE, Clerk of said Board

By: *[Signature]*  
Deputy 07/09/2024

I hereby certify that according to the provisions of Government Code section 25103, delivery of this document has been made.

DARCIE ANTLE, Clerk of said Board

By: *[Signature]*  
Deputy 07/09/2024

**COUNTY COUNSEL REVIEW:**

APPROVED AS TO FORM:

County Counsel

By: *Brina Blanton*

Deputy

Date: **06/05/2024**

**INSURANCE REVIEW:**

By: *Darcie Antle*  
Risk Management

Date: **06/05/2024**

**EXECUTIVE OFFICE/FISCAL REVIEW:**

By: *Darcie Antle*  
Deputy CEO or Designee

Date: **06/05/2024**

Signatory Authority: \$0-25,000 Department; \$25,001- 50,000 Purchasing Agent; \$50,001+ Board of Supervisors  
Exception to Bid Process Required/Completed  \_\_\_\_\_  
Mendocino County Business License: Valid   
Exempt Pursuant to MCC Section: \_\_\_\_\_