

BSI AMERICA PROFESSIONAL SERVICES INC.
12950 Worldgate Drive, Suite 800
Herndon, VA 20170

CONFIDENTIAL VIA EMAIL

November 15, 2021

Contra Costa County
Risk Management Department
2530 Arnold Drive, Suite 140
Martinez, California 94553

RE: Internal Consolidation of BSI America Professional Services Inc.

Dear Sir or Madam:

We are writing this letter to inform you that, on December 31, 2021, BSI Services and Solutions (West) Inc. ("BSI West") will participate in an internal consolidation (the "Consolidation") designed to improve the organization's corporate structure and internal operations. Pursuant to the Consolidation, each subsidiary of BSI America Professional Services Inc. ("BSI Parent"), including BSI West, will merge with and into BSI Parent, with BSI Parent being the surviving entity.

As you know, BSI West and Contra Costa County, California (the "Company") are parties to two Standard Contracts, both dated June 22, 2021 (the "Agreement"). BSI West considers its relationship with the Company to be a valuable part of its business. After the Consolidation, BSI West will no longer exist and BSI Parent will be responsible for fulfilling BSI West's duties and obligations under the Agreement. BSI Parent does not intend for the Consolidation to have any effect on the services being provided to the Company, and after the Consolidation, the Company can expect to receive the same high quality services and personnel as provided prior to the Consolidation.

Pursuant to Section 13 of the Agreement, the Consolidation may constitute an assignment of the Agreement (the "Assignment"). This letter is being sent to you to provide you notice of the Consolidation and to ask that the Company consent to the Assignment that will result from the Consolidation.

By executing this letter, the Company (i) consents to the consummation of the Consolidation for all purposes and in all respects in connection with the Agreement, including the Assignment and (ii) waives any breach or default of the Agreement and any right to terminate the Agreement as a result of the Consolidation.

Please confirm your receipt of this letter and your consent to the Assignment by executing the enclosed copy of this letter where indicated below and returning it to BSI Parent on or before November 19, 2021 by email to Nora Clinton at Nora.Clinton@bsigroup.com. If for any reason the Consolidation does not occur, this letter will have no force or effect.

Please feel free to contact BSI Parent at Nora.Clinton@bsigroup.com with any questions regarding the Assignment or the Consolidation. Thank you.

[Signature Page Follows]

Very truly yours,

BSI America Professional Services Inc.

By: *Kerri Greene*

Acknowledged and Agreed:

**Contra Costa County
Risk Management Department**

By: _____

Name: _____

Title: _____

Date: _____