

**AMENDMENT TO AGREEMENT BETWEEN CITY OF SUNNYVALE AND
WESTERN DIGITAL FOR WORKFORCE DEVELOPMENT SERVICES**

The Amendment to Agreement No. 001-292-24 ("Agreement"), dated September 11, 2024 ("Amendment"), is by and between the City of Sunnyvale (hereinafter referred to as "City"), on behalf of the NOVA Workforce Board ("NOVA"), and Western Digital, a data infrastructure and semiconductor company (hereinafter referred to as "Contractor") (collectively referred to as "Parties").

Whereas, on August 31, 2023, the City and Contractor entered into the Agreement whereby the Parties agreed to adhere to and comply with conditions and requirements established for use of specific funds from the State of California, which are intended to provide Rapid Response and layoff aversion activities under the Workforce Innovation and Opportunity Act, Title I, including workforce development services; and

Whereas, the City and Contractor agree that an Amendment to Agreement No. 001-292-24 is advisable; and

Whereas, the Parties desire to extend the Term of Agreement through September 10, 2025; and

Whereas, the Amendment is necessary to change the contact information for the City under Exhibit A (PROGRAM AND DESIGN STANDARDS), Section II. (NOTICES); and

Whereas, the Amendment is necessary to delete Exhibit A. I. PROGRAM DESIGN, B. SCOPE OF SERVICES and add Exhibit A, Attachment I AMENDED SCOPE OF SERVICES; and

Whereas, the Amendment is necessary to replace Exhibit D. BUDGET, with Exhibit D-1, BUDGET – AMENDED and Exhibit D-1, Attachment I that adjust line items and incorporate new funding for the new term. As such, the total funding for September 11, 2024, through September 10, 2025, will be \$350,100; and

Whereas, the City and Contractor agree that the effective date of this Amendment is September 11, 2024.

NOW, THEREFORE, THE PARTIES ENTER INTO THIS AMENDMENT TO AGREEMENT NO. 001-292-24:

1. Paragraph 2 of the Agreement, entitled "Term of Agreement", is hereby amended to read as follows:

2. Term of Agreement: September 11, 2024 through September 10, 2025.

2. Exhibit A, Section II. NOTICES, to the Agreement is hereby amended, in part, to read as follows:

[Replace City's contact information with the following:]

City: Christopher Bernhardt, Senior Management Analyst
NOVA Workforce Services
456 West Olive Avenue
Sunnyvale CA 94086
Telephone: (408) 730-7833
Email: sbernhardt@novaworks.org

3. Exhibit A. Section I. PROGRAM DESIGN, B. SCOPE OF SERVICES is hereby deleted in its entirety.

4. Exhibit A, Attachment I, entitled "AMENDED SCOPE OF SERVICES", is attached hereto and incorporated herein.

5. Exhibit D to the Agreement is hereby replaced in its entirety with Exhibit D-1, BUDGET – AMENDED and Exhibit D-1, Attachment I, attached hereto and incorporated herein.

6. All other terms and conditions of this Agreement remain unchanged and in effect.

The Parties, by and through their authorized representatives as indicated below, hereby acknowledge, and agree to the terms and conditions of this Amendment to Agreement No. 001-292-24.

CITY OF SUNNYVALE

WESTERN DIGITAL

BY: _____

BY: _____

NAME: **Sarah Johnson-Rios**

NAME: **Cynthia Lock Tregillis**

TITLE: **Assistant City Manager**

TITLE: **SVP, Chief Legal Officer &**

Secretary

APPROVED AS TO FORM:

BY: _____

City Attorney

Exhibit A, Attachment I: AMENDED SCOPE OF SERVICES

Under the direction of the City, Contractor is responsible for providing a second year of the following services:

(1) Panalytical XRF Large Spot Training:

- 5-day training for 4 employees consisting of engineers and technicians.
- Maintenance training for X-Ray Fluorescent Systems (XRFs), used for precision electroplating process control for tools that are utilized within Contractor wafer fabs. A product specialist will conduct the training at Contractor Fremont fab location. Training topics include radiation safety, understanding and identifying system components, basic principles of X-ray system, operation of software programs, understanding electronic instrument control functions, reading wire diagrams, function mechanics, preventative maintenance, system performance tests, alignment procedures, height measurement systems, troubleshooting + corrective maintenance, and diagnostic programs.

(2) Anaconda Licensing:

- 1-year continuation/progression of the Udemy Advanced Analytics Wafer Ops training for 125 employees consisting of engineers and technicians.
- Trainings will focus on applying learned skills and completing Capstone projects initiated during the Advanced Analytics for Wafer Ops Udemy trainings from the first year. All projects revolve around use case coherently with a clear understanding of cost benefits and efficiency gains towards each members' specific roles and responsibilities.

(3) Los Positas College Vacuum Technology Workshop Training:

- 8-week course for 20 employees consisting of engineers and technicians.
- Vacuum training workshop will focus on technology used in environments where processes such as thin film deposition, electron beam welding, and more, can be carried out. Training will give an in-depth understanding of the removal of air from a system to some acceptable sub atmospheric pressure by use of vacuum pumping equipment/technology.

(4) TEL Pro Training:

- 10-day training for 2 technicians.
- Trainings will focus on maintenance, troubleshooting, and repair of TEL machines/tools used for deposition processes within the San Jose and Fremont wafer fabs. Upskill of techs will allow them to train additional members, reducing downtimes and the need for vendor support.

Exhibit A, Attachment I: AMENDED SCOPE OF SERVICES (cont.)

(5) Veteran's Program Specialist & Recruiting Support:

- Salary for one dedicated headcount to support veteran's hiring initiatives, Registered Apprenticeship Program, and liaison with manufacturing leadership to ensure timely execution and proper expense treatment of the trainings listed above.
- Recruiting support includes funding to allow Program Specialist and/or other Contractor personnel such as recruiters/hiring manager to attend hiring events focused on Military and other diverse talent pools.

(6) Hire Heroes USA Partnership:

- Funding would provide the opportunity for Contractor to amplify its brand as a military-friendly employer leveraging Hire Heroes USA's significant reach within this community. Opportunities include participation in virtual career fairs, job board postings, employer spotlights and targeted email campaigns.

(7) SEMI Foundation Vet S.T.E.P. Support:

- Contractor will engage in a partnership with SEMI Foundation to leverage their new collaboration with Vet S.T.E.P. with the goal of bringing to two soon-to-be-separating military personnel to Contractor for an 8-week internship experience, with the ultimate goal of offering a permanent role within its organization. Funding would help support the transportation and housing costs for the interns.

BUDGET - AMENDED

The Contractor will be reimbursed for the program costs and activities conducted within the scope of this Agreement. The budget under this Agreement shall not exceed a total of \$350,100, as detailed in Exhibit D-1, Attachment I.

Any changes requested for the budget shall be submitted by written request to the City and are subject to City's written approval.

Accrued expenditures (not yet paid) must be reported monthly on the Request for Payment form.

METHOD OF PAYMENT

This Agreement is a cost reimbursement Agreement. Reimbursement for 100% of program costs and activities can be invoiced as completed on a monthly basis using the Request for Payment form that will be provided following approval of the contract. Requests shall be submitted by the 15th of the month following the month for which reimbursement is being requested.

Documentation of all expenditures consisting of general ledger printouts and supporting documentation of cost allocation must be submitted with each payment request. This submission must also consist of an itemized description of work performed to support amounts claimed on the Request for Payment form.

Description of work performed should relate to tasks described in the amended scope of services of Exhibit A, Attachment I and the amended budget of Exhibit D-1, Attachment I.

Failure to submit required documentation and forms may cause a delay in payment.

Exhibit D-1, Attachment I

The Contractor will be reimbursed for program costs and activities conducted within the scope of this Agreement. The budget under this Agreement shall not exceed a total of \$350,100 for the term of this Agreement in accordance with the following line items:

	Activity	Budget
1	Wafer Engineering and Operation <ul style="list-style-type: none"> • Panalytical XRF Large-Spot Training • Anaconda Licensing 	<u>\$103,100 total</u> \$31,100 \$72,000
2	Equipment Engineering and Maintenance <ul style="list-style-type: none"> • Los Positas College Vacuum Technology Workshop Training • TEL Pro Training 	<u>\$27,000 total</u> \$2,000 \$25,000
3	Program Support <ul style="list-style-type: none"> • Veteran's Program Specialist & Recruiting Support • Hire Heroes USA Partnership • SEMI Foundation Vet S.T.E.P Support 	<u>\$220,000 total</u> \$175,000 \$25,000 \$20,000
	Total	\$350,100