



January 13, 2022

Ms. Nadia King
VP Human Resources
Glanbia Nutritionals
121 4th Ave S,
Twin Falls, ID 83301

Re: **Letter of Engagement/Agreement for Professional Consulting Services**

Dear Ms. King,

Upon execution, this three-page letter will confirm that Glanbia Nutritionals, hereinafter, "the client", has retained and engaged the services of ER Experts, Inc., d/b/a Action Resources hereinafter, "Action Resources or the consulting firm", for the purposes of providing employee relations consulting services under the following terms and conditions:

1. The consulting firm shall be paid a *daily rate* of **\$3,500.00 (Three Thousand Five Hundred Dollars)**, per consultant as-signed to the case for on-site services rendered on behalf of the client. A normal work day shall be considered up to 10 (ten) on-site hours (hours spent at the client's facility). *Off-site office time* shall be billed at the rate of **\$350.00 (Three Hundred Fifty Dollars)** per hour. There shall be no pyramiding of rates on any particular day. To further clarify, on days where on-site as well as off-site work is performed, only the daily rate will apply.
2. The consulting firm shall be paid for all reasonable expenses incurred on the client's behalf including but not limited to airfare, lodging, and car rental expense as well as a meal allowance of \$75.00 per consultant, per day including travel days. Travel time of ½ (One-Half) day shall apply only when required from the consultant's home base to the client's facility and only when it is required to take place on a weekday. Please note that weekend travel time IS NOT subject to this provision.
3. Invoices shall be submitted every Monday covering charges and expenses incurred for the previous week. Payment shall be due by 14 days following receipt of the invoice.
4. The client agrees to pay the full invoice balance within 14 (Fourteen) days from receipt of invoice. A past due late charge of 1 ½ % per month (18% Annually) shall be applied on the unpaid balance.

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5. The parties reserve the right upon written notice to the other, to withdraw from this agreement at any time.
6. In the event that any dispute arises with respect to any of the terms of this agreement, said dispute shall be submitted to final and binding arbitration, pursuant to the rules of the San Diego County Bar Association.
7. ACH/Direct Deposit is the preferred method of payment for all invoices submitted by the consulting firm. Action Resources' bank information is as follows:

Bank Name: JPMorgan Chase Bank National Association
705 S Green Valley Pkwy
Henderson, NV 89052

Account Name: ER Experts, Inc., d/b/a Action Resources

Account Number: 675356700

Routing Number: 322271627

Recipient's Address: 1000 N Green Valley Pkwy Ste 440-247
Henderson, NV 89074-6172

8. All payments due by the client shall be made payable only to ER Experts, Inc., d/b/a Action Resources in the event of a check payment; the check(s) should be mailed to the following address:

Action Resources
18653 Ventura Blvd. Suite # 168
Tarzana, CA 91356

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9. Client agrees that no representations written or otherwise have been made as to the outcome of the project.

10. Client understands and agrees that the Action Resources' consultants are not qualified to give legal advice and as such cannot be relied upon, or be held responsible for any legal opinion given to the client. In all instances, the client agrees to consult professional legal counsel before acting upon any legal opinion expressed by any Action Resources consultant.

11. If the above terms and conditions of this agreement are satisfactory to you, please evidence your consent by signing and e-mailing this agreement to Mr. Alex Casillas at admin@voteno.com

We appreciate the opportunity to work with you in the above project and look forward to a satisfactory outcome.

This agreement is entered into this _____ day of January 2022.

By: Nadia King Title: Interim Chief People Officer

By: Alex Casillas

Alex Casillas - President
ER experts, Inc. d/b/a Action Resources

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