

**AMENDMENT NO. 1
TO THE AGREEMENT FOR THE PERFORMANCE OF SERVICES
BY AND BETWEEN THE
CITY OF SANTA CLARA, CALIFORNIA,
AND
ACCELA, INC.**

PREAMBLE

This agreement ("Amendment No. 1") is entered into between the City of Santa Clara, California, a chartered California municipal corporation (City) and Accela, Inc., a California corporation (Contractor). City and Contractor may be referred to individually as a "Party" or collectively as the "Parties" or the "Parties to this Agreement."

RECITALS

- A. The Parties previously entered into an agreement entitled "Agreement for the Performance of Services by and between the City of Santa Clara, California and Accela, Inc.", dated August 29, 2018 (Agreement); and
- B. The Parties entered into the Agreement for the purpose of having Contractor provide software subscription services for the City's permit system, and the Parties now wish to amend the Agreement to make certain revisions to the terms as set forth below.

NOW, THEREFORE, the Parties agree as follows:

AMENDMENT TERMS AND CONDITIONS

- 1. Section 5 of the Agreement, entitled "Term of Agreement" is amended to read as follows:

Unless otherwise set forth in this Agreement or unless this paragraph is subsequently modified by a written amendment to this Agreement, the term of this Agreement shall begin on the Effective Date of this Agreement and terminate on November 29, 2025.

- 2. Exhibit B of the Agreement, entitled "Fee Schedule", is hereby amended to read as shown in First Revised Exhibit B, attached and incorporated into this Amendment No. 1.
- 3. Except as set forth herein, all other terms and conditions of the Agreement shall remain in full force and effect. In case of a conflict in the terms of the Agreement and this Amendment No. 1, the provisions of this Amendment No. 1 shall control.

The Parties acknowledge and accept the terms and conditions of this Amendment No. 1 as evidenced by the following signatures of their duly authorized representatives.

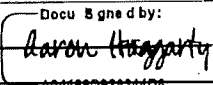
CITY OF SANTA CLARA, CALIFORNIA
a chartered California municipal corporation

Approved as to Form:
Alexander Abbe Digitally signed by Alexander Abbe
Date: 2021.12.16 13:50:44 -08'00'
Office of the City Attorney
City of Santa Clara

Dated: 12/16/2021
for Cynthia E. Boyer
DEANNA J. SANTANA
City Manager
1500 Warburton Avenue
Santa Clara, CA 95050
Telephone: (408) 615-2210
Fax: (408) 241-6771

"CITY"

ACCELA, INC.
a California corporation

Dated: 10/28/2021
By (Signature): 
Name: Aaron Haggarty
Title: Chief Legal Officer
Principal Place of Business Address: 2633 Camino Ramon, Suite 500, San Ramon, CA 94583
Email Address: ahaggarty@accela.com
Telephone: ()
Fax: ()

"CONTRACTOR"

**FIRST REVISED EXHIBIT B
FEE SCHEDULE**

1. MAXIMUM COMPENSATION

The maximum compensation for all materials and services provided under this Agreement shall not exceed **Two Million Six Hundred Thirty-Nine Thousand Three Hundred Dollars (\$2,639,300)** during the term of the Agreement, subject to budget appropriations. Any additional services or materials requested by the City that would exceed the preceding maximum amount will be addressed in an Amendment to the Agreement.

2. CIVIC PLATFORM ANNUAL SOFTWARE SUBSCRIPTION SERVICES

Table B1 sets forth the estimated number of software subscriptions required by the City. Notwithstanding the foregoing, the actual quantity that will be purchased by the City will be listed on the Order and shall be evidenced by the City's issuance of a Purchase Order. All order documents, including Contractor's Order Form and the City's Purchase Order, shall be deemed to incorporate the terms and conditions of this Agreement and any amendments hereto.

For the avoidance of doubt, the Per Unit Price will serve as the baseline for the annual software subscription fees to be charged during any Subscription Term. Notwithstanding anything to the contrary contained herein, at least 60 calendar days prior to the start of the upcoming Subscription Term, the City will provide Contractor with the number of subscriptions required for the upcoming term. Contractor shall adjust the annual invoice for the upcoming Subscription Term based on the number of subscriptions provided by the City and in accordance with the Per Unit Price set forth in Table B1.

| Table B1: Civic Platform - Part # SS-37 | | | |
|--|---------------------------|-----------------------|-----------------------|
| Product Name | Estimated Quantity | Per Unit Price | Extended Total |
| Accela Civic Platform Silver - Subscription Term: 11/30/18 - 11/29/19 | 40 | \$1,788.00 | \$71,520.00 |
| Accela Civic Platform Silver - Subscription Term: 11/30/19 - 11/29/20 | 140 | \$1,841.64 | \$257,829.60 |
| Accela Civic Platform Silver - Subscription Term: 11/30/20 - 11/29/21 | 140 | \$1,896.89 | \$265,564.60 |
| Accela Civic Platform Silver - Subscription Term: 11/30/21 - 11/29/22 | 140 | \$1,953.80 | \$273,532.00 |
| Accela Civic Platform Silver - Subscription Term: Prorated 1/1/22 to 11/29/22) | 100 | ////////// | \$179,025.00 |
| Accela Civic Platform Silver - Subscription Term: 11/30/22 - 11/29/23 | 240 | \$2,012.40 | \$482,976.00 |
| Accela Civic Platform Silver - Subscription Term: 11/30/23 - 11/29/24 | 240 | \$2,072.77 | \$497,464.80 |
| Accela Civic Platform Silver - Subscription Term: 11/30/24 - 11/29/25 | 240 | \$2,134.95 | \$512,388.00 |
| Total | | | \$2,540,300.00 |

3. CITIZEN ACCESS ANNUAL FEE

Table B1 sets forth the annual fee for Citizen Access.

| Table B2: Citizen Access - Part # AS-37 | | |
|---|------------------------|--------------------|
| Product Name | Population Size | Net Price |
| Accela Citizen Access - Subscription Population: 11/30/18 - 11/29/19 | 125,948 | \$12,594.80 |
| Accela Citizen Access - Subscription Population: 11/30/19 - 11/29/20 | 125,948 | \$13,363.08 |
| Accela Citizen Access - Subscription Population: 11/30/20 - 11/29/21 | 125,948 | \$13,753.52 |
| Accela Citizen Access - Subscription Population: 11/30/21 - 11/29/22 | 125,948 | \$14,169.15 |
| Accela Citizen Access - Subscription Population: 11/30/22 - 11/29/23 | 125,948 | \$14,597.37 |
| Accela Citizen Access - Subscription Population: 11/30/23 - 11/29/24 | 125,948 | \$15,035.29 |
| Accela Citizen Access - Subscription Population: 11/30/24 - 11/29/25 | 125,948 | \$15,486.35 |
| | Total | \$98,999.56 |