

**SECOND AMENDMENT TO THE GRANICUS SERVICE AGREEMENT
BETWEEN GRANICUS, INC. AND THE CITY OF FRESNO, CA**

This Second Amendment to the Granicus, Inc. Service Agreement is dated this 30th day of March, 2018, and entered into by and between Granicus, Inc., a California Corporation (Granicus), and the City of Fresno, a California municipal corporation (Client), with reference to the following:

WHEREAS, the Client and Granicus entered into an Agreement dated August 16, 2013 (Agreement); and

WHEREAS, the Agreement was awarded on September 12, 2017, to additional products to the Client's existing solutions; and

WHEREAS, in addition to Client's existing solution, Client wishes to add certain products and services as detailed in the quote dated March 21, 2018, which is attached as **Exhibit A** and incorporated herein by reference.

NOW, THEREFORE, in consideration of the premises, the parties intend that the Agreement be amended as follows:

1. Compensation shall be amended to include an additional one-time fee of Eight Thousand Two Hundred and Twenty-Five Dollars (\$8,475) and Eight Thousand Four Hundred Dollars (\$8,400) per year as detailed in **Exhibit A**. As amended, Client's Granicus solution shall now include additions to the Agreement as detailed in **Exhibit A**. Invoicing for the products and services set forth herein shall commence on July 1, 2018.
2. Except as amended by this Second Amendment, all other terms and conditions of the Agreement shall remain in full force and effect.
3. In the event of any inconsistency between the provisions of this Second Amendment and the documents comprising the Agreement, the provisions of this Second Amendment shall prevail.

[Signatures follow on the next page.]

IN WITNESS WHEREOF, the parties have caused this Second Amendment to be executed by their duly authorized representatives,

IN WITNESS WHEREOF, the parties have executed this Agreement at Fresno, California, on the day and year first above written.

CITY OF FRESNO,
A California municipal corporation

By: 
Yvonne Spence,
City Clerk

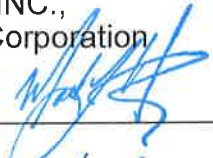
APPROVED AS TO FORM:
DOUGLAS T. SLOAN
City Attorney

By:  3/28/18
Brandon M. Collet
Senior Deputy

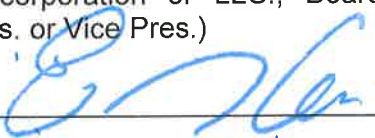
ATTEST:
YVONNE SPENCE, MMC
City Clerk

By:  3/30/18
Deputy

GRANICUS, INC.,
A California Corporation

By: 
Name: Mark Hynes

Title: CEO
(If corporation or LLC., Board Chair,
Pres. or Vice Pres.)

By: 
Name: Eric Gibson

Title: CFO
(If corporation or LLC., CFO, Treasurer,
Secretary or Assistant Secretary)

REVIEWED BY:

Attachment: Exhibit A

EXHIBIT A



Procurement Vehicle: Direct
In Support of: Fresno, CA

Quote Number: Q-14886
Quote Prepared On: 3/21/2018
Quote Valid Through: 3/31/2018
Payment Terms: Net 30

Granicus Contact:
Name: Ryan McClain
Phone: +1 8044849161
Email: ryan.mcclain@granicus.com

Start Date: 11/1/2017
End Date: 10/31/2018

ONE-TIME FEE

Product Name	Product Description	Invoice Schedule	Quantity	One-Time Total
Performance Accelerator Installation Services	Remote configuration and deployment of the Performance Accelerator.	Milestones	1 Each	\$0.00
Performance Accelerator Hardware (Purchase)	Performance Accelerator (Standard) Server is hardware utilized to distribute video/indexing/documents within a local network. This distribution is utilized to eliminate the bandwidth impact local viewers would have accessing data from the Granicus Data Center.	50% Up Front 50% Upon Delivery	1 Each	\$3,600.00
US Shipping Charge C - Large Item	US shipping of a large item	Up Front	1 Each	\$125.00
Granicus Encoding Appliance Hardware - SDI (AMAX) (GT)	AMAX Encoder with Osprey SDI Card. Used to pass commands and data from LiveManager that include Start/Stop of webcast, indexing, and document display. Also serves to distribute video and captions to be distributed to the CDN or Performance Accelerator.	50% Up Front 50% Upon Delivery	1 Each	\$3,500.00
Granicus Encoding Appliance Hardware Configuration (GT)	Remote configuration and deployment of an encoding appliance.	Milestones	1 Each	\$875.00
US Shipping Charge C - Large Item	US shipping of a large item	Up Front	1 Each	\$125.00
US Shipping Charge C - Large Item	US shipping of a large item	Up Front	2 Each	\$250.00
			TOTAL	\$8,475.00



ANNUAL SUBSCRIPTION FEE

Product Name	Product Description	Invoice Schedule	Quantity	Annual Total
Performance Accelerator Suite	Performance Accelerator Suite provides the ability to utilize the performance accelerator within a network. Requires Performance Accelerator or Virtual Performance Accelerator to distribute video/indexing/documents within a local network. This distribution is utilized to eliminate the bandwidth impact local viewers would have accessing data from the Granicus Data Center.	Annual	1 Each	\$4,200.00
Granicus Encoding Appliance Software (GT)	Granicus Encoding Appliance Software (GT) This includes the LiveManager Software solution where webcasts are started/stopped, agendas amended and indexed, votes and attendance recorded, and minutes created.	Annual	1 Each	\$1,200.00
Upgrade to SDI 720p Streaming	Upgrade to SDI 720p Streaming (requires Digital encoder and HD feed)	Annual	1 Each	\$3,000.00
			TOTAL	\$8,400.00

TERMS AND CONDITIONS

- Payment terms: net 30
- Any lapse in payment may result in suspension of service and will require the payment of a setup fee to reinstate the subscription.
- This quote is exclusive of applicable state, local, and federal taxes, which, if any, will be included in the invoice. It is the responsibility of **Fresno, CA** to provide applicable exemption certificate(s).
- Client's new annual fees shall be prorated to align with Client's then - current annual term.