

## SERVICE CONTRACT

THIS CONTRACT is made and entered into by and between the CITY OF FRESNO, a California municipal corporation (City), and PARTNERS IN CONTROL dba ENTERPRISE AUTOMATION, a California Corporation (Contractor) as follows:

1. CONTRACT DOCUMENTS. The "Notice Inviting Proposals," "Instructions to Proposers," "Proposal" and the "Specifications" including "General Conditions," "Special Conditions", "Federal Conditions", "Functional Specifications" and "Technical Requirements" for the following: RFP for DPU/Water Div. On-Call SCADA System Integration Professional Services and Support (Request for Proposals No. 3873) copies of which are annexed hereto, together with all the documents specifically referred to in said annexed documents, including the Performance Bond, if required, are hereby incorporated into and made a part of this Contract, and shall be known as the Contract Documents.

2. PRICE. For the monetary consideration of ONE HUNDRED FORTY NINE THOUSAND, NINE HUNDRED NINETEEN DOLLARS AND ZERO CENTS (\$149,919.00), as set forth in the Proposal, Contractor promises and agrees to perform or cause to be performed, in a good and workmanlike manner, and to the satisfaction of City, and in strict accordance with the Specifications, all of the work as set forth in the Contract Documents.

3. PAYMENT. City accepts Contractor's Proposal as stated and agrees to pay the consideration stated, at the times, in the amounts, and under the conditions specified in the Contract Documents.

4. INDEMNIFICATION. To the furthest extent allowed by law, including California Civil Code section 2782 (if applicable), Contractor shall indemnify and hold harmless City and each of its officers, officials, and employees, from any and all loss, liability, fines, penalties, forfeitures, costs and damages (whether in contract, tort or strict liability, including, but not limited to personal injury, death at any time and property damage) incurred by City, Contractor or any other person, and from any and all claims, demands and actions in law or equity (including reasonable attorney's fees and litigation expenses), to the extent caused by the negligence, recklessness or willful misconduct of Contractor, its principals, officers, employees, agents or volunteers in the performance of this Agreement.

If Contractor should subcontract all or any portion of the work to be performed under this Contract, Contractor shall require each subcontractor to indemnify and hold harmless City and each of its officers, officials, and employees in accordance with the terms of the preceding paragraph.

This section shall survive termination or expiration of this Contract.

**[Signatures follow on the next page.]**

IN WITNESS WHEREOF, the parties have executed this Contract on the day and year here below written, of which the date of execution by City shall be subsequent to that of Contractor's, and this Contract shall be binding and effective upon execution by both parties.

<p>CITY OF FRESNO, A California municipal corporation</p> <p>DocuSigned by: By: <u>Melissa Perales</u> 6/23/2023 Melissa Perales, Purchasing Manager General Services Department</p> <p>APPROVED AS TO FORM: ANDREW JANZ City Attorney</p> <p>DocuSigned by: By: <u>Brandon Collet</u> 6/26/2023 [Name] CA64DB... Date Senior Deputy City Attorney</p> <p>ATTEST: TODD STERMER City Clerk</p> <p>DocuSigned by: By: <u>Tina M. Your</u> 6/26/2023 2F1BC57F778C4E1... Date Deputy</p>	<p>PARTNERS IN CONTROL dba ENTERPRISE AUTOMATION, A California Corporation</p> <p>DocuSigned by: By: <u>[Signature]</u> 6/23/2023 AD955065AF9C498... Name: <u>Josh Riley</u></p> <p>Title: <u>vice president</u> (If corporation or LLC., Board Chair, Pres. or Vice Pres.)</p> <p>DocuSigned by: By: <u>Preston Hopson</u> 6/23/2023 ED80961A20D9402... Name: <u>Preston Hopson</u></p> <p>Title: <u>SVP, General Counsel and Sec</u> (If corporation or LLC., CFO, Treasurer, Secretary or Assistant Secretary)</p> <p>REVIEWED BY:</p> <p>DocuSigned by: <u>James E. Jackson</u> 6/26/2023 724037B6D78C477...</p>
<p>Addresses: CITY: City of Fresno Attention: James E. Jackson Senior Procurement Specialist 2101 G Street; Bldg. A Fresno, CA 93706 Telephone: (559) 621-1165 E-Mail: james.jackson2@fresno.gov</p>	<p>CONTRACTOR: Enterprise Automation Attention: Josh Riley Principal 210 Goddard Irvine, CA 92618 Telephone: (949) 769-6000 E-Mail: Josh.Riley@eaintegrator.com</p>