

**AMENDMENT NO. 2 TO AGREEMENT
BETWEEN THE COUNTY OF SAN MATEO AND
Accela**

THIS AMENDMENT NO. 2 TO THE AGREEMENT, entered into this _____ day of _____, 20____, by and between the COUNTY OF SAN MATEO, hereinafter called "County," and Accela, hereinafter called "Contractor";

W I T N E S S E T H:

WHEREAS, pursuant to Government Code, Section 31000, County may contract with independent contractors for the furnishing of such services to or for County or any Department thereof;

WHEREAS, the parties entered into an Agreement for the provision of specialized subscription software services on July 1, 2022; and

WHEREAS, the parties entered into Amendment No. 1 to the Agreement to add five (5) subscription users December 2, 2022 through June 30, 2023, increasing the not to exceed amount by \$6,005.38 for a new not to exceed amount of \$1,117,778.38; and

WHEREAS, the parties wish to amend the Agreement to increase the not to exceed contract amount by \$267,957.62, or up to 130 subscription users, July 1, 2023 through June 20, 2027, for a new not to exceed amount of \$1,385,736.

NOW, THEREFORE, IT IS HEREBY AGREED BY THE PARTIES HERETO AS FOLLOWS:

1. The last sentence of Section 3.1 "Fees" is updated to read as follows: In no event shall total payment for services under this agreement exceed \$1,385,736, and all fees shall be charged pursuant to a validly authorized Order.

2. Section 2.3 "Adding End Users," is revised to reflect ten (10) additional Accela Civic Platform – Subscription Users added to the Agreement as reflected in the Order Form (Q-29757) attached hereto and incorporated as Exhibit A-2 to the agreement.

3. **All other terms and conditions of the agreement dated July 1, 2022, between the County and Contractor shall remain in full force and effect.**

In witness of and in agreement with this Agreement's terms, the parties, by their duly authorized representatives, affix their respective signatures:

For Contractor: ACCELA, INC.

<small>DocuSigned by:</small> <i>Aaron Haggarty</i> <small>A04499D928344D8</small>	<u>4/20/2023</u>	<u>Aaron Haggarty</u>
Contractor Signature	Date	Contractor Name (please print)

For County:

COUNTY OF SAN MATEO

By:
President, Board of Supervisors, San Mateo County

Date:

ATTEST:

By:
Clerk of Said Board

Exhibit A-2



2633 Camino Ramon, Suite 500
San Ramon, CA, 94583

Proposed by: Caitlin Carter
Contact Phone: (925) 359 - 3411
Contact Email: ccarter@accela.com
Quote ID: Q-29757
Valid Through: 4/16/2023
Currency: USD

Renewal Order Form

Address Information

Bill To:

San Mateo County Planning and Building
455 County Center
Redwood City, California 94063
United States

Ship To:

San Mateo County Planning and Building
455 County Center
Redwood City, California 94063
United States

Billing Name: Ellie Dallman
Billing Phone:
Billing Email: planning_fiscal@smcgov.org

Purchase of 5 Additional Users

Services	Year	Start Date	End Date	Term (Months)	Price	Qty	Net Total
Accela Civic Platform - Subscription User	Year 1	7/1/2023	6/30/2024	12	\$2,134.97	5	\$10,674.83
Purchase of 5 Additional Users TOTAL:							\$10,674.83

Renewal of 5 Users (Delivered 12/15/22)

Services	Year	Start Date	End Date	Term (Months)	Price	Qty	Net Total
Accela Civic Platform - Subscription User	Year 1	7/1/2023	6/30/2024	12	\$2,134.97	5	\$10,674.83
Renewal of 5 Users (Delivered 12/15/22) TOTAL:							\$10,674.83

Renewal of 10 Users

Services	Year	Start Date	End Date	Term (Months)	Price	Qty	Net Total
Accela Civic Platform - Subscription User	Year 2	7/1/2024	6/30/2025	12	\$2,199.01	10	\$21,990.14
Renewal of 10 Users TOTAL:							\$21,990.14

Renewal of 10 Users

Services	Year	Start Date	End Date	Term (Months)	Price	Qty	Net Total
Accela Civic Platform - Subscription User	Year 3	7/1/2025	6/30/2026	12	\$2,264.98	10	\$22,649.84
Renewal of 10 Users TOTAL:							\$22,649.84

Renewal of 10 Users

Services	Year	Start Date	End Date	Term (Months)	Price	Qty	Net Total
Accela Civic Platform - Subscription User	Year 4	7/1/2026	6/30/2027	12	\$2,332.93	10	\$23,329.34
Renewal of 10 Users TOTAL:							\$23,329.34

Pricing Summary

Period	Net Total
Year 1	\$ 21,349.66
Year 2	\$ 21,990.14
Year 3	\$ 22,649.84
Year 4	\$ 23,329.34
Total	\$ 89,318.98

Renewal Terms/Information:

General Information	
Governing Agreement(s)	This Order Form will be governed by the applicable terms and conditions. If those terms and conditions are non-existent, have expired or have otherwise been terminated, the following terms at https://www.accela.com/terms/ will govern as applicable, based on the Customer's purchase.

Order Terms	
Order Start Date	Unless otherwise specified in the Special Order Terms: <ul style="list-style-type: none"> • Software Licenses & Subscriptions start on the date of delivery by Accela; • Hosting and Support start on Accela's delivery of the software hosted and/or supported;
Order Duration	Unless otherwise specified in the Special Order Terms: <ul style="list-style-type: none"> • Subscriptions continue from the Order Start Date through the number of months listed in this Order Form (or if not listed, twelve (12) months). Thereafter Subscriptions automatically renew annually as calculated from Order Start Date of Customer's first Subscription purchase. • Any Software Licenses or Hardware are one-time, non-refundable purchases. • Hosting and Support continue from the Order Start Date through the number of months listed in this Order Form (or if not listed, twelve (12) months). • Professional Services continue for the duration as outlined in the applicable Statement of Work, Exhibit or the Governing Agreement, as applicable.
Special Order Terms	This Order Form replaces all previous order forms for the terms listed above and will govern the Software, Maintenance, and/or Services items listed on this Order Form. <ul style="list-style-type: none"> • In the event of an inconsistency between this Order Form, any governing agreement, purchase order, or invoice, the Order Form shall govern as it pertains to this transaction. • For Software Licenses, Accela may terminate this Order Form in the event the Software is phased out across Accela's customer base. In such event, Accela will provide Customer sufficient advance notice and the parties will mutually agree to a migration plan for converting Customer to another Accela generally-available offering with comparable functionality. • If this Order Form is executed and/or returned to Accela by Customer after the Order Start Date above, Accela may adjust the Order Start Date and Order End Date of the additional purchase without increasing the total price based on the date Accela activates the products and provided that the total length does not change.

Payment Terms	
Currency	USD
Invoice Date	Unless otherwise stated in the Special Payment Terms, Invoice for the Grand Total above will be issued on the Order Start Date.
Payment Due Date	Unless otherwise stated in the Special Payment Terms or the Governing Agreement(s), all payments are due on the Invoice Date and payable net 30 days .
Special Payment Terms	None unless otherwise specified in this location.

Purchase Order	If Customer requires PO number on invoices, it must be provided below and Customer must provide a copy of the PO prior to invoice issuance. If no PO number provided prior to invoice issuance date, invoices issued on this Order Form will be valid without a PO reference.
	PO#

Signatures	
Accela, Inc.	Customer
Signature: 	Signature:
Print Name: Aaron Haggarty	Print Name:
Title: Chief Legal Officer	Title:
Date: 4/20/2023	Date: