

**SECOND AMENDMENT TO AGREEMENT
BETWEEN THE COUNTY OF SAN MATEO AND
GRANICUS, INC.**

THIS AMENDMENT TO THE AGREEMENT, entered into this ____ day of _____, 20____, by and between the COUNTY OF SAN MATEO, hereinafter called "County," and Granicus, Inc., 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 on December 8, 2016, pursuant to which Contractor provides software, hardware, infrastructure, and services for enterprise public meeting systems, including paperless agenda packets, minutes, and streamlining video services; and

WHEREAS, on November 12, 2019, the parties amended the agreement to extend the term through December 13, 2022 and to increase the maximum amount payable under the agreement by \$341,379.75, to an amount not to exceed \$664,402.75; and

WHEREAS, the parties wish to further amend the Agreement to incorporate Spanish and additional English captioning services and to further increase the maximum amount payable under the Agreement by \$109,357.54 to an amount not to exceed \$773,760.29.

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

1. Section 3 of the Agreement is amended in its entirety to read as follows:

In consideration of the services provided by Contractor in accordance with all terms, conditions, and specifications set forth in this amendment and in Exhibit A (Revised July 20, 2021), County shall make payment to Contractor based on the rates and in the manner specified in Exhibit B (Revised July 20, 2021). County reserves the right to withhold payment if the County determines that the quality or quantity of the work performed is unacceptable. In no event shall County's total fiscal obligation under this agreement exceed SEVEN HUNDRED SEVENTY--THREE THOUSAND SEVEN HUNDRED SIXTY DOLLARS AND TWENTY NINE CENTS (773,760.29). In the event that the County

makes any advance payments, Contractor agrees to refund any amounts in excess of the amount owed by the County at the time of contract termination or expiration. Contractor is not entitled to payment for work not performed as required by this agreement.

2. Exhibits A and B, are hereby amended in their entirety as set forth in Exhibit A (Revised July 20, 2021) and Exhibit B (Revised July 20, 2021), attached hereto and incorporated herein by reference.
3. **All other terms and conditions of the agreement dated December 8, 2016, between the County and Contractor, as amended, 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: GRANICUS, INC.

Jessica Yang
Contractor Signature

Jul 27, 2021
Date

Jessica Yang
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

PRODUCT DESCRIPTIONS

Solution	Description
Government Transparency Suite	Government Transparency are the live in-meeting functions. Streaming of an event, pushing of documents, and indexing of events.
Recurring Captioning Services	<p>Live closed captioning.</p> <ul style="list-style-type: none"> • All Meetings will incur one hour minimum. • Cancellations within 24 hrs. will be charged 1 hour minimum. • Caption reservations should be reserved two weeks in advance. Jobs with little notice may not be guaranteed coverage, 24 hours as an absolute minimum. • Real Time Captions are provided at an 98% accuracy readability rating. • Recurring Caption hours not used in the period of performance will not carry over to the following year.
Legistar	<p>Legistar is a Software-as-a-Service (SaaS) solution that enables government organizations to automate the entire legislative process of the clerk’s office. Clerks can leverage Legistar to easily manage the entire legislative process from drafting files, through assignment to various departments, to final approval. Legistar includes:</p> <ul style="list-style-type: none"> • Unlimited user accounts • Unlimited meeting bodies and meeting types • Unlimited data storage and retention • Up to one (1) Legistar database • Up to one (1) InSite web portal
eComment	eComment reduces staff time by providing the ability to effortlessly collect and manage citizen input on agenda items. Citizens are allowed to either/or submit comments in regards to items or sign up to speak before a scheduled meeting.
VoteCast Classic Package with Hardware (TouchScreen) (ME)	VoteCast Classic Package with Hardware (TouchScreen) (ME) is the bundle for VoteCast installed on Dell CPUs and ELO Touchscreens that allows elected officials to vote during a meeting. This is a more permanent installation in that the CPUs and Touchscreens are usually mounted or attached to the dais of a meeting room.
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.
Open Platform Suite	Open Platform is access to MediaManager, upload of archives, ability to post agendas/documents, and index of archives. These are able to be published and accessible through a searchable viewpage.
Meeting Efficiency Suite	Meeting Efficiency is a hybrid Software-as-a-Service (SaaS) and Hardware-as-a-Service (HaaS) solution that enables government organizations to simplify the in-meeting management and post-meeting minutes creation processes of the clerk’s office. By leveraging this solution, the client will be able to streamline meeting data capture and minuted production, reducing staff efforts and decreasing time to get minutes published. During a meeting, use LiveManager

	<p>to record role calls, motions, votes, notes, and speakers, all indexed with video. Use the index points to quickly edit minutes, templates to format in Microsoft Word, and publish online with the click of a button. Meeting Efficiency includes:</p> <ul style="list-style-type: none"> • Unlimited user accounts • Unlimited meeting bodies • Unlimited storage of minutes documents • Access to the LiveManager software application for recording information during meetings • Access to the Word Add-in software component for minutes formatted in MS Word if desired • Up to one (1) MS Word minutes template (additional templates can be purchased if needed)
Boards and Commissions	<p>Boards and Commissions is a Software-as-a-Service (SaaS) solution that enables government organizations to simplify the citizen application and appointment to boards process of the clerk’s office. Boards and Commissions includes:</p> <ul style="list-style-type: none"> • Unlimited user accounts • Unlimited boards, commissions, committees, and subcommittees • Unlimited storage of citizen applications • Access to up to one (1) Boards and Commissions site • Access to customizable, embeddable iFrame websites for displaying information to citizens • Access to a customizable online citizen application form including board-specific questions • Customizable forms for board details, appointment details, and internal tracking details • Pre-designed document PDFs for applications, board details and rosters, and vacancy reports • Downloadable spreadsheets for easy reporting <p><i>Optional custom templates for document or report generation may also be purchased for an additional fee.</i></p>
Performance Accelerator Suite	<p>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.</p>
Legistar Training Database	<p>Legistar training database allows the customer to have one additional Legistar training database and InSite environment to use for testing and training.</p>
Meeting Services- Custom Recurring	<p>Realtime English to Spanish Audio Translation into Captioning by Live Person</p> <ul style="list-style-type: none"> • 1 Hour Minimum • Billed in half-hour increments after first hour • Hours billed based on reservation, not by usage

THIRD PARTY DISCLAIMER

Closed Captioning and Meeting Services: County and Granicus may agree that a third party will provide closed captioning, transcription services, or other meeting services under this Agreement, In such case, County expressly understands that the

third party is an independent contractor and not an agent or employee of Granicus. Granicus is not liable for acts performed by such an independent third party.

Exhibit B (Revised July 20, 2021)

Granicus Agenda Management System Cost Tables – Fees

Fees				
Solution	Billing Frequency	Quantity/Unit	12/14/2020 – 12/13/2021	12/14/2021 – 12/13/2022
Government Transparency Suite	Annual	1 Each	15,250.07	16,317.57
Captioning Services (English)	Annual	168 Hours	\$12,433.40 Pro-rated 7/1/21 – 12/13/21 for 83 additional hours (\$12,733.00 already paid for 85 hours)	25,166.40 For full 168 Hours
Meeting Services – Custom Spanish Captioning	Annual	168 Hours	21,995.00 Pro-rated 7/1/21 – 12/13/21 for 83 hours	44,520.00
Legistar	Annual	1 Each	21,157.75	22,638.79
eComment	Annual	1 Each	3,778.16	4,042.63
VoteCast Classic Package with Hardware (TouchScreen) (ME)	Annual	1 Each	27,477.59	29,401.02
One-Time Granicus Standard Encoding Appliance Hardware (AMAX) (GT)	Upon Delivery	1 Each	2,500.00	0.00
One-Time Granicus Encoding Appliance Hardware Set-up and Configuration	Upon Delivery	1 Each	875.00	0.00
One-Time US Shipping Charge C – Large Item	Upon Delivery	1 Each	125.00	0.00
Ganicus Encoding Appliance Software (GT)	Annual	1 Each	2,054.00	2,817.05
Open Platform Suite	Annual	1 Each	0.00	0.00
Meeting Efficiency Suite	Annual	1 Each	13,601.40	14,533.50
Boards and Commissions	Annual	1 Each	25,691.55	27,489.95
Performance Accelerator Suite	Annual	1 Each	3,778.16	4,042.63
Legistar Training Database	Annual	1 Each	1,373.88	1,470.05
TOTAL			\$164,823.96	\$192,439.60

SMC Granicus_Amendment 2_JWEDIT0723

Final Audit Report

2021-07-27

Created:	2021-07-26
By:	John Watkins (John.Watkins@granicus.com)
Status:	Signed
Transaction ID:	CBJCHBCAABAAOKU7KrHyQROtbPqXP0IX0xISNGmiytUR

"SMC Granicus_Amendment 2_JWEDIT0723" History

-  Document created by John Watkins (John.Watkins@granicus.com)
2021-07-26 - 10:09:15 PM GMT- IP address: 73.37.209.163
-  Document emailed to Jessica Yang (jessica.yang@granicus.com) for signature
2021-07-26 - 10:09:43 PM GMT
-  Email viewed by Jessica Yang (jessica.yang@granicus.com)
2021-07-27 - 10:27:15 PM GMT- IP address: 45.41.142.28
-  Document e-signed by Jessica Yang (jessica.yang@granicus.com)
Signature Date: 2021-07-27 - 10:27:31 PM GMT - Time Source: server- IP address: 73.242.94.171
-  Agreement completed.
2021-07-27 - 10:27:31 PM GMT