

Granicus, LLC

FIRST AMENDMENT TO AGREEMENT FOR SERVICES #2577

THIS FIRST AMENDMENT to that Agreement for Services #2577, made and entered into by and between the County of El Dorado, a political subdivision of the State of California (hereinafter referred to as "County"), and SouthTech Systems, Inc., a corporation, duly qualified to conduct business in the State of California, now owned and operating as Granicus, LLC, a Minnesota limited liability company duly qualified to conduct business in the State of California, whose principal place of business is 408 Saint Peter Street, Suite 600, Saint Paul, Minnesota 55102, and whose local address is 4181 Flat Rock Dr. Riverside CA 92505 (hereinafter referred to as "Consultant");

RECITALS

WHEREAS, SouthTech Systems, Inc. has been engaged by County to provide DisclosureDocs and eDisclosure software licenses, pursuant to Agreement for Services #2577, dated April 18, 2018, incorporated herein and made by reference a part hereof (herein after referred to as "Agreement");

WHEREAS, SECTION 9, General Provisions, 9.1 Entire Agreement, of the Agreement prohibits SouthTech Systems, Inc. from amending or modifying the Agreement, without prior written consent of both parties;

WHEREAS, SECTION 9, General Provisions, 9.2 No Assignment, of the Agreement prohibits SouthTech Systems, Inc. from selling, transferring, assigning, or subcontracting any right or obligation hereunder without the prior written consent of both parties;

WHEREAS SouthTech Systems, Inc. has been acquired by Granicus, LLC, effective November 9, 2018;

WHEREAS, by operation of this acquisition, Granicus, LLC shall assume all of SouthTech Systems, Inc.'s duties, responsibilities, and obligations, including insurance and indemnity obligations, for the software licenses under the terms and conditions of the Agreement, including, but not limited to, any liabilities or obligations for licensing services prior to the effective date of the acquisition;

WHEREAS, the parties hereto desire to amend the Agreement to change all references from SouthTech Systems, Inc. to Granicus, LLC;

NOW, THEREFORE, in consideration of the foregoing and the mutual promises and covenants hereinafter contained, County and Consultant mutually agree to amend the terms of the Agreement in this First Amendment to Agreement for Services #2577 on the following terms and conditions:

- I. All references to SouthTech Systems, Inc. are substituted with Granicus, LLC
- II. The parties agree that by operation of the acquisition described above, Granicus, LLC assumes all duties and obligations under this Agreement, including, but not limited to, any liabilities or obligations for services performed by SouthTech Systems, Inc. prior to the effective date of the acquisition, and Granicus, LLC is responsible for performing the work and services in accordance with all the terms and conditions of this Agreement.

Except as herein amended, all other parts and sections of Agreement for Services #2577, as amended, shall remain unchanged and in full force and effect.

IN WITNESS WHEREOF, the parties hereto have executed this First Amendment to Agreement for Services #2577 on the dates indicated below.

-- COUNTY OF EL DORADO --

By: _____
Board of Supervisors
"County"

Dated: _____

Attest:
James S. Mitrisin
Clerk of the Board of Supervisors

By: _____
Deputy Clerk

Dated: _____

-- GRANICUS, LLC --

By: _____
Dawn Kubat
Vice President of Legal
"Consultant"

Dated: _____