

AMENDMENT NO. 3 TO AGREEMENT NO. C2013 11

This Amendment No. 3 to Agreement No. C2013 11 (hereinafter "Amendment") is dated this 4th day of June, 2018, by and between the City of Napa, a municipal corporation (hereinafter "City"), and Data Ticket, Inc. (hereinafter "Consultant").

RECITALS

A. City and Consultant entered into an Agreement entitled IT Acquisition and Services (hereinafter "Agreement") for consolidation of its parking enforcement, parking permit management, citation processing, payment and collections, by which the Consultant agreed to perform services more particularly described in the Agreement and generally including the management of enforcement, permitting, appeals and collections for parking and administrative citations.

B. City and Consultant mutually consent to extend the term of the agreement through June 30, 2021.

NOW, THEREFORE, IN CONSIDERATION OF THE MUTUAL COVENANTS AND CONDITIONS IDENTIFIED HEREIN, THE PARTIES HEREBY AGREE AS FOLLOWS:

1. INCORPORATION BY REFERENCE. This Amendment hereby incorporates by reference all terms and conditions set forth in the Agreement, unless specifically modified by this Amendment. All terms and conditions set forth in the Agreement which are not specifically modified by this Amendment shall remain in full force and effect.

2. TERM. The term of this Agreement as originally set forth in Agreement Section 4 shall be extended through June 30, 2021 unless terminated earlier as provided for Section 7 of the original Agreement; except that the obligations of the parties under Paragraph 12 (Indemnification) and Paragraph 13 (Insurance) shall continue in full force and effect after said expiration date or early termination in relation to acts or omissions occurring prior to such dates during the term of this Agreement, and the obligations of Consultant to City shall also continue after said expiration date or early termination in relation to the obligation prescribed by Paragraph 10 (Records of Performance), Paragraph 21 (Taxes), and Paragraph 26 (Confidentiality).

3. ENTIRE AGREEMENT. This Amendment (including the Agreement as amended herein and all documents incorporated herein by reference) comprises the entire integrated understanding between the parties concerning the services described in this Amendment. This Amendment supersedes all prior negotiations, agreements and understandings regarding the additional services described herein, whether written or oral. The documents incorporated by reference into this Amendment are complementary; what is called for in one is binding as if called for in all.

4. SIGNATURES. The individuals executing this Amendment represent and warrant that they have the right, power, legal capacity, and authority to enter into and to execute this Amendment on behalf of the respective legal entities of the Consultant and the City. This Amendment shall inure to the benefit of and be binding upon the parties hereto and their respective successors and assigns.

IN WITNESS WHEREOF, the parties have duly executed this Agreement the day and year first above written.

CITY OF NAPA:

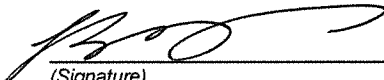
CONSULTANT:

(Signature)

Data Ticket, Inc. a California Corporation
(Print name of Consultant/form of organization)

Steve Potter, Police Chief
(Type name and title)

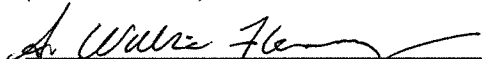
ATTEST:

By: 
(Signature)

(Signature)

Marjorie Fleming, President
(Print name and title)

Dorothy Roberts, City Clerk
(Type name and title)

By: 
(Signature)

COUNTERSIGNED:

A. William Fleming, PhD, Director
(Print name and title)

(Signature)

Desiree Brun, City Auditor
(Type name and title)

APPROVED AS TO FORM:

(Signature)

Michael W. Barrett, City Attorney
(Type name and title)

*Corporation, partnership, limited liability corporation, sole proprietorship, etc.
Unless corporate resolution delegates an individual to sign contracts, an agreement with a corporation shall be signed by the President or Vice President **and** the Secretary or Treasurer of the corporation. A general partner shall sign on behalf of a general partnership. The managing member, if authorized, may sign on behalf of a limited liability corporation.

Budget Code: 29101-53201